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Alpharetta, Georgia 30005

Also Admitted in New York
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Email: lsteinhart@telecomcounsel.com

January 13, 2005

VIA OVERNIGHT DELIVERY

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

RECEIVED-FTPSO
05 JAN 14 AM 10:04
COMMISSION
CLERK

Re: Asia Talk Telecom, Inc. d/b/a HelloCom Inc.

To Whom It May Concern:

Enclosed please find one original and six (6) copies of Asia Talk Telecom, Inc. d/b/a HelloCom Inc.'s (Asia Talk) Application for Authority to Provide Local Exchange Telecommunications Service Within the State of Florida.

I also have enclosed a check in the amount of \$250.00 payable to the Florida Public Service Commission to cover the cost of filing these documents.

Please return a stamped copy of the extra copy of this letter in the enclosed preaddressed prepaid envelope.

If you have any questions regarding this matter, please do not hesitate to call me. Thank you for your attention to this matter.

Sincerely,

Lance J.M. Steinhart, Esq.
Attorney for Asia Talk Telecom, Inc. d/b/a HelloCom Inc.

Check received with filing and forwarded to Fiscal for deposit. Fiscal to forward deposit information to Records.

Initials of person who forwarded check:

SKP

Enclosures
cc: Michael Tu

RECEIVED & FILED

SKP

FPSC-BUREAU OF RECORDS

DOCUMENT NUMBER-DATE

00497 JAN 14 08

FPSC-COMMISSION CLERK

HELLOCOM, INC.

FLORIDA PUBLIC SERVICE

REDACTED

Check Number: 1621

1621

Check Date: Jun 29, 2004

Check Amount: \$250.00

Discount Taken Amount Paid

Item to be Paid - Description

LOCAL FILING FEE

250.00

HELLOCOM, INC.

17588 E. ROWLAND SUITE 276
CITY OF INDUSTRY, CA 91748

BANK OF AMERICA
WILSHIRE-GRAND BRANCH 2146 (213) 312-9000
600 WILSHIRE BOULEVARD
LOS ANGELES, CA 90017
16-66-1220

1621

Jun 29, 2004
DATE

*****\$250.00
AMOUNT

Memo: ASIA TALK TELECOM/HELLOCOM

Two Hundred Fifty and 00/100 Dollars

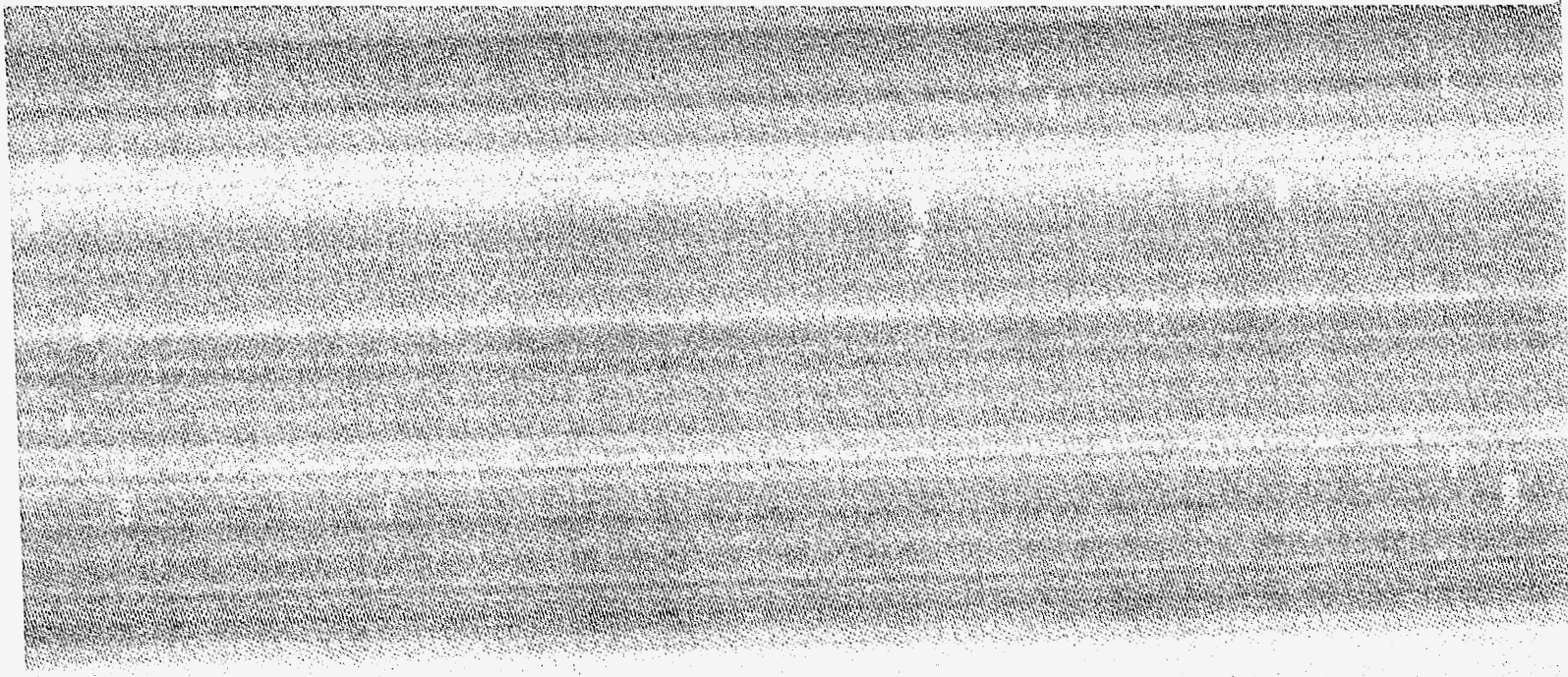
PAY
TO THE
ORDER
OF

FLORIDA PUBLIC SERVICE COMMISSION

Michael J. [Signature] MP

Details on back.
Security Features Included.

11



ORIGINAL

**** 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

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

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:

Asia Talk Telecom, Inc.

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

HelloCom Inc.

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

17588 E. Rowland Street

Suite A276

City of Industry

CA

91748

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

None

6. Structure of organization:

- | | |
|---|--|
| <input type="checkbox"/> Individual | <input type="checkbox"/> Corporation |
| <input checked="" 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:

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

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

F04000004440

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:

G05013900025

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)**: 95-4892704

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: Lance J.M. Steinhart

Title: Regulatory Counsel

Address: 1720 Windward Concourse

City/State/Zip: Alpharetta, Georgia 30005

Telephone No.: (770) 232-9200 Fax No.: (770) 232-9208

Internet E-Mail Address: lsteinhart@telecomcounsel.com

Internet Website Address: _____

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

Name: Michael Tu
Title: President
Address: 17588 E. Rowland Street Suite A276
City/State/Zip: City of Industry CA 91748
Telephone No.: 800-719-1688 Fax No.: 800-759-1688

Internet E-Mail Address: michael@hellocomld.com
Internet Website Address: www.hellocomld.com

(c) Complaints/Inquiries from customers:

Name: Lora Lu
Title: Customer Service Manager
Address: 17588 E. Rowland Street Suite A276
City/State/Zip: City of Industry CA 91748
Telephone No.: 800-719-1688 Fax No.: 800-759-1688

Internet E-Mail Address: support@hellocomld.com
Internet Website Address: www.hellocomld.com

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 Attached biographical information.

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 Attached biographical information. In addition, the company will rely upon its underlying facilities-based carriers for technical maintenance.

C. Financial capability.

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

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

1. the balance sheet:
2. income statement: and
3. statement of retained earnings.

NOTE: *This documentation may include, but is not limited to, financial statements, a projected profit and loss statement, credit references, credit bureau reports, and descriptions of business relationships with financial institutions.*

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

1. **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.

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:

Michael Tu

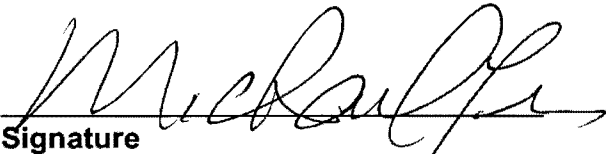
Print Name

President

Title

800-719-1688

Telephone No.



Signature

JUNE 28, 04

Date

800-759-1688

Fax No.

Address: 17588 E. Rowland Street Suite A276

City of Industry CA 91748

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:

Michael Tu


Print Name

President

Title

800-719-1688

Telephone No.



Signature

JUNE 28, 04

Date

800-759-1688

Fax No.

Address:

17588 E. Rowland Street

Suite A276

City of Industry

CA

91748

LIST OF ATTACHMENTS

FINANCIAL INFORMATION

MANAGEMENT INFORMATION

STATEMENT OF FINANCIAL CAPABILITY

FINANCIAL INFORMATION

Asia Talk Telecom Inc.
Income Statement
For The Six Months Ended 6/30/2004

Gross Sales	\$	2,437,596.47
Sales Returns and Allowance	\$	(691.95)
Total Revenues	\$	<u>2,436,904.52</u>
Total Cost of Sales	\$	(2,005,247.60)
Gross Profit	\$	<u>431,656.92</u>
Sales and Marketing Expenses	\$	(69,509.64)
Engineering Expenses	\$	(22,287.60)
General and Administration Expenses	\$	(173,476.91)
Total Expenses	\$	<u>(265,274.15)</u>
Net Income before Taxes	\$	<u><u>166,382.77</u></u>

**Asla Talk Telecom Inc.
Balance Sheet
As of June 30, 2004**

ASSETS

Current Assets:

Cash	\$	124,279.89		
Accounts Receivable		324,814.09		
Other Current Assets		33,476.25		
Total Current Assets		<u>482,570.23</u>	\$	482,370.23

Property and Equipment

Furniture & Fixture	\$	4,742.84		
Computer Equipment		8,597.59		
Telecommunication Equipment		65,573.01		
Obligation under Capital Lease		22,500.00		
		<u>101,413.24</u>	\$	
Accum Depreciation		(20,968.35)		
Total Property and Equipment		<u>80,444.89</u>		80,444.89

Intangible Assets

Web Development	\$	16,250.00		
Accum. Amortization		(1,279.19)		
Total Intangible Assets		<u>14,970.81</u>		14,970.81

Total Assets			\$	<u>577,785.93</u>
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LIABILITIES AND CAPITAL

Current Liabilities:

Accounts Payable	\$	108,115.48		
Other Current Liabilities		121,990.60		
Total Current Liabilities		<u>230,106.08</u>	\$	230,106.08

Lease Payable				21,250.00
Notes Payables				<u>45,000.00</u>

Total Liabilities			\$	296,356.08
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Capital	\$	100.00		
Paid-In Capital		11,323.08		
Retained Earnings		103,624.00		
Net Income		166,382.77		
Total Capital		<u>281,429.85</u>	\$	281,429.85

Total Liabilities and Capital			\$	<u>577,785.93</u>
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MANAGEMENT INFORMATION

Michael Tu
Chief Executive Officer

Graduated from the University of California at Riverside, where he earned a BA in Political Science/Business Administration in 1997. After graduation he went to work for Pacific Telecommunications Corp. in Los Angeles, California. At Pacific, Mr. Tu have help secure contracts to establish, implement and maintain many telecom networks to Asia - Taiwan, Philippines, China and Hong Kong. As part of the Sales and Marketing division at Pacific, Mr. Tu worked closely with fellow associates and customers establishing nationwide accounts. At Pacific, Mr. Tu's responsibilities include acting as a company-industry liaison and spokesperson as well as establishing and maintaining vendor/customer relationships. From there Mr. Tu became one of the founding partners of Asia Talk Telecom, Inc. dba HelloCom Inc. in January of 2004. In 2 short years the company have established a reputable brand name within the Asian Market. Fluency in Mandarin Chinese has enabled Mr. Tu to converse directly with Chinese vendors and clients.

Miao-Ho Chang
President

Graduated from California Baptist College in Riverside, California with a BA in Business Administration in 1996. After graduation she returned to her native Taiwan and went to work for her family business, Fuji Construction Company. At Fuji, she promoted and marketed Taiwan housing developments. There, she implemented many successful campaigns that resulted in record sales for the company. Ms. Chang later returned to U.S. and joined Pacific Telecommunications Corp. She successfully marketed International Private Lines to telecommunications companies in Taiwan. At Pacific Telecommunications Corporation, Ms. Chang is responsible for formulating and implementing competitive strategies and for the overall strategic direction of the company. She has traveled extensively in Asia seeking new business ventures and successfully implemented the Company's Taiwan and Philippines projects. In January of 2004 Ms. Chang become a founding partner of Asia Talk Telecom, Inc. dba HelloCom Inc. At HelloCom Inc. she have spearheaded successful marketing ad campaign promoting HelloCom long distance services to the Asian markets and establishing HelloCom as a favorite choice of Filipino long distance company.

