

APPLICATION FORM
FOR AUTHORITY TO
PROVIDE
ALTERNATIVE LOCAL
EXCHANGE SERVICE
WITHIN THE STATE
OF FLORIDA

971434-TX

Check received with R&R add
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FLORIDA PUBLIC SERVICE COMMISSION
CAPITAL CIRCLE OFFICE CENTER
2540 SHUMARD OAK BOULEVARD
TALLAHASSEE, FL 32399-0850 DEPOSIT

DATE

D647

NOV 04 1997

APPLICATION FORM

for

AUTHORITY TO PROVIDE ALTERNATIVE LOCAL EXCHANGE SERVICE
WITHIN THE STATE OF FLORIDA

INSTRUCTIONS

1. This form is used for an original application for a certificate and for approval of sale, assignment or transfer of an existing alternative local exchange certificate. In case of a sale, assignment or transfer, the information provided shall be for the purchaser, assignee or transferee.
2. Respond to each item requested in the application and appendices. If an item is not applicable, please explain why.
3. Use a separate sheet for each answer which will not fit the allotted space.
4. If you have questions about completing the form, contact:

Florida Public Service Commission
Division of Communications, Certification & Compliance Section
2540 Shumard Oak Boulevard
Tallahassee, FL 32399-0866
(904) 413-6600

5. Once completed, submit the original and six (6) copies of this form along with a non-refundable application fee of \$250 made payable to the Florida Public Service Commission at the above address.
-

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

Original authority (new company)

Approval of transfer (to another certificated company)

Example, a certificated company purchases an existing company and desires to retain the original certificate authority.

Approval of assignment of existing certificate (to a noncertificated company)

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

Approval for transfer of control (to another certificated company)

2. Name of applicant:

FLATEL, Inc.
d/b/a Florida Telephone Company

3. A. National mailing address including street name, number, post office box, city, state, zip code, and phone number.

3814 Woodwalk Boulevard
Lake Worth, Florida 33467
(561) 433-8989

B. Florida mailing address including street name, number, post office box, city, state, zip code, and phone number.

3814 Woodwalk Boulevard
Lake Worth, Florida 33467
(561) 433-8989

- C. Physical address of alternative local exchange service in Florida including street name, number, post office box, city, zip code, and phone number.

418 North Dixie Highway
Lantana, Florida 33462
(561) 547-1111

4. Structure of organization:

<input type="checkbox"/> Individual	<input checked="" type="checkbox"/> Corporation
<input type="checkbox"/> Foreign Corporation	<input type="checkbox"/> Foreign Partnership
<input type="checkbox"/> General Partnership	<input type="checkbox"/> Limited Partnership
<input type="checkbox"/> Joint Venture	<input type="checkbox"/> Other, Please explain _____

5. If incorporated, please provide proof from the Florida Secretary of State that the applicant has authority to operate in Florida.

Corporate charter number: P97000087391

A Certificate of Good Standing is attached as Exhibit I.

6. Name under which the applicant will do business (d/b/a):

Florida Telephone Company

7. If applicable, please provide proof of fictitious name (d/b/a) registration.

Fictitious name registration number: G97300900052
Acknowledgment of filing of fictitious name registration is attached as Exhibit II.

8. If applicant is an individual, partnership, or joint venture, please give name, title and address of each legal entity.

Not Applicable

9. State whether any of the officers, directors, or any of the ten largest stockholders have previously been

adjudged bankrupt, mentally incompetent, or found guilty of any felony or of any crime, or whether such actions may result from pending proceedings. If so, please explain.

None of the officers, directors, or ten largest stockholders of the corporation have previously been adjudged bankrupt, mental incompetent, or found guilty of any felony or of any crime, and no proceedings are pending which would result in such actions.

10. Please provide the name, title, address, telephone number, Internet address, and facsimile number for the person serving as ongoing liaison with the Commission, and if different, the liaison responsible for this application.

Liaison Responsible for This Application:

Oscar Nodarse
President, FLATEL, Inc.
418 North Dixie Highway
Lantana, Florida 33462
Phone No.: (561) 547-1111
Facsimile No.: (561) 547-5800

Ongoing Liaison With the Commission:

Frederick Vizoso
Vice-President, FLATEL, Inc.
418 North Dixie Highway
Lantana, Florida 33462
Phone No.: (561) 547-1111
Facsimile No.: (561) 547-5800

11. Please list other states in which the applicant is currently providing or has applied local exchange or alternative local exchange service.

The applicant is not currently providing and has not applied to provide local exchange or

alternative local exchange service in any other state.

12. Has the applicant been denied certification in any other state? If so, please list the state and reason for denial.

The applicant has not applied for nor been denied certification in any other state.

13. Have penalties been imposed against the applicant in any other state? If so, please list the state and reason for penalty.

No penalties have been imposed against the applicant in any other state.

14. Please indicate how a customer can file a service complaint with your company.

Customers may call the company at its toll-free customer service number or may contact the company in writing at 418 North Dixie Highway, Lantana, Florida 33462.

15. Please provide all available documentation demonstrating that the applicant has the following capabilities to provide alternative local exchange service in Florida.

A. Financial capability.

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

Attached as Exhibit III

2. income statement

Attached as Exhibit IV

3. statement of retained earnings.

The applicant is a newly formed corporation and does not have audited financial statements.

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

1. Please provide documentation that the applicant has sufficient financial capability to provide the requested service in the geographic area proposed to be served.

Attached as Exhibit V

2. Please provide documentation that the applicant has sufficient financial capability to maintain the requested service.

Attached as Exhibit V

3. Please provide documentation that the applicant has sufficient financial capability to meet its lease or ownership obligations.

Attached as Exhibit V

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 attest that the financial statements are true and correct.

B. Managerial capability.

See Exhibit VI attached hereto.

C. Technical capability.

FLATEL, Inc. plans to resell BellSouth's telecommunications services and has entered into a resale agreement with BellSouth. Facilities and equipment provided by BellSouth will be maintained by BellSouth. In addition, Rusty Botler, Communications Engineer for FLATEL, Inc., will provide technical support. Mr. Botler's technical capabilities are outlined on Exhibit VII attached hereto.

AFFIDAVIT

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

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

Official: _____

Signature

10/31/97

Date

Title: _____

Paul
Chief Executive Officer
& Chief Financial Officer

(51) 433-8989

Telephone Number

Address: _____

3814 Woodlake Blvd
Lake Worth FL 33407

State of Florida



Department of State

I certify from the records of this office that FLATEL, INC., is a corporation organized under the laws of the State of Florida, filed on October 9, 1997.

The document number of this corporation is F97000087391.

I further certify that said corporation has paid all fees and penalties due this office through December 31, 1997, and its status is active.

I further certify that said corporation has not filed Articles of Dissolution.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capitol, this the
Twenty-first day of October, 1997



CR2EO22 (2-95)

Sandra B. Northam

Sandra B. Northam
Secretary of State

EXHIBIT

I



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 27, 1997

FLORIDA TELEPHONE COMPANY
3814 WOODWALK BLVD
LAKE WORTH, FL 33467

Subject: FLORIDA TELEPHONE COMPANY

REGISTRATION NUMBER: G87300900052

This will acknowledge the filing of the above fictitious name registration which was registered on October 27, 1997. This registration gives no rights to ownership of the name.

Each fictitious name registration must be renewed every five years between July 1 and December 31 of the expiration year to maintain registration. Three months prior to the expiration date a statement of renewal will be mailed.

IT IS THE RESPONSIBILITY OF THE BUSINESS TO NOTIFY THIS OFFICE IN WRITING IF THEIR MAILING ADDRESS CHANGES. Whenever corresponding please provide assigned Registration Number.

Should you have any questions regarding this matter you may contact our office at (850) 488-9000.

Reinstatement Section
Division of Corporations

Letter No. 797A00052090

FLATEL, INC.
UNAUDITED
BALANCE SHEET
AS OF SEPTEMBER, 1997

ASSETS

CURRENT ASSETS

CASH 7,500.00

TOTAL CURRENT ASSETS 7500.00

FIXED ASSETS

OFFICE FURN & FIXTURES 2,500.00

MACHINERY & EQUIPMENT 2,500.00

TOTAL FIXED ASSETS 5,000.00

TOTAL ASSETS 12,500.00

LIABILITIES AND EQUITY

LONG TERM LIABILITIES

SHAREHOLDERS LOANS 12,400.00

TOTAL LONG TERM LIABILITIES 12,400.00

EQUITY

COMMON STOCK 100.00

TOTAL EQUITY 100.00

TOTAL LIABILITIES AND EQUITY 12,500.00

I attest that this Financial Statement
is true and correct.

Chief Executive Officer
and Chief Financial Officer



Oscar Nodarse

EXHIBIT

III

**FLA-TEL COMMUNICATIONS, INC.
 FORECASTED BALANCE SHEET
 END OF FIRST YEAR OF OPERATIONS**

CURRENT ASSETS

Cash	\$ 1,569,570
Accounts Receivable	235,000
Total Current Assets	\$ 2,054,570

Equipment	\$ 2,500,000
Accumulated Depreciation	250,000
Depreciation Cost	\$ 2,500,000
Total Assets	\$ 4,304,570

LIABILITIES AND EQUITY

CURRENT LIABILITIES

Accounts Payable	\$ 250,000
Short Term Notes	250,000
Income Taxes	533,000
Other ST Liabilities	2,000
Total Current Liabilities	\$ 1,035,000

Long Term Liabilities	\$ 2,000,000
Total Liabilities	\$ 3,035,000

Initial Investment	\$ 200,000
Paid in Capital	200,000
Retained Earnings	869,570
Total Equity	\$ 1,269,570

Total Liabilities and Equity	\$ 4,304,570
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I attest that this Financial Statement
 is true and correct.
 Chief Executive Officer
 and Chief Financial Officer


 Oscar R. Garse



FLA-TEL COMMUNICATIONS, INC
FORECASTED INCOME STATEMENT
FIRST YEAR OF OPERATIONS (12 MONTHS)

REVENUE

Telephone Operations	\$ 1,248,750	
Other Communications	\$ 3,246,750	
Total Revenue		\$ 4,495,500

DIRECT COST

Facilities	\$ 289,510	
Long Distance & Local Service	\$ 1,778,420	
Total Direct Cost		\$ 2,067,930

Gross Margin		\$ 2,427,570
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EXPENSES

Salaries	\$ 525,000	
Utilities	\$ 25,000	
Interest	\$ 220,000	
Depreciation	\$ 250,000	
Miscellaneous	\$ 5,000	
Total Expenses		\$ 1,025,000

Operating Income Before Taxes		\$ 1,402,570
Income Taxes		533,000

NET INCOME		\$ 869,570
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I attest that this financial statement is true and correct.

Chief Executive officer
and Chief Financial Officer



Oscar Nodarse

EXHIBIT V

While the cash flow from operations is expected to be sufficient in providing needed operating funds, I Oscar Nodarse, CEO for Flatel, Inc., will pledge my personal assets should additional financing become necessary.

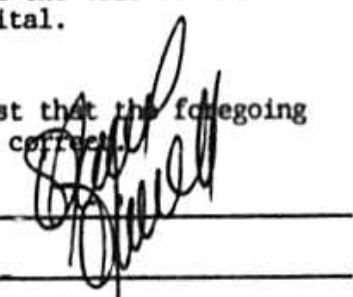
I currently own a controlling interest in Telebeeper, Inc. and Chrystan Paging, Inc. The net value of my interest in these companies exceeds \$2.4 million and can be pledged to raise additional capital.

Several investors in Telebeeper, Inc. and Chrystan Paging, Inc. have also expressed an interest in investing in Flatel, Inc., and the sale of stock to investors is another option to raise additional capital.

By my signature, I attest that the foregoing information is true and correct.

Chief Executive Officer _____

Chief Financial Officer _____



EXHIBIT

V

EXHIBIT VI

FLATEL, Inc. Florida Telephone Company intends to provide local and long distance services to the market. The founders have extensive experience in managing the telecommunications needs of the industry. The management team's expertise in finance, customer service, operations, sales, marketing and business administration is well suited to support its diversification into the resale telecommunications market. The following profiles of key personnel are provided as proof of the company's managerial capabilities.

OSCAR NODARSE, PRESIDENT AND MARKETING DIRECTOR

Mr. Nodarse is the founder of FLATEL, Inc.. He is currently the founder and President of TELEBEEPER, Inc.. For the past seven years, Mr. Nodarse has successfully managed his company making it very profitable serving over 15,000 customers. In the past, Mr. Nodarse was President, Vice-President, Director of Sales, and Account Executive for different corporations in the states of New York, Florida and also Puerto Rico Extending his knowledge to the international market which includes Spain and Portugal.

FREDERICK R. VIZOSO, Vice-President-Sales FLATEL, Inc.

Mr. Vizoso is the Vice-President-Sales for FLATEL, Inc. Mr. Vizoso is currently the Vice-President of TELEBEEPER Inc.. In the past 5 years he has applied his knowledge and experience towards the growth of TELEBEEPER, Inc.. He has also demonstrated his managerial capabilities in other service and retail businesses in south Florida.

EXHIBIT

VI

EXHIBIT VII**TECHNICAL CAPABILITY**

The company intends to provide local services from all our stores and agents in all of South Florida. Rusty Botler, Communications Engineer for the company, will provide technical support for all related requirements. He will be responsible for installing, operating and maintaining the company's switching equipment.

Mr. Botler has over 10 years experience in the telecommunications industry. He has held Systems Engineering positions with PAGENET, Inc., AMERICAN PAGING, Inc., L.D.D.S., Inc., and many other carriers in South Florida.

EXHIBIT

VII

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CAPITAL CIRCLE OFFICE CENTER
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THE BACK OF THIS DOCUMENT HAS AN ARTIFICIAL WATERMARK PRINTED IN A SPECIAL PATTERN.		MONEY ORDER	HOLD THE DOCUMENT AT A SMALL ANGLE TO SEE THIS SECURITY FEATURE.	
			083479577	
Pay To The Order Of	PUBLIC SERVICE COMMISSION		Date	11/8/97
Dollars	*****250 AND 00/100			
FIRST UNION	Sender	RUDEN McClosky et al		
	Address	215 S. MONROE ST Ste 815 Tall. FL. 32301		
	For			
Issued By Integrated Payment Systems Inc., Englewood, Colorado To Call us (From Your State) Dallas, NY		Not Good For More Than \$1,000.00		

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