

REQUEST TO ESTABLISH DOCKET
(PLEASE TYPE)

Date: November 18, 1999

Docket No. 991740-TI

1. Division Name/Staff Name: Communications/T.Williams
2. OPR: T.Williams
3. OCR: _____
4. Suggested Docket Title: Request to change the name on Interexchange Telecommunications Service Certificate No. 3143 from STRATEGIC ALLIANCES, INC. d/b/a LONDON TELECOM NETWORK, CORP to TRANSWORLD NETWORK, CORP.
5. Suggested Docket Mailing List (attach separate sheet if necessary)
 - A. Provide NAMES ONLY for regulated companies or ACRONYMS ONLY regulated industries, as shown in Rule 25-22.104, F.A.C.
 - B. Provide COMPLETE name and address for all others. (Match representatives to clients.)
 1. Parties and their representatives (if any)

_____	_____
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____

2. Interested Persons and their representatives (if any)

_____	_____
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____

6. Check one:
- Documentation is attached.
- Documentation will be provided with the recommendation.

I:\PSC\RAR\WP\ESTDKT.
PSC/RAR 10 (Revised 01/96)

DOCUMENT NUMBER-DATE
14301 NOV 19 99
FPSC-RECORDS/REPORTING

HELEIN & ASSOCIATES, P. C. RECEIVED

ATTORNEYS AT LAW

NOV 16 1999

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November 15, 1999

VIA OVERNIGHT DELIVERY

Florida Public Service Commission
Division of Administration, Room G-50
101 East Gained Street
Tallahassee, Florida 32399-0866

RECEIVED
FLORIDA PUBLIC
SERVICE COMMISSION
99 NOV 16 AM 11:00
MAIL ROOM

Re: Transworld Network, Corp. (formerly Strategic Alliances Inc. d/b/a London Telecom Network, Corp.) Proposed Florida P.S.C. Tariff No. 1 Filed Pursuant to Corporate Name Change

Ladies and Gentlemen:

On behalf of Transworld Network, Corp., formerly Strategic Alliances Inc. d/b/a London Telecom Network, Corp. ("Company"), we hereby submit an original and two copies of this its Notification of Corporate Name Change and proposed Transworld Network, Corp. Florida P.S.C. Tariff No. 1.

Company, a Minnesota corporation, is authorized to provide long distance and operator services in Florida pursuant to the Florida Public Service Commission's Order No. PSC-92-1391-FOF-TI, Docket No. 920952-TI, issued December 2, 1992. Its current Florida tariff is its Strategic Alliances Inc. d/b/a London Telecom Network, Corp. FL P.S.C. Tariff No. 1.

Company officially changed its name on December 3, 1997, to the name it had been using as a d/b/a - London Telecom Network, Corp. Company has now changed its name to Transworld Network, Corp. Minnesota Secretary of State documents reflecting the foregoing are attached (enclosure 1). The Florida Secretary of State's office has been advised of the foregoing (enclosure 2).

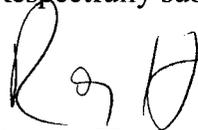
Additionally, for your records, we advise you that Company's parent corporation has also undergone a corporate name change. Company's parent corporation is a Georgia corporation which was originally incorporated as London Telecom Network, Corp. It changed its name on November 12, 1997 to The London Telecom Group, Corp. More recently, it changed its name again to Transworld Group, Corp. Georgia Secretary of State documents reflecting the foregoing are attached (enclosure 3).

Florida Public Service Commission
November 15, 1999
Page 2

Company's proposed tariff, styled Transworld Network, Corp. FL P.S.C. Tariff No. 1, will cancel and replace its Strategic Alliances Inc. d/b/a London Telecom Network, Corp. FL P.S.C. Tariff No. 1 in its entirety. Company's proposed tariff has been issued to reflect the corporate name change. It replicates the superseded Strategic Alliances Inc. d/b/a London Telecom Network, Corp. FL P.S.C. Tariff No. 1 except for the following: Section 2.3.3 is new; Section 2.9 has been changed; Section 4.6 has been changed; two new rate plans have been added (Sections 3.7, 3.8, 4.7 and 4.8); two new miscellaneous charges have been added (Sections 4.9 and 4.10); and several textual errors have been corrected.

An additional copy of this letter and filing is enclosed. Please date-stamp the extra copy and return it to the undersigned in the enclosed postage-prepaid envelope. Should there be any questions with respect to this matter, please contact me.

Respectfully submitted,

A handwritten signature in black ink, appearing to read 'Rogena Harris', written in a cursive style.

Rogena Harris

Enclosures

TITLE SHEET

FLORIDA TELECOMMUNICATIONS TARIFF

This tariff contains the descriptions, regulations, and rates applicable to the furnishing of service and facilities for telecommunications services provided by TRANSWORLD NETWORK, CORP., hereinafter in the text of this tariff referred to as "Transworld Network" with principal offices at 2502 Rocky Point Drive, Suite 170, Tampa Bay, FL 33607. This tariff applies for service furnished within the state of Florida. This tariff is on file with the Florida Public Service Commission, and copies may be inspected during normal business hours at the Company's principal place of business.

This tariff cancels and replaces in its entirety Strategic Alliances, Inc. d/b/a London Telecom Network, Corp.'s FL P.S.C. - Tariff No. 1.

Issued: November 16, 1999

Effective: November 17, 1999

Tariff Administrator
2502 Rocky Point Drive
Suite 170
Tampa Bay, FL 33607

CHECK SHEET

Sheets 1 through 28 inclusive of this tariff are effective as of the date shown at the bottom of the respective sheet(s). Original and revised sheets as named below comprise all changes from the original tariff and are currently in effect as of the date on the bottom of this page.

<u>SHEET</u>	<u>REVISION</u>
1	Original
2	Original
3	Original
4	Original
5	Original
6	Original
7	Original
8	Original
9	Original
10	Original
11	Original
12	Original
13	Original
14	Original
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22	Original
23	Original
24	Original
25	Original
26	Original
27	Original
28	Original

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Issued: November 16, 1999

Effective: November 17, 1999

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SYMBOLS

The following are the only symbols used for the purposes indicated below:

D - Delete or Discontinue

I - Change Resulting In An Increase to A Customer's Bill.

M - Moved From Another Tariff Location.

N - New.

R - Change Resulting In A Reduction to A Customer's Bill.

T - Change In Text or Regulation But No Change In Rate or Charge.

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TARIFF FORMAT

- A. Sheet Numbering - Sheet numbers appear the upper right corner of the sheet. Sheets are numbered sequentially. However, new sheets are occasionally added to the tariff. When a new sheet is added between sheets already in effect, a decimal is added. For example, a new sheet added between sheets 14 and 15 would be 14.1.
- B. Sheet Revision Numbers - Revision numbers also appear in the upper right corner of each sheet. These numbers are used to determine the most current sheet version on file with the FPSC. For example, the 4th revised Sheet 14 cancels the 3rd revised Sheet 14. Because of various suspension periods, deferrals, etc. the FPSC follows in their tariff approval process, the most current sheet number on file with the Commission is not always the tariff page in effect. Consult the Check Sheet for the sheet currently in effect.
- C. Paragraph Numbering Sequence - There are nine levels of paragraph coding. Each level of coding is subservient to its next higher level:
- 2.
 - 2.1.
 - 2.1.1.
 - 2.1.1.A.
 - 2.1.1.A.1.
 - 2.1.1.A.1.(a).
 - 2.1.1.A.1.(a).I.
 - 2.1.1.A.1.(a).I.(i).
 - 2.1.1.A.1.(a).I.(i).(1).

TARIFF FORMAT (Cont'd)

- D. Check Sheets - When a tariff filing is made with the FPSC, an updated check sheet accompanies the tariff filing. The check sheet lists the sheets contained in the tariff, with a cross reference to the current revision number. When new pages are added, the check sheet is changed to reflect the revision. All revisions made in a given filing are designated by an asterisk (*). There will be no other symbols used on this page if these are the only changes made to it (i.e., the format, etc. remains the same, just revised revision levels on some pages). The tariff user should refer to the latest check sheet to find out if a particular sheet is the most current on file with the FPSC.

SECTION 1 - TECHNICAL TERMS AND ABBREVIATIONS

Access Line - An arrangement which connects the customer's locations to a Transworld Network switching center.

Authorization Code - A numerical code, one or more of which are available to a customer to enable him/her to access the carrier, and which are used by the carrier both to prevent unauthorized access to its facilities and to identify the customer for billing purposes.

Billed Party - The person or entity that accepts responsibility for the payment of charges for a call over the company's service.

Call Processing System (CPS) - Equipment placed by the Company at the subscriber's premise to automate collect calls and record credit card information for billing purposes.

Company or Carrier - Transworld Network, Corp.

Customer - The person, firm, corporation or other entity which orders service and is responsible for payment of charges due and compliance with the company's tariff regulations.

Day - From 8:00 AM up to but not including 5:00 PM local time Monday through Friday.

Holidays - Transworld Network's recognized holidays are New Year's Day, Memorial Day, July 4th, Labor Day, Thanksgiving Day, and Christmas Day.

Night/Weekend - From 11:00 PM up to but not including 8:00 AM Sunday through Friday, and 8:00 AM Saturday up to but not including 5:00 PM Sunday.

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SECTION 1 - TECHNICAL TERMS AND ABBREVIATIONS (Cont'd)

Operator Assisted Calls - Calls placed by dialing 0 + (area code) + (exchange) + (line number), i.e., "0+", or by dialing "00", with all subsequent dialing being performed by the telephone operator, i.e., "00". The following are examples of calls normally placed in this manner.

Calling Card Calls - Calls for which charges are billed not to the originating telephone number, but to a telephone calling card issued either by a local exchange or long distance telephone company for this purpose. An automated interface or a live operator's intervention is required to perform appropriate call completion functions and gather billing information on the calling card number to which the charges are to be billed.

Collect Calls - Calls for which charges are billed, not to the originating telephone number, but to the destination or terminating telephone number. An automated interface or a live operator's intervention is required to obtain agreement for the called party to accept the charges.

Credit Card Calls - Calls for which charges are billed, not to the originating telephone number, but to a general purpose credit card, such as VISA, MasterCard, or American Express. An automated interface or a live operator's intervention is required to perform appropriate call completion functions and gather billing information on the credit card account number to which the charges are to be billed.

Person to Person Calls - Calls which are placed under the stipulation that the caller will speak only to a specific called party. An automated interface or live operator's intervention is required on calls of this type to determine whether the specified called party is available to accept the call, satisfying the stipulation under which the call was placed.

SECTION 1 - TECHNICAL TERMS AND ABBREVIATIONS (Cont'd)

Room Charge Calls - Calls for which charges are collected by the subscriber, normally a hotel, motel, or hospital, but including other institutions, from the guest or occupant of the room from which the call originated. Calls of this type require that Transworld Network communicate the call detail and charges back to the originating subscriber location upon completion of the call.

Third Party Calls - Calls for which charges are billed, not to the originating telephone number, but to a third party telephone number which is neither the originating nor the terminating telephone number. An automated interface or a live operator's intervention is required to record the telephone number to which the charges are to be billed and to obtain agreement from the third party to accept the charges.

Operator Services - The automated interface service or the live operator intervention services provided in connection with placing an Operator Assisted Call.

Operator Service Charge - A non-measured (fixed) charge which is added to a measured charge in calculating the total tariff charges due for a completed Operator Assisted Call.

Subscriber - The property, or property owner, to which Transworld Network provides its services.

User - The at the Subscriber's location who actually places the call over the Company's service.

SECTION 2 - RULES AND REGULATIONS2.1 Undertaking of Transworld Network

Transworld Network services and facilities are furnished for communications originating at specified points within the state of Florida under terms of this Tariff.

Transworld Network installs, operates, and maintains the communications services provided herein under in accordance with the terms and conditions set forth under this Tariff. It may act as the customer's agent for ordering access connection facilities provided by other carriers or entities, as legally defined in Florida Public Service Commission, when authorized by the customer, to allow connection of a customer's location to the Transworld Network, network. The customer shall be responsible for all charges due for such service arrangement.

2.2 Limitations

2.2.1 Services is offered subject to the availability of facilities and the provisions of this Tariff.

2.2.2 Transworld Network reserves the right to discontinue furnishing service, or to limit the use of service, when necessitated by conditions beyond its control, or when the customer is using service in violation of the law or the provisions of this Tariff.

2.2.3 All facilities provided under this Tariff are directly controlled by and the customer may not transfer or assign the use for service or facilities, except with the express written consent of the Company. Such transfer or assignment shall only apply where there is no interruption of the use or location of the service or facilities.

2.2.4 Prior written permission from the Company is required before any assignment or transfer. All regulations and conditions contained in this Tariff shall apply to all such permitted assignees or transferees, as well as all conditions for service.

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SECTION 2 - RULES AND REGULATIONS (Cont'd)

2.3 Liabilities of The Company

- 2.3.1 Transworld Network's liability for damages arising out of mistakes, interruptions, omissions, delays, errors, or defects in the transmissions occurring in the course of furnishing service or facilities, and not caused by the negligence of its employees or its agents, in no event shall exceed an amount equivalent to the proportionate charge to the customer for the period during which the aforementioned faults in transmission occur.
- 2.3.2 Transworld Network shall be indemnified and held harmless by the customer against:
- (A) Claims for libel, slander, or infringement of copyright arising out of the material, data, information, or other content transmitted over The Company's facilities.
 - (B) All other claims arising out of any act or omission of the customer in connection with any service or facility provided by Transworld Network.
- 2.3.3 Year 2000 Compliance. Company shall not be liable to any Customer, Authorized User or third party under any law or regulation or any theory of liability, including indemnity, based on claims or because of Company's or its underlying carrier's failure or neglect to have and maintain a system, systems, a network, networks, equipment, facilities or services that are Year 2000 compliant. As the Year 2000 approaches, date information associated with any interfaces between the Company and Customer and/or its Authorized User shall be considered to remain as it is. Any changes in the interfaces, interface format or formats associated with date information shall be processed and worked by Company's Y2K Compliance Division and no change of any nature may be made, used or implemented unless and until approved by Company's Y2K Compliance Division and tested successfully for Y2K compliance. Customer's service may be delayed, canceled, temporarily or permanently discontinued or terminated without liability in the event Company determines that harm to its network, equipment, facilities or services may be caused by a Customer's not having provided proof of its compliance with the Y2K phenomenon.

SECTION 2 - RULES AND REGULATIONS (Cont'd)

2.4 Interruption of Service

- 2.4.1 Credit allowance for the interruption of service which is not due to the Company's testing or adjusting, negligence of the customer, or to the failure of channels or equipment provide by the customer, are subject to the general liability provisions set forth in 2.3.1 herein. It shall be the obligation of the customer to notify the Company immediately of any interruption in service for which a credit allowance is desired. Before giving such notice, the customer shall ascertain that the trouble is not being caused by any action or omission by the customer with his control, or is not in wiring or equipment, if any, furnished by the customer and connected to the Company's facilities. The Company's service and facilities are provided on a monthly basis, unless ordered on a longer basis, and are provided 24 hours per day, 7 days per week.
- 2.4.2 For purposes of credit computation, every month shall be considered to have 720 hours.
- 2.4.3 No credit shall be allowed for an interruption of a continuous duration of less than two hours.
- 2.4.4 The customer shall be credited for an interruption of two hours or more at the rate of 1/720th of the monthly charge for the facilities affected for each hour or major fraction thereof that the interruption continues.

Credit Formula: Credit = $\frac{A}{720} \times B$

"A" - outage time in hours

"B" - total monthly charge for affected facility

SECTION 2 - RULES AND REGULATIONS (Cont'd)

2.5 Restoration of Service

The use and restoration of service shall be in accordance with the priority system specified in part 64, subpart D of the Rules and Regulations of the Federal Communications Commission. If Customer seeks reinstatement of service following disconnection of service by Carrier, Customer shall pay to Carrier prior to the time service is re-instituted (1) all accrued and unpaid charges and (2) all installation charges that may apply.

2.6 Returned Checks

If Company receives a check from a Customer in payment for service rendered or for any other reason of indebtedness and which is returned from the bank due to insufficient or uncollected funds, closed account, apparent tampering, missing signature or endorsement, or for any other reason, The Company shall apply a service charge of \$15.00, or five percent (5%), whichever is greater.

The charge shall be applied to Customer's monthly billing in additional to any other charges which may apply under this Tariff. Payment rendered by check that is subsequently dishonored shall not constitute payment until such time as repayment is made by valid means.

The requirement of this paragraph shall be applicable only to new Customers who apply for service after the effective date of this Tariff.

2.7 Late Payment

A penalty of one and one half percent (1.5%) will be imposed on unpaid balance after thirty (30) days of invoice date.

2.8 Deposits

The Company does not require a deposit from the customer.

SECTION 2 - RULES AND REGULATIONS (Cont'd)

2.9 Regulatory Costs, Fees, and Taxes

2.9.1 A charge equal to 1.5 % of the total amount of customer's bill applies for payment of the Florida Gross Receipts Tax. This charge is listed on the customer's bill under Taxes and Other Charges.

2.9.2 A monthly administrative charge equal to 0.5 % of the total amount of customer's bill applies for payment of Florida's Regulatory Assessment Fee imposed on Carrier and Carrier's cost of billing and collection of taxes and regulatory fees. This charge is listed on the customer's bill under Taxes and Other Charges.

2.9.3 All taxes levied directly upon the customer by any governmental entity, such as sales taxes, are listed on the customer's bill under Taxes and Other Charges.

2.10 Contested Charges

For consideration of any disputed charge, a subscriber must submit in writing to Transworld Network within thirty (30) days of the date the bill is issued, the call details and bases for any requested adjustment. Transworld Network will promptly investigate and advise the subscriber as to its findings and disposition. Any undisputed charges must be paid on a timely basis. An undisputed charge that cannot be resolved between a subscriber and Transworld Network may be appealed to the Commission.

2.11 Termination of Service

The Company shall have the right to terminate service on the grounds of late payment for invoices past thirty (30) days of due date. Customer will receive a five (5) day written notice of cancellation after the 30th day following the invoice date.

2.12 Special Conditions Governing Operator Services

Each Customer subscribing to Transworld Network's operator services (see section 3.9.1) must disclose the following information to transient end users by displaying the following information supplied on stickers or tent cards provided by the Company:

SECTION 2 - RULES AND REGULATIONS (Cont'd)2.12 Special Conditions Governing Operator Services (Cont'd)1) Rates for operator services -

Collect Station to Station	\$ 1.00
Collect Person to Person	2.50
Person to Person	2.50
Station to Station	1.00
Customer Dialed Calling Card	.80

- 2) Billing procedures - all operator services and long distance rates will be billed to the end user on their telephone bill.
- 3) IntraLATA dialing instructions - please consult your local telephone company directory or operator.
- 4) IntraLATA rates - please consult your local telephone company directory or operator.
- 5) InterLATA dialing instructions - dial 0 + area code + number.
- 6) InterLATA rates - dial 0 to retrieve rates.
- 7) Surcharges for local calls - establishment charge for local calls: \$ X.00 or X% (to be billed by establishment).
- 8) Surcharges for long distance calls - establishment charge for long distance calls: \$X.00 or X% (to be billed by establishment).

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SECTION 3 - DESCRIPTION OF SERVICE

- 3.1 Inn Touch I - Service that is pre-subscribe to by Hotels, Motels, Hospitals, or Universities with no monthly long distance usage commitment.
- 3.1.1 Switched - Equal access line.
- 3.1.2 Dedicated - Private or leased line.
- 3.2 Inn Touch II - Service that is pre-subscribed to by Hotels, Motels, Hospitals, or Universities with \$500 - \$1,000 of monthly long distance usage.
- 3.2.1 Switched - Equal access line.
- 3.2.2 Dedicated - Private or leased line.
- 3.3 Inn Touch III - Service that is pre-subscribe to by Hotels, Motels, Hospitals, or Universities with \$1,000 or more of monthly long distance usage.
- 3.3.1 Switched - Equal access line.
- 3.3.2 Dedicated - Private or leased line.
- 3.4 800 Inbound - Service that is pre-subscribed to by Hospitality, Business, and University customers providing toll free number service and billed to the called party.
- 3.4.1 Inn Touch 800 I (DAL) - Dedicated Access Line. Strictly 800 incoming calls line.
- 3.4.2 Inn Touch 800 II (WAL) - Wide Access Line (WATS). Lines in which In and Out WATS services are on the same line.
- 3.4.3 Inn Touch 800 III (CBL) - Common Business Line (switched). Lines in which calls roll over to the next line.

SECTION 3 - DESCRIPTION OF SERVICE (Cont'd)

3.5 Business Direct Dial - Service that is pre-subscribed to by business customers.

3.5.1 Direct Line I (switched) - Service on an equal access line.

3.5.2 Direct Line II (dedicated) - Service on a private or leased line.

3.6 Calling Card - TransCall - Allows customers to gain access to their long distance service from anywhere nationally to anywhere nationally via discount service billed back to the customer's account.

3.7 First Rate 1+ Outbound Flat Rate Service

Carrier offers business and residential customers interexchange outbound direct dialed service for calls originating and terminating within Florida at a flat rate per month for up to 20 hours of call usage per month. An additional per minute charge applies to call usage in excess of 20 hours per month.

3.8 One-Two-Free 1+ Outbound Service

Carrier offers business and residential customers subscribing to its international service One-Two-Free Service Plan interexchange outbound direct dialed service for calls originating and terminating within Florida. Calls are billed in six (6) second increments. The minimum billing increment is eighteen (18) seconds.

3.9 Operator Services

Operator service-assisted calls are timed according to Section 3.10. Billing is in one minute increments and no customer will be billed for an uncompleted call. This service includes the completion of collect, station to station, person to person, and credit card calls by a Transworld Network operator and is separated into the following categories.

3.9.1 Operator services to end users pre-subscribed to the company.

All operator services to end users who have pre-subscribed to Transworld Network's services or who have a contractual or working relationship with the Company are charged the rates for operator assistance as outlined in Section 4.11.1.

SECTION 3 - DESCRIPTION OF SERVICE (Cont'd)3.9 Operator Services (Cont'd)

3.9.2 Operator services to local exchange company payphones, hotels, motels, and other transient locations.

3.9.3 Operator services to privately owned payphones. Operator assistance to privately owned payphones certificated by the FPSC will be charged according to the rates and conditions in Section 4.11.2.

3.10 Timing of Calls

The customer's long distance usage charge is based on the actual usage of Transworld Network's network. Usage begins when the called party picks up the receiver. When the called party picks up is determined by hardware answer supervision in which the local telephone company sends a signal to the switch or the software utilizing audio tone detection. A call is terminated when either party hangs up.

3.11 Calculation of Distance

Usage charges for all mileage sensitive products are based on the airline distance between rate centers associated with the originating and terminating points of the call.

The airline mileage between rates centers is determined by applying the formula below to the vertical and horizontal coordinates associated with the rate center involved. The Company uses the rate centers and associated vertical and horizontal coordinates that are produced by Bell Communications Research in their NPA-NXX V & H Coordinates Tape and Bell's NECA Tariff No. 4.

FORMULA:

$$\frac{\sqrt{(V1 - V2)^2 + (H1 - H2)^2}}{10}$$

SECTION 4 - RATES4.1 Inn Touch I4.1.1 Switched

Usage charge per minute:

Day	\$.1506
Evening/Night/Weekend	.1156

4.1.2 Dedicated

Usage charge per minute:

Day	\$.1151
Evening/Night/Weekend	.0881

4.2 Inn Touch II4.2.1 Switched

Usage charge per minute:

Day	\$.1456
Evening/Night/Weekend	.1099

4.2.2 Dedicated

Usage charge per minute:

Day	\$.1099
Evening/Night/Weekend	.0831

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SECTION 4 - RATES (Cont'd)4.3 Inn Touch III4.3.1 Switched

Usage charge per minute:

Day	\$.1350
Evening/Night/Weekend	.0995

4.3.2 Dedicated

Usage charge per minute:

Day	\$.1050
Evening/Night/Weekend	.0795

4.4 800 Inbound4.4.1 Inn Touch 800 I (DAL)

Usage charge per minute:

Day	\$.1210
Evening/Night/Weekend	.1031

4.4.2 Inn Touch 800 II (WAL)

Usage charge per minute:

Day	\$.1810
Evening/Night/Weekend	.1500

4.4.3 Inn Touch 800 III (CBL)

Usage charge per minute:

Day	\$.1780
Evening/Night/Weekend	.1700

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SECTION 4 - RATES (Cont'd)4.5 Business Direct Dial4.5.1 Direct Line I (switched)

Usage charge per minute:

Day	\$.1600
Evening	.1400
Night/Weekend	.1300

4.5.2 Direct Line II (dedicated)

Usage charge per minute:

Day	\$.1151
Evening	.1000
Night/Weekend	.0881

4.6 Calling Card - TransCall

Usage charge per minute: \$.10

Per Call Fee of \$0.50.

SECTION 4 - RATES (Cont'd)

4.7 First Rate 1+ Outbound Flat Rate Service

Carrier offers business and residential customers interexchange outbound direct dialed service for calls originating and terminating within Florida at a flat rate per month for up to 20 hours of call usage per month. An additional per minute charge applies to call usage in excess of 20 hours per month.

0 - 20 Hours <u>Per Month</u>	Each Add'l Minute <u>Over 20 Hours Per Month</u>
\$29.95/month	\$0.069

4.8 One-Two-Free 1+ Outbound Service

Carrier offers business and residential customers subscribing to its international service One-Two-Free Service Plan interexchange outbound direct dialed service for calls originating and terminating within Florida at the following flat rates.

First 18 Seconds <u>or Fraction</u>	Each Add'l 6 Seconds <u>or Fraction</u>
\$0.0237	\$0.0079

4.9 Directory Assistance

A Directory Assistance charge applies to all calls made to Directory Assistance. No more than two requests for listings within the area code dialed may be made during any one call to Directory Assistance. Additional requests incur an additional charge. The Directory Assistance charge applies whether or not the requested telephone number is provided.

Directory Assistance Charge Per Call: \$0.95

SECTION 4 - RATES (Cont'd)

4.10 Remote Access Surcharge

A surcharge applies to all remote access calls, including 800/888/877 and calling card calls that are accessed by dialing 800/888/877, originated from payphones.

Per Call

\$0.30

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SECTION 4 - RATES (Cont'd)4.11 Operator Services

4.11.1 Charges for Operator Services from Hotels, Motels, Pre-subscribed Local Exchange Company Payphones and other transient locations.

A. Operator services

Collect station to station	\$ 1.00
Collect person to person	2.50
Person to Person	2.50
Station to Station	1.00
Customer dialed credit card	.80

B. Operator Services Usage Rates - Day

<u>Mileage</u> <u>Band</u>	<u>1st</u> <u>Min.</u>	<u>Add'l</u> <u>Min.</u>
1 - 10	\$.1900	\$.0900
11 - 22	.2600	.1600
23 - 55	.2700	.2180
56 - 124	.2700	.2200
125 - 292	.2700	.2260
293 - 430	.2700	.2300
431 - 624	.2700	.2350

Issued: November 16, 1999

Effective: November 17, 1999

Tariff Administrator
2502 Rocky Point Drive
Suite 170
Tampa Bay, FL 33607

SECTION 4 - RATES (Cont'd)4.11 Operator Services (Cont'd)

4.11.1 Charges for Operator Services (Cont'd)

C. Operator Services Usage Rates -Evening

<u>Mileage</u> <u>Band</u>	<u>1st</u> <u>Min.</u>	<u>Add'l</u> <u>Min.</u>
1 - 10	\$.1425	\$.0675
11 - 22	.1950	.1200
23 - 55	.2025	.1635
56 - 124	.2025	.1650
125 - 292	.2025	.1700
293 - 430	.2025	.1725
431 - 624	.2025	.1725

D. Operator Services Usage Rates -Night/Weekend

<u>Mileage</u> <u>Band</u>	<u>1st</u> <u>Min.</u>	<u>Add'l</u> <u>Min.</u>
1 - 10	\$.0950	\$.0450
11 - 22	.1350	.0800
23 - 55	.1500	.1140
56 - 124	.1585	.1185
125 - 292	.1610	.1235
293 - 430	.1625	.1235
431 - 624	.1660	.1285

Issued: November 16, 1999

Effective: November 17, 1999

Tariff Administrator
2502 Rocky Point Drive
Suite 170
Tampa Bay, FL 33607

SECTION 4 - RATES (Cont'd)

4.11 Operator Services (Cont'd)

4.11.2 Charges for Operator Services from Privately Owned (nonLec) Payphones.

For Transworld Network operator assisted calls placed from privately owned payphones. The operator services charges in 4.11.1.A and the undiscounted usage schedule in 4.11.1.B, 4.11.1.C, or 4.11.1.D above apply, plus a \$.25 set use fee.

4.11.3 Charges for Operator Assistance from Pre-subscribed Customers (see Section 3.9.1).

4.12 Special Promotions and Discounts

The company will, from time to time, offer special promotions to its customers, waiving certain charges. These promotions will be for the purposes of bettering the overall service to the customer. These promotions require FPSC approval, and will not run longer than 90 days in any twelve (12) month period.

Issued: November 16, 1999

Effective: November 17, 1999

Tariff Administrator
2502 Rocky Point Drive
Suite 170
Tampa Bay, FL 33607

SECTION 4 - RATES (Cont'd)4.13 Discounts for Hearing Impaired Customers

Intrastate toll message rates for TDD users, which is communicated using a telecommunications device for the deaf (TDD) by properly certified hearing or speech impaired persons or properly certified business establishments or individuals equipped with TDDs for communicating with hearing or speech impaired persons, shall be evening rates for daytime calls and night rates for evening and night calls. These discounts shall be offered by all interexchange carriers and LECs.

Issued: November 16, 1999

Effective: November 17, 1999

Tariff Administrator
2502 Rocky Point Drive
Suite 170
Tampa Bay, FL 33607

ENCLOSURE 1

60-697

0194

ARTICLES OF AMENDMENT
AMENDING
ARTICLES OF INCORPORATION
OF
LONDON TELECOM NETWORK, CORP.

London Telecom Network, Corp., a Minnesota corporation, hereby adopts and files with the Secretary of State these Articles of Amendment Amending Articles of Incorporation of London Telecom Network, Corp. pursuant to Section 302A.139 of the Minnesota Business Corporation Act.

ARTICLE I

- 1. Article I is amended and replaced in its entirety with the following: "The name of the corporation is Transworld Network, Corp."

ARTICLE II

- 1. Article III is amended and replaced in its entirety with the following:

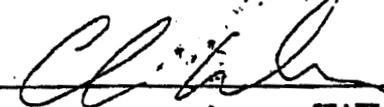
The corporation is authorized to issue one hundred million (100,000,000) shares of capital stock, to be held, sold and paid for at such times and in such a manner as the Board of Directors may, from time to time, determine, in accordance with the laws of the State of Minnesota. Unless otherwise established by the Board of Directors, all shares of the corporation are common shares entitled to one vote and shall be of one class and series having equal rights and preferences in all matters. Unless otherwise provided in these Articles or Bylaws of the corporation, or in the terms of the shares, a common shareholder has one (1) vote for each share held. The Board of Directors shall have the power to establish more than one class or series of shares and to fix the relative rights and preferences of any such different classes or series.

ARTICLE III

The amendment to Articles of Incorporation set forth herein was, in all respects, adopted pursuant to Chapter 302A of Minnesota Statutes.

IN WITNESS WHEREOF, the undersigned, being duly authorized has executed these Articles of Amendment on the 8 day of April, 1999.

London Telecom Network, Corp.

By: 

Its: Cliff E. [unclear]

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED

APR 29 1999


Secretary of State

013952

6D-697

1912

ARTICLES OF AMENDMENT
AMENDING
ARTICLES OF INCORPORATION
OF
STRATEGIC ALLIANCES, INC.

Strategic Alliances, Inc., a Minnesota corporation, hereby adopts and files with Secretary of State these Articles of Amendment Amending Articles of Incorporation of Strategic Alliances, Inc. pursuant to Section 302A.139 of the Minnesota Business Corporation Act.

1. Article I is amended and replaced in its entirety with the following:
"The name of the corporation is London Telecom Network, Corp." M

2. The amendment has been adopted pursuant to Chapter 302A of the Minnesota Business Corporation Act.

3. These Articles of Amendment Amending Articles of Incorporation of Strategic Alliances, Inc. have been approved and adopted by the directors and shareholders of Strategic Alliances, Inc. as required by the Minnesota Business Corporation Act.

IN WITNESS WHEREOF, the undersigned, the C.F.O. of Strategic Alliances, Inc., being duly authorized on behalf of Strategic Alliances, Inc., has executed this document this 30th day of November, 1997.

STRATEGIC ALLIANCES, INC.

By [Signature]
Colin Wood
Its Chief Financial Officer

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED

DEC 03 1997

[Signature]
Secretary of State M

060567

State of Minnesota

SECRETARY OF STATE

CERTIFICATE OF INCORPORATION

I, Joan Anderson Grove, Secretary of State of Minnesota, do certify that: Articles of Incorporation, duly signed and acknowledged under oath, have been filed on this date in the Office of the Secretary of State, for the incorporation of the following corporation, under and in accordance with the provisions of the chapter of Minnesota Statutes listed below.

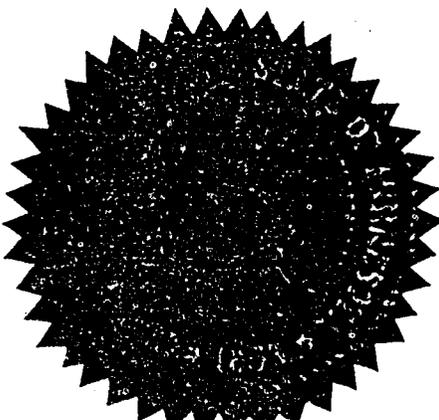
This corporation is now legally organized under the laws of Minnesota.

Corporate Name: STRATEGIC ALLIANCES INC.

Corporate Charter Number: 6D-697

Chapter Formed Under: 302A

This certificate has been issued on 12/21/1988.



Joan Anderson Grove
Secretary of State.

DEPARTMENT OF STATE



This is to acknowledge that the items described below have been accepted by the Secretary of State of Minnesota on the date noted. Those documents will be microfilmed and the original will be returned to the submitter within ten days. The microfilm will be available for public inspection at the office of the Secretary of State.

Description of Item <i>Amendment</i>	Date Accepted <i>7/1/97</i>	RJ No. NOT VALID UNTIL RJ NUMBER IS AFFIXED <i>749980</i>
Company Name <i>Strategic Alliances, Inc.</i>		

State of Minnesota
Office of the Secretary of State
Corporation Division
180 State Office Building
St. Paul, MN 55155 (612) 296-2803

by: *Richard L. DeB*
Evidence of Filing SC 00184-01

60-697



State of Minnesota
Office of the Secretary of State

OCT 19 REGD

See instructions on reverse side for completing this form.

ARTICLES OF INCORPORATION
Chapter 302A

5049

Corporate Name **STRATEGIC ALLIANCES INC.**

The undersigned incorporators, who are natural persons 18 years of age or older, do hereby adopt the following articles of incorporation to form a corporate entity under Minnesota Statutes, Chapter 302A.

ARTICLE I

The name of this corporation is:

Corporation Name **STRATEGIC ALLIANCES INC.** BM-

ARTICLE II

The registered office of this corporation is located at:

Street Address **155 S Wabasha #120** City, State, Zip **St Paul, Mn 55107** County **Ramsey**

The registered agent at that address is (Note: The appointment of an agent is optional):

Name of Agent ~~Thomas R. Buckroyd~~ **Ken Swanson**

ARTICLE III

The corporation is authorized to issue an aggregate total of:
(The minimum number of authorized shares is one.)

Number of Shares **100**

ARTICLE IV

The names and addresses of the incorporators are (Note: Only one incorporator is required under Section 302A.105):

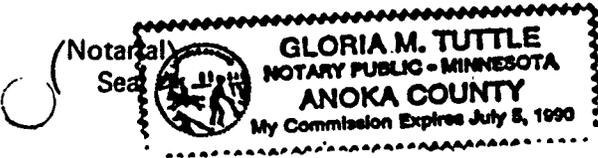
Name	Address (may not be a post office box)	Incorporator's Signature (All incorporators must sign the articles)
THOMAS R. Buckroyd	30 West Water St St Paul Mn 55107	Thomas R. Buckroyd
ERIN F. Torrey	1900 E. Shore Drive #212 Maplewood Mn 55102	Erin F. Torrey

24552

County of Anoka SS

The foregoing instrument was acknowledged before me this 15th day of December 1988.

Gloria M Tuttle
(Notary Public)



INSTRUCTIONS

1. Type or print with dark black ink.
2. Total filing fee as required by Minnesota Statutes, Section 302A.011; 302.153 for valid incorporation.
Filing Fee — \$25.00
Incorporation Fee — \$100.00
3. Make check for the total filing fee (\$125) payable to the Secretary of State.
4. Mail or bring completed form to:
Secretary of State
Corporation Division
180 State Office Building
St. Paul, MN 55155
(612) 296-2803.

NOTE: This form is intended merely as a guide in the formation of a Minnesota business corporation under Minnesota Statutes Chapter 302A and is not intended to cover all situations anticipated by that Statute. If this form does not meet the specific needs and requirements of the corporation that is being formed, the incorporators should draft their own articles specifically listing the modifications or denials of each provision to which they wish to be subject or from which they wish to be exempt.

FOR USE ONLY BY SECRETARY OF STATE

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED
DEC 21 1988

John Andrew Howe
Secretary of State M

ENCLOSURE 2



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

November 8, 1999

HELEIN & ASSOCIATES, P.C.
ATTN: JANE SCOTT
8180 GREENSBORO DRIVE, SUITE 700
MCLEAN, VA 22102

Re: Document Number P40158

The Amendment to the Application of a Foreign Corporation for LONDON TELECOM NETWORK, CORP. which changed its name to TRANSWORLD NETWORK, CORP., a Minnesota corporation authorized to transact business in Florida, was filed on October 11, 1999.

Should you have any questions regarding this matter, please telephone (850) 487-6050, the Amendment Filing Section.

Doug Spidler
Document Specialist
Division of Corporation

Letter Number: 299A00049181



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

November 8, 1999

HELEIN & ASSOCIATES, P.C.
ATTN: JANE SCOTT
8180 GREENSBORO DRIVE, SUITE 700
MCLEAN, VA 22102

Re: Document Number P40158

The Amendment to the Application of a Foreign Corporation for SAI ALLIANCES, INC. which changed its name to LONDON TELECOM NETWORK, CORP., a Minnesota corporation authorized to transact business in Florida, was filed on October 11, 1999.

Should you have any questions regarding this matter, please telephone (850) 487-6050, the Amendment Filing Section.

Doug Spitler
Document Specialist
Division of Corporation

Letter Number: 099A00049179

ENCLOSURE 3

Secretary of State
Business Information and Services
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

CONTROL NUMBER: 9629024
EFFECTIVE DATE: 09/19/1996
COUNTY : FULTON
REFERENCE : 0091
PRINT DATE : 09/19/1996
FORM NUMBER : 0311

MORRIS, MANNING & MARTIN
JUDITH A. NAVE
STE 1600, 3343 PEACHTREE RD NE
ATLANTA, GA 30326

CERTIFICATE OF INCORPORATION

I, the Secretary of State and the Corporation
Commissioner of the State of Georgia, do hereby certify under the
seal of my office that

LONDON TELECOM NETWORK, CORP.
A DOMESTIC PROFIT CORPORATION

has been duly incorporated under the laws of the State of Georgia
on the effective date stated above by the filing of articles of
incorporation in the office of the Secretary of State and by the
paying of fees as provided by Title 14 of the Official Code of
Georgia Annotated.

WITNESS my hand and official seal in the City of Atlanta and the
State of Georgia on the date set forth above.



Lewis A. Massey

Lewis A. Massey
Secretary of State

ARTICLES OF INCORPORATION

I.

The name of the Corporation is:

London Telecom Network, Corp.

II.

Common Stock. The Corporation shall have authority to issue not more than 1,000,000 shares of common stock of \$0.01 par value per share. The Board of Directors may from time to time distribute to shareholders its assets, in cash or in property, as permitted by applicable law.

Preferred Stock. The aggregate number of preferred shares (referred to in these Articles of Incorporation as "Preferred Stock") which the Corporation shall have authority to issue is 1,000,000, with a par value of \$100.00 per share. The Preferred Stock may be issued from time to time by the Board of Directors as shares of one or more series. The description of shares of each series of Preferred Stock, including any designations, preferences, conversion and other rights, voting powers, restrictions, limitations as to dividends, qualifications, and terms and conditions of redemption shall be as set forth in resolutions adopted by the Board of Directors, and Articles of Amendment shall be filed with the Georgia Secretary of State as required by law to be filed with respect to issuance of such Preferred Stock, prior to the issuance of any shares of such series.

The Board of Directors is expressly authorized, at any time, by adopting resolutions providing for the issuance of, or providing for a change in the number of, shares of any particular series of Preferred Stock and if and to the extent from time to time required by law, by filing Articles of Amendment which are effective without shareholder action, to increase or decrease the number of shares included in each series of Preferred Stock, but not below the number of shares then issued, and to set in any one or more respects the designations, preferences, conversion or other rights, voting powers, restrictions, limitations as to dividends, qualifications or terms and conditions of redemption relating to the shares of each such series. The authority of the Board of Directors with respect to each series of Preferred Stock shall include, but not be limited to, setting or changing the following:

- (i) the dividend rate, if any, on shares of such series, the times of payment and the date from which dividends shall be accumulated, if dividends are to be cumulative;
- (ii) whether the shares of such series shall be redeemable and, if so, the redemption price and the terms and conditions of such redemption;
- (iii) the obligation, if any, of the Corporation to redeem shares of such series pursuant to a sinking fund;

(iv) whether shares of such series shall be convertible into, or exchangeable for, shares of stock of any other class or classes and, if so, the terms and conditions of such conversion or exchange, including the price or prices or the rate or rates of conversion or exchange and the terms of adjustment, if any;

(v) whether the shares of such series shall have voting rights, in addition to the voting rights provided by law, and, if so, the extent of such voting rights;

(vi) the rights of the shares of such series in the event of voluntary or involuntary liquidation, dissolution or winding-up of the Corporation; and

(vii) any other relative rights, powers, preferences, qualifications, limitations or restrictions thereof relating to such series.

III.

The initial registered office of the Corporation shall be at 1600 Atlanta Financial Center, 3343 Peachtree Road, N.E., Fulton County, Georgia 30326. The initial registered agent of the Corporation shall be Charles R. Beaudrot, Jr.

IV.

The name and address of the incorporator is:

Charles R. Beaudrot, Jr.
MORRIS, MANNING & MARTIN, L.L.P.
1600 Atlanta Financial Center
3343 Peachtree Road, N.E.
Atlanta, Georgia 30326

V.

The mailing address of the initial principal office of the Corporation is:

Suite 700
210 Interstate North Parkway
Atlanta, GA 30339

VI.

The Corporation is organized for the purpose of engaging in any and all lawful businesses not specifically prohibited to corporations for profit under the laws of the State of Georgia, and the Corporation shall have all powers necessary to conduct any such businesses and all other powers enumerated in the Georgia Business Corporation Code or under any act amendatory thereof, supplemental thereto or substituted therefor.

VII.

No director of the Corporation shall have personal liability to the Corporation or to its shareholders for monetary damages for breach of fiduciary duty of care or other duty as a director, except that this Article VII shall not eliminate or limit the liability of a director: (i) for any appropriation, in violation of his duties, of any business opportunity of the Corporation; (ii) for acts or omissions which involve intentional misconduct or a knowing violation of law; (iii) for the types of liability set forth in Section 14-2-832 of the Georgia Business Corporation Code; or (iv) for any transaction from which the director received an improper personal benefit. Neither the amendment nor repeal of this Article VII, nor the adoption of any provision of the Articles of Incorporation of the Corporation inconsistent with this Article VII, shall eliminate or reduce the effect of this Article VII in respect of any act or failure to act, or any cause of action, suit or claim that, but for this Article VII, would accrue or arise prior to any amendment, repeal or adoption of such an inconsistent provision. If the Georgia Business Corporation Code is subsequently amended to provide for further limitations on the personal liability of directors of corporations for breach of duty of care or other duty as a director, then the personal liability of the directors of the Corporation shall be so further limited to the greatest extent permitted by the Georgia Business Corporation Code.

VIII.

Any action required or permitted to be taken at a shareholders' meeting may be taken without a meeting if the action is taken by all of the shareholders entitled to vote on the action, or by persons who would be entitled to vote at a meeting those shares having voting power to cast not less than the minimum number (or numbers, in the case of voting by groups) of votes that would be necessary to authorize or take such actions at a meeting at which all shares entitled to vote were present and voted. The action must be evidenced by one or more written consents describing the action taken, signed by shareholders entitled to take action without a meeting and delivered to the Corporation for inclusion in the minutes or filing with the corporate records. All voting shareholders of record who did not participate in taking the action shall be given written notice of the action not more than ten (10) days after the taking of action without a meeting. An action by less than unanimous consent may not be taken with respect to any election of directors as to which shareholders would be entitled to cumulative voting.

IX.

The initial Board of Directors shall consist of two (2) members who shall be as follows:

Robert G. Freeman
James Weisz

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation.


Incorporator

Secretary of State
Corporations Division
Suite 315 West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 973160538
CONTROL NUMBER : 9629024
EFFECTIVE DATE : 11/12/1997
REFERENCE : 0077
PRINT DATE : 11/12/1997
FORM NUMBER : 611

MORRIS, MANNING & MARTIN
CHRISTINE VOGT
3343 PEACHTREE RD, NE, STE 1600
ATLANTA, GA 30326

CERTIFICATE OF NAME CHANGE AMENDMENT

I, Lewis A. Massey, the Secretary of State and the Corporation
Commissioner of the State of Georgia, do hereby certify under the
seal of my office that

LONDON TELECOM NETWORK, CORP.
A DOMESTIC PROFIT CORPORATION

has filed articles of amendment in the office of the Secretary of
State changing its name to

THE LONDON TELECOM GROUP, CORP.

and has paid the required fees as provided by Title 14 of the
Official Code of Georgia Annotated. Attached hereto is a true and
correct copy of said articles of amendment.

WITNESS my hand and official seal in the City of Atlanta and the
State of Georgia on the date set forth above.



Lewis A. Massey

Lewis A. Massey
Secretary of State

973160538

ARTICLES OF AMENDMENT

1.

The name of the corporation is: London Telecom Network, Corp.

2.

Article I of the Articles of Incorporation of the corporation shall be amended to be and read as follows:

"ARTICLE I

The name of the corporation is 'The London Telecom Group, Corp.'

3.

The amendment was duly adopted on November 4, 1997.

4.

The amendment was adopted by the Board of Directors without shareholder action. Shareholder action was not required.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be executed by a duly authorized officer on the 4 day of November, 1997.

By: ~~James Wood~~ Colin Wood
~~President~~ Secretary

SECRETARY OF STATE
NOV 12 11 09 AM '97
BSR (1)

Secretary of State
Corporations Division
315 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : K91231419
CONTROL NUMBER: K629024
EFFECTIVE DATE: 04/30/1999
REFERENCE : 0077
PRINT DATE : 05/07/1999
FORM NUMBER : 614

BEND & ELLINGSON, PA
RICHARD H. BEND
STE 700, SIX WEST FIFTH STREET
ST. PAUL, MN 551021420

CERTIFICATE OF RESTATED ARTICLES WITH NAME CHANGE

I, Cathy Cox, the Secretary of State and the Corporations Commissioner of the State of Georgia, do hereby certify under the seal of my office that the articles of incorporation of

THE LONDON TELECOM GROUP, CORP.
A DOMESTIC PROFIT CORPORATION

have been duly restated and amended and the corporate name changed to

TRANSWORLD GROUP, CORP.

by the filing of articles of restatement in the Office of the Secretary of State and by paying of fees as provided by Title 14 of the Official Code of Georgia Annotated. Attached hereto is a true and correct copy of said articles of restatement.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.



A handwritten signature in cursive script, appearing to read "Cathy Cox".

Cathy Cox
Secretary of State