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POST MAIL  
 856 • JUL 24 2008

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OK# 45975

\$ 400.00

7/23/08

RECEIVED - FPSC  
 08 JUL 23 PM 4:23  
 COMMISSION CLERK

July 22, 2008  
**Overnight Delivery**

Ms. Ann Cole, Commission Clerk  
 Division of the Commission Clerk and  
 Administrative Services  
 Florida Public Service Commission  
 2540 Shumard Oak Boulevard  
 Tallahassee, Florida 32399-0850

RE: Application of Sage Spectrum, LLC for Authority to Provide Competitive Local Exchange Services within the State of Florida

Dear Ms. Cole:

Enclosed for filing are the original and four (4) copies of the above-referenced application of Sage Spectrum, LLC. Also enclosed is a check in the amount of \$400 to cover the filing fee.

Please acknowledge receipt of this filing by returning, filed stamped, the extra copy of this letter in the self-addressed stamped envelope provided for that purpose.

Any questions you may have regarding this application may be addressed to me at the above address, by calling (407) 740-3006 or via email to croesel@tminc.com. Thank you for your assistance.

Sincerely,

Carey Roesel  
 Consultant to Sage Spectrum, LLC

CR/g  
 Enclosures

cc: Andrew Karl - Sage Spectrum  
 file: Sage Spectrum - FL Local  
 tms: FL10800

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 ECR  
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 RCP  
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 SGA  
 ADM  
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DOCUMENT NUMBER-DATE

06417 JUL 23 08

FPSC-COMMISSION CLERK

**FLORIDA PUBLIC SERVICE COMMISSION**  
**DIVISION OF COMPETITIVE MARKETS AND ENFORCEMENT**  
**APPLICATION FORM**  
for  
**AUTHORITY TO PROVIDE COMPETITIVE LOCAL EXCHANGE**  
**TELECOMMUNICATIONS COMPANY SERVICE**  
**WITHIN THE STATE OF FLORIDA**

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**Instructions**

- A. This form is used as an application for a certificate and for approval of the assignment or transfer of an existing certificate. In case of an assignment or transfer, the information provided shall be for the assignee or transferee. (See Page 18).
- B. Print or type all responses to each item requested in the application and appendices. If an item is not applicable, please explain.
- C. Use a separate sheet for each answer which will not fit the allotted space.
- D. Once completed, submit the original and two (2) copies of this form along with a non-refundable application fee of **\$400.00** to:

**Florida Public Service Commission**  
**Division of Commission Clerk and Administrative Services**  
**2540 Shumard Oak Boulevard**  
**Tallahassee, Florida 32399-0850**  
**(850) 413-6770**

- E. A filing fee of **\$400.00** is required for the sale, assignment or transfer of an existing certificate to another company (Chapter 25-24.815, F.A.C.).
- F. If you have questions about completing the form, contact:

**Florida Public Service Commission**  
**Division of Commission Clerk and Administrative Services**  
**2540 Shumard Oak Boulevard**  
**Tallahassee, Florida 32399-0850**  
**(850) 413-6600**

**FORM PSC/CMP-8(01/06)**  
Required by Commission Rule Nos. 25-24.810,  
and 25-24.815

Note: To complete this interactive form  
using your computer, use the tab key  
to navigate between data entry fields.

**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 authority.
- Approval of assignment of existing certificate:** Example, a certificated company purchases an existing company and desires to retain the original certificate 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:**

Sage Spectrum, LLC

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

See response to Item 2 above.

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

**Name:** Sage Spectrum, LLC  
**Street:** 805 Central Expressway South, Suite 100  
**P.O. Box:**  
**City:** Allen  
**State:** Texas  
**Zip Code:** 75013-2789

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

**Name:** c/o NRAI Services, Inc.,  
**Street:** 2731 Executive Park Drive, Suite 4  
**P.O. Box:**  
**City:** Weston  
**State:** FL  
**Zip Code:** 33331

**6. Structure of organization:**

- |  |  |
|--|--|
| <input type="checkbox"/> Individual          | <input type="checkbox"/> Corporation         |
| <input type="checkbox"/> Foreign Corporation | <input type="checkbox"/> Foreign Partnership |
| <input type="checkbox"/> General Partnership | <input type="checkbox"/> Limited Partnership |
| <input checked="" type="checkbox"/> Other:   | Limited Liability Company                    |
- 

**7. If individual, provide:**

**Name:** Not applicable  
**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. The Florida Secretary of State corporate registration number is: \_\_\_\_\_**

Not applicable.

**9. If foreign corporation, provide proof of authority to operate in Florida. The Florida Secretary of State corporate registration number is: M08000002501.**

**10. If using fictitious name d/b/a, provide proof of compliance with fictitious name statute (Chapter 865.09, FS) to operate in Florida. The Florida Secretary of State fictitious name registration number is: \_\_\_\_\_.**

Not Applicable.

**11. If a limited liability partnership, provide proof of registration to operate in Florida. The Florida Secretary of State registration number is: \_\_\_\_\_**

Not Applicable.

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

**Name:** Not applicable  
**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. The Florida registration number is: \_\_\_\_\_.**

Not applicable.

14. Provide F.E.I. Number (if applicable): 26-2564665

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

(a) The application:

**Name:** Carey Roesel  
**Title:** Consultant  
**Address:** 2600 Maitland Center Parkway, Suite 300  
**City, State, Zip:** Maitland, FL 32751  
**Telephone No.:** (407) 740-3006  
**Fax No.:** (407) 740-0613  
**Internet E-Mail Address:** [croesel@tminc.com](mailto:croesel@tminc.com)  
**Internet Website Address:** [www.tminc.com](http://www.tminc.com)

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

**Name:** Robert W. McCausland  
**Title:** Vice President and Secretary, Sage Telecom, Inc.  
Management Representative to Sage Spectrum, LLC  
**Address:** 805 Central Expressway South, Suite 100  
**City, State, Zip:** Allen, Texas 75013-2789  
**Telephone No.:** (214) 495-4704  
**Fax No.:** (214) 495-4790  
**Internet E-Mail Address:** [RMcCausland@sagetelecom.net](mailto:RMcCausland@sagetelecom.net)  
**Internet Website Address:** Not available at this time

(c) Complaints/Inquiries from customers:

**Name:** Jim Warren  
**Title:** Director, Customer Service Operations, Sage Telecom, Inc.  
Management Representative to Sage Spectrum, LLC  
**Address:** 805 Central Expressway South, Suite 100  
**City, State, Zip:** Allen, Texas 75013-2789  
**Telephone No.:** (972) 747-4524  
**Fax No.:** (214) 495-4788  
**Internet E-Mail Address:** [jwarren@sagetelecom.net](mailto:jwarren@sagetelecom.net)  
**Internet Website Address:** Not available at this time

**16.** List the states in which the applicant:

- (a) has operated a Competitive Local Exchange Telecommunications Company.

None

- (b) has applications pending to be certificated as a Competitive Local Exchange Telecommunications Company.

None

- (c) is certificated to operate as a Competitive Local Exchange Telecommunications Company.

Sage Spectrum, LLC is certificated to operate in Montana and Washington State.

- (d) has been denied authority to operate as a Competitive Local exchange 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

17. Indicate if any of the officers, directors, or any of the ten largest stockholders have previously been:

- (a) adjudged bankrupt, mentally incompetent (and not had his or her competency restored), or found guilty of any felony or of any crime, or whether such actions may result from pending proceedings. If so, provide explanation.

None of the applicant's directors, partners, officers, or members has ever been adjudged bankrupt, mentally incompetent, or found guilty of any felony or any crime.

- (b) granted or denied a competitive local exchange certificate in the State of Florida (this includes active and canceled competitive local exchange certificates). If yes, provide explanation and list the certificate holder and certificate number.

None of the applicant's directors, partners, officers, or members has ever been granted or denied a competitive local exchange certificate in the State of Florida, except to the extent that one officer of Sage Spectrum, LLC is also an officer of Sage Telecom, Inc. Sage Telecom, Inc. obtained a certificate to provide competitive local exchange telecommunication services in CLEC Authority No. T-07-0587 and CLEC Certificate No. 8698 effective October 17, 2007.

- (c) an officer, director, partner or stockholder in any other Florida certificated or registered telephone company. If yes, give name of company and relationship. If no longer associated with company, give reason why not.

Several of the officers and directors of the applicant and the management company, Sage Telecom, Inc., have been officers in other telecommunications companies during their careers in the telecommunications business, and that employment history is detailed in the biographies that appear at the end of this application. None of the applicant's and Sage Telecom, Inc.'s directors, partners, officers, or members had a material ownership interest in any other Florida certificated or registered telephone company.

**18.** Submit the following:

- (a) Managerial capability: resumes of employees/officers of the company that would indicate sufficient managerial experiences of each.

Please see Exhibit I.

- (b) Technical capability: resumes of employees/officers of the company that would indicate sufficient technical experiences or indicate what company has been contracted to conduct technical maintenance.

Please see Exhibit I.

- (c) Financial capability: applicant's audited financial statements for the most recent three (3) years. If the applicant does not have audited financial statements, it shall so be stated. 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.

Please see Exhibit II.



**THIS PAGE MUST BE COMPLETED AND SIGNED**

REGULATORY ASSESSMENT FEE: I understand that all telephone companies must pay a regulatory assessment fee. Regardless of the gross operating revenue of a company, a minimum annual assessment fee, as defined by the Commission, is required.

RECEIPT AND UNDERSTANDING OF RULES: I acknowledge receipt and understanding of the Florida Public Service Commission's rules and orders relating to the provisioning of competitive local exchange telecommunications company (CLEC) service in Florida.

APPLICANT ACKNOWLEDGEMENT: 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 competitive local exchange telecommunications 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"**.

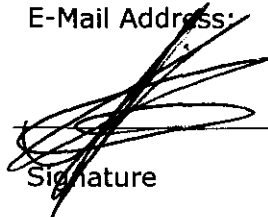
Brian Kushner, Vice President

Phone:

(214) 495-4707

E-Mail Address:

lriley@sagetelecom.net



Signature

7/14/08

Date

**FORM PSC/CMP-8(01/06)**

Required by Commission Rule Nos. 25-24.810,  
and 25-24.815

Note: To complete this interactive form  
using your computer, use the tab key  
to navigate between data entry fields.

Sage Spectrum, LLC

Exhibit I

Management Profiles

As stated in the Application, Sage Spectrum, LLC ("Applicant") will be operated by Sage Telecom, Inc. ("Manager") pursuant to a management agreement. As a result, Applicant's operations will be directed by Manager's existing senior management team and Manager's technical and operations staffs that are responsible for Manager's local exchange and interexchange operations in other states. The following individuals comprise Manager's senior management.

## **MANAGEMENT PROFILES**

**Brian Kushner** serves as Vice President of Sage Spectrum, LLC, the President and CEO of Sage Telecom, Inc., and is the co-founder of CXO, L.L.C., the Dallas-based international interim and turnaround management firm specializing in telecommunications, technology and media. He is also the founder of BGKC, LLC, the predecessor firm to CXO. Prior to Sage, he served as President and CEO of Pacific Crossing Limited, an international carrier with major trans-Pacific subsea fiber optic cables connecting the U.S. and Japan. Over the last nine years, Brian and members of his firm have served as the CEO, CRO, Board members or other C-level interim managers at numerous firms including RCN, Sage Telecom, wine.com, Pacific Crossing, Birch Telecom, VarTec/Excel, Pac-West Telecom, CTC Communications, Intira, OpTel, USOne, Flashnet, and GMAC/TSC. In CXO's advisory practice, they have advised lenders and other stakeholders on significant matters involving Broadwing, Genuity, Allegiance Telecom, New World Networks, XO Communications, Williams Communications, Velocita, Newcomm Wireless, and over fifteen other entities. Prior to CXO and BGKC, Brian founded Recompute, served as an interim executive for MCC and BSG, and spent ten years with BDM International, a defense and systems integration firm. Brian serves on the board of directors of Sage Telecom, Pacific Crossing and Headway Corporate Resources and the advisory board of directors of the College of Natural Sciences of the University of Texas at Austin. Brian has a BS, MS, and PhD in Applied and Engineering Physics, the latter with a minor in Electrical Engineering, all from Cornell University, Ithaca, NY.

**Jeffrey (Jeff) Seiden** serves as the Senior Vice President and Chief Operating Officer of Sage Telecom, Inc., and is a Senior Director at CXO, L.L.C., the Dallas-based international interim and turnaround management firm specializing in telecommunications, technology and media. In addition to his role at Sage, Jeff provides business strategy, merger and acquisition, diligence and global business operation advisory services to CEOs and Boards of Directors of public and private companies through CXO and TechBizDev, Inc. Previously, Jeff held roles as Sr. Vice President of Corporate Development, COO and CIO for Pervasive Software Inc. driving global operations, managing numerous M&A deals up to \$50 million worldwide and integrating acquired businesses. Jeff was the founder, President and CEO of nuLogic Inc., an automation technology company, successfully growing nuLogic for ten years before its acquisition by National Instruments Inc. in 1997. With over twenty-five years of experience in business strategy, management, technology and diligence, Jeff has held executive-level and senior operating positions at: Liaison Tech, Question Technologies, Austin Ventures AVLabs, Cambridge Robotic Systems, Inspex, Inc., and LTX Corporation. Jeff has served as a Director or Technology Board member, published articles on automation and process control, and built offshore development, distribution and support operations in Europe, Japan, and India. Jeff earned his B.S. in Electrical and Computer Engineering, Cum Laude with a minor in Mathematics from Syracuse University.

## **MANAGEMENT PROFILES (CONT'D.)**

**John Debus** serves as the Senior Vice President, CFO and Treasurer of Sage Telecom, Inc. and is a Director at CXO, L.L.C., the Dallas-based international interim and turnaround management firm specializing in telecommunications, technology and media. While at CXO, John has served as acting CFO of wine.com, an online, nation-wide wine and specialty gift retailer and has filled various support roles for several turnaround projects. Prior to joining CXO, John has served as CFO of Goodman Networks, a privately held Engineering, Furnishing & Installation Services Company, specializing in the telecommunications sector, including wireline, wireless, outside plant and staffing. John has also served Vice President of Finance & Controller at Allegiance Telecom. While at Allegiance, he participated in raising over \$1.8 billion in their IPO and Senior Note transactions, and was responsible for Treasury Operations with over \$1.0 billion in investments. Other senior positions held include: Director of Financial & Strategic Planning at Greyhound Lines, Director of Financial Planning at US ONE Communications Corp., Manager of Financial Planning at Trescom International, Inc. John earned a Bachelor of Science Degree in Business Administration from the University of Colorado.

**Shahin Sazej** serves as the Senior Vice President of Systems and has over twenty years of Information Technology experience within the telecommunications industry. Most recently, Shahin served as the Chief Information Officer for Supra Telecom, a Florida-based CLEC serving primarily ethnic communities. Prior to Supra, he served as the CIO for Touchstone Systems, Inc., a voice-over-IP based provider, and for Ionex Telecommunications, an integrated communications provider serving small to medium-sized business customers in Texas, Oklahoma, Kansas and Missouri. Shahin received his BS in Computer Science from Stephen F. Austin State University and his MBA from the University of Dallas.

**Robert (Bob) McCausland** serves as the Vice President and Secretary of Sage Telecom, Inc. He joined Sage as Vice President of Regulatory Affairs in 2003 after more than twenty years in telecommunications. Prior to joining Sage, Bob led Allegiance Telecom's Regulatory and Interconnection Department from start-up stage to a mature organization. Through the mid-1990s, he was responsible for MFS Communications Company's ILEC collocations, unbundled loop implementations and, ultimately, inter-company OSS interface management. His career at MFS began after more than ten years at Bell Atlantic where he negotiated early CAP collocation and interconnection arrangements, managed switched and special access product lines, negotiated the company's first region-wide interconnection agreements with wireless carriers, prepared service cost studies, and oversaw various state and federal regulatory functions. He is a graduate of Marshall University in Huntington, West Virginia.

**Mark Orland** joined Sage in 2003 and serves as Vice President with responsibility for the design, development, and operations of core business systems. Prior to Sage, he served as CIO of Verio, Inc., the largest provider of domain-based websites in the country, and he was a Technical Architect with PageNet responsible for designing the next generation business and provisioning systems. Prior PageNet, Mark led Sprint Corporation's development team for their customer billing system and promotions systems. Prior to Sprint, Mark started his career with Andersen Consulting where he developed his skills as a software developer and DBA working large development projects in the telecommunications and insurance industries. Mark has a B.S. Degree in Computer Science from the University of Illinois and is a certified Project Management Professional.

**Tighe Merelli** joined the Company in May 2006 as Vice President, Chief Technical Officer. His 25 years in the information technology and telecommunications industries include participation in every major technology evolution from the installation of the first IBM PC's as an entrepreneur in 1981, to the implementation of large corporate networks as engineering manager for Businessland during the late '80s, to creating one of the first truly convergent telecommunications billing systems. He has held positions in technology management including engineering management, Chief Technology Advisor and Chief Information Officer for advanced telecommunications and information technology companies. Tighe is a graduate of Oklahoma State University.

## **MANAGEMENT PROFILES (CONT'D.)**

**Ben Miller** serves as Vice President, Corporate Development at Sage Telecom, Inc. and is a Senior Director at CXO, L.L.C., the Dallas-based international interim and turnaround management firm specializing in telecommunications, technology and media. Prior to Sage, Ben has held many operational and transactional roles. He held the position of Director of Business Restructuring and Development at OpTel, Inc., a triple-play telecom provider and was responsible for asset sales to Adelphia Communications, Time Warner and Lucent totaling over \$70 million. Later, Ben served as the Regional General Manager of the Phoenix and San Francisco operations at OpTel's successor company, TVMax. As part of CXO's engagements, Ben has been on the operational and transactional teams at CTC Communications and part of the advisory team on matters involving Genuity and PT Cable, a trans-pacific undersea cable. Most recently, he was a General Manager in Comcast's Colorado operations. Ben received a Bachelor of Arts in English from Columbia University.

**Lisa Woodard** joined Sage in October 2007 and serves as Vice-President – Sales and Marketing, focusing on acquisition and retention of business and residential customers as well as quality assurance and training. She brings over fifteen years of progressive leadership experience, with specialized expertise in the Marketing, Operations and Delivery of Consumer Services (ranging from Telecommunications and Financial Services to Home Repair and Travel.) Most recently, Lisa held the title of Sr. Vice-President with Citigroup, with significant P&L ownership in banking, retail and oil portfolios. Lisa also held the title of President, United States Auto Club, with client management responsibilities including Ford Motor Co. and the U.S. Post Office. Additionally, her experience in Quality Assurance and Training at General Electric (GE) is applied in her current role overseeing these functions at Sage. Lisa earned a B.A. in Psychology from the University of Houston, followed by an M.B.A. in Marketing and Public Management from Rice University.

**Bob Kimbrell** is Executive Director, Human Resources at Sage Telecom and joined the company in 2006. He is responsible for all aspects of human resources, including talent acquisition and retention, compensation and benefits, training and development, change management, employee relations and organization development. Prior to joining Sage, he held senior leadership roles at leading technology companies including NEC America, Affiliated Computer Services and TransFirst. A human resources veteran with over 20 years' experience, his industry background includes telecommunications, technology-based business services, diversified financial services and aerospace, ranging from Global Fortune 100 to startup companies. He is a graduate of the University of North Texas.

**Sage Spectrum, LLC**

**Exhibit II**

**Financials**

### Financial Capability

Applicant is well qualified to provide telecommunications services in Florida. Applicant will be operated by Sage Telecom, Inc. ("Manager") through a management agreement. Since Applicant is newly formed entity, initially Applicant will rely upon the financial qualifications of Manager. Manager is a privately held corporation that maintains that its financial information is proprietary and confidential. A copy of Manager's financial information demonstrating its financial qualifications, labeled **Exhibit II** hereto, is provided under seal. The financial information demonstrates that Applicant, through Manager, is financially qualified to operate within the state of Florida.