

ORIGINAL

991739 -TX

**** FLORIDA PUBLIC SERVICE COMMISSION ****
DIVISION OF TELECOMMUNICATIONS
BUREAU OF CERTIFICATION AND SERVICE EVALUATION
APPLICATION FORM
for
AUTHORITY TO PROVIDE
ALTERNATIVE LOCAL EXCHANGE SERVICE
WITHIN THE STATE OF FLORIDA

Instructions

- ◆ This form is used as an application for an original certificate and for approval of the assignment or transfer of an existing certificate. In the case of an assignment or transfer, the information provided shall be for the assignee or transferee (See Appendix A).
- ◆ Print or type all responses to each item requested in the application and appendices. If an item is not applicable, please explain why.
- ◆ Use a separate sheet for each answer which will not fit the allotted space.
- ◆ Once completed, submit the original and six (6) copies of this form along with a non-refundable application fee of **\$250.00** to:

**Florida Public Service Commission
Division of Records and Reporting
2540 Shumard Oak Blvd.
Tallahassee, Florida 32399-0850
(850) 413-8770**

- ◆ If you have questions about completing the form, contact:

**Florida Public Service Commission
Division of Telecommunications
Bureau of Certification and Service Evaluation
2540 Shumard Oak Blvd.
Tallahassee, Florida 32399-0850
(850) 413-6600**

DOCUMENT NUMBER-DATE

14300 NOV 19 88

FPSC-RECORDS/REPORTING

APPLICATION

1. This is an application for (check one):

Original certificate (new company).

Approval of transfer of existing certificate: Example, a non-certificated company purchases an existing company and desires to retain the original certificate of authority.

Approval of assignment of existing certificate: Example, a certificated company purchases an existing company and desires to retain the certificate of authority of that company.

Approval of transfer of control: Example, a company purchases 51% of a certificated company. The Commission must approve the new controlling entity.

2. **Name of company:**

Telebeeper Inc.

3. **Name under which the applicant will do business (fictitious name, etc.):**

Telebeeper Inc.

4. **Official mailing address (including street name & number, post office box, city, state, zip code):**

3280 Lake Worth Rd. #3

Lake Worth Fl. 33461

5. **Florida address (including street name & number, post office box, city, state, zip code):**

3280mLake Worth Rd. #3

Lake Worth Fl. 33461

6. Structure of organization:

- () Individual Corporation
- () Foreign Corporation () Foreign Partnership
- () General Partnership () Limited Partnership
- () Other _____

7. If individual, provide:

N/A

Name: _____

Title: _____

Address: _____

City/State/Zip: _____

Telephone No.: _____ Fax No.: _____

Internet E-Mail Address: _____

Internet Website Address: _____

8. If incorporated in Florida, provide proof of authority to operate in Florida:

(a) **The Florida Secretary of State corporate registration number:**

Corporate Charter number P-990000098149

A certificate of good standing is attached as Exhibit I

9. If foreign corporation, provide proof of authority to operate in Florida:

(a) **The Florida Secretary of State corporate registration number:**

10. If using fictitious name-d/b/a, provide proof of compliance with fictitious name statute (Chapter 865.09, FS) to operate in Florida:

(a) **The Florida Secretary of State fictitious name registration number:**

11. **If a limited liability partnership**, provide proof of registration to operate in Florida:

(a) The Florida Secretary of State registration number:

12. **If a partnership**, provide name, title and address of all partners and a copy of the partnership agreement.

Name: _____ N/A

Title: _____

Address: _____

City/State/Zip: _____

Telephone No.: _____ Fax No.: _____

Internet E-Mail Address: _____

Internet Website Address: _____

13. **If a foreign limited partnership**, provide proof of compliance with the foreign limited partnership statute (Chapter 620.169, FS), if applicable.

(a) The Florida registration number: _____ N/A

14. Provide **F.E.I. Number**(if applicable): _____

15. Indicate if any of the officers, directors, or any of the ten largest stockholders have previously been:

(a) **adjudged bankrupt, mentally incompetent, or found guilty of any felony or of any crime, or whether such actions may result from pending proceedings. Provide explanation.**

None of the officers, directors, or ten largest stockholders of the corporation have previously been adjudged bankrupt, mental incompetent, or found guilty of anyany felony or of any crime, and no proceedings are pending which would result in such actions.

(b) an officer, director, partner or stockholder in any other Florida certificated telephone company. If yes, give name of company and relationship. If no longer associated with company, give reason why not.

Oscar Nodarse

President, FLATEL, Inc.

16. Who will serve as liaison to the Commission with regard to the following?

(a) The application:

Name: Oscar Nodarse

Title: President, Telebeeper, Inc.

Address: 3280 Lake Worth Rd. #3

City/State/Zip: Lake Worth, Fl. 33461

Telephone No.: 561 963-0777 Fax No.: 561 963-0222

Internet E-Mail Address:

Internet Website Address:

(b) Official point of contact for the ongoing operations of the company:

Name: Frederick Vizoso

Title: Vice-President, Telebeeper Inc.

Address: 3280 Lake Worth Rd. #3

City/State/Zip: Lake Worth, Fl. 33461

Telephone No.: 561 963-0777 Fax No.: 561 963-0222

Internet E-Mail Address:

Internet Website Address: _____

(c) **Complaints/Inquiries from customers:**

Name: _____ Customers may call the company at its customer

Title: _____ service number or may contact the company in writing

Address: _____ at 3280 Lake Worth Rd. #3

City/State/Zip: _____ Lake Worth, Fl 33461

Telephone No.: _____ 561 439-2062 **Fax No.:** _____ 561 963-0222

Internet E-Mail Address: _____

Internet Website Address: _____

17. **List the states in which the applicant:**

(a) **has operated as an alternative local exchange company.**

Florida

(b) **has applications pending to be certificated as an alternative local exchange company.**

(c) **is certificated to operate as an alternative local exchange company.**

Florida

(d) **has been denied authority to operate as an alternative local exchange company and the circumstances involved.**

(e) has had regulatory penalties imposed for violations of telecommunications statutes and the circumstances involved.

No penalties have been imposed against the applicant in any state.

(f) has been involved in civil court proceedings with an interexchange carrier, local exchange company or other telecommunications entity, and the circumstances involved.

No civil court proceedings involving applicant in any state.

18. Submit the following:

A. Financial capability.

The application **should contain** the applicant's audited financial statements for the most recent 3 years. If the applicant does not have audited financial statements, it shall so be stated.

The unaudited financial statements should be signed by the applicant's chief executive officer and chief financial officer **affirming that the financial statements are true and correct** and should include:

1. the balance sheet: Attached as Exhibit III

2. income statement: and Attached is Exhibit IV

3. statement of retained earnings. The applicant is a newly formed corporation and does not have audited financial statements.

NOTE: *This documentation may include, but is not limited to, financial statements, a projected profit and loss statement, credit references, credit bureau reports, and descriptions of business relationships with financial institutions.*

Further, the following (which includes supporting documentation) should be provided:

1. **written explanation** that the applicant has sufficient financial capability to provide the requested service in the geographic area proposed to be served.

Attached as Exhibit V

2. **written explanation** that the applicant has sufficient financial capability to maintain the requested service.

Attached as Exhibit V

3. **written explanation** that the applicant has sufficient financial capability to meet its lease or ownership obligations.

Attached as Exhibit V

B. **Managerial capability:** give resumes of employees/officers of the company that would indicate sufficient managerial experiences of each.

Attached as Exhibit VI

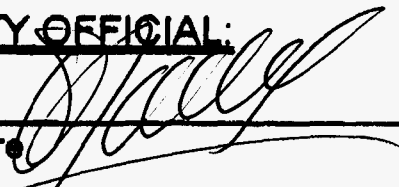
C. **Technical capability:** give resumes of employees/officers of the company that would indicate sufficient technical experiences or indicate what company has been contracted to conduct technical maintenance.

Attached as Exhibit VI & VII

**** APPLICANT ACKNOWLEDGMENT STATEMENT ****

1. **REGULATORY ASSESSMENT FEE:** I understand that all telephone companies must pay a regulatory assessment fee in the amount of 15 of one percent of gross operating revenue derived from intrastate business. Regardless of the gross operating revenue of a company, a minimum annual assessment fee of \$50 is required.
2. **GROSS RECEIPTS TAX:** I understand that all telephone companies must pay a gross receipts tax of two and one-half percent on all intra and interstate business.
3. **SALES TAX:** I understand that a seven percent sales tax must be paid on intra and interstate revenues.
4. **APPLICATION FEE:** I understand that a non-refundable application fee of \$250.00 must be submitted with the application.

UTILITY OFFICIAL:

		<u>11/17/99</u>
Signature		Date
President		561 963-0777
Title		Telephone No.
Address:	3280 Lake Worth Rd. #3	561 963-0222
	Lake Worth Rd. #3	Fax No.
	Lake Worth, Fl. 33461	

ATTACHMENTS:

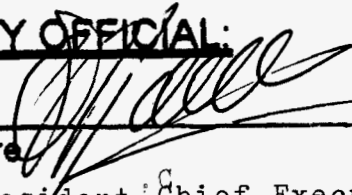
- A - CERTIFICATE SALE, TRANSFER, OR ASSIGNMENT STATEMENT
- B - INTRASTATE NETWORK
- C - AFFIDAVIT

AFFIDAVIT

By my signature below, I, the undersigned officer, attest to the accuracy of the information contained in this application and attached documents and that the applicant has the technical expertise, managerial ability, and financial capability to provide alternative local exchange company service in the State of Florida. I have read the foregoing and declare that, to the best of my knowledge and belief, the information is true and correct. I attest that I have the authority to sign on behalf of my company and agree to comply, now and in the future, with all applicable Commission rules and orders.

Further, I am aware that, pursuant to Chapter 837.06, Florida Statutes, "Whoever knowingly makes a false statement in writing with the intent to mislead a public servant in the performance of his official duty shall be guilty of a misdemeanor of the second degree, punishable as provided in s. 775.082 and s. 775.083."

UTILITY OFFICIAL:

<u>Signature</u>		<u>Date</u>	11-17-99
<u>Title</u>	President Chief Executive Officer and Chief Financial Officer	<u>Telephone No.</u>	561 963-0777
<u>Address:</u>	3280 Lake Worth Rd. #3 Lake Worth, FL. 33461	<u>Fax No.</u>	561 963-0222

State of Florida



Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation of TELEBEEPER, INC., a Florida corporation, filed on November 8, 1999, as shown by the records of this office.

The document number of this corporation is P99000098149.

Exhibit
I

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capitol, this the
Eighth day of November, 1999



CR2EO22 (1-99)

Katherine Harris

Katherine Harris
Secretary of State

**TELEBEEPER, INC. FORECASTED
INCOME STATEMENT
FIRST YEAR OF OPERATIONS(12 MONTHS)**

REVENUE

Telephones Operations	\$1,248,750	
Other Communications	\$3,246,750	
Total Revenue		\$4,495,500

DIRECT COST

Facilities	\$ 289,510	
Long Distance & Local Srvc	\$1,778,420	
Total Direct Cost		\$2,067,930

Gross Margin		\$2,427,570
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EXPENSES


Salaries	\$ 525,000	
Utilities	\$ 25,000	
Interest	\$ 220,000	
Depreciation	\$ 250,000	
Miscellaneous	\$ 5,000	
Total Expenses		\$1,025,000

Operating Income Before Taxes		\$1,402,570
Income Taxes		533,000

NET INCOME		\$ 869,570
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I attest that this financial statement is true and correct.

Chief Executive Officer
and Chief Financial Officer



Oscar Nodarse

EXHIBIT

III

TELEBEEPER, INC.
UNAUDITED
BALANCE SHEET
AS OF SEPTEMBER, 1999

Assets

Current Assets

Cash 7,500.00

Total Current Assets 7500.00

Fixed Assets

Office Furn & Fixtures 2,500.00
Machinery & Equip 2,500.00

TOTAL FIXED ASSETS 5,000.00

12,500.00
=====

LIABILITIES AND EQUITY

Long Term Liabilities

Shareholders Loans 12,400.00

TOTAL LONG TERM LIABILITIES 12,400.00

Equity

Common Stock 100.00

TOTAL EQUITY 100.00

TOTAL LIABILITIES AND EQUITY 12,500.00
=====

I attest that this Financial Statement is true and correct.

Chief Executive Officer
and Chief Financial Officer



Osacr Nodarse

EXHIBIT

III

TELEBEEPER, INC.
FORECASTED BALANCE SHEET
END OF FIRST YEAR OF OPERATIONS

CURRENT ASSETS

Cash	\$1,569,570	
Accounts Receivable	235,000	
Total Current Assets		\$2,054,570
Equipment	\$2,500,000	
Accumulated Depreciation	250,000	
Depreciation Costs		\$2,500,000
Total Assets		\$4,304,570

LIABILITIES AND EQUITY

CURRENT LIABILITIES

Accounts Payable	\$ 250,000	
Short Term Notes	250,000	
Income Taxes	533,000	
Other ST Liabilities	2,000	
Total Current Liabilities		\$1,035,000

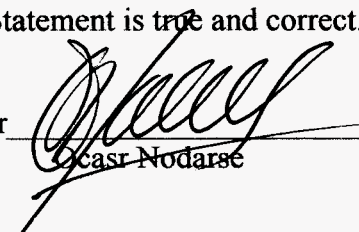
Long Term Liabilities	\$2,000,000	
Total Liabilities		\$3,035,000

Initial Investment	\$ 200,000	
Paid in Capital	200,000	
Retained Earnings	869,570	
Total Equity		\$1,269,570

Total Liabilities and Equity **\$4,304,570**

I attest that this Financial Statement is true and correct.

Chief Executive Officer
and Chief Financial Officer



Casr Nodarse

EXHIBIT

IV

EXHIBIT V

While the cash flow from operations is expected to be sufficient in providing needed operating funds, I Oscar Nodarse, CEO for FLATEL, Inc., CEO for Telebeeper, Inc. will pledge my personal assets should additional financing become necessary.

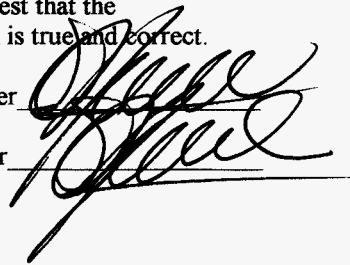
I currently own a controlling interest in Flatel, Inc. and Telebeeper, Inc.. The net value of my interest in these companies exceeds \$2.6 million and can be pledged to raise additional capital.

Several investors in FLATEL, Inc. have also expressed an interest in investing in Telebeeper, Inc., and the sale of stock to investors is another option to raise additional capital.

By my signature, I attest that the foregoing information is true and correct.

Chief Executive Officer

Chief Financial Officer

Handwritten signatures of Oscar Nodarse, CEO of FLATEL, Inc. and Telebeeper, Inc., over two horizontal lines.

EXHIBIT

 V

EXHIBIT VI

Telebeeper Inc. intends to provide local and long distance services to the market. The founders have extensive experience in managing the telecommunications needs of the industry. The management team's expertise in finance, customer service, operations, sales, marketing, and business administration is well suited to support its diversification into the resale telecommunications market. The following profiles of key personnel are provided as proof of the company's managerial capabilities

OSCAR NODARSE, PRESIDENT AND MARKETING DIRECTOR

Mr. Nodarse is the founder of FLATEL, Inc.. He is currently the founder and President of Telebeeper, Inc.. For the past 10 years, Mr. Nodarse has successfully managed his company making it very profitable serving over 16,000 customers in south Florida alone. In the past, Mr. Nodarse was President, Vice-President, Director of Sales, and Account Executive for different corporations in the states of New York, Florida, and also Puerto Rico extending his knowledge to the international market which includes Central and South America, Spain and Portugal.

FREDERICK R. VIZOSO, VICE-PRESIDENT AND SALES DIRECTOR

Mr. Vizoso is the Vice-President-Sales for Telebeeper Inc.. Mr. Vizoso is currently the Vice-President of FLATEL, Inc.. In the past 7 years he has applied his knowledge and experience towards the growth of FLATEL, Inc.. He has also demonstrated his managerial capabilities in the other services and retail businesses in South Florida.

EXHIBIT

VI

EXHIBIT VII

TECHNICAL CAPABILITY

The company intends to provide local services from all our stores and agents in all of South Florida. Rusty Butler, Communications Engineer for the company, will provide technical support for all related requirements. He will be responsible for installing, operating and maintaining the company's switching equipment.

Mr. Butler has over 15 years experience in the telecommunications industry. He has held Systems Engineering positions with PAGENET, Inc., AMERICAN PAGING, Inc., L.D.D.S., Inc., and many other carriers in South Florida.

EXHIBIT

VII

ORIGINAL

DEPOSIT
D218

DATE
NOV 22 1999

991739 - TX

**** FLORIDA PUBLIC SERVICE COMMISSION ****

DIVISION OF TELECOMMUNICATIONS
BUREAU OF CERTIFICATION AND SERVICE EVALUATION

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- Print or type all responses to each item requested in the application and appendices. If an item is not applicable, please explain why.

AFA _____
 APP _____
 CAF _____
 CMU _____
 CTR _____
 EAG _____
 LEG _____
 MAS _____
 OPC _____
 PAI _____
 SEC _____
 WAW _____
 OTH _____

state sheet for each answer which will not fit the allotted space.

and six (6) copies of this form along with a

TELEBEEPER, INC.
 561-963-0777
 3280 LAKE WORTH RD.
 LAKE WORTH, FL 33461

PAY TO THE ORDER OF Public Service Commission DATE 11/19/99 1001

NationsBank
 NationsBank, N.A.
 ACH R/T 063100277

FOR Application Fee \$ 250.00 DOLLARS

REDACTED

Check received with filing and forwarded to Fiscal for deposit.
 Fiscal to forward a copy of check to RAE with proof of deposit.

2540 Shumaker
Tallahassee, Florida 32300
(850) 413-6600

Initials of person who forwarded check