



961462-TI

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

December 6, 1996
OVERNIGHT

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

Florida Public Service Commission
Division of Administration, Room G-50
101 East Gaines Street
Tallahassee, FL 32399-0850

96 DEC -9 AM 10:00
MAIL ROOM
CLERK G-320

RE: Initial Application and Tariff of TeleKey, L.L.C. for Authority to Provide Interexchange Telecommunications Services within the State of Florida.

Dear Sir/Madam:

Enclosed for filing are the original and twelve (12) copies of the above-referenced application of TeleKey, L.L.C. ("TeleKey")/

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

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

I may be reached at (407) 740-8575 with any questions, comments or correspondence regarding this application. Thank you for your assistance.

Sincerely,

Monique Byrnes
Consultant to
TeleKey, L.L.C.

cc: S. Levings, TeleKey
file: TeleKey - FL
tms: FL96000

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:
AG DOCUMENT NUMBER-DATE

13080 DEC-9 96

FPSC-RECORDS/REPORTING

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 IXCs; or toll operator services to call aggregator locations; or clearinghouse services to bill such calls.
- Reseller** - company has or plans to have one or more switches but primarily leases the transmission facilities of other carriers. Bills its own customer base for services used.
- Switchless rebiller** - company has no switch or transmission facilities but may have a billing computer. Aggregates traffic to obtain bulk discounts from underlying carrier. Rebills end users at a rate above its discount but generally below the rate end users would pay for unaggregated traffic.
- 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:**

TeleKey, L.L.C

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

TeleKey, L.L.C.

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

TeleKey, L.L.C.
229 Peachtree Street
Suite 1102
Atlanta, GA 30303
Tel: 404-577-3888

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

Not applicable

7. Structure of organization:

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

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.

NRAI Services, Inc.
526 E. Park Avenue
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:

Monique Byrnes
Consultant to TeleKey, L.L.C.
Technologies Management, Inc.
P.O. Drawer 200
Winter Park, FL 32790-0200
(407) 740-8575
(FAX) 740-0613

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

Sanford H. Levings, Jr.
Vice President
TeleKey, L.L.C.
229 Peachtree Street
Suite 1102
Atlanta, GA 30303
Tel: 404-577-3888

(c) Tariff:

Monique Byrnes
Consultant to TeleKey, L.L.C.
Technologies Management, Inc.
P.O. Drawer 200
Winter Park, FL 32790-0200
(407) 740-8575
(FAX) 740-0613

(d) Complaints/Inquiries from customers:

Sanford H. Levings, Jr.
Vice President
TeleKey, L.L.C.
229 Peachtree Street
Suite 1102
Atlanta, GA 30303
Tel: 404-577-3888

11. List the states in which the applicant:

(a) Has operated as an interexchange carrier.

none

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

none

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

none

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

None.

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

None.

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

None.

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

- | | |
|--|------------------------------------|
| <input type="checkbox"/> Facilities | <input type="checkbox"/> Operators |
| <input type="checkbox"/> Billing and Collection | <input type="checkbox"/> Sales |
| <input type="checkbox"/> Maintenance | |
| <input 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.).

TeleKey utilizes the services of sales agents to provide for targeted distribution of its debit card.

16. Who will receive the bills for your service (check all that apply)? Customers do not receive bills, but potential users include:

- | | |
|--|--|
| <input type="checkbox"/> Residential customers | <input 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>International travelers</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 only service the company provides is a pre-paid debit card service.

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

The Company's service is a pre-paid debit card.

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 II.

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).

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.



Sanford H. Levings, Jr.
Vice President
TeleKey, L.L.C.

12/2/96

Date

APPENDICES

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

ATTACHMENTS:

- I - Florida Secretary of State Registration
- II - 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: _____

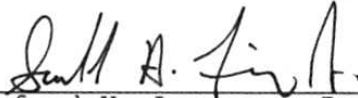
APPENDIX B

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.)



Sanford H. Levings, Jr.
Vice President
TeleKey, L.L.C.

Date: 12/2/96

APPENDIX C

INTRASTATE NETWORK

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

- 1) None. 2)
- 3) 4)

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

- 1) None. 2)
- 3) 4)

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

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

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

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

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.

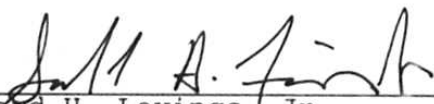
6. **CURRENT FLORIDA INTRASTATE SERVICES:** Applicant has () or has not (X) previously provided intrastate telecommunications in Florida. If the answer is has, fully describe the following:

- (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.



Sanford H. Levings, Jr.
Vice President
TeleKey, Inc.

12/2/96

Date

APPENDIX D

FLORIDA TELEPHONE EXCHANGES AND EAS ROUTES

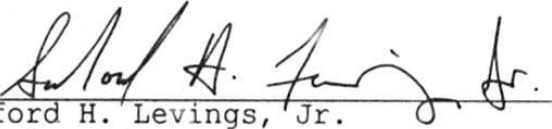
Describe the service area in which you hold yourself out to provide service by telephone company exchange. If all services listed in your tariff are not offered at all locations, so indicate.

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

Telekey, L.L.C. intends to offer service throughout the State of Florida.


Sanford H. Levings, Jr.
Vice President
TeleKey, L.L.C.

12/5/96
Date _____

ATTACHMENT I

AUTHORITY TO OPERATE IN FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 5, 1996

UCC FILING & SEARCH

TALLAHASSEE, FL

Qualification documents for TELEKEY, L.L.C. were filed on January 5, 1996, and assigned document number M96000000009. Please refer to this number whenever corresponding with this office.

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

A limited liability company 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 limited liability company address changes, it is the responsibility of the corporation to notify this office.

Should you have any questions regarding this matter, please telephone (904) 487-6051, the Registration and Qualification Section.

Buck Kohr
Corporate Specialist
Division of Corporations

Letter Number: 296A00000681

**TeleKey, L.L.C.
Managers List**

FILED
SECRETARIES
DIVISION OF CORPORATIONS
96 JAN -5 PM 3:39

Harold M. Solomon

Resident Address: 2575 Peachtree Road, Suite 25F
Atlanta, GA 30305

Business Address: 229 Peachtree Street, Suite 1104
Atlanta, GA 30303

David J. McDaniel

Resident Address: 1150 Northmoor Court NW
Atlanta, GA 30327

Business Address: 229 Peachtree Street, Suite 1104
Atlanta, GA 30303

Sanford H. Levings, Jr.

Resident Address: One Peachtree Bottle Avenue, Unit #5
Atlanta, GA 30305

Business Address: 229 Peachtree Street, Suite 1104
Atlanta, GA 30303

Campbell B. Lanier, III

Business Address: 1239 O. G. Skinner
P.O. Box 510
West Point, GA 31833

William H. Scott, III

Business Address: 1239 O.G. Skinner
P.O. Box 510
West Point, GA 31833

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY, 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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JAN -5 PM 3:39

1. The name of the limited liability company is: TeleKey, L.L.C.

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

NRAI Services, Inc.
(Name)
526 E. Park Avenue
(P.O. Box not acceptable)
Tallahassee, FL 32301
(City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated limited liability company 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.

Sue Brodtmann
(Signature)
Sue Brodtmann, Assistant Secretary

1-4-96
(Date)

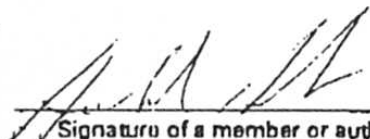
Filing Fee: \$ 35 for Designation of Registered Agent

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN LIMITED LIABILITY COMPANY

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JAN -5 PM 3:39

The undersigned member or authorized representative of a member of _____
TeleKey, L.L.C. _____ deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is \$ 1,124,193 .
- 3) If any, the agreed value of property other than cash contributed by member(s) is \$ 156,900 . A description of the property is attached and made a part hereto.
- 4) the total amount of cash or property ~~anticipated to be~~ contributed by member(s) is \$ 1,281,093 . This total includes amounts from 2 and 3 above.



Harold Solomon, President of TeleKey, Inc.

Signature of a member or authorized representative of a member. (TeleKey, Inc. as member of TeleKey, L.L.C.)
(In accordance with section 608.408(3), Florida Statute, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Filing Fee: \$ 52.50 for Affidavit

Value of Property other than Cash Contributed by Members:

Net Current Assets (Receivables less short term liabilities)	\$6,916.95
Inventory	\$13,460.00
Net Fixed Assets (Computer & Telecom Hardware)	\$101,516.39
Other Assets:	
Long Distance Telephone Deposit	\$20,000.00
Prepaid Office Rent	<u>\$15,000.00</u>
Value of Property other than Cash	<u>\$156,893.34</u>

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JAN -5 PM 3:39

State of Delaware
Office of the Secretary of State

PAGE 1

SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JAN -5 PM 3:39

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TELEKEY, L.L.C." IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRD DAY OF JANUARY, A.D. 1996.



Edward J. Freel

Edward J. Freel, Secretary of State

2517630 8300

960001956

AUTHENTICATION: 7775730

DATE: 01-03-96

ATTACHMENT II
MANAGEMENT PROFILES

TELEKEY, L.L.C.
MANAGEMENT PROFILES

Harold M. Solomon, President

Mr. Solomon is the President of TeleKey and in that capacity directs the company's direction and operations - with particular focus on the company's product development, computer information and telecommunications systems. Prior to assuming that position, Mr. Solomon was the founding principal and Vice President of Mercury Communications Company, a cellular telecommunications company. Mr. Solomon is a graduate of Georgia State University.

David J. McDaniel, Vice President

Mr. McDaniel is Vice President of TeleKey and has responsibilities for company sales. In addition, Mr. McDaniel is also responsible for directing the strategic operations of the company. Mr. McDaniel began his employment career as a technical representative with IBM. In 1983 he joined The Boston Consulting Group, Inc. as a consultant. Mr. McDaniel joined Trammel Crow Company in 1984 and was in charge of the management, leasing, development, accounting and financing of northeast Dallas properties. He left his partnership with TCC to join MEPC American Properties, Inc. in 1991. Mr. McDaniel holds an MBA from the Harvard University Graduate School of Business and a BE in electrical engineering from Vanderbilt University.

Sanford H. Levings, Jr., Treasurer and Secretary

Mr. Levings is the Treasurer and Secretary of TeleKey, L.L.C and directs the administrative responsibilities of the company: accounting, finance and customer service and support functions. Prior to joining TeleKey in 1991, Mr. Levings was the founding principal and CFO of Mercury Communications, a cellular telecommunications company. Mr. Levings is a Certified Public Accountant and holds an MBA from the Fuqua School of Business at Duke University and a BBA from the University of Mississippi.

ATTACHMENT III

FINANCIAL STATEMENTS

TeleKey, L.L.C.

Financial Capability

TeleKey, L.L.C. provides its balance sheet and projected income statement as evidence of its financial stability and capability to offer, provide and maintain the services described in its application and tariff.

The Company proposes to operate as a switchless reseller in the state. As a result, there are no additional capital requirements or expenses that will be incurred by TeleKey when expanded operations to the State of Florida. All network switching and transmission is provided by the Company's underlying carrier. TeleKey does not incur any network costs until calls are placed by its customers.

TeleKey utilizes two underlying carriers. The Company does not have a deposit with Cable & Wireless, but maintains a \$20,000 deposit with WorldxChange Communications.

TeleKey does not intend to lease or own any offices in Florida. The Company's primary ongoing expense will be the payment of commissions to sales personnel, which does not occur until the company has received payment from its customers.

TeleKey does not have any lease obligations with its underlying carrier.

12/02/96

TeleKey, LLC
Profit and Loss
January through September 1996

CONFIDENTIAL

	<u>Jan - Sep '96</u>
Ordinary Income/Expense	
Income	
Gross Sales	2,784,121.84
Total Income	<u>2,784,121.84</u>
Gross Profit	2,784,121.84
Expense	
Variable Expense	2,352,735.47
Fixed Expense	<u>824,910.63</u>
Total Expense	<u>3,177,646.10</u>
Net Ordinary Income	-393,524.26
Other Income/Expense	
Other Income	
Interest Income	<u>13,608.06</u>
Total Other Income	<u>13,608.06</u>
Net Other Income	13,608.06
Net Income	<u><u>-379,916.20</u></u>

CONFIDENTIAL

12/02/96

TeleKey, LLC
Balance Sheet
 As of September 30, 1996

CONFIDENTIALSep 30, '96

ASSETS	
Current Assets	
Checking/Savings	
Cash & Cash Equivalents	619,781.92
Total Checking/Savings	619,781.92
Accounts Receivable	
Net Accounts Receivable	534,839.62
Total Accounts Receivable	534,839.62
Other Current Assets	
Other Receivables	3,653.92
Inventory - Telephone Cards	73,722.00
Deposit with LD Carrier	20,000.00
Total Other Current Assets	97,375.92
Total Current Assets	1,251,997.46
Fixed Assets	
Computer/Telephone Hardware	201,901.27
Furniture & Fixtures	48,437.92
Total Fixed Assets	250,339.19
TOTAL ASSETS	<u>1,602,336.66</u>
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Accounts Payable	
Trade Payables	63,876.11
LD Tel Carrier Bills	163,572.26
Other Payables	450,275.96
Total Accounts Payable	677,724.37
Other Current Liabilities	
Payroll Withholding	15,396.19
Deferred Revenue	1,187,606.00
Total Other Current Liabilities	1,203,002.19
Total Current Liabilities	1,880,726.56
Total Liabilities	1,880,726.56
Equity	
Members' Equity	1,150,559.60
Members' Distributions	-1,253,212.99
Retained Earnings	104,179.68
Net Income	-379,916.20
Total Equity	-378,389.91
TOTAL LIABILITIES & EQUITY	<u>1,602,336.66</u>

CONFIDENTIAL

ATTACHMENT IV

PROPOSED TARIFF

TITLE PAGE
FLORIDA TELECOMMUNICATIONS TARIFF
OF
TELEKEY, L.L.C.

This tariff contains the descriptions, regulations, and rates applicable to the furnishing of resold telecommunication services provided by TELEKEY, L.L.C. ("TeleKey") with principal offices located at 229 Peachtree Street, Suite 1102, Atlanta, Georgia 30303. 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: December 3, 1996

EFFECTIVE:

ISSUED BY: Sanford H. Levings, Jr., Vice President
TeleKey, L.L.C.
229 Peachtree Street, Suite 1102
Atlanta, Georgia 30303

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 *
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22	Original *
23	Original *
24	Original *
25	Original *
26	Original *
27	Original *
28	Original *
29	Original *
30	Original *
31	Original *

* Indicates new or revised sheet with this filing

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SYMBOLS

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

- D - Delete or Discontinue
- I - Change Resulting in an Increase to a Customer's Bill
- M - Moved from another Tariff Location
- N - New
- R - Change Resulting in a Reduction to a Customer's Bill
- T - Change in Text or Regulation but no Change in Rate or Charge.

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:

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**

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 in U.S. dollars. 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 - TeleKey, L.L.C. 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 Card - A card issued by the Company which provides the Customer with a Personal Account Code and instructions for accessing the Carrier's network.

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

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

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

Personal Account Code - A numeric or alpha-numeric sequence which uniquely identifies a travel card or debit card account.

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

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

TeleKey - Refers for TeleKey, L.L.C.

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SECTION 2.0 - RULES AND REGULATIONS**2.1 Undertaking of TeleKey**

TeleKey's services and facilities are furnished for communications originating at specified points within the state of Florida under terms of this tariff. TeleKey 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 TeleKey, L.L.C. within the state of Florida.

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

For Subscriber Services, all charges due by the Customer are payable to any agency duly authorized to receive such payments. This includes payment for calls or services originated at the Customer's number(s); placed using a Debit Card as a form of payment regardless of the purchaser of the card or the originating location of the call; incurred at the specific request of the Customer.

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 Account Code.

For Prepaid Card Services, all payments for service must be received by the Company or its authorized agent prior to the activation of the Customer Account Code in the Company's system. Renewal of Customer Account 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 TeleKey's credit card processing agent. Renewals of Customer Account 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 collect deposits from its Customers. Payment for a prepaid debit card does not constitute a customer deposit.

ccsk, or money order

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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 collect advance payments from its Customers. Payment for a prepaid debit card does not constitute an advance payment.

2.3.4 Taxes

All state and local taxes (i.e., gross receipts tax, sales tax, and municipal utilities tax) are included in the Initial Balance of the prepaid debit card, but not in the quoted per minute rates.

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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.

At a minimum, →

The Company will provide a credit equal to one minute of applicable service for calls that are interrupted or subject to inadequate transmission. Credits will not be issued when an interruption or service deficiency is not reported to the Company or is caused by the failure of power, equipment or systems not provided by the Company.

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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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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 Debit Cards or Personal Account codes 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 Card provided to a Customer before or after the expiration date assigned to each Debit Account.

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

TeleKey, L.L.C. , 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 Customer Card 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.

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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** TeleKey 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** TeleKey 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.

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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 TeleKey'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.

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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 Employee Concessions

The Company does not provide for employee concessions.

2.11 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 Account codes 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.

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

TeleKey provides direct dialed one plus and Prepaid Card 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.

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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.

3.4 Applicable Rate Periods

Usage rates are subject to the following time-of-day, rate periods:

	MON	TUES	WED	THUR	FRI	SAT	SUN							
8:00 AM TO 5:00 PM*	PEAK RATE PERIOD													
5:00 PM TO 11:00 PM*							OFF-PEAK PERIOD							
11:00 PM TO 8:00 AM*														

* to, but not including

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SECTION 3.0 - DESCRIPTION OF SERVICE, (Cont'd)**3.5 TeleKey Debit Card Service - I**

TeleKey Debit Card Service is a Debit Card service available to residential and business Subscribers for placing calls while away from home or office. Calls are originated by dialing the 800 access number printed on the card, followed by an account identification number and personal identification number.

Debit card accounts maintain a balance which is depleted on a real-time basis as calls are placed. Customers are notified of their remaining account balance at the beginning of each call. Calls may originate from standard residential, business or pay telephone access lines and may terminate to any interstate or intrastate location.

Calls are billed in one (1) minute increments. The minimum call duration for billing purposes is one (1) minute. TeleKey Debit Card Service is available 24 hours a day, seven days per week. The number of available cards is subject to technical limitations. Cards will be offered to customers on a first come, first served basis.

1. Exclusions

Calls to 500,700, 800 and 900 numbers
Calls requiring the quotation of time and charges
Air to ground and high seas service

2. Service Availability

- a. All calls must be charged against a Company Debit Card that has sufficient available balance.
- b. A Customer's call will be interrupted with an announcement when the balance is about to be depleted. Such announcement will occur one minute before the balance will be depleted, based on the terminating location of the call. The Customer will be requested to recharge their current card.

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SECTION 3.0 - DESCRIPTION OF SERVICE, (Cont'd)**3.5 TeleKey Debit Card Service - I, (Cont'd)**

2. Service Availability, (Cont'd)

- c. Calls in progress will be terminated by the Company if the balance on the Company Debit Card is insufficient to continue the call and the Customer fails to recharge their card number or enters another valid Company Debit Card prior to termination.
- d. Payment for the Company Debit Card and any Available Usage in a Customer's Debit Account is non-refundable.

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SECTION 3.0 - DESCRIPTION OF SERVICE, (Cont'd)**3.6 Sponsor Program**

The Debit Card Sponsor Program is offered to organizations or commercial entities for distribution to their members or patrons. The marketing vehicle and expiration period is selected by the Sponsor upon joint agreement between the Company and the Sponsor. The Sponsor is responsible for obtaining all necessary permissions for the use of any trade mark, trade name, service mark or other image on the card. The Sponsor may distribute the Carrier's debit card accounts at reduced rates or free of charge to end users for promotional purposes. ~~At the option of the sponsor, these cards may not be replenished.~~ The Company reserves the right to approve or reject any image and to specify the customer information language and use of the Carrier's trade mark, trade name, service mark or other image on the card.

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SECTION 3.0 - DESCRIPTION OF SERVICE, (CONT'D.)**3.7 Calculation of Distance**

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

The serving wire centers of a call are determined by the area codes and exchanges of the origination and destination points.

The distance between the Wire Center of the Customer's equipment and that of the destination point is calculated by using the "V" and "H" coordinates found in BellCore's V&H Tape and NECA FCC Tariff No. 4.

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

Formula:

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

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SECTION 3.0 - DESCRIPTION OF SERVICE, (CONT'D.)**3.8 Calculation of Distance, (Cont'd.)**

EXAMPLE: Distance between Miami and New York City -

	V	H
Miami:	8,351	529
New York:	<u>4,997</u>	<u>1,406</u>
Difference:	3,354	-877
Square and add:	11,249,316 + 769,129 = 12,018,445	
Divide by 10:	12,018,445 / 10 = 1,201,844.5	
Round up:	1,201,845	
Take square root:	$\sqrt{1,201,845} = 1,096.3$	
Round up:	1,097 miles	

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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, or call duration.~~

include class of call
→

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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. TeleKey will only handle these calls if the caller dials all of the digits to route and bill the call. Credit will be given for any billed charges pursuant to this exemption on a subsequent bill after verified notification by the billed Customer within thirty (30) days of billing.

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SECTION 4.0 - RATES, (Cont'd)

~~4.3 Late Payment Charge~~

~~A late fee of 7.5% per month will be charged on any past due balance.~~

No late fee charges

4.4 Return Check Charge

The Company reserves the right to assess a return check charge of up to \$20.00 or 5% of the amount of the check, whichever is greater, 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: December 3, 1996

EFFECTIVE:

ISSUED BY: Sanford H. Levings, Jr., Vice President
TeleKey, L.L.C.
229 Peachtree Street, Suite 1102
Atlanta, Georgia 30303

SECTION 4.0 - RATES

4.5 TeleKey Debit Card Service - I

Per minute rate: \$.40

4.6 TeleKey Debit Card - Sponsor Program

The Debit Card Sponsor Program is offered to organizations or commercial entities for distribution to their members or patrons. The marketing vehicle and expiration period is selected by the Sponsor upon joint agreement between the Company and the Sponsor. The Sponsor is responsible for obtaining all necessary permissions for the use of any trade mark, trade name, service mark or other image on the card. The Sponsor may distribute the Carrier's debit card accounts at reduced rates or free of charge to end users for promotional purposes. ~~At the option of the sponsor, these cards may not be replenished.~~ The Company reserves the right to approve or reject any image and to specify the customer information language and use of the Carrier's trade mark, trade name, service mark or other image on the card.

Per Minute Rate: \$.40

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SECTION 5.0 - PROMOTIONS**5.1 Demonstration Calls**

From time to time TeleKey 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

TeleKey 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

TeleKey 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.

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