

960211-TC

PLEASE RUSH

I HAVE A
PURCHASE
FOR YOU

THANK YOU

Frank Coffey



DOCUMENT NUMBER-DATE
02030 FEB 20 1988
FPSC-RECORDS/REPORTING

RECEIVED
96 FEB 15
MAIL ROOM

278
\$100.00
JAF
2/16/96
ATTACHMENT B

FLORIDA PUBLIC SERVICE COMMISSION TREAS. REC.

Application Form

FOR

Certificate to Provide Pay Telephone Service
Within the State of Florida

960211-TC

- A. This form is used for an original application for a certificate to provide pay telephone service within the State of Florida.
- B. A \$100 non-refundable application fee along with the enclosed Applicant Acknowledgement Card must be completed and accompany the application before processing will begin.
- C. If the answer to question #2 is a Fictitious Name or Corporate Name, documentation from the Secretary of State's office must accompany your application.
- D. Once a certificate has been granted, regulatory assessment fees will be due for that calendar year regardless of whether or not pay telephones have been installed.
- E. When completing the application, respond to each item. If an item is not applicable

DEPOSIT TREAS. REC. FEB 22 '96

FRANK COFFEY 278
 PH. 626-7833
 6776 LE GRANDE CT
 MILTON, FL 32570

2-15 96 63 8100/2032

PAY TO THE ORDER OF Florida Public Ser. Commission \$ 100.00
 One Hundred Dollars & ^{no}/₁₀₀ — DOLLARS

PEN AIR
 FEDERAL CREDIT UNION
 U.S. Postal Box Station, Pensacola, FL 32508
 904-433-4341

FOR PROVIDE PAYPHONE SERV. Frank Coffey

V. Commission

RECEIVED
FLORIDA PUBLIC
SERVICE COMMISSION

96 FEB 13 11:42 AM '96

PLEASE READ!!!

MAIL ROOM

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\$100.00
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- D. Once a certificate has been granted, regulatory assessment fees will be due for that calendar year regardless of whether or not pay telephones have been installed.
- E. When completing the application, respond to each item. If an item is not applicable, explain why. Failure to respond to any item will result in the application being returned and a delay in the application process.
- F. Use a separate sheet for each answer which will not fit the allotted space.
- G. If you have any questions about completing the form, contact the Certificate Section at (904) 413-6556.
- H. Once completed, the original plus five (5) copies of this form, along with \$100 application fee, are to be submitted to:

Florida Public Service Commission
Gunter Building, 2540 Shumard Oak Boulevard
Capital Circle Office Center
Tallahassee, FL 32399-0850

FLORIDA PAY TELEPHONE CERTIFICATE APPLICATION

1. LEGAL NAME OF THE APPLICANT

WILLIAM FRANK COFFEY

2. NAME UNDER WHICH THE APPLICANT WILL DO BUSINESS

NORTHWEST FLORIDA PAYPHONES INC.

3. ADDRESS OF THE APPLICANT(S)

STREET 6776 LEGRANDE CT.

CITY MILTON

STATE & ZIP FLA. 32570

4. TYPE OF ORGANIZATION (CHECK ONE)

A. INDIVIDUAL DOING BUSINESS UNDER HIS/HER:
OWN NAME.

DOCUMENTATION: No other documentation needed.

B. PARTNERSHIP:

DOCUMENTATION: Attach a copy of the partnership agreement, and a list with the name and address of all partners.

C. CORPORATION:

DOCUMENTATION: Attach proof that articles of incorporation have been filed with the Florida Secretary of State's Office. If incorporated outside of Florida, attach proof from the Florida Secretary of State that applicant has authority to operate in Florida and provide name and address of Florida Registered Agent.

NAME NORTHWEST FLORIDA PAYPHONES INC.

ADDRESS 6776 LEGRANDE CT.

MILTON, FL. 32570

D. DOING BUSINESS UNDER A FICTITIOUS NAME:

DOCUMENTATION: Attach proof that fictitious name has been registered with the Florida Secretary of States Office.

D. HAS HAD REGULATORY PENALTIES IMPOSED FOR VIOLATIONS OF TELECOMMUNICATIONS STATUTES. EXPLAIN CIRCUMSTANCES.

NO

J. PLEASE CHECK THE SERVICES THAT WILL BE PROVIDED:

LOCAL	[X]
LONG DISTANCE	[X]
COIN	[X]
CALLING CARD	[X]
CREDIT CARD	[X]
OTHER, DESCRIBE	[]

10. PROPOSED NUMBER OF PAY TELEPHONE INSTRUMENTS THE APPLICANT PLANS TO PLACE IN THE FIRST YEAR: 18

11. HOW DOES THE APPLICANT INTEND TO SERVICE AND MAINTAIN EACH PAYPHONE?

PERSONALLY	[X]
FULL-TIME TECHNICIAN	[]
PART-TIME TECHNICIAN	[]
SERVICE/REPAIR/MAINTENANCE CONTRACT	[]
OTHER, DESCRIBE	[]

12. WILL EACH OF THE PAY TELEPHONES WHICH YOU PLAN TO INSTALL PROVIDE ACCESS TO ALL LOCALLY AVAILABLE LONG DISTANCE CARRIERS VIA IOXXX+0, 950-XXXX, AND 1-800? (See Rule 25-24.515(6), F.A.C.) YES

13. WILL EACH OF THE PAY TELEPHONES WHICH YOU PLAN TO INSTALL CONFORM TO SUBSECTIONS 4.29.2 - 4.29.4 and 4.29.7 - 4.29.8 OF THE AMERICAN NATIONAL STANDARDS SPECIFICATIONS FOR MAKING BUILDINGS AND FACILITIES ACCESSIBLE AND USABLE BY PHYSICALLY HANDICAPPED PEOPLE (ATTACHMENT F)? (See Rule 25-24.515(14), F.A.C.) YES

I, THE UNDERSIGNED OWNER OR OFFICER OF THE ABOVE NAMED ENTITY, HAVE READ THE FOREGOING AND DECLARE THAT TO THE BEST OF MY KNOWLEDGE AND BELIEF, THE INFORMATION IS A TRUE AND CORRECT STATEMENT. I AM AWARE THAT PURSUANT TO s. 837.06, FLORIDA STATUTE, 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. I WILL COMPLY WITH ALL CURRENT AND FUTURE COMMISSION REQUIREMENTS REGARDING THE PAY TELEPHONE SERVICE. I UNDERSTAND THAT A NON-REFUNDABLE APPLICATION FEE OF \$100 MUST ACCOMPANY THE APPLICATION. ALSO, I UNDERSTAND THAT I AM REQUIRED TO PAY A REGULATORY ASSESSMENT FEE (MINIMUM \$50.00 PER CALENDAR YEAR), FILE AN ANNUAL PAY TELEPHONE SERVICE REPORT, AND PAY GROSS RECEIPTS TAX. FURTHERMORE, I AGREE TO KEEP THE COMMISSION ADVISED OF ANY CHANGES IN THE NAMES OR ADDRESSES LISTED ABOVE WITHIN TEN (10) DAYS OF THE CHANGE.

William Frank Coffey
(SIGNATURE OF OWNER/CHIEF OFFICER OF APPLICANT)

DATE: 2-15-96

APPLICANT ACKNOWLEDGEMENT CARD

Applicant WILLIAM FRANK COFFEY

I acknowledge receipt and understanding of the Florida Public Service Commission's Rules and Requirements relating to my provision of Pay Telephone Service.

Signature William Frank Coffey

Title PRESIDENT OF NORTHWEST FLORIDA PAYPHONE'S INC.

Date 2-15-96

THIS MUST BE COMPLETED AND RETURNED WITH THE APPLICATION BEFORE THE CERTIFICATION PROCESS BEGINS. FAILURE TO DO SO WILL RESULT IN A DELAY OF THE CERTIFICATE BEING ISSUED.

State of Florida



Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation of NORTHWEST FLORIDA PAYPHONES, INC., a Florida corporation, filed on February 6, 1996, as shown by the records of this office.

The document number of this corporation is P96000012969.

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
Twelfth day of February, 1996



Sandra B. Northam

Sandra B. Northam
Secretary of State

ARTICLES OF INCORPORATION
OF
NORTHWEST FLORIDA PAYPHONES, INC.

FILED
96 FEB -6 AM 10:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is: NORTHWEST FLORIDA PAYPHONES, INC.
(hereinafter referred to as the "Corporation").

ARTICLE II - DURATION

The Corporation shall exist perpetually, commencing upon the
filing of the Articles of Incorporation with the Department of State.

ARTICLE III - PURPOSE

The Corporation is organized for the purpose of engaging in the
Payphone Vending Route business, and for the purpose of transacting
any or all other lawful business not inconsistent with the laws of
the State of Florida.

ARTICLE IV - CAPITAL STOCK

The Corporation is authorized to issue 100,000 shares of
One Dollar (\$1.00) par value common stock.

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of
the same kind, class or series as that which he or she already holds,
shall have the right to purchase his or her pro rata share thereof
(as nearly as may be done without issuance of fractional shares) at
the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The mailing address, principal office and street address of the
of the Corporation is: 6776 LeGrande Court, Milton, FL 32570.

The name of the registered agent of the corporation is:
William Frank Coffey and the street office address of such
registered agent and registered office of the corporation is:
6776 LeGrande Court, Milton, FL 32570.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The Corporation shall have two directors initially. The number of directors may be either increased or decreased from time to time by the by-laws but shall never be less than one. The names and addresses of the initial directors of the Corporation are:
WILLIAM FRANK COFFEY, 6776 LeGrande Court, Milton, FL 32570.
VERA DALE COFFEY, 6775 LeGrande Court, Milton, FL 32570.

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is:
WILLIAM FRANK COFFEY, 6776 LeGrande Court, Milton, FL 32570.

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal the by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE X - SECTION 1244 STOCK

It is the intent of this charter that the directors may sell the capital stock of the Corporation in accordance with the conditions of Sections 1242-1244, inclusive, of the Internal Revenue Code of 1954, as amended.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this 2ND day of February, 1996.


William Frank Coffey

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: _____

NORTHWEST FLORIDA PAYPHONES, INC.

2. The name and address of the registered agent and office is:

WILLIAM FRANK COFFEY

(NAME)

6776 LeGrande Court

(P.O. BOX NOT ACCEPTABLE)

Milton, FL 32570

(CITY/STATE/ZIP)

FILED
96 FEB -6 AM 10:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE William Frank Coffey
William Frank Coffey

DATE 2/2/96

SECTION 1244 OF THE INTERNAL REVENUE CODE

The chairman then presented to the meeting the question of electing the provisions of Section 1244 of the Internal Revenue Code. He noted that this Section permits ordinary loss treatment when either the holder of Section 1244 stock sells or exchanges such stock at a loss or when such stock becomes worthless. After a discussion, the following preamble was stated --and the following resolution was unanimously:

Resolved, That:

Whereas, the tax laws of the United States have undergone substantial changes under the Tax Reform Act of 1976, the 1977 Technical Corrections Act and other acts passed by Congress, and

Whereas, prior to the Revenue Act of 1978, Section 1244 of the Internal Revenue Code and the regulations issued thereunder required that common stock of a corporation be issued pursuant to a written plan adopted by the corporation after June 30, 1958, which plan was required to offer only such common stock during a period specified in the plan ending not later than two years after the plan was adopted, and

Whereas, prior to the Revenue Act of 1978, Section 1244 and the regulations issued thereunder further required that the plan specifically state, in terms of dollars, the maximum amount to be received by the corporation in consideration of the stock to be issued pursuant thereto and that such stock must be issued only for money or property (other than stock or securities), and

Whereas, this corporation qualifies as a small business corporation as defined in Section 1244, but

Whereas, the Board of Directors are concerned over future legislation, case law, rulings, etc. modifying Section of 1244 as presently enacted (subsequent to the Revenue Act of 1978) and thus desire to safeguard this corporation's 1244 election by complying with prior law as well as present law and

Whereas, pursuant to the requirements of Section 1244 and the Regulations issued thereunder, the following plan has been submitted to the corporation by the Board of Directors of the corporation:

(a) The plan as hereafter set forth shall, upon its adoption by the Board of Directors of the corporation, immediately become effective.

(b) The number of shares of common stock which are authorized to be issued under this plan, as well as the par value of said stock (albeit the elimination of the concept of par value under Florida Law) is hereby limited to the restrictions as set forth in Section 1244 of the Internal Revenue Code.

(c) Stock authorized under this plan shall be issued only in exchange for money, or property susceptible to monetary valuation other than capital stock, securities or services rendered or to be rendered. The aggregate dollar amount to be received for such stock shall not exceed \$1,000,000 and the sum of such aggregate dollar amount and the equity capital of the capital of the corporation (determined on the date of adoption of the plan) shall not exceed \$1,000,000.

(d) any stock options granted during the life of this plan which apply to the stock issuable hereunder shall apply solely to such stock and to no other and must be exercised within the period in which the plan is effective.

(e) Such other action as may be necessary shall be taken by the corporation to qualify the stock to be offered and issued under this plan as "Section 1244 Stock", as such term is defined in the Internal Revenue Code and the regulations issued thereunder.

Now therefore, the foregoing plan to issue Section 1244 Stock is adopted by the corporation and the appropriate officers of the corporation are authorized and directed to take all action deemed by them necessary to carry out the intent and purpose of the recited plan.

There being no further business requiring board action or consideration:

On motion duly made, seconded and carried, the meeting was adjourned.

Dated: _____ February 16 _____, 1996 _____.

Vern Dale Coffey
Secretary of the Meeting

WAIVER OF NOTICE OF ORGANIZATION MEETING
OF DIRECTORS AND INCORPORATORS
OF
NORTHWEST FLORIDA PAYPHONES, INC.

We, the undersigned, being all of the Directors and Incorporators named in the Articles of Incorporation of the above-described corporation, do hereby waive all notice of the Organization Meeting of the above-described Corporation. We further hereby agree and consent that the Organization Meeting of the Board of Directors be held on the date and at the time stated below for the purpose of adopting by-laws, electing officers and transacting such other business as may come before the meeting.

Place of meeting: 6776 LeGrande Ct., Milton, FL 32570
Date of Meeting: Feb. 16, 1996
Time of Meeting: 10:00 A.M.

DATED: 2/16/96 -----

William Frank Coffey
Director/Incorporator
Vern Dale Coffey
Director/Incorporator

Director/Incorporator

MINUTES OF ORGANIZATION MEETING OF

INCORPORATORS AND DIRECTORS

OF

-----NORTHWEST FLORIDA PAYPHONES, INC.-----

The organization meeting of the Incorporators and Directors named in the Articles of Incorporation of the above-described corporation, was held at 6776 Le Grande Ct.

Milton, FL 32570
on the 16th day of February, 1996, at 10:00'clock A.M.
William Frank Coffey, an Incorporator, named in the Articles of Incorporation, called the meeting to order.

William Frank Coffey was nominated and elected Chairman and acted as such until relieved by the president.

Vera Dale Coffey was nominated and elected temporary Secretary, and acted as such until relieved by the permanent Secretary.

The Secretary then called the roll and found that the following Incorporators and Directors named in the Articles of Incorporation were present in person:

WILLIAM FRANK COFFEY

VERA DALE COFFEY

The Secretary then presented and read to the meeting a Waiver of Notice of Meeting, subscribed to by all the Directors of the Corporation, and it was ordered that it be appended to the Minutes of this meeting.

The Secretary then presented and read to the meeting a copy of the Articles of Incorporation of the Corporation and reported that on the 6th day of February, 1996, the original thereof was duly filed by the office of the Secretary of State of the State of Florida.

Upon motion duly seconded and carried, it was RESOLVED, That said Waiver be adopted and the Secretary is directed to append to these minutes a copy of the Articles of Incorporation.

The following were duly nominated and, a vote having been taken, were elected officers of the Corporation to serve and until such time as their successors are elected and qualified:

Chairman:	William Frank Coffey
President:	William Frank Coffey
Vice President:	Vera Dale Coffey
Secretary:	Vera Dale Coffey
Treasurer:	Vera Dale Coffey

The President and Secretary thereupon assumed their respective offices in place and stead of the temporary Chairman and the temporary Secretary.

The President presented and read, Article by Article, the proposed By-laws for the conduct and regulation of the business and affairs of the Corporation as prepared by counsel for the Corporation.

Upon motion duly made, seconded and carried, they were adopted and in all respects, ratified, confirmed and approved, as and for the By-Laws of this Corporation.

The secretary was directed to cause them to be inserted in the Minutes Book of the Corporation.

Upon motion duly made, seconded and carried, it was RESOLVED, that the seal now presented at this meeting, and impression of which is directed to be made in the margin of the minutes book, be the same hereby is adopted as the Seal of this Corporation, and further

RESOLVED, that the president and Treasurer be and they hereby are authorized to issue certificates for shares in the form as submitted to this meeting and appended to the minutes of this meeting, and further

RESOLVED, that the share and transfer book now present at this meeting be and the same hereby to be adopted as the share and transfer book of the Corporation. The Secretary was directed to attach a form of stock certificate to these Minutes.



Upon motion duly made, seconded and carried, it was RESOLVED, that the Treasurer be and hereby is authorized to open a bank account in behalf of the corporation with

First National Bank of Santa Rosa

located at 6512 Caroline St., Milton, FL and a resolution for that purpose on the printed form of said bank was adopted and was ordered appended to the minutes of this meeting.

RESOLVED, that the Treasurer was directed to pay in full, from the corporate funds, the expenses of organizing the corporation, approval for payment being given to the statement for professional services rendered by F. B. Estergren counsel for the Corporation.

The Directors named in the Articles of Incorporation then tendered their resignations, effective upon the adjournment of this meeting. Upon motion duly made, seconded and adopted, said resignations were accepted and ordered spread upon the Minutes.

Upon motion duly made, seconded and carried, the following named persons were elected as Directors, of the Corporation each to hold office until the first annual meeting of Shareholders, and until a successor of each shall have been elected and qualified.

WILLIAM FRANK COFFEY-----

VERA DALE COFFEY-----

The Chairman then stated that

~~the subscriber(s) to the stock of the Corporation have submitted to the corporation an executed assignment of all rights to subscribe to the capital stock of the Corporation in favor of~~

~~Upon motion duly made and seconded, it was RESOLVED, that the Board of Directors finds that the assignment of subscription is in proper form and that it shall be accepted by the Board of this Corporation as submitted.~~

There was presented, to the Corporation, the following offer(s) to purchase shares of capital stock:

FROM	NO. OF SHARES	CONSIDERATION
----	-----	-----
WILLIAM FRANK COFFEY	500	\$500
VERA DALE COFFEY	500	\$500

The following action was taken upon said offer(s):

RESOLVED, that said proposal or offer be and the same hereby is approved and accepted and that in accordance with the terms thereof, the Corporation issue to the offerer(s) or nominee(s) fully paid and non-assessable shares of this Corporation, and it is

RESOLVED, that upon the delivery to the Corporation of said assets and the execution and delivery of such proper instruments as may be necessary to transfer and convey the same to the Corporation, the Officers of this Corporation are authorized and directed to execute and deliver the certificate or certificates for such shares as are required to be issued and delivered on acceptance of said proposal in accordance with the foregoing.

It was determined that the consideration offered for the stock is reasonably worth the number of shares for which it was offered and that it is in the best interest of the corporation to accept the offer. It was thereupon,

RESOLVED, that the Board of this Corporation has determined that the consideration offered was of a value of at least equal to the full value of the stock to be issued therefor; that each such offer be therefore accepted and that upon delivery, in full, to the Corporation of the consideration offer, then an appropriate stock certificate be issued in favor of each offeror as soon as possible reflect ownership of the shares so purchased and that each offeror thereupon constitute the stockholders of this Corporation.

FURTHER RESOLVED, That the signing of these minutes shall constitute full ratification thereof and waiver of notice of the meeting by the signatories.

There being no futher business before the meeting, on motion duly made, seconded and carried, the meeting adjourned.

DATED: Feb. 16. 1996

William Frank Coffey
Chairman

Vera Dale Coffey
Secretary

A true copy of each of the following papers referred to in the foregoing Minutes is appended hereto.

Waiver of Notice of Meeting
Articles of Incorporation
By-Laws
Specimen Certificate of Shares
Resolution Designating
Depository of Funds.



DEPARTMENT OF THE NAVY

DIRECTOR
NAVAL AVIATION DEPOT
NORTH ISLAND DETACHMENT
771 MURRAY
PENSACOLA, FL 32508-5313

IN REPLY REFER TO

08 Feb 96

From: Director, NAVAVNDEPOT North Island Detachment
Pensacola, Florida

To: ALL EMPLOYEES

SUBJ: REDUCTION IN FORCE (RIF)/SEPARATION INCENTIVE PROGRAM (SIP)

1. On 06 February 96, I was informed verbally that authority to conduct our first RIF (to be effected 09-30-96) and SIP had been granted. In preparation for this, a letter with details regarding Sip Window dates and SIP qualifications and regulations is being developed for distribution to each of you. This letter will be distributed no later than 16 February 96.

2. On 21 February, a series of informational meetings will be held in the BOQ Conference Center. These meetings will provide more details including required staffing after the RIF and will provide you an opportunity to ask questions regarding RIF and SIP procedures and regulations.

3. Meeting schedules will be provided to supervisors no later than 20 Feb 96.

E. L. Wasdin
E. L. WASDIN

RECEIVED
 STATE COMMISSION
 96 FEB 15 11:17 AM
PLEASE READ!!!
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 \$100.00
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FRANK COFFEY		278
PH 626-7833		
6776 LE GRANDE CT		2-15-96
MILTON, FL 32570		62 81887822
PAY TO THE ORDER OF	Florida Public Ser. Commission	\$ 100.00
	One Hundred Dollars + ^{no} / ₁₀₀ -	DOLLARS
		
U.S. Postal Air Station, Pensacola, FL 32506 904-453-4341		
FOR PROVIDE PAYPHONE SERV.		Frank Coffey

V. Commission