

NOWALSKY, BRONSTON & GOTHARD

A Professional Limited Liability Company

Attorneys at Law

Leon L. Nowalsky
Benjamin W. Bronston
Edward P. Gothard

3500 North Causeway Boulevard
Suite 1442
Metairie, Louisiana 70002
Telephone: (504) 832-1984
Facsimile: (504) 831-0892

Philip R. Adams, Jr.

080 636-TX

October 10, 2008

Check received with filing and forwarded to Fiscal for deposit. Fiscal to forward deposit information to Records.

Initials of person who forwarded check:

Via Overnight Mail

Ann Cole, Commission Clerk
Florida Public Service Commission
2540 Shumard Oak Drive
Tallahassee, FL 32399-0850

RE: SIP Interchange Corporation
Application to Provide Competitive Local Exchange
Telecommunications Company Service

RECEIVED-FPSC
08 OCT 13 PM 1:41
COMMISSION
CLERK

Dear Sir or Madam:

Enclosed please find an original and two (2) copies of the Application for Authority to Provide Competitive Local Exchange Telecommunications Company Service on behalf of SIP Interchange Corporation. Also enclosed is the requisite \$400.00 filing fee.

An additional copy of this revision has been enclosed to be file stamped and returned in the envelope provided as evidence of the filing.

Should you have any questions, please do not hesitate to call.

Sincerely,

Becky Heggelund

Price list forwarded to
RCP - RVN

COM _____
ECR _____ /bh
GCL _____ Enclosure
OPC _____
RCP _____ /
SSC _____
GGA _____
ADM _____
CLK _____ /

08 OCT 13 PM 1:41

DOCUMENT NUMBER-DATE

09678 OCT 13 08

FPSC-COMMISSION CLERK

FLORIDA PUBLIC SERVICE COMMISSION
DIVISION OF COMPETITIVE MARKETS AND ENFORCEMENT
APPLICATION FORM
for
AUTHORITY TO PROVIDE COMPETITIVE LOCAL EXCHANGE
TELECOMMUNICATIONS COMPANY SERVICE
WITHIN THE STATE OF FLORIDA

Instructions

- A. This form is used as an application for an original certificate and for approval of sale, assignment or transfer of an existing certificate. In the case of a sale, assignment or transfer, the information provided shall be for the purchaser, assignee or transferee (See Page 8).
- B. Print or type all responses to each item requested in the application. If an item is not applicable, please explain.
- C. Use a separate sheet for each answer which will not fit the allotted space.
- D. Once completed, submit the original and two (2) copies of this form along with a non-refundable application fee of **\$400.00** to:

Florida Public Service Commission
Division of the Commission Clerk and Administrative Services
2540 Shumard Oak Blvd.
Tallahassee, Florida 323990850
(850) 4136770

- E. A filing fee of **\$400.00** is required for the sale, assignment or transfer of an existing certificate to another company (Chapter 25-24.815, F.A.C.).
- F. If you have questions about completing the form, contact:

Florida Public Service Commission
Division of Competitive Markets and Enforcement
2540 Shumard Oak Blvd.
Tallahassee, Florida 323990850
(850) 4136600

FORM PSC/CMP-8 (01/06)
Required by Commission Rule Nos. 25-24.810,
and 25-24.815

Note: To complete this interactive form
using your computer, use the tab key
to navigate between data entry fields.

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

Original certificate (new company).

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

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

2. Name of company: SIP Interchange Corporation
3. Name under which applicant will do business (fictitious name, etc.):
4. Official mailing address:

Street/Post Office Box: 1415 S. Voss Road, #110-463
City: Houston
State: Texas
Zip: 77057

5. Florida address:

Street/Post Office Box:
City:
State:
Zip:

6. Structure of organization:

Individual
 Foreign Corporation
General Partnership
Other,

Corporation
Foreign Partnership
Limited Partnership

7. **If individual**, provide:

Name:
Title:
Street/Post Office Box:
City:
State:
Zip:
Telephone No.:
Fax No.:
E-Mail Address:
Website Address:

8. **If incorporated in Florida**, provide proof of authority to operate in Florida. The Florida Secretary of State corporate registration number is:

9. **If foreign corporation**, provide proof of authority to operate in Florida. The Florida Secretary of State corporate registration number is:

10. **If using fictitious name (d/b/a)**, provide proof of compliance with fictitious name statute (Chapter 865.09, FS) to operate in Florida. The Florida Secretary of State fictitious name registration number is:

11. **If a limited liability partnership**, please proof of registration to operate in Florida. The Florida Secretary of State registration number is: *F 0 8 0 0 0 0 0 4 1 8 8*.

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

Name:
Title:
Street/Post Office Box:
City:
State:
Zip:
Telephone No.:
Fax No.:
E-Mail Address:
Website Address:

13. **If a foreign limited partnership**, provide proof of compliance with the foreign limited partnership statute (Chapter 620.169, FS), if applicable. The Florida registration number is:

14 . Provide **F.E.I. Number**(if applicable): 20-8465074

15 . Who will serve as liaison to the Commission in regard to the following?

(a) The application:

Name: Leon Nowalsky
Title: Attorney at Law
Street name & number: 3500 N. Causeway Blvd., Suite 1442
Post office box:
City: Metairie
State: LA
Zip: 70002
Telephone No.: (504)832-1984
Fax No.: (504)831-0892
E-Mail Address: lnowalsky@nbglaw.com
Website Address: lnowalsky@nbglaw.com

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

Name: Steven Hamaker
Title: President
Street name & number: 375 N. Stephanie St., Suite 1411
Post office box:
City: Henderson
State: NV
Zip: 89014
Telephone No.: (832) 567-7421
Fax No.: (713) 481-8325
E-Mail Address: shamaker@sipinterchange.com
Website Address:

(c) Complaints/Inquiries from customers:

Name: SIP Interchange Support
Title: Support Team
Street/Post Office Box: 1415 S. Voss Road, #110-463
City: Houston
State: TX
Zip: 77057
Telephone No.: (832) 567-7421
Fax No.: 713-481-8325
E-Mail Address: support@sipinterchange.com
Website Address:

16. List the states in which the applicant:

(a) has operated as a Competitive Local Exchange Telecommunications Company.

zero

(b) has applications pending to be certificated as a Competitive Local Exchange Telecommunications Company.

zero

(c) is certificated to operate as a Competitive Local Exchange Telecommunications Company.

zero

(d) has been denied authority to operate as a Competitive Local Exchange Telecommunications Company and the circumstances involved.

zero

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

zero

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

zero

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

(a) adjudged bankrupt, mentally incompetent (and not had his or her competency restored), or found guilty of any felony or of any crime, or whether such actions may result from pending proceedings. If so, provide explanation.

no

(b) granted or denied a competitive local exchange certificate in the State of Florida (this includes active and canceled competitive local exchange certificates). If yes, provide explanation and list the certificate holder and certificate number.

no

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

no

18. Submit the following:

(a) Managerial capability: resumes of employees/officers of the company that would indicate sufficient managerial experiences of each.

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

(c) Financial Capability: applicant's audited financial statements for the most recent three (3) years. If the applicant does not have audited financial statements, it shall so be stated. Unaudited financial statements should be signed by the applicant's chief executive officer and chief financial officer affirming that the financial statements are true and correct and should include:

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

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.

THIS PAGE MUST BE COMPLETED AND SIGNED

REGULATORY ASSESSMENT FEE: I understand that all telephone companies must pay a regulatory assessment fee. Regardless of the gross operating revenue of a company, a minimum annual assessment fee, as defined by the Commission, is required.

RECEIPT AND UNDERSTANDING OF RULES: I acknowledge receipt and understanding of the Florida Public Service Commission's rules and orders relating to the provisioning of competitive local exchange telecommunications company (CLEC) service in Florida.

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

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


Company Owner or Officer

Print Name: Steven Hamaker

Title: President

Telephone No.: (832) 567-7421

E-Mail Address: Steven Hamaker [shamaker@sipinterchange.com]

Signature: 

Date: 8/20/08

EXHIBIT A

Florida Foreign Qualification



FLORIDA DEPARTMENT OF STATE
Division of Corporations

September 25, 2008

BECKY HEGGELUND
NOWALSKY, BRONSTON & GOTHARD, APLLC
3500 N. CAUSEWAY BLVD., SUITE 1442
METAIRIE, LA 70002

Qualification documents for SIP INTERCHANGE CORPORATION were filed on September 25, 2008 and assigned document number F08000004188. Please refer to this number whenever corresponding with this office.

Your corporation is now qualified and authorized to transact business in Florida as of the file date.

The certification you requested is enclosed.

A corporation annual report/uniform business report will be due this office between January 1 and May 1 of the year following the calendar year of the file date. A Federal Employer Identification (FEI) number will be required before this report can be filed. If you do not already have an FEI number, please apply NOW with the Internal Revenue by calling 1-800-829-4933 and requesting form SS-4.

Please be aware if the corporate address changes, it is the responsibility of the corporation to notify this office.

Should you have any questions regarding this matter, please contact this office at (850) 245-6995.

Wanda Cunningham
Regulatory Specialist II
New Filing Section
Division of Corporations

Letter Number: 408A00051570

State of Florida



Department of State


I certify the attached is a true and correct copy of the application by SIP INTERCHANGE CORPORATION, a Nevada corporation, authorized to transact business within the State of Florida on September 25, 2008 as shown by the records of this office.

The document number of this corporation is F08000004188.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capitol, this the
Twenty-fifth day of September, 2008



CR2EO22 (01-07)


Kurt S. Probst
Secretary of State

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. SIP Interchange Corporation

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Nevada

(State or country under the law of which it is incorporated)

3. _____

(FEI number, if applicable)

4. 2/14/2007

(Date of incorporation)

5. perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. _____

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 375 N Stephanie Street, Suite 1411, Henderson, NV 89014

(Principal office address)

1415 S. Voss Road, #110-463, Houston, TX 77057

(Current mailing address)

8. sale of telecommunications services

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301
(City) (Zip code)

10. **Registered agent's acceptance:**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Corporation Service Company

By: See attached consent

(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

FILED
2007 SEP 25 P 1:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12. Names and business addresses of officers and/or directors:

FILED
2008 SEP 25 P 1:08
SECRETARY OF STATE
TREASURER OF STATE

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Steven Hamaker

Address: 375 N Stephanie Street, Suite 1411

Henderson, NV 89014

Director: _____

Address: _____

B. OFFICERS

President: Steven Hamaker

Address: 375 N Stephanie Street, Suite 1411

Henderson, NV 89014

Vice President: _____

Address: _____

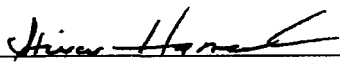
Secretary: Steven Hamaker

Address: 375 N Stephanie Street, Suite 1411, Henderson, NV 89014

Treasurer: Steven Hamaker

Address: 375 N Stephanie Street, Suite 1411, Henderson, NV 89014

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Director or Officer listed in number 12 of the application)

14. Steven Hamaker
(Typed or printed name and capacity of person signing application)

FILED
2008 SEP 25 P 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


Consent to Serve as Registered Agent

This is to give notice that Corporation Service Company is serving as Registered Agent for SIP Interchange Corporation in the State of Florida.

Our address is 1201 Hays Street, Tallahassee, FL 32301.

If you should need anything further, please let us know.

Thank you,


Allison Quigley, Authorized Representative

SECRETARY OF STATE



FILED
2008 SEP 25 P 1:08
SECRETARY OF STATE
TULLIUS SEEL FARRER

**CERTIFICATE OF EXISTENCE
WITH STATUS IN GOOD STANDING**

I, ROSS MILLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, non-profit corporations, corporation soles, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **SIP INTERCHANGE CORPORATION**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since February 14, 2007, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office on September 19, 2008.

A handwritten signature in black ink, appearing to read "Ross Miller".

ROSS MILLER
Secretary of State



Electronic Certificate
Certificate Number: C20080919-0665
You may verify this electronic certificate
online at <http://www.nvsos.gov/>

EXHIBIT B

Management Profiles

STEVEN E. HAMAKER

94 W. Horizon Ridge Place The Woodlands, Texas 77381

(832) 567-7421

AREAS OF EXPERTISE

- *Corporate Governance*
- *Strategic Planning*
- *Operations Management*
- *Mergers and Acquisitions*
- *Finance / Accounting*
- *Business Negotiations*

Education

LeTourneau University
Masters of Business
Administration
GPA 3.70

Experience: A senior executive with experience in founding companies in multiple industries, merger and acquisitions, debt and equity management, shareholder value creation, strategic and tactical planning, business development, financial/accounting management and contract negotiations.

Texas A&M University
Bachelor of Business
Administration
Financed 90% of BBA
through 30+ hrs/week
of general employment.

Work History:

SIP INTERCHANGE CORPORATION President and Chief Financial Officer

January 2007 to Present

SIP Interchange provides managed Voice over IP (VoIP) solutions that allow leading VoIP providers, wireless companies, and competitive local exchange carriers to take advantage of SIP's innovative services, cost reducing platforms and alternative revenue streams.

- Founded SIP Interchange as a Nevada based corporation.
- Created corporate structure, filed incorporation documents, set up initial capital and banking facilities, and began official operations in February 2007.
- Responsible strategic planning, financial performance and shareholder value creation.
- Responsible for corporate governance, federal and state reporting, tax reporting, payroll, insurance and benefits.
- Manage revenue, receivables, payables and cash flows.
- Helped create three separate product lines and revenue streams to provide diversity and long term growth stability
- Responsible for positioning the company to maximize long term value and strategic exit strategy.

Years of Experience: 20+

INTERACTIVE RESPONSE TECHNOLOGIES

July 1999 to Present

President

Interactive Response Technologies (IRT) is an award-winning provider of outsourced CRM, customer contact programs and call center services, including inbound and outbound voice, email and live agent chat services.

- Second largest shareholder within IRT, responsible for shareholder value creation, strategic planning, financial performance, site selection and special projects.
- Finalized business plan, secured equity and debt financing and founded Houston Community Call Center as a customer relationship outsource provider in 1999.
- Initiated, negotiated and closed a management buyout (MBO) from Enron, our current equity owner and managing partner, in October of 2001.
- Negotiated all banking and debt facilities as part of the MBO foundation including shareholder debt, bank loans, A/R line of credits and equipment loans/leases.
- Founded CCC Interactive Corporation as the owner and parent company of HCCC.
- Initiated a strategic growth and potential merger and acquisition plan in 2005 which lead to the merger with Interactive Response Technologies in January 2007.

Interactive Response Technologies Continued

- Positioned company to leverage a significantly strong balance sheet with almost no debt and with large capital asset reserves.
- Management of overall design, installation and operations of all IT systems architecture for HCCC/CCC from 2001 thru 2007.
- Spearheaded a strategic turn-around in 2001 focusing on a complete review of all client programs, departmental budgets, personnel and marketing plans, leading to an increase in quarterly revenue without increasing operating expenses.
- Consistently exceed revenue and net income goals.
- Developed marketing and business development plan targeting energy, telecommunications, health care and consumer product markets.
- Renegotiated client contract creating a variable performance based pay structure, increasing gross profit margins from 18% to 27%.
- Named the "Number One Vendor" in quality, performance, and production multiple times by the largest credit card issuer in the world.

ATSER, LP

September 1996 to July 1999

Corporate Controller

ATSER is an engineering services firm that integrates knowledge of infrastructure, roadway and rail design, construction and materials with expertise in web-based technology. Atser's core services include: Program and Construction Management, Engineering and Testing Services, and Patented Web-based Technologies.

- Responsible for all accounting and financial procedures/reporting for three subsidiaries with combined current revenue of \$28 million.
- Supervise staff of four responsible for A/R, A/P, Payroll, Audits and Tax reports.
- Researched and implemented new accounting, financial management software.
- Re-engineered accounting system implementing electronic time entry, standardized fee schedules, departmental and DCAA/FAR Job Cost Accounting, and automated invoicing.
- Set and communicated new accounting performance goals and closing procedures reducing closing time by 40%.
- Integrated payroll and benefits administration into the accounting/financial management software.
- Developed spreadsheet/database to track daily cash flow, eight bank accounts, three line of credits, and investment accounts.
- Designed and implemented Windows NT based management information system.
- Negotiated land purchase and managed construction of new \$2.1 million dollar corporate office and laboratory facility.
- Restructured Health, Worker's Compensation, Vehicle, and General Liability insurance resulting in more comprehensive coverage with a 21% reduction in premiums.
- Responsible for legal interrogatories, attorney communications, and settlement negotiations.

Pursued MASTERS OF BUSINESS ADMINISTRATION Degree

1992 - 1996

- Financed MBA through 50+ hours per week retail, profit-center management for the Limited Inc. and The Gap Inc., including regional management experience and three strategic store turn-a-rounds.

Steven E. Hamaker
Qualifications Page 3

TRANSAMERICA FUND DISTRIBUTORS

1991 - 1992

Marketing Specialist

- Managed complete marketing operations for the Florida territory including sales, telemarketing, client seminars, and account operations and maintenance.
- Marketed Transamerica mutual funds to Financial Planners, Account Executives, and Tax advisors.
- Achieved yearly sales goal in six months.
- Awarded the highest rating during first performance review, annually limited to 5% of all employees.

DEAN WITTER REYNOLDS

1990 - 1991

Account Executive

- NASD Series 7 and 63 Licensed
- Marketed financial services and investment portfolio management to individuals, small business, and corporations.
- Analyzed and maintained weekly assessment of various technology stocks and global mutual funds.
- Reconciled current portfolios and performed up-to-date analyses using Dean Witter's multitasking information database, strategy programs, asset allocation models, and equity programs.

Computer Skills:

Microsoft Outlook, Windows, Word, Excel, Access and PowerPoint; Financial and Accounting Software.

MANAGEMENT BIO

SHELBY RAMSEY

Shelby is responsible for the strategic technology decisions and the day-to-day operations of sales and customer service activities for SIP Interchange. Shelby has served as a member of AT&T's Alliance Channel Advisory Council since 2004.

Shelby started his career at a telecommunications start-up delivering integrated voice and data services to the small and medium business community. He has also served in sales, operational, technical, and management roles in a Fortune 500 telecommunications firm as well as a medium sized telecommunications VAR that delivered voice, data, Internet, VoIP, and IP Telephony solutions to enterprises and carriers.

Shelby earned a bachelor of science degree from Texas A&M University in 1999.

EXHIBIT C

Financials

SIP Interchange Corporation
Balance Sheet
As of June 15, 2008

	<u>Jun 15, '08</u>
ASSETS	
Current Assets	
Checking/Savings	
BofA - Expense	24,966.64
BofA - Operating	<u>77,904.15</u>
Total Checking/Savings	<u>102,870.79</u>
Other Current Assets	
Deposit(s)	<u>9,500.00</u>
Total Other Current Assets	<u>9,500.00</u>
Total Current Assets	112,370.79
Fixed Assets	
Computer & Network Equipment	
Cost - Comp. & Network Equip.	231,580.00
Accum Depr. - Comp & Net Equip	<u>-26,279.14</u>
Total Computer & Network Equipment	<u>205,300.86</u>
Total Fixed Assets	<u>205,300.86</u>
TOTAL ASSETS	<u><u>317,671.65</u></u>
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Credit Cards	
AX - Platinum	<u>53,318.03</u>
Total Credit Cards	<u>53,318.03</u>
Other Current Liabilities	
Interest Payable	3,473.08
N/P - Shareholder (SH)	<u>200,000.00</u>
Total Other Current Liabilities	<u>203,473.08</u>
Total Current Liabilities	<u>256,791.11</u>
Total Liabilities	256,791.11
Equity	
Capital Stock	1,000.00
Retained Earnings	-70,300.44
Net Income	<u>130,180.98</u>
Total Equity	<u>60,880.54</u>
TOTAL LIABILITIES & EQUITY	<u><u>317,671.65</u></u>

SIP Interchange Corporation
Profit and Loss
 January 1 through June 15, 2008

Jan 1 - Jun 15, '08

Ordinary Income/Expense

Income

Commissions - Telecom	27,016.62
Managed Network Services	280,607.78
Total Income	<u>307,624.40</u>

Expense

Automobile Expense	4,021.04
Bank Service Charges	29.00
Consulting/Contract Labor	80.00
Data & Network Hosting Services	64,269.51
Dues and Subscriptions	11,330.00
Interest Expense	
Finance Charge	18.43
Loan Interest	10,492.16
Total Interest Expense	<u>10,510.59</u>

Licenses and Permits	4,700.00
Network & Computer Equipment	1,125.62
Postage and Delivery	31.38
Professional Fees	
Legal Fees	224.00
Payroll Services	938.13
Total Professional Fees	<u>1,162.13</u>

Salaries

Salary - Regular	33,000.00
FICA, MEDICARE, FUTA, SUTA	2,712.50
Total Salaries	<u>35,712.50</u>

Telephone - Carrier Services	16,578.18
Travel & Ent	
Travel	5,455.03
Meals	135.24
Entertainment	2,000.00
Total Travel & Ent	<u>7,590.27</u>

Total Expense 157,140.22

Net Ordinary Income 150,484.18

Other Income/Expense

Other Expense

Depreciation Expense	20,303.20
Total Other Expense	<u>20,303.20</u>

Net Other Income -20,303.20

Net Income 130,180.98

SIP Interchange Corporation
Statement of Cash Flows
January 1 through June 15, 2008

	<u>Jan 1 - Jun 15, '08</u>
OPERATING ACTIVITIES	
Net Income	102,646.95
Adjustments to reconcile Net Income to net cash provided by operations:	
Accounts Payable	19,869.53
AX - Platinum	53,318.03
AX - SPG	-3,872.30
Interest Payable	-4,485.28
Net cash provided by Operating Activities	<u>167,476.93</u>
INVESTING ACTIVITIES	
Computer & Network Equipment:Cost - Comp. & Network Equip.	-161,993.35
Computer & Network Equipment:Accum Depr. - Comp & Net Equip	<u>20,303.20</u>
Net cash provided by Investing Activities	<u>-141,690.15</u>
 Net cash increase for period	 25,786.78
 Cash at beginning of period	 <u>77,084.01</u>
Cash at end of period	<u><u>102,870.79</u></u>