

**** FLORIDA PUBLIC SERVICE COMMISSION ****

DIVISION OF REGULATORY OVERSIGHT
CERTIFICATION SECTION

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

020092-TX

Instructions

- ◆ This form is used as an application for an original certificate and for approval of the assignment or transfer of an existing certificate. In the case of an assignment or transfer, the information provided shall be for the assignee or transferee (See Page 12).
- ◆ 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:

Florida Public Service Commission
Division of Records and Reporting
2540 Shumard Oak Blvd.
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

APPLICATION

FOR

**ALTERNATIVE LOCAL
EXCHANGE CARRIER**

ENCLOSED

WITH

APPLICATION FEE

APPLICATION

1. This is an application for (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 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.

2. Name of company: PanAmerican Telecom, Inc.

3. Name under which the applicant will do business (fictitious name, etc.):
PanAmerican Telecom, Inc.

4. Official mailing address (including street name & number, post office box, city, state, zip code):

1606 Nanette Court
Lake Worth, Florida 33461

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

2908 Jog Road
Green Acres, Florida 33463

6. 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 | |

7. If individual, provide:

Name:

Title:

Address:

City/State/Zip:

Telephone No.: _____ Fax No.:

Internet E-Mail Address:

Internet Website Address:

8. If incorporated in Florida, provide proof of authority to operate in Florida:

(a) The Florida Secretary of State corporate registration number:
P02000005310

9. If foreign corporation, provide proof of authority to operate in Florida:

(a) The Florida Secretary of State corporate registration number:

_____ DNA

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:

11. If a limited liability partnership, provide proof of registration to operate in Florida:

(a) The Florida Secretary of State registration number:

12. If a partnership, provide name, title and address of all partners and a copy of the partnership agreement.

Name:

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:

14. Provide F.E.I. Number(if applicable): 52-2282796

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. Provide explanation.

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: Cheryl Lovelace

Title: Vice President Operations

Address: 2908 Jog Road

City/State/Zip: Greenacres, Florida 33463

Telephone No.: 561-588-1121 Fax No.: 561-588-4474

Internet E-Mail Address: chey@panamerican.ws

Internet Website Address: http://www.panamerican.ws

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

Name: Cheryl Lovelace

Title: Vice President Operations

Address: 2908 Jog Road

City/State/Zip: Greenacres, Florida 33463

Telephone No.: 561-588-1121 Fax No.: 561-588-4474

Internet E-Mail Address: chey@panamerican.ws

Internet Website Address: http://www.panamerican.ws

(c) Complaints/Inquiries from customers:

Name: Cheryl Lovelace

Title: Vice President Operations

Address: 2908 Jog Road

City/State/Zip: Greenacres, Florida 33463

Telephone No.: 561-588-1121 Fax No.: 561-588-4474

Internet E-Mail Address: chey@panamerican.ws

Internet Website Address: http://www.panamerican.ws

17. 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

(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

18. Submit the following:

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

SEE EXHIBIT A

- 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.**

SEE EXHIBIT B

- 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 Company is in the startup phase of operation. We have not completed an audit at this time and we are not providing audited statements as such. **SEE EXHIBIT C.***

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*

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. **written explanation** that the applicant has sufficient financial capability to provide the requested service in the geographic area proposed to be served.

PanAmerican Telecom, Incorporated is receiving two million dollars of investment capital from Global Web TV, Inc., in order to provide telecommunications services for Global Web TV. PanAmerican Telecom will also be providing telecommunications services to a majority of the 40,000 customers of Global Web TV, Inc.

2. **written explanation** that the applicant has sufficient financial capability to maintain the requested service.

PanAmerican Telecom, Incorporated has secured a two million dollar revolving line of credit from Global Web TV in addition to the initial investment of two million dollars. This will secure the ability to maintain service in the 460 LATA, which is the primary business coverage area of the Company.

3. **written explanation** that the applicant has sufficient financial capability to meet its lease or ownership obligations.

PanAmerican Telecom, Incorporated as stated previously has secured significant initial investment and credit facilities to meet the financial requirements of the Company business plan as an unbundled network elements (UNE) provider. The business plan of the Company depends on current customers of Global Web TV and not on a speculative business model.

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.

UTILITY OFFICIAL:

Cheryl Lovelace
Print Name

[Signature]
Signature

Chief Operating Officer
Title

12/29/01
Date

561)588-1121 561)588-4474
Telephone No. Fax No.

1606 Nanette Ct
Address:

Lake Worth FL

33461

THIS PAGE MUST BE COMPLETED AND SIGNED

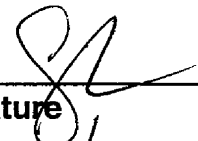
AFFIDAVIT

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:

Cheryl Lovelace
Print Name


Signature

COO Chief Operating Officer
Title

12/29/01
Date

(561) 588-1121 (561) 588-4474
Telephone No. Fax No.

Address: 1606 Nanette Ct
Lake Worth FL 33461

C H E R Y L B A R N E S L O V E L A C E

Chief Operating Officer

PROFESSIONAL EXPERIENCE

1996-Present	GoCom ISP Corp. <i>CEO/President</i>	West Palm Beach, FL
	Duties include overseeing Internet Operations and maintenance of the billing and tech support dept.	
	Developed budgets and capital expenditure proposals for hardware, software and personnel impacting network communications and network failure recovery systems.	
	Interfaced with vendors, negotiated contracts and facilitated timely delivery of products and services.	
1993-1996	Blackhawke International <i>Consultant</i>	
	Performed as a consultant in the development of the Internet Business site for Etelix Communications of Delray Beach, Florida. Performed complete project management, design, proposal and installation of Internet Web Site and multi-state Wide Area Network.	
1990-1995	TelAmerica USA Miami, FL	
	Customer Service/Operations Manager	
	Responsibilities included the implementation of customer service and marketing systems. These systems included the development of marketing campaigns, media buys and strategic demographics marketing for new sales generation.	

Alexander A. Elorriaga Zabala

Chief Executive Officer

Objective: Seeking a Senior Management position with a global company that encourages entrepreneurial solutions in an aggressive atmosphere, rewarding a leader who is results and quality oriented.

Professional Experience

D.H.L. Fletes Aéreos, C.A., Venezuela (DHL WORLD WIDE EXPRESS)

March 1997 to present

General Manager

Direct, manage, control and develop the country activities of DHL, ensuring that sales targets are achieved, service standards are maintained, human resources and training activities are deployed, and that company goals and objectives are met while remaining in accordance with budgetary planning.

Directing all efforts related to Logistics and E-Commerce projects and establishing all the partnerships to develop this area in the country.

Number of people: 550. General results were above 45% from the original forecast.

CANTV C.A., Caracas. (TELEPHONE (PTT) COMPANY OWN BY GTE)

March 1994 to March 1997

Area Director Sales, Marketing & Business development

The Sales, Marketing & Business development area is responsible for all revenues of the company, the implementation for all the marketing and sales strategies and the development and implementation of new business ventures.

Number of people: 480.

Revenues Forecast for	1994:	US\$	980,000,000.00	Achievements:	103 %
	1995:	US\$	1.025 Billion	"	105 %
	1996:	US\$	1.045 Billion	"	112 %

In March, 1995, I was vested with the responsibility of overseeing a core team of specialists to interface directly with Venezuela's oil industry (US. 200 million/year customer) normalizing relations, establishing services standards and identifying and planning technology deployment requirements for present and future applications. Including everything related to e-commerce (Business to Business) and the entire intranet and extranet for all oil related suppliers and customers.

GALACTICA TELECOMM. , C.A., Caracas.

Feb. 1992 - Feb. 1994

Executive President & CEO

Commissioned by Organizacion Diego Cisneros (ODC) to change the company's existing strategy and positioning in the Venezuelan market, from a T.V.R.O. (TV Reception Only), a small TV broadcast corporation to the leading Telecommunications Systems Integrator and vendor of choice for the national PTT, CANTV. Number of people: 65.

Revenues Forecast for	1992:	US\$	5,000,000.00	Achievements:	240 %
	1993 :	US\$	8,000,000.00	"	155 %

ORGANIZACION DIEGO CISNEROS (ODC), Caracas.

Abril, 1990 - Feb. , 1992

Special Projects Manager & General Manager Teratel C.A.

Working jointly with Bell Canada, responsible for the coordination, direction and controlling all activities related to the acquisition, due diligence and valuation for:

Cellular band "A" Privatization process in Venezuela.

CANTV's Privatization process.

SPRINTel de Venezuela's start up. (Private network for value added services with SPRINT).

**EPSON LATINAMERICA Inc. , Miami, USA. (Company own by EPSON AMERICA INC)
EPSON VENEZUELA S.A., Caracas.**

Sept. 1981 - April 1990

President & General Director

IN CHARGE OF STRATEGIC PLANNING AND DEVELOPMENT THE MARKET IN LATIN AMERICA WITH FULL P&L (PROFIT AND LOSS) RESPONSIBILITY. RESPONSIBLE FOR THE START UP OF THE LATIN-AMERICAN MARKET ACHIEVING THE FOLLOWING RESULTS:

Five (5) Joint Ventures in Mexico, Venezuela, Chile, Argentina and Costa Rica.

Five (5) Manufacturing Plants in Mexico, Argentina and Brazil (3).

Central Office in Miami, Florida. Responsible for the operation, Sales and Strategic planning in the entire region.

Liaison office in Sao Paulo, Brazil.

Establishment of sales and service operations in 23 countries in Latin America.

Total Revenues for	1981:	US\$	500,000.00	w/ 15 people
	1990:	US\$	200,000,000.00(consolidated)	w/350 people.

SEIJIRO YAZAWA IWAI C.A., Caracas.

July 1980 - Sept. 1981

Teleinformatics Manager.

Creation of the computer and informatics division. In charge of identifying and acquiring six different vendors and manufacturer's representatives for Venezuela. These include: EPSON, MAXELL, OKI, SORD, FUJI, etc. (all from Japan).

EDUCATION

Electronics Engineer, Television Specialization, Simon Bolivar University, Caracas 1980.

Candidate for an MBA, IESA, Caracas 1991 - 1993(1 semester left and thesis pending).

Executive Program, IESA, Caracas 1990.

MARKETING PLANNING, IESA, CARACAS 1988.

International Marketing and Sales Program, Epson America Inc., Los Angeles, 1981.

Marketing and Human Resources Management, Seiko-Epson, Tokyo, 1982.

Other Professional Experience

Member of the Board of Infosat . Caracas 1992 - 1994.

Member of the Board of Cycomm International, Canada 1993-1994.

Member of the Board of Arrendamientos Financieros, ARFINAN, 1990 -1993.

Founder and Chairman of the Board of ECS S.A. (Exclusive rep. ACER comp.) 1991-1993.

Member of the Marketing Board of Venamcham (Venezuelan-American Chamb.) - now.

Member of the Oil Chamber of Commerce 1995- now.

Languages: Fluent in English, Spanish, Portuguese and Vasc, working knowledge in French and Japanese.

Howard Vinik

Chief Financial Officer

Summary

Over 13 years of senior-level managerial experience with telecommunications and Internet companies, including 3 startups. Expertise in providing hands-on leadership and direction for corporate and business development, marketing/sales, human resources, and strategic development. Adept at identifying partner companies, negotiating and closing major contracts and deals including M&A transactions, as well as developing and monitoring business relationships at the highest levels. Exceptional communication skills, both oral and written. Highly experienced public speaker, published industry writer and interviewee. Award-winning innovator and creative dealmaker with a solid track record of building up companies.

Employment History

Broadband Services, Inc., Los Angeles, CA *1990 – present*

Board Director of leading cable TV and telecommunications contracting company with over 300 employees. *Served as President, 1990 – 1996.*

- Co-founded company performing technical services on behalf of NYSE listed video, voice and data providers, including ATT and Time Warner.
- Raised start-up capital and obtained financial backing of Royal Bank of Canada.
- Developed and oversaw implementation of nationwide marketing and operations plan.
- Negotiated and closed long and intermediate-term contracts with major blue chip cable TV operators, telcos, and broadband service providers, including Time Warner, Comcast, Cox, Century, Media One, ATT, and US West.
- Wrote two articles for International Cable, 1992.

ePills.com, Emeryville, CA *1998 – 2000*

Co-Founder and Vice Chairman of leading online drugstore, currently a public company (NASDAQ: HCEN).

- Established company's strategic vision and brought about the first merger of a content company and an e-tailer in the health sector.
- Secured start-up and operating capital, and identified and landed major health sector executives as board directors.
- Forged key multi million-dollar partnerships, including America Online and Bergen Brunswig Corporation.
- Negotiated \$2 million investment in company from Bergen Brunswig Corporation.
- Spearheaded corporate development, business development, strategic planning and marketing.
- Planned key role in organizational development, hiring and training of 29 employees.
- Identified Health Central as M&A candidate for ePills, and was instrumental in negotiating M&A transaction between the companies.

Z Auction, Los Angeles, CA

1996 – 1998

Co Founder and CEO of pioneering, high profile Web retailer.

- Launched company as first online auction on America Online.
- Won *PC Magazine Top 100 Websites* award, March 1997, first online auction award winner.
- Took revenues from zero to \$10 million in first year.
- Oversaw hiring, training and development of 32 employees.
- Raised over \$3 million in outside capital.
- Interviewed as industry spokesperson, *CNN*, June 1988.

Continental Cablevision, Los Angeles, CA

1987 – 1990

Director of Marketing

- Developed and implemented all acquisition and retention marketing programs including direct sales, telemarketing, TV, radio and print.
- Increased market penetration from 12% to 38%.
- Created and implemented company's first Spanish customer sales and marketing programs, subsequently used throughout Southern California.
- Excerpts from trade-related speaking engagements featured in *Multichannel News*, *Cable World*, and *Variety*, 1989.

Education

University of Michigan, Ann Arbor, MI

M.A. Public Policy Studies (Gerald Ford School of Public Policy), 1986

University of Michigan, Ann Arbor, MI

B.A. Economics, 1984

Languages

Fluent in Spanish. Knowledge of Dutch, French, Portuguese, and Japanese.

STATEMENT OF TECHNICAL CAPABILITY

The management of PanAmerican Telecom, Inc. has sufficient technical capability to provide and conduct technical maintenance due to many years of experience in the telecommunications industry. However, the Company will contract BellSouth Telecommunications, Inc. as the company that will provide technical maintenance to customers through the unbundled network elements (UNE) program.

EXHIBIT C Un-audited Interim Financial Statements

Panamerican Telecom, Inc.
01/30/01 Summary Balance Sheet
Accrual Basis As of January 31, 2002

Jan 31, 02

ASSETS

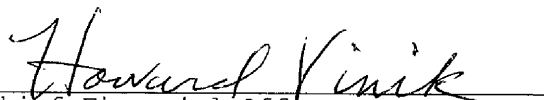
Current Assets	
Checking/Savings	54,364.05
Accounts Receivable	34,479.84
Other Current Assets	38,576.22
Total Current Assets	227,420.11
Fixed Assets	124,852.91
TOTAL ASSETS	252,273.02

LIABILITIES & EQUITY

Liabilities	
Current Liabilities	
Accounts Payable	11,364.38
Credit Cards	141.02
Other Current Liabilities	11,214.06
Total Current Liabilities	22,719.46
Long Term Liabilities	9,103.21
Total Liabilities	31,822.67
Equity	200,450.35
TOTAL LIABILITIES & EQUITY	232,273.02



Chief Executive Officer




Chief Financial Officer

EXHIBIT C Un-audited Interim Financial Statements

PanAmerican Telecom, Inc.
Income Statement
For the Month Ended January 31, 2002

Revenue:		
Gross Sales	\$44,815.00	
Less: Sales Returns and Allowances		\$878.00
Net Sales	\$43,937.00	
Cost of Goods Sold:		
Beginning Inventory	\$6,594.00	
Add: Purchases	\$1,333.00	
Freight-in	\$37.00	
Direct Labor	\$6,000.00	
Indirect Expenses	\$0.00	
		\$13,964.00
Less: Ending Inventory	\$878.00	
Cost of Goods Sold		\$13,086.00
Gross Profit (Loss)		\$30,851.00
Expenses:		
Advertising	\$4,000.00	
Bad Debts	\$0.00	
Contract Labor	\$700.00	
Insurance	\$1,252.78	
Office Expenses	\$74.00	
Operating Supplies	\$147.19	
Payroll Taxes	\$1,980.00	
Permits and Licenses	\$0.00	
Postage	\$12.00	
Rent	\$2,321.66	
Telephone	\$762.00	
Utilities	\$168.00	
Vehicle Expenses	\$247.00	
Total Expenses		\$11,664.63
Net Operating Income		\$19,186.37
Other Income:		
Gain (Loss) on Sale of Assets	\$0.00	
Interest Income	\$0.00	
Total Other Income		\$0.00
Net Income (Loss)		\$19,186.37

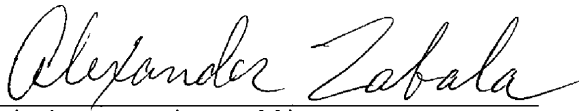

 Chief Executive Officer


 Chief Financial Officer

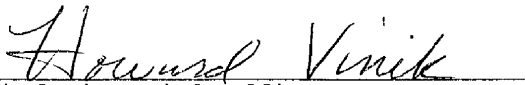
EXHIBIT C Un-audited Interim Financial Statements

PanAmerican Telecom, Inc.
Statement of Retained Earnings
For period ending January 31, 2002
(in thousands)

Retained earnings, January 31, 2002		\$19
Prior period adjustment		0
Retained earnings, January 31, 2002, restated		19
Add: Net income		19
Less: Cash dividends	0	
Stock dividends	0	
Appropriation of retained earnings	<u>0</u>	
Retained earnings, January 31, 2002 - unappropriated		<u>\$19</u>



Chief Executive Officer



Chief Financial Officer