KLEIN, ZELMAN, ROTHERMEL & DICHTER, L.L.P.

485 MADISON AVENUE NEW YORK, NEW YORK 10022

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> STEPHEN B. HANSBURG OF COUNSEL

FRED C. KLEIN
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JANE B. JACOBS
NANCY B. SCHESS

JEFFREY M. SCHLOSSBERG DAVID O. KLEIN October 21, 1996

96/378 -TI

VIA FEDERAL EXPRESS

Mr. Walter D'Haeseleer Director, Division of Communications Florida Public Service Commission 101 East Gaines Street Tallahassee, FL 32399-0850

Re: TeleCard Communications International, Inc.

Dear Mr. D'Haeseleer:

Enclosed please find an original and six copies of TeleCard Communications
International Inc.'s Interexchange Telecommunications Application Form and its corresponding tariff, together with the appropriate filing fee. We request that this filing be approved no later than 30 days after receipt by your office.

Please direct any inquiries regarding this application to the undersigned. Thank you for your prompt attention to this matter.

Sincerely,

David O. Klein

DOK:trd Enclosure

ACK

6/1955/7190

11339 OCT 24 St

FPSC-RECORDS/REPORTING

- Select what type of business your company will be conducting (check all that apply):
 - () Facilities based carrier company owns and operates or plans to own and operate telecommunications switches and transmission facilities in Florida.
 - () Operator service Provider company provides or plans to provide alternative operator services for IXCs; or toll operator services to call aggregator locations; or clearinghouse services to bill such calls.
 - (X) 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.
 - (X) Multi-Location Discount Aggregator company contracts with unaffiliated entities to obtain bulk/volume discounts under multi-location discount plans from certain underlying carriers. Then offers the resold service by enrolling unaffiliated customers.
 - (X) Prepaid Debit Card Provider any person or entity that purchases 800 access from an underlying carrier or unaffiliated entity for use with prepaid debit card service and/or encodes the cards with personal identification numbers.

2.	This is an ap	oplication for	(check one):	
	() Appro	inal Authority oval of Transfer any).	(New company). r (To another certificated	d
	() Appro (To	oval of Assignme an uncertificat	er of control (To another	
3.	Name of corpo venture or so International,	ole proprietors	rship, cooperative, joint hip: TeleCard Communications	
4	Name under wh (fictitious r International,	name, etc.): To	ant will do business leCard Communications	
5.	office box, of 229 SW 31 Street Fort Lauderdale	city, state and t .FL 33315		
6.	Florida addre	ess (including s city, state and t	street name & number, post zip code):	
7.	Structure of			
	() Gener	ign Corporation	(X) Corporation () Foreign Partnership () Limited Partnership	
8.	If applicant give name, to partners. N//	itle and address	al or partnership, please s of sole proprietor or	
	limi	ide proof of conted partnership FS), if applica	mpliance with the foreign statute (Chapter 620.169 ble.	
	(b) Ind	icate if the inc tners have prev	dividual or any of the riously been:	
FORM PSC/C	MU 31 (11/95)		ROOF VALUE TALLS BYEN MILE TOUR F FA	-

 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 company, give reason why not.

9. If incorporated, please give:

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

Corporate charter number: F96000004823

- (b) Name and address of the company's Florida registered agent. Corporation Service Company 1201 Hays Street Tallahassee, FL 32301
- (c) Provide proof of compliance with the fictitious name statute (Chapter 865.09 FS), if applicable.

Fictitious name registration number: N/A

- (c) 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. Yes. Personal bankruptcy of one of the shareholders.
 - (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 company, give reason why not. N/A

- 10. Who will serve as liaison with the Commission in regard to (please give name, title, address and telephone number):
 - (a) The application; David O. Klein, Esq.
 Klein, Zelman, Rothermel & Dichter, L.L.P.
 485 Madison Avenue, 15th Floor
 New York, NY 16022 (212) 935-6020
 - (b) Official Point of Contact for the ongoing operations of the company; David Hold, President
 - (c) Tariff; David O. Klein, Esq.
 - (d) Complaints/Inquiries from customers; Adrienne Faidella, Customer Service Director
- 11. List the states in which the applicant:
 - (a) Has operated as an interexchange carrier. N/A
 - (b) Has applications pending to be certificated as an interexchange carrier. N/A
 - (c) Is certificated to operate as an interexchange carrier.
 N/A
 - (d) Has been denied authority to operate as an interexchange carrier and the circumstances involved.
 N/A
 - (e) Has had regulatory penalties imposed for violations of telecommunications statutes and the circumstances involved.
 N/A
 - (f) Has been involved in civil court proceedings with an interexchange carrier, local exchange company or other telecommunications entity, and the circumstances involved.
 N/A

12.	What services will the applicant offer to other certificated telephone companies:
	<pre>(X) Facilities. () Operators. () Billing and Collection. () Sales. () Maintenance. () Other:</pre>
13.	Do you have a marketing program? Yes.
14.	<pre>Will your marketing program: (X) Pay commissions? () Offer sales franchises? () Offer multi-level sales incentives? () Offer other sales incentives?</pre>
15.	Explain any of the offers checked in question 14 (To whom, what amount, type of franchise, etc.). N/Λ
16.	Who will receive the bills for your service (Check al that apply)?
	 (X) Residential customers. (X) Business customers. () PATS providers. () PATS station end-users () Hotels & motels. () Hotel & motel guests. () Universities. () Univ. dormitory residents. (X) Other: (specify) Instald
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?
	(b) Name and address of the firm who will bill for your service. TeleCard Communications International, Inc. 229 SW tl Street Fort Lauderdale, FL 33315

- 18. Please provide all available documentation demonstrating that the applicant has the following capabilities to provide interexchange telecommunications service in Florida.
 - A. Financial capability. Start-up company, no past history.

 See Attached Financials of Shareholder Company
 Regarding the showing of financial capability, the
 following applies:

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

- 1. the balance sheet
- income statement
- statement of retained earnings.

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

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

NOTE: This documentation may include, but is not limited to, financial statements, a projected profit and loss statement, credit references, credit bureau reports, and descriptions of business relationships with financial institutions.

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

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

- B. Managerial capability. Reseller
- c. Technical capability. Reseller
- 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).
- 20. The applicant will provide the following interexchange carrier services (Check all that apply):

	MTS with	h d	istance	se	nsitive	per	minute	rates
	Method	of	access	is	FGA			
100000	Method	of	access	is	FGB			
	Method	of	access	is	FGD			
	Method	of	access	is	800			

MTS with	h r	oute spe	eci	fic rates	per	minute
Method	of	access	is	FGA		
Method	of	access	is	FGB		
Method	of	access	is	FGD		
Method	of	access	is	800		

X 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
X 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)
	<pre> WATS type service (Bulk or volume discount) Method of access is via dedicated facilities Method of access is via switched facilities</pre>
	Private Line services (Channel Services) (For ex. 1.544 mbs., DS-3, etc.)
	<pre>X Travel Service</pre>
	900 service
	X Operator Services X Available to presubscribed customers Available to non presubscribed customers (for example to patrons of hotels, students in universities, patients in hospitals. Available to inmates
	Services included are:
	X Station assistance Person to Person assistance Directory assistance Operator verify and interrupt Conference Calling
	What does the end user dial for each of the interexchange carrier services that were checked in services included (above). 1 (888) 330-4163. Then enter your Personal Identification Number. 1 (888) 330-4164. Then enter your Personal Identification Number.
22.	Other:
SC/CI	MU 31 (11/95)

.. APPLICANT ACKNOWLEDGEMENT STATEMENT ..

- 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.
- GROSS RECEIPTS TAX: I understand that all telephone companies must pay a gross receipts tax of two and one-half percent on all intra and interstate business.
- SALES TAX: I understand that a seven percent sales tax must be paid on intra and interstate revenues.
- APPLICATION PEE: A non-refundable application fee of \$250.00 must be submitted with the application.
- RECEIPT AND UNDERSTANDING OF RULES: I acknowledge receipt and understanding of the Florida Public Service Commission's Rules and Orders relating to my provision of interexchange telephone service in Florida. I also understand that it is my responsibility to comply with all current and future Commission requirements regarding interexchange service.
- ACCURACY OF APPLICATION: By my signature below, I the undersigned owner or officer of the named utility in the application, attest to the accuracy of the information contained in this application and associated attachments. I have read the foregoing and declare that to the best of my knowledge and belief, the information is a true and correct statement.

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

UTILITY OFFICIAL:	Admi Shle	12/14/9/
	Signature	Date
,	DAVID HOLD	
	President.	(954) 764 4300
	Title	Telephone No.

.. APPENDIX A ..

CERTIFICATE TRANSFER STATEMENT

I, (TYPE NAME) DAVID HOLD	
(TITLE) President, of (NAME OF COMPAN	Y)
TeleCard Communications International, Inc. , and curre	nt
holder of certificate number F96000004823 , have reviewed	
this application and join in the petitioner's request for a	,
transfer of the above-mention certificate.	
UTILITY OFFICIAL: Signature DAVID HOLD	196
President (954) 764-4300 Title Telephone No.	

** APPENDIX B **

CUSTOMER DEPOSITS AND ADVANCE PAYMENTS

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

- (X) The applicant will not collect deposits nor will it collect payments for service more than one month in advance.
- () The applicant will file with the Commission and maintain a surety bond in an amount equal to the current balance of deposits and advance payments in excess of one month. (Bond must accompany application.)

UTILITY OFFICIAL:

Au 10 folg

19/19/9/ Date

CLICH CITYAG

President

Title

(954) 764-4300 Telephone No.

** APPENDIX C **

INTRASTATE NETWORK

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

> 1) N/A 2)

> 3) 4)

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

 TeleCard Communications 2) International, Inc. 229 SW 31 Street Fort Lauderdale, FL 33315 Leased Personal Computer Based Switch 4) 3)

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

OWNERSHIP TYPE POP-to-POP

N/A

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).

- 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). Will comply with all EAEA traffic requirements.
- 6. CURRENT FLORIDA INTRASTATE BERVICES: Applicant has () or has not (x) previously provided intrastate telecommunications in Florida. If the answer is han, fully describe the following:
 - a) What services have been provided and when did these services begin?
 - b) If the services are not currently offered, when were they discontinued?

UTILITY OFFICIAL:

Signature

10/14/96 Date

DAVID HOLD

President

Title

(954) 764-4300

Telephone No.

** APPENDIX D'**

FLORIDA TELEPHONE EXCHANGES

AND

EAS ROUTES

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

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

** FLORIDA EAS FOR MAJOR EXCHANGES **

Extended Service Area	with These Exchang	es
PENSACOLA:	Cantonment, Gulf Breeze	
	Pace, Milton Holley-Navarre.	•
PANAMA CITY:	Lynn Haven, Panama City Bea	ach,
	Youngstown-Fountain and Tyr AFB.	ndall
TALLAHASSEE:	Crawfordville, Havana,	
	Monticello, Panacea, Sopcho	эрру
	and St. Marks.	
JACKSONVILLE:	Baldwin, Ft. George,	
	Jacksonville Beach, Callaha	an,
	Maxville, Middleburg	
	Orange Park, Ponte Vedra ar	na
	Julington.	
	1000 St. 1000 Extension EXC-07-1000000	
GAINESVILLE:	Alachua, Archer, Brooker,	
	Hawthorne, High Springs,	
	Melrose, Micanopy,	
	Newberry and Waldo.	
OCALA:	Belleview, Citra, Dunnellor	n,

Forest Lady Lake (B21),

McIntosh, Oklawaha,

Orange Springs, Salt Springs and

Silver Springs Shores.

DAYTONA BEACH:

New Smyrna Beach.

TAMPA:

None Central

East North Plant City Zephyrhills Palmetto

South West

Clearwater

CLEARWATER:

St. Petersburg, Tampa-West and

Tarpon Springs.

ST. PETERSBURG:

Clearwater.

LAKELAND:

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

ORLANDO:

Apopka, East Orange, Lake Buena

Vista, Oviedo, Windermere,

Winter Garden,

Winter Park, Montverde, Reedy

Creek, and Oviedo-Winter

Springs.

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

TITUSVILLE:

Cocoa and Cocoa Beach.

COCOA:

Cocoa Beach, Eau Gallie, Melbourne and Titusville.

MELBOURNE:

Cocoa, Cocoa Beach, Eau Gallie

and Sebastian.

SARASOTA:

Bradenton, Myakka and Venice.

FT. MYERS:

Cape Coral, Ft. Myers Beach, North Cape Coral, North Ft. Myers, Pine Island, Lehigh

Acres and Sanibel-Captiva Islands.

NAPLES:

Marco Island and North Naples.

WEST PALM BEACH:

Boynton Beach and Jupiter.

POMPANO BEACH:

Boca Raton, Coral Springs, Deerfield Beach and Ft.

Lauderdale.

FT. LAUDERDALE:

Coral Springs, Deerfield Beach,

Hollywood and Pompano Beach.

HOLLYWOOD:

Ft. Lauderdale and North Dade.

NORTH DADE:

Hollywood, Miami and Perrine.

MIAMI:

Homestead, North Dade and

Perrine

FLORIDA TELEPHONE EXCHANGES ALL

N.M	Cherry Lake	ft. Heade	Jacksonville	Helbourne	Panema City	fooles take
rd	Chiefland	ft.Hyers	Jacksonville Sch.	Helrose		spring Lake
pater Point	Chiptey	It.Hyers Beech	Jasper	Hi sai	Panama City Beach Paxton	Starke
•	Citra	It.Place		Hicanory	Panton	Stuart
echicole	Clearweter	ft.Welton Beach	Jermings	Hicklieturg	Perrine	Lugarlosf Key
**	Clement	It. Wilte	Jensen Beach	Hilton	Perry	Surery Mills
dia	Cleulston	freeport	Jul Ington	Mat ina	Pierson	Tallahasses
•r	Cocos	frostproof	Jupiter	Monticello	Pine Island	Temps
×	Cocoe Beech	Calnesville	Keaton Beach	Hontverde	Plant City	Terpon Springs
Park	Coral Springs	Geneva	Kenanaville	Moore Haven		Tavares
-	Cottondele	Glendele	Key Largo	Mount Dora	Polk City	The Beaches
	Crawfordville	Graceville			Pomone Park	Titusville
~			Key West	Mulberry	Pompano Beach	Trenton
e Glade	Crescent City	Grand Ridge	Keystone Keights	Munson	Ponce De Leon	Trilecoochee
	Crestvlev	Green Cove Spe	Kingsley Lake	Myakka	Ponte Vedra Beach	Tyndall AFB
rview	Cross City	Greensboro	Kissimmee	Naples	Port Charlotte	umatilla
rly Mille	Crystal River	Greenville	t. Belle	New Port Richey	Port St Joe	Valparalso
• In•	_Dade City	Creenwood	Ledy Lake	New Sayrna Beach	Port St Lucie	VenIce
ntstown	Daytona Beach	Gretne	Lake Suena Vista	Newberry	Punta Gorda	Vernon
Crande	Debary	Groveland	Lake Sutler	North Cape Coral	Ouincy	Vero Beach
taton	Deerfield Beach	Culf Breeze	Lake City	North Dade	Raiford	Waldo
1 ey	Defunisk Springs	Kaires City	Lake Placid	North fort Myers	Ready Creek	Welnut Mill
ta Springs	Deland	Kastings	Lake Wales	Worth Key Largo	Reynolds Will	
ing Green	Delean Springs	Kavana	Lakeland	North Maples	St. Augustine	Veek I wachee Sps
ton Beach	Delray Beach		Leuret Hitt	North Port	st. Cloud	Uelaka
enton	Destin	High Springs	Lawtey	Ook Hill	St. Harks	Wellborn
ford	Douling Park	NILLiard	Lee	Ocala	St. Petersburg	
tol	Dunnellon	Hobe Sound	Leesburg	Okeechobee	Salt Springs	Vest Kissinnee
	East Orange	Holley Navarre	Lehigh Acres	Ok lawaha		Vest Palm Beech
D	Esstpoint	Hollywood	Live Oak	Old Town	San Antonio	Westville
ksville	Eau Gallie	Nomestead			Sanderson	Wowehitchke
•l	Englewood	Komosassa Springs.	Lynn Naven	Orange City	Senford	Uhite Springe
nell	[ustle		tureville	Orange Park	Sanibel-Captive	Wildwood
ahan	Everglades		MacClervay	Orange Springs	Santa Rosa Beach	UILLIston
onment	fernandina Beach	Nowey	Nedison	Orlando	Sarasota	Windermore
		Nucleon	Halone	Oviedo	Seegrove Beach	Winter Garden
Corel	flagler Beach		Marathon	Pace	Sebestian	Winter Meven
	florshome	Indian Lake	Harco Island	Pahokee	Sebring	Winter Park
sbelle	fle Boys Ranch	Indientoun	Karlanna	Palatks	Shallmar	Yankeetown
. Keys	forest	Interlechen	Hasville	Palm Coast	Iliver Spe.Shoree	Youngetown-fount
ωγ	ft.Ceorge	Inverness		Palmetto	Sneedu	Yulee
ttahoochee	ft.Lauderdele	la lamorada	McIntosh	Paru-cea	topchoppy	Zephyrhilla

ML INVESTORS SERVICES, INC. FINANCIAL STATEMENTS July 31, 1996

ML Investors Services, Inc. Table of Contents

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Statement of Cash Flows	4
Notes to Financial Statements	5-6

CHARLES EDWARD KESSLER

Sertified Public Secuntarit

ACCOUNTANT'S REPORT

12 Godfrey Place P.O. Box 368 Wilton, Connecticut 06897 Phone: 203-762-1103 Fax: 203-761-9769

To the Board of Directors ML Investors Services, Inc. Hackensack, New Jersey

I have reviewed the accompanying balance sheet of ML Investors Services, Inc. as of July 31, 1996 and the related statement of income and retained earnings, and cash flows for the year then ended, in accordance with Statements on Standards for Accounting and Review Services issued by the American Institute of Certified Public Accountants. All information included in these financial statements is the representation of the management of ML Investors Services, Inc.

A review consists principally of inquiries of Company personnel and analytical procedures applied to financial data. It is substantially less in scope than an audit in accordance with generally accepted auditing standards, the objective of which is the expression of an opinion regarding the financial statements taken as a whole. Accordingly, I do not express such an opinion.

Based on my review, I am not aware of any material modifications that should be made to the accompanying financial statements in order for them to be in conformity with generally accepted accounting principles.

CHARLES É. KESSLER

Certified Public Accountant

October 10, 1996

ML INVESTORS SERVICES, INC. BALANCE SHEET July 31, 1996

ASSETS

Cash	\$
Loans Receivable	143,450
Notes Receivable	1,338,721
TOTAL ASSETS	\$ 1,542,623
LIABILITIES AND STOCKHOLDERS' EQUITY	
Loan from Stockholder	\$ 10,000
Accounts Payable	3,636
Notes Payable	177,022
Capital Lease Obligation	1,338,721
TOTAL LIABILITIES	1,529,379
STOCKHOLDERS' EQUITY	
Common Stock, no par value -	
200 shares authorized and 150 shares issued	2 500
	on the same
Retained Earnings	10,744
TOTAL STOCKHOLDERS' EQUITY	13,244
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	\$ 1,542,623

See accompanying notes and Accountant's report.

ML INVESTORS SERVICES, INC. STATEMENT OF INCOME AND RETAINED EARNINGS For The Year Ended July 31, 1996

REVENUES:

Fee Income	\$ 1,672,094
Interest Income	215,463
Other	
Total Revenues	1,896,620
OPERATING EXPENSES:	
Professional Fees	139,482
Interest Expense	221,743
Selling Expenses	930,193
General and Administrative	494,942
Total Operating Expenses	1,786,360
Income Before Income Taxes	110,260
Provision for Income Taxes	3,207
Net Income	107,053
Beginning Retained Earnings (Deficit)	(96,309)
Ending Retained Earnings	\$ 10,744

See accompanying notes and Accountant's report.

ML INVESTORS SERVICES, INC. STATEMENT OF CASH FLOWS For the Year Ended July 31, 1996

CASH FLOWS FROM OPERATING ACTIVITIES:

Net Income	\$ 107,053
Increase in Accounts Payable Increase in Accounts Receivable	3,207 (1,310)
Increase in Loans Receivable	
Net Cash Provided By Operating Activities .	88,950
CASH FLOWS FROM INVESTING ACTIVITIES:	
Decrease in Notes Receivable	1,466,504
Decrease in Capital Lease Obligations	(1,466,504)
Net Cash Provided From Investing Activities	0
CASH FLOWS FROM FINANCING ACTIVITIES:	
Decrease in Notes Payable	(39,525)
Net Cash Provided (Used) By	4 20 E2EV
Financing Activities	(39,525)
Net Increase in Cash	49,425
Cash At Beginning of Year	11,027
Cash At End of Year	\$ 60,452
SUPPLEMENTAL DISCLOSURES:	
Cash Paid for Interest	\$ 221,743
See accompanying notes and Accountant's report.	

ML INVESTORS SERVICES, INC. NOTES TO FINANCIAL STATEMENTS For the Year Ended July 31, 1996

NOTE 1 - Nature of Operations:

ML Investors Services, Inc. was formed on August 6, 1974. The Company provides brokerage services, specializing in equipment leases with start up high-tech companies with unestablished credit ratings. The Company sells the leases and equipment to various leasing funds and financial institutions. Frequently the Company receives stock or warrants of Lessee companies as part of its compensation for arranging the lease financing for these companies.

The following summarizes these companies:

Company Name	Type	Holdings
Com-Lease, Inc.	Private	33 1/3% of stock
Besst Frozen Products, Inc.	Private	45% of stock
Frosty Products of NJ, Inc.	Private	33 1/3% of stock
WinStar Communications, Inc.		Option on 55,000 shares at 17 1/8 Option on 15,000 shares at 18 1/4
Telecard Communications, International, Inc.	Private	30% of stock
Digital Universe, Inc.	Private	24% of stock
Cyberia Capital Corp.	Private	15% of stock

The above transactions are not reflected in the Company's Financial Statements for the year ended July 31, 1996.

NOTE 2 - Summary of Significant Accounting Policies:

- A. Revenue Recognition: The company recognizes revenue when received. Revenues consist primarily of fees and commissions on brokered transactions. For the year ended July 31, 1996, the company received 89% of its revenues from gross transactions of approximately \$20 million in sales volume.
- B. <u>Income Taxes</u>: The company has net operating loss carryforwards which will be utilized this year. The provision for taxes is, as follows:

Federal												\$	2,	87	14	
State														33	33	į

NOTE 3 - Loans Receivable:

Loans Receivable consists of advances made by the Company to the following:

Besst Frozen Products,	Inc.	 	\$ 123,450
Giant Computer Leasing,	Inc.	 	5,000
Coslo Equipment, Inc		 	7,500
Michael P. Oshatz			

\$ 143,450

NOTE 4 - Installment Note Receivable:

The Note has a remaining term of 10 months expiring May 1, 1997. The interest rate is 10% and is payable in self-liquidating monthly installments of principal and interest. The amounts received on this Note are payable in connection with the Company's capitalized lease obligation.

NOTE 5 - Notes Payable:

Notes Payable consists of borrowing from Giant Computer Leasing, Inc. Profit Sharing Plan for working capital purposes. The Notes bear interest at a rate of 6% with a maturity date of June 30, 1998.



TITLE SHEET

FLORIDA TELECOMMUNICATIONS TARIFF

This tariff contains the descriptions, regulations, and rates applicable to the furnishing of service and facilities for telecommunications services provided by TeleCard Communications International, Inc. with principal offices at 229 SW 31 Street, Fort Lauderdale, Florida 33315. This tariff applies for 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: October 22, 1996	Effective:
ISSUEG. OCTOBEL 22, 1990	13110011101

By:

Effective:



Sheet 1 through 24 inclusive of this tariff are effective as of the date shown at the bottom of the respective sheet(s). Original and revised sheets as named below comprise all changes from the original tariff and are currently in effect as of the date on the bottom of this sheet.

SHEET	REVISION
1	Original
2	Original
3	Original
4	Original
5	Original
6	Original
7	Original
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SYMBOLS

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

D - Delete or Discontinue

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

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TARIFF FORMAT

- A. Sheet Numbering Sheet numbers appear in the upper right corner of the sheet. 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 sheet. These numbers are used to determine the most current sheet version on file with the FLAPSC. For example, the 4th revised Sheet 14 cancels the 3rd revised Sheet 14. Because of various suspension periods, deferrals, etc. the FLAPSC follows in their tariff approval process, the most current sheet number on file with the FLAPSC is not always the tariff sheet in effect. Consult the Check Sheet for the sheet currently in effect.
- C. Paragraph Number Sequence There are nine levels of paragraph coding. Each level of coding is subservient to its next higher level:

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).1.

2.1.1.A.1.(a).1.(i).

2.1.1.A.1.(a).1.(i).(1).

D. Check Sheets - When a tariff filing is made with the FLAPSC, an updated check sheet accompanies the tariff filing. The check sheet lists the sheets contained in the tariff, with a cross reference to the current revision number. When new sheets are added, the check sheet is changed to reflect the revision. All revisions made in a given filing are designated by an asterisk (*). There will be no other symbols used on this sheet if these

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TARIFF FORMAT (contd.)

D. Check Sheets (contd.)

are the only changes made to it (i.e., the format, etc. remains the same, just revised revision levels on some sheets). The tariff user should refer to the latest check sheet to find out if a particular sheet is the most current on file with the FLAPSC.

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SECTION 1 - TECHNICAL TERMS AND ABBREVIATIONS

Access Line - An arrangement which connects the customer's location to a TeleCard Communications International, Inc. network switching center.

Authorization Code - A numerical code, one or more of which are available to a customer to enable the customer to access the carrier, and which are used by the carrier both to prevent unauthorized access to its facilities and to identify the customer for billing purposes.

Calling Card - A card issued by the Company, the customer's Local Exchange Company, authorized vendor, or other common carrier which allows the customer to make telephone calls and bill calls to the Calling Card by entering a PIN.

Card Number - A multi-digit identifying number which may be printed on each Prepaid Debit Card or Calling Card, which may also be referred to in this tariff as a PIN.

Company or Carrier - TeleCard Communications International, Inc.

Credit Card Charges - Prepaid Debit Card purchases, renewals, and other charges that may be billed to Major Credit Cards.

Customer - The person, firm, corporation or other entity which orders service and is responsible for both payment of charges due and compliance with the Company's tariff regulations.

Day - From 8:00 a.m. up to, but not including, 5:00 p.m. local time Monday through Friday.

Evening - From 5:00 p.m. up to, but not including 11:00 p.m. local time Sunday through Friday.

FLAPSC - Florida Public Service Commission.

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By:

David Hold, President
TeleCard Communications International, Inc.
229 SW 31 Street
Fort Lauderdale, FL 33315

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SECTION 1 - TECHNICAL TERMS AND ABBREVIATIONS (contd.)

Holidays - TeleCard Communications International, Inc.'s recognized holidays are New Year's Day, Martin Luther King, Jr. Day, Presidents' Day, Veterans' Day, Memorial Day, Independence Day, Labor Day, Columbus Day, Thanksgiving Day, and Christmas Day.

Local Exchange Company - A company which furnishes local exchange telephone service.

Major Credit Card - A universally accepted charge card. MasterCard, VISA, Diner's Club International, American Express and Carte Blanche are examples of major credit eards which the Company may accept.

Night/Weekend - From 11:00 p.m. up to, but not including, 8:00 a.m. Sunday through Friday, and 8:00 a.m. Saturday up to, but not including 5:00 p.m. Sunday.

PIN(s) - One or more multi-digit (usually 8 or more) personal identification numbers which have been assigned to a customer to use with a designated 800 number, or other access number, to access the Company's network.

Prepaid Debit Cards - A plastic, paper or similar card issued by the Company and/or purchased by a customer which enables the customer to use a preprogrammed number of minutes of the Company's telecommunications service. Each Prepaid Debit Card which represents a customer account, has a PIN and instructions for using the Company's Prepaid Debit Card telecommunications service.

Prepaid Debit Card Calls - Calls for which charges are billed to a Prepaid Debit Card and not to the originating or terminating telephone number.

Private Label Prepaid Debit Card - A Prepaid Debit Card issued by the Company which carries the name or logo of an organization in addition to the Company's name.

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SECTION 1 - TECHNICAL TERMS AND ABBREVIATIONS (contd.)

Renewable Prepaid Debit Card - A Prepaid Debit Card issued by the Company and used by a customer which allows the customer to add additional minutes of telephone service to the card once the preprogrammed minutes have been used by charging additional preprogrammed minutes to a valid Major Credit Card acceptable to the Company

Underlying Carriers - Those FLAPSC approved telecommunications service providers whose services the Company resells to its customers under the provisions of this tariff.

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SECTION 2 - RULES AND REGULATIONS

2.1 Undertaking of TeleCard Communications International, Inc.

TeleCard Communications International, Inc.'s facilities are furnished for communications originating at specified points within the State of Florida under terms of this tariff.

TeleCard Communications International, Inc. operates, and maintains the communication services provided hereunder in accordance with the terms and conditions set forth under this tariff. When authorized by the customer, the Company may act as the customer's agent for ordering access connection facilities provided by other carriers or entities to allow connection of a customer's location to the TeleCard Communications International, Inc. network. The customer shall be responsible for all charges due for such service arrangement.

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

2.2 Limitations

- 2.2.1 Service is offered subject to the availability of facilities and the provisions of this tariff.
- 2.2.2 TeleCard Communications International, Inc. reserves the right to discontinue furnishing service, or limit the use of service necessitated by conditions beyond its control, or when the customer is using service in violation of the law or the provisions of this tariff.

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2.2 Limitations (contd.)

- 2.2.3 All services provided under this tariff are directly controlled by TeleCard Communications International, Inc. and the customer may not transfer or assign the use of service, except with the express consent of the Company. Such transfer or assignment shall only apply where there is no interruption of the use or location of the service or facilities.
- 2.2.4 Prior written permission from the Company is required before any assignment or transfer. All regulations and conditions contained in this tariff shall apply to all such permitted assignees or transferees, as well as all conditions for service.

2.3 Liabilities of the Company

- 2.3.1 TeleCard Communications International, Inc.'s liability for damages arising out of mistakes, interruptions, omissions, delays, errors, or defects in the transmission occurring due to the negligence of its employees or its agents, in no event shall exceed an amount equivalent to the proportionate charge to the customer for the period during which the aforementioned faults in transmission occur.
- 2.3.2 TeleCard Communications International, Inc. shall be indemnified and held harmless by the customer against:
 - (A) Claims for libel, slander, or infringement of copyright arising out of the material, data, information, or other content transmitted over the Company's facilities.
 - (B) All other claims arising out of any act or omission of the customer in connection with any service or facility provided by TeleCard Communications International, Inc.

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2.4 Interruption of Service

2.4.1 Credit allowances for the interruption of service, which is not due to the Company's testing or adjusting, negligence of the customer, or to the failure of channels or equipment provided by the customer, are subject to the general liability provisions set forth in 2.3.1 herein. It shall be the obligation of the customer to notify the Company immediately of any interruption in service for which a credit allowance is desired.

Before giving such notice, the customer shall ascertain that the trouble is not being caused by an action or omission by the customer within the customer's control, or is not due to the wiring or equipment, if any, furnished by the customer and connected to the Company's facilities.

- 2.4.2 For the purposes of credit computation, every month shall be considered to have 720 hours.
- 2.4.3 No credit shall be allowed for an interruption of a continuous duration of less than two hours.
- 2.4.4 The customer shall be credited for an interruption of two hours or more at the rate of 1/720th of the fixed monthly charge for the facilities affected for each hour or major fraction thereof that the interruption continues.

Credit Formula:

Credit = $\mathbf{A} \times \mathbf{B}$

"A" -- outage times in hours

"B" -- total fixed monthly charge for affected facility

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2.5 Suspension-of-Service Guidelines

Service will be suspended without notice in the following situations:

- The customer obtained service fraudulently; or
- A safety hazard is found on the customer's premises.

2.6 Restoration of Service

The use and restoration of service shall be in accordance with the priority system specified in Part 64, Subpart D of the Rules and Regulations of the Federal Communications Commission.

2.7 Billing Periods

If the customer is being billed for service to the home or office, rather than via a Debit Card arrangement as set forth in section 2.12, the customer will receive an itemized statement of account after the 30-day cycle.

2.8 Understanding Your Statement of Account

Your statement will outline specific charges or adjustments for TeleCard Communications International, Inc.'s services incurred and paid for during the preceding 30-day period.

2.9 Questions About Your Statement of Account

If the customer has questions about TeleCard Communications International, Inc.'s charges that may appear on its statement of account, the customer may call the TeleCard Communications International, Inc. service representative or TeleCard Communications International, Inc.'s designated billing agent toll free at 1 (888) 330-4165.

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2.10 Special Promotions

The Company offers no special promotions at this time and anticipates no such promotions in the future.

2.11 Billing Dispute

In the event the customer is not satisfied with the Company's resolution of a billing dispute, the customer may make application to the FLAPSC for review and disposition of the matter.

2.12 Forms of Payment

At the customer's request, the Company permits the use of approved credit cards to apply for and receive a Debit Card used to access and pay for the Company's telecommunications services. Instead of traditional monthly billing, customers will pay in eash for, or authorize direct billing to their credit cards for purchase of, Prepaid Debit Cards that register with up to \$50.00 in credit. Telephone charges will be debited by the Company against this card at the rates set forth in Section 4 herein.

2.13 Advanced Payments

The Company reserves the right to collect advanced payments as part of its Prepaid Debit Card service.

2.14 Responsibility of the Company

The Company endeavors to provide the best long distance service possible at a fair and competitive price.

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2.15 Frequency Restrictions

There are no frequency restrictions.

2.16 Credit for Incomplete Calls

When a customer calls in or identifies on their returned invoice that specific calls were incomplete, the Company's designated billing agent has the capability to pull up the customer's invoice on the billing system and ascertain the validity of the claim. In the event that the call was incomplete, the Company will instruct its designated billing agent to automatically credit the customer's credit account.

2.17 Minimum Call Completion Rate

A customer can expect a call completion rate (number of calls completed / number of calls attempted) of not less than 90% during peak use periods for all Company services.

2.18 Deposits

The Company does not require a deposit from the customer.

2.19 Taxes

All State and local taxes (i.e., gross receipts tax, sales tax, municipal utilities tax) are listed as separate line items and are not included in the quoted rates. Whenever the State levels a new tax on the Company's gross revenue, repeals such a tax, or changes the rate of such tax, the FLAPSC may approve new surcharge factors, and the Company will file revised surcharges as directed by the FLAPSC.

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SECTION 3 - DESCRIPTION OF SERVICES

3.1 Usage Based Services

The Company's charges are based on the actual usage of the Company's services, in addition to any special features and/or service options, utilized by the customer. Charges begin when the called station is answered and two way communication is possible, as determined by standard industry methods generally in use for ascertaining answer, including hardware answer supervision in which the Local Exchange Company sends a signal to the switch. Charges cease when either party (called or calling) hangs up, unless chained calling is permitted.

3.2 Long Distance Network Service

The Company's Long Distance Network Service provides for the non-facilities based, switchless resale of the tariffed Software Defined Network (SDN) Service offered by various Underlying Carriers. This service is a custom designed private telecommunication network that combines the efficiencies and benefits of both switched and private line service to meet the specific requirements of customers needing to communicate between geographic locations within the State. The method of mileage calculation utilized by the Company mirrors that of the aforementioned Underlying Carriers.

Each service customer is charged individually for each call on a conversation minute basis. Each call is measured and charged at the applicable rate for the initial eighteen (18) second period or fraction thereof, and then at the applicable rate for each additional six (6) second period or fraction thereof. The minimum length of a call is eighteen (18) seconds. See Section 4, Rates, for the applicable rate schedule.

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SECTION 3 - DESCRIPTION OF SERVICES (contd.)

3.2 Long Distance Network Service (contd.)

Dedicated access circuits may be provided and billed by the local exchange company (LEC). Dedicated access channels may be purchased from carriers other than the LEC only in accordance with FLAPSC rules or if the special access channel is jurisdictionally interstate. Charges for the dedicated access channel are determined by the access provider.

3.3 Debit Card Service

- 3.3.1 This service permits use of a Prepaid Debit Card to access and pay for the Company's telecommunications services. Customers may purchase Prepaid Debit Cards directly from the Company, from authorized vendors or at a variety of retail outlets. Prepaid Debit Cards may be issued in denominations ranging from \$1.00 to \$50.00. The Company may issue Private Label Prepaid Debit Cards, as well as Prepaid Debit Cards with a fixed number of preprogrammed minutes and Renewable Prepaid Debit Cards.
- 3.3.2 Customers obtain the service by dialing an 800 number or other Access Codes to access the Company's network. The customer is prompted by an automated voice response system to enter his/her PIN, and then to enter the terminating telephone number. The Company's processor tracks the call duration from when the call is answered by the Company's processor for rating purposes on a real time basis. Billing for all calls ends when the called party hangs-up. The total price of each call, including applicable taxes, is deducted from the prepaid amount on the Prepaid Debit Card. For some cards, when a customer obtains access to the Company's processor, the balance on the card will be announced. A warning tone

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SECTION 3 - DESCRIPTION OF SERVICES (contd.)

3.3 Debit Card Service (contd.)

3.3.2 (contd.)

or message may be played when 60 seconds or less in program minute credit is left on the Prepaid Debit Card. The customer can then complete the call within the time remaining on the Prepaid Debit Card. The customer may also add preprogrammed minutes to a Renewable Prepaid Debit Card by arranging to charge a Major Credit Card on a regular basis.

3.4 Calling Card Service

3.4.1 This service permits use of a Calling Card to place calls subject to the terms and conditions of this Tariff. The provisions of Section 3.1, as supplemented or modified herein, are applicable to Calling Card calls. The rates for Debit Cards apply to all Calling Card calls. If a Calling Card is lost, stolen or its PIN is used without the customer's consent, then all calls charged to the Calling Card, prior to written notification by the customer of the Company, shall be the responsibility and obligation of the customer.

3.5 Directory Assistance Service

Directory Assistance Service is provided to assist subscribers in obtaining telephone numbers.

3.6 Accessing Service

The service provided by the Company is one way dial in - dial out, multi-point telecommunications services, allowing the customer to originate calls through the network facilities of the Underlying Carriers. Access to the Company may differ dependent upon the type of exchange access service provided by the local exchange telephone company to the Underlying Carriers.

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SECTION 3 - DESCRIPTION OF SERVICES (contd.)

3.7 Availability of Service

The services provided through the Company, are available where equal access and the Billing Systems of its Underlying Carriers are provided.

3.8 Locations of Service

The services offered by the Company are to be available statewide, where the long distance services of its Underlying Carriers are available. The services offered by the Company are not intended to be limited geographically.

3.9 Timing of Calls

- 3.9.1 Long distance usage charges are based on usage of TeleCard Communications International, Inc.'s service. Chargeable time begins when a connection is established between the calling station and the called station. Chargeable time ends when either party "hangs up" thereby releasing the network connections.
- 3.9.2 Minimum call duration and usage measurement and rounding for debiting purposes is specified on per-product basis in the rate section of this tariff.
- 3.9.3 There is no debiting applied for incomplete calls.

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SECTION 4 - RATES

4.1 Long Distance Network Usage Rates

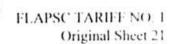
- 4.1.1 The calls placed through the Company are rated using one of the following schedules. If the total charge includes a fraction of a cent, the fraction is rounded to the next whole cent (e.g., \$4,101.345 would be rounded to \$4,101.35).
- 4.1.2 Day, Evening and Night rate periods apply to Long Distance Network usage. The rates apply for all days of the week including holidays. The Day rate period is 8:00 a.m. to, but not including, 5:00 p.m., Monday through Friday and 5:00 p.m. to, but not including, 11:00 p.m. Sunday. The Night/Weekend Rate period is 11:00 p.m. to, but not including, 8:00 a.m. Monday through Sunday, all day Saturday, and from 8:00 a.m. to, but not including, 5:00 p.m. Sunday. For New Year's Day (January 1), Independence Day (July 4), Labor Day, Thanksgiving Day and Christmas Day (December 25), the Evening Rate applies.

4.2 Prepaid Debit Cards

- 4.2.1 Except to the extent modified in this section, the provisions of Section 4.1 are applicable to Prepaid Debit Card Service.
- 4.2.2 The Company may enter special agreements with certain customers who purchase Prepaid Debit Cards in volume directly from the Company. Discounts on direct purchases will apply to volume purchases.
- 4.2.3 If the Prepaid Debit Card is lost or stolen, the Company has no obligation to replace the Prepaid Debit Card or refund the charges to or remaining value represented by the Prepaid Debit Card. Any time charged or value added to a lost or stolen Prepaid Debit Card is the responsibility of the customer. The Company makes no refunds for unused balances on Prepaid Debit Cards.

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4.2 Prepaid Debit Cards (contd.)

4.2.4 Prepaid Debit Cards may have a stated expiration date, and any access to the services available from the Prepaid Debit Card will be suspended when the expiration date occurs, unless explicitly extended by the Company. The Company may impose a service charge of \$2.00 per month to keep an expired Prepaid Debit Card active past the stated expiration date. This monthly service charge will be deducted from any value remaining on the Prepaid Debit Card as of the stated expiration date. Upon expiration, the Company will delete each Prepaid Debit Card along with all related detail from the Company's system.

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4.3 Long Distance Network Usage Rates

4.3.1 Florida Intrastate Intralata Rates (Switched Access)

4.3.1.A

Schedule A

(dial-up to dial-up service)

	Day		Eve		Night	
	INITIAL	ADD'L	INITIAL	ADD'L	INITIAL.	ADD'L
	18 SEC.	6 SEC.	18 SEC.	6 SEC.	18 SEC.	6 SEC.
	\$	\$	\$	\$	\$	\$
Mileage			-			
ALL	0.25	0.25	0.25	0.25	0.25	0.25

4.3.1.B

Schedule B

(dial-up to dedicated or dedicated to dial-up service)

Da	ıΥ	Eve		Night	
INITIAL 18 SEC. \$	ADD'L 6 SEC. \$	INITIAL 18 SEC. \$	ADD`L 6 SEC. \$	INITIAL 18 SEC. \$	ADD'L 6 SEC. \$
0.25	0.25	0.25	0.25	0.25	0.25

4.3.1.C

ALL

Schedule C

(dedicated to dedicated service)

	Day		Eve		Night	
		ADD'L	INITIAL	ADD'L	INITIAL	ADD'L
	18 SEC.	6 SEC.	18 SEC.	6 SEC.	18 SEC.	6 SEC.
	\$	\$	\$	\$	\$	\$
ALL	0.25	0.25	0.25	0.25	0.25	0.25

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4.3 Long Distance Network Usage Rates (contd.)

4.3.2 Florida Intrastate Interlata Rates

4.3.2.A

Schedule A

(dial-up to dial-up service)

	Day		Eve		Night	
	INITIAL	ADD'L	INITIAL	ADDT	INITIAL.	ADD'I.
	18 SEC.	6 SEC.	18 SEC.	6 SEC.	18 SEC.	6 SEC.
	\$	\$	\$	\$	\$	\$
Mileage					-	
ALL.	0.25	0.25	0.25	0.25	0.25	0.25

4.3.2.B

Schedule B

(dial-up to dedicated or dedicated to dial-up service)

Da	IY.	Eve		Night	
INITIAL 18 SEC.	ADD'L 6 SEC.	INITIAL 18 SEC.	ADD'L 6 SEC.	INITIAL 18 SEC.	ADD'L 6 SEC.
\$	\$	\$	\$	\$	\$
0.25	0.25	0.25	0.25	0.25	0.25

4.3.2.C

ALL

Schedule C

(dedicated to dedicated service)

Day		Eve		Night	
		INITIAL	ADD'L		ADD'L 6 SEC.
18 SEC. \$	6 SEC.	\$	\$	\$	\$
0.25	0.25	0.25	0.25	0.25	0.25
	INITIAL 18 SEC. \$	INITIAL ADD'L 18 SEC. 6 SEC. \$ \$	INITIAL ADD'L INITIAL 18 SEC. \$ \$ \$	INITIAL ADD'L INITIAL ADD'L 18 SEC. 6 SEC. \$ \$ \$ \$ \$	INITIAL ADD'L INITIAL ADD'L INITIAL. 18 SEC. 6 SEC. 18 SEC. 6 SEC. 18 SEC. \$ \$ \$ \$ \$ \$

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4.4 Directory Assistance Service

TeleCard Communications International, Inc.'s customers will be debited at the following per call charge for each directory assistance call. The directory assistance charge applies to each call regardless of whether the directory assistance bureau is able to furnish the requested telephone number.

Per Call Charge

\$0.80

4.5 Exemptions and Special Rates

4.5.1 Discount 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, calls placed between TDDs. Discounts do not apply to surcharges or per call add on charges for operator service when the call is placed by a method that would normally incur the surcharge.

4.5.2 Operator Assistance for Handicapped Persons:

Operator station surcharges will be waived for operator assistance provided to a caller who identified him or herself as being handicapped and unable to dial the call because of a handicap.

4.5.3 Directory Assistance for Handicapped Persons:

There is no charge for Directory Assistance for calls from handicapped persons. Such persons must contact the Company for credit on their directory assistance calls.

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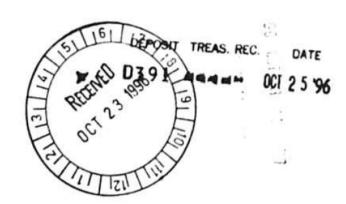


TEMCARD REGULATOR SERVICES

JERRY W. HENDRICKS

October 18, 1996

Tommy Williams
Florida Public Service Commission
101 Gaines St.
Tallahassee, FL 32399-0850



RE: Application of Telecard Services International, Inc. for a Certificate of Public Convenience and Necessity

Enclosed please find an original and 3 copies of the Application of Telecard Services International, Inc. for a Certificate of Public Convenience and Necessity to provide prepaid telecard services, together with a check in the sum of \$250.00 as the filing fee for such application.

I am also enclosing an additional copy of this letter to be stamped as a filed and returned to me.

If there are any questions or comments concerning the application, please contact me.

Sincerely,

R.E. Sa

U.S. BANK UNITED STATES NATIONAL BANK OF OREGON 24-22/1230 1404

Telecard Regulatory Services, Inc. 11655 SW Allen Blvd. #23 Beaverton, Oregon 97005-4849

(503) 641-5169

9/17/96

PAY TO THE ORDER OF Florida Public Service Comm.

**250.00

DOLLARS

Florida Public Service Comm 101 East Gaines Street Tallahassee, FL 32399-0850

FOR Telecard Services International

Der V