

See

NOWALSKY, BRONSTON & GOTHARD

A Professional Limited Liability Company

Attorneys at Law

Leon L. Nowalsky
Benjamin W. Bronston
Edward P. Gothard

3500 North Causeway Boulevard
Suite 1442
Metairie, Louisiana 70002
Telephone: (504) 832-1984
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Monica Borne Haab
EllenAnn G. Sands
Bruce C. Betzer
Philip R. Adams, Jr.

February 5, 2003

Via Overnight Delivery

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

RE: **Telecom Management, Inc. d/b/a Pioneer Telephone**

030133-TI

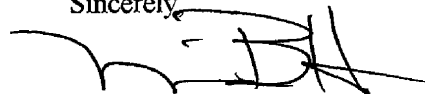
Dear Sirs:

Enclosed please find an original and six (6) copies of Application Form for authority to provide interexchange telecommunications service within the State of Florida, submitted on behalf of Telecom Management, Inc. d/b/a Pioneer Telephone. Also enclosed is the requisite \$250.00 filing fee.

Please acknowledge receipt of this filing by returning a date stamped copy of this letter in the self-addressed envelope provided.

Thank you for your assistance. Please call with any questions.

Sincerely,



Monica Borne Haab

Enclosure

cc: Peter Bouchard, TMI
(cover only)

DOCUMENT NUMBER-DATE

01274 FEB-6 8

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

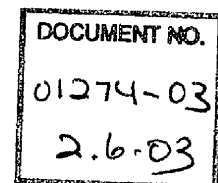
- ◆ This form is used as an application for an original certificate and for approval of assignment or transfer of an existing certificate. In the case of an assignment or transfer, the information provided shall be for the assignee or transferee (See Page 16).
- ◆ Print or Type all responses to each 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:

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

Note: **No filing fee is required** for an assignment or transfer of an existing certificate to another company.

- ◆ 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



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:

Telecom Management, Inc.

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

Pioneer Telephone

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

Telecom Management, Inc. d/b/a Pioneer Telephone

27 Gorham Road

Scarborough, ME 04074

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

None.

6.

Select type of business your company will be conducting (check all that apply):

- Facilities-based carrier** - company owns and operates or plans to own and operate telecommunications switches and transmission facilities in Florida.

- () **Operator Service Provider** - company provides or plans to provide alternative operator services for IXCs; or toll operator services to call aggregator locations; or clearinghouse services to bill such calls.
- () **Reseller** - company has or plans to have one or more switches but primarily leases the transmission facilities of other carriers. Bills its own customer base for services used.
- (x) **Switchless Rebiller** - company has no switch or transmission facilities but may have a billing computer. Aggregates traffic to obtain bulk discounts from underlying carrier. Rebills end users at a rate above its discount but generally below the rate end users would pay for unaggregated traffic.
- () **Multi-Location Discount Aggregator** - company contracts with unaffiliated entities to obtain bulk/volume discounts under multi-location discount plans from certain underlying carriers, then offers resold service by enrolling unaffiliated customers.
- () **Prepaid Debit Card Provider** - any person or entity that purchases 800 access from an underlying carrier or unaffiliated entity for use with prepaid debit card service and/or encodes the cards with personal identification numbers.

7. Structure of organization;

- | | |
|---------------------------|-------------------------|
| () Individual | () Corporation |
| (x) Foreign Corporation | () Foreign Partnership |
| () General Partnership | () Limited Partnership |
| () Other _____ | |

8. **If individual**, provide:

Name: _____

Title: _____

Address: _____

City/State/Zip: _____

Telephone No.: _____ Fax No.: _____

Internet E-Mail Address: _____

Internet Website Address: _____

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

(a) **The Florida Secretary of State Corporate Registration number:**

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

Certificate of Authority attached as Exhibit A.

(a) **The Florida Secretary of State Corporate Registration number:**

(Maine Corporation)

11. **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:**

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

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

13. **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: _____

14. **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:** _____

15. Provide **F.E.I. Number** (if applicable): 01-0497005

16. Provide the following (if applicable):

(a) Will the name of your company appear on the bill for your services?
(X) Yes () No

(b) If not, who will bill for your services?

Name: _____

Title: _____

Address: _____

City/State/Zip: _____

Telephone No.: _____ **Fax No.:** _____

(c) How is this information provided?

Bills will be mailed in paper form with information provided.

17. Who will receive the bills for your service?

- | | |
|---|---|
| <input checked="" type="checkbox"/> Residential Customers | <input checked="" type="checkbox"/> Business Customers |
| <input type="checkbox"/> PATs providers | <input type="checkbox"/> PATs station end-users |
| <input type="checkbox"/> Hotels & motels | <input type="checkbox"/> Hotel & motel guests |
| <input type="checkbox"/> Universities | <input type="checkbox"/> Universities dormitory residents |
| <input type="checkbox"/> Other: (specify) _____ | |

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

(a) The application:

Name: Monica Borne Haab

Title: Attorney - Nowalsky, Bronston & Gothard

Address: 3500 N. Causeway Blvd., Suite 1442

City/State/Zip: Metairie, Louisiana 70002

Telephone No.: (504) 832-1984 **Fax No.:** (504) 831-0892

Internet E-Mail Address: mhaab@nbglaw.com

Internet Website Address: nbglaw.com

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

Name: Peter Bouchard

Title: Vice President

Address: 27 Gorham Road

City/State/Zip: Scarborough, ME 04074

Telephone No.: (207) 885-5544 Fax No.: (207) 885-5353

Internet E-Mail Address: ~~peter@sba.st~~ peter.c.MAIL+mi.com

Internet Website Address: _____

(c) Complaints/Inquiries from customers:

Name: Peter Bouchard

Title: Vice President

Address: 27 Gorham Road

City/State/Zip: Scarborough, ME 04074

Telephone No.: ⁵³⁰⁰(207) 885-5544 Fax No.: (207) 885-5353

Internet E-Mail Address: ~~peter@sba.st~~ Peter C MAIL+mi.com

Internet Website Address: _____

19. List the states in which the applicant:

(a) has operated as an interexchange telecommunications company.

California, Delaware, Illinois, and Maine

(b) has applications pending to be certificated as an interexchange telecommunications company.

None.

(c) is certificated to operate as an interexchange telecommunications company.

California, Delaware, Illinois, and Maine

(d) has been denied authority to operate as an interexchange telecommunications 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.

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.

None.

(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.

None.

21. The applicant will provide the following interexchange carrier services $\sqrt{\quad}$ (check all that apply):

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

b. _____ **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. X _____ **MTS with statewide flat rates per minute (i.e. not distance sensitive)**

- Method of access is FGA
- Method of access is FGB
- Method of access is FGD
- Method of access is 800

d. **MTS for pay telephone service providers**

e. **Block-of-time calling plan (Reach Out Florida, Ring America, etc.).**

f. **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

h. **Private line services (Channel Services)**
(For ex. 1.544 mbs., DS-3, etc.)

i. **Travel service**

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

j. **900 service**

k. **Operator services**

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

I. **Services included are:**

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

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).

Tariff attached as Exhibit B.

23. Submit the following:

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

Attached as Exhibit C.

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.

Attached as part of Exhibit C.

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. Unaudited financial statements attached as Exhibit D. The Company does not have audited statements available.

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:

All statements contained in Exhibit E.

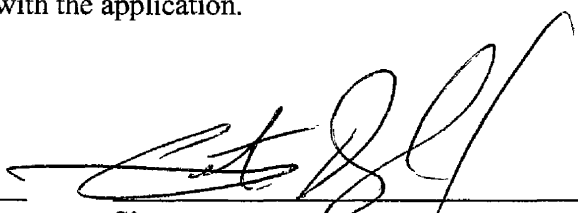
1. **A written explanation** that the applicant has sufficient financial capability to provide the requested service in the geographic area proposed to be served.
2. **A written explanation** that the applicant has sufficient financial capability to maintain the requested service.
3. **A written explanation** that the applicant has sufficient financial capability to meet its lease or ownership obligations.

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 its gross operating revenue derived from intrastate business. Regardless of the gross operating revenue of a company, a minimum annual assessment fee of \$50 is required.
2. **GROSS RECEIPTS TAX:** I understand that all telephone companies must pay a gross receipts tax of two and one-half percent on all intra and interstate business.
3. **SALES TAX:** I understand that a seven percent sales tax must be paid on intra and interstate revenues.
4. **APPLICATION FEE:** I understand that a non-refundable application fee of \$250.00 must be submitted with the application.

UTILITY OFFICIAL:

<u>Peter Bouchard</u>	
Print Name	Signature
<u>Vice President</u>	<u>1/28/03</u>
Title	Date
<u>(207) 885-5544 5300</u>	<u>(207) 885-5353</u>
Telephone No.	Fax No.

Address: 27 Gorham Road

Carborough, ME 04074

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 check one):

- (X) 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 payments in excess of one month.
(The bond must accompany the application.)

UTILITY OFFICIAL:

Peter Bouchard

Print Name

Vice President

Title

(207) 885-~~5544~~ 5300

Telephone No.

Address:

27 Gorham Road

Scarborough, ME 04074



Signature

1/28/03

Date

(207) 885-5353

Fax No.

THIS PAGE MUST BE COMPLETED AND SIGNED

AFFIDAVIT

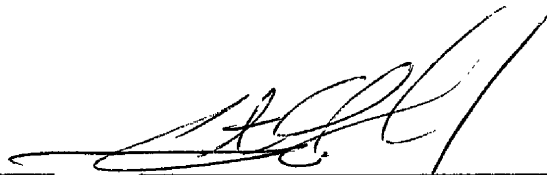
By my signature below, I, the undersigned officer, attest to the accuracy of the information contained in this application and attached documents and that the applicant has the technical expertise, managerial ability, and financial capability to provide interexchange telecommunications service in the 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:

Peter Bouchard

Print Name



Signature

Vice President

Title

Date

1/28/03

(207) 885-~~5544~~ 5300

Telephone No.

(207) 885-5353

Fax No.

Address: 27 Gorham Road

Scarborough, ME 04074

CURRENT FLORIDA INTRASTATE SERVICES

Applicant **has** (x) or **has not** () previously provided intrastate telecommunications in Florida.

If the answer is has, fully describe the following:

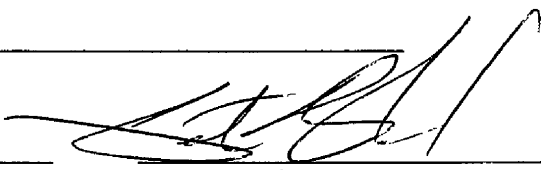
a) What services have been provided and when did these services begin?

The Company began providing long distance interexchange services to one
customer in Florida on 11/16/2002 .

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

The Company immediately discontinued service to the customer upon notice
of the Florida PSC dated January 10, 2003.

UTILITY OFFICIAL:

<u>Peter Bouchard</u>	
Print Name	Signature
<u>Vice President</u>	<u>1/28/03</u>
Title	Date
<u>(207) 885-5544 5300</u>	<u>(207) 885-5353</u>
Telephone No.	Fax No.
Address: <u>27 Gorham Road</u>	
<u>Scarborough, ME 04074</u>	

CERTIFICATE 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:

() transfer

() assignment

of the above-mentioned certificate.

UTILITY OFFICIAL:

Print Name

Signature

Title

Date

Telephone No.

Fax No.

Address: _____

EXHIBIT A

CERTIFICATE OF AUTHORITY

The Company has applied for certification and fictitious name registration with the Florida Secretary of State, and has attached evidence of these filings. The Company will provide copies of the approval documents once they are received from the Secretary of State.

RE: Telecom Management, Inc.

The following document(s) are enclosed:

Application by Foreign Corporation for
Authorization to Transact Business in
Florida

Please return file-marked copies to us.

Please enter date of filing and return this form to us by _____, 2002.

Charge our account for fees.

Check enclosed to cover fees \$ 70.00

TO: Registration Section
Division of Corporations
409 Gaines Street
Tallahassee, FL 32399

RETURN COPIES TO:

SHEREE WEST
Nowalsky, Bronston & Gothard, A.P.L.L.C.
Attorneys at Law
3500 North Causeway Boulevard
Suite 1442
Metairie, Louisiana 70002
Telephone: (504) 832-1984 Fax: (504) 831-0892

NOWALSKY, BRONSTON & GOTHARD, APLLC
OPERATING ACCOUNT
3500 N. CAUSEWAY BLVD SUITE 1442
METAIRIE, LA 70002
504-832-1984

AMSOUTH BANK
THE RELATIONSHIP PEOPLE
84-387165A

13431

1/27/2003

PAY TO THE ORDER OF Florida Department of State

\$ 50.00

Fifty and NO/100

DOLLARS

Florida Department of State

MEMO: TMI

SECURITY FEATURES: MICRO PRINT TOP & BOTTOM BORDERS - COLORED PATTERN - ARTIFICIAL WATERMARK ON REVERSE SIDE - MISSING FEATURE INDICATES A COPY

NOWALSKY, BRONSTON & GOTHARD, APLLC
OPERATING ACCOUNT

13431

Florida Department of State

Check Date:

1/27/2003

	<u>Inv. Number</u>	<u>Inv. Date</u>	<u>Inv. Amount</u>	<u>Check Amount</u>
TMI	12703-625	1/27/2003	\$50.00	\$50.00

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Telecom Management, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Sheree West
(Name of Person)

Nowalsky, Bronston & Gothard, APLLC
(Firm/Company)

3500 North Causeway Blvd., Suite 1442
(Address)

Metairie, Louisiana 70002
(City/State and Zip code)

For further information concerning this matter, please call:

Sheree West at (504) 832-1984
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee \$78.75 Filing Fee & Certificate of Status \$78.75 Filing Fee & Certified Copy \$87.50 Filing Fee, Certificate of Status & Certified Copy

**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. Telecom Management, 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. Maine 3. 01-0497005
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 2/22/95 5. perpetual
(Date of incorporation) (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. 27 Gorham Road, Scarborough, ME 04074
(Principal office address)

27 Gorham Road, Scarborough, ME 04074
(Current mailing address)

8. the sale of telecommunications services or products
(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: NRAI Services, Inc.

Office Address: 526 E. Park Avenue

Tallahassee, Florida 32301
(City) (Zip code)

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.

NRAI Services, Inc.

By: _____
(Registered agent's signature)

see attached

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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Susan Bouchard

Address: 27 Gorham Road, Scarborough, ME 04074

Director: _____

Address: _____

B. OFFICERS

President: Susan Bouchard

Address: 27 Gorham Road, Scarborough, ME 04074

Vice President: Peter Bouchard

Address: 27 Gorham Road, Scarborough, ME 04074

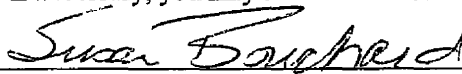
Secretary: Paul Driscoll

Address: 27 Gorham Road, Scarborough, ME 04074

Treasurer: Susan Bouchard

Address: 27 Gorham Road, Scarborough, ME 04074

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

13. 

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

14. Susan Bouchard, President

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

ACCEPTANCE OF APPOINTMENT BY REGISTERED AGENT

NRAI Services, Inc. having been named as registered agent and to accept service of process for the aforementioned corporation at the place designated in this application, hereby accepts the appointment as registered agent and agrees to act in this capacity. NRAI Services, Inc. further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties, and NRAI Services, Inc. is familiar with and accepts the obligations of its position as registered agent.

Dated: 11/27/03

NRAI Services, Inc.


Charles A. Coyle
Charles A. Coyle - Assistant Secretary

Florida

State of Maine



Department of the Secretary of State

I, the Secretary of State of Maine, certify that according to the provisions of the Constitution and Laws of the State of Maine, the Department of the Secretary of State is the legal custodian of the Great Seal of the State of Maine which is hereunto affixed and of the records of organization, amendment and dissolution of corporations and annual reports filed by the same.

I further certify that TELECOM MANAGEMENT, INC., formerly PAYPHONE MANAGEMENT, INC. is a duly organized business corporation under the laws of the State of Maine and that the date of incorporation is February 22, 1995.

I further certify that said business corporation has filed annual records due to this Department, and that no action is now pending by or on behalf of the State of Maine to forfeit the charter and that according to the records in the Department of the Secretary of State, said corporation is a legally existing business corporation in good standing under the laws of the State of Maine at the present time.

In testimony whereof, I have caused the Great Seal of the State of Maine to be hereunto affixed. Given under my hand at Augusta, Maine, this twenty-fourth day of January 2003.



A handwritten signature in black ink, appearing to read "Dan Gwadosky".

DAN GWADOSKY

Secretary of State

RE: Telecom Management, Inc.

The following document(s) are enclosed:

Application for Registration of
Fictitious Name

Please return file-marked copies to us.

Please enter date of filing and return this form to us by _____, 2002.

Charge our account for fees.

Check enclosed to cover fees \$ 50.00

TO: Registration Section
Division of Corporations
409 Gaines Street
Tallahassee, FL 32399

RETURN COPIES TO:

SHEREE WEST
Nowalsky, Bronston & Gothard, A.P.L.L.C.
Attorneys at Law
3500 North Causeway Boulevard
Suite 1442
Metairie, Louisiana 70002
Telephone: (504) 832-1984 Fax: (504) 831-0892

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METAIRIE, LA 70002
504-832-1984

AMSOUTH BANK
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84-387/654

13432

1/27/2003

PAY TO THE ORDER OF Florida Department of State

\$ 70.00

Seventy and NO/100

DOLLARS

Florida Department of State

MEMO: TMI



SECURITY FEATURES: MICRO PRINT TOP & BOTTOM; BORDERS; COLORED PATTERN; ARTIFICIAL WATERMARK ON REVERSE SIDE; MISSING FEATURE INDICATES A COPY

NOWALSKY, BRONSTON & GOTHARD, APLLC
OPERATING ACCOUNT

13432

Florida Department of State

Check Date:

1/27/2003

TMI

Inv. Number
12703-625-B

Inv. Date
1/27/2003

Inv. Amount
\$70.00

Check Amount
\$70.00

APPLICATION FOR REGISTRATION OF FICTITIOUS NAME

Note: Acknowledgements/certificates will be sent to the address in Section 1 only.

Section 1

1. Pioneer Telephone
Fictitious Name to be Registered

2. 27 Gorham Road
Mailing Address of Business
Scarborough, ME 04074
City State Zip Code

3. Florida County of principal place of business: _____
Tallahassee

4. FEI Number: 01-0497005

This space for office use only

Section 2

A. Owner(s) of Fictitious Name If Individual(s): (Use an attachment if necessary):

1. _____ Last First M.I. _____ Address _____ City State Zip Code SS# _____ - _____ - _____ (optional)	2. _____ Last First M.I. _____ Address _____ City State Zip Code SS# _____ - _____ - _____ (optional)
---	---

B. Owner(s) of Fictitious Name If other than individuals(s): (Use attachment if necessary):

1. <u>Telecom Management, Inc.</u> Entity Name <u>27 Gorham Road</u> Address <u>Scarborough, ME 04074</u> City State Zip Code Florida Registration Number _____ FEI Number: <u>01-0497005</u> <input type="checkbox"/> Applied for <input type="checkbox"/> Not Applicable	2. _____ Entity Name _____ Address _____ City State Zip Code Florida Registration Number _____ FEI Number: _____ <input type="checkbox"/> Applied for <input type="checkbox"/> Not Applicable
--	---

Section 3

I (we) the undersigned, being the sole (all the) party(ies) owning interest in the above fictitious name, certify that the information indicated on this form is true and accurate. I (we) understand that the signature(s) below shall have the same legal effect as if made under oath. (At Least One Signature Required)

Susan J. Seachand
Signature of Owner Date 1/20/03
Phone Number: 207-885-5544

Signature of Owner Date _____
Phone Number: _____

Section 4

FOR CANCELLATION COMPLETE SECTION 4 ONLY:
FOR FICTITIOUS NAME OR OWNERSHIP CHANGE COMPLETE SECTIONS 1 THROUGH 4:

I (we) the undersigned, hereby cancel the fictitious name _____
_____, which was registered on _____ and was assigned registration number _____

Signature of Owner Date _____

Signature of Owner Date _____

Mark the applicable boxes Certificate of Status - \$10 Certified Copy - \$30
Filing Fee: \$50

EXHIBIT B

PROPOSED TARIFF

EXHIBIT C

MANAGEMENT PROFILES

Susan E. Bouchard

Objective Expand the company

Experience 1996-2001 Payphone Management, Inc.

President

- Increased sales
- Day to day operations
- Financial record keeping

1986-1995 Fleet Bank of Maine

Branch Manager

- Lending
- Managed staff of 6-10 people
- Responsible for overall profit of the branch

Education 1983-1986 Westbrook High School, 1986 University of Southern Maine,
Banking Courses

Interests Walking, gardening, church

PAUL F. DRISCOLL

43 Richardson Street
Portland, ME 04103
(207)-774-1060

- EDUCATION:** Juris Doctor, 1981, University of Maine School of Law, Portland, Maine. Comments Editor, *Maine Law Review*.
- Bachelor of Arts, 1978, University of New Hampshire, Durham, New Hampshire. Majors: Political Science and Classics; Minor: Business Administration. Academic Awards: *Phi Beta Kappa* and *Pi Sigma Alpha*.
- EMPLOYMENT:** Norman, Hanson & DeTroy, LLC, Portland, Maine from 1984 through the present. Member of the Firm since January 1, 1986. Practice Concentration: Corporate and Commercial Law. Selected on January 26, 2001 for inclusion in *Best Lawyers in America*.
- Verrill & Dana, LLP, Portland, Maine from 1981 through 1984. Associate. Practice Concentration: Corporate and Commercial Law.
- COMPUTER SKILLS:** Experienced with Microsoft Word and Dragon Natural Word Voice Activated Software.
- INTERESTS:** Bird Hunting with English Setters, Boating and Flyfishing. Marathons Completed: Dublin, Ireland Marathon, Sugarloaf Marathon (twice), Casco Bay Marathon (twice) and Pine Tree Marathon. Irish History.
- PERSONAL:** Married to Beth Dobson, Esq., Partner, Verrill & Dana, LLP; Father of Three Children, including a Son with Autism.
- CIVIC AND CHARITABLE:**
- Leaders Circle, United Way of Greater Portland.
 - Former President and Chairman of the Board of Port Resources, a Maine non-profit providing residential and support services for developmentally-challenged adults and children, including persons with autism.
 - Chairman, 1999 Capital Campaign for St. Joseph's Catholic Church, Portland, Maine.

Peter Bouchard

1989 to 1994: New England Payphone

Owned private payphones, direct marketed operator services for LEC payphones and designed marketing campaigns for Operator Services companies. Managed 50,000+/- payphones through out the United States.

1995 to Present: Telecom Management, Inc (formerly known as Payphone Management, Inc.)

Ran Master Agent program for Telecom long distance service, ran long distance reseller program and developed a web site business for the company.

Over saw 3 cellular accessory stores owned by the company. Sold Sprint PCS service, developed telemarketing campaigns for long distance, dsl service and wireless service for call centers.

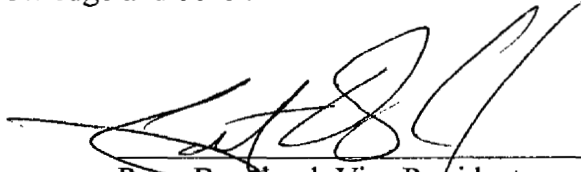
EXHIBIT D

FINANCIAL DOCUMENTATION

The Company's unaudited financial statements for the years ending 2001 and 2002 are attached.

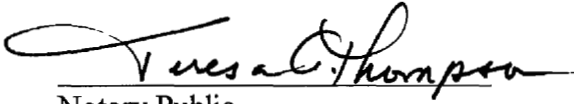
AFFIRMATION

I, Peter Bouchard, Vice President of Telecom Management, Inc. d/b/a Pioneer Telephone do hereby acknowledge that the information set forth in the attached financial documentation is true and correct to the best of my knowledge and belief.



Peter Bouchard, Vice President
Telecom Management, Inc. d/b/a Pioneer Telephone

Sworn to and subscribed before me
this 28 day of January, 2003.


Notary Public

TERESA A. THOMPSON
NOTARY PUBLIC, STATE OF MAINE
MY COMMISSION EXPIRES DEC. 12, 2003

11:14 AM
01/28/03
Cash Basis

Telecom Management, Inc.
Balance Sheet
As of December 31, 2002

	<u>Dec 31, 02</u>
ASSETS	
Current Assets	
Checking/Savings	
Key Bank – Checking	79,525.08
Peoples Bank	5,708.72
Total Checking/Savings	<u>85,233.80</u>
Accounts Receivable	
Agent Program	-100.00
Agents	-25.00
Total Accounts Receivable	<u>-125.00</u>
Other Current Assets	
general Journal	456.98
Interest Receivable	12,728.80
Interest Receivable-s/h	13,348.20
Refundable Fed. Tax	-28,837.00
refundable State Tax	2,200.00
Total Other Current Assets	<u>-103.02</u>
Total Current Assets	85,005.78
Fixed Assets	
Accum. Depr.	-111,355.00
Equipment	146,018.44
Software	3,978.89
Total Fixed Assets	<u>38,642.33</u>
Other Assets	
accum amort	-1,314.00
DUE FROM SHAREHOLDER	462,114.98
NMM-Customer list	10,000.00
other Asset-patents	2,450.00
Total Other Assets	<u>473,250.98</u>
TOTAL ASSETS	<u><u>596,899.09</u></u>
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Credit Cards	
Capital One	3,100.00
MBNA	14,900.00
Total Credit Cards	<u>18,000.00</u>
Other Current Liabilities	
AMEX Payable	2,536.00
FEDERAL TAXES PAYABLE	-528.54
Sales Tax Payable	-10,656.71
STATE TAXES PAYABLE	17,633.22
Total Other Current Liabilities	<u>8,983.97</u>
Total Current Liabilities	26,983.97
Long Term Liabilities	
notes payable	57,150.00
Total Long Term Liabilities	<u>57,150.00</u>
Total Liabilities	84,133.97

11:14 AM
01/28/03
Cash Basis

Telecom Management, Inc.
Balance Sheet
As of December 31, 2002

	<u>Dec 31, 02</u>
Equity	
Capital Stock	10,000.00
Opening Bal Equity	2,058.00
Retained Earnings	526,458.46
Net Income	<u>-25,751.34</u>
Total Equity	<u>512,765.12</u>
TOTAL LIABILITIES & EQUITY	<u><u>596,899.09</u></u>

11:21 AM
01/28/03
Cash Basis

Telecom Management, Inc.
Profit & Loss
January through December 2002

	Jan - Dec 02
Ordinary Income/Expense	
Income	
Cellular Wholesale	3,942.71
Coastal Connections Corp. credits	66.37
Escape International	40.68
hooked on cellular	15,513.65
interest	60,233.77
MCI	2.28
Net Magic Plus	9,741.12
New Edge Networks	950.00
ONCOR	129.94
OneStar	51.70
Page Magic	85,000.00
Pioneer Telephone	37,970.00
THE VENTURE GROUP	1,050,946.31
tower communications	17,928.47
Unicel	0.00
VoiceNet	8,613.93
Wild Horse	30.50
	911.50
Total Income	1,292,072.93
Cost of Goods Sold	
Cost of Goods Sold	9,552.06
	9,552.06
Total COGS	9,552.06
	1,282,520.87
Gross Profit	
Expense	
Advertising	9,410.58
Automobile Expense	3,648.52
Bank Service Charges	19,358.54
Billing Companies	70,646.48
Commissions Expense	201,851.29
Consulting Fees	149.97
Contributions	300.00
Domain Names	906.98
Dues and Subscriptions	1,339.04
Filing Fees	110.00
furniture & accessories	2,923.15
gifts	228.89
Global Crossing	402,361.07
Hardware	11.65
Insurance	
Liability Insurance	891.50
Insurance - Other	26,332.71
	27,224.21
Total Insurance	27,224.21
Inter-Net	2,878.01
Interest Expense	
Finance Charge	12,581.58
	12,581.58
Total Interest Expense	12,581.58
Leased Equipment	5,198.27
Loans	20,876.80
Miscellaneous	40.00
office Cleaning	140.00
Office Supplies	6,295.92
Operating expense	2,064.80
Outside Services	17,139.00
p/r	337,153.92
Postage and Delivery	9,654.48
Printing and Reproduction	5,289.08

11:21 AM
01/28/03
Cash Basis

Telecom Management, Inc.
Profit & Loss
January through December 2002

	<u>Jan - Dec 02</u>
Professional Fees	
Accounting	14,021.63
Legal Fees	10,391.72
Professional Fees - Other	3,319.72
Total Professional Fees	<u>27,733.07</u>
Refunds	157.70
Rent	43,841.00
Rental Equipment	355.42
Repairs	
Equipment Repairs	395.00
Repairs - Other	322.25
Total Repairs	<u>717.25</u>
Supplies	22.55
Taxes	
Federal	115.87
Property	155.00
Sales Tax	197.84
Taxes - Other	2,156.29
Total Taxes	<u>2,625.00</u>
Telephone transfers	8,136.69
	8,873.01
Travel & Ent	
Meals	3,677.87
Travel	5,163.51
Travel & Ent - Other	501.64
Total Travel & Ent	<u>9,343.02</u>
Utilities	79.95
Web-site	63,130.60
working capital borrowed	-16,375.28
Total Expense	<u>1,308,422.21</u>
Net Ordinary Income	-25,901.34
Other Income/Expense	
Other Income transfer	2,650.00
Total Other Income	<u>2,650.00</u>
Other Expense	
Investors Return	2,500.00
Total Other Expense	<u>2,500.00</u>
Net Other Income	<u>150.00</u>
Net Income	<u><u>-25,751.34</u></u>

12:43 PM
 04/15/02
 Cash Basis

Telecom Management, Inc.
Profit & Loss
 January through December 2001

	Jan - Dec 01
Ordinary Income/Expense	
Income	
Cellular Wholesale	15,909.10
Coastal Connections Corp.	30.11
hooked on cellular	161,003.62
ICC	2,352.70
interest	7.48
MCI	23,410.50
Net Magic Plus	500.00
New Edge Networks	30,000.00
ONCOR	49.88
Page Magic	2,680.00
Quest	1,878.24
Retail sales	
Merchant Bank Sales	731.49
Total Retail sales	731.49
Sales	20.00
sprint	7,575.00
THE VENTURE GROUP	43,602.13
VoiceNet	474.85
Total Income	290,225.10
Cost of Goods Sold	
Cost of Goods Sold	40,910.17
Total COGS	40,910.17
Gross Profit	249,314.93
Expense	
Advertising	7,088.57
Automobile Expense	5,083.89
Bank Service Charges	3,283.65
Billing Companies	7,000.00
Commissions Expense	1,346.24
Contributions	80.00
Dues and Subscriptions	1,363.68
Equipment Rental	99.01
Filing Fees	1,922.00
furniture & accessories	1,839.06
Insurance	24,373.79
Inter-Net	1,123.64
Interest Expense	
Finance Charge	432.66
Total Interest Expense	432.66
Leased Equipment	2,391.90
Loans	-35,607.60
Miscellaneous	62.36
Office Supplies	4,223.17
Operating expense	1,990.00
Outside Services	2,118.00
p/r	270,168.99
Postage and Delivery	3,394.97
Printing and Reproduction	1,167.73
Professional Fees	
Accounting	4,878.75
Legal Fees	9,588.25
Professional Fees - Other	19,719.45
Total Professional Fees	34,186.45
Refunds	-1,807.00

12:43 PM
04/15/02
Cash Basis

Telecom Management, Inc.
Profit & Loss
January through December 2001

	<u>Jan - Dec 01</u>
Rent	
Breakpoint	250.96
Rent - Other	60,958.21
Total Rent	<u>61,209.17</u>
Repairs	
Computer Repairs	410.97
Repairs - Other	196.20
Total Repairs	<u>607.17</u>
Seminars/classes	476.00
Supplies	
Marketing	143.03
Office	984.00
Supplies - Other	1,834.46
Total Supplies	<u>2,961.49</u>
Taxes	
Federal	794.00
Property	217.16
Total Taxes	<u>1,011.16</u>
Telephone	9,611.06
Trans Edge	750.00
transfers	-1,749.02
Travel & Ent	
Meals	3,158.26
Travel	3,605.44
Travel & Ent - Other	2,075.00
Total Travel & Ent	<u>8,838.70</u>
Uncategorized Expenses	0.00
Utilities	82.35
Web-site	8,396.68
working capital borrowed	973.65
Total Expense	<u>430,493.57</u>
Net Ordinary Income	-181,178.64
Other Income/Expense	
Other Income	
Customer Deposit	125.00
Interest Income	36.97
Investor	48,000.00
tax refunds	65,160.00
transfer	0.00
Total Other Income	<u>113,321.97</u>
Other Expense	
Other Expenses	150.00
Total Other Expense	<u>150.00</u>
Net Other Income	<u>113,171.97</u>
Net Income	<u><u>-68,006.67</u></u>

EXHIBIT E

CAPABILITY STATEMENTS

1. The Applicant has sufficient financial capability to provide the requested service in the geographic area proposed to be served. This is evidenced by the Company's current financial statements attached. (The Company has no audited financial statements.)
2. The Applicant will maintain the requested services from revenue generated from its ongoing operations. The Company is currently operating in California, Delaware, Illinois, and Maine.
3. The Company has sufficient financial capability to meet any lease and ownership obligations.