

DUPLICATE

ShawPittman LLP

A Limited Liability Partnership Including Professional Corporations

Susan M. Hafeli
(202) 663-8414
susan.hafeli@shawpittman.com

November 27, 2002

VIA FEDERAL EXPRESS

Florida Public Service Commission
Division of Records and Reporting
2540 Shumard Oak Blvd.
Tallahassee, FL 32399-0850

021195-TX

**Re: Application of Metro Teleconnect Companies, Inc.
for Authority to Provide Alternative Local Exchange Service**

Dear Sir or Madam:

Transmitted herewith on behalf of our client, Metro Teleconnect Companies, Inc. ("Metro Teleconnect"), are an original and six (6) copies of Metro Teleconnect's Application for Authority to provide alternative local exchange service within the State of Florida. Also enclosed is a check in the amount of \$250.00, in payment of the requisite filing fee.

Exhibit C to this Application includes Metro Teleconnect's financial statements. Metro Teleconnect is privately held and does not publicly disclose its financial information. Consequently, the financial documentation is provided under separate cover, clearly marked "**CONFIDENTIAL – FILED UNDER SEAL,**" and it is respectfully requested that this information not be made part of the public record.

Please date-stamp the Receipt copy of this filing and return it to the undersigned in the enclosed self-addressed, stamped envelope. Please refer all questions and correspondence regarding this filing to the undersigned.

Respectfully submitted,

Susan M. Hafeli

Susan M. Hafeli
Counsel for Metro Teleconnect Companies,
Inc.

Enclosures

DOCUMENT NUMBER DATE

13094 DEC-28

FBI & C-002/663-8007
COMMISSION CLERK

APPLICATION OF METRO TELECONNECT COMPANIES, INC.
FOR AUTHORITY TO PROVIDE ALTERNATIVE LOCAL EXCHANGE SERVICE
WITHIN THE STATE OF FLORIDA

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 for transfer of control: Example, a company purchases 51% of a certificated company. The Commission must approve the new controlling entity.

2. Name of company:

Metro Teleconnect Companies, Inc.

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

Metro Teleconnect Companies, Inc.

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

Metro Teleconnect Companies, Inc.

2150 Herr Street

Harrisburg, Pennsylvania 17103

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

Metro Teleconnect Companies, Inc. c/o CT Corporation System

1200 South Pine Island Road

Plantation, Florida 33324

6. Structure of organization:

- () Individual () Corporation
(✓) Foreign Corporation () Foreign Partnership
() General Partnership () Limited Partnership
() General _____

7. **If individual**, provide: *Not applicable*.

Name _____

Title: _____

Address: _____

City/State/Zip: _____

Telephone No.: _____ Fax No.: _____

Internet E-Mail Address: _____

Internet Website Address: _____

8. **If incorporated in Florida**, provide the proof of authority to operate in Florida.
Not applicable.

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

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

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

*Document No. F02000005712. See qualification letter of Florida Department of State (November 15, 2002), attached hereto as **Exhibit A**.*

10. **If using fictitious name-d/b/a**, provide proof of compliance with fictitious name statute (Chapter 865.09, FS) to operate in Florida: *Not applicable.*

- (a) **The Florida Secretary of State fictitious name registration number:**
Not applicable.

11. **If a limited liability partnership**, provide proof of registration to operate in Florida: *Not applicable.*

(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. *Not applicable.*

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. *Not applicable.*

(a) **The Florida registration number:** _____

14. Provide **F.E.I. Number** (if applicable): 25-1756682

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 telephony company. If yes, give name of company and relationship. If no longer associated with the company, give reason why not.
No

16. Who will serve as liaison to the Commission with regard to the following?

(a) The application:

Name Glenn Richards and Susan Hafeli

Title: Counsel for Metro Teleconnect Companies, Inc.

Address: Shaw Pittman LLP
2300 N Street, N.W.

City/State/Zip: Washington, D.C. 20037-1128

Telephone No.: (202) 663-8000 **Fax No.:** (202) 663-8007

Internet E-Mail Address: glenn.richards@shawpittman.com
susan.hafeli@shawpittman.com

Internet Website Address: www.shawpittman.com

With a copy to :

Name Patrick Smith

Title: Director, Metro Teleconnect Companies, Inc.

Address: 2150 Herr Street.

City/State/Zip: Harrisburg, PA 17103

Telephone No.: (717) 564-0603 **Fax No.:** (717) 564-9429

Internet E-Mail Address: psmith@metrotelco.com

Internet Website Address: _____

(b) Official point of contact for the ongoing operations of the company:
(with copies to Applicant's counsel listed in (a))

Name Chad Hazam

Title: President, Metro Teleconnect Companies, Inc.

Address: 2150 Herr Street

City/State/Zip: Harrisburg, PA 17103

Telephone No.: (717) 564-0603 **Fax No.:** (717)564-9429

Internet E-Mail Address: chazam@metrotelco.com

Internet Website Address: _____

(c) Complaints/Inquiries from customers:

Name Patrick Smith

Title: Director, Metro Teleconnect Companies, Inc.

Address: 2150 Herr Street

City/State/Zip: Harrisburg, PA 17103

Telephone No.: (717) 564-0603 **Fax No.:** (717) 564-9429

Internet E-Mail Address: psmith@metroteleco.com

Internet Website Address: _____

17. List the states in which the applicant:

(a) has operated as an alternative local exchange company.

See attached Exhibit B.

(b) has applications pending to be certificated as an alternative local exchange company.

See attached Exhibit B.

(c) is certificated to operate as an alternative local exchange company.

See attached Exhibit B.

(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. Financial stability.

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

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.

*See financial statements attached hereto as **Exhibit C**.*

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

*See attached **Exhibit C**. Attached hereto as **Exhibit D** are the Verifications of Financial Statements of Applicant's President, Chad Hazam, and Jerry Bankes, the Applicant's Chief Financial Officer.*

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

*See attached **Exhibit E**.*

- C. 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 attached **Exhibit E**.*

**** 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:

| | | | |
|-----------|--|---------------|-----------------|
| Signature | <u>Chad Hazam</u> | Date | <u>11/18/02</u> |
| Title: | President Metro Teleconnect Companies, Inc. | Telephone No. | (717) 564-0603 |
| Address: | <u>2150 Herr Street</u> <u>Harrisburg, PA 17103</u> | | |

Attachments:

- A – CERTIFICATE SALE, TRANSFER, OR ASSIGNMENT STATEMENT
- B – INTRASTATE NETWORK
- C – AFFIDAVIT

CERTIFICATE SALE, TRANSFER, OR ASSIGNMENT STATEMENT

I, (Name) _____,

(Title) _____ of (Name of Company)

_____ and current holder of Florida Public Service Commission Certificate Number # _____

_____, have reviewed this application and join in the petitioner's request for a:

() sale

() transfer

() assignment

of the above-mentioned certificate.

UTILITY OFFICIAL:

Signature

Date

Title

Telephone No.

Address:

Fax No.

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.

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

| | |
|----------|----------|
| 1) _____ | 2) _____ |
| _____ | _____ |
| 3) _____ | 4) _____ |
| _____ | _____ |

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

| | |
|----------|----------|
| 1) _____ | 2) _____ |
| _____ | _____ |
| 3) _____ | 4) _____ |
| _____ | _____ |

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

| <u>POP-to-POP</u> | <u>OWNERSHIP</u> |
|-------------------|------------------|
| 1) _____ | _____ |
| 2) _____ | _____ |
| 3) _____ | _____ |
| 4) _____ | _____ |

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 that the intent to mislead a public servant in the performance of his official duty shall be guilty of a misdemeanor of the second degree, punishable as provided in s. 775.082 and s. 775.083."

UTILITY OFFICIAL:

Signature Chad Hazam

Date 11/18/02

Title: President
Metro Teleconnect Companies, Inc.

Telephone No.
(717) 564-0603

Address: 2150 Herr Street
Harrisburg, PA 17103

APPLICATION OF METRO TELECONNECT COMPANIES, INC.

EXHIBIT LIST

| | |
|------------------|--|
| EXHIBIT A | Qualification to do business in Florida |
| EXHIBIT B | List of certifications |
| EXHIBIT C | Financial Information CONFIDENTIAL – FILED UNDER SEAL |
| EXHIBIT D | Verifications of Financial Statements |
| EXHIBIT E | Managerial and Technical Qualifications |

EXHIBIT A

Qualification to do business in Florida



FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

November 15, 2002

CT CORPORATION

Qualification documents for METRO TELECONNECT COMPANIES, INC. were filed on November 15, 2002 and assigned document number F02000005712. Please refer to this number whenever corresponding with this office.

Your corporation is now qualified and authorized to transact business in Florida as of the file date.

A corporation 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 corporate address changes, it is the responsibility of the corporation to notify this office.

Should you have any questions regarding this matter, please telephone (850) 245-6051, the Foreign Qualification/Tax Lien Section.

Marsha Thomas
Document Specialist
Division of Corporations

Letter Number: 602A00062084

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Metro Teleconnect Companies, Inc.

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Pennsylvania

(State or country under the law of which it is incorporated)

3.

(FBI number, if applicable)

4. 1/25/95

(Date of incorporation)

5.

Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. upon qualification

(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.") (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 2150 Herr Street, Harrisburg, PA 17103

(Principal office address)

same as above

(Current mailing address)

8. Telecommunication Services

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: CT CORPORATION SYSTEM

Office Address: 1200 SOUTH PINE ISLAND ROAD

PLANTATION

(City)

, Florida 33324

(Zip code)

SECRETARY OF STATE TALLAHASSEE, FLORIDA 02 NOV 15 PM 1:29 FILED

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative 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's signature)

Anusha Putty Vice President and Assistant Secretary

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached list

Address:

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

B. OFFICERS

President: See attached list

Address:

Vice President:

Address:

Secretary:

Address:

Treasurer:

Address:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Chad Hazam

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Chad Hazam President

(Typed or printed name and capacity of person signing application)

**Directors and Officers
Metro Teleconnect Companies, Inc.**

1. Chad Hazam, President / Officer / Director
2150 Herr Street
Harrisburg, PA 17103

2. Karis Hazam, Vice President / Officer / Director
2150 Herr Street
Harrisburg, PA 17103

3. Dave Hill, Secretary / Officer / Director
2150 Herr Street
Harrisburg, PA 17103

Document #: 1283962 v.1

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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EXHIBIT B

Jurisdictions in which Applicant offers or provides services

In addition to Florida, Metro Teleconnect Companies, Inc. has filed, or intends to file, applications requesting authority to provide local exchange services in the states of Alabama, Georgia, Louisiana, Mississippi, and Tennessee.

Applicant is currently authorized to provide local exchange telecommunication service in Arkansas, Connecticut, Delaware, the District of Columbia, Indiana, Kansas, Kentucky, Maine, Maryland, Massachusetts, Michigan, Missouri, New Hampshire, New Jersey, New York (operating as Cellular Rentals, Inc.), North Carolina, Ohio, Oklahoma, Pennsylvania, Puerto Rico, Rhode Island, South Carolina, Texas, Vermont, Virginia (through its wholly-owned subsidiary Metro Teleconnect, Inc.) and West Virginia.

Neither Applicant nor its subsidiary Metro Teleconnect, Inc. has been denied authority to provide telecommunications services in any state, nor has any state revoked the authority of Applicant or its subsidiary to operate therein.

EXHIBIT C

Financial Qualifications CONFIDENTIAL – FILED UNDER SEAL

Metro Teleconnect Companies, Inc. has access to the financing and capital necessary to conduct its telecommunications operations as specified in this Application. In support of its financial qualifications, Applicant hereby submits its unaudited financial statements for the year ending December 31, 2001 and the nine-month period ending September 30, 2002. These statements demonstrate that Applicant is financially qualified and capable of fulfilling any obligations that it may undertake with respect to the services proposed in this Application. These documents contain confidential and proprietary information and are not generally available to the public. Applicant therefore is submitting this information in a separate sealed envelope, marked "Confidential," and respectfully requests that it be given confidential and proprietary treatment and that it not be made a part of the public record or otherwise be made available for public disclosure.

Applicant provides services on either a resale basis or via the lease/purchase of the incumbent's unbundled network element ("UNE") platform ("UNE-P"). As such, it does not make significant capital expenditures.

For these reasons, Applicant is financially capable to provide and maintain ALEC services in the State of Florida, and to meet its lease and ownership obligations.

EXHIBIT D

Verifications of Financial Statements

VERIFICATION OF FINANCIAL STATEMENTS

State of Pennsylvania)
) ss.
County of Dauphin)

I, Chad Hazam, being duly sworn according to law, depose and say that I am the President of Metro Teleconnect Companies, Inc.; that I am authorized to and do make this Verification; and that the information in the above financial statements are true and correct to the best of my knowledge, information and belief.

Chad Hazam
Chad Hazam

Taken, sworn to and subscribed before me the undersigned Notary Public on this, the 18 day of November, 2002.

Mercine M. Heisse
Notary Public

Mercine M. Heisse
Print or type name

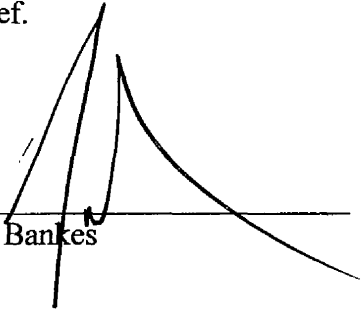
My Commission expires on the 1 day of May, 2006.

Notarial Seal
Mercine M. Heisse, Notary Public
Susquehanna Twp., Dauphin County
My Commission Expires May 1, 2006
Member, Pennsylvania Association of Notaries

VERIFICATION OF FINANCIAL STATEMENTS

State of Pennsylvania)
) ss.
County of Dauphin)

I, Jerry Bankes, being duly sworn according to law, depose and say that I am the Chief Financial Officer of Metro Teleconnect Companies, Inc.; that I am authorized to and do make this Verification; and that the information in the above financial statements are true and correct to the best of my knowledge, information and belief.


Jerry Bankes

Taken, sworn to and subscribed before me the undersigned Notary Public on this, the 18 day of November, 2002.

Mercine M. Heisse
Notary Public

Mercine M. Heisse
Print or type name

My Commission expires on the 1 day of May, 2006.

Notarial Seal
Mercine M. Heisse, Notary Public
Susquehanna Twp., Dauphin County
My Commission Expires May 1, 2006
Member, Pennsylvania Association of Notaries

EXHIBIT E

Managerial and Technical Qualifications

Metro Teleconnect Companies, Inc. possesses the requisite operational, managerial, and technical ability to provide the proposed services in Florida. Key management and technical personnel of Applicant include:

■ **Chad Hazam – President**, has significant experience in the telecommunications business. He founded Metro Teleconnect (formerly Cellular Rentals, Inc.), which was the first cellular reseller to interface directly with a cellular switch. In 1995, the Company incorporated debit software into its switch, which allows it to provide service to all customers without the need for deposits or long-term contracts. Through Metro Teleconnect, Mr. Hazam has had close dealings with carriers such as Verizon (formerly Bell Atlantic) and 360 Degrees (formerly Sprint Cellular), to implement the unique prepaid cellular concept. In 1997, Metro Teleconnect began reselling local telecommunications services in Pennsylvania and has since expanded Company operations into over 20 states. Mr. Hazam is involved in all phases of the Company's operations. Mr. Hazam is a graduate of the University of Pennsylvania, where he studied business and economics at the Wharton School. Mr. Hazam also obtained a law degree from George Washington Law School, graduating with honors.

■ **Karis Lewellen-Hazam – Vice President**, is the co-founder and Vice-President of Metro Teleconnect. Ms. Hazam, who oversees the operations of Metro Teleconnect, is involved in marketing, customer care and carrier relations. Ms. Hazam graduated from Houghton College with a Bachelor of Arts in Chemistry and a Math minor. Ms. Hazam attended business school in Rochester, New York, where she was certified in computer programming.

■ **Jerry Bankes – Chief Financial Officer**, graduated from Penn State University in 1991 with a Bachelor's degree in professional accounting. After graduating, Mr. Bankes accepted a position as Controller of a start-up franchise called "Pretzel Time" that made hand-rolled soft pretzels. Within three years, the company grew from one store in Connecticut to over 126 stores in 26 states. The company received national attention from "Entrepreneur Magazine" and was ranked one of the top 20 fastest growing franchises in the country. During this period of rapid expansion, Mr. Bankes played a primary role in managing the company's finances and legal responsibilities. Subsequently, Mr. Bankes acquired four "Pretzel Time" stores and began his own franchised business. He employed forty employees and managed the operations as well as the financial aspects of the business. After three successful years, Mr. Bankes sold his business. In 1996, Mr. Bankes accepted the position of Controller with a rent-to-own business owned by Mr. Hazam. During his tenure, Mr. Bankes implemented a fully integrated accounting system and compiled financial statements and cash flow statements for 21 stores. In May of 1997, Family Rentals was sold to Renters Choice, a national public company. The following month, Mr. Bankes accepted a position as Controller for Metro Teleconnect.

VERIFICATION OF FINANCIAL STATEMENTS

State of Pennsylvania)
) ss.
County of Dauphin)

I, Chad Hazam, being duly sworn according to law, depose and say that I am the President of Metro Teleconnect Companies, Inc.; that I am authorized to and do make this Verification; and that the information in the above financial statements are true and correct to the best of my knowledge, information and belief.

Chad Hazam
Chad Hazam

Taken, sworn to and subscribed before me the undersigned Notary Public on this, the 18 day of November, 2002.

Mercine M. Heisse
Notary Public

Mercine M. Heisse
Print or type name

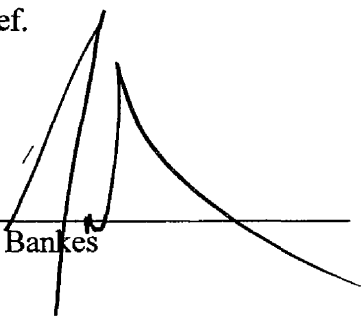
My Commission expires on the 1 day of May, 2006.

Notarial Seal
Mercine M. Heisse, Notary Public
Susquehanna Twp., Dauphin County
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VERIFICATION OF FINANCIAL STATEMENTS

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Mercine M. Heisse
Notary Public

Mercine M. Heisse
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