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Tel: 407-740-8575 Fax: 407-740-0613

tmi@tminc.com

September 13, 2001 Via UPS Ground

Ms. Blanca Bayo, Director Division of Records and Reporting Florida Public Service Commission

2540 Shumard Oak Blvd. Tallahassee, FL 32399-0870

011198-17

011110-11

RE: Initial Application and Tariff for Authority to Provide Interexchange

Telecommunications Services within the State of Florida.

For FONECO, LLC

Dear Ms. Bayo:

Enclosed for filing are the original and six (6) copies of the above-referenced application of FONECO, LLC. Also enclosed is a \$250 check to cover the filing fee.

Given the current status of overnight mail delivery, this filing is being made via UPS Ground.

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,

Shari Dawson Consultant to

FONECO, LLC

Herb Zerden - FONECO, LLC

file: FONECO, LLC - FL

tms: fli0100

cc:

to RAR with proof of deposit.

Check received with filing and forwarded to Fiscal for deposit.

Designation forwarded suses

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DOCUMENT NUMBER-DATE

11434 SEP 145

FPSC-COMMISSION CLERK

FLORIDA PUBLIC SERVICE COMMISSION

DIVISION OF REGULATORY OVERSIGHT CERTIFICATION SECTION

APPLICATION FORM FOR AUTHORITY TO PROVIDE INTEREXCHANGE TELECOMMUNICATIONS SERVICE BETWEEN POINTS WITHIN THE STATE OF FLORIDA



Instructions

- ♦ This form is used as an original application for an original certificate and for approval of assignment or transfer of an existing certificate. In case of an assignment or transfer, the information provided shall be for the assignee or transferee (See Page 16).
- Print or Type all responses to each item requested in the application and appendices. If an item is not applicable, please explain why.
- Use a separate sheet for each answer which will not fit the allotted space.
- Once completed, submit the original and six (6) copies of this form along with a non-refundable application fee of \$250.00 to:

1

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

• If you have questions about completing the form, contact:

Florida Public Service Commission Division of Regulatory Oversight Certification Section 2540 Shumard Oak Blvd. Tallahassee, Florida 32399-0850 (850) 413-6480

FLORIDA PUBLIC SERVICE COMMISSION

DIVISION OF REGULATORY OVERSIGHT CERTIFICATION SECTION

APPLICATION FORM FOR AUTHORITY TO PROVIDE INTEREXCHANGE TELECOMMUNICATIONS SERVICE BETWEEN POINTS WITHIN THE STATE OF FLORIDA

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Florida Public Service Commission Division of Regulatory Oversight Certification Section 2540 Shumard Oak Blvd. Tallahassee, Florida 32399-0850 (850) 413-6480

ı.	This i	his is an application for v (check one):			
		Original certificate (new company)			
		Approval of transfer of existing certificate: Example, a non-certificated company purchases an existing company and desires to retain the certificate of authority of that company.			
		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 a new controlling entity.			
2.	Name	e of Company:			
	FON	ECO, LLC			
3. Name under which applicant will do business (fictitious name, et		e under which applicant will do business (fictitious name, etc.):			
	Not a	applicable.			
4.	Official mailing address (including street name & number, post office box, city, state, zip code):				
	FONECO, LLC				
	1420	1 Carol Manor Dr.			
	_	o, Florida 33774			
	Phon Fax:				
5.	Flor	ida address (including street name & number, post office box, city, state, zip code):			
	FON	FONECO, LLC			
		14201 Carol Manor Dr.			
	-	o, Florida 33774			
	Phon Fax:				
	rax.	121-311-0031			

6.	Select type of business your company will be conducting. \checkmark (check all that apply):			ing. $\sqrt{\ }$ (check all that apply):	
		Facilities based carried telecommunications swit			d operates or plans to own and operate facilities in Florida.
	Operator Service Provider - company provides or plans to provide alternative services for IXCs; or toll operator services to call aggregator locations; or clear 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.			
		obtain bulk/volume disco	ounts under mu	lti-locati	any contracts with unaffiliated entities to ion discount plans from certain underlying ling unaffiliated customers.
			naffiliated entit	y for us	entity that purchases 800 access from an se with prepaid debit card service and/or numbers.
7. Structure of organization:					
		Individual Foreign Corporation General Partnership Other - Limited Liability	y Company		Corporation Foreign Partnership Limited Partnership
8.	If indi	ividual, provide:			
	Telep Fax # Intern	ess: ST, Zip: hone #:	Not applicable		

9. If incorporated in Florida, provide proof of authority to operate in Florida: Florida Secretary of State Corporate Registration #: L01000012898 Please see Exhibit I. 10. If foreign corporation, provide proof of authority to operate in Florida: Florida Secretary of State Corporate Registration #: Not Applicable 11. If using fictitious name-d/b/a, provide proof of compliance with fictitious name statute (Chapter 865.09,FS to operate in Florida: Florida Secretary of State fictitious name registration #: Not applicable If a limited liability partnership, provide proof of registration to operate in Florida: 12. Florida Secretary of State registration #: Not applicable If a partnership, provide name, title and address of all partners and a copy of the partnership 13. agreement. Name: Title: Address: City, ST, Zip: Telephone #: Fax #: **Internet E-Mail Address: Internet Website Address:** 14. If a foreign limited partnership, provide proof of compliance with the foreign limited partnership statute (Chapter 620.169,FS), if applicable.

Florida registration #:

Provide F.E.I. Number (if applicable): 59-3735805

15.

Not applicable

16.	Provide the following (if applicable):				
	(a)	Will the name of your company appear on the bill for your services? ■ Yes □ No			
	(b)	If not, who will bill for your services?			
		Name: Title: Address: City, ST, Zip: Telephone #: Fax #: Internet E-Mail Address: Internet Website Address:			
	(c)	How is this information provided?			
		Not applicable			
17.	Who v	vill receive the bills for your service?			
		Residential customers PATS providers Hotels & motels Universities □ Universities □ Universities □ Universities dormitory residents Other: Anyone who uses the Company's service			

Who will serve as liaison th the Commission with regard to the following: 18.

the application: (a)

Shari Dawson, Consultant Consultant to FONECO, LLC Technologies Management, Inc. P.O. Drawer 200

Winter Park, Florida 32790-0200

Telephone: (407) 740-8575 Facsimile: (407) 740-0613 sdawson@tminc.com Internet E-Mail Address:

Official point of contact for the ongoing operations of the company: **(b)**

Mr. Peter Buffa President

FONECO, LLC

14201 Carol Manor Dr.

Largo, Florida 33774

Phone: 727-517-7506 727-517-8657 Fax:

Complaints/Inquiries from customers: (c)

Ms. Helen Zerden Vice President FONECO, LLC 14201 Carol Manor Dr. Largo, Florida 33774

Phone: 727-517-7506 Fax: 727-517-8657

(a)	has operated as an interexchange telecommunications company:
	None
(b)	has applications pending to be certificated as an interexchange telecommunic company:
	None
(c)	is certificated to operate as an interexchange telecommunications company:
	None.
(d)	has been denied authority to operate as an interexchange telecommunications con and the circumstances involved:
	None
(e)	has had regulatory penalties imposed for violations of telecommunications statuthe circumstances involved:
	None
(f)	has been involved in civil court proceedings with an interexchange carrier exchange company or other telecommunications entity, and the circums involved:
	None

- 20. 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. If so, please explain.
 - 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 is involved in proceedings which may result in such action.
 - (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.
 - Mr. Peter Buffa and Ms. Helen Zerden have both had relationships with other Florida certified telephone companies. See management resumes included in Exhibit III for details.

A.		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
В.		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
C.	<u>X</u>	MTS with statewide flat rates per minute (i.e. not distance sensitive)
		Method of access is FGA
		Method of access is FGB
		X Method of access is FGD
		Method of access is 800
D.	-	MTS for pay telephone service providers.
Ξ,		Block of time calling plan (Reach Out Florida, Ring America, etc.)
F.	<u>X</u>	800 Service (Toll free)
G.		WATS type service (Bulk or volume discount)
		Method of access is via dedicated facilities
		Method of access is via switched facilities
Н.		Private line services (Channel Services) (For ex. 1.544 mbps, DS-3, etc.)
I.	<u>X</u>	Travel service
		Method of access is 950
		X Method of access is 800
J.		900 service
K.		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.

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

Please see Exhibit II.

23. Submit the following:

- A. Managerial capability: give resumes of employees/officers of the company that would indicate sufficient managerial experiences of each.
- **B.** 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.

Please see Exhibit III.

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. **A written explanation** that the applicant has sufficient financial capability to provide the requested service
- 2. **A written explanation** that the applicant has sufficient financial capability to maintain the requested service.
- 3. **A written explanation** that the applicant has sufficient financial capability to meet its lease or ownership obligations

Please see Exhibit IV.

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 <u>.15</u> 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 <u>two and one-half percent</u> 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.

UTILITY OFFICIAL:

Ms. Helen Zerden, Vice President

FONECO, LLC

14201 Carol Manor Dr.

Largo, Florida 33774

Phone: 727-517-7506 Fax: 727-517-8657

1/ Syt 0/ Date

THIS PAGE MUST BE COMPLETED AND SIGNED

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 provided in one of the following ways (applicant, please \checkmark check one):

- (\mathbf{I}) The applicant will not collect deposits nor will it collect payments for service more than one month in advance.
- () The applicant intends to collect deposits and/or advance payments for more than one month's service and will file and maintain a surety bond with the Commission in an amount equal to the current balance of deposits and advance payment in excess of one month. (The bond must accompany the application).

UTILITY OFFICIAL:

Ms. Helen Zerden Vice President

FONECO, LLC

14201 Carol Manor Dr. Largo, Florida 33774

Phone: 727-517-7506 Fax: 727-517-8657

Date

THIS PAGE MUST BE COMPLETED AND SIGNED

AFFIDAVIT

By my signature below, I the undersigned owner or 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:

Ms. Helen Zerden, Vice President

FONECO, LLĆ

14201 Carol Manor Dr. Largo, Florida 33774

Phone: 727-517-7506

Fax: 727-517-8657

Date

FORM PSC/CMU 31 (12/96) Required by Commission Rule Nos. 25-24.470, 25-24.471, and 25-24.480(2).

13

CURRENT FLORIDA INTRASTATE SERVICES

Applicant has () or has not ($\sqrt{\ }$) 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 services begin?
- b) It the services are not currently offered, when were they discontinued?

UTILITY OFFICIAL:

Ms. Helen Zerden, Vice President

FONECO, LLC

14201 Carol Manor Dr. Largo, Florida 33774

Phone:

727**-**517-7506

Fax:

727-517-8657

11 Sept 01
Date

CERTIFICATE TRANSFER, OR ASSIGNMENT STATEMENT

I,	of	, and current holder of Florida Public Service
Commission	Certificate Number #	, have reviewed this application and join in the
petitioner's re	equest for a:	
	Transfer	
	Assignment	
of the	e above mentioned certificate.	
UTILITY	OFFICIAL:	
Name, Title Company Street City, State, Z Phone: Fax: Toll Free:	Cip	
Date		

FONECO, LLC

Exhibit I

Florida Secretary of State Certificate

Flectronic Articles of Organization For Florida Limited Liability Company

L01000012898 FILED August 02, 2001 Sec. Of State

Article I

The name of the Limited Liability Company is:

FONECO LLC

Article II

The street address of the principal office of the Limited Liability Company is:

14201 CAROL MANOR DRIVE LARGO, FL. US 33774

The mailing address of the Limited Liability Company is:

14201 CAROL MANOR DRIVE LARGO FL US 33774

Article III

The name and Florida street address of the registered agent is:

HELEN ZERDEN 14201 CAROL MANOR DRIVE LARGOLEL US 33774

Having been named as registered agent and to accept service of process for the above stated limited liability company 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.

Registered Agent Signature: HELEN ZERDEN

Article IV

The Limited Liability Company is a manager managed company

Signature of member or an authorized representative of a member Signature: HELEN ZERDEN

FONECO, LLC

Exhibit II

Proposed Long Distance Tariff

TITLE SHEET

INTEREXCHANGE TELECOMMUNICATIONS TARIFF

OF FLORIDA

FONECO, LLC

This tariff is filed in accordance with the Florida Public Service Commission.

This tariff contains the descriptions, regulations, and rates applicable to the furnishing of service and facilities for interexchange telecommunications services provided by FONECO, LLC, within the State of Florida. This tariff is on file with the Public Service Commission. Copies may be inspected during normal business hours at the Company's principal place of business, at 14201 Carol Manor Drive, Largo, Florida 33774.

ISSUED: September 14, 2001

EFFECTIVE:

ISSUED BY:

Peter Buffa, President 14201 Carol Manor Drive Largo, Florida 33774

CHECK SHEET

All 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 of the bottom of this page.

<u>SHEET</u>	REVISION	SHEET	REVISION
1	Original	23	Original
2	Original	24	Original
3	Original	25	Original
4	Original	26	Original
5	Original	27	Original
6	Original	28	Original
7	Original	29	Original
8	Original	30	Original
9	Original	31	Original
10	Original	32	Original
11	Original	33	Original
12	Original	34	Original
13	Original	35	Original
14	Original	36	Original
15	Original	37	Original
16	Original		
17	Original		
18	Original		
19	Original		
20	Original		
21	Original		
22	Original		

ISSUED: September 14, 2001

EFFECTIVE:

ISSUED BY:

Peter Buffa, President 14201 Carol Manor Drive Largo, Florida 33774

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ISSUED: September 14, 2001

EFFECTIVE:

ISSUED BY:

Peter Buffa, President 14201 Carol Manor Drive Largo, Florida 33774

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ISSUED: September 14, 2001

EFFECTIVE:

ISSUED BY:

Peter Buffa, President 14201 Carol Manor Drive Largo, Florida 33774

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Undertaking of FONECO

ISSUED: September 14, 2001

EFFECTIVE:

ISSUED BY:

Peter Buffa, President 14201 Carol Manor Drive Largo, Florida 33774

SYMBOLS

The following symbols are used for the purposes indicated below:

* - Indicates new or revised tariff sheet included with this filing.

D - Delete or discontinue.

I - Increase to a rate.

M - Moved from another tariff location.

N - New.

R - Reduction to a rate.

T - Change in text but no change in rate or regulation.

ISSUED: September 14, 2001

EFFECTIVE:

ISSUED BY:

Peter Buffa, President 14201 Carol Manor Drive Largo, Florida 33774

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 sheets 14 and 15 would be 14.1.
- B. Sheet Revision Numbers Revision numbers appear in the upper right corner of each page. These numbers are used to determine the most current sheet version on file with the Florida Public Service Commission. For example, the 4th revised Sheet 14 cancels the 3rd revised Sheet 14. Because of various suspension periods, deferrals, etc. the Florida Public Service Commission follows in its tariff approval process, the most current sheet number on file with the Commission is not always the tariff in effect. Consult the Check Sheet for the 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).

D. Check Sheets - When a tariff filing is made with the Florida Public Service 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 pages 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 page if these are the only changes made to it (i.e., the format, etc. remain the same, just revised revision levels on some pages.) 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 Florida Public Service Commission.

ISSUED: September 14, 2001

EFFECTIVE:

ISSUED BY:

Peter Buffa, President 14201 Carol Manor Drive Largo, Florida 33774

SECTION 1 - TECHNICAL TERMS AND ABBREVIATIONS

Access Line - A local channel for voice, data, or video communications which connects the Customer location to a location of the Company or its underlying carrier.

Account - The Customer who has agreed, orally or in writing, to honor the terms of service established by the Company. An Account may have more than one service billed to the same Customer address. An Account may include multiple locations for the same Customer.

Business Customer - For the purpose of this tariff, a Business Customer is a Customer of the Company whose primary use of the Company's service is for business purposes. A Business Customer is also a Customer who accesses the Company's service using an access line that has been assigned a business class of service by the local service provider.

Calling Card - A proprietary calling card offered by FONECO, LLC which is accessed by dialing a Company-provided access number.

Commission - The Florida Public Service Commission.

ISSUED: September 14, 2001

EFFECTIVE:

ISSUED BY:

Peter Buffa, President 14201 Carol Manor Drive Largo, Florida 33774

Telephone:

(727)517-7506

SECTION 1 - TECHNICAL TERMS AND ABBREVIATIONS, (continued)

Company - FONECO, LLC, unless stated otherwise.

Company's Point of Presence - Location of the serving central office associated with access to the Company's or its underlying carrier's network.

Consumer - A person who is not a Customer who initiates any telephone calls using operator services.

Customer - Any person, firm, partnership, corporation or other entity which subscribes to or uses service under the terms and conditions of this tariff. The Customer is responsible for the payment of charges for service offered by the Company which are subscribed to or used by the Customer. The Customer is also responsible for payment of charges for a third person's use of service to which the Customer subscribes.

Equal Access - The ability of the Company to serve Customers on a presubscribed basis rather than through the use of dial access codes.

Initial And Additional Period - The Initial Period denotes the interval of time allowed at the rate specified for a connection between given service points. The Additional Period denotes the interval of time used for measuring and charging for time in excess of the Initial Period.

ISSUED: September 14, 2001

EFFECTIVE:

ISSUED BY:

Peter Buffa, President 14201 Carol Manor Drive Largo, Florida 33774

SECTION 1 - TECHNICAL TERMS AND ABBREVIATIONS, (continued)

LATA - Local access and transport area. A geographic area established by the US District Court for the District of Columbia in Civil Action No. 82-0192.

LEC - Local Exchange Company

Premises - The physical space designated by the Customer for the termination of the Company's service.

Residential Customer - For the purpose of this tariff, a Residential Customer is a Customer of the Company whose primary use of the Company's service is for personal use in a house, apartment or other residential dwelling unit. A Residential Customer is also a Customer who accesses the Company's service using an access line that has not been assigned a business class of service by the local service provider.

Switched Access - A method for reaching the Company through the local service provider's switched network whereby the Customer uses standard business or residential local lines.

Terminal Equipment - Telecommunications devices, apparatus and associated wiring on the Premises of the Customer.

ISSUED: September 14, 2001

EFFECTIVE:

ISSUED BY:

Peter Buffa, President 14201 Carol Manor Drive Largo, Florida 33774

SECTION 2 - RULES AND REGULATIONS

2.1 Undertaking of FONECO

- **2.1.1** The Company offers intrastate telecommunications service in conjunction with interstate service.
- 2.1.2 FONECO installs, operates, and maintains the communications services provided hereunder in accordance with the terms and conditions set forth under this tariff. FONECO may act as the Customer's agent for ordering access connection facilities provided by other carriers or entities, when authorized by the Customer. The Company's services are provided on a monthly basis, unless ordered on a longer term basis, and are available twenty-four hours per day.
- **2.1.3** No charges apply to incomplete calls.

2.2 Limitations

- 2.2.1 Service is offered subject to the availability of the necessary facilities and equipment, or both facilities and equipment, and subject to the provisions of this tariff.
- 2.2.2 The Company reserves the right to discontinue or limit service when necessitated by conditions beyond its control, or when the Customer is using service in violation of provisions of this tariff, or in violation of the law.
- 2.2.3 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.

ISSUED: September 14, 2001

EFFECTIVE:

ISSUED BY:

Peter Buffa, President 14201 Carol Manor Drive Largo, Florida 33774

2.2 Limitations, (continued)

- 2.2.4 All facilities provided under this tariff are directly or indirectly controlled by the Company and the Customer may not transfer or assign the use of service or facilities without the express written consent of the Company. Such transfer or assignment shall only apply where there is no interruption of the use or location of the service or facilities.
- 2.2.5 Prior written permission from the Company is required before any assignment or transfer. All regulations and conditions contained in this tariff shall apply to all such permitted assignees or transferees, as well as all conditions of service.

2.3 Use of Service

Services provided under this tariff may be used for any lawful purpose for which the service is technically suited. 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.

2.4 Liabilities of the Company

2.4.1 The Company liability for damages arising out of mistakes, interruptions, omissions, delays, errors, or defects in transmission which occur in the course of furnishing service or facilities, in no event shall exceed an amount equivalent to the proportionate charge to the Customer for the period during which the faults in transmission occur.

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EFFECTIVE:

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Peter Buffa, President 14201 Carol Manor Drive Largo, Florida 33774

2.4 Liabilities of Company, (continued)

- 2.4.2 The Company shall not be liable for 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, 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 an 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 against any claim or loss, expense, or damage (including indirect, special or consequential damage) for defamation, libel, slander, invasion, infringement of copy-right or patent, unauthorized use of any trademark, tradename, 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 out of the material, data, information, or other content revealed to, transmitted, or used by the Company under this tariff; or for any act or omission of the Customer; or for any personal injury or death of any person caused directly or indirectly by the installation, maintenance, location, condition, operation, failure, presence, use or removal of equipment or wiring provided by the Company, if not directly caused by negligence of the Company.
- 2.4.4 The Company shall not be liable for any defacement of or damages to the premises of a Customer resulting from the furnishing of service which is not the direct result of the Company's negligence.

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2.5 Deposits

The Company does not require a deposit from the Customer.

2.6 Advance Payments

For Customers whom the Company determines an advance payment is necessary, the Company reserves the right to collect an amount not to exceed one (1) month's estimated charges as an advance payment for service. This will be applied against the next month's charges and a new advance payment may be collected for the next month.

2.7 Taxes and Fees

- 2.7.1 For all calls, state and local taxes (i.e., gross receipts tax, sales tax, municipal utilities tax) are listed as separate line items on the Customer's bill and are not included in the quoted rates and charges set forth in this tariff.
- 2.7.2 To the extent that a municipality, other political subdivision or local agency of government, or Commission imposes upon and collects from the Company a gross receipts tax, occupation tax, license tax, permit fee, franchise fee, or regulatory fee, such taxes and fees shall, insofar as practicable and allowed by law, be billed pro rata to Customers receiving service from the Company within the territorial limits of such municipality, other political subdivision or local agency of government.

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2.7 Taxes and Fees, (continued)

2.7.3 Pay 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 intrastate that originate from any domestic pay telephone used to access the Company's services for which the pay telephone operator is not other compensated, including calls that originate by dialing 1+800 or 888+NXX+XXXX; 1+950+XXXX; NPA-NXXX; or 0+. The Pay Telephone Surcharge, which is in addition to standard tariffed usage 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's 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 Pay Telephone Surcharge applies to the initial completed call and any reoriginated call (i.e., using the "#" symbol).

Whenever possible, the 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 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 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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2.8 Terminal Equipment

The Company's facilities and service may be used with or terminated in Customer-provided terminal equipment or Customer-provided communications systems, such as a PBX or key system. Such terminal equipment shall be furnished and maintained at the expense of the Customer.

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2.9 Installation

Service is installed upon mutual agreement between the Customer and the Company.

2.10 Payment for Service

The Customer is responsible for payment of all charges for services and equipment furnished to the Customer or to an Authorized User of the Customer by the Company. All charges due by the Customer are payable to the Company or to the Company's authorized billing agent. Terms of payment shall be according to the rules and regulations of the billing agent and subject to the rules of regulatory agencies, such as the Florida Public Service Commission. Any objections to billed charges must be reported to the Company or its billing agent. Adjustments to Customer's bills shall be made to the extent that circumstances exist which reasonably indicate that such changes are appropriate.

2.11 Interconnection

Service furnished by the Company may be connected with the services or facilities of other carriers. Such service or facilities, if used, are provided under the terms, rates, and conditions of the other carrier. The Customer is responsible for all charges billed by other carriers for use in connection with the Company. Any special interface equipment or facilities necessary to achieve compatibility between carriers is the responsibility of the Customer.

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2.12 Cancellation and Restoration of Service

Service continues to be provided until canceled by the Customer or until canceled by the Company as set forth below. The Company may render bills subsequent to the termination of service for charges incurred before termination. The Customer shall pay such bills in full in accordance with the payment terms of this tariff.

2.12.1 Cancellation by the Customer

The Customer may have service discontinued upon written or verbal notice to the Company. The Customer shall pay the Company for service furnished until the cancellation date specified by the Customer or until the date that the written cancellation notice is received, whichever is later.

2.12.2 Refusal, Suspension or Cancellation by the Company

- A. The Company may disconnect service to any Customer after five (5) days written notice for any reason stated below:
 - 1. For failure of the Customer to pay a bill for service when due;
 - 2. For failure of the Customer to meet the Company's deposit and credit requirements;
 - 3. For failure of the Customer to make proper application for service;
 - 4. For the Customer's violation of any of the utility's rules on file with the Commission;
 - 5. For failure of the Customer to provide the utility reasonable access to its equipment and property;
 - 6. For failure of the Customer to furnish such service, equipment and/or rights-of-way necessary to service said Customer as shall have been specified by the Company as a condition of obtaining service; or

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2.12 Cancellation and Restoration of Service, (continued)

2.12.2 Refusal, Suspension or Cancellation by the Company, (continued)

- A. (continued)
 - 7. When necessary for the utility to comply with any order or request or any governmental authority having jurisdiction.

B. Disconnection of Service without Notice

Without notice, the Company may disconnect service to any Customer for any reason stated below:

- 1. In the event of tampering with the Company's equipment
- 2. In the event of a condition determined to be hazardous to the Customer, to other Customers of the Company, to the Company's equipment, the public, or to employees of the Company; or;
- 3. In the event of a Customer's use of equipment in such a manner as to adversely affect the Company's equipment or the Company's service to others.

2.12.3 Restoration of Service

If service has been discontinued for a valid cause by the Company as otherwise provided herein and the Customer wishes it continued, service shall, at the Company's discretion, be restored when all past due amounts are paid or the event giving rise to the discontinuance (if other than nonpayment) is corrected.

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EFFECTIVE:

ISSUED BY:

Peter Buffa, President 14201 Carol Manor Drive Largo, Florida 33774

2.13 Inspection, Testing, and Adjustment

Upon reasonable notice, the facilities provided by the Company shall be made available to the Company for tests and adjustments as may be deemed necessary by the Company for maintenance. No interruption allowance will be granted for the time during which such tests and adjustments are made.

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EFFECTIVE:

ISSUED BY: Peter Buffa, President

14201 Carol Manor Drive Largo, Florida 33774

2.14 Cost of Collection and Repair

The Customer is responsible for any and all costs incurred in the collection of monies due the Company including legal and accounting expenses. Customer is responsible for recovery costs of Company-provided equipment and any expenses required for repair or replacement of damaged equipment.

2.15 Reservation of Toll Free "800/888" Numbers

The Company will make every effort to reserve Toll Free "800/888" vanity numbers for Customers, but makes no guarantee or warranty that the requested number(s) will be available.

ISSUED: September 14, 2001

EFFECTIVE:

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Peter Buffa, President 14201 Carol Manor Drive Largo, Florida 33774

SECTION 3 - DESCRIPTION OF SERVICE

3.1 General

The Company provides intrastate, interexchange switched and dedicated telecommunications services between locations in Florida.

The customer can expect a call completion rate of 99% per 100 calls attempted during peak use periods for Feature Group D 1+ dialing. Carrier will engineer its switching systems on the basis that ninety-nine (99%) of the customers accessing their system will be served during the busy hour.

ISSUED: September 14, 2001

EFFECTIVE:

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Peter Buffa, President 14201 Carol Manor Drive Largo, Florida 33774

3.2 Calculation of Distance

Usage charges for all mileage sensitive products are based on the airline distance between the Rate Centers associated with the originating and terminating points of the call.

The serving wire centers of a call are determined by the area codes and exchanges of the origination and destination points.

The distance between the Wire Center of the Customer's equipment and that of the destination point is calculated by using the industry standard "V" and "H" coordinates.

- Step 1 Obtain the "V" and "H" coordinates for the Rate Center of the originating and the destination points.
- Step 2 Obtain the difference between the "V" coordinates of each of the Rate Centers. 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 points of the call.

Formula:

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

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EFFECTIVE:

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Peter Buffa, President 14201 Carol Manor Drive Largo, Florida 33774

3.3 Call Timing

- 3.3.1 Long distance usage charges are based on the actual usage of the Company's network. Chargeable time begins when the calling and the called station are connected. Call timing is determined using industry standard methods of answer supervision, including hardware and software answer detection.
- **3.3.2** Chargeable time ends when either party hangs up, thereby releasing the network connection.
- 3.3.3 Unless otherwise specified in this tariff, usage is measured in one (1) minute increments for billing purposes. Partial usage will be rounded up to the next highest whole minute. All calls are rounded to the next highest billing increment. Any partial cents per call will be rounded up to the next highest cent.
- **3.3.4** Unless flat rated, usage charges are determined by the time of day rate periods and minutes of use within each rate period. The rate period is determined by the time and day of call originating at the Customer's Location.
- 3.3.5 No charges apply to unanswered calls.

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EFFECTIVE:

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Peter Buffa, President 14201 Carol Manor Drive Largo, Florida 33774

3.4 Time-Of-Day Rate Periods

Unless otherwise specified in the product description in this tariff, the following time-of-day and day-of-week rate periods are applicable to all calls. Evening rates shall apply to all calls placed on the Company's recognized Holidays except when a lower rate would normally apply.

DAY RATE PERIOD

8:00 AM to 5:00* PM Monday through

Friday

EVENING RATE PERIOD

5:00 PM to 11:00* PM Sunday through

Friday

NIGHT/WEEKEND RATE PERIOD

11:00 PM to 8:00* AM Sunday through

Friday, all day Saturday and Sunday until

5:00* PM

Calls are billed based on the rate in effect for the actual time-of-day rate period(s) during which the call occurs. Calls that cross rate period boundaries are billed the rate in effect in that boundary for each portion of the call.

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Peter Buffa, President 14201 Carol Manor Drive Largo, Florida 33774

^{*} to, but not including

3.4 *(continued)*

Holiday Rates

Calls on the following Company-recognized Holidays are rated at the Evening Rate Period or Off-Peak Rate Period rate unless a lower rate would normally apply.

New Year's Day** Labor Day Christmas Day**
Independence Day** Thanksgiving Day Memorial Day*

- * Applies to Federally observed day only.
- ** When this holiday falls on Sunday, the Holiday rate applies on the following Monday. When this holiday falls on a Saturday, the Holiday rate applies to calls placed on the preceding Friday.

ISSUED: September 14, 2001

EFFECTIVE:

ISSUED BY:

Peter Buffa, President 14201 Carol Manor Drive Largo, Florida 33774

3.5 Directory Assistance

A Directory Assistance charge applies per intrastate directory assistance calls made from points within the State of Florida. The Customer may make two (2) requests for a telephone number per call. The Directory Assistance Charge applies regardless of whether the operator is able to supply the requested number. Discounts are not applicable to Directory Assistance Charges. Directory Assistance Charges are not included in usage commitments or computed in any discount calculations.

ISSUED: September 14, 2001

EFFECTIVE:

ISSUED BY:

Peter Buffa, President 14201 Carol Manor Drive Largo, Florida 33774

Telephone: (72

3.6 Outbound Long Distance Service

Outbound Long Distance Service is offered to business and residential customers for both intraLATA and interLATA calling. Calls are billed in six (6) second increments after an initial minimum call duration of thirty (30) seconds. The following rates are not time of day sensitive and apply 24 hours per day, 7 days a week.

3.7 Toll Free (i.e. 800/888) Service

Toll-Free Service is an offering that allows the calling party to charge each call to the called party without operator assistance. By the use of specially assigned prefixes, such as 800 or 888, the charge for each call is automatically billed to the Customer.

Calls are billed in six (6) second increments after an initial minimum call duration of thirty (30) seconds. The following rates are not time of day sensitive and apply 24 hours per day, 7 days a week.

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EFFECTIVE:

ISSUED BY:

Peter Buffa, President 14201 Carol Manor Drive Largo, Florida 33774

3.8 Calling Card Service

Calling Card Service is available in conjunction with other FONECO services, or as a stand-alone offering. The service is typically used for originating telephone calls while away from home or office. Service is accessed by dialing the Company-designated toll-free access number, a valid authorization code, and the destination number. Calls are billed in one (1) minute increments following a minimum billing period of one (1) minute

ISSUED: September 14, 2001

EFFECTIVE:

ISSUED BY:

Peter Buffa, President 14201 Carol Manor Drive Largo, Florida 33774

3.9 Pre-Paid Calling Card

FONECO's Pre-Paid Card plans allow customers to pay a fixed dollar amount in advance for long distance calling. Customers must dial an access code from a touch tone phone to use the service. Cards are rated in dollars per minute. Fractional call minutes are rounded up to the nearest full minute. As calls are placed, charges for the call are deducted on a real-time basis until the full amount of the card is exhausted. Calls are limited to direct dial calls. Air to ground services, as well as calls to 500, 700, or 900 numbers are blocked.

An expiration date, if applicable, is printed on the card. The FONECO Pre-Paid Calling Card plans are available for use twenty-four hours a day, seven days a week. Long distance taxes are included in the purchase price of the card.

A Pre-Paid Calling Card account is established upon receipt of payment by the Company. The Company reserves the right to determine acceptable types of payment.

ISSUED: September 14, 2001

EFFECTIVE:

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Peter Buffa, President 14201 Carol Manor Drive Largo, Florida 33774

SECTION 4 - RATES

4.1 General

Each Customer is charged individually for each call placed through the Company. Customers are billed based on their use of the Company's long distance service.

4.1.1 Late Fee

A late fee of 1.5% monthly will be charged on any past due balances beginning 30 days from the mailing date of the bill.

4.1.2 Return Check Charges

A return check charge of \$25 will be assessed for checks returned for insufficient funds if the face value does not exceed \$50, \$30 if the face value does exceed \$50 but does not exceed \$300, \$40 if the face value does exceed \$300 or 5% of the value of the check, whichever is greater.

4.1.3 Reconnection Charge

A reconnection fee of \$25.00 per occurrence is charged when service is reestablished for Customers who have been disconnected for nonpayment.

4.1.4 Pay Telephone Compensation

Per Call

\$0.35

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4.2 Exemptions and Special Rates

4.2.1 Discounts for Hearing Impaired Customers

A telephone toll message which is communicated using a telecommunications devise 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 Telecommunications Relay System

TDD users may communicate with non-TDD users through the statewide Telecommunications Relay System (TRS). Customers who access the TRS system are eligible for discounts as specified in Section 4.2.1B above.

ISSUED: September 14, 2001

EFFECTIVE:

FLi0101

ISSUED BY:

Peter Buffa, President 14201 Carol Manor Drive Largo, Florida 33774 Telephone: (727)517-75

ione: (727)517-7506

4.3 Directory Assistance

A Directory Assistance charge applies per intrastate directory assistance calls made from points within the State of Florida. The Customer may make two (2) requests for a telephone number per call. The Directory Assistance Charge applies regardless of whether the operator is able to supply the requested number. The first 50 Directory Assistance calls per cycle are provided at no charge from residential lines serving individuals with disabilities whose disabilities prevent or hinder the use of a telephone directory. The Customer must notify the Company and submit proof of the disability to qualify for this exemption.

Per call to directory assistance:

\$0.95

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EFFECTIVE:

ISSUED BY:

Peter Buffa, President 14201 Carol Manor Drive Largo, Florida 33774

4.4 Outbound Long Distance Service

Calls are billed in six (6) second increments after an initial minimum call duration of thirty (30) seconds.

Switched - Per Minute Rate:

\$0.120

Dedicated - Per Minute Rate:

\$0.085

ISSUED: September 14, 2001

EFFECTIVE:

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Peter Buffa, President 14201 Carol Manor Drive Largo, Florida 33774

Telephone:

4.5 Toll Free (i.e. 800/888) Service

Calls are billed in six (6) second increments after an initial minimum call duration of thirty (30) seconds.

Switched - Per Minute Rate:

\$0.120

Dedicated - Per Minute Rate:

\$0.085

ISSUED: September 14, 2001

EFFECTIVE:

ISSUED BY:

Peter Buffa, President 14201 Carol Manor Drive Largo, Florida 33774

Telephone:

4.6 Calling Card Service

Calls are billed in one (1) minute increments following a minimum billing period of one (1) minute

Per Minute Rate:

\$0.20

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EFFECTIVE:

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Peter Buffa, President 14201 Carol Manor Drive Largo, Florida 33774

Telephone:

4.7 Pre-Paid Calling Card

Calls are billed in one (1) minute increments following a minimum billing period of one (1) minute

Per Minute Rate:

\$0.48

ISSUED: September 14, 2001

EFFECTIVE:

ISSUED BY:

Peter Buffa, President 14201 Carol Manor Drive Largo, Florida 33774

FONECO, LLC

Exhibit III

Management Profiles

Corporate Resumes FONECO, LLC

Peter Buffa - President

Peter Buffa brings over 16 years of comprehensive senior level experience in creating, building and operating communications companies from concept to profitability. Mr. Buffa has held senior level positions with a variety of telecommunications companies, ranging from a facilities-based CLEC/ICP to a public pay telephone company to a facilities-based long distance company.

Prior to joining FONECO, LLC, Mr. Buffa was Chairman/President/CEO of Interloop, Inc., a facilities-based CLEC/ICP that provided a full bundle of broadband voice and data 'VoBB' services to small and medium sized business customers.

Mr. Buffa has also provided sales, marketing, financial and operational consulting services to numerous publicly and privately held communications companies.

Mr. Buffa has areas of expertise ranging from business plan development to network planning/design to marketing and advertising.

Helen Zerden - Vice President

Helen Zerden brings over 20 years of computer system design and programming experience to FONECO.

Prior to joining FONECO, Ms. Zerden was with Least Cost Routing, Inc. (LCRI), at long distance reseller, for over eight (8) years. At LCRI, Ms. Zerden was solely responsible for the design and writing of a billing system for LEC and direct billing.

FONECO, LLC

Exhibit IV

Financial Statements

FONECO, LLC Projected Income Statement

							Activity	by	Quarter					_		
		4Q'01	1Q'02		<u>2Q'02</u>		3Q'02		4Q'02		1Q'03		2Q'03		3Q'03	
Revenues	\$	12,000	\$ 22,600	\$	34,240	\$	50,016	\$	45,014	\$	51,313	\$	56,982	\$	62,083	
Cost of Sales	_\$_	8,400	\$ 15,820	\$	23,968	\$	35,011	\$	31,510	\$	35,919	\$	39,887	\$_	43,458	
Gross Margin Gross Margin Percentage	\$	3,600 30.0%	6,780 30.0%	\$	10,272 30.0%		15,005 30.0%		13,504 30.0%	\$	15,394 30.0%		17,094 30.0%		18,625 30.0%	
Marketing Expenses	\$	900	\$ 1,695	\$	2,568	\$	3,751	\$	3,376	\$	3,848	\$	4,274	\$	4,656	
Administrative Expenses	\$	2,340	\$ 4,407	\$	6,677	\$	9,753	\$	8,778	\$	10,006	\$	11,111	\$	12,106	
Net Income before Income Taxes	\$	360	\$ 678	\$	1,027	\$	1,500	\$	1,350	\$	1,539	\$	1,709	\$	1,863	

Revenue Assumptions

1. Estimated revenues based on acquiring 50 customers each week at \$20 per customer. Starting in 1Q02, revenues decreased by 10% attrition each quarter.

Combined Business and Residential

Revenue \$ 12,000 \$ 21,600 \$ 30,240 \$ 38,016 \$ 45,014 \$ 51,313 \$ 56,982 \$ 62,083

per week per month per quarter \$1,000.00 \$ 4,000.00 \$ 12,000.00

50 Customers a week at \$20.00 per customer

Cost of Sales Assumptions

1. Utilize an estimate of 70% of revenues as Cost of Good percentage.

Marketing Assumptions

1. Utilize an estimate of 25% of Gross Margin for Marketing Expenses.

Administrative Expenses

- 1. Customer service, marketing and technical personnel. Professional services (i.e. accounting, legal, etc.) are outsourced.
- 2. Utilize an estimate of 65% of Gross Margin for Admin Expenses.

FONECO LLC BALANCE SHEET UNAUDITED as of 8/31/01

TOTAL LIABILITIES AND EQUITY:	\$	00,698,91
₹inb∃	\$	9.
Shareholder Loans	\$	00.593,91
Other Liabilities	\$	106.
Liabilities	\$	-
YTIVOE GNA SEITLIBAL		
:ST322A JATOT	\$	16,563.00
sieseA renitO IstoT	\$	00.296,3
Equipment Prepaid Expences	\$ \$	00.29e 00.000,3
Steas Anathon		
Cash and Bank Accounts	\$	10,598.00