



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

Tel: 407-740-8575
Fax: 407-740-0613

June 12, 1997
Overnight

Mr. Walter D'Haeseleer
Florida Public Service Commission
Division of Records and Reporting
2540 Shumard Oaks Boulevard
Gerald L. Gunter Bldg. Room 270
Tallahassee, FL 32399-0850

PI0 721-TI

RE: Initial Application of DebitCom, Inc. to Provide Pre-Paid Telecommunications Services in Florida

Dear Mr. D'Haeseleer:

Enclosed for filing are the original and twelve copies of the above referenced application of DebitCom, Inc. to provide Prepaid Telecommunications Services in Florida.

Also enclosed is DebitCom, Inc.'s check in the amount of \$250 for the filing fee. Questions pertaining to this application or tariff should be directed to my attention at (407) 740-8575.

Please acknowledge receipt of this filing by returning, file-s.amped, the extra copy of this cover letter in the self-addressed, stamped envelope enclosed for this purpose.

Thank you for your assistance.

Sincerely,

Mark G. Lammert
Consultant to DebitCom, Inc.

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

Initials of person who forwarded check:

RL

Enclosures

cc: Glen Day
File: DebitCom, Inc. - FL

DOCUMENT NUMBER-DATE

06005 JUN 13 97

FPSC RE-GRDS/REPORTING



June 12, 1997
Overnight

Mr. Walter D'Haeseleer
Florida Public Service Commission
Division of Records and Reporting
2540 Shumard Oaks Boulevard
Gerald L. Gunter Bldg. Room 270
Tallahassee, FL 32399-0850

N. Park Ave.
Drawer 200
er Park, FL
32302-0200

RE: Initial Application of DebitCom, Inc. to Provide Pre-Paid Telecommunications Services in Florida

407-740-8575
407-740-0613

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1135

DEBITCOM, INC. 01-97
67 ISLA BAHIA DRIVE
FORT LAUDERDALE, FL 33318

PAY TO THE ORDER OF

6-10 1997
Florida Public Service Comm. \$250.00
Two hundred and fifty DOLLARS

NationsBank
NationsBank, N.A. (South)
Florida

FOR

FLORIDA PUBLIC SERVICE COMMISSION

Application Form

for

Authority to Provide Interexchange Telecommunications Service
Between Points Within the State of Florida

To: Florida Public Service Commission
Division of Records and Reporting
101 East Gaines Street
Tallahassee, Florida 32399-0850
(904) 488-4733

This package includes the original and twelve (12) copies of the application along with a non-refundable application fee of \$250.00.

1. 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).

2. 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.

Alternative Operator Service - company provides or plans to provide alternative operator services for IXC's; 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.

Call aggregator - company contracts with unaffiliated entities to obtain bulk/volume discounts under multi-location discount plans from certain underlying carriers associated with such aggregated telecommunications business.

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

DebitCom, Inc.

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

DebitCom, Inc.

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

DebitCom, Inc.
67 Isla Bahia Drive
Ft. Lauderdale, Florida 33316

Telephone: (954) 764-2542
Facsimile: (954) 525-2530

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

DebitCom, Inc.
67 Isla Bahia Drive
Ft. Lauderdale, Florida 33316

Telephone: (954) 764-2542
Facsimile: (954) 525-2530

7. Structure of organization:

<input type="checkbox"/> Individual	<input type="checkbox"/> Corporation
<input checked="" 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.

See: Attachment I

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

Corporation Service Company
1201 Hays Street, Suite 105
Tallahassee, Florida 32301

- (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 is 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 name of company and relationship. If no longer associated with the company, give reason why not.

No officer, director or stockholder of the Company is an officer, director, partner 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:

Mark G. Lammert
Consultant to DebitCom, 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:

Glen Day
President
DebitCom, Inc.
67 Isla Bahia Drive
Ft. Lauderdale, Florida 33316
Telephone: (954) 764-2542
Facsimile: (954) 525-2530

(c) Tariff:

Mark G. Lammert
Consultant to DebitCom, 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:

Stephanie Allan or Al Strickland
Telephone: (800) 576-0669

Glen Day
Telephone: (800) 576-0501

11. List the states in which the applicant:

(a) Has operated as an interexchange carrier.

North Carolina.

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

None.

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

North Carolina does not require certification for pre-paid telecommunications services.

(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:

- | | |
|---|------------------------------------|
| <input type="checkbox"/> Facilities | <input type="checkbox"/> Operators |
| <input type="checkbox"/> Billing and Collection | <input type="checkbox"/> Sales |
| <input type="checkbox"/> Maintenance | |
| <input checked="" type="checkbox"/> Other: <u>None anticipated at this time</u> | |

13. Do you have a marketing program?

Yes.

14. Will your marketing program:

- Pay commissions?
- Offer sales franchises?
- Offer multi-level sales incentives?
- Offer other sales incentives?

None of the Above

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

Not applicable.

16. Who will receive the bills for your service (check all that apply)? No Customers receive bills, but potential users include:

- | | |
|--|--|
| <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) <u>Anyone who uses the Company's service</u> | |

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. The services the Company provides are pre-paid inbound and outbound calling service. The caller can contact the Company's Customer Service department at 1-800-576-0669 with any questions. Customer service is available Monday through Friday from 8:30 AM to 5:30 PM Eastern time.

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

The Company's services are pre-paid inbound and outbound calling service.

18. 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 IV.

19. 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

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

Pre-paid inbound service - the end user will dial the Customer's individually assigned toll-free paging number ("1-800/888-NXX-XXXX"). Pre-paid outbound service - the end user will dial "1-800 NXX-XXXX" + authorization code + 1 + destination number

21. 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 one and one-half percent, or currently applicable rates, on all intra and interstate business.
3. **SALES TAX:** I understand that a seven percent sales tax, or other currently applicable percentage, 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. **LEC BYPASS RESTRICTIONS:** I acknowledge the Commission's policy that interexchange carriers shall not construct facilities to bypass the LECs without first demonstrating to the Commission that the LEC cannot offer the needed facilities at a competitive price and in a timely manner.
6. **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 telephone service.
7. **ACCURACY OF APPLICATION:** By my signature below, I attest to the accuracy of the information contained in this application and associated attachments.

Glen Day, President 6/9/97
Glen Day, President Date
DebitCom, Inc.

APPENDICES

- A - Certificate of Transfer Statement
- B - Customer deposits and advance payments
- C - Intrastate network
- D - Florida telephone exchanges and EAS routes

ATTACHMENTS:

- I - Florida Secretary of State Registration and Articles of Incorporation
- II - Management Profiles
- III - Financial Statements and Statement of Financial Capability
- IV - Proposed Tariff

APPENDIX A

CERTIFICATE OF TRANSFER STATEMENT

I, _____, current holder of certificate number _____, have reviewed this application and join in the petitioner's request.

Not Applicable.

Signature of owner or chief officer of the certificate holder.

Title: _____

Date: _____

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.)

Glen Day, President
Glen Day, President
DebitCom, Inc.

Date: 6/9/97

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) 2801 Spring Forest Road 2)
Raleigh, North Carolina
Prepaid calling switch
Leased

3) 4)

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

	<u>POP-to-POP</u>	<u>TYPE</u>	<u>OWNERSHIP</u>
1)	None		
2)			
3)			

DebitCom, Inc. does not maintain any points of presence, switches or transmission facilities within the State of Florida. Originating calls are transported over facilities provided by DebitCom Inc.'s underlying carrier(s).

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

Service may originate 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 for 1+ calls.

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.

Glen Day President
Glen Day, President
DebitCom, Inc.

6/9/97
Date

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).

Jacksonville
Gainesville
Daytona Beach
Ocala
Orlando
Cocoa
Melbourne
West Palm Beach
Miami
Pensacola
Panama City
Tallahassee
Titusville

Tampa
Clearwater
St. Petersburg
Lakeland
Winter Park
Ft. Lauderdale
Pompano Beach
Hollywood
North Dade
Sarasota
Ft. Myers
Naples

DebitCom, Inc. ("DebitCom") intends to offer service throughout the State of Florida.

Glen Day, President
Glen Day, President
DebitCom, Inc.

6/9/97
Date

ATTACHMENT I

AUTHORITY TO OPERATE IN FLORIDA AND ARTICLES OF INCORPORATION

DebitCom, Inc.

Authority to Operate in Florida and Articles of Incorporation

Brief History of DebitCom, Inc.

DebitCom, Inc. was started in 1986. The name of the Company was Pagetek, Inc. In 1994, the name of the Company was changed to Triangle Cellular, Inc. In 1996, the name of the Company was changed to DebitCom, Inc.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 17, 1997

GREG MEDALIE, ESQ.
MEDALIE & MEDALIE
750 SE 3RD AVE. #100
FT. LAUDERDALE, FL 33316

Qualification documents for DEBITCOM, INC. were filed on March 17, 1997 and assigned document number F97000001347. 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.

A corporation annual 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 1-800-829-3676 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 telephone (904) 487-6091, the Foreign Qualification/Tax Lien Section.

Jennifer Sindt
Document Examiner
Division of Corporations

Letter Number: 397A00013378

STATE OF
NORTH
CAROLINA



Department of The
Secretary of State

To all whom these presents shall come, Greetings:

I, **JANICE H. FAULKNER**, *Secretary of State of the State of North Carolina*, do hereby certify the following and hereto attached to be a true copy of

**ARTICLES OF AMENDMENT
OF**

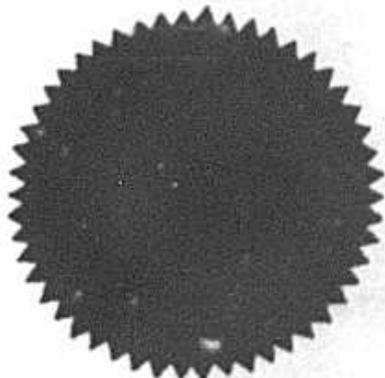
TRIANGLE CELLULAR, INC.

which changed its name to:

DEBITCOM, INC.

*the original of which was filed in this office on the 1st day of
November, 1996.*

*IN WITNESS WHEREOF, I have hereunto set my
hand and affixed my official seal at the City of
Raleigh, this 1st day of November, 1996.*



Janice H. Faulkner
Secretary of State

FILED

4:12pm

NOV 01 1996

ARTICLES OF AMENDMENT
OF
TRIANGLE CELLULAR, INC.

533099002

EFFECTIVE
JANICE H. FAULKNER
SECRETARY OF STATE
NORTH CAROLINA

The undersigned corporation hereby submits these Articles of Amendment for the purpose of amending its Articles of Incorporation:

1. The name of the corporation is Triangle Cellular, Inc.
2. The following amendment to the Articles of Incorporation of the corporation was adopted by its shareholders on the 30th day of October 1996, in the manner prescribed by law:
The Articles of Incorporation of Triangle Cellular, Inc. are amended to delete Article 1 and replace it with a restated Article 1 that shall read in its entirety as follows:
"1. The name of the corporation is DebitCom, Inc."
3. These Articles of Amendment contain an amendment requiring shareholder approval, which approval was duly obtained as required by Chapter 55 of the North Carolina General Statutes.
4. These Articles will be effective upon filing.

This the 30th day of October, 1996.

TRIANGLE CELLULAR, INC.

By: R. Glen Day, President
R. Glen Day, President

STATE OF
NORTH
CAROLINA



Department of The
Secretary of State

To all whom these presents shall come, Greetings:

I, *Rufus L. Edmisten*, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached to be a true copy of

ARTICLES OF AMENDMENT

OF

PAGETEK, INC.

Which changed its name to:

TRIANGLE CELLULAR, INC.

the original of which is now on file and a matter of record in this office.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 20th day of September, 1994.



Rufus L. Edmisten

Secretary of State

State of North Carolina
Department of the Secretary of State
ARTICLES OF AMENDMENT

Pursuant to §55-10-06 of the General Statutes of North Carolina, the undersigned corporation hereby submits the following Articles of Amendment for the purpose of amending its Articles of Incorporation:

1. The name of the corporation is: PAGETEK, INC.

2. The text of each amendment adopted is as follows: (State below or attach)

The name of the corporation is changed to Triangle Cellular, Inc.

3. If an amendment provides for an exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment, if not contained in the amendment itself, are as follows:

4. The date of adoption of each amendment was as follows:

July 6, 1994

5. (Check either a, b, c, or d, whichever is applicable)

a. The amendment(s) was (were) duly adopted by the incorporations prior to the issuance of shares.

b. The amendment(s) was (were) duly adopted by the board of directors prior to the issuance of shares.

c. The amendment(s) was (were) duly adopted by the board of directors without shareholders approval as a shareholder approval was not required because (set forth a brief explanation of why shareholder action was not required)

d. The amendment(s) was (were) approved by shareholder action, and such shareholder approval was obtained as required by Chapter 55 of the North Carolina General Statutes.

ARTICLES OF AMENDMENT

Page 2

6. These articles will be effective upon filing, unless a delayed time and date is specified: _____

This the 6th day of July, 1994.

PAGETEK, INC.

Name of Corporation

Rion Glen Day

Signature

Rion Glen Day, President

Type or Print Name and Title

NOTES:

1. Filing fee is \$50. This document and one exact or conformed copy of these articles must be filed with the Secretary of State.

1/1/66
Paul L. Cochran
P.O. Box 17623
Raleigh, NC 27619



State of North Carolina

Department
of the
Secretary of State

PRESENTED
FOR
REGISTRATION
FEB 3 3 24 PM '66
RECEIVED
WANTS

To all to whom these presents shall come; Greeting:

I, Thad Eure, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached (2 sheets) to be a true copy of

ARTICLES OF INCORPORATION

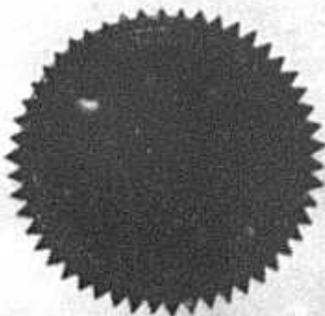
OF

PAGETEX, INC.

and the probates thereon, the original of which was filed in this office on the 24th day of January 1965, after having been found to conform to law.

In Witness Whereof, I have hereunto set my hand and affixed my official seal.

Done in Office, at Raleigh, this 24th day of January in the year of our Lord 1966.



Thad Eure
Secretary of State
[Signature]
Deputy Secretary of State

ARTICLES OF INCORPORATION

OF

PAGETEK, INC.

(NAME OF CORPORATION)

DOCUMENT 8773902

NOV 01 2008 11:11:09
FILED

We, the undersigned natural persons of the age of eighteen years or more, do hereby associate ourselves into a business corporation under the laws of the State of North Carolina, as contained in Chapter 55 of the General Statutes of North Carolina, entitled "Business Corporation Act," and all the several amendments thereto, and to that end do hereby set forth:

1. The name of the Corporation is PAGETEK, INC.

2. The period of duration of the corporation shall be perpetual
(May be perpetual or for a limited period)

3. The purpose or purposes for which the corporation is organized are:

(a) To design, manufacture, sell and service electronic products and equipment of every type.

(b) To apply for, purchase, or by any other means, acquire, hold, sell, lease or otherwise dispose of, and protect, prolong, renew, any patents, rights, inventions, processes, licenses, trademarks and trade names.

(c) To carry on any other lawful business permitted by the laws of North Carolina.

4. The aggregate number of shares which the corporation shall have authority to issue is 100,000, divided into one classes. The designation of each class, number of shares of each class, series, if any, within each class, and the par value, if any, of the shares of each class, or a statement that the shares of any class are without par value, is as follows:

Class	Series	Number of Shares	Par value per share
Common		100,000	\$1.00

The preferences, limitations and relative rights in respect of the shares of each class are as follows:

5. The minimum amount of consideration for its shares to be received by the corporation before it shall commence business is \$ 500.00

6. The address of the initial registered office of the corporation (including county and city or town, and street and number, if any) is 3700 Six Forks Road (P.O. Box 17623)
Raleigh, Wake County, N. C. 27609

and the name of the initial registered agent at such address is David R. Cookman

7. The number of directors of the corporation may be fixed by the by-laws, but shall not be less than three (except as permitted by N.C.G.S. 55-25).

The number of directors constituting the initial board of directors shall be one and the name and address (including street and number, if any) of each person who is to serve as a director until the first meeting of shareholders or until his successor be elected and qualified is:

NAMES	ADDRESSES
David R. Cockman	3608 Center Lane, Raleigh, N.C. 27604
-----	-----
-----	-----

8. The name and address (including street and number, if any) of each incorporator is:

NAMES	ADDRESSES
David R. Cockman	3608 Center Lane, Raleigh, N. C. 27604
-----	-----
-----	-----

9. In addition to the general powers granted corporations under the laws of the State of North Carolina, the corporation shall have full power and authority to

10. *

IN TESTIMONY WHEREOF, we have hereunto set our hands, this the 21st day of January, A.D. 1986



 DAVID R. COCKMAN

* Insert any provision desired to be included in the Articles of Incorporation such as: pre-emptive rights of shareholders, regulation of internal affairs of the corporation, any matters required to be set forth in the by-laws, etc. See chapter 55 of the General Statutes.

ATTACHMENT II
MANAGEMENT PROFILES

DebitCom, Inc.
MANAGEMENT PROFILES

Glen Day, President

Mr. Day has held the positions of President and Chief Executive Officer of DebitCom, Inc. (DebitCom) since he founded the Company in January 1986. In that capacity, Mr. Day is responsible for the strategic direction of the Company, evaluating new services and markets, promoting the financial health of the Company and ensuring the Company has policies regarding customer service and support.

Prior to DebitCom, Mr. Day founded Triangle Cellular, Inc., Carolina Paging, Pagetek, Inc., and Day Associates. The primary products and services of these Company's were transmission of various forms of communications, electronic and telecommunications equipment sales, and selling and servicing paging devices.

Prior to founding and owning the Company's named above, Mr. Day worked in various engineering and engineering management positions with Boeing and IBM.

Venke Day, Vice President

Mrs. Day has held the position of Vice President at DebitCom since its inception in January 1986. In that capacity, Mrs. Day is responsible for the human resources and personnel issues of the enterprise, implementing the strategic direction of the Company, evaluating customer service levels and policies, monitoring the financial status of the Company and overseeing the operations of the Company.

Prior to DebitCom, Mrs. Day held similar responsibilities with Carolina Paging and Day Associates.

Al Strickland, Technical Consultant

Mr. Strickland has held the position of Technical Consultant at DebitCom since 1996. Mr. Strickland's primary responsibilities include customer service, switch maintenance and overall system integrity. Mr. Strickland has a degree in Electronics Engineering Technology from Wake Tech in Raleigh, North Carolina.

Prior to DebitCom, Mr. Strickland worked for Carolina Beepers where he was responsible for managing the pager repair center and providing technical support to customers.

Stephanie Allen, Customer Service

Ms. Allen has held the position of Customer Service Manager at DebitCom since 1996. Ms. Allen's primary responsibilities include comprehensive customer support, market studies and new product/service development.

Prior to DebitCom, Ms. Allen held similar responsibilities with Carolina Beepers.

ATTACHMENT III

FINANCIAL STATEMENTS

DebitCom, Inc.

Statement of Financial Capability

DebitCom, Inc. has sufficient financial capability to provide the requested telecommunication services in Florida, the financial capability to maintain these services, and the financial capability to meet its lease and ownership obligations. Attached are the financial statements for the three months ended March 31, 1997 and the projected income statements for 1997, 1998 and 1999.

The purpose of this Statement of Financial Capability is to analyze the financial statements and to document explanations and fluctuations to the Company's financial performance.

The Company has been in existence since 1986. Their primary product line was sold in 1996. The Company's 1996 financial statements would not have provided adequate information to determine if DebitCom, Inc. could or could not support its pre-paid telecommunications services in Florida. Thus, the financial statements for the three months ended March 31, 1997 and the projected income statements for 1997, 1998 and 1999 are provided.

Overview of Financial Status/Performance

The Company's primary product/service is pre-paid telecommunications service. The Company performed their product/service research in the fall of 1996 in North Carolina. The product/service proved to be a service that met customers needs. The product/service and marketing research was not capitalized as organizational costs.

The Company has made a strategic financial decision of establishing the long term future for the Company and the customers served by the Company. DebitCom, Inc. purchased a switch in order to have control over significant expense increases and to serve its Customers more effectively. In the short run, the purchase of the switch has become an integral factor in the Company's loss situation on their income statement. In the long run, the Company will have control over expense increases as the Customer base increases and be able to handle significantly more Customers more efficiently.

The Company has laid a strong and wise financial foundation for growth. With most expenses being fixed, DebitCom can focus on adding new Customers and new revenue streams. This is significant to point out because the Company can add thousands of Customers without seeing a spike in their expenses or need to invest additional capital.

DebitCom, Inc.

Statement of Financial Capability

A review of the Balance Sheet is as follows:

- A. The Company's Cash and Cash Equivalent balance is \$17,278 and is maintained at Nations Bank.
- B. 85% of the Company's assets are in Property, Plant & Equipment. The Company purchased a switch from NACT in Salt Lake City, Utah. NACT is a pre-paid calling card switch manufacturer. The switch is financed through a third party lease. The lease is considered a capital lease.
- C. The Note Payable - Officer is a note to Glen Day, President. The note would be subordinated to any future expansion loans incurred. Thus, the note payable represents the owners capital invested in the Company with the caveat that the owner would like to recover his investment in the Company. Thus the note is truly Equity.

A review of the Income Statement is as follows:

- A. The sales represent Customers in a small area around Raleigh, North Carolina. Most of the expenses represent operational activity for establishing the Company in several states in the Southeastern United States. This combination will produce losses but will change quickly as the revenues for Customers in several states are added.
- B. The Company has not categorized the expenses into Cost of Goods Sold expenses in a start-up mode. Detailed financial analysis/review by the Company will occur as customers are added.
- C. Many of the start-up costs to organize a company and a product line that could have been capitalized as organizational costs have been expensed on the income statement. This taints the income statement in a negative light in a startup mode.

Summary

As noted in the analysis documented above, the Company has positioned itself to add large amounts of revenue growth while keeping expenses under control. The Company does have sufficient financial capability to provide the requested telecommunication services, sufficient financial capability to meet all lease and ownership obligations, and sufficient financial capability to maintain their Customer base and increase their portfolio of telecommunications products and services offered to Customers in Florida.

04/18/97

DebitCom, Inc
Balance Sheet
As of March 31, 1997

Mar 31, '97

ASSETS

Current Assets

Checking/Savings

NationsBank -112

17,278.72

Total Checking/Savings

17,278.72

Accounts Receivable

Accounts Receivable - 122

949.50

Total Accounts Receivable

949.50

Other Current Assets

Note Rcv - Stkhld - 124

3,825.00

Petty Cash - 102

200.00

Total Other Current Assets

4,025.00

Total Current Assets

22,253.22

Fixed Assets

Accumulated Depreciation - 152

-3,060.00

Machinery & Equipment - 144

91,854.00

Total Fixed Assets

88,794.00

Other Assets

Vehicular Equipment - 146

32,388.07

Total Other Assets

32,388.07

TOTAL ASSETS

143,435.29

LIABILITIES & EQUITY

Liabilities

Current Liabilities

04/18/97

DebitCom, Inc
Balance Sheet
As of March 31, 1997

	<u>Mar 31, '97</u>
Accounts Payable	
Accounts Payable - 201	23,824.57
Total Accounts Payable	23,824.57
Other Current Liabilities	
Switch Lease - Current	12,247.20
Total Other Current Liabilities	12,247.20
Total Current Liabilities	36,071.77
Long Term Liabilities	
Note Payable - Officer - 261	50,000.00
Switch Lease	73,483.20
Total Long Term Liabilities	123,483.20
Total Liabilities	159,554.97
Equity	
Capital Stock - 290	78,100.00
Opening Bal Equity - 282	-101,546.43
Paid In Capital	1,925.00
Retained Earnings - 286	64,473.00
Net Income	-59,071.25
Total Equity	-16,119.68
TOTAL LIABILITIES & EQUITY	<u>143,435.29</u>

DebitCom, Inc
Profit and Loss
March 1997

06/03/97

	Mar '97	Jan - Mar '97	% YTD
Income			
ACR Consulting	0.00	3,060.00	0.0%
BeeperCard Sales - 301	5,990.00	8,111.00	73.9%
Other Income - 398	0.00	1,483.88	0.0%
Total Income	<u>5,990.00</u>	<u>12,654.88</u>	<u>47.3%</u>
Cost of Goods Sold			
Shipping Charges	-85.50	-131.45	65.0%
Total COGS	<u>-85.50</u>	<u>-131.45</u>	<u>65.0%</u>
Gross Profit	<u>6,075.50</u>	<u>12,786.33</u>	<u>47.5%</u>
Expense			
Accounting - 507	0.00	5,400.00	0.0%
Advertising - 531	250.00	250.00	100.0%
Car Expense - 535	143.69	759.00	18.9%
Consultants - 509	1,050.00	3,665.00	28.6%
Dues & Subscriptions - 539	9.95	19.90	50.0%
Legal - 508	1,767.00	5,144.40	34.3%
Meals & Entertainment - 573	0.00	210.33	0.0%
Miscellaneous - 559	4,361.00	10,317.13	42.3%
Moving expenses	4,873.63	4,873.63	100.0%
Office Supplies - 569	995.28	1,521.17	65.4%
Printing	397.50	1,362.10	29.2%
Product Development - 585	1,650.00	8,025.00	20.6%
Rent - 513	1,000.00	3,000.00	33.3%
Shipping Costs - 407	113.84	142.84	79.7%
Switch Expenses	1,906.13	3,941.07	48.4%
Taxes - Payroll - 541	35.00	15,748.00	0.2%
Telecommunications - 517	3,429.25	4,185.68	81.9%
Uncategorized Expenses	0.00	0.00	0.0%
Utilities - 515	0.00	3,292.24	0.0%
Total Expense	<u>21,982.27</u>	<u>71,857.58</u>	<u>30.6%</u>
Net Income	<u>-15,906.77</u>	<u>-59,071.25</u>	<u>26.9%</u>



the Prepaid 800 Number Company

67 Isla Bahia Drive
Fort Lauderdale, Florida 33316
Telephone: 954-764-2542

Projected Income Statements
For the Years of 1997, 1998 and 1999

	<u>1997</u>	<u>1998</u>	<u>1999</u>
Sales	125,000	432,000	900,000
Cost of Goods sold	<u>76,000</u>	<u>262,000</u>	<u>547,000</u>
Gross Profit	49,000	170,000	353,000
Selling, G & A Expenses			
Telephone & Utilities	12,000	16,000	16,000
Administrative	70,000	90,000	120,000
Advertising & Marketing	4,000	8,000	12,000
Professional Services	10,000	12,000	15,000
Insurance & Supplies	8,000	8,000	8,000
Miscellaneous Expenses	<u>18,000</u>	<u>20,000</u>	<u>23,000</u>
Total Expenses	122,000	154,000	194,000
Earnings Before Taxes	(\$73,000)	\$16,000	\$159,000

NOTE: This financial projection assumes that authority to operate in the states the Company plans to enter and offer telecommunications services is granted at the timetables in the Company's long range strategic plan. If the Company plans to enter a state (i.e. Georgia) and the entry is delayed for a prolonged period of time, then the projected level of sales needs to be reduced accordingly in the year the Company plans to enter that state (i.e. Georgia).

ATTACHMENT IV

PROPOSED TARIFF

TITLE PAGE
FLORIDA TELECOMMUNICATIONS TARIFF
OF
DebitCom, Inc.

This tariff contains the descriptions, regulations, and rates applicable to the furnishing of resold telecommunication services provided by DebitCom, Inc. ("DebitCom") with principal offices located at 67 Isla Bahia Drive, Ft. Lauderdale, Florida 33316. This tariff applies to services furnished within the State of Florida. This tariff is on file with the Florida Public Service Commission, and copies may be inspected, during normal business hours, at the Company's principal place of business.

ISSUED: June 13, 1997

EFFECTIVE:

ISSUED BY: Glen Day, President
67 Isla Bahia Drive
Ft. Lauderdale, FL 33316

CHECK SHEET

This tariff contains Sheets, as listed below, each of which is effective as of the date shown on each sheet. Original and revised pages as named below comprise all changes from the original tariff.

SHEET	REVISION
1	Original *
2	Original *
3	Original *
4	Original *
5	Original *
6	Original *
7	Original *
8	Original *
9	Original *
10	Original *
11	Original *
12	Original *
13	Original *
14	Original *
15	Original *
16	Original *
17	Original *
18	Original *
19	Original *
20	Original *
21	Original *
22	Original *
23	Original *
24	Original *
25	Original *
26	Original *
27	Original *
28	Original *
29	Original *
30	Original *

* Indicates new or revised sheet with this filing

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Ft. Lauderdale, FL 33316

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Section 3.0 - Description of Service.....21
Section 4.0 - Rates.....26
Section 5.0 - Promotions.....30

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EFFECTIVE:

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Ft. Lauderdale, FL 33316

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.

When changes are made in any tariff sheet, a revised sheet will be issued canceling the tariff sheet affected. Changes will be identified on the revised sheet(s) through the use of the above mentioned symbols.

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TARIFF FORMAT

A. Sheet Numbering - Sheet numbers appear in the upper right corner of the page. Sheets are numbered sequentially. However, new sheets are occasionally added to the tariff. When a new sheet is added between sheets already in effect, a decimal is added. For example, a new sheet added between sheets 14 and 15 would be 14.1.

B. Sheet Revision Numbers - Revision numbers also appear in the upper right corner of each 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 their tariff approval process, the most current sheet number on file with the Commission is not always the tariff pages in effect. Consult the check sheet for sheet currently in effect.

C. Paragraph Numbering Sequence - There are nine levels of paragraph coding. Each level of coding is subservient to its next higher level:

2.
2.1.
2.1.1.
2.1.1.A.
2.1.1.A.1.
2.1.1.A.1.(a).
2.1.1.A.1.(a).I.
2.1.1.A.1.(a).I.(i).
2.1.1.A.1.(a).I.(i).(1).

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

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SECTION 1.0 - TECHNICAL TERMS AND ABBREVIATIONS**1.1 Abbreviations**

The following abbreviations are used herein only for the purposes indicated below:

DebitCom	-	DebitCom, Inc.
FCC	-	Federal Communications Commission
FPSC	-	Florida Public Service Commission
IXC	-	Interexchange Carrier
LEC	-	Local Exchange Carrier

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SECTION 1.0 - TECHNICAL TERMS AND ABBREVIATIONS, (Cont'd)**1.2 Definitions**

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.

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

Commission - The Florida Public Service Commission.

Company or Carrier - DebitCom, Inc. unless otherwise clearly indicated by the context.

Customer - Any person, firm, partnership, corporation, or other entity which uses telecommunications services under the provisions and regulations of this tariff and is responsible for payment of charges.

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

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.

DebitCom - DebitCom, Inc. unless otherwise clearly indicated by the context.

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

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SECTION 1.0 - TECHNICAL TERMS AND ABBREVIATIONS, (Cont'd)

1.2 Definitions, (Cont'd)

LEC - Local Exchange Company

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.

Subscriber - The person or legal entity which enters into arrangements for DebitCom's telecommunications services on behalf of him/her self or on behalf of a transient third party. A Subscriber may also be an End User when he/she utilizes the telecommunications services of DebitCom, Inc.

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SECTION 2.0 - RULES AND REGULATIONS

2.1 Undertaking of DebitCom

DebitCom's services and facilities are furnished for communications originating at specified points within the state of Florida under terms of this tariff. DebitCom installs, operates, and maintains the communications services provided hereinunder in accordance with the terms and conditions set forth under this tariff.

2.2 Applicability of Tariff

This tariff is applicable to telecommunications services provided by DebitCom, Inc. within the state of Florida.

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EFFECTIVE:

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67 Isla Bahia Drive
Ft. Lauderdale, FL 33316

SECTION 2.0 - RULES AND REGULATIONS, (Cont'd)**2.3 Payment and Credit Regulations****2.3.1 Payment Arrangements**

The Customer is responsible for payment of all charges for services and equipment furnished to the Customer for transmission of call via the Company. The Customer agrees to pay to the Company or its authorized agent any cost(s) incurred as a result of any delegation of authority resulting in the use of his or her communications equipment and/or network services which result in the placement of calls via the Company. The Customer agrees to pay the Company or its authorized agent any and all cost(s) incurred as a result of the use of the service arrangement, including calls which the Customer did not individually authorize.

All charges due by the Customer are payable to the Company or any agency duly authorized to receive such payments. Payments for service provided in association with Company-issued Debit Accounts must be received by the Company or its authorized agent prior to the activation of the Customer's Debit Account. Terms of payment shall be according to the rules and regulations of the agency and subject to the rules of regulatory agencies, such as the Florida FSC. Any objections to billed charges or Debit Account depletions must be promptly reported to the Company or its billing agent. Adjustments to Customers' bills of Debit Account Available Usage balance shall be made to the extent that circumstances exist which reasonably indicate that such changes are appropriate.

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67 Isla Bahia Drive
Ft. Lauderdale, FL 33316

SECTION 2.0 - RULES AND REGULATIONS, (Cont'd)**2.3 Payment and Credit Regulations, (Cont'd)****2.3.1 Payment Arrangements, (cont'd)**

Payments for service provided in association with Company-issued Debit Accounts must be received by the Company or its authorized agent prior to the activation of the Customer's Debit Account. The Customer shall be responsible for all calls placed via the Debit Account as the result of the Customer's intentional or negligent disclosure of their Personal Identification Number or personal Toll Free number assigned to the Customer's Account.

Charges for installations, service connections, moves, and rearrangements, where applicable, are payable upon demand by the Company or its authorized agent. The billing thereafter will include recurring charges and actual usage as defined in this tariff.

Renewal of Customer Available Usage Balances made by charges to commercial credit cards are subject to the terms and conditions of the issuing commercial credit card company and those of DebitCom's credit card processing agent. Renewals of Customer Available Usage Balances made by cashier's checks are subject to the terms and conditions of the issuing financial institution.

2.3.2 Deposits

The Company does not require a deposit from its Customers.

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67 Isla Bahia Drive
Ft. Lauderdale, FL 33316

SECTION 2.0 - RULES AND REGULATIONS, (Cont'd)

2.3 Payment and Credit Regulations, (Cont'd)

2.3.3 Advance Payments

The Company does not require payments from its Customers.

2.3.4 Taxes

Federal, state and local taxes, including but not limited to federal excise tax, state gross receipts taxes, sales taxes, and municipal utilities taxes are included in the rates listed in this tariff.

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SECTION 2.0 - RULES AND REGULATIONS, (Cont'd)**2.4 Refunds or Credits for Service Outages or Deficiencies****2.4.1 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 2.4.2 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 the Customer and connected to Carrier's terminal.

Credit allowances for interruptions of service caused by service outages or deficiencies are limited to the initial minimum period call charges for re-establishing the interrupted call.

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SECTION 2.0 - RULES AND REGULATIONS, (Cont'd)**2.4 Refunds or Credits for Service Outages or Deficiencies,
(Cont'd)****2.4.2 Liability**

- A. The liability of the Company for any 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 shall not exceed an amount equivalent to the proportionate charges to the Customer for the period of service or the facility provided during which such interruption, delay, error, omission, or defect occurs.
- B. The Company shall not be liable for any claim or loss, expense, or damage (including indirect, special, or consequential damage), for any interruption, delay, error, omission, or other 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 any act of God, fire, war, civil disturbance, or act of government, or by any other cause beyond the Company's direct control.

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EFFECTIVE:

ISSUED BY: Glen Day, President
67 Isla Bahia Drive
Ft. Lauderdale, FL 33316

SECTION 2.0 - RULES AND REGULATIONS, (Cont'd)**2.4 Refunds or Credits for Service Outages or Deficiencies,
(Cont'd)****2.4.2 Liability, (cont'd)**

- C. The Company shall not be liable for, and shall be fully indemnified and held harmless by Customer and Subscriber against any claim or loss, expense, or damage, (i) for defamation, invasion of privacy, infringement of copyright or patent, unauthorized use of any trademark, trade name, 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 from the material data, information, or content revealed to, transmitted, processed, handled, or used by Company under this tariff, or (ii) for connecting, combining, or adapting Company's facilities with Customer's or Subscriber's apparatus or systems, or (iii) for any act or omission of the Customer or Subscriber, or (iv) for any personal injury or death of any person, or for any loss of or damage to Subscriber's or Customer's premises or any other property, whether owned by Customer, Subscriber or others, caused directly or indirectly by the installation, maintenance, location, condition, operation, failure or removal of equipment or wiring provided by the Company if not directly caused by negligence of the Company.
- D. The Company shall not be liable for any claim, loss, or refund as a result of loss or theft of Personal Identification Numbers issued for use with the Company's services. Nor will the Company be liable for any claim, loss or refund on any unused balance remaining on a Debit Account.

ISSUED: June 13, 1997

EFFECTIVE:

ISSUED BY: Glen Day, President
67 Isla Bahia Drive
Ft. Lauderdale, FL 33316

SECTION 2.0 - RULES AND REGULATIONS, (Cont'd)**2.5 Refusal or Discontinuance by Company**

DebitCom, Inc., may refuse or discontinue service for non-compliance with and/or violation of any Federal, State or municipal law, ordinance or regulation pertaining to telephone service. Service may also be discontinued or refused without notice for the following conditions:

- 2.5.1 For non-compliance with and/or violation of the Commission's regulations or the Company's rules and regulations.
- 2.5.2 For non-payment of any amount past due to the Company by the Customer, including non-payment of a Debit Account Renewal of a fully-depleted balance.
- 2.5.3 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.
- 2.5.4 When the established expiration date of the Customer Account is reached.
- 2.5.5 In the event of Customer use in such a manner as to adversely affect the Company's equipment, the Company's service to others, or the Company's financial position.
- 2.5.6 In the event of tampering with the equipment furnished and owned by the Company.
- 2.5.7 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 or her own expense, all changes necessary to eliminate illegal use and to pay an amount reasonably estimated as the loss in revenues resulting from such fraudulent use.
- 2.5.8 When necessary for the Company to comply with any order or request of any governmental authority having jurisdiction.

ISSUED: June 13, 1997

EFFECTIVE:

ISSUED BY: Clen Day, President
67 Isla Bahia Drive
Ft. Lauderdale, FL 33316

SECTION 2.0 - RULES AND REGULATIONS, (Cont'd)**2.6 Limitations of Service**

- 2.6.1 Service will be furnished subject to the availability of the necessary facilities and/or equipment and subject to the provisions of this tariff.
- 2.6.2 DebitCom reserves the right to discontinue furnishing service when necessitated by conditions beyond its control, or when the Customer is using the service in violation of the provisions of this tariff, or in violation of law.
- 2.6.3 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.
- 2.6.4 DebitCom reserves the right to discontinue the offering of service if a change in regulation materially and negatively impacts the financial viability of the service in the best business judgment of the Company.

ISSUED: June 13, 1997

EFFECTIVE:

ISSUED BY: Glen Day, President
67 Isla Bahia Drive
Ft. Lauderdale, FL 33316

SECTION 2.0 - RULES AND REGULATIONS, (Cont'd)

2.7 Use of Service

Service may be used for any lawful purpose for which it is technically suited. Customers reselling DebitCom's Florida intrastate service must have a Certificate of Public Convenience and Necessity as an interexchange carrier from the Florida Public Service Commission.

2.8 Applicable Law

This tariff shall be subject to and construed in accordance with Florida law.

ISSUED: June 13, 1997

EFFECTIVE:

ISSUED BY: Glen Day, President
67 Isla Bahia Drive
Ft. Lauderdale, FL 33316

SECTION 2.0 - RULES AND REGULATIONS, (Cont'd)**2.9 Tests, Pilots, Promotional Campaigns and Contests**

The Company may conduct special tests or pilot programs and promotions at its discretion to demonstrate the ease of use, quality of service and to promote the sale of its services. The Company may also waive a portion or all processing fees or installation fees for winner of contests and other occasional promotional events sponsored or endorsed by the Company. From time to time the Company may waive all processing fees for a Customer.

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.

2.10 Other Rules

The Company may temporarily suspend service without notice to the Customer, by blocking traffic to certain cities or NXX exchanges, or by blocking calls using certain Personal Identification Numbers when the Company deems it necessary to take such action to prevent unlawful use of its service. The Company will restore service as soon as service can be provided without undue risk.

ISSUED: June 13, 1997

EFFECTIVE:

ISSUED BY: Glen Day, President
67 Isla Bahia Drive
Ft. Lauderdale, FL 33316

SECTION 3.0 - DESCRIPTION OF SERVICE**3.1 General**

DebitCom provides Prepaid Telecommunication Services for communications originating and terminating within the State of Florida under terms of this tariff.

3.2 Quality and Grade of Service Offered

Minimum Call Completion Rate - Customers can expect a call completion rate of not less than 90% during peak use periods. The call completion rate is calculated as the number of calls completed (including calls completed to a busy line or to a line which remains unanswered by the called party) divided by the number of calls attempted.

ISSUED: June 13, 1997**EFFECTIVE:**

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67 Isla Bahia Drive
Ft. Lauderdale, FL 33316**

SECTION 3.0 - DESCRIPTION OF SERVICE, (Cont'd)

3.3 Timing of Calls

- 3.3.1 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.
- 3.3.2 Chargeable time for all calls ends when either one of the parties disconnects from the call.
- 3.3.3 Minimum call duration and additional billing increments are specified in Section 4.
- 3.3.4 There is no billing applied for incomplete calls.

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SECTION 3.0 - DESCRIPTION OF SERVICE, (Cont'd)

3.4 Calculation of Distance

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

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

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 or network access point serving the Customer's location and the called/calling station.
- Step 2: Obtain the difference between the "V" coordinates. 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 locations of the call.

Formula:

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

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67 Isla Bahia Drive
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SECTION 3.0 - DESCRIPTION OF SERVICE, (Cont'd)**3.5 Debit Inbound Service**

Debit Inbound Service allows Customers to receive calls at different locations based on where the Customer desires to have the call terminated. The service allows Customers to accept the charges for the calls by providing Customers with their own, personal Toll Free (i.e. 800/888) number.

Customers purchase Debit Inbound Service by depositing a dollar amount reflective of their telecommunication needs based on the per minute rate. The Company assigns each Customer a Debit Account, provides each Customer with a PIN, their own Toll Free number and lists instructions for using the service. Purchase of Debit Inbound Service entitles the Customer to use the DebitCom network for a number of minutes equivalent to the deposit denomination divided by the effective per minute rate.

Debit Inbound Service rates are not distance or time of day sensitive. Holiday discounts do not apply. For billing purposes, call timing is rounded up to the nearest six (6) second increment after the initial minimum period of eighteen (18) seconds. One domestic minute is equal to one unit. Debit Accounts are depleted on a real time basis as the call progresses. Calls in progress will be terminated by the Company if the balance in the Debit Account is insufficient to continue the call. The Customer is notified when the account balance drops below \$5.00 and \$2.50. Payment for Debit Inbound Service and any Available Usage in a Customer's Debit Account is refundable upon written request to the Company. Debit Accounts expire if the Customer has not used Debit Inbound Service at least once every sixty (60) consecutive days from the previous call.

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67 Isla Bahia Drive
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SECTION 3.0 - DESCRIPTION OF SERVICE, (Cont'd)**3.6 Debit Outbound Service**

Debit Outbound Service allows Customers to place direct dialed calls between locations within the state of Florida. Customers access the DebitCom network by dialing a Toll Free (i.e. 800/888) number or other access dialing sequence and entering a PIN. The Company's system informs the Customer of the Available Usage Balance remaining in his/her Debit Account and prompts the Customer to place a call by entering a destination telephone number.

Purchase of Debit Outbound Service entitle the Customer to use the DebitCom network for a number of minutes equivalent to the deposit denomination divided by the effective per minute rate. Payment for Debit Outbound Services and any Available Usage in a Customer's Debit Account is refundable upon written request to the Company.

Debit Outbound Service rates are not distance or time of day sensitive. Holiday discounts do not apply. For billing purposes, call timing is rounded up to the nearest thirty (30) second increment after the initial minimum period of one (1) minute. One domestic minute is equal to one unit. Debit Accounts are depleted on a real time basis as the call progresses. Calls in progress will be terminated by the Company if the balance in the Debit Account is insufficient to continue the call. Debit Accounts expire if the Customer has not used Debit Outbound Service at least once every sixty (60) consecutive days from the previous call.

3.7 Directory Assistance

DebitCom does not offer Directory Assistance to its Customers.

ISSUED: June 13, 1997**EFFECTIVE:**

ISSUED BY: Glen Day, President
67 Isla Bahia Drive
Ft. Lauderdale, FL 33316

SECTION 4.0 - RATES

4.1 General

Each Customer is charged individually for each call placed through the Company. Charges may vary by service offering, class of call, time of day, day of week and/or call duration.

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SECTION 4.0 - RATES, (Cont'd)**4.2 Exemptions and Special Rates****4.2.1 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 evening rate during business day hours and the night/weekend rate during the evening 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.

4.2.2 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. DebitCom 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.

ISSUED: June 13, 1997**EFFECTIVE:**

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67 Isla Bahia Drive
Ft. Lauderdale, FL 33316

SECTION 4.0 - RATES, (Cont'd)**4.2 Exemptions and Special Rates****4.2.3 Directory Assistance Charges for Handicapped Persons**

DebitCom does not offer Directory Assistance service and the Company does not offer any presubscribed services. However, should the Company offer such service in the future, presubscribed residential Customers or authorized users of Customers' services who are certified as handicapped would be exempt from applicable Directory Assistance charges for the first 50 directory assistance calls per month.

4.3 Late Payment Charge

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

4.4 Return Check Charge

The Company reserves the right to assess a return check charge of up to \$15.00 whenever a check or draft presented for payment of service is not accepted by the institution on which it is written. This charge applies each time a check is returned to the Company by a bank for insufficient funds. In addition, the Company reserves the right to place the Available Usage Balance for the Customer's Debit Account on hold until the check or draft clears or is paid.

ISSUED: June 13, 1997**EFFECTIVE:**

ISSUED BY: Glen Day, President
67 Isla Bahia Drive
Ft. Lauderdale, FL 33316

SECTION 4.0 - RATES, (Cont'd)**4.5 Debit Inbound Service**

All calls are debited from the Available Balance on a per use basis. The dollar value equivalent in the Debit Account divided by the per minute rate are the number of minutes available to be used unless the Customer replenishes the Debit Account.

Rate per minute: \$0.50

4.6 Debit Outbound Service

All calls are debited from the Available Balance on a per minute basis. The dollar value equivalent in the Debit Account divided by the per minute rate are the number of minutes available to be used unless the Customer replenishes the Debit Account.

Rate per minute: \$0.50

ISSUED: June 13, 1997

EFFECTIVE:

ISSUED BY: Glen Day, President
67 Isla Bahia Drive
Ft. Lauderdale, FL 33316

SECTION 5.0 - PROMOTIONS**5.1 Demonstration Calls**

From time to time DebitCom will demonstrate its services by providing free test calls of up to fifteen minutes duration over its network.

5.2 Promotions - General

From time to time, the Carrier may provide promotional offerings to introduce a current or potential Subscriber to a service not being used by the subscriber. These offerings may be limited to certain dates, times or locations and may waive or reduce recurring or non-recurring charges.

5.2.1 Competitive Response Promotion

DebitCom will, at its discretion, match certain standard or promotional offerings of other interexchange carriers or resellers in order to acquire new Customers. The Customer must demonstrate to the Company's satisfaction that 1) an alternative service offering is valid and currently available from a competing interexchange carrier or reseller and 2) the Customer intends to either subscribe to or remain with the competing interexchange carrier or reseller. The Company reserves the right to verify that the alternative offering is an approved tariff on file with the Commission.

5.2.2 Best Rate Guarantee Promotion

DebitCom will, at its discretion, match certain standard non-promotional offerings of other interexchange carriers or resellers in order to retain existing accounts. The competing rate must be provided in writing and be listed in an approved tariff on file with the Commission and must result in a lower overall bill for the same service offered by the Company.

ISSUED: June 13, 1997**EFFECTIVE:**

ISSUED BY: Glen Day, President
67 Isla Bahia Drive
Ft. Lauderdale, FL 33316



June 12, 1997
Overnight

10 N. Park Ave.
O. Drawer 200
Winter Park, FL
32790-0200

Mr. Walter D'Haeseleer
Florida Public Service Commission
Division of Records and Reporting
2540 Shumard Oaks Boulevard
Gerald L. Gunter Bldg. Room 270
Tallahassee, FL 32399-0850

DEPOSIT DATE
D 5 4 5 JUN 13 1997

tel: 407-740-8575
fax: 407-740-0613

RE: Initial Application of DebitCom, Inc. to Provide Pre-Paid Telecommunications Services in Florida

Dear Mr. D'Haeseleer:

Enclosed for filing are the original and twelve copies of the above referenced application of DebitCom, Inc. to provide Prepaid Telecommunications Services in Florida.

Also enclosed is DebitCom, Inc.'s check in the amount of \$250 for the filing fee. Questions pertaining to this application or tariff should be directed to my attention at (407) 740-8575.

Please acknowledge receipt of this filing by returning, file-stamped, the extra copy of this cover letter in the self-addressed, stamped envelope enclosed for this purpose.

Thank you for your assistance.

Sincerely,

Mark G. Lammert
Consultant to DebitCom, Inc.

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

DEBITCOM, INC. 01-87		1135
67 ISLA BAHIA DRIVE FORT LAUDERDALE, FL 33318		
PAY TO THE ORDER OF	Florida Public Service Comm.	6-10 1997 \$ 250.00
	Two hundred and fifty	DOLLARS
NationsBank NationsBank, N.A. (South) Florida		
FOR		Walter Day



June 12, 1997
Overnight

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

Mr. Walter D'Haeseleer
Florida Public Service Commission
Division of Records and Reporting
2540 Shumard Oaks Boulevard
Gerald L. Gunter Bldg. Room 270
Tallahassee, FL 32399-0850

DEPOSIT DATE
D 5 4 5 ⁰⁰ JUN 13 1997

Tel: 407-740-8575
Fax: 407-740-0613

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Dear Mr. D'Haeseleer:

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Thank you for your assistance.

Sincerely,

Mark G. Lammert
Consultant to DebitCom, Inc.

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

Initials of person who forwarded check:

HL

Enclosures

cc: Glen Day
File: DebitCom, Inc. - FL