



September 7, 2000
Overnight Delivery

210 N. Park Ave.
Winter Park, FL
32789

P.O. Drawer 200
Winter Park, FL
32790-0200

Tel: 407-740-8575
Fax: 407-740-0613
tmi@tminc.com

Ms. Blanca Bayo, Director
Division of Records and Reporting
Florida Public Service Commission
2540 Shumard Oaks Boulevard
Tallahassee, Florida 32399-0850

check received with filing and
forwarded to Florida for deposit.
Filing fee amount of check
to be deposited in the amount of
\$250.00 and forwarded to bank.

[Handwritten initials]

RE: Application and Initial Tariff of **UniPlex Telecom Technologies, Inc.** for
Authority to Provide Interexchange Telecommunications Services within the
State of Florida.

Dear Ms. Bayo:

Enclosed for filing are the original and six (6) copies of the above-referenced
application and initial tariff of UniPlex Telecom Technologies, Inc.

Also enclosed is a Technologies Management, Inc. check in the amount of \$250, to
cover the filing fee.

Please acknowledge receipt of this filing by returning, filed stamped, the extra copy
of this letter in the self-addressed stamped envelope provided for that purpose.

Any questions you may have regarding this application may be addressed to me at
the above address, or by calling (407) 740-8575. Thank you for your assistance.

Sincerely,


Thomas M. Forte
Consultant to UniPlex Telecom Technologies, Inc.

Enclosures

TMF/hb

cc: Fernando Vasquez, UniPlex
file: UniPlex - FL
tms: FLi0000

DOCUMENT NUMBER-DATE

11148 SEP-88

FPSC-RECORDS/REPORTING

FLORIDA PUBLIC SERVICE COMMISSION

**DIVISION OF COMMUNICATIONS
BUREAU OF SERVICE EVALUATION**

**APPLICATION FORM
for**

201348-707

**AUTHORITY TO PROVIDE INTEREXCHANGE TELECOMMUNICATIONS SERVICE
WITHIN THE STATE OF FLORIDA**

Instructions

- A. This form is used for an original application for a certificate and for approval of sale, assignment or transfer of an existing certificate. In case of a sale, assignment or transfer, the information provided shall be for the purchaser, assignee or transferee (See Appendix A).
- B. Respond to each item requested in the application and appendices. If an item is not applicable, please explain why.
- C. Use a separate sheet for each answer which will not fit the allotted space.
- D. If you have questions about completing the form, contact:

**Florida Public Service Commission
Division of Communications
Bureau of Service Evaluation
2540 Shumard Oak Boulevard
Gunter Building
Tallahassee, Florida 32399-0850
(904) 413-6600**

- E. 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 Administration
2540 Shumard Oak Blvd.
Gunter Building
Tallahassee, Florida 32399-0850
(904) 413-6251**

1. Select what type of business your company will be conducting (check all that apply):

- Facilities based carrier** - company owns and operates or plans to own and operate telecommunications switches and transmission facilities in Florida.
- Operator Service Provider** - company provides or plans to provide alternative operator services for IXCs; or toll operator services to call aggregator locations; or clearinghouse services to bill such calls.
- Reseller** - company has or plans to have one or more switches but primarily leases the transmission facilities of other carriers. Bills its own customer base for services used.
- Switchless rebiller** - company has no switch or transmission facilities but may have a billing computer. Aggregates traffic to obtain bulk discounts from underlying carrier. Rebills end users at a rate above its discount but generally below the rate end users would pay for unaggregated traffic.
- Multi-Location Discount Aggregator** - company contracts with unaffiliated entities to obtain bulk/volume discounts under multi-location discount plans from certain underlying carriers. Then offers the resold service by enrolling unaffiliated customers.
- Prepaid Debit Card Provider** - any person or entity that purchases 800 access from an underlying carrier or unaffiliated entity for use with prepaid debit card service and/or encodes the cards with personal identification numbers.

2. **This is an application for:**

- Original Authority** (new company)
- Approval of transfer** (to another certificated company)
- Approval of assignment of existing certificate** (to a noncertificated company)
- Approval for transfer of control** (To another certificated company.)

3. **Name of corporation, partnership, cooperative, joint venture or sole proprietorship:**

UniPlex Telecom Technologies, Inc.

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

Not Applicable

5. National address (including street name & number, post office box, city, state and zip code).

UniPlex Telecom Technologies, Inc.
848 Brickell Avenue, Suite 1120
Miami, Florida 33131
Telephone: (305) 858-6700
Facsimile: (305) 854-7800
Toll Free: (800) 785-3509

6. Florida address (including street name & number, post office box, city, state and zip code).

See #5 Above

7. Structure of organization:

- | | | | |
|--------------------------|---------------------|-------------------------------------|---------------------|
| <input type="checkbox"/> | Individual | <input checked="" type="checkbox"/> | Corporation |
| <input type="checkbox"/> | Foreign Corporation | <input type="checkbox"/> | Foreign Partnership |
| <input type="checkbox"/> | General Partnership | <input type="checkbox"/> | Limited Partnership |
| <input type="checkbox"/> | Other: | | |

8. If applicant is an individual or partnership, please give name, title and address of sole proprietor or partners.

Not applicable.

- (a) Provide proof of compliance with the foreign partnership statute (Chapter 620.169 FS), if applicable.
- (b) Indicate if the individual or any of the partners have previously been:
- (1) adjudged bankrupt, mentally incompetent, or found guilty of any felony or of any crime, or whether such actions may result from pending proceedings.
 - (2) 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 the company, give reason why not.

9. **If incorporated, please give:**

- (a) **Proof from the Florida Secretary of State that the applicant has authority to operate in Florida.**

Corporate charter number: P93000004316

- (b) **Name and address of the company's Florida registered agent.**

Fernando Vasconez
UniPlex Telecom Technologies, Inc.
848 Brickell Avenue, Suite 1120
Miami, Florida 33131
Telephone: (305) 858-6700
Facsimile: (305) 854-7800

- (c) **Provide proof of compliance with the fictitious name statute (Chapter 865.09 FS), if applicable.**

Fictitious name registration number: Not Applicable

- (d) **Indicate if any of the officers, directors, or any of the ten largest stockholders have previously been:**

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

No officer, director or stockholder of the Company has been adjudged bankrupt, mentally incompetent, or found guilty of any felony or of any crime. No officer, director or stockholder of the Company are involved in proceedings which may result in such action.

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

No officer, director, partner or stockholder of the Company is an officer, director or stockholder in any other Florida certificated telephone company.

10. **Who will serve as liaison with the Commission in regard to (please give name, title, address and telephone number):**

(a) The application:

Thomas M. Forte
Consultant to UniPlex Telecom Technologies, Inc.
Technologies Management, Inc.
P.O. Drawer 200
Winter Park, FL 32790-0200
Telephone: (407) 740-8575
Facsimile: (407) 740-0613

(b) Official Point of Contact for the ongoing operations of the company:

Fernando Vasconez, Vice President of Operations
UniPlex Telecom Technologies, Inc.
848 Brickell Avenue, Suite 1120
Miami, Florida 33131
Telephone: (305) 858-6700
Facsimile: (305) 854-7800

(c) Tariff:

Thomas M. Forte
Consultant to UniPlex Telecom Technologies, Inc.
Technologies Management, Inc.
P.O. Drawer 200
Winter Park, FL 32790-0200
Telephone: (407) 740-8575
Facsimile: (407) 740-0613

(d) Complaints/Inquiries from customers:

Fernando Vasconez, Vice President of Operations
UniPlex Telecom Technologies, Inc.
848 Brickell Avenue, Suite 1120
Miami, Florida 33131
Telephone: (305) 858-6700
Facsimile: (305) 854-7800

11. List the states in which the applicant:

(a) Has operated as an interexchange carrier.

None.

(b) Has applications pending to be certificated as an interexchange carrier.

UniPlex is filing a applications in California and New York. The company has also filed for Federal Communications Commission 214 Authority.

(c) Is certificated to operate as an interexchange carrier.

None.

(d) Has been denied authority to operate as an interexchange carrier and the circumstances involved.

None

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

None

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

None

12. What services will the applicant offer to other certified telephone companies:

Facilities

Operators

Billing and Collection

Sales

Maintenance

Other:

None anticipated at this time

13. Do you have a marketing program?

No

14. Will your marketing program:

Not Applicable

Pay commissions?

Offer multi-level sales incentives?

Offer sales franchises?

Offer other sales incentives?

15. Explain any of the offers checked in question 14 (to whom, what amount, type of franchise, etc.).

Commissions will be paid directly to the direct sales people of the company.

16. Who will receive the bills for your service (check all that apply)?

- | | | | |
|-------------------------------------|--|-------------------------------------|---------------------------|
| <input checked="" type="checkbox"/> | Residential customers | <input checked="" type="checkbox"/> | Business customers |
| <input type="checkbox"/> | PATS providers | <input type="checkbox"/> | PATS station end-users |
| <input type="checkbox"/> | Hotels & motels | <input type="checkbox"/> | Hotel & motel guests |
| <input type="checkbox"/> | Universities | <input type="checkbox"/> | Univ. dormitory residents |
| <input checked="" type="checkbox"/> | Other:(specify): Anyone who uses the company's service | | |

17. Please provide the following (if applicable):

(a) Will the name of your company appear on the bill for your services, and if not, who will the billed party contact to ask questions about the bill (provide name and phone number) and how is this information provided?

No. UniPlex will only be offering prepaid card service for which no bill will be issued. The company's name will however be placed on the company's debit card.

(b) The name and address of the firm who will bill for your service.

The company will not utilize a billing firm for direct billing. The company will allow customers to recharge their prepaid card through the use of a national credit card (Visa, MasterCard, American Express, etc.).

18. Please provide all available documentation demonstrating that the applicant has the following capabilities to provide interexchange telecommunications service in Florida.

A. Financial capability.

Regarding the showing of financial capability, the following applies:

The application should contain the applicant's financial statements for the most recent 3 years, including:

1. the balance sheet
2. income statement
3. statement of retained earnings

See Attachment III.

Further, a written explanation, which can include supporting documentation, regarding the following should be provided to show financial capability.

1. Please provide documentation that the applicant has sufficient financial capability to provide the requested service in the geographic area proposed to be served.
2. Please provide documentation that the applicant has sufficient financial capability to maintain the requested service.
3. Please provide documentation that the applicant has sufficient financial capability to meet its lease or ownership obligations.

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.

If available, the financial statements should be audited financial statements.

If the applicant does not have audited financial statements, it shall be so stated. The unaudited financial statements should then be signed by the applicant's chief executive officer and chief financial officer. The signatures should affirm that the financial statements are true and correct.

18. **Please provide all available documentation demonstrating that the applicant has the following capabilities to provide interexchange telecommunications service in Florida., (Continued)**

B. Managerial capability.

See Attachment IV.

C. Technical capability.

As a reseller, Applicant relies on the technical expertise of its underlying carrier for maintenance of the network.

19. **Please submit the proposed tariff under which the company plans to begin operation. Use the format required by Commission Rule 25-24.485 (example enclosed).**

See Attachment II.

20. The applicant will provide the following interexchange carrier services (Check all that apply):

- MTS with distance sensitive per minute rates**
 - Method of access is FGA
 - Method of access is FGB
 - Method of access is FGD
 - Method of access is 800
- MTS with route specific rates per minute**
 - Method of access is FGA
 - Method of access is FGB
 - Method of access is FGD
 - Method of access is 800
- MTS with statewide flat rates per minute (i.e. not distance sensitive)**
 - Method of access is FGA
 - Method of access is FGB
 - Method of access is FGD
 - Method of access is 800
- MTS for pay telephone service providers.**
- Block of time calling plan (Reach Out Florida, Ring America, etc.)**
- 800 Service (Toll free)**
- WATS type service (Bulk or volume discount)**
 - Method of access is via dedicated facilities
 - Method of access is via switched facilities
- Private line services (Channel Services)**
(For ex. 1.544 mbps, DS-3, etc.)
- Travel service**
 - Method of access is 950
 - Method of access is 800
- 900 service**
- Operator Services**
 - Available to presubscribed customers
 - Available to non presubscribed customers (for example, patrons of hotels, students in universities, patients in hospitals.)
 - Available to inmates

Services included are:

- Station assistance
- Person to person assistance
- Directory assistance
- Operator verify and interrupt
- Conference calling

- 21. What does the end user dial for each of the interexchange carrier services that were checked in services included (above).**

The Customer will dial 1+ the area code, if applicable, plus the terminating telephone number for direct dial services. Customers utilizing a calling card will dial a toll free access number plus, a PIN number then the terminating telephone number, including area code if applicable.

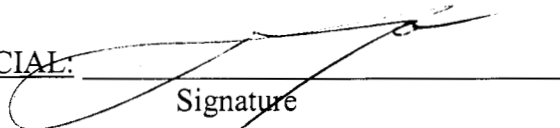
- 22. Other:**

**** 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 its 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:** A non-refundable application fee of \$250.00 must be submitted with the application.
5. **RECEIPT AND UNDERSTANDING OF RULES:** I acknowledge receipt and understanding of the Florida Public Service Commission's Rules and Orders relating to my provision of interexchange telephone service in Florida. I also understand that it is my responsibility to comply with all current and future Commission requirements regarding interexchange service.
6. **ACCURACY OF APPLICATION:** By my signature below, I the undersigned owner or officer of the named utility in the application, attest to the accuracy of the information contained in this application and associated attachments. I have read the foregoing and declare that to the best of my knowledge and belief, the information is a true and correct statement.

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: _____


Signature

04/07/00
Date

Fernando Vasconez, Vice President

(305) 858-6700

APPENDICES:

- A - CERTIFICATE TRANSFER STATEMENT
- B - CUSTOMER DEPOSITS AND ADVANCE PAYMENTS
- C - INTRASTATE NETWORK
- D - FLORIDA TELEPHONE EXCHANGES AND EAS ROUTES

ATTACHMENTS:

- I - AUTHORITY TO OPERATE IN FLORIDA
- II - PROPOSED TARIFF
- III - FINANCIAL STATEMENTS
- IV - MANAGERIAL AND TECHNICAL CAPABILITIES

CERTIFICATE OF TRANSFER STATEMENT

I, (TYPE NAME) _____,
(TITLE) _____, of (NAME OF COMPANY)
_____, and current holder of
certificate number _____, have reviewed this application and join in
the petitioner's request for a transfer of the above-mention certificate.

Not Applicable.

UTILITY OFFICIAL:

Signature Date

Title Telephone

**** APPENDIX B ****

CUSTOMER DEPOSITS AND ADVANCE PAYMENTS

A statement of how the Commission can be assured of the security of the customer's deposits and advance payments may be responded to in one of the following ways (applicant please check one):

- (X) **The applicant will not collect deposits nor will it collect payments for service more than one month in advance.**

- () **The applicant will file with the Commission and maintain a surety bond in an amount equal to the current balance of deposits and advance payments in excess of one month. (Bond must accompany application.)**

UTILITY OFFICIAL: _____
Signature
Fernando Vasconez, Vice President

04/07/00
Date
(305) 858-6700

**** APPENDIX C ****

INTRASTATE NETWORK

1. POP: Addresses where located, and indicate if owned or leased.

- 1) None 2)
- 3) 4)

2. SWITCHES: Address where located, by type of switch and indicate if owned or leased.

- 1) None 2)
- 3) 4)

3. TRANSMISSION FACILITIES: POP-to-POP facilities by type of facilities (microwave, fiber copper, satellite, etc.) and indicate if owned or leased.

POP-to-POP TYPE OWNERSHIP

- 1) None
- 2)
- 3)

4. ORIGINATING SERVICE: Please provide the list of exchanges where you are proposing to provide originating service within thirty (30) days after the effective date of the certificate. (Appendix D)

Statewide.

5. **TRAFFIC RESTRICTIONS:** Please explain how the applicant will comply with the EAEA requirements contained in Commission Rule 25-24.471 (4)(a) (copy enclosed).

Not applicable.

6. **CURRENT FLORIDA INTRASTATE SERVICES:** Applicant has () or has not (X) previously provided intrastate telecommunications in Florida. If the answer is has, fully describe the following:

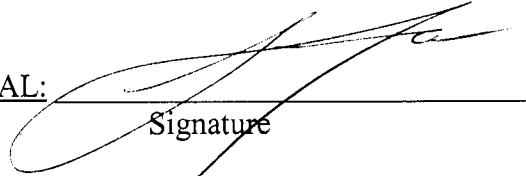
(a) **What services have been provided and when did these service begin?**

Not applicable.

(b) **If the services are not currently offered, when were they discontinued?**

Not applicable.

UTILITY OFFICIAL:


Signature

04/07/00
Date

Fernando Vasconez, Vice President

(305) 858-6700

**** APPENDIX D ****

FLORIDA TELEPHONE EXCHANGES

AND

EAS ROUTES

Describe the service area in which you hold yourself out to provide service by telephone company exchange. If all services listed in your tariff are not offered at all locations, so indicate.

In an effort to assist you, attached is a list of major exchanges in Florida showing the small exchanges with which each has extended area service (EAS).

**** FLORIDA EAS FOR MAJOR EXCHANGES ****

Extended Service Area with These Exchanges:

PENSACOLA:	Cantonment, Gulf Breeze, Pace, Milton Holley-Navarre.
PANAMA CITY:	Lynn Haven, Panama City Beach, Youngstown-Fountain and Tyndall AFB.
TALLAHASSEE:	Crawfordville, Havana, Monticello, Panacea, Sopchoppy and St. Marks.
GAINESVILLE:	Alachua, Archer, Brooker, Hawthorne, High Springs, Melrose, Micanopy, Newberry and Waldo.
OCALA:	Belleview, Citra, Dunnellon, Forest Lady Lake (B21), McIntosh, Iklawaha, Orange Springs, Salt Springs and Silver Springs Shores.
DAYTONA BEACH:	New Smyrna Beach.

TAMPA:

Central
East
North
South
West

None
Plant City
Zephyrhills
Palmetto
Clearwater

CLEARWATER:

St. Petersburg, Tampa-West and Tarpon Springs.

ST. PETERSBURG:

Clearwater

LAKELAND:

Bartow, Mulberry, Plant City, Polk City and Winter Haven.

ORLANDO:

Apopka, East Orange, Lake Buena Vista, Oviedo, Windermere, Winter Garden, Winter Park, Montverde, Reedy Creek, and Oviedo-Winter Springs.

WINTER PARK:

Apopka, East Orange, Lake Buena Vista, Orlando, Oviedo, Sanford, Windermere, Winter Garden, Oviedo-Winter Springs, Reedy Creek, Geneva and Montverde.

TITUSVILLE:

Cocoa and Cocoa Beach.

COCOA:

Cocoa Beach, Eau Gallie, Melbourne and Titusville.

MELBOURNE:

Cocoa, Cocoa Beach, Eau Gallie and Sebastian.

SARASOTA:

Bradenton, Myakka and Venice.

FT. MYERS:

Cape Coral, Ft. Myers Beach, North Cape Coral, North Ft. Myers, Pine Island, Lehigh Acres and Sanibel-Captiva Islands.

NAPLES:

Marco Island and North Naples.

WEST PALM BEACH:

Boynton Beach and Jupiter.

POMPANO BEACH:

Boca Raton, Coral Springs, Deerfield Beach and Ft. Lauderdale.

FT. LAUDERDALE:

Coral Springs, Deerfield Beach, Hollywood and Pompano Beach.

HOLLYWOOD:

Ft. Lauderdale and North Dade.

NORTH DADE:

Hollywood, Miami and Perrine.

MIAMI:

Homestead, North Dade and Perrine.

UniPlex Telecom Technologies, Inc. intends to offer service throughout the State of Florida.

ATTACHMENT I
AUTHORITY TO OPERATE IN FLORIDA

State of Florida



Department of State

I certify from the records of this office that UNIPLEX TELECOM TECHNOLOGIES, INCORPORATED is a corporation organized under the laws of the State of Florida, filed on January 20, 1993.

The document number of this corporation is P93000004316.

I further certify that said corporation has paid all fees and penalties due this office through December 31, 1998, that its most recent annual report was filed on March 2, 1998, and its status is active.

I further certify that said corporation has not filed Articles of Dissolution.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capitol, this the
Fourth day of March, 1998



CR2EO22 (2-95)

Sandra B. Northam

Sandra B. Northam
Secretary of State

ATTACHMENT II
PROPOSED TARIFF

TITLE SHEET

FLORIDA INTEREXCHANGE TELECOMMUNICATIONS TARIFF

OF

UniPlex Telecom Technologies, Inc.

This tariff contains the descriptions, regulations, and rates applicable to the furnishing of interexchange telecommunications services provided by UniPlex Telecom Technologies, Inc. ("UniPlex") within the State of Florida. UniPlex's principal offices are located at 848 Brickell Avenue, Suite 1120, Miami, FL 33131. This tariff is on file with the Florida Public Service Commission. Copies may be inspected during normal business hours at the Company's principal place of business.

Issued: September 8, 2000
By:

Fernando Vasquez, VP Operations
848 Brickell Avenue, Suite 1120
Miami, Florida 33131

Effective:

FLi0000

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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.

Issued: September 8, 2000

By:

Fernando Vasquez, VP Operations
848 Brickell Avenue, Suite 1120
Miami, Florida 33131

Effective:

FLi0000

TARIFF FORMAT

- A. Sheet Numbering** - Sheet numbers appear in the upper right corner of the page. Sheets are numbered sequentially. 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 page. 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 its tariff approval process, the most current sheet number on file with the Commission is not always the tariff sheet 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).
- 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 sheets 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 sheet if these are the only changes made to it (i.e., the format, etc. remain the same, just revised revision levels on some sheets.) 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.

Issued: September 8, 2000
By:

Fernando Vasconez, VP Operations
848 Brickell Avenue, Suite 1120
Miami, Florida 33131

Effective:

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SECTION 1.0 - TECHNICAL TERMS AND ABBREVIATIONS

Access Line - An arrangement which connects the Customer's location to the Carrier's designated point of presence or network switching center.

Authorization Code - A pre-defined series of numbers to be dialed by the Customer or End User upon access to the Company's system to notify the caller and validate the caller's authorization to use the services provided. The Customer is responsible for charges incurred through the use of his or her assigned Authorization Code.

Authorized User - A person, firm or corporation, or any other entity authorized by the Customer or Subscriber to communicate utilizing the Company's services.

Available Usage Balance - The amount of usage remaining on a Debit Account at any particular point in time. Each Account or Card has an Initial Account Balance or credit to be debited which is stated either in U.S. dollars or Call Units, depending upon the type of service. The Available Balance or credit is depleted as services provided by the Company are utilized by the Customer.

Commission - Refers to the Florida Public Service Commission.

Company - Refers to UniPlex Telecom Technologies, Inc. ("UniPlex"), issuer of this tariff.

Customer - The person, firm or corporation, or other entity which orders, cancels, amends, or uses service and is responsible for the payment of charges and/or compliance with tariff regulations.

Customer Premises Equipment - Terminal equipment, as defined herein, which is located on the Customer's premises.

Debit Account - An account which consists of a prepaid usage balance depleted on a real-time basis during each Debit Service call.

Debit Account Payment - A payment by commercial credit card, check, or draft that increases or establishes the Available Usage Balance.

Issued: September 8, 2000
By:

Fernando Vasquez, VP Operations
848 Brickell Avenue, Suite 1120
Miami, Florida 33131

Effective:

FLi0000

SECTION 1.0 - TECHNICAL TERMS AND ABBREVIATIONS, (CONT'D.)

Debit Card - A card issued by the Company which provides the Customer with a Personal Identification Number or Authorization Code and instructions for accessing the Carrier's network.

Debit Service Call - A service accessed via a "1-800" or other access code dialing sequence whereby the Customer or Authorized User dials all of the digits necessary to route a call. Network usage for each call is deducted from the available usage balance on a Company issued Debit Account.

Depletion - Real time reductions in the Available Usage Balance, based on usage of the customer Debit Account.

FPSC - refers to the Florida Public Service Commission

Initial Usage Balance - The amount of usage on a Debit Account upon issuance or activation and before any depleting call activity.

LEC - Local Exchange Company.

Marks - A collective term to mean such items as trademarks, service marks, trade names and logos; copyrighted words, artwork, designs, pictures or images; or any other device or merchandise to which legal rights or ownership are held or reserved by an entity.

Personal Identification Number (PIN)- See Authorization Code.

Renewal - A method of replenishing a Debit Account's Available Usage Balance with additional minutes of usage as authorized and paid for by the Customer.

Sponsor - A corporation or other legal entity that exclusively permits the use of its Marks to the Company for use with telephone cards (prepaid or otherwise) or other merchandise, and contracts with the Company for the marketing of the services described herein.

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Effective:

By:

Fernando Vasconez, VP Operations
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Miami, Florida 33131

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SECTION 1.0 - TECHNICAL TERMS AND ABBREVIATIONS, (CONT'D.)

Switched Access - Where access between the Customer and the Carrier is provided on local exchange company circuits capable of accessing the local switched network. The cost of switched Feature Group access is billed to the Carrier.

Terminal Equipment - Devices, apparatus, and associated wiring, such as teleprinters, telephones, or data sets.

UniPlex - Used throughout this tariff to mean UniPlex Telecom Technologies, Inc.

V & H Coordinates - Geographic points which define the originating and terminating points of a call in mathematical terms so that the airline mileage of the call may be determined. Call mileage is used for the purposed of rating calls.

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SECTION 2.0 - RULES AND REGULATIONS

2.1 Undertaking of UniPlex Telecom Technologies, Inc.

UniPlex's services and facilities are furnished for communications originating at specified points within the State of Florida under terms of this tariff.

UniPlex installs, operates, and maintains the communications services provided hereinunder in accordance with the terms and conditions set forth under this tariff. UniPlex may act as the Customer's agent for ordering access connection facilities provided by other carriers or entities, when authorized by the Customer, to allow connection of a Customer's location to the UniPlex network. The Customer shall be responsible for all charges due for such service arrangement.

The Company's services and facilities are provided on a monthly basis unless otherwise provided, and are available twenty-four hours per day, seven days per week.

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SECTION 2.0 - RULES AND REGULATIONS, CONT'D.

2.2 Limitations

- 2.2.1 Service is offered in Equal Access areas only.
- 2.2.2 Service is offered subject to the availability of the necessary facilities and equipment, or both facilities and equipment, and subject to the provisions of this tariff.
- 2.2.3 UniPlex reserves the right to discontinue or limit service when necessitated by conditions beyond its control, or when the Customer is using service in violation of provisions of this tariff, or in violation of the law.
- 2.2.4 The Company does not undertake to transmit messages, but offers the use of its facilities when available, and will not be liable for errors in transmission or for failure to establish connections.
- 2.2.5 All facilities provided under this tariff are directly controlled by UniPlex Telecom Technologies, Inc. and the Customer may not transfer or assign the use of service or facilities without 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.
- 2.2.6 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 of service.

2.3 Use

Services provided under this tariff may be used for any lawful purpose for which the service is technically suited.

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SECTION 2.0 - RULES AND REGULATIONS, CONT'D.**2.4 Liabilities of the Company**

- 2.4.1** UniPlex's liability for damages arising out of mistakes, interruptions, omissions, delays, errors, or defects in transmission which occur in the course of furnishing service or facilities, in no event shall exceed an amount equivalent to the proportionate charge to the Customer for the period during which the faults in transmission occur.
- 2.4.2** The Company shall not be liable for claim or loss, expense or damage (including indirect, special or consequential damage), for any interruption, delay, error, omission, or defect in any service, facility or transmission provided under this tariff, if caused by any person or entity other than the Company, by any malfunction of any service or facility provided by any other carrier, by an act of God, fire, war, civil disturbance, or act of government, or by any other cause beyond the Company's direct control.
- 2.4.3** The Company shall not be liable for, and shall be fully indemnified and held harmless by Customer against any claim or loss, expense, or damage (including indirect, special or consequential damage) for defamation, libel, slander, invasion, infringement of copy-right or patent, unauthorized use of any trademark, tradename or service mark, unfair competition, interference with or misappropriation or violation of any contract, proprietary or creative right, or any other injury to any person, property or entity arising out of the material, data, information, or other content revealed to , transmitted, or used by the Company under this tariff; or for any act or omission of the Customer; or for any personal injury or death of any person caused directly or indirectly by the installation, maintenance, location, condition, operation, failure, presence, use or removal of equipment or wiring provided by the Company, if not directly caused by negligence of the Company.
- 2.4.4** No agent or employee of any other carrier shall be deemed to be an agent or employee of the Company.
- 2.4.5** The Company shall not be liable for any defacement of or damages to the premises of a Customer resulting from the furnishing of service which is not the direct result of the Company's negligence.

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SECTION 2.0 - RULES AND REGULATIONS, CONT'D.

2.5 Deposits

The Company does not require a deposit from the Customer.

2.6 Advance Payments

For Customers whom the Company feels an advance payment is necessary, UniPlex reserves the right to collect an amount not to exceed one (1) month's estimated charges as an advance payment for service. This will be applied against the next month's charges and a new advance payment may be collected for the next month.

2.7 Taxes

All state and local taxes (i.e., gross receipts tax, sales tax, municipal utilities tax) are listed as separate line items and are not included in the quoted rates.

2.8 Terminal Equipment

The Company's facilities and service may be used with or terminated in Customer-provided terminal equipment or Customer-provided communications systems, such as a telephone set, PBX or key system. Such terminal equipment shall be furnished and maintained at the expense of the Customer, except as otherwise provided. The Customer is responsible for all costs at his or her premises, including personnel, wiring, electrical power, and the like, incurred in the use of the Company's service. When such terminal equipment is used, the equipment shall comply with the generally accepted minimum protective criteria standards of the telecommunications industry as endorsed by the Federal Communications Commission.

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SECTION 2.0 - RULES AND REGULATIONS, CONT'D.

2.9 Installation and Termination

Service is installed upon mutual agreement between the Customer and the Company. The service agreement does not alter rates specified in this tariff.

2.10 Payment for Service

The Customer is responsible for payment of all charges for services and equipment furnished to the Customer or to an Authorized User of the Customer by UniPlex. All charges due by the Customer are payable to the Company or to the Company's authorized billing agent (such as a local exchange telephone company). Terms of payment shall be according to the rules and regulations of the billing agent and subject to the rules of regulatory agencies, such as the FPSC. Any objections to billed charges must be reported to the Company or its billing agent within sixty days after receipt of bill. Adjustments to Customer's bills shall be made to the extent that circumstances exist which reasonably indicate that such changes are appropriate.

2.11 Cancellation by Customer

Customer may cancel service by providing 30 days written notice to the Company.

2.12 Interconnection

Service furnished by UniPlex may be connected with the services or facilities of other carriers. Such service or facilities, if used, are provided under the terms, rates and conditions of the other carrier. The Customer is responsible for all charges billed by other carriers for use in connection with UniPlex's service. Any special interface equipment or facilities necessary to achieve compatibility between carriers is the responsibility of the Customer.

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SECTION 2.0 - RULES AND REGULATIONS, CONT'D.

2.13 Refusal or Discontinuance by Company

UniPlex may refuse or discontinue service under the following conditions. Unless otherwise stated, the Customer will be given notice and allowed a reasonable time to comply with any rule or remedy any deficiency.

- (a) For non-compliance with and/or violation of any State or municipal law, ordinance or regulation pertaining to telephone service.
- (b) For the use of telephone service for any other property or purpose other than that described in the application.
- (c) For failure or refusal to provide the Company with a deposit or advance payment to insure payment of bills in accordance with the Company's regulations or failure to meet the Company's credit requirements. (See Sections 2.5 and 2.6 of this Tariff for the Company's current Deposit and Advance Payment practices.)
- (d) For neglect or refusal to provide reasonable access to the Company for the purpose of inspection and maintenance of equipment owned by the Company.
- (e) For non-compliance with and/or violation of the Commission's regulations or the Company's rules and regulations on file with the Commission, provided five (5) working days' written notice is given before termination.
- (f) For non-payment of bills for telephone service. Suspension or termination of service shall not be made without five (5) working days' written notice to the Customer, except in extreme cases.
- (g) Without notice in the event of Customer use of equipment in such a manner as to adversely affect the Company's equipment or the Company's service to others.

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SECTION 2.0 - RULES AND REGULATIONS, CONT'D.

2.13 Refusal or Discontinuance by Company, (Cont'd.)

- (h) Without notice in the event of tampering with the equipment furnished and owned by the Company.
- (i) Without notice in the event of unauthorized or fraudulent use of service. Whenever service is discontinued for fraudulent use of service, the Company may, before restoring service, require the Customer to make, at his own expense, all changes in facilities or equipment necessary to eliminate illegal use and to pay an amount reasonably estimated as the loss in revenues resulting from such fraudulent use.
- (j) For failure of the Customer to make proper application for service.
- (k) For Customer's breach of the contract for service between the Company and the Customer.
- (l) When necessary for the Company to comply with any order or request of any governmental authority having jurisdiction.
- (m) For periods of inactivity over sixty (60) days.

2.14 Inspection, Testing and Adjustment

Upon reasonable notice, the facilities provided by the Carrier shall be made available to the Carrier for tests and adjustments as may be deemed necessary by the Carrier for maintenance. No interruption allowance will be granted for the time during which such tests and adjustments are made when the interruption is less than twenty-four consecutive hours.

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SECTION 2.0 - RULES AND REGULATIONS, CONT'D.**2.15 Tests, Pilots, Promotional Campaigns and Contests**

The Carrier may conduct special tests, pilot programs, waivers and promotions at its discretion to demonstrate the ease of use, quality of service and to promote the sale of its services. Tests, promotions, waivers, etc. will have specific starting and ending dates. Promotions will be filed as part of this tariff and no single promotion will run longer than ninety (90) days over a twelve month period.

2.16 Interruption of Service

Credit allowances for interruptions of service which are not due to the Carrier's testing or adjusting, to the negligence of the Customer, or to the failure of channels, equipment or communications systems provided by the Customer, are subject to the general liability provisions set forth in Section 2.4 herein. It shall be the obligation of the Customer to notify Carrier immediately of any interruption in service for which a credit allowance is desired by Customer. Before giving such notice, Customer shall ascertain that the trouble is not within his or her control, or is not in wiring or equipment, if any, furnished by Customer and connected to Carrier's terminal. Interruptions caused by Customer-provided or Carrier-provided automatic dialing equipment are not deemed an interruption of service as defined herein since the Customer has the option of using the long distance network via local exchange company access.

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SECTION 3.0 - DESCRIPTION OF SERVICE

3.1 General

The Company offers prepaid debit card service throughout the state. Service is available to business and residential customers twenty-four (24) hours per day, seven (7) days per week.

3.2 Timing of Calls

3.2.1 Timing for all calls begins when the called party answers the call (i.e. when two way communications are established.) Answer detection is based on standard industry answer detection methods, including hardware and software answer detection.

3.2.2 Chargeable time for all calls ends when either one of the parties disconnects from the call.

3.2.3 Minimum call duration and additional billing increments are identified on a per product basis in this tariff.

3.2.4 There is no billing applied for incomplete calls.

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SECTION 3.0 - DESCRIPTION OF SERVICE, CONT'D.**3.3 Calculation of Distance**

Usage charges for all mileage sensitive products are based on the airline distance between the serving wire center locations associated with the originating and terminating points of the call.

The distance between the originating and terminating points is calculated by using the "V" and "H" coordinates of the serving wire centers as defined by BellCore (Bell Communications Research), in the following manner:

- Step 1** Obtain the "V" and "H" coordinates for the serving wire center of the originating and the destination points.
- Step 2** Obtain the difference between the "V" coordinates of each of the wire centers. Obtain the difference between the "H" coordinates.
- Step 3** Square the differences obtained in Step 2.
- Step 4** Add the squares of the "V" difference and "H" difference obtained in Step 3.
- Step 5** Divide the sum of the square obtained in Step 4 by ten (10). Round to the next higher whole number if any fraction results from the division.
- Step 6** Obtain the square root of the whole number obtained in Step 5. Round to the next higher whole number if any fraction is obtained. This is the distance between the originating and terminating serving wire centers of the call.

Formula:

$$\sqrt{\frac{(V_1 - V_2)^2 + (H_1 - H_2)^2}{10}}$$

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SECTION 3.0 - DESCRIPTION OF SERVICE, CONT'D.

3.4 UniPlex Debit Card Service

Debit Card Service is a prepaid card service available to the general public and offered in conjunction with interstate service. Debit Card Service is a non-refundable service subject to the terms and conditions contained herein. Debit Card Service is available in rechargeable and non-rechargeable formats.

Debit Card Service is offered to organizations or commercial entities for distribution to their members, patrons or customers. The marketing vehicle and expiration period is selected by the organization or commercial entity upon joint agreement with the Company. The organization or commercial entity is responsible for obtaining all necessary permissions for the use of any trade mark, trade name, service mark or other image on the card. The Company reserves the right to approve or reject any image and to specify the Customer information language and use of the Company's trade mark, trade name, service mark or other image on the card. The organization or commercial entity may distribute the Company's debit cards at reduced rates or free of charge to end users.

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SECTION 3.0 - DESCRIPTION OF SERVICE, CONT'D.

3.5 UniPlex Debit Card Service, (Cont'd.)

3.5.1 General Terms and Conditions

- .1 Calls may originate from standard residential, business or pay telephone access lines and may terminate to any intrastate location via an access number. Call timing is detailed in the description of each service. Service is available 24 hours a day, 7 days per week. The number of available cards is subject to technical limitations. Cards will be offered to customers on a first come, first served basis.
- .2 Calls are originated by dialing an access number followed by an Authorization Code or PIN. The Authorization Code or PIN enables the Company to track and automatically decrement the Available Usage Balance on the Debit Card as the card is used. Customers are notified of their remaining Available Usage Balance at the beginning of each call.
- .3 Calls to 500, 700, 800/888, 900 and 976 numbers and calls requiring operator assistance and the quotation of time and charges cannot be completed using the Debit Card. Air to ground and high seas service may not be completed. Calls will not be completed using rotary telephone service.
- .4 All calls must be charged against a Debit Card that has sufficient available balance. A Customer's call may be interrupted with an announcement before the balance is about to be depleted. Calls in progress will be terminated by the Company if the Available Usage Balance is insufficient to continue the call.

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SECTION 3.0 - DESCRIPTION OF SERVICE, CONT'D.

3.5 UniPlex Debit Card Service, (Cont'd.)

3.5.2 Discontinuance of Service

Debit Card Service may also be discontinued or refused without notice for the following conditions:

- .1 For non-payment of any amount past due to the Company by the Customer, including non-payment of a Customer Card Account Renewal of a fully-depleted balance.
- .2 When the Available Account Balance of a non-renewable account is Depleted to a level insufficient to place a one-minute call to the location of least cost.
- .3 When the established expiration date of the Customer Account is reached.

3.5.3 Rates

Usage is decremented at the rate listed below. There is no per call surcharge.

	Minimum	Maximum
Per minute rate:	\$0.25	\$0.65

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SECTION 4 - RATES

4.1 Late Payment Charge

A late fee of 1.5% per month will be charged on any past due balance.

4.2 Return Check Charge

A return check charge of \$25.00 or 5% of the balance due (whichever is greater) will be assessed for checks returned for insufficient funds. Any applicable return check charges will be assessed according to the terms and conditions of the billing entity (i.e., local exchange company and/or commercial credit card company) and pursuant to Florida law and regulations.

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SECTION 4 - RATES, CONT'D.

4.3 UniPlex Debit Card Service

Per minute rate: \$0.50

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SECTION 4 - RATES, CONT'D.**4.4 Exemptions and Special Rates****4.4.1 Discounts for Hearing Impaired Customers**

A telephone toll message 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 will receive, upon request, credit on charges for certain intrastate toll calls placed between TDDs. Discounts do not apply to surcharges or per call add-on charges for operator services when the call is placed by a method that would normally incur the surcharge.

- (A) The credit to be given on a subsequent bill for such calls placed between TDDs will be equal to applying the off-peak rate during peak rate period.
- (B) The credit to be given on a subsequent bill for such calls placed by TDDs with the assistance of the relay center will be equal to 50% of the rate for the applicable rate period. If either party is both hearing and visually impaired, the call shall be discounted at 60% of the applicable rate.

4.4.2 Emergency Call Exemptions

The following calls are exempted from all charges: Emergency calls to recognizable authorized civil agencies including police, fire, ambulance, bomb squad and poison control. UniPlex will only handle these calls if the caller dials all of the digits to route and bill the call. Credit will be given for any billed charges pursuant to this exemption on a subsequent bill after verified notification by the billed Customer within thirty (30) days of billing.

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SECTION 5 - PROMOTIONS

5.1 Promotions - General

From time to time the Company shall, at its option, promote subscriptions or stimulate network usage by offering to waive some of all of the nonrecurring or recurring charges for the Customer (if eligible) of target services for limited duration or by offering premiums or refunds of equivalent value. Such promotions shall be made available to all similarly situated Customers in the target market area.

These promotions will be approved by the FPSC with specific starting and ending dates with promotions running under no circumstances longer than 90 days in any twelve month period.

5.2 Demonstration of Calls

From time to time the Company shall demonstrate service by providing free test calls of up to four minutes in duration over its network.

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ATTACHMENT III
FINANCIAL STATEMENTS

ATTACHMENT III - A
UNIPLEX TELECOM TECHNOLOGIES, INC.
Financial Resources Statement

UniPlex Telecom Technologies, Inc. ("UniPlex") is providing its Year End 1998 Federal Income Tax Return as part of this application. This return shows that the Company has ample cash, \$172, 746 and had a positive net income of \$12,636. The Company has yet to embark on providing services in its own name and presently acts as a sales agent for various companies.

UniPlex proposes to operate as a reseller in the state. There are minimal capital requirements or expenses that the company will experience when starting its Florida operations. All transmission will be provided by the underlying carrier. The company has structured its retail pricing so that its per minute rate covers its per minute cost, thus assuring an almost instantaneous positive cash flow. Any financial capital required by UniPlex will be provided by outside financing, which the company is presently negotiating for, or additional paid in capital by the sole stockholder.

The company also points to the resumes provided with the application. These resumes show that UniPlex has the managerial experience and entrepreneurial skill necessary to run the company.

Form **1120** Department of the Treasury Internal Revenue Service
U.S. Corporation Income Tax Return 1998

COPY

Instructions are separate. See instructions for Paperwork Reduction Act Notice.

IRS use only — Do not write or staple in this space.

For calendar year 1998 or tax year beginning , 1998, ending , 19 OMB No. 1545-0123

A Check if a: 1 Consolidated return (attach Form 9811) <input type="checkbox"/> 2 Personal holding co (attach Sch HD) <input type="checkbox"/> 3 Personal service corp (as defined in Temp Regs Sec 1.441-41— see instructions) <input type="checkbox"/>		Use IRS label. Otherwise, please print or type.	Name UNIPLEX TELECOM TECHNOLOGIES, INC.	B Employer ID Number 65-0382247
			Number, Street, and Room or Suite Number (if a P.O. box, see instructions) 848 BRICKELL AVE., SUITE #1120	C Date Incorporated 01/20/93
			City or Town State ZIP Code MIAMI FL 33131	D Total Assets (see instructions) \$ 705,832.

E Check applicable boxes: (1) Initial return (2) Final return (3) Change of address

I N C O M E	1 a	Gross receipts or sales	1,788,313.	b	Less returns & allowances		c	Balance	1,788,313.	
	2	Cost of goods sold (Schedule A, line 8)					1c		1,397,860.	
	3	Gross profit. Subtract line 2 from line 1c					2		390,453.	
	4	Dividends (Schedule C, line 19)					3			
	5	Interest					4		3,873.	
	6	Gross rents					5			
	7	Gross royalties					6			
	8	Capital gain net income (attach Schedule D (Form 1120))					7			
	9	Net gain or (loss) from Form 4797, Part II, line 18 (attach Form 4797)					8			
	10	Other income (see instructions — attach schedule) AUTO LEASE - INCOME INCLUSION					9		300.	
	11	Total income. Add lines 3 through 10					10		394,626.	
D E D U C T I O N S S E E I N S T R U C T I O N S	12	Compensation of officers (Schedule E, line 4)				11		42,000.		
	13	Salaries and wages (less employment credits)				12		41,045.		
	14	Repairs and maintenance				13		10,095.		
	15	Bad debts				14				
	16	Rents				15		37,331.		
	17	Taxes and licenses				16		7,225.		
	18	Interest				17				
	19	Charitable contributions (see instructions for 10% limitation)				18				
	20	Depreciation (attach Form 4562)		20	14,762.	19				
	21	Less depreciation claimed on Schedule A and elsewhere on return		21 a		20				
	22	Depletion				21 b		14,762.		
	23	Advertising				22				
	24	Pension, profit-sharing, etc. plans				23				
	25	Employee benefit programs				24				
	26	Other deductions (attach schedule). See Other Deductions Statement				25				
	27	Total deductions. Add lines 12 through 26				26		229,532.		
	28	Taxable income before net operating loss deduction and special deductions. Subtract line 27 from line 11				27		381,990.		
	29	Less: a Net operating loss deduction (see instructions)		29 a	12,636.	28		12,636.		
	b Special deductions (Schedule C, line 20)		29 b		29 c					
T A X A N D P A Y M E N T S	30	Taxable income. Subtract line 29c from line 28				29		0.		
	31	Total tax (Schedule J, line 12)				30				
	32	Payments:					31			
		a 1997 overpayment credited to 1998	32 a							
		b 1998 estimated tax payments	32 b							
		c Less 1998 refund applied for on Form 4466	32 c							
		d Bal	32 d							
		e Tax deposited with Form 7004	32 e							0.
f Credit for tax paid on undistributed capital gains (attach Form 2439)	32 f									
g Credit for federal tax on fuels (attach Form 4136). See instructions	32 g									
33	Estimated tax penalty (see instructions). Check if Form 2220 is attached					32 h		0.		
34	Tax due. If line 32h is smaller than the total of lines 31 and 33, enter amount owed					33				
35	Overpayment. If line 32h is larger than the total of lines 31 and 33, enter amount overpaid					34				
36	Enter amount of line 35 you want: Credited to 1999 estimated tax. Refunded					35		0.		

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Signature of Officer: *Juan A. Figueroa* Date: *09/01/99* Title: *R.V. President*

Preparer's Signature: *Juan A. Figueroa* Date: *09/01/99* Check if self-employed: Preparer's Social Security Number: _____

Firm's Name (or yours if self-employed) and Address: *JUAN A. FIGUEROA, P.A., C.P.A.* EIN: *59-2357803*
2701 S. LE JEUNE ROAD, SUITE #310 ZIP Code: *33134-5821*
CORAL GABLES FL

Schedule A Cost of Goods Sold (see instructions.)

1	Inventory at beginning of year	1	
2	Purchases	2	
3	Cost of labor	3	
4	Additional Section 263A costs (attach schedule)	4	
5	Other costs (attach schedule) See Other Costs Statement	5	1,397,860.
6	Total. Add lines 1 through 5	6	1,397,860.
7	Inventory at end of year	7	
8	Cost of goods sold. Subtract line 7 from line 6. Enter here and on page 1, line 2.	8	1,397,860.

9a Check all methods used for valuing closing inventory:

- (i) Cost as described in Regulations Section 1.471-3
- (ii) Lower of cost or market as described in Regulations Section 1.471-4
- (iii) Other (specify method used and attach explanation.)

b Check if there was a writedown of subnormal goods as described in Regulations Section 1.471-2(c)

c Check if the LIFO inventory method was adopted this tax year for any goods (if checked, attach Form 970)

d If the LIFO inventory method was used for this tax year, enter percentage (or amounts) of closing inventory computed under LIFO

e If property is produced or acquired for resale, do the rules of Section 263A apply to the corporation? Yes No

f Was there any change in determining quantities, cost, or valuations between opening and closing inventory? If "Yes," attach explanation Yes No

Schedule C Dividends and Special Deductions (see instructions.)

	(a) Dividends received	(b) Percentage	(c) Special deductions (a) x (b)
1	Dividends from less than 20% owned domestic corporations that are subject to the 70% deduction (other than debt-financed stock)	70	
2	Dividends from 20%-or-more-owned domestic corporations that are subject to the 80% deduction (other than debt-financed stock)	80	
3	Dividends on debt-financed stock of domestic and foreign corporations (Section 246A)		
4	Dividends on certain preferred stock of less-than-20%-owned public utilities	42	
5	Dividends on certain preferred stock of 20%-or-more-owned public utilities	48	
6	Dividends from less-than-20%-owned foreign corporations and certain FSCs that are subject to the 70% deduction	70	
7	Dividends from 20%-or-more-owned foreign corporations and certain FSCs that are subject to the 80% deduction	80	
8	Dividends from wholly owned foreign subsidiaries subject to the 100% deduction (Section 245(b))	100	
9	Total. Add lines 1 through 8. See instructions for limitation		
10	Dividends from domestic corporations received by a small business investment company operating under the Small Business Investment Act of 1958	100	
11	Dividends from certain FSCs that are subject to the 100% deduction (Sec 245(c)(1))	100	
12	Dividends from affiliated group members subject to the 100% ded (Section 243(a)(3))	100	
13	Other dividends from foreign corporations not included on lines 3, 6, 7, 8, or 11		
14	Income from controlled foreign corporations under subpart F (attach Form(s) 5471)		
15	Foreign dividend gross-up (Section 78)		
16	IC-DISC and former DISC dividends not included on lines 1, 2, or 3 (Section 246(d))		
17	Other dividends		
18	Deduction for dividends paid on certain preferred stock of public utilities		
19	Total dividends. Add lines 1 through 17. Enter here and on line 4, page 1		
20	Total special deductions. Add lines 9, 10, 11, 12, and 18. Enter here and on line 29b, page 1		

Schedule E Compensation of Officers (see instructions for line 12, page 1.)

Complete Schedule E only if total receipts (line 1a plus lines 4 through 10 on page 1, Form 1120) are \$500,000 or more.

1	(a) Name of officer	(b) Social security number	(c) Percent of time devoted to business	Percent of corporation stock owned		(f) Amount of compensation
				(d) Common	(e) Preferred	
	CECILIA ZURITA	052-50-1757	100.0%	51.0%	%	42,000.
			%	%	%	
			%	%	%	
			%	%	%	
			%	%	%	
2	Total compensation of officers					42,000.
3	Compensation of officers claimed on Schedule A and elsewhere on return					
4	Subtract line 3 from line 2. Enter the result here and on line 12, page 1					42,000.

Schedule J Tax Computation (see instructions.)

1	Check if the corporation is a member of a controlled group (see Sections 1561 and 1563) <input type="checkbox"/>		
Important: Members of a controlled group, see instructions.			
2a	If the box on line 1 is checked, enter the corporation's share of the \$50,000, \$25,000, & \$1,925,000 taxable income brackets (in that order):		
(1) \$	(2) \$	(3) \$	
b	Enter the corporation's share of:		
(1) Additional 5% tax (not more than \$11,750)	\$		
(2) Additional 3% tax (not more than \$100,000)	\$		
3	Income tax. Check if a qualified personal service corporation under Section 448(d)(2) (see instructions) <input type="checkbox"/>		3
4a	Foreign tax credit (attach Form 1118)	4 a	
b	Possessions tax credit (attach Form 5735)	4 b	
c	Check: <input type="checkbox"/> Nonconventional source fuel credit <input type="checkbox"/> QFV credit (attach Form 8834)	4 c	
d	General business credit. Enter here and check which forms are attached: 3800		
	3468 5884 6478 6765 8586 8830 8826		
	8835 8844 8845 8846 8820 8847 8861	4 d	
e	Credit for prior year minimum tax (attach Form 8827)	4 e	
5	Total credits. Add lines 4a through 4e		5
6	Subtract line 5 from line 3		6
7	Personal holding company tax (attach Schedule PH (Form 1120))		7
8	Recapture taxes. Check if from: <input type="checkbox"/> Form 4255 <input type="checkbox"/> Form 8611		8
9	Alternative minimum tax (attach Form 4626)		9
10	Add lines 6 through 9		10
11	Qualified zone academy bond credit (attach Form 8860)		11
12	Total tax. Subtract line 11 from line 10. Enter here and on line 31, page 1.		12

Schedule K Other Information (see instructions.)

	Yes	No		Yes	No
1	Check method of accounting: a <input type="checkbox"/> Cash		7	Was the corporation a U.S. shareholder of any controlled foreign corporation? (See Sections 951 and 957.)	
b	<input checked="" type="checkbox"/> Accrual c <input type="checkbox"/> Other (spec) _____				X
2	See the instructions and state the:			If 'Yes,' attach Form 5471 for each such corporation. Enter no. of Forms 5471 attached _____	
a	Business activity code no. (New) ▶ 513300		8	At any time during the 1998 calendar year, did the corporation have an interest in or a signature or other authority over a financial account (such as a bank account, securities account, or other financial account) in a foreign country? ...	
b	Business activity ▶ TELECOMMUNICATIONS				X
c	Product or service ▶ AIR TIME			If 'Yes,' the corporation may have to file Form TD F 90-22.1. If 'Yes,' enter name of foreign country _____	
3	At the end of the tax year, did the corporation own, directly or indirectly, 50% or more of the voting stock of a domestic corporation? (For rules of attribution, see Section 267(c).)		9	During the tax year, did the corporation receive a distribution from, or was it the grantor of, or transferor to, a foreign trust? If 'Yes,' the corporation may have to file Form 3520 ...	
		X			X
	If 'Yes,' attach a schedule showing: (a) name and identifying number, (b) percentage owned, and (c) taxable income or (loss) before NOL and special deductions of such corporation for the tax year ending with or within your tax year.		10	At any time during the tax year, did one foreign person own, directly or indirectly, at least 25% of: (a) the total voting power of all classes of stock of the corporation entitled to vote, or (b) the total value of all classes of stock of the corporation?	
4	Is the corporation a subsidiary in an affiliated group or a parent-subsidiary controlled group? ...				X
		X		If 'Yes,'	
	If 'Yes,' enter employer identification number and name of the parent corporation _____		a	Enter percentage owned _____	
5	At the end of the tax year, did any individual, partnership, corporation, estate or trust own, directly or indirectly, 50% or more of the corporation's voting stock? (For rules of attribution, see Section 267(c).)		b	Enter owner's country _____	
		X	c	The corporation may have to file Form 5472. Enter number of Forms 5472 attached _____	
	If 'Yes,' attach a schedule showing name and identifying number. (Do not include any information already entered in 4 above.)		11	Check this box if the corporation issued publicly offered debt instruments with original issue discount. <input type="checkbox"/>	
	Enter % owned _____			If so, the corporation may have to file Form 8281.	
6	During this tax year, did the corporation pay dividends (other than stock dividends and distributions in exchange for stock) in excess of the corporation's current and accumulated earnings and profits? (See Sections 301 and 316.)		12	Enter the amount of tax-exempt interest received or accrued during the tax year ▶ \$ _____	
		X	13	If there were 35 or fewer shareholders at the end of the tax year, enter the number _____	
	If 'Yes,' file Form 5452. If this is a consolidated return, answer here for the parent corporation and on Form 851, Affiliations Schedule, for each subsidiary.		14	If the corporation has an NOL for the tax year and is electing to forego the carryback period, check here. <input type="checkbox"/>	
			15	Enter the available NOL carryover from prior tax years (do not reduce it by any deduction on line 29a.)	
				▶ \$ 485,762	

Schedule L Balance Sheets per Books	Beginning of tax year		End of tax year	
	(a)	(b)	(c)	(d)
Assets				
1 Cash		4,055.		172,746.
2a Trade notes and accounts receivable	87,289.		382,593.	
b Less allowance for bad debts		87,289.		382,593.
3 Inventories				
4 U.S. government obligations				
5 Tax exempt securities (see instructions)				
6 Other current assets (attach schedule) Ln. 6 Stmt		32,021.		15,681.
7 Loans to stockholders		85,194.		85,194.
8 Mortgage and real estate loans				
9 Other investments (attach schedule)				
10a Buildings and other depreciable assets	25,773.		75,985.	
b Less accumulated depreciation	17,531.	8,242.	32,292.	43,693.
11a Depletable assets				
b Less accumulated depletion				
12 Land (net of any amortization)				
13a Intangible assets (amortizable only)				
b Less accumulated amortization				
14 Other assets (attach schedule) Ln. 14 Stmt		2,130.		5,925.
15 Total assets		218,931.		705,832.
Liabilities and Stockholders' Equity				
16 Accounts payable		438,291.		918,596.
17 Mortgages, notes, bonds payable in less than 1 year				
18 Other current liabilities (attach sch) Ln. 18 Stmt		193,184.		193,972.
19 Loans from stockholders				
20 Mortgages, notes, bonds payable in 1 year or more				
21 Other liabilities (attach schedule)				
22 Capital stock: a Preferred stock				
b Common stock	500.	500.	500.	500.
23 Additional paid-in capital		88,266.		88,266.
24 Retained earnings — Approp				
25 Retained earnings — Unappropriated		-501,310.		-495,502.
26 Adjustments to shareholders' equity				
27 Less cost of treasury stock				
28 Total liabilities and stockholders' equity		218,931.		705,832.

Note: You are not required to complete Schedules M-1 and M-2 below if the total assets on line 15, column (d) of Schedule L are less than \$25,000.

Schedule M-1 Reconciliation of Income (Loss) per Books With Income per Return (see instructions)			
1 Net income (loss) per books	5,808.	7 Income recorded on books this year not included on this return (itemize):	
2 Federal income tax	0.	Tax exempt interest \$	
3 Excess of capital losses over capital gains			
4 Income subject to tax not recorded on books this year:			
See Ln 4 Stmt	300.		
	300.	8 Deductions on this return not charged against book income this year (itemize):	
5 Expenses recorded on books this year not deducted on this return (itemize):		a Depreciation \$	
a Depreciation \$		b Contrib carryover \$	
b Contributions carryover \$			
c Travel & entertainment \$	6,401.		
See Ln 5c Stmt	127.		
	6,528.	9 Add lines 7 and 8	
6 Add lines 1 through 5	12,636.	10 Income (line 28, page 1) — line 6 less line 9	12,636.

Schedule M-2 Analysis of Unappropriated Retained Earnings per Books (Line 25, Schedule L)			
1 Balance at beginning of year	-501,310.	5 Distributions:	
2 Net income (loss) per books	5,808.	a Cash	
3 Other increases (itemize):		b Stock	
		c Property	
		6 Other decreases (itemize):	
		7 Add lines 5 and 6	
4 Add lines 1, 2, and 3	-495,502.	8 Balance at end of year (line 4 less line 7)	-495,502.

Depreciation and Amortization
(Including Information on Listed Property)

1998

Department of the Treasury
Internal Revenue Service (99)

▶ See instructions.
▶ Attach this form to your return.

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Name(s) Shown on Return

Business or Activity to Which This Form Relates

Identifying Number

UNIPLEX TELECOM TECHNOLOGIES, INC.

Form 1120 Line 20

65-0382247

Part I Election to Expense Certain Tangible Property (Section 179)
(Note: If you have any "listed property," complete Part V before you complete Part I.)

1	Maximum dollar limitation. If an enterprise zone business, see instructions	1	\$18,500.
2	Total cost of Section 179 property placed in service. See instructions	2	
3	Threshold cost of Section 179 property before reduction in limitation	3	\$200,000.
4	Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year. Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property. Enter amount from line 27	7	
8	Total elected cost of Section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction. Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from 1997. See instructions	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5 (see instrs.)	11	
12	Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 1999. Add lines 9 and 10, less line 12	▶ 13	

Note: Do not use Part II or Part III below for listed property (automobiles, certain other vehicles, cellular telephones, certain computers, or property used for entertainment, recreation, or amusement). Instead, use Part V for listed property.

Part II MACRS Depreciation for Assets Placed in Service Only During Your 1998 Tax Year
(Do Not Include Listed Property)

Section A - General Asset Account Election

14 If you are making the election under Section 168(i)(4) to group any assets placed in service during the tax year into one or more general asset accounts, check this box. See instructions.

Section B - General Depreciation System (GDS) (See instructions)

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
15a 3-year property						
b 5-year property		50,145.	5.0 yrs	HY	200DB	10,031.
c 7-year property		1,661.	7.0 yrs	HY	200DB	237.
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27.5 yrs	MM	S/L	
i Nonresidential real property			27.5 yrs	MM	S/L	
			39 yrs	MM	S/L	

Section C - Alternative Depreciation System (ADS) (See instructions)

16a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part III Other Depreciation (Do Not Include Listed Property) (See instructions)

17	GDS and ADS deductions for assets placed in service in tax years beginning before 1998	17	2,626.
18	Property subject to Section 168(f)(1) election	18	
19	ACRS and other depreciation	19	1,868.

Part IV Summary (See instructions)

20	Listed property. Enter amount from line 26	20	
21	Total. Add deductions on line 12, lines 15 and 16 in column (g), and lines 17 through 20. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instructions	21	14,762.
22	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to Section 263A costs	22	

Part V Listed Property – Automobiles, Certain Other Vehicles, Cellular Telephones, Certain Computers, and Property Used for Entertainment, Recreation, or Amusement

Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 23a, 23b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.

Section A – Depreciation and Other Information (Caution: See instructions for limits for passenger automobiles.)

23a Do you have evidence to support the business/investment use claimed?		Yes		No		23b If 'Yes,' is the evidence written?		Yes		No	
(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/Convention	(h) Depreciation deduction	(i) Elected Section 179 cost			
24 Property used more than 50% in a qualified business use (see instructions):											
25 Property used 50% or less in a qualified business use (see instructions):											
26 Add amounts in column (h). Enter the total here and on line 20, page 1								26			
27 Add amounts in column (i). Enter the total here and on line 7, page 1								27			

Section B – Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other 'more than 5% owner,' or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

	(a) Vehicle 1		(b) Vehicle 2		(c) Vehicle 3		(d) Vehicle 4		(e) Vehicle 5		(f) Vehicle 6	
	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No
28 Total business/investment miles driven during the year (Do not include commuting miles)												
29 Total commuting miles driven during the year												
30 Total other personal (noncommuting) miles driven												
31 Total miles driven during the year. Add lines 28 through 30												
32 Was the vehicle available for personal use during off-duty hours?												
33 Was the vehicle used primarily by a more than 5% owner or related person?												
34 Is another vehicle available for personal use?												

Section C – Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons.

	Yes	No
35 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?		
36 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See instructions for vehicles used by corporate officers, directors, or 1% or more owners		
37 Do you treat all use of vehicles by employees as personal use?		
38 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
39 Do you meet the requirements concerning qualified automobile demonstration use? See instructions		

Note: If your answer to 35, 36, 37, 38, or 39 is 'Yes,' you need not complete Section B for the covered vehicles.

Part VI Amortization

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code Section	(e) Amortization period or percentage	(f) Amortization for this year
40 Amortization of costs that begins during your 1998 tax year:					
41 Amortization of costs that began before 1998					41
42 Total. Enter here and on 'Other Deductions' or 'Other Expenses' line of your return					42

Form 1120, Page 1, Line 26
Other Deductions Statement

Accounting	2,950.
Automobile and truck expense	2,882.
Bank charges	142.
Commissions	77,511.
Credit and collection costs	1,171.
Dues and subscriptions	446.
Equipment rent	2,946.
Insurance	9,588.
Legal and professional	17,693.
Meals and entertainment (50%)	6,401.
Office expense	13,426.
Postage	2,852.
Telephone	14,981.
Travel	63,175.
Operating expense	2,631.
Design layout and printing	2,834.
Auto lease	7,903.
Total	229,532.

Form 1120, Page 2, Sch A, Line 5
Other Costs Statement

OPERATORS SYSTEM EXPENSE	54,812.
ORIGINAL/TERM DISCOUNTS AND EXPENSES	1,153,949.
SERVICES PURCHASED	34,236.
NETWORK SUPPORT EXPENSE	8,324.
GENERAL SUPPORT EXPENSE	145,044.
CENTRAL OFFICE SWITCHING EXPENSE	1,495.
Total	1,397,860.

Form 1120, Page 4, Schedule L, Line 6
Ln 6 Stmt

Other Current Assets:	Beginning of tax year	End of tax year
PREPAYMENTS	15,681.	15,681.
WORK IN PROCESS-TELECOM CONSTRUCTION SHORT ELVA	16,340.	0.
Total	32,021.	15,681.

Form 1120, Page 4, Schedule L, Line 14
Ln 14 Stmt

Other Assets:	Beginning of tax year	End of tax year
DEPOSITS	2,130.	5,925.
Total	2,130.	5,925.

Form 1120, Page 4, Schedule L, Line 18

Ln 18 Stmt

Other Current Liabilities:	Beginning of tax year	End of tax year
CUSTOMER DEPOSITS	1,310.	742.
ACCRUED EXPENSES	190,000.	190,000.
PAYROLL TAX PAYABLE	1,874.	3,230.
Total	<u>193,184.</u>	<u>193,972.</u>

Form 1120, Page 4, Schedule M-1, Line 4

Ln 4 Stmt

AUTO LEASE - INCOME INCLUSION	300.
Total	<u>300.</u>

Form 1120, Page 4, Schedule M-1, Line 5

Ln 5c Stmt

PENALTIES	127.
Total	<u>127.</u>

Application for Automatic Extension of Time to File Corporation Income Tax Return

(Rev. July 1998) Department of the Treasury Internal Revenue Service

Name of Corporation: UNIPLEX TELECOM TECHNOLOGIES, INC. Employer Identification Number: 65-0382247

Number, Street, and Room or Suite Number (If a P.O. box or outside of the United States, see instructions.): 848 BRICKELL AVE., SUITE #1120 City or Town: MIAMI State: FL ZIP Code: 33131

Check type of return to be filed:

- Form 1120 (checked), Form 1120-A, Form 1120-F, Form 1120-FSC, Form 1120-H, Form 1120-L, Form 1120-ND, Form 1120-PC, Form 1120-POL, Form 1120-REIT, Form 1120-RIC, Form 1120S, Form 1120-SF

Form 990-C, Form 990-T. Note: Other 990 filers (i.e., Form 990, 990-EZ, 990-BL, 990-PF, and certain filers of Form 990-T (see instructions)) must use Form 2758 to request an extension of time to file.

Form 1120-F filers: Check here if you do not have an office or place of business in the United States

1 a I request an automatic 6-month (or, for certain corporations, 3-month) extension of time until Sep 15, 1999, to file the income tax return of the corporation named above for calendar year 1998 or tax year beginning and ending

b If this tax year is for less than 12 months, check reason: Initial return, Final return, Change in accounting period, Consolidated return to be filed

2 If this application also covers subsidiaries to be included in a consolidated return, complete the following:

Table with 3 columns: Name and address of each member of the affiliated group, Employer ID number, Tax period. The table is currently empty.

Summary table with 3 columns: Description, Amount, Total. Rows include: 3 Tentative tax (see instructions) 0.; 4 Credits: 4a Overpayment credited from prior year 0.; 4b Estimated tax payments for the tax year 0.; 4c Less refund for the tax year applied for on Form 4466 0.; 4d, 4e, 4f (Total of 4c-4f) 0.; 5 Total. Add lines 4d through 4f 0.; 6 Balance due. Subtract line 5 from line 3. Deposit this amount electronically or with a Federal Tax Deposit (FTD) Coupon (see instructions) 0.

Signature: Under penalties of perjury, I declare that I have been authorized by the above-named corporation to make this application, and to the best of my knowledge and belief, the statements made are true, correct, and complete. (Signature of Officer or Agent), C.P.A., (Date) 03/10/99

ATTACHMENT IV

MANAGERIAL AND TECHNICAL CAPABILITIES

UniPlex will be forwarding it's managerial resumes shortly.

UNIPLEX TELECOM TECHNOLOGIES, INC.
Executive Overviews of Key Employees

C.E.O. - Washington Vasconez

The CEO in this company basically looks to the future for change opportunities. He decides and guides courses of action in operations by staff, as well as overseas design, marketing, promotion, delivery and quality of programs, products and services. He effectively manages the human resources of the organization according to authorized personnel policies and procedures that fully conform to current laws and regulations. The CEO possesses a focused, solutions-oriented strategy, with knowledge and experience in strategizing, deal making, negotiating and execution. He has 15 years executive management experience in the private sector and large consulting and services oriented firm including top-level management experience in a multi-location environment. He furthermore has the ability to communicate to potential investors and present shareholders. He was the President and founder of Microlite, an international lobbying firm. It involved the IMF, the World Bank as well as other multinational organizations and firms. In 1992 he founded and resided as President of Uniplex Telecom Technologies. At Uniplex he was the first one to come up with and develop the idea of the prepaid telephone cards in Brazil. He also opened a branch in Europe as well as opened links responsible for international agreements with PTT's. During his time at the Diplomatic Cores for Ecuador he opened trade agreements between Ecuador and Brazil on various issues as well as between Ecuador and other countries in South America and Eastern Europe.

C.F.O. - Cecilia Zurita

The Chief Financial Officer is responsible for the accurate, complete and timely submission of required forecasts, quotations, budgets, rates and analysis. She is primarily responsible for accurate and timely filing of all documents as required by the SEC including the 10Q and 10K. Moreover, she has the ability and experience to present monthly and quarterly reports on financial performance to the CEO, Board of Directors, Equity Investors and Lenders. She advises the President on financial issues, audit matters and analysis of budgets and forecasts. She is furthermore responsible for the integration into continued capital acquisition with current and perspective financing resources. Lastly she does not only oversee the accounting department, which includes: payables, receivable, collections, payroll and budgeting, but she also supervises and guides the accounting and finance staff. She was the Vice-President of Microlits and was also the cofounder of Uniplex.

UNIPLEX TELECOM TECHNOLOGIES, INC.
Executive Overviews of Key Employees, (Cont'd.)

C.O.O- Carlos Cuellar

His priority is mainly in the administration and direction of the technical area, planning of the network, coordination of activities, administration of estimated resources, evaluation of new technologies, coordination with corresponding personnel, and technical backup in the commercial management. He has previously been Technical Service Manager of Commercial FANCY Iquique in Chile. He was a Professor at the Institute of Technologies Prat Iquique in Chile. He has also been the Electric Manager of CORPESCA S.A. Iquique in Chile, Manager in CHILESAT S.A. Iquique Technical., Head of Department of Operations in COLOMSAT S.A. in Bogota, Colombia., and Technical Manager in AMERICATEL COLOMBIA. He has further experience in design construction, installation (Hardware and Software) of the different projects in the direct control and telecommunications. As well as TDM NEWBRIDGE network, network frame relay and IP ASCEND, NORTEL telephonic network, transmission of microwaves DMC, Satellites Networks SCPC and TDMA, STRATACOM IPX Network (Cell relay, Frame relay, PCM 2Mbps), Multiplexers of electrical plants, UPS, and Air conditioning units.