



210 N. Park Ave.  
Winter Park, FL  
32789

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

Tel: 407-740-8575  
Fax: 407-740-0613  
tmi@tminc.com

May 5, 1999

**Overnight**

Blanca Bayo, Director  
Division of Records and Reporting  
Florida Public Service Commission  
2540 Shumard Oak Blvd.  
Tallahassee, FL 32399-0870

990559-77

RECEIVED  
FLORIDA PUBLIC  
SERVICE COMMISSION  
99 MAY -6 PM 12:33  
MAIL ROOM

RE: Initial Application and Tariff of Telexpress Communications, Inc. d/b/a Telexpress, for Authority to Provide Interexchange Telecommunications Services within the State of Florida.

Dear Ms. Bayo:

Enclosed for filing are the original and six (6) copies of the above-referenced application of Telexpress Communications, Inc. d/b/a Telexpress. Also enclosed is a \$250 check to cover the filing fee.

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

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

Sincerely,

Monique Byrnes  
Consultant to  
Telexpress Communications, Inc.

MB/sp

cc: A. Burnett - Alpina  
L. Garcia - Telexpress  
file: Telexpress - FL  
tms: fld9900

Original and six (6) copies of application and \$250 check enclosed.  
*[Signature]*

MAIL ROOM  
99 MAY -6 PM 1:46  
DOCUMENT NUMBER - DATE  
05781 MAY -6 99  
RECORDS/REPORTING

**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 Boulevard  
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**

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:

**Telexpress Communications, Inc.**

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

**Telexpress**

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

Street: **13499 Biscayne Boulevard**  
P.O. Box: **Suite 215**  
City, State: **Miami, Florida**  
Zip Code: **33181**

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

Street: **13499 Biscayne Boulevard**  
P.O. Box: **Suite 215**  
City, State: **Miami, Florida**  
Zip Code: **33181**

7. 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"/> | Other, _____        |                                     |                     |

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

**Not Applicable**

- (a) Provide proof of compliance with the foreign partnership statute (Chapter 620.169 FS), if applicable.
- (b) Indicate if the individual or any of the partners have previously been:
  - (1) adjudged bankrupt, mentally incompetent, or found guilty of any felony or of any crime, or whether such actions may result from pending proceedings.
  - (2) officer, director, partner or stockholder in any other Florida certificated telephone company. If yes, give name of company and relationship. If no longer associated with the company, give reason why not.

9. If incorporated, please give:

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

Corporate charter number: **P98000106643**

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

**Luis Jimmy Garcia  
13499 Biscayne Boulevard  
Miami, Florida 33181**

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

Fictitious name registration number: **G98363900087**

- (d) Indicate if any of the officers, directors, or any of the ten largest stockholders have previously been:

- (1) adjudged bankrupt, mentally incompetent, or found guilty of any felony or of any crime, or whether such actions may result from pending proceedings.

**No officer, director or stockholder of the Company has been adjudged bankrupt, mentally incompetent, or found guilty of any felony or of any crime. No officer, director or stockholder of the Company are involved in proceedings which may result in such action.**

- (2) officer, director, partner or stockholder in any other Florida certificated telephone company. If yes, give name of company and relationship. If no longer associated with the company, give reason why not.

**No officer, director, partner or stockholder of the Company is an officer, director or stockholder in any other Florida certificated telephone company.**

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

(a) The application:

**Monique Byrnes**  
**Consultant to Telexpress Communications, Inc.**  
**Technologies Management, Inc.**  
**P.O. Drawer 200**  
**Winter Park, FL 32790-0200**  
**Telephone: (407) 740-8575**  
**Facsimile: (FAX) 740-0613**

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

**Luis Jimmy Garcia**  
**13499 Biscayne Boulevard**  
**Suite 215**  
**Miami, Florida 33181**

(c) Tariff:

**Monique Byrnes**  
**Consultant to Telexpress Communications, Inc.**  
**Technologies Management, Inc.**  
**P.O. Drawer 200**  
**Winter Park, FL 32790-0200**  
**Telephone: (407) 740-8575**  
**Facsimile: (FAX) 740-0613**

(d) Complaints/Inquiries from customers:

**Customer Service Manager**  
**Telexpress Communications, Inc.**  
**13499 Biscayne Boulevard**  
**Suite 215**  
**Miami, Florida 33181**

11. List the states in which the applicant:

(a) Has operated as an interexchange carrier.

**None**

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

**None**

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

**None**

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

**Not applicable**

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

**Not applicable**

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

**None**

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

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

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.).

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 checked="" type="checkbox"/> Other:(specify) <u>Anyone who uses the company's services.</u> |  |

17. Please provide the following (if applicable):

- (a) Will the name of your company appear on the bill for your services, and if not, who will the billed party contact to ask questions about the bill (provide name and phone number) and how is this information provided?

**The company offers prepaid card services only for which there is no customer billing.**

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

**Not applicable**

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

**See Attachment III.**

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 Attachment IV.**

C. Technical capability.

**As a reseller, Applicant relies on the technical expertise of its underlying carrier for maintenance of the network.**

19. Please submit the proposed tariff under which the company plans to begin operation. Use the format required by Commission Rule 25-24.485 (example enclosed).

**See Attachment II.**

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 mbps, DS-3, etc.)**

**Travel service**

- Method of access is 950
- Method of access is 800

**900 service**

**Operator Services**

- Available to presubscribed customers
- Available to non presubscribed customers (for example, patrons of hotels, students in universities, patients in hospitals).
- Available to inmates

**Services included are:**

- Station assistance
- Person to person assistance
- Directory assistance
- Operator verify and interrupt
- Conference calling

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

**800 access number, plus identification number, plus the destination telephone number.**

22. Other:

**\*\* APPLICANT ACKNOWLEDGMENT STATEMENT \*\***

**1. REGULATORY ASSESSMENT FEE:**

I understand that all telephone companies must pay a regulatory assessment fee in the amount of .15 of one percent of its gross operating revenue derived from intrastate business. Regardless of the gross operating revenue of a company, a minimum annual assessment fee of \$50 is required.

**2. GROSS RECEIPTS TAX:**

I understand that all telephone companies must pay a gross receipts tax of 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 interexchange service.

**7. 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, punishable as provided in s. 775.082 and s. 775.083".**

UTILITY OFFICIAL:

  
Signature

03-09-99  
Date

Luis S. Garcia  
Luis Jimy Garcia

(305) 461-1239

**APPENDICES:**

- A - CERTIFICATE TRANSFER STATEMENT
- B - CUSTOMER DEPOSITS AND ADVANCE PAYMENTS
- C - INTRASTATE NETWORK
- D - FLORIDA TELEPHONE EXCHANGES AND EAS ROUTES

**ATTACHMENTS:**

- I - AUTHORITY TO OPERATE IN FLORIDA
- II - PROPOSED TARIFF
- III - FINANCIAL STATEMENTS
- IV - MANAGERIAL AND TECHNICAL CAPABILITIES

**CERTIFICATE OF TRANSFER STATEMENT**

I, \_\_\_\_\_ of \_\_\_\_\_, and current holder of certificate number \_\_\_\_\_, have reviewed this application and join in the petitioner's request for a transfer of the above-mention certificate.

**Not Applicable**

**UTILITY OFFICIAL:**

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Date

\_\_\_\_\_  
Name and Title

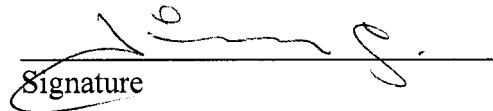
\_\_\_\_\_  
Telephone

**CUSTOMER DEPOSITS AND ADVANCE PAYMENTS**

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

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

**UTILITY OFFICIAL:**

  
Signature

03-09-99  
Date

Luis Jimmy Garcia  
13499 Biscayne Boulevard  
Suite 215  
Miami, Florida 33181  
Telephone: (305) 461-1991  
Facsimile: (305) 461-1239



**INTRASTATE NETWORK**

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

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

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

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

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

<b>POP-to-POP</b>	<b>TYPE</b>	<b>OWNERSHIP</b>
-------------------	-------------	------------------

- 1) None.
- 2)
- 3)

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

Statewide

**5. TRAFFIC RESTRICTIONS: Please explain how the applicant will comply with the EAEA requirements contained in Commission Rule 25-24.471 (4)(a) (copy enclosed).**

Not applicable

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

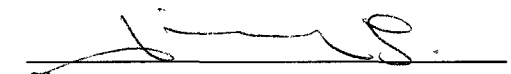
(a) What services have been provided and when did these service begin?

**Not applicable**

(b) If the services are not currently offered, when were they discontinued?

**Not applicable.**

**UTILITY OFFICIAL:**

  
Signature

03-09-99  
Date

Luis Jimy Garcia  
13499 Biscayne Boulevard  
Suite 215  
Miami, Florida 33181  
Telephone: (305) 461-1991  
Facsimile: (305) 461-1239

**\*\* APPENDIX D \*\***

**FLORIDA TELEPHONE EXCHANGES  
AND  
EAS ROUTES**

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

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

**\*\* FLORIDA EAS FOR MAJOR EXCHANGES \*\***

Extended Service Area with These Exchanges

PENSACOLA:	Cantonment, Gulf Breeze, Pace, Milton Holley-Navarre.
PANAMA CITY:	Lynn Haven, Panama City Beach, Youngstown-Fountain and Tyndall AFB.
TALLAHASSEE:	Crawfordville, Havana, Monticello, Panacea, Sopchoppy and St. Marks.
GAINESVILLE:	Alachua, Archer, Brooker, Hawthorne, High Springs, Melrose, Micanopy, Newberry and Waldo.
OCALA:	Belleview, Citra, Dunnellon, Forest Lady Lake (B21), McIntosh, Iklawaha, Orange Springs, Salt Springs and Silver Springs Shores.
DAYTONA BEACH:	New Smyrna Beach.
TAMPA:	Central           None East               Plant City North             Zephyrhills South             Palmetto West              Clearwater
CLEARWATER:	St. Petersburg, Tampa-West and Tarpon Springs.

ST. PETERSBURG: Clearwater.

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

ORLANDO: Apopka, East Orange, Lake Buena Vista, Oviedo, Windermere, Winter Garden, Winter Park, Montverde, Reedy Creet, and Oviedo-Winter Springs.

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

TITUSVILLE: Cocoa and Cocoa Beach.

COCOA: Cocoa Beach, Eau Gallie, Melbourne and Titusville.

MELBOURNE: Cocoa, Cocoa Beach, Eau Gallie and Sebastian.

SARASOTA: Bradenton, Myakka and Venice.

FT. MYERS: Cape Coral, Ft. Myers Beach, North Cape Coral, North Ft. Myers, Pine Island, Lehigh Acres and Sanibel-Captiva Islands.

NAPLES: Marco Island and North Naples.

WEST PALM BEACH: Boynton Beach and Jupiter.

POMPANO BEACH: Boca Raton, Coral Springs, Deerfield Beach and Ft. Lauderdale.

FT. LAUDERDALE: Coral Springs, Deerfield Beach, Hollywood and Pompano Beach.

HOLLYWOOD: Ft. Lauderdale and North Dade.

NORTH DADE: Hollywood, Miami and Perrine.

MIAMI: Homestead, North Dade and Perrine.

**Telexpress intends to offer service throughout the State of Florida.**



**ATTACHMENT I**

**AUTHORITY TO OPERATE IN FLORIDA**



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

December 24, 1998

LUIS JIMMY GARCIA  
P.O. BOX 331224  
MIAMI, FL 33233-1224

The Articles of Incorporation for TELEXPRESS COMMUNICATIONS, INC were filed on December 21, 1998 and assigned document number P98000106643. Please refer to this number whenever corresponding with this office regarding the above corporation. The certification you requested is enclosed.

**PLEASE NOTE: COMPLIANCE WITH THE FOLLOWING PROCEDURES IS ESSENTIAL TO MAINTAINING YOUR CORPORATE STATUS. FAILURE TO DO SO MAY RESULT IN DISSOLUTION OF YOUR CORPORATION.**

**A CORPORATION ANNUAL REPORT MUST BE FILED WITH THIS OFFICE BETWEEN JANUARY 1 AND MAY 1 OF EACH YEAR BEGINNING WITH THE CALENDAR YEAR FOLLOWING THE YEAR OF THE FILING DATE NOTED ABOVE AND EACH YEAR THEREAFTER. FAILURE TO FILE THE ANNUAL REPORT ON TIME MAY RESULT IN ADMINISTRATIVE DISSOLUTION OF YOUR CORPORATION.**

**A FEDERAL EMPLOYER IDENTIFICATION (FEI) NUMBER MUST BE SHOWN ON THE ANNUAL REPORT FORM PRIOR TO ITS FILING WITH THIS OFFICE. CONTACT THE INTERNAL REVENUE SERVICE TO RECEIVE THE FEI NUMBER IN TIME TO FILE THE ANNUAL REPORT AT 1-800-829-3676 AND REQUEST FORM SS-4.**

**SHOULD YOUR CORPORATE MAILING ADDRESS CHANGE, YOU MUST NOTIFY THIS OFFICE IN WRITING, TO INSURE IMPORTANT MAILINGS SUCH AS THE ANNUAL REPORT NOTICES REACH YOU.**

Should you have any questions regarding corporations, please contact this office at the address given below.

Randall Purintun, Document Specialist  
New Filing Section

Letter Number: 198A00060351

# State of Florida



## Department of State

I certify from the records of this office that TELEXPRESS COMMUNICATIONS, INC is a corporation organized under the laws of the State of Florida, filed on December 21, 1998.

The document number of this corporation is P98000106643.

I further certify that said corporation has paid all fees and penalties due this office through December 31, 1998, 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-fourth day of December, 1998



CR2EO22 (2-95)

*Sandra B. Northam*

Sandra B. Northam  
Secretary of State



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

December 30, 1998

TELEXPRESS  
P.O. BOX 331224  
MIAMI, FL 33233-1224

Subject: **TELEXPRESS**

REGISTRATION NUMBER: **G98363900087**

This will acknowledge the filing of the above fictitious name registration which was registered on December 30, 1998. 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.

/lb  
Division of Corporations

Letter No. 998A00060903



Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: TELEXPRESS COMMUNICATIONS, INC.  
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00  
Filing Fee

\$78.75  
Filing Fee  
& Certificate of Status

\$78.75  
Filing Fee  
& Certified Copy

\$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

**ADDITIONAL COPY REQUIRED**

FROM: Luis Jimmy GARCIA  
TELEXPRESS COMMUNICATIONS, INC  
Name (Printed or typed)

P. O. Box 331224  
Address

MIAMI, FL 33233 - 1224  
City, State & Zip

(305) 461-1991  
Daytime Telephone number

**NOTE: Please provide the original and one copy of the articles.**

93 DEC 21 AM 9:24

# ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

## ARTICLE I NAME

The name of the corporation shall be:

*TELEXPRESS COMMUNICATIONS, INC*

## ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

*P.O. BOX 331224, MIAMI, FL 33233 - 1224*

## ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

*10,000 (1¢ PAR VALUE)*

## ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

*LUIS JIMMY GARCIA #508  
13499 BISCAYNE BLVD, MIAMI, FL 33181*

## ARTICLE V INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:

*LUIS JIMMY GARCIA  
P.O. BOX 331224, MIAMI, FL 33233 - 1224*

X *[Signature]*  
Signature/Incorporator

*Dec 14, 98*  
Date

(An additional article must be added if an effective date is requested.)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent

X *[Signature]*  
Signature/Registered Agent

*Dec 14, 98*  
Date

**ATTACHMENT II**

**PROPOSED TARIFF**

TITLE PAGE  
FLORIDA TELECOMMUNICATIONS TARIFF  
OF  
TELEXPRESS COMMUNICATIONS, INC.  
d/b/a Telexpress

This tariff contains the descriptions, regulations, and rates applicable to the furnishing of resold telecommunication services provided by Telexpress Communications, Inc. d/b/a Telexpress with principal offices located at 13499 Biscayne Boulevard, Suite 215, Miami, Florida 33181. This tariff applies to services furnished within the State of Florida. This tariff is on file with the Florida Public Service Commission, and copies may be inspected, during normal business hours, at the Company's principal place of business.

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ISSUED: May 6, 1999

EFFECTIVE:

ISSUED BY: Luis Jimmy Garcia, President  
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**CHECK SHEET**

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

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

\* Indicates new or revised sheet with this filing

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ISSUED: May 6, 1999

EFFECTIVE:

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**SYMBOLS**

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

**D** - Delete or discontinue

**I** - Change resulting in an increase to a Customer's bill

**M** - Moved from another tariff location

**N** - New

**R** - Change resulting in a reduction to a Customer's bill

**T** - Change in text or regulation but no change in rate or charge

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

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**TARIFF FORMAT**

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

**B. Sheet Revision Numbers** - Revision numbers also appear in the upper right corner of each sheet. These numbers are used to determine the most current sheet version on file with the FPSC. For example, the 4th revised Sheet 14 cancels the 3rd revised Sheet 14. Because of various suspension periods, deferrals, etc. the FPSC follows in their tariff approval process, the most current sheet number on file with the Commission is not always the tariff sheet in effect. Consult the check sheet for sheet currently in effect.

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

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

**D. Check Sheets** - When a tariff filing is made with the FPSC, an updated check sheet accompanies the tariff filing. The check sheet lists the sheets contained in the tariff, with a cross reference to the current revision number. When new 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 the check sheet if these are the only changes made to it (i.e., the format, etc. remains the same, just revised revision levels on some sheets). The tariff user should refer to the latest check sheet to find out if a particular sheet is the most current on file with the FPSC.

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**SECTION 1.0 - TECHNICAL TERMS AND ABBREVIATIONS**

**1.1 Abbreviations**

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

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

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

**1.2 Definitions**

**Authorization Code** - A pre-defined series of numbers to be dialed by the Customer or End User upon access to the Company's system to notify the caller and validate the caller's authorization to use the services provided. The Customer is responsible for charges incurred through the use of his or her assigned Authorization Code.

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

**Commission** - The Florida Public Service Commission.

**Company or Carrier** - Telexpress Communications, Inc. d/b/a Telexpress unless otherwise clearly indicated by the context.

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

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

**LEC** - Local Exchange Company

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

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

**1.2 Definitions, (Cont'd)**

**Personal Identification Number (PIN)** - A numeric or alpha-numeric sequence which uniquely identifies a travel card or Prepaid card account. See Authorization Code.

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

**Prepaid Card** - A card issued by the Company which provides the Customer with a Personal Identification Number (PIN) and instructions for accessing the Carrier's network.

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

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

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

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

**Telexpress** - Telexpress Communications, Inc. d/b/a Telexpress, issuer of this tariff.

**V & H Coordinates** - Geographic points which define the originating and terminating points of a call in mathematical terms so that the airline mileage of the call may be determined. Call mileage is used for the purpose of rating calls.

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## SECTION 2.0 - RULES AND REGULATIONS

### 2.1 Undertaking of the Company

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

### 2.2 Applicability of Tariff

This tariff is applicable to telecommunications services provided by Telexpress within the state of Florida.

### 2.3 Limitations of Service

**2.3.1** Service will be furnished subject to the availability of the necessary facilities and/or equipment and subject to the provisions of this tariff.

**2.3.2** Telexpress reserves the right to discontinue furnishing service when necessitated by conditions beyond its control, or when the Customer is using the service in violation of the provisions of this tariff, or in violation of law.

**2.3.3** The Company does not undertake to transmit messages, but offers the use of its facilities when available, and will not be liable for errors in transmission or for failure to establish connections.

**2.3.4** Telexpress reserves the right to discontinue the offering of service if a change in regulation materially and negatively impacts the financial viability of the service in the best business judgment of the Company.

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

**2.4 Liability**

- 2.4.1** The liability of the Company for any claim or loss, expense or damage (including indirect, special, or consequential damage) for any interruption, delay, error, omission, or defect in any service, facility or transmission provided under this tariff shall not exceed an amount equivalent to the proportionate charges to the Customer for the period of service or the facility provided during which such interruption, delay, error, omission, or defect occurs.
- 2.4.2** The Company shall not be liable for any claim or loss, expense, or damage (including indirect, special, or consequential damage), for any interruption, delay, error, omission, or other defect in any service facility, or transmission provided under this tariff, if caused by any person or entity other than the Company, by any malfunction of any service or facility provided by any other carrier, by any act of God, fire, war, civil disturbance, or act of government, or by any other cause beyond the Company's direct control.
- 2.4.3** The Company shall not be liable for, and shall be fully indemnified and held harmless by Customer and Subscriber against any claim or loss, expense, or damage, (i) for defamation, invasion of privacy, infringement of copyright or patent, unauthorized use of any trademark, trade name, or service mark, unfair competition, interference with or misappropriation or violation of any contract, proprietary or creative right, or any other injury to any person, property, or entity arising from the material data, information, or content revealed to, transmitted, processed, handled, or used by Company under this tariff, or (ii) for connecting, combining, or adapting Company's facilities with Customer's or Subscriber's apparatus or systems, or (iii) for any act or omission of the Customer or Subscriber, or (iv) for any personal injury or death of any person, or for any loss of or damage to Subscriber's or Customer's premises or any other property, whether owned by Customer, Subscriber or others, caused directly or indirectly by the installation, maintenance, location, condition, operation, failure or removal of equipment or wiring provided by the Company if not directly caused by negligence of the Company.

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

**2.4 Liability, (Cont'd)**

**2.4.4** The Company shall not be liable for any claim, loss, or refund as a result of loss or theft of Prepaid Cards or Personal Identification Numbers issued for use with the Company's services. Nor will the Company be liable for any claim, loss or refund on any unused balance remaining on a Prepaid Card provided to a Customer before or after the expiration date assigned to each Prepaid Account.

**2.5 Payment and Credit Regulations**

**2.5.1 Payment Arrangements**

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

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

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

**2.5.2 Deposits**

The Company does not collect deposits from its Customers. The prepayment for services which are immediately available to the Customer does not constitute a deposit.

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ISSUED: May 6, 1999

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

**2.5 Payment and Credit Regulations, (Cont'd)**

**2.5.3 Advance Payments**

The Company does not collect advance payments from its Customers. The prepayment of services immediately available does not constitute an Advance Payment.

**2.5.4 Taxes**

Federal, state and local taxes, including but not limited to federal excise tax, state gross receipts taxes, sales taxes, and municipal utilities taxes are included in the rates listed in this tariff. For pre-paid services, taxes and fees shall be included in the rates and charges stated in the Company's rate schedule for this service.

**2.5.5 Returned Checks**

The Company reserves the right to assess a return check charge of up to \$20.00 or 5% of the balance due (whichever is greater) whenever a check or draft presented for payment of service is not accepted by the institution on which it is written.

**2.5.6 Late Payment Charge**

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

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

**2.6 Refunds or Credits for Service Outages or Deficiencies**

**2.6.1 Interruption of Service**

Credit allowances for interruptions of service which are not due to the Carrier's testing or adjusting, to the negligence of the Customer, or to the failure of channels, equipment or communications systems provided by the Customer, are subject to the general liability provisions set forth in Section 2.4.2 herein. It shall be the obligation of the Customer to notify Carrier immediately of any interruption in service for which a credit allowance is desired by Customer. Before giving such notice, Customer shall ascertain that the trouble is not within his or her control or is not in wiring or equipment, if any, furnished by the Customer and connected to Carrier's terminal.

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

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

**2.7 Refusal or Discontinuance by Company**

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

- 2.7.1 For non-compliance with and/or violation of the Commission's regulations or the Company's rules and regulations.
- 2.7.2 For non-payment of any amount past due to the Company by the Customer, including non-payment of a Customer Card Account Renewal of a fully-depleted balance.
- 2.7.3 When the Available Account Balance of a non-renewable account is Depleted to a level insufficient to place a one-minute call to the location of least cost.
- 2.7.4 When the established expiration date of the Customer Account is reached.
- 2.7.5 In the event of Customer use in such a manner as to adversely affect the Company's equipment, the Company's service to others, or the Company's financial position.
- 2.7.6 In the event of tampering with the equipment furnished and owned by the Company.
- 2.7.7 In the event of unauthorized or fraudulent use of service. Whenever service is discontinued for fraudulent use of service, the Company may, before restoring service, require the Customer to make, at his or her own expense, all changes necessary to eliminate illegal use and to pay an amount reasonably estimated as the loss in revenues resulting from such fraudulent use.
- 2.7.8 When necessary for the Company to comply with any order or request of any governmental authority having jurisdiction.

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

**2.8 Miscellaneous Rates and Charges**

The Company may adjust its rates and charges or impose additional rates and charges on its Customers in order to recover amounts it is required by governmental or quasi-governmental authorities to collect from or pay to others in support of statutory or regulatory programs. Examples of such programs include, but are not limited to, the Universal Service Fund, the Primary Interexchange Carrier Charge, and compensation to payphone service providers for the use of their payphones to access Telexpress service.

**2.9 Use of Service**

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

**2.10 Applicable Law**

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

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ISSUED: May 6, 1999

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

**2.11 Tests, Pilots, Promotional Campaigns and Contests**

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

These promotions will be approved by the FPSC with specific starting and ending dates with promotions running under no circumstances longer than 90 days in any twelve month period.

**2.12 Other Rules**

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

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ISSUED: May 6, 1999

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**SECTION 3.0 - DESCRIPTION OF SERVICE**

**3.1 General**

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

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

**3.2 Quality and Grade of Service Offered**

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

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

**3.3 Timing of Calls**

- 3.3.1 Timing for all calls begins when the called party answers the call (i.e. when two way communications are established.) Answer detection is based on standard industry answer detection methods, including hardware and software answer detection.
- 3.3.2 Chargeable time for all calls ends when either one of the parties disconnects from the call.
- 3.3.3 Minimum call duration and additional billing increments are specified in Section 4.
- 3.3.4 There is no billing applied for incomplete calls.

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ISSUED: May 6, 1999

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

**3.4 Calculation of Distance**

Usage charges for mileage sensitive services vary based on the type of service subscribed to by the Customer. For services utilizing switched access, mileage measurements for rate schedules are based on the distance in airline miles between rate centers associated with the originating and terminating stations. For services utilizing dedicated access, mileage measurements for rate schedules are based on the distance in airline miles between the Telexpress network access point associated with the station utilizing Dedicated Access Origination/Termination and the rate center associated with the called/calling station.

The distance between the originating and terminating points is calculated by using the "V" and "H" coordinates of the serving wire centers as defined by BellCore (Bell Communications Research), in the following manner:

- Step 1: Obtain the "V" and "H" coordinates for the serving wire center or network access point serving the Customer's location and the called/calling station.
- Step 2: Obtain the difference between the "V" coordinates. Obtain the difference between the "H" coordinates.
- Step 3: Square the differences obtained in Step 2.
- Step 4: Add the squares of the "V" difference and "H" difference obtained in Step 3.
- Step 5: Divide the sum of the square obtained in Step 4 by ten (10). Round to the next higher whole number if any fraction results from the division.
- Step 6: Obtain the square root of the whole number obtained in Step 5. Round to the next higher whole number if any fraction is obtained. This is the distance between the originating and terminating locations of the call.

Formula:

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

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

**3.5 Public Telephone Surcharge**

In order to recover the Company's expenses to comply with the FCC's pay telephone compensation plan effective on October 7, 1997 (FCC 97-371), an undiscountable per call charge is applicable to all interstate, intrastate and international calls that originate from any domestic pay telephone used to access the Company's services. This surcharge, which is in addition to standard tariffed usage charges and any applicable service charges and surcharges associated with the Company's service, applies for the use of the instrument used to access The Company service and is unrelated to the Company service accessed from the pay telephone.

Pay telephones include coin-operated and coinless phones owned by local telephone companies, independent companies and other interexchange carriers. The Public Pay Telephone Surcharge applies to the initial completed call and any reoriginated call (i.e., using the "#" symbol).

Whenever possible, the Public Pay Telephone Surcharge will appear on the same invoice containing the usage charges for the surcharged call. In cases where proper pay telephone coding digits are not transmitted to the Company prior to completion of a call, the Public Pay Telephone Surcharge may be billed on a subsequent invoice after the Company has obtained information from a carrier that the originating station is an eligible pay telephone.

The Public Pay Telephone Surcharge does not apply to calls placed from pay telephones at which the Customer pays for service by inserting coins during the progress of the call.

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

**3.6 Telexpress Prepaid Card Service**

Telexpress Prepaid Card Service is a prepaid card service available to the general public and offered in conjunction with interstate service. Telexpress Prepaid Card Service is a non-refundable service subject to the terms and conditions contained herein. Telexpress Prepaid Card Service is available in rechargeable and non-rechargeable formats.

Calls are originated by dialing the toll free access number printed on the card, followed by a Personal Identification Number. Prepaid card accounts maintain a balance which is depleted on a real-time basis as calls are placed. Customers are notified of their remaining account balance at the beginning of each call.

Calls may originate from standard residential, business or pay telephone access lines and may terminate to any interstate or intrastate location via a toll free access number. Calls are billed in one (1) minute increments. The minimum call duration for billing purposes is one (1) minute. Service is available 24 hours a day, 7 days per week. The number of available cards is subject to technical limitations. Cards will be offered to customers on a first come, first served basis.

Calls to 500, 700, 800/888, 900 and 976 numbers and calls requiring operator assistance and the quotation of time and charges cannot be completed using the Telexpress Prepaid Card. Air to ground and high seas service may not be completed. Calls may not be completed using rotary telephone service.

All calls must be charged against a Prepaid Card that has sufficient available balance. A Customer's call will be interrupted with an announcement one minute before the balance is about to be depleted. Calls in progress will be terminated by the Company if the balance on the Telexpress Prepaid Card is insufficient to continue the call.

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

**3.7 Local Access Telecard Service**

Local Access Telecard Service is a prepaid card service available to the general public and offered in conjunction with interstate service. Local Access Telecard Service is a non-refundable service subject to the terms and conditions contained herein. Local Access Telecard Service is available in rechargeable and non-rechargeable formats.

Calls are originated by dialing the local access number printed on the card, followed by a Personal Identification Number. Prepaid card accounts maintain a balance which is depleted on a real-time basis as calls are placed. Customers are notified of their remaining account balance at the beginning of each call.

Calls may originate from standard residential, business or pay telephone access lines and may terminate to any interstate or intrastate location via a local telephone number. Calls are billed in one (1) minute increments. The minimum call duration for billing purposes is one (1) minute. Service is available 24 hours a day, 7 days per week. The number of available cards is subject to technical limitations. Cards will be offered to customers on a first come, first served basis.

Calls to 700, 800/888 900 and 976 numbers and calls requiring the quotation of time and charges cannot be completed using the Local Access Telecard Service. Air to ground and high seas service may not be completed. Calls may not be completed using rotary telephone service.

All calls must be charged against a Prepaid Card that has sufficient available balance. A Customer's call will be interrupted with an announcement one minute before the balance is about to be depleted. Calls in progress will be terminated by the Company if the balance on the Prepaid Card is insufficient to continue the call.

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ISSUED: May 6, 1999

EFFECTIVE:

ISSUED BY: Luis Jimy Garcia, President  
Telexpress Communications, Inc.  
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Miami, Florida 33181

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

**3.8 Sponsor Prepaid Card Service**

Sponsor Prepaid Card Service is a prepaid card service offered to organizations or commercial entities for distribution to their members or patrons. The marketing vehicle and expiration period is selected by the Sponsor upon joint agreement between the Company and the Sponsor. The Sponsor is responsible for obtaining all necessary permissions for the use of any trade mark, trade name, service mark or other image on the card. The Sponsor may distribute the Carrier's Prepaid card free of charge or at reduced rates to end users for promotional purposes. Cards may contain a face value in dollars, units or minutes. At the option of the Sponsor, these cards may be renewable. The Company reserves the right to approve or reject any image and to specify the Customer information language and use of the Carrier's trade mark, trade name, service mark or other image on the card.

The card operates under the same terms and conditions as Telexpress Prepaid Card Service.

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ISSUED: May 6, 1999

EFFECTIVE:

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**SECTION 4.0 - RATES**

**4.1 General**

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

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**SECTION 4.0 - RATES, (Cont'd)**

**4.2 Exemptions and Special Rates**

**4.2.1 Discounts for Hearing Impaired Customers**

A telephone toll message which is communicated using a telecommunications device for the deaf (TDD) by properly certified hearing or speech impaired persons or properly certified business establishments or individuals equipped with TDDs for communicating with hearing or speech impaired persons will receive, upon request, credit on charges for certain intrastate toll calls placed between TDDs. Discounts do not apply to surcharges or per call add-on charges for operator services when the call is placed by a method that would normally incur the surcharge.

- A. The credit to be given on a subsequent bill for such calls placed between TDDs will be equal to applying the evening rate during business day hours and the night/weekend rate during the evening rate period.
- B. The credit to be given on a subsequent bill for such calls placed by TDDs with the assistance of the relay center will be equal to 50% of the rate for the applicable rate period. If either party is both hearing and visually impaired, the call shall be discounted at 60% of the applicable rate.

**4.2.2 Emergency Call Exemptions**

The following calls are exempted from all charges: Emergency calls to recognizable authorized civil agencies including police, fire, ambulance, bomb squad and poison control. Telexpress will only handle these calls if the caller dials all of the digits to route and bill the call. Credit will be given for any billed charges pursuant to this exemption on a subsequent bill after verified notification by the billed Customer within thirty (30) days of billing.

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**SECTION 4.0 - RATES, (Cont'd)**

**4.2 Exemptions and Special Rates, (Cont'd)**

**4.2.3 Directory Assistance Charges for Handicapped Persons**

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

**4.2.4 Operator Assistance for Handicapped Persons**

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

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**SECTION 4.0 - RATES, (Cont'd)**

**4.3 Public Telephone Surcharge**

Rate Per call            \$0.35

**4.4 Telexpress Prepaid Card Service**

Calls are billed in one (1) minute increments. The minimum call duration for billing purposes is one (1) minute.

Maximum rate per minute:            \$0.50  
Maximum per call charge:            \$0.50

**4.5 Local Access Telecard Service**

Calls are billed in one (1) minute increments.

Maximum per minute rate:            \$0.35  
Maximum per call charge:            \$0.50

**4.6 Sponsor Prepaid Card Service**

The card operates under the same terms and conditions as Telexpress Prepaid Card Service.

Maximum Rate Per Minute:            \$0.60

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                              Miami, Florida 33181

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**SECTION 5.0 - PROMOTIONS**

**5.1 Demonstration Calls**

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

**5.2 Promotions - General**

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

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## **ATTACHMENT III**

### **FINANCIAL STATEMENTS**

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.

**Telexpress Communications, Inc.**  
Statement of Financial Capability

Telexpress Communications, Inc. has sufficient financial capability to provide the requested telecommunication services, the financial capability to maintain these services, and the financial capability to meet its lease and ownership obligations. Attached is the balance sheet of Z-Tel Communications, Inc. as of April, 1999.

Telexpress is a start-up company that has not yet begun to offer service in any jurisdiction, but has sufficient assets to begin and maintain operations. The Company's financial stability is solid with 87.2% of its capital structure coming from Stockholders Equity. The Company possesses stockholders and other financial instruments to keep its situation solid. The Company also has access to additional sources of cash via lines of credit and additional capital infusion by shareholders.

The Company has established a team of professionals with telecommunications experience to support its venture into the telecommunications market. The Company will outsource business functions to obtain expertise and provide a financial and technical competitive advantage in the industry.

Summary

As noted in the analysis documented above, the Company is prepared for its venture into the telecommunications business. The Company is positioned to add significant revenue growth with low fixed costs. The Company has sufficient financial capability to provide the requested telecommunication services, sufficient financial capability to meet all lease and ownership obligations, and sufficient financial capability to maintain a large Customer base.

**TELEXPRESS COMMUNICATIONS INC.**  
**BALANCE SHEET**  
**April 30/99**

ASSETS		LIABILITIES	
Cash in Bank	70.000	Accounts Payables	30.000
Accounts Receivables	30.000		
Machinery and Equipment	100.000		
<hr/>			
Current Assets	200.000	Current Liabilities	30.000
Fixed Assets	50.000	Rent Office	2.000
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		Total Liabilities	32.000
		Owner Equity	218.000
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Total Assets	\$ 250.000	Total Liabilities&Equity	\$250.000
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**ATTACHMENT IV**

**MANAGERIAL AND TECHNICAL CAPABILITIES**

**MANAGERIAL AND TECHNICAL CAPABILITIES**  
**Telexpress Communications, Inc.**  
**d/b/a Telexpress**

Telexpress Communications, Inc. d/b/a Telexpress possesses the managerial ability to provide service within the state. As a reseller, the Applicant relies on the technical reputation and support of its underlying carrier(s). Additionally, Telexpress' in-house management team is well-qualified to oversee the operations of a telecommunications carrier. Telexpress' key management personnel have solid backgrounds in successful business management and systems support for telecommunications services.

**Nancy Cedeno - General Manager**

Ms. Cedeno is the General Manager of Telexpress Communications, Inc. and is responsible for the supervision of all divisions of the Company. Prior to joining Telexpress, she was General Manager Assistant and Callback Manager for Latin American Enterprises, Inc. where she coordinated international prepaid phone card sales and promoted innovative customer service strategies. Ms. Cedeno has also held positions with the Superintendency of Colombian Banks and the Cafetero Bank in Bogota, Colombia. She earned the degree of Juris Doctor from Catholic University of Colombia and has completed additional studies in Commercial and Insurance Law.

**Jhon Diego Garcia L - Marketing Director**

As Marketing Director for Telexpress Communications, Inc., Mr. Garcia is responsible for the coordination of marketing for national and international sales. Prior to joining Telexpress, he was President of Telerichmont Hill where he supervised all divisions of the company, including systems, accounting, marketing and personnel. Previously, Mr. Garcia was employed by the Systems Division of the Industrial Colombian Bank in Cali, Colombia.