

SCANNED

Lance J.M. Steinhart
Attorney At Law
6455 East Johns Crossing
Suite 285
Duluth, Georgia 30097

Also Admitted in New York
and Maryland

Telephone: (770) 232-9200
Facsimile: (770) 232-9208

March 31, 1999

VIA OVERNIGHT DELIVERY

Florida Public Service Commission
Division of Administration
2540 Shumard Oak Blvd.
Gunter Bldg.
Tallahassee, Florida 32399-0850

990427-11

Re: erbia Network, Inc.

Dear Sir/Madam:

Enclosed please find one original and six (6) copies of erbia Network, Inc.'s Application for Authority to Provide Interexchange Telecommunications Service Within the State of Florida, along with an original and six (6) copies of erbia Network, Inc.'s proposed tariff.

erbia Network, Inc. has sufficient financial capability to provide the requested service in the State of Florida and has sufficient financial capability to maintain the requested service and to meet its lease or ownership obligations. In support of erbia Network, Inc.'s stated financial capability, a copy of its balance sheet as of March 31, 1999 is attached to its application. As a reseller, erbia Network, Inc. does not intend to make a capital investment to provide service in the State of Florida, however, erbia Network, Inc. intends to fund the provision of service through internally generated cash flow. erbia Network, Inc. also has the ability to borrow funds, if required, based upon its financial capabilities.

I also have enclosed a check in the amount of \$250.00 payable to the Florida Public Service Commission to cover the cost of filing these documents.

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:

LS

99 APR -2 AM 10:13
MAILROOM

DOCUMENT NUMBER-DATE

~~04315 APR -2 99~~

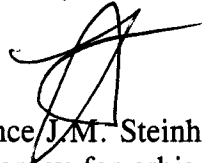
FPSC-RECORDS/REPORTING

Florida Public Service Commission
March 31, 1999
Page 2

Please return a stamped copy of the extra copy of this letter in the enclosed preaddressed prepaid envelope.

If you have any questions regarding the application or the tariff, please do not hesitate to call me. Thank you for your attention to this matter.

Sincerely,

A handwritten signature in black ink, appearing to read "Lance J.M. Steinhart". The signature is stylized with a large, sweeping initial "L" and "S".

Lance J.M. Steinhart, Esq.
Attorney for erbia Network, Inc.

Enclosures

cc: Richard J. Gibbs

Lance J.M. Steinhart
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1070

ERBIA, INC.
1483 CHAIN BRIDGE RD., STE. 300
MC LEAN, VA. 22101

DATE 2/24/99


68-107/560

PAY TO THE
ORDER OF

Florida Public Service Commission

\$ 250.00

Two hundred fifty dollars and 00/100

DOLLARS 

CRESTAR
Crestar Bank
Alexandria, Virginia

FOR

July Fee



MP

Lance J.M. Steinhart
Attorney At Law
6455 East Johns Crossing
Suite 285
Duluth, Georgia 30097

DEPOSIT **DATE**
D119 **APR 02 1999**

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and Maryland

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Facsimile: (770) 232-9208

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to P&A with proof of deposit.

Initials of person who forwarded check:

99 APR -2 11:10:13
MAIL ROOM

**** FLORIDA PUBLIC SERVICE COMMISSION ***

**DIVISION OF COMMUNICATIONS
BUREAU OF SERVICE EVALUATION**

**APPLICATION FORM
for
AUTHORITY TO PROVIDE INTEREXCHANGE TELECOMMUNICATIONS
SERVICE
WITHIN THE STATE OF FLORIDA**

Instructions

- A. This form is used for an original application for a certificate and for approval of sale, assignment or transfer of an existing certificate. In case of a sale, assignment or transfer, the information provided shall be for the purchaser, assignee or transferee (See Appendix A).
- B. Respond to each item requested in the application and appendices. If an item is not applicable, please explain why.
- C. Use a separate sheet for each answer which will not fit the allotted space.
- D. If you have questions about completing the form, contact:

**Florida Public Service Commission
Division of Communications
Bureau of Service Evaluation
2540 Shumard Oak Blvd.
Gunter Building
Tallahassee, Florida 32399-0850
(904) 413-6600**

- E. Once completed, submit the original and six (6) copies of this form along with a non-refundable application fee of \$250.00 to:

**Florida Public Service Commission
Division of Administration
2540 Shumard Oak Blvd.
Gunter Building
Tallahassee, Florida 32399-0850
(904) 413-6251**

FORM PSC/CMU 31 (11/91)

Required by Commission Rule Nos. 25-24.471, 25-24.473, 25-24.480(2)

1. 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.
 - 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.
 - 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.
 - 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 application for (check one):

- 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).

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

erbia Network, Inc.

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

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

**1483 Chain Bridge Road, Suite 300
McLean, Virginia 22101**

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

None.

7. Structure of organization;

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

8. If applicant is an individual or partnership, please give name, title and address of sole proprietor or partners.

- (a) Provide proof of compliance with the foreign limited partnership statute (Chapter 620.160 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 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: F99000000

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

Richard A. Murdoch, Esq.
980 N. Federal Hwy., Suite 410
Boca Raton, Florida 33432

- (c) Provide proof of compliance with the fictitious name statute (Chapter 865.09 FS), if applicable.

Fictitious name registration number: _____

- (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.

- (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.

No.

10. Who will serve as liaison with the Commission in regard to (please give name, title, address and telephone number):

(a) The application;

Lance J.M. Steinhart
6455 East Johns Crossing, Suite 285
Duluth, GA 30097
770-232-9200

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

Richard J. Gibbs, President
erbia Network, Inc.
1483 Chain Bridge Road, Suite 300
McLean, Virginia 22101
(703) 749-9745

(c) Tariff;

Lance J.M. Steinhart
6455 East Johns Crossing, Suite 285
Duluth, GA 30097
770-232-9200

(d) Complaints/Inquiries from customers;

Kathy Davies
erbia Network, Inc.
1483 Chain Bridge Road, Suite 300
McLean, Virginia 22101
(800) 806-0039

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.

Applicant is in the process of filing Applications in all remaining states.

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

**Indiana, Iowa, Michigan, Montana, New Jersey, Pennsylvania,
Texas, Utah and Virginia**

(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 company or other telecommunications entity, and the circumstances involved.

None.

12. What services will the applicant offer to other certificated 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: _____ | |

None.

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?

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

Applicant will pay commissions to sales representatives.

16. Who will receive the bills for your service (Check all that apply)?

- | | |
|---|--|
| <input checked="" type="checkbox"/> Residential customers | <input checked="" type="checkbox"/> Business customers |
| <input type="checkbox"/> PATS providers | <input type="checkbox"/> PATS station end-users |
| <input type="checkbox"/> Hotels & motels | <input type="checkbox"/> Hotel & motel guests |
| <input type="checkbox"/> Universities | <input type="checkbox"/> Univ. dormitory residents |
| <input type="checkbox"/> Other (specify): _____ | |

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?

Applicant's name and toll free number will appear on all end-users' bills.

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

The Company intends to direct bill customers utilizing real-time completed call detail information from its underlying carriers.

18. Please provide all available documentation demonstrating that the applicant has the following capabilities to provide interexchange telecommunications services 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
2. income statement
3. statement of retained earning.

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.
2. Please provide documentation that the applicant has sufficient financial capability to maintain the requested service.
3. 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.

See Attached.

C. Technical capability.

Applicant will use the network services of its underlying carrier to provide services to customers in the State of Florida.

19. Please submit the proposed tariff under which the company plans to begin operation. Use the format required by Commission Rule 25-24.482 (example enclosed).

See Attached.

20. 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 mbs., 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 to 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

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

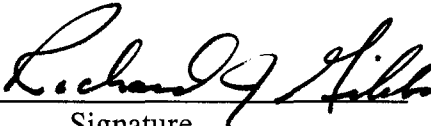
1 (or 101XXXX) + area code+ number or 1-800-XXX-XXXX

21. **Other:**

**** APPLICANT ACKNOWLEDGEMENT 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 two and one-half percent on all intra and interstate business.
3. **SALES TAX:** I understand that a seven percent sales tax 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. **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 AAV service.
6. **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 guilty of a misdemeanor of the second degree.

UTILITY OFFICIAL:


Signature

3-5-99

Date

Richard J. Gibbs

President 703-749-9745
Title Telephone No.

FL

LIST OF ATTACHMENTS

PROPOSED TARIFF

FINANCIAL INFORMATION

MANAGEMENT INFORMATION

PROPOSED TARIFF

TITLE SHEETFLORIDA TELECOMMUNICATIONS TARIFF

This tariff contains the descriptions, regulations, and rates applicable to the furnishing of service or facilities for Telecommunications Services furnished by erbia Network, Inc. ("ENI"), with principal offices at 1483 Chain Bridge Road, Suite 300, McLean, Virginia 22101. This tariff applies for telecommunications 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: April 1, 1999

Effective:

By:

Richard J. Gibbs, President
1483 Chain Bridge Road, Suite 300
McLean, Virginia 22101

CHECK SHEET

The sheets 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 right-hand side of this sheet.

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

* Original or Revised Sheet Included in the most recent tariff filing

Issued: April 1, 1999

Effective:

By:

Richard J. Gibbs, President
1483 Chain Bridge Road, Suite 300
McLean, Virginia 22101

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Section 2 - Rules and Regulations.....	8
Section 3 - Description of Service.....	20
Section 4- Rates.....	27

Issued: April 1, 1999

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McLean, Virginia 22101

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

Issued: April 1, 1999

Effective:

By:

Richard J. Gibbs, President
1483 Chain Bridge Road, Suite 300
McLean, Virginia 22101

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 pages 11 and 12 would be page 11.1.

B. Sheet Revision Numbers: Revision numbers also appear in the upper right corner of each sheet where applicable. These numbers are used to indicate the most current page version on file with the Commission. For example, 4th Revised Sheet 13 cancels 3rd Revised Sheet 13. Consult the Check Sheet for the sheets 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 Commission, 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 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 Commission file.

Issued: April 1, 1999

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SECTION 1 - TECHNICAL TERMS AND ABBREVIATIONS

Access Line - An arrangement from a local exchange telephone company or other common carrier, using either dedicated or switched access, which connects a Customer's location to ENI's location or switching center.

Authorization Code - A numerical code, one or more of which may be assigned to a Customer, to enable ENI to identify the origin of the Customer so it may rate and bill the call. Automatic number identification (ANI) is used as the authorization code wherever possible.

Commission - Used throughout this tariff to mean the Florida Public Service Commission.

Customer - The person, firm, corporation or other legal entity which orders the services of ENI or purchases a ENI Prepaid Calling Card and/or originates prepaid calls using such cards, and is responsible for the payment of charges and for compliance with the Company's tariff regulations.

Company or ENI - Used throughout this tariff to mean erbia Network, Inc., a Delaware corporation.

Dedicated Access - The Customer gains entry to the Company's services by a direct path from the Customer's location to the Company's point of presence.

Holiday - New Year's Day, Independence Day, Labor Day, Thanksgiving Day and Christmas Day. Holidays shall be billed at the evening rate from 8 a.m. to 11 p.m. After 11 p.m., the lower night rate shall go into effect.

Prepaid Account - An inventory of Telecom Units purchased in advance by the Customer, and associated with one and only one Authorization Code as contained in a specific Prepaid Calling Card.

Issued: April 1, 1999

Effective:

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Richard J. Gibbs, President
1483 Chain Bridge Road, Suite 300
McLean, Virginia 22101

Prepaid Calling Card - A card issued by the Company, containing an Authorization Code which identifies a specific Prepaid Account of Telecom Units, which enables calls to be processed, account activity to be logged, and balances to be maintained, on a prepayment basis.

Resp. Org - Responsible Organization or entity identified by an 800 service Customer that manages and administers records in the 800 database and management system.

Switched Access - The Customer gains entry to the Company's services by a transmission line that is switched through the local exchange carrier to reach the Company's point of presence.

Telecom Unit - A measurement of telecommunications service equivalent to one minute of usage between any two points within the State of Florida.

Telecommunications - The transmission of voice communications or, subject to the transmission capabilities of the services, the transmission of data, facsimile, signaling, metering, or other similar communications.

Underlying Carrier - The telecommunications carrier whose network facilities provide the technical capability and capacity necessary for the transmission and reception of Customer telecommunications traffic.

Issued: April 1, 1999

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McLean, Virginia 22101

SECTION 2 - RULES AND REGULATIONS**2.1 Undertaking of the Company**

This tariff contains the regulations and rates applicable to intrastate resale telecommunications services provided by ENI for telecommunications between points within the State of Florida. Resale services are furnished subject to the availability of facilities and subject to the terms and conditions of this tariff in compliance with limitations set forth in the Commission's rules. The Company's services are provided on a statewide basis and are not intended to be limited geographically. The Company offers service to all those who desire to purchase service from the Company consistent with all of the provisions of this tariff. Customers interested in the Company's services shall file a service application with the Company which fully identifies the Customer, the services requested and other information requested by the Company. The Company may act as the Customer's agent for ordering access connection facilities provided by other carriers or entities when authorized by the Customer, to allow connection of a Customer's location to a service provided by the Company. The Customer shall be responsible for all charges due for such service arrangement.

- 2.1.1 The services provided by ENI are not part of a joint undertaking with any other entity providing telecommunications channels, facilities, or services, but may involve the resale of the Message Toll Services (MTS) and Wide Area Telecommunications Services (WATS) of underlying common carriers subject to the jurisdiction of this Commission.

Issued: April 1, 1999**Effective:****By:****Richard J. Gibbs, President
1483 Chain Bridge Road, Suite 300
McLean, Virginia 22101**

-
- 2.1.2 The rates and regulations contained in this tariff apply only to the resale services furnished by ENI and do not apply, unless otherwise specified, to the lines, facilities, or services provided by a local exchange telephone company or other common carriers for use in accessing the services of ENI.
 - 2.1.3 The Company reserves the right to limit the length of communications, to discontinue furnishing services, or limit the use of service necessitated by conditions beyond its control, including, without limitation: lack of satellite or other transmission medium capacity; the revision, alteration or repricing of the Underlying Carrier's tariffed offerings; or when the use of service becomes or is in violation of the law or the provisions of this tariff.

2.2 Use and Limitations of Services

- 2.2.1 ENI's services may be used for any lawful purpose consistent with the transmission and switching parameters of the telecommunications facilities utilized in the provision of services, subject to any limitations set forth in this Section 2.2.
- 2.2.2 The use of ENI's services to make calls which might reasonably be expected to frighten, abuse, torment, or harass another or in such a way as to unreasonably interfere with use by others is prohibited.
- 2.2.3 The use of ENI's services without payment for service or attempting to avoid payment for service by fraudulent means or devices, schemes, false or invalid numbers, or false calling or credit cards is prohibited.

Issued: April 1, 1999

Effective:

By:

Richard J. Gibbs, President
1483 Chain Bridge Road, Suite 300
McLean, Virginia 22101

-
- 2.2.4 ENI's services are available for use twenty-four hours per day, seven days per week.
- 2.2.5 ENI does not transmit messages, but the services may be used for that purpose.
- 2.2.6 ENI's services may be denied for nonpayment of charges or for other violations of this tariff subject to Section 2.5.1 herein.
- 2.2.7 Customers shall not use the service provided under this tariff for any unlawful purpose.
- 2.2.8 The Customer is responsible for notifying the Company immediately of any unauthorized use of services.

2.3 Liability of the Company

- 2.3.1 The Company shall not be liable for any claim, loss, expense or damage for any interruption, delay, error, omission, or defect in any service, facility or transmission provided under this tariff, if caused by an act of God, fire, war, civil disturbance, act of government, or due to any other causes beyond the Company's control.
- 2.3.2 The Company shall not be liable for, and shall be fully indemnified and held harmless by the Customer against any claim, loss, expense, or damage for defamation, libel, slander, invasion, infringement of copyright or patent, unauthorized use of any trademark, trade name or service mark, proprietary or creative right, or any other injury to any person, property or entity arising out of the material, data or information transmitted.
- 2.3.3 No agent or employee of any other carrier or entity shall be deemed to be an agent or employee of the Company.

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By:

Richard J. Gibbs, President
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-
- 2.3.4 The Company's liability, resulting in whole or in part from or arising in connection with the furnishing of service under this tariff, including but not limited to mistakes, omissions, interruptions, delays, errors, or other defects shall not exceed an amount equal to the charges provided for under this tariff for the long distance call for the period during which the call was affected. No other liability in any event shall attach to the Company, except as ordered by the Commission.
- 2.3.5 The Company shall not be liable for and shall be indemnified and saved harmless by any Customer or by any other entity from any and all loss, claims, demands, suits, or other action or any liability whatsoever, whether suffered, made, instituted, or asserted by any Customer or any other entity for any personal injury to, or death of, any person or persons, and for any loss, damage, defacement or destruction of the premises of any Customer or any other entity or any other property whether owned or controlled by the Customer or others.
- 2.3.6 The Company shall not be liable for any indirect, special, incidental, or consequential damages under this tariff including, but not limited to, loss of revenue or profits, for any reason whatsoever, including the breakdown of facilities associated with the service, or for any mistakes, omissions, delays, errors, or defects in transmission occurring during the course of furnishing service.
- 2.3.7 The remedies set forth herein are exclusive and in lieu of all other warranties and remedies, whether express or implied, INCLUDING WITHOUT LIMITATION IMPLIED WARRANTIES OF MERCHANTABILITY AND FITNESS FOR A PARTICULAR PURPOSE.

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2.4 Responsibilities of the Customer

- 2.4.1 The Customer is responsible for placing any necessary orders and complying with tariff regulations. The Customer is also responsible for the payment of charges for services provided under this tariff.
- 2.4.2 The Customer is responsible for charges incurred for special construction and/or special facilities which the Customer requests and which are ordered by ENI on the Customer's behalf.
- 2.4.3 If required for the provision of ENI's services, the Customer must provide any equipment space, supporting structure, conduit and electrical power without charge to ENI.
- 2.4.4 The Customer is responsible for arranging access to its premises at times mutually agreeable to ENI and the Customer when required for ENI personnel to install, repair, maintain, program, inspect or remove equipment associated with the provision of ENI's services.
- 2.4.5 The Customer shall cause the temperature and relative humidity in the equipment space provided by Customer for the installation of ENI's equipment to be maintained within the range normally provided for the operation of microcomputers.
- 2.4.6 The Customer shall ensure that the equipment and/or system is properly interfaced with ENI's facilities or services, that the signals emitted into ENI's network are of the proper mode, bandwidth, power and signal level for the intended use of the subscriber and in compliance with criteria set forth in this tariff, and that the signals do not

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Section 2.4.6 Continued

damage equipment, injure personnel, or degrade service to other Customers. If the Federal Communications Commission or some other appropriate certifying body certifies terminal equipment as being technically acceptable for direct electrical connection with the telephone network, ENI will permit such equipment to be connected with its channels without the use of protective interface devices. If the Customer fails to maintain the equipment and/or the system properly, with resulting imminent harm to ENI equipment, personnel or the quality of service to other Customers, ENI may, upon written notice, require the use of protective equipment at the Customer's expense. If this fails to produce satisfactory quality and safety, ENI may, upon written notice, terminate the Customer's service.

- 2.4.7 The Customer must pay ENI for replacement or repair of damage to the equipment or facilities of ENI caused by negligence or willful act of the Customer or others, by improper use of the services, or by use of equipment provided by Customer or others.
- 2.4.8 The Customer must pay for the loss through theft of any ENI equipment installed at Customer's premises.
- 2.4.9 If ENI installs equipment at Customer's premises, the Customer shall be responsible for payment of any applicable installation charge.
- 2.4.10 The Customer must use the services offered in this tariff in a manner consistent with the terms of this tariff and the policies and regulations of all state, federal and local authorities having jurisdiction over the service.

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2.5 Cancellation or Interruption of Services

- 2.5.1 Without incurring liability, upon five (5) working days' (defined as any day on which the company's business office is open and the U.S. Mail is delivered) written notice to the Customer, ENI may immediately discontinue services to a Customer or may withhold the provision of ordered or contracted services:
- 2.5.1.A For nonpayment of any sum due ENI for more than thirty (30) days after issuance of the bill for the amount due,
 - 2.5.1.B For violation of any of the provisions of this tariff,
 - 2.5.1.C For violation of any law, rule, regulation, policy of any governing authority having jurisdiction over ENI's services, or
 - 2.5.1.D By reason of any order or decision of a court, public service commission or federal regulatory body or other governing authority prohibiting ENI from furnishing its services.
- 2.5.2 Without incurring liability, ENI may interrupt the provision of services at any time in order to perform tests and inspections to assure compliance with tariff regulations and the proper installation and operation of Customer and ENI's equipment and facilities and may continue such interruption until any items of noncompliance or improper equipment operation so identified are rectified.

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- 2.5.3 Service may be discontinued by ENI without notice to the Customer, by blocking traffic to certain counties, cities or NXX exchanges, or by blocking calls using certain Customer authorization codes, when ENI deems it necessary to take such action to prevent unlawful use of its service. ENI will restore service as soon as it can be provided without undue risk, and will, upon request by the Customer affected, assign a new authorization code to replace the one that has been deactivated.
- 2.5.4 The Customer may terminate service upon verbal or written notice for the Company's standard month to month contract. Customer will be liable for all usage on any of the Company's service offerings until the Customer actually leaves the service. Customers will continue to have Company usage and be responsible for payment until the Customer or its agent notifies its local exchange carrier and changes its long distance carrier.

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2.6 Credit Allowance - Interruption of Service

- 2.6.1 Credit may be given for disputed calls, on a per call basis.
- 2.6.2 Credit shall not be issued for unavailability of long distance services.
- 2.6.3 The Customer shall be credited for an interruption of two hours or more at the rate of 1/720th of any monthly service charges for each hour or major fraction thereof that the interruption continues.

Credit Formula:

$$\text{Credit} = \frac{A}{720} \times B$$

"A" - outage time in hours

"B" - monthly charge for affected activity

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2.7 Deposit

The Company does not require deposits.

2.8 Advance Payments

The Company requires advance payments for recurring and non-recurring charges. This will be applied against the next month's charges, and if necessary, a new advance payment will be collected for the next month.

2.9 Payment and Billing

2.9.1 Service is provided and billed on a billing cycle basis, beginning on the date that service becomes effective. Billing is payable upon receipt.

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2.9.2 The customer is responsible for payment of all charges for services furnished to the Customer, as well as to all persons using the Customer's codes, exchange lines, facilities, or equipment, with or without the knowledge or consent of the Customer. The security of the Customer's Authorization Codes, subscribed exchange lines, and direct connect facilities is the responsibility of the Customer. All calls placed using direct connect facilities, subscribed exchange lines, or Authorization Codes will be billed to and must be paid by the Customer. Recurring charges and non-recurring charges are billed in advance. Charges based on actual usage during a month and any accrued interest will be billed monthly in arrears.

2.10 Collection Costs

In the event Company is required to initiate legal proceedings to collect any amounts due to Company for regulated services, or for the enforcement of any other provision of this tariff or applicable law, Customer shall, in addition to all amounts due, be liable to Company for all reasonable costs incurred by Company in such proceedings and enforcement actions, including reasonable attorneys' fees, collection agency fees or payments, and court costs. In any such proceeding, the amount of collection costs, including attorneys' fees, due to the Company, will be determined by the court.

2.11 Taxes

All federal, state and local taxes, assessments, surcharges, or fees, including sales taxes, use taxes, gross receipts taxes, and municipal utilities taxes, are billed as separate line items and are not included in the rates quoted herein, except for prepaid calling cards.

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2.12 Late Charge

A late fee will be charged on any past due balances as set forth in Section 4.10 of this tariff.

2.13 Returned Check Charge

A fee, as set forth in Section 4.6 of this tariff, will be charged whenever a check or draft presented for payment for service is not accepted by the institution on which it is written.

2.14 Location of Service

The Company will provide service to Customers within the State of Florida.

2.15 Sale of Telecommunications Services to Uncertified IXCs Prohibited

Customers reselling or rebilling the Company's telecommunications services must have a Certificate of Public Convenience and Necessity as an interexchange carrier from the Commission.

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SECTION 3 - DESCRIPTION OF SERVICE**3.1 Computation of Charges**

3.1.1 The total charge for each completed call may be a variable measured charge dependent on the duration, distance and time of day of the call. The total charge for each completed call may also be dependent only on the duration of the call, i.e. a statewide flat rate per minute charge. The variable measured charge is specified as a rate per minute which is applied to each minute. All calls are measured in increments as set forth in the Rates Section of this tariff. All calls are rounded up to the next whole increment.

3.1.2 Usage charges for all mileage sensitive products are based on the airline distance between rate centers associated with the originating and terminating points of the call. The airline mileage between rate centers is determined by applying the formula below to the vertical and horizontal coordinates associated with the rate centers involved. The Company uses the rate centers that are produced by Bell Communications Research in the NPA-NXX V&H Coordinates Tape and Bell's NECA Tariff No. 4.

Formula:

$$\sqrt{\frac{(V1-V2)^2 + (H1-H2)^2}{10}}$$

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3.1.3 Timing begins when the called party answers 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 telephone company sends a signal to the switch or the software utilizing audio tone detection. Timing for each call ends when either party hangs up.

3.1.4 ENI will not bill for uncompleted calls.

3.2 Customer Complaints and/or Billing Disputes

Customer inquiries or complaints regarding service or accounting may be made in writing or by telephone to the Company at:

1483 Chain Bridge Road, Suite 300
McLean, Virginia 22101
(800) 806-0039

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3.2 Continued

Any objection to billed charges should be reported promptly to ENI or its billing agent. Adjustments to Customers' bills shall be made to the extent that records are available and/or circumstances exist which reasonably indicate that such charges are not in accordance with approved rates or that an adjustment may otherwise be appropriate. A Customer who is unable to resolve a billing dispute with the Company may contact the Commission by telephone at 1-800-342-3552 to intervene in the billing dispute.

3.3 Level of Service

A Customer can expect end to end network availability of not less than 99% at all times for all services.

3.4 Billing Entity Conditions

When billing functions on behalf of ENI or its intermediary are performed by local exchange telephone companies or others, the payment of charge conditions and regulations of such companies and any regulations imposed upon these companies by regulatory bodies having jurisdiction apply. ENI's name and toll-free telephone number will appear on the Customer's bill.

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McLean, Virginia 22101**

3.5 Service Offerings**3.5.1 1+ Dialing**

This service permits Customers to originate call via switched or dedicated access lines, and to terminate intrastate calls. The customer dials "1+" followed by "ten digits" or dials "101XXXX" followed by "1+ ten digits".

3.5.2 Travel Cards

The Customer utilizes an 11 digit "toll-free" access number established by the Company to access a terminal. Upon receiving a voice prompt, the Customer uses push button dialing to enter an identification code assigned by the Company, and the ten digit number of the called party.

3.5.3 800 Service (Toll-Free)

This service is inbound calling only where an 800, 888 or other toll-free prefix number rings into a Customer's premise routed to a specific telephone number or terminated over a dedicated facility.

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3.5.4 ENI Prepaid Calling Cards

This service permits use of Prepaid Calling Cards for placing long distance calls. Customers may purchase ENI Prepaid Calling Cards at a variety of retail outlets or through other distribution channels. ENI Prepaid Calling Cards are available at a variety of face values ranging from five dollars (\$5.00), in one dollar (\$1.00) increments. ENI Prepaid Calling Card service is accessed using the ENI toll-free number printed on the card. The caller is prompted by an automated voice response system to enter his/her Authorization Code, and then to enter the terminating telephone number. ENI's processor tracks the call duration on a real time basis to determine the number of Telecom Units consumed. The total consumed Telecom Units for each call is deducted from the remaining Telecom Unit balance on the Customer's ENI Prepaid Calling Card.

All calls must be charged against Prepaid Calling Card that has a sufficient Telecom Unit balance. A Customer's call will be interrupted with an announcement when the balance is about to be depleted.

In order to continue the call, the Customer can either call the toll-free number on the back of the ENI Prepaid Calling Card and "recharge" the balance on the card using a nationally recognized credit card, or the Customer can throw the card away and purchase a new one. Calls in progress will be terminated by the Company if the balance on the ENI Prepaid Calling Card is insufficient to continue the call and the Customer fails to enter the number of another valid ENI Prepaid Calling Card prior to termination.

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Section 3.5.4 Continued

A card will expire on the date indicated on the card, or if no date is specified, 12 months from the date of first usage, or the date of last recharge, whichever is later. The Company will not refund unused balances.

A credit allowance for ENI Prepaid Calling Card Service is applicable to calls that are interrupted due to poor transmission, one-way transmission, or involuntary disconnection of a call. To receive the proper credit, the Customer must notify the Company at the designated toll-free customer service number printed on the ENI Prepaid Calling Card and furnish the called number, the trouble experienced (e.g. cut-off, noisy circuit, etc.), and the approximate time that the call was placed.

When a call charged to an ENI Prepaid Calling Card is interrupted due to cut-off, one-way transmission, or poor transmission conditions, the Customer will receive a credit equivalent of one Telecom Unit.

Credit allowances for calls pursuant to ENI Prepaid Card Service do not apply for interruptions not reported promptly to the Company or interruptions that are due to the failure of power, equipment or systems not provided by the Company.

Credit for failure of service shall be allowed only when such failure is caused by or occurs due to causes within the control of the Company.

The Company will block all calls beginning with the NPA "900" and NXX "976" calls, therefore such calls can not be completed.

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3.5.5 Directory Assistance.

Access to long distance directory assistance is obtained by dialing 1 + (area code) + 555-1212. When more than one number is requested in a single call, a charge will be applicable for each number requested, whether or not the number is listed or published.

3.5.6 Emergency Call Handling Procedures

Emergency "911" calls are not routed to company, but are completed through the local network at no charge.

3.5.7 Promotional Offerings

The Company may offer approved special promotions of new or existing services or products for limited time periods as approved by the Commission. These promotions will include specific tariffed starting and ending dates. All such promotions will be offered on a completely non-discriminatory basis. All such tariffed promotions must be approved by the Commission and must state exactly what charges are being reduced or waived, who is eligible, and what Customers have to do to be eligible.

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McLean, Virginia 22101

SECTION 4 - RATES

4.1 1+ Dialing

\$0.105 per minute

A \$4.95 per month service charge applies.

Billed in six second increments, 18 second minimum per call

4.2 Travel Cards

\$.15 per minute

A \$.35 per call service charge applies.

Billed in six second increments, 18 second minimum per call

4.3 Toll Free

\$0.105 per minute

A \$10 per month per number service charge applies.

Billed in six second increments, 18 second minimum per call

4.4 Prepaid Calling Cards

\$.25 Per Telecom Unit

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1483 Chain Bridge Road, Suite 300
McLean, Virginia 22101

4.5 Directory Assistance

\$.95 per each number requested

4.6 Returned Check Charge

\$20.00

4.7 Rate Periods

	Monday - Friday	Sat.	Sun.
8 a.m. to 5 p.m.*	Daytime Rate Period		
5 p.m. to 11 p.m.*	Evening Rate Period		Evening Rate Period
11 p.m. to 8 a.m.*	Night/Weekend Rate Period		

* To, but not including
When a message spans more than one rate period, total charges for the minutes in each rate period are calculated and the results for each rate period are totaled to obtain the total message charge. If the calculation results in a fractional charge, the amount will be rounded down to the lower cent.

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4.8 Rates Applicable for Hearing/Speech Impaired Persons

For intrastate toll messages which are communicated using a telecommunications device for the deaf (TDD) by properly certified business establishments or individuals equipped with TDDs for communications with hearing or speech impaired persons, the rates shall be evening rates for daytime calls and night rates for evening and night calls.

Intrastate toll calls received from the relay service, each local exchange and interexchange telecommunications company billing relay call will be discounted by 50 percent of the applicable rate for a voice nonrelay call except that where either the calling or called party indicates that either party is both hearing and visually impaired, the call will be discounted 60 percent off the applicable rate for voice nonrelay calls.

Florida Public Service Commission Rules and Regulations require the Company to provide the first 50 directory assistance calls initiated per billing cycle by handicapped persons free of charge.

4.9 Employee Concessions

The Company does not offer employee concessions.

4.10 Late Charge

1.5% monthly or the amount otherwise authorized by law, whichever is lower.

4.11 Payphone Dial Around Surcharge

A dial around surcharge of \$.35 per call will be added to any completed INTRAstate toll access code and subscriber 800/888 type calls placed from a public or semi-public payphone.

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McLean, Virginia 22101

FINANCIAL INFORMATION



ROSS, LANGAN &
McKENDREE, L.L.P.
CERTIFIED PUBLIC ACCOUNTANTS

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IRVING B. ROSS, CPA, Consultant
DORIS COOK ROSS, CFP, Consultant

ACCOUNTANT'S COMPILATION REPORT

The Board of Directors
erbia Network, Inc.
McLean, VA 22101

We have compiled the accompanying balance sheet of erbia Network, Inc. (a development stage company) as of March 31, 1999, in accordance with Statements on Standards for Accounting and Review Services issued by the American Institute of Certified Public Accountants.

A compilation is limited to presenting in the form of financial statements information that is the representation of management. We have not audited or reviewed the accompanying balance sheet and, accordingly, do not express an opinion or any other form of assurance on it.

Management has elected to omit substantially all of the disclosures required by generally accepted accounting principles. If the omitted disclosures were included with the balance sheet, they might influence the user's conclusions about the Company's financial position. Accordingly, this balance sheet is not designed for those who are not informed about such matters.

We are not independent with respect to erbia Network, Inc.


CERTIFIED PUBLIC ACCOUNTANTS

March 31, 1999

erbia Network, Inc.

March 31, 1999

**These financial statements
may be reproduced only
in their entirety.**

erbla Network, Inc. (A Development Stage Company)**Balance Sheet****As of March 31, 1999****Mar 31, '99**

	<u>Mar 31, '99</u>
ASSETS	
Current Assets	
Checking/Savings	
1120 - Cash & Equivalents	
1130-01 - Cash - Operating	250,000.00
Total 1120 - Cash & Equivalents	<u>250,000.00</u>
Total Checking/Savings	<u>250,000.00</u>
Total Current Assets	<u>250,000.00</u>
TOTAL ASSETS	<u><u>250,000.00</u></u>
LIABILITIES & EQUITY	
Equity	
Net Income	-34,243.00
4510 - Capital Stock	284,243.00
Total Equity	<u>250,000.00</u>
TOTAL LIABILITIES & EQUITY	<u><u>250,000.00</u></u>

MANAGEMENT INFORMATION

RICHARD J. GIBBS

Vice President, Engineering & Operations

PROFILE

Executive with a proven track record with fast growth, high technology organizations in the telecommunication industry. Effectively manages the challenges of accelerating company growth curves, competitive markets, and increasing globalization. Noted for resourceful, innovated and proactive solutions that achieve excellent results in expanding market share and profits. Recognized for strong communication skills.

ACCOMPLISHMENT HIGHLIGHTS

Experience of 28 years in **complex, sophisticated, technological efforts**, contributing to the growth toward a leadership market share position of all associated companies.

Innovative **executive decision-maker**, responsible for taking risks critical to ultimate business success; technical planning assisted in sustained revenue growth of **20% annually**.

Instituted **quality and customer service standards** required to meet the stringent demands of the hospitality industry and various Federal Government markets.

Experienced in **product development and marketing** of innovative debit oriented university market calling card programs. Program was extended to US Army and Air Force personnel.

Competent in **management of large, specialized and diversified human resources** organization, with background of effective planning for staff levels ranging from entry level through directors.

Consistent performance track record of delivering **on time results** permitted promotions into successively more complex positions of **executive leadership**.

Grasp of **regulatory issues, expanding markets, and technology convergence** had lead to a successful consultant practice as a telecommunications **subject matter expert** and judicial **expert witness**.

PROFESSIONAL EXPERIENCE

President, Present
American Systematics Telecom LLC

Client list and recent experiences listed on Page 3.

Vice President/Group Director

1988 -1994

Long Distance/USA – Sprint Hawaii, Honolulu HI; Reston, VA

Responsible for technical operations, engineering, and the management of operator centers catering to the hospitality industry exclusively. Instrumental in LD/USA becoming a technical plum sought after by major carriers; negotiated an international carrier agreement and implemented a Japanese speaking operator group to support same; technical planning supported achieving largest market share of interexchange carriers within the state; and developed an associate carrier program that stemmed from the base of technology of our products; developed unique calling card platform to supplement operator services.

Vice President, Operations

1982 -1988

Cable and Wireless Communications, Vienna, VA AKA TDX Systems

Directed company's technical operation; instrumental for company's conversion from a network manager to a full fledged interexchange carrier; headed company's Carrier Liaison efforts, and chaired a number of industry forum committees, Responsible for technical areas of provisioning, installations, planning, customer services, product development, and capital and operational expense budgeting. Assisted with the technical planning of the company's British IXC – Mercury Communications.

Vice President, Operations and Engineering

1978 -1982

ITT USTS, New York City, New York

Assisted in the start-up studies through the operational well being of this interexchange carrier. Held technical, marketing, and general manager position. Developed the first-in-the-industry, digital-switching network used by an IXC that complimented the microwave radio system from New York City to Houston. Managed the company's entry into the switched access industry introducing the City-Call product as well as other switched and private line products.

PRIOR EXPERIENCE

Regional Manager

Southern Pacific Communications, New York City, New York

During this period of new entries into the IXC industry, managed the most complex region of the company's operation. Responsible for the microwave builds; liaison with the LECs; managed installations, repairs, and system maintenance operations; participated on sales calls; assisted CPE vendors to better understand IXC business requirements; and briefed potential investors as required.

District Plant Manager (Last position)

New Jersey Bell; AT&T Headquarters

Held line positions in the engineering, marketing, and plant departments. Attended Advanced Data Communications Training at Cooperstown, NY; held staff positions at AT&T Headquarters interfacing with Bell Labs and Western Electric development engineers; returned to New Jersey Bell to head a newly created plant district in Newark, NJ where skills in operations and labor relations were developed.

EDUCATION

BSEE in Electrical and Electronic Engineering
Indiana Institute of Technology, Fort Wayne, Indiana

Graduate MBA Studies: Pace University, New York City, NY
New York University, New York City, NY
Montclair State University, Montclair, NJ (Peter Drucker Executive Management Development)

Advanced Data Communications Training -- Bell Labs/AT&T developed --
Cooperstown, NY

Numerous financial, management, sales and marketing in-house courses.

AT&T Guest Lecturer at Lisle Training Center, Lisle, IL

DIVERSIFIED INTERESTS

Private pilots license; enjoy golfing, flying, and deep-sea fishing. Computer and Internet literate. Have conducted business in the Far East, Europe, South and Central America, and the Caribbean. Author of Technical Publications for ITT; and listed in two *Who's Who* publications.

American Systematics Telecom LLC

Client List

Boeing Information Systems – Vienna, VA

Acted as Product Manager for first commercial satellite product – DigitalXpress – for Distance Learning market; developed product pricing, sales training, Government schedules, and product introduction.

Developed technical and pricing proposal for NASA Outsourcing RFP. Worked on MAN and Network Control Center product offerings.

Principal Interface: Denny Groh, Vice President, Business Development

Sprint Hawaii – Honolulu, HI

Project Management of entry into the local exchange market by this IXC.

Principal Interface: Eric Tom, Vice President and General Manager

Waimana Enterprises – Honolulu, HI

Project Management of local plant distribution analysis prior to construction.

Principal Interface: Al Hee, Chairman and CEO

International Marketing Group – Toronto, Canada

Market studies to determine the feasibility of a Tele-Personal service in Honolulu, HI.

Principal Interface: Ken Kardonoff, Executive Vice President, International Marketing

American Systematics – Hawaii – **Honolulu, HI**

Formation of this company was directed toward the development of a Local Number Portability Administrator's organization. Partnering arrangement was sought from TNS (Transaction Network Services), Reston, VA

Bell Atlantic Communications, Inc. – Arlington, VA

Project Management of international segment of the long distance entry by this RBOC.

Principal Interface: Al Binford, President

FaciliCom International LLC – Washington, DC

Project Management of the installation of an Ericsson Gateway Switch in Malmö, Sweden and New York City, NY; both installations completed on time and within budget.

Principal Interface: Anand Kumar, Executive Vice President

Marketing Study for network extension into Venezuela to interface with CANTV.

Principal Interface: Juan Carlos Valls, Executive Vice President

Fonetel Communications Group/Tele-8 – McLean, VA and Malmo, Sweden

Market studies for the deployment of an international gateway switch in Malmo, Sweden.

Principal Interface: Arne Dunhem, Chairman of the Board

Luminet, Inc. – Winona, MN

Prepared engineering design specifications and operational readiness analysis of a private fiber optic network for the delivery of cable television, voice and data telephony products. System is operational; fiber rings still under construction; and Internet Service is operational.

Principal Interface: Bud Baechler, Founder and CEO

Long Distance/USA – Sprint, Honolulu, HI

Project Management of a hospitality proposal to TelMex and Sprint International.

Principal Interface: Rich Kalbrener, President

ARNE DUNHEM

Chairman & CEO, Erbia, Inc.

President and founder of both AED Corp. ("AEDC") and FGC, Inc. ("FGC"), has over 25 years' experience in the telecommunications industry encompassing international and domestic business development and financing, investment analysis, regulatory issues, general management, information systems, network operations, network planning and general engineering. FGC, which was founded in 1992, is a U.S. reseller of domestic and international telecommunication services also providing management and consulting services. FGC's focus has been international activities but has been shifted to US domestic opportunities with emphasis on CLEC and the provision of local dial-tone services integrated with other telecom services.

Mr. Dunhem founded in 1992 Nordiska Tele8 AB ("Tele8"), a leading and rapidly growing Swedish full service telecommunications operator providing local dial-tone, regional, long-distance and international telephony and data services for business, government and residential customers and other operators. Tele8 has a primary focus on highest quality long-distance and international telecommunications services using its own fiber-optic transmission network and direct circuits to many countries around the world. Tele8 also owns an international satellite earth station and has investments in several international fiber-optic cable systems including Trans-Atlantic. Mr. Dunhem served as the Chairman & CEO since its founding until he in October 1997 successfully sold his ownership in the company to FaciliCom International, Washington, D.C.

Jointly with other investors, Mr. Dunhem spearheaded and founded in 1995 Tele8 Kontakt AB ("T8K"), a Swedish wireless telecommunications operator. T8K acquired a nationwide license in 1995 for the establishment of a network for Personal Communications Services ("PCS") being one of the largest telecom projects ever in Scandinavia. The services were intended to provide a highly price competitive and true alternative to the existing wireline services offered by the former national monopoly operator. Mr. Dunhem served as the Chairman & CEO since the founding with full day-to-day responsibility of the company and worked very actively with world leading investment-banking firms, consulting groups and equipment manufacturers specialized in PCS. Mr. Dunhem jointly with the other investors successfully sold his investment in the company in December 1997 to Telenordia, a joint venture between British Telecom, TeleDenmark and TeleNorway.

Before founding AEDC, FGC and the Tele8 companies, Mr. Dunhem founded in 1990 a Swedish and a U.S. company for high speed data communication to large cruise ships and ferry boats sailing Scandinavian and Caribbean waters. The business did not develop as expected due to down-turns in the shipping industry and Mr. Dunhem scaled back the operations.

In earlier years, Mr. Dunhem served 1989 – 1990 as Executive Vice President in charge of building-up the engineering and operations of Europe's second private telephone

company, Comvik Skyport, Sweden. During 1978 - 1989 Mr. Dunhem served in progressive positions as program manager with INTELSAT, Washington, D.C., the worlds largest satellite organization, with responsibilities for the build-up of global command and control systems. He has also been with the former Swedish monopoly national telephone company as a senior engineer and with Saab-Scania aerospace division as project engineer for satellite sub systems.

Mr. Dunhem is a former officer with the Swedish Airforce and serves as Chairman of the Board of Directors of the Swedish Lutheran Church of Washington, D.C. and serves as Committee Member of the Board of a local troop in Northern Virginia of Boy Scouts of America.

J. F. "Jack" Ryan III

BACKGROUND SUMMARY

Thirty nine years of increasing responsible executive management positions in Sales, Marketing, Sales Management, and Chief Executive Offices in the Telecommunications Industry, leading to my current position of Senior Partner and General Manager of a Virginia Telecommunications Corporation as well as National Sales Manager with the American Bankers Association in Washington D.C.

During my business career I have directed and managed the start-up operation of a \$25 million interconnect sales and service company as well as directed an \$80 million national sales organization. All management positions carried a complete profit and loss responsibility for sales, service, financial accounting and administration. In addition, I have marketing experience in product management, advertising/sales promotion and strategic planning and research. Proven track record in participative management.

PROFESSIONAL EXPERIENCE

CAPITOL COMMUNICATIONS CORPORATION

Vice President & General Manager
1990-Present

A leading telecommunications management company with specialization in network analysis and design with revenues of \$15 million nationwide and 45 employees. The company supports over 2000 clients and 5000 locations. The company is one of the leading, full service resellers of AT&T network services. Currently a principal and manage all phases of sales, customer service, key vendor and partnership relationships. Focus has been on new market identification, profitable growth and enhancement to operating income.

Major responsibilities included:	Major Accomplishments included
P&L Responsibilities	Increased Sales 121%
Sales and Marketing	Reduced Customer Attrition 100%
Strategic Planning	Improved sales closing rate 55%
Business Development	Developed independent agent sales force

AMERICAN BANKERS ASSOCIATION

National Sales Manager

National Trade Association for the Banking Industry. Handled the Endorsed Telecommunications Program for the ABA's for profit subsidiary: Corporation for American Banking. Extensive travel throughout the country establishing relationships with each State Banking Association. Provided sales leadership for three (3) major endorsed Telecom Programs which generated significant revenues to both the ABA and State Bankers Associations.

LITEL TELECOMMUNICATIONS CORPORATION, Worthington, OH

1986-1990

National Sales Manager/Financial Services

Reporting to the Executive Vice President of Sales, had the responsibility of the sales function for the "Financial Markets" in New York, Chicago and San Francisco, CA.

Established sales plan and organization in New York, Chicago and San Francisco to address the financial market sales opportunity of both private line services as well as Litel's fifth largest customer with an annual billing of \$8.5 million. Achieved annual net billed revenue for 1990 year end of \$5.2 million.

CONTEL CORPORATION, Chicago, IL
1978-1986
President of Chicago Subsidiary

Reported to the Executive Vice President/Subsidiary Operation, had complete P&L responsibility for the sales installation, service and administration of a \$25 million start-up company consisting of 90 employees.

Accomplishments:

Directed the successful merger of 2 Executone distributorships into a formidable marketing oriented company. Consolidated duplicate sales and service branch locations into a centralized headquarters and warehouse operation and opened branch sales offices in key market locations. Reduced operating expenses 25% (\$300,00) and increased overall operating efficiency.

Restructured the sales organization by introducing the following programs:

Mandatory product and sales skills training program.

Redesigned sales compensation program

Reduced sales management overhead and increased span of control

Established a PBX sales and engineering support team

Introduced a telemarketing and direct mail program which led to increased sales by 25% and provided sales force with qualified leads.

Introduced aggressive sales/marketing program for the sale of long distance service.

Contel Corporation, Bakersfield, CA
1978-1986
Marketing & Sales Director - Western Region

Reported to the Vice President of Marketing and Sales and the Western Region Vice President, had the responsibility for recruiting and developing a marketing and sales team for the Western Region headquarters in Bakersfield, CA -- consisting of four operating telephone companies encompassing 12 states.

Continental Telecom Inc, Atlanta, GA
1978-1986
Vice President Marketing & Sales

Reported to the Executive Vice President - Telephone Operations, had the responsibility for directing the domestic telephone marketing and sales operations for the Continental Telephone Corporation covering states, three regions, and 14 divisions comprising a national sales force of 300.

Ohio Bell Telephone Company, Cleveland, OH
1960-1977
Marketing & Planning Manager/Corporate Staff

Responsible for developing Ohio Bell's first strategic marketing plan
Responsible for staff/line liaison in the areas of product planning, market segmentation, sales operations and sales measuring programs

During the 17 years with Ohio Company, I received extensive training in the following positions which I held:

Sales Representative

Communications Consultant

Sales Manager/Industry Manager

Marketing Staff Manager/Intercity Service

Commercial Manager/Business Services

Plant Manager/Business Services

Public Affairs Manager

Marketing and Planning Manager

Educational Background

Bachelor of Business Administration

John Carroll University, 1960; Cleveland, OH

John Marshall Law School; Cleveland, OH

† Degree Incomplete

Military Background

United States Army - active duty 1961; Reserves 1962-1966; Honorable Discharge

Personal Data

Age: 62 Years Old

Marital Status: Married, 4 Children

Health: Excellent

Activities Avid golfer, enjoy outdoor sports, swimming, tennis

References Available upon request

Oscar A. Bazoberry

PRESIDENT & CEO, World Data, Inc.

EDUCATION

MS in Engineering Administration, George Washington University.
BS in Electrical Engineering, Computer Science minor, University of Maryland.
Seminars in the areas of Telecommunications, Local and Wide Area Networks, Configuration Management, Data Base Management, Total Quality Management, Business Process Re-engineering.

EXPERIENCE SUMMARY

Mr. Bazoberry is an international Internet expert. He has traveled throughout the Americas conducting seminars and consulting workshops in the area of commercialization of Internet services by PTTs and major corporations.

He has given lectures around the world in technical and management areas such as the Internet, Intranets, Convergence of Telecommunications and Information Technology, Local and Wide Area Networks, NSPs (Network Service Providers), Configuration and Project Management, Internet Commercialization, Business Process Redesign, and Internet Business Models.

Mr. Bazoberry has over 17 years of experience in analysis, design, development, and implementation of business applications that involve the entire spectrum of computer, network, and telecommunication technologies. He has been a pioneer in the Microcomputer industry by designing interfaces among incompatible bus structures, and in the software industry by writing one of the first Data Base Management Systems. Currently he is authoring a book addressing different Corporate Internet Business Models and Methodologies to fully take advantage of the convergence and Internet revolution.

As a founder and current president of World Data, Inc. he is responsible for the successful design and implementation of Internet based business solutions. Currently Mr. Bazoberry is involved in developing regional and global Internet/Intranet/Extranet strategies and the management of large scale related projects for major Carriers, Telephone companies, U.S. Federal Government agencies, Multinational Corporations, International Institutions, and Internet Service Providers. Mr. Bazoberry has managed the production of new emerging IP services and technologies and has designed market introduction strategies.

Mr. Bazoberry's goal is to lead WDI to become the most recognized company in the world offering virtual services over the Internet.

As a technical advisor to high ranking US and foreign government officials, as well as corporate and international executives, he has managed several projects such as: Enterprise connectivity assessment of a large oil company, Work-flow automation of banking processes, Business process streamlining for start up telecommunications companies, Migration to Client-Server of event related applications, Network management implementation of wide area networks, Internet/Intranet strategic planning,

E-commerce strategies, and IP applications. Mr. Bazoberry has successfully established strategic alliances to provide clients with one stop solutions. These alliances are with major network, client-server, and telecommunication companies.

The business and academic community has recognized Mr. Bazoberry with several business awards for his participation on several boards and technical committees.

PROFESSIONAL EXPERIENCE

June 80 - Present. President. World Data, Inc.

Responsible for the successful design and implementation of management information systems for several profit and non-profit corporations. Mr. Bazoberry has been successfully involved in the entire life cycle of WDI software products for programmers and end users; they include: development of conference management, accounting, scheduling, cost tracking, budgeting, communications, project management and other business applications.

His recent projects entail the latest technology in Enterprise Connectivity, Client-Server based Applications, and Telecommunications as shown below:

- The management of the deployment of Internet nodes and IP backbones in the Americas.

 - The development of an Intranet strategy for global commercialization.

 - Designed WDI Virtual Services. Currently working with a major communications carrier to act as a main distributor..

 - Intimately involved in the design of a complete Internet business model.

 - Provides management and technical support to major carriers and corporations in the Americas.

June 79 - June 80. DP Manager. George Washington University.

Mr. Bazoberry designed and implemented a data processing center that helped the Continuing Engineering Education Department grow to over 16 times its original size. Key applications implemented included registration, scheduling, marketing, and accounting.

July 78 - June 79. DP Consultant. InterAmerica.

Provided data processing consulting in the areas of Cost/Benefit Analysis, System Selection and Acquisition, Operations Management, and Systems Analysis. Mr. Bazoberry's innovative ideas helped InterAmerica secure multi-million dollar contracts with the US Government.

October 77 - July 78. Design Engineer. American Data.

Key member of a team in charge of research, design, and implementation of a dual microcomputer bus interface to allow non-compatible S-100 microcomputers to use S-100 products.

COMPUTER SYSTEMS EXPERIENCE

HARDWARE: IBM 30xx; IBM PC/AT and compatibles; UNIVAC 1100 series; Unix PC; Alpha Micro.

SOFTWARE: FORTRAN; BASIC; C; IBM ASSEMBLER; 8086 ASSEMBLER; PASCAL, DOS dBASE III, Advanced Revelation, dBASE IV, Advanced Netware 2.**, Advanced Netware 3.**, Unix.

APPLICATIONS: SPSS; Lotus; Excell, Windows, Modeling and Simulation, large-scale data base design, MIS systems implementation, distributed systems, transaction processing systems, local and wide area networks, computer graphics, and computer modeling.

SPECIAL SKILLS

Project management, performance analysis and capacity planning, requirement analysis and hardware configuration/software design, configuration management.

FINANCIAL EXPERIENCE

Prospectus creation for Telecommunications and Internet projects.

Formed Joint-Ventures, Partnerships, and Corporate Teams.

Involved in advising investors of merger and acquisitions of Internet firms.

Lance J.M. Steinhart
Attorney At Law
6455 East Johns Crossing
Suite 285
Duluth, Georgia 30097

DEPOSIT DATE
D119 APR 02 1999

Also Admitted in New York
and Maryland

Telephone: (770) 232-9200
Facsimile: (770) 232-9208

March 31, 1999

VIA OVERNIGHT DELIVERY

Florida Public Service Commission
Division of Administration
2540 Shumard Oak Blvd.
Gunter Bldg.
Tallahassee, Florida 32399-0850

Re: erbia Network, Inc.

Dear Sir/Madam:

Enclosed please find one original and six (6) copies of erbia Network, Inc.'s Application for Authority to Provide Interexchange Telecommunications Service Within the State of Florida, along with an original and six (6) copies of erbia Network, Inc.'s proposed tariff.

erbia Network, Inc. has sufficient financial capability to provide the requested service in the State of Florida and has sufficient financial capability to maintain the requested service and to meet its lease or ownership obligations. In support of erbia Network, Inc.'s stated financial capability, a copy of its balance sheet as of March 31, 1999 is attached to its application. As a reseller, erbia Network, Inc. does not intend to make a capital investment to provide service in the State of Florida, however, erbia Network, Inc. intends to fund the provision of service through internally generated cash flow. erbia Network, Inc. also has the ability to borrow funds, if required, based upon its financial capabilities.

ERBIA, INC.
1483 CHAIN BRIDGE RD., STE. 300
MC LEAN, VA 22101

DATE: 2/24/99

1070
68-107/580

PAY TO THE ORDER OF Florida Public Service Commission \$ 250.00

Two hundred fifty dollars and 00/100 DOLLARS

CRESTAR
Crestar Bank
Alexandria, Virginia

FOR Filing Fee

DOCUMENT NUMBER-DATE
04315 APR-28 MF

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