COPELAND, COOK, TAYLOR & BUSH

A PROFESSIONAL ASSOCIATION

CHARLES G. COPELAND THOMAS A. COOK GLENN GATES TAYLOR C GLEN BUSH THOMAS C. GERITY JAMES T. KNIGHT JAMES R. MOORE, JR. J. TUCKER MITCHELL ROBERT P. THOMPSON ROBERT NASH NEYLAND MICHAEL W. BAXTER C. TED SANDERSON, JR. MONTE L BARTON, JR. W. SHAN THOMPSON C. DALE SHEARER JEFFERSON P. W. SKELTON ROBERT C. RICHARDSON

LEE HOWELL III

ATTORNEYS AT LAW

MAILING ADDRESS POST OFFICE BOX 6020 RIDGELAND, MS 39158

TELEPHONE (601) 856-7200 FACSIMILE (601) 856-7626

200 CONCOURSE, SUITE 200 1062 HIGHLAND COLONY PARKWAY RIDGELAND, MISSISSIPPI 39157

April 26, 2001

JOHN M BRELAND PATRICIA H. COTTINGHAM J. WADE SWEAT SAMUEL S. GOZA AMANDA L. BAHAM SAMUEL O MORRIS IV MICHELLE C. PARTRIDGE JOHN E. GOUGH, JR. W. ROBERT COLEMAN, JR. VICTOR DONALD HUNT D. JAMES BLACKWOOD, JR. RHONDA LEA McCULLOUGH LYN B. DODSON REBECCA S. JORDAN ALISON LESLIE FLINT JESSICA QUINN WALKER R. GIBSON

> OF COUNSEL JAMES P. KNIGHT, JR. ROBERT L. GOZA

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VIA FEDERAL EXPRESS (850) 413-6770 Florida Public Service Commission Division of Records and Reporting 2540 Shumard Oak Boulevard Tallahassee, Florida 32399-0850

RE:

Advantage Group of Florida Communications, LLP Docket No. 010266-TX

Dear Sir/Madame:

I have enclosed one original executed and six copies of the Application Form for Authority to Provide Alternative Local Exchange Service within the State of Florida for Advantage Group of Florida Communications, LLP as well as a check for \$250 to cover the application fee. This is the same application which was faxed to Ms. Gilchrist on Thursday. If you have any questions or comments on the enclosed Application please give me a call at (601) 856-7200. Thank you for your help on this matter.

Sincerely yours,

Ann Cullen Catington

Paralegal to R. Nash Neyland

100 **E**nclosures cc w/enclosure Jackie Gilchrest -Felicia Banks

DOCUMENT AT METR- DATE U5293 APR 27 5 FPSC-REGIFES / REPORTING

APPLICATION

| | This is an application for √ (check one): | | | | |
|---|---|----------------------------------|---|--|--|
| | (|) | Original certificate (new company) | | |
| | (_X |) | Approval of transfer of existing certificate: Example, a non-certificated company purchases an existing company and desires to retain the original certificate of authority. | | |
| | (|) | Approval of assignment of existing certificate: Example, a certificated company purchases an existing company and desires to retain the certificate of authority of that company | | |
| | (|) | Approval of transfer of control: Example, a company purchases 51% of a certificated company. The Commission must approve the new controlling entity | | |
| | | | | | |
| ı | Nar | ne | of company: | | |
| | | | of company: tage Group of Florida Communications, LLC | | |
| | <u>Adv</u> Nar | _{zan} | tage Group of Florida Communications, LLC under which the applicant will do business (fictitious name, etc.): | | |
| | <u>Adv</u> Nar | _{zan} | tage Group of Florida Communications, LLC | | |
| • | Adv Nar Adv | zan ne zan | tage Group of Florida Communications, LLC under which the applicant will do business (fictitious name, etc.): tage Group of Florida Communications, LLC | | |
| • | Adv Nar Adv Offi stat | van me van icia icia | tage Group of Florida Communications, LLC under which the applicant will do business (fictitious name, etc.): tage Group of Florida Communications, LLC al mailing address (including street name & number, post office box, city, zip code): Stage Hills Blvd. | | |
| • | Adv Nar Adv Offi stat | van me van icia icia | tage Group of Florida Communications, LLC under which the applicant will do business (fictitious name, etc.): tage Group of Florida Communications, LLC al mailing address (including street name & number, post office box, city zip code): | | |

| 315 North Segrave Daytona, FL 32114-3142 | |
|---|--|
| 6. Structure of organization: | |
| () Individual () Foreign Corporation () General Partnership (X) Other <u>Limited Liabilty</u> Company (Tennessee) | () Corporation() Foreign Partnership() Limited Partnership |
| lf individual, provide: | |
| Name:_ _{N/A} | |
| Title | Approximation and the second s |
| Address | |
| City/State/Zip | |
| Telephone No | Fax No · |
| nternet E-Mail Address | |
| | |
| nternet Website Address | |
| fincorporated in Florida, provide proo | f of authority to operate in Florid |
| (a) The Florida Secretary of State co | rporate registration number: |
| N/A | |

| 9. | Limited Liability Company If foreign **Corporation, provide proof of authority to operate in Florida: |
|-----|--|
| | (a) The Florida Secretary of State corporate registration number: |
| | Florida Document Number M01000000657 (Copy of documents attached as Exhibit |
| 10. | If using fictitious name-d/b/a, provide proof of compliance with fictitious name statute (Chapter 865.09, FS) to operate in Florida: |
| | (a) The Florida Secretary of State fictitious name registration number. N/A |
| | - |
| 11. | <u>If a limited liability partnership</u> , provide proof of registration to operate in Florida: |
| | (a) The Florida Secretary of State registration number |
| | N/A |
| | the partnership agreement. Name: N/A |
| | Title: |
| | Address |
| | City/State/Zip |
| | Telephone No Fax No |
| | Internet E-Mail Address |
| | Internet Website Address |
| 13. | If a foreign limited partnership, provide proof of compliance with the foreign limited partnership statute (Chapter 620.169, FS), if applicable. |
| | (a) The Florida registration number <u>N/A</u> |
| 14. | Provide F.E.I. Number(if applicable). N/A |

"A")

| 15. | Indicate if any of the officers, directors, or any of the ten largest stockholders have previously been: |
|-----|---|
| | (a) adjudged bankrupt, mentally incompetent, or found guilty of any felony or of any crime, or whether such actions may result from pending proceedings. <u>Provide explanation.</u> |
| | No. |
| | |
| | (b) an 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. |
| | |
| 16. | Who will serve as liaison to the Commission with regard to the following? |
| | (a) The application |
| | Name R. Nash Neyland |
| | Title: Attorney |
| | Address 200 Concourse, Suite 200, 1062 Highland Colony Parkway City/State/Zip Ridgeland, Mississippi 39157 |
| | Telephone No (601) 856-7200 Fax No (601) 856-7626 Internet E-Mail Address nneyland@cctb.com |
| | Internet Website Address www.cctb.com |
| | |

| (b) Official point of contact for the ongoing operations of the company: |
|---|
| Name: Michael D. Boger, Sr. |
| Title: <u>President</u> |
| Address: 7850 Stage Hills Blvd., Suite 102 |
| City/State/Zip: <u>Bart1ett, TN 38133</u> Telephone No <u>(901) 384–9100</u> Fax No <u>(901) 385–7020</u> |
| 7 displiente 110 (901) 564-9100 |
| Internet E-Mail Address <u>mbogersr@concentric.net</u> |
| Internet Website Address: |
| |
| (c) Complaints/Inquiries from customers: |
| (c) <u>somplatino in quintes in our sustemers.</u> |
| Name: Michael D. Boger, Sr. |
| Title: President |
| Title: President |
| Address 7850 Stage Hills Blvd., Suite 102 |
| City/State/7in particle mi 20123 |
| City/State/Zip Bartlett, TN 38133 |
| Telephone No (901) 384-9100 Fax No.: (901) 385-7020 |
| Internet E-Mail Addressmbogersr@concentric.net |
| Internet Website Address: |
| List the states in which the applicant: |
| (a) has operated as an alternative local exchange company |
| None. |
| - |
| |
| (b) has applications pending to be certificated as an alternative local exchange |
| company |
| None. |
| |
| |
| (c) is certificated to operate as an alternative local exchange company |
| , , , , , , , , , , , , , , , , , , , |
| None. |

17.

| - | |
|----------|--|
| (d) | has been denied authority to operate as an alternative local exchange company 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. |
| _ | |
| Sub | mit the following: |
| | |
| A. | Managerial capability: give resumes of employees/officers of the company that would indicate sufficient managerial experiences of each. * |
| В. | Technical capability: give resumes of employees/officers of the company that would indicate sufficient technical experiences or indicate what company has been contracted to conduct technical maintenance. * |
| ~~~~ | f this information is on file with the FPSC. Whatever is on file ding Daytona Telephone Company, ALEC Certificate No. 5736, is cable to Advantage Group of Florida Communications, L.L.C. |

18.

C. Financial capability.

The application **should contain** the applicant's audited financial statements for the most recent 3 years—If the applicant does not have audited financial statements, it shall so be stated.

The unaudited financial statements should be signed by the applicant's chief executive officer and chief financial officer affirming that the financial statements are true and correct and should include

- 1. the balance sheet *
- 2 income statement; and *
- 3 statement of retained earnings *

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.

Further, the following (which includes supporting documentation) should be provided:

- 1. <u>written explanation</u> that the applicant has sufficient financial capability to provide the requested service in the geographic area proposed to be served
- 2 <u>written explanation</u> that the applicant has sufficient financial capability to maintain the requested service
- 3 <u>written explanation</u> that the applicant has sufficient financial capability to meet its lease or ownership obligations
- *All of this information is on file with the FPSC. Whatever is on file regarding Daytona Telephone Company, ALEC Certificate No. 5736, is applicable to Advantage Group of Florida Communications, L.L.C.

THIS PAGE MUST BE COMPLETED AND SIGNED

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 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:** I understand that a non-refundable application fee of \$250 00 must be submitted with the application

| <u>UTILITY OFFICIAL:</u> | , |
|----------------------------------|--------------------|
| Michael D. Boger, Sr. Print Name | Signature A Esques |
| President | April 23, 2001 |
| Title | Date |
| (901) 384-9100 | (901) 385-7020 |
| Telephone No. Fax No. | |
| | |
| Address: 7850 Stage Hills Blvd. | |
| Suite 102 | |
| | |
| Bartlett, TN 38133 | |
| Bartlett, TN 38133 | |
| Bartlett, TN 38133 | |

THIS PAGE MUST BE COMPLETED AND SIGNED

AFFIDAVIT

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

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

| UTILITY | OFFICIAL: | -h | | | |
|-----------------------------------|--|--|--|--|--|
| Michael D. Boger, Sr. Print Name | | Signature Alarge | | | |
| Preside | nt | April 23, 2001 | | | |
| Title | | Date | | | |
| <u>(901)</u> 3 | 84-9100 | (901) 385-7020 | | | |
| Telephon | ie No. Fax No. | | | | |
| Address: | 7850 Stage Hills Blvd. | | | | |
| | Suite 102 | | | | |
| | Bartlett, TN 38133 | | | | |
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| | gramma, and gramma and an experience of the Soliton Medited design for the soliton of | The second state of the se | | | |

INTRASTATE NETWORK (if available)

Chapter 25-24.825 (5), Florida Administrative Code, requires the company to make available to staff the alternative local exchange service areas only upon request.

| POP: Addresses | nere located, and indicate it owned or leased. | |
|--|---|---|
| 1) | 2) | |
| 3) | | |
| SWITCHES: Add owned or leased. | ess where located, by type of switch, and indicate i | f |
| 1) | | |
| 3) | | |
| TRANSMISSION F (microwave, fiber, o | ACILITIES: POP-to-POP facilities by type of facilities opper, satellite, etc.) and indicate if owned or leased. | 3 |
| POP-to-POP | <u>OWNERSHIP</u> | |
| 1) | | |
| 2) | | |
| 3) | | |
| 4) | | |

CERTIFICATE SALE, TRANSFER, OR ASSIGNMENT STATEMENT

| l, (Name) <u>Michael D. Boger, Sr.</u> (Title) <u>President</u> | of (Name of Company) |
|---|---|
| Daytona Telephone Company and current holder of Florida Public Serving. have reviewed this approximately company. | ice Commission Certificate Number # <u>5736</u> oplication and join in the petitioner's request for a: |
| () sale | |
| (x) transfer | |
| () assignment | |
| of the above-mentioned certificate | |
| Michael D. Boger, Sr. Print Name President Title | April 23, 2001 Date |
| (901) 384-9100 | (901) 385-7020 |
| Telephone No. | Fax No. |
| Address: 7850 Stage Hills Blvd. | |
| Suite 102 | |
| Bartlett, TN 38133 | |
| | |



Department of State

I certify the attached is a true and correct copy of the application by ADVANTAGE GROUP OF FLORIDA COMMUNICATIONS, L.L.C., a Tennessee limited liability company, authorized to transact business within the state of Florida on March 20, 2001, as shown by the records of this office.

The document number of this limited liability company is M01000000657.

Given under my hand and the Great Seal of the State of Florida at Tallahassee, the Capitol, this the Twenty-sixth day of March, 2001



Anthonic Harris



FLORIDA DEPARTMENT OF STAT Katherine Harris Secretary of State

March 26, 2001

COPELAND COOK TAYLOR & BUSH PO BOX 6020 RIDGELAND, MS 39158

Qualification documents for ADVANTAGE GROUP OF FLORIDA COMMUNICATIONS, L.L.C. were filed on March 20, 2001, and assigned document number M0100000657. Please refer to this number whenever corresponding with this office.

Your limited liability company is now qualified and authorized to transact business in Florida as of the file date. In accordance with section 608.406(2), F.S., the name of this limited liability company is filed with the Department of State for public notice only and is granted without regard to any other name recorded with the Division of Corporations.

The certification you requested is enclosed.

A limited liability company annual report/uniform business report will be due this office between January 1 and May 1 of the year following the calendar year of the file date. A Federal Employer Identification (FEI) number will be required before this report can be filed. If you do not already have an FEI number, please apply NOW with the Internal Revenue by calling 1-800-829-3676 and requesting form SS-4.

Please be aware if the limited liability company address changes, it is the responsibility of the corporation to notify this office.

Should you have any questions regarding this matter, please telephone (850) 487-6051, the Registration and Qualification Section.

Michael Mays Document Specialist Division of Corporations

Letter Number: 801A00018036

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608 500 FLORIDA STATUTES, THE FOLLOWING IS TRIBUTTED TO REGISTER 4 FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA

| 1. Advantag | e Group of Florida Comm | unications, | L.L.C. i hability company i | | |
|---|--|--------------------------------|--|--|-------------------------|
| | (1-ame | of foreign limited | i hability company i | | |
| 2 Tenne (Jurisdiction u company is or | SSEC inder the law of which foreign limite ganized; | d hability | Applied f | or. per if applicable: | |
| 4 1-26- | O 1 (Date of Organization) | 5 <u> </u> | Perpetual Duration Year limited Nist or "perpetual") | I hability company w | ill cease to |
| 6 2-1-01 | (Date first transacted business in F | londa (See sectio | ons 608 501, 608 502 | and 817 155, F.S.) | |
| 7 7850 St | age Hills Blvd., Su | ite 102 | | | |
| Bartlet | t, Shelby County, T | N 38133 eet address of prin | icipal office) | | |
| 8. If limited lis | ability company is a manager-: | managed comp | any, check here k | 3 | |
| | nd usual business addresses of | | | | 3 'S: |
| Michae | l D. Boger, Sr., 78 | 50 Stage F | ills Blvd., | Bartlett, | <u>rN</u> , 391 |
| | | | | - | |
| | | | | | ŀΞ |
| | | | | | |
| he junsdiction und | ongmal certificate of existence, no mo ler the law of which it is organized. (A crifficate under eath of the translator m | A photocopy is not | i, duly authenticated by acceptable. If the certif | y the official having co ficate is in a foreign lar | estody of reconguage, a |
| I Nature of b | usiness or purposes to be cond | lucted or prom | oted in Florida | Telecommuni | <u>cation</u> |
| services | | | | | |
| | Signature of a member the accordance will section 293 to the accordance will section 293 to the accordance will be accordance with accordance will be accordance with accordance with accordance will be accordance with a contract with a con | or an authorize | recution of his assume: | or done itures | |

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608-415 or 608-507. FLORIDA STATUTES. THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA

| 1. The name of the Limited Liability Con | apany is: | |
|--|--|--------------------|
| Advantage Group of Florida Com | munications, L.L.C. | |
| 2. The name and the Florida street addres | s of the registered agent and office are. | |
| | | |
| CT Corporation Sy | stem | |
| | (Name) | |
| 1200 South Pine I | sland Road | |
| | Idress (PO Box NOT ACCEPTABLE) | |
| | | |
| Plantation | FL 33324 | - 0 |
| Marks the second | City/State/Zip | |
| | | - 5 |
| Having been named as registered agent and | d to accept service of process for the abo | ove stated limited |
| liability company at the place designated in | , , , | ** |
| registered agent and agree to act in this cup | | |
| statutes relating to the proper and complete | | |
| accept the obligations of my position as regi | istered agent as provided for in Chapter | 1608, F.S., 🛅 |
| | | |
| See Attached | | |
| (Signature) | | |
| | | |
| S 100.00 | Filing Fee for Application | |
| \$ 25.00 | 3 11 | |
| \$ 30.00 | 9 9 | |
| \$ 5.00 | Certificate of Status (optional) | |

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

RE: ADVANTAGE GROUP OF FLORIDA COMMUNICATIONS, L.L.C.

Having been named as registered agent and to accept service of process for the above stated limited liability company, 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 as provided for in Chapter 608, F.S.

Dated: February 26, 2001

CT CORPORATION SYSTEM.

Jonathan L. Miles, Assistant Secretary

· Secretary of State Trivision of Business Services 312 Eighth Avenue North Th Floor, William R. Snodgrass Tower Nashville, Tennessee 37243

ISSUANCE DATE: 03/14/0001 OBCUDET NUMBER: 010501040 TELEPHONE CONTACT: (615) 711-6488

CHARTER/QUALIFICATION DATE: 01/26/2001 STATUS: ACTIVE CORPORATE EXFIRATION DATE: PERFETUAL CONTROL NUMBER: 0402429 JURISDICTION: TENNESSEE

TO: COPELAND COOK LAW FIRM AT: ANN CALINGTON FO BOX 6020 PIDGELAND, NS 39158

REQUESTED BY: COPELAND COOK LAW FIRM AT: ANN CALINGTON PO BOX 6020 RIDGELAND, MS 39158

CERTIFICATE OF EXISTENCE

I, RILEY C DARNELL, SECRETARY OF STATE OF THE STATE OF TENNESSEE DO HEREBY CERTIFY THAT "ADVANTAGE GROUP OF FLORIDA COMMUNICATIONS, L.L.C."

A LIMITED LIABILITY COMPANY DULY FORMED UNDER THE LAW OF THIS STATE WITH DATE OF FORMATION AND DURATION AS GIVEN ABOVE;
THAT ALL FEES, TAXES, AND PENALTIES OWED TO THIS STATE WHICH AFFECT THE EXISTENCE OF THE LIMITED LIABILITY COMPANY HAVE BEEN PAID:
THAT ARTICLES OF DISSOLUTION HAVE NOT BEEN FILED; AND THAT ARTICLES OF TERMINATION OF THE EXISTENCE HAVE NOT BEEN FILED.

FOR: REQUEST FOR CERTIFICATE

ON DATE: 02/27/01

COPELAND COOK TAYLOR & BUSH P.O. BOX 2132

FEES

RECEIVED:

\$20.00 50.00

TOTAL PAYMENT RECEIVED:

RECEIPT NUMBER: 00002819208 ACCOUNT NUMBER: 00187813

JACKSON, MS 39205-2132

FROM:

PHIERIC DAPLIEUL SECRETARY OF STALL -