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A Professional Limited Liability Company

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March 14, 2006

## VIA OVERNIGHT DELIVERY

Executive Secretary  
Florida Public Service Commission  
Capital Circle Office Center  
2540 Shumard Oak Boulevard  
Tallahassee, Florida 32399-0850

060244-71

Re: Notification by W2Com International, LLC and  
Reduced Rate Long Distance, LLC of an  
Asset Purchase Agreement and Request to Waive Verification  
Requirements of Florida Administrative Code Rule 25-4.118

Dear Sir or Madam:

On behalf of W2Com International, LLC ("W2Com") and Reduced Rate Long Distance, LLC ("RRLD") (together "Applicants"), this letter is to advise the Commission of an Asset Purchase Agreement (the "Agreement") whereby RRLD will acquire substantially all of the assets of W2Com, including but not limited to W2Com's customer accounts in this State (the "Acquisition").<sup>1</sup> The Parties are also requesting **that the Commission waive the verification requirements of Florida Administrative Code Rule 25-4.118.**

It is our understanding, based upon review of the applicable statutes and regulations, that this transaction does not require prior Commission approval. Accordingly, absent written notice to the contrary within thirty (30) days of the date of this letter, the parties will proceed to consummate the transaction in a timely fashion.

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<sup>1</sup> The Agreement provides that First Choice Technology, Inc. ("FCT") will acquire all of the assets of W2Com simultaneously with the execution of the Agreement. FCT assigned its rights and obligations under the Agreement to RRLD pursuant to an Assignment.

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RRLD is a Nevada limited liability company with principal offices located at 3811 Hollow Crossing Drive, Orlando, Florida, 32817. RRLD is a certified long distance telecommunications reseller in this State.<sup>2</sup>

W2Com is an Ohio limited liability company with principal offices located at 22 Einstein Street, Science Park, Nes Ziona, Israel. W2Com is a certified long distance telecommunications reseller in this State.<sup>3</sup>

The Acquisition contemplates the following:

- a. RRLD will receive ownership, right, title and interest in and to substantially all of W2Com's assets, including its customer accounts, as defined in the Agreement.
- b. W2Com will receive the purchase price set forth in the Agreement.

RRLD proposes the Acquisition to consolidate the business and customer accounts of W2Com with RRLD in order to create a single, larger provider of telecommunications services, facilitating efficiencies to benefit all of RRLD's and W2Com's customers. Service to W2Com's customers will continue uninterrupted.

The customers of W2Com will be given the opportunity to switch their service from W2Com to a different carrier. None of the customers of W2Com will experience any change in rates due to the Acquisition. To the extent that any of W2Com's rates are not presently included in RRLD's Tariffs, RRLD will amend its Tariffs accordingly to include such rates. As a result, the transaction should not cause any inconvenience or confusion to the existing customers of W2Com. Those customers of W2Com who choose not to switch their service to a different carrier will receive service from RRLD.

The technical, managerial and financial personnel of W2Com will assist with the transition and integration of the acquired assets after the transaction and the technical, managerial and financial personnel of RRLD will continue to serve the transferred W2Com customers with the same high level of expertise.

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<sup>2</sup> RRLD provides resold long distance telecommunications services in this State pursuant to authority granted pursuant to Docket No. 010642-T1, dated July 30, 2001.

<sup>3</sup> W2Com provides resold long distance telecommunications services in this State pursuant to authority granted pursuant to Docket No. 991932-T1, dated April 3, 2000.

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Critical to the Acquisition is the need to ensure the continuation of high quality service to all customers currently served by W2Com. The Acquisition will serve the public interest as the transition will be seamless and transparent to W2Com's customers. The Acquisition will also serve to create a heightened level of operating efficiency which generally will serve to enhance the overall capacity of RRLD to compete in the marketplace and to provide telecommunications services for a greater number of consumers in this State at competitive rates.

The parties are forwarding this letter to the Commission for informational purposes, to be included in the appropriate files. Absent receipt of written notification to the contrary within thirty (30) days of the date of this letter, we will proceed under the understanding that no approval or other formal action is required by the Commission prior to consummation of the proposed transaction.

Enclosed are the original and six (6) copies of this letter. Please return one (1) of the copies file-stamped in the envelope provided. If you need any further information or have any questions regarding the matters discussed herein, please do not hesitate to contact me. Thank you for your assistance in this matter.

Respectfully submitted,



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Reduced Rate Long Distance, LLC

[RRLD logo here]

W2Com International, LLC

Reduced Rate Long Distance, LLC

February \_\_, 2006

Dear Customer:

W2Com International, LLC ("W2Com") and Reduced Rate Long Distance, LLC ("RRLD") have entered into an Asset Purchase Agreement, whereby the telecommunications assets of W2Com will be acquired by RRLD, and RRLD will become your interstate, international and intrastate telecommunications service provider for long distance services. RRLD anticipates this happening on or before \_\_\_\_\_.

This change in ownership will not affect or in any way disrupt your current service. **Your rates and the terms and conditions under your existing contract will not change as a result of the transaction.** No charges or fees will be imposed and no rate increase will occur as a result of this transaction. RRLD will inform you, by separate mailing, of any post-transaction changes which may occur.

We realize you have a choice of carriers. Subject to the terms and conditions of your existing contract with W2Com, including applicable termination penalties, you have the right to choose a different carrier for your services. Please note that if you are a customer of W2Com on the date of the transfer and you have not informed W2Com that you have made arrangements to switch to a carrier other than RRLD, your services will automatically be transferred and your account assigned to RRLD. Also, if you have placed a "freeze" on the services to prevent the unauthorized transfer of your services to another carrier, the freeze will be lifted and your services will be transferred to RRLD. You must contact your local exchange carrier to re-establish freeze protection for your Services after the transfer. RRLD will be responsible for any outstanding W2Com customer complaints after the date of transfer. If you have any questions, please call one of RRLD's Customer Service Representatives at \_\_\_\_\_.

We at RRLD are pleased to welcome you to our team and would like to express our appreciation for allowing us the opportunity to be your telecommunication service provider. We are confident that you will be pleased with the high quality of our service.

Yours faithfully,

W2Com International, LLC

Reduced Rate Long Distance, LLC