

Aug 22, 1996

#1023/8/23/96

\$100.00 RECEIVED

Florida Public Service Commission,

AUG 23 6 52 AM '96

ADMINISTRATION MAIL ROOM

The name Paramount pay phone LLC will be changed to Americall Payphone LLC effective 9-1-96.

SO I applied in the new name. All other information is the same.

Paula R. Casilio

Treasurer.

DEPOSIT TREAS. REC. DATE  
D366 AUG 27 '96

PARAMOUNT PAYPHONE LLC  
OPERATING ACCOUNT  
3801 BRAMBLEWOOD BLVD.  
LAND O'LAKE, FL 34639

FIRST COMMERCIAL BANK OF TAMPA  
480 WEST KENNEDY BLVD.  
TAMPA, FLORIDA 33609  
813-882-4311

023

CHECK NUMBER

PAY

One Hundred Dollars and no cents

DATE 8/22/96

AMOUNT 100.00%

TO THE ORDER OF

Florida Public Service Com.  
Division of Communications  
2540 Shumard OAK Blvd.  
Tallahassee, FL 32399-0866

Paula R Casilio

DOCUMENT NUMBER-DATE

09086 AUG 26 '96

FPSC-RECORDS/REPORTING

Aug 22, 1996

#0237  
8/23/96  
Laf

\$100.00 RECEIVED

Florida Public Service Commission,

AUG 26 6 52 AM '96

ADMINISTRATIVE  
MAIL ROOM

The name Paramount pay phone LLC  
will be changed to Americall  
Payphone LLC effective 9-1-96.

SO I applied in the new  
name. All other information is the  
same.

Paula R. Casilio

Treasurer.

DEPOSIT TREAS. REC. DATE  
D366 AUG 27 '96

FLORIDA PAY TELEPHONE CERTIFICATE APPLICATION

960982-TC

1. LEGAL NAME OF THE APPLICANT

Americall Payphones LLC

2. NAME UNDER WHICH THE APPLICANT WILL DO BUSINESS

Americall Payphones LLC

3. ADDRESS OF THE APPLICANT(S)

STREET

3801 Bramblewood Blvd

CITY

Land O' Lakes

STATE & ZIP

FL 34639

4. TYPE OF ORGANIZATION (CHECK ONE)

A. INDIVIDUAL DOING BUSINESS UNDER HIS/HER:  
OWN NAME.

[ ]

DOCUMENTATION: No other documentation needed.

B. PARTNERSHIP:

DOCUMENTATION: Attach a copy of the partnership agreement, and a list with the name and address of all partners.

C. CORPORATION:

[ ]

DOCUMENTATION: Attach proof that articles of incorporation have been filed with the Florida Secretary of State's Office. If incorporated outside of Florida, attach proof from the Florida Secretary of State that applicant has authority to operate in Florida and provide name and address of Florida Registered Agent.

NAME

~~Excluded~~

ADDRESS

D. DOING BUSINESS UNDER A FICTITIOUS NAME:

[ ]

DOCUMENTATION: Attach proof that fictitious name has been registered with the Florida Secretary of States Office.

5. PROVIDE NAME, TITLE, AND TELEPHONE NUMBER OF THE INDIVIDUAL WHO IS RESPONSIBLE FOR COMMISSION CONTACTS:

NAME: PAULA R. CASILIO  
TITLE: TREASURER  
PHONE: 813-973-0227

6. HAS APPLICANT OR ANY SUBSIDIARY, PARTNER, OFFICER, DIRECTOR, ETC., OR IN THE CASE OF A CLOSELY HELD CORPORATION ANY SHAREHOLDER OF THE APPLICANT EVER BEEN GRANTED OR DENIED A PAY TELEPHONE CERTIFICATE IN THE STATE OF FLORIDA? THIS INCLUDES ACTIVE AND CANCELLED PAY TELEPHONE CERTIFICATES.

NO

7. IF THE ANSWER TO QUESTION 6 IS YES, PLEASE EXPLAIN AND LIST THE CERTIFICATE HOLDER AND CERTIFICATE NUMBER.

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

8. LIST THE STATES IN WHICH THE APPLICANT:

A. IS CURRENTLY PROVIDING PAY TELEPHONE SERVICE

New York

B. HAS APPLICATIONS PENDING TO BE CERTIFICATED AS A PAY TELEPHONE PROVIDER.

NONE

C. HAS BEEN DENIED AUTHORITY TO OPERATE AS A PAY TELEPHONE PROVIDER. EXPLAIN CIRCUMSTANCES.

NONE

\_\_\_\_\_  
\_\_\_\_\_

D. HAS HAD REGULATORY PENALTIES IMPOSED FOR VIOLATIONS OF TELECOMMUNICATIONS STATUTES. EXPLAIN CIRCUMSTANCES.

NONE

9. PLEASE INDICATE IF ANY OFFICERS OF THE CORPORATION, PARTNERSHIP OR INDIVIDUAL APPLICANT HAVE BEEN ADJUDGED BANKRUPT, MENTALLY INCOMPETANT, OR FOUND GUILTY OF ANY FELONY OR OF ANY CRIME, OR WHETHER SUCH ACTIONS MAY RESULT FROM PENDING PROCEEDINGS.

NONE

10. PLEASE CHECK THE SERVICES THAT WILL BE PROVIDED:

LOCAL	[X]
LONG DISTANCE	[X]
COIN	[X]
CALLING CARD	[X]
CREDIT CARD	[X]
OTHER, DESCRIBE	[ ]

11. PROPOSED NUMBER OF PAY TELEPHONE INSTRUMENTS THE APPLICANT PLANS TO PLACE IN THE FIRST YEAR: 100.

12. HOW DOES THE APPLICANT INTEND TO SERVICE AND MAINTAIN EACH PAYPHONE?

PERSONALLY	[ ]
FULL-TIME TECHNICIAN	[X]
PART-TIME TECHNICIAN	[ ]
SERVICE/REPAIR/MAINTENANCE CONTRACT	[X]
OTHER, DESCRIBE	[ ]

Have hired Bailey Telephone for collection  
Repair and maintenance.

13. WILL EACH OF THE PAY TELEPHONES WHICH YOU PLAN TO INSTALL PROVIDE ACCESS TO ALL LOCALLY AVAILABLE LONG DISTANCE CARRIERS VIA IOXXX+O, 950-XXXX, AND 1-800? (See Rule 25-24.515(6), F.A.C.)

yes

14. WILL EACH OF THE PAY TELEPHONES WHICH YOU PLAN TO INSTALL CONFORM TO SUBSECTIONS 4.29.2 - 4.29.4 and 4.29.7 - 4.29.8 OF THE AMERICAN NATIONAL STANDARDS SPECIFICATIONS FOR MAKING BUILDINGS AND FACILITIES ACCESSIBLE AND USABLE BY PHYSICALLY HANDICAPPED PEOPLE (ATTACHMENT F)? (See Rule 25-24.515(14), F.A.C.)

yes.

I, THE UNDERSIGNED OWNER OR OFFICER OF THE ABOVE NAMED ENTITY, HAVE READ THE FOREGOING AND DECLARE THAT TO THE BEST OF MY KNOWLEDGE AND BELIEF, THE INFORMATION IS A TRUE AND CORRECT STATEMENT. I AM AWARE THAT PURSUANT TO s. 837.06, FLORIDA STATUTE, 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. I WILL COMPLY WITH ALL CURRENT AND FUTURE COMMISSION REQUIREMENTS REGARDING THE PAY TELEPHONE SERVICE. I UNDERSTAND THAT A NON-REFUNDABLE APPLICATION FEE OF \$100 MUST ACCOMPANY THE APPLICATION. ALSO, I UNDERSTAND THAT I AM REQUIRED TO PAY A REGULATORY ASSESSMENT FEE (MINIMUM \$50.00 PER CALENDAR YEAR), FILE AN ANNUAL PAY TELEPHONE SERVICE REPORT, AND PAY GROSS RECEIPTS TAX. FURTHERMORE, I AGREE TO KEEP THE COMMISSION ADVISED OF ANY CHANGES IN THE NAMES OR ADDRESSES LISTED ABOVE WITHIN TEN (10) DAYS OF THE CHANGE.

Paul R. Casilio TR  
(SIGNATURE OF OWNER/CHIEF OFFICER OF APPLICANT)

DATE: 8-22-96

APPLICANT ACKNOWLEDGEMENT CARD

Applicant Americall Payphones LLC

I acknowledge receipt and understanding of the Florida Public Service Commission's Rules and Requirements relating to my provision of Pay Telephone Service.

Signature Pauls R. Casilio

Title Treasurer

Date 8-22-96

THIS MUST BE COMPLETED AND RETURNED WITH THE APPLICATION BEFORE THE CERTIFICATION PROCESS BEGINS. FAILURE TO DO SO WILL RESULT IN A DELAY OF THE CERTIFICATE BEING ISSUED.



APPLICANT ACKNOWLEDGEMENT CARD

Applicant American Payphones LLC

I acknowledge receipt and understanding of the Florida Public Service Commission's Rules and Requirements relating to my provision of Pay Telephone Service.

Signature Paula R. Casilio

Title Treasurer

Date 8-22-96

THIS MUST BE COMPLETED AND RETURNED WITH THE APPLICATION BEFORE THE CERTIFICATION PROCESS BEGINS. FAILURE TO DO SO WILL RESULT IN A DELAY OF THE CERTIFICATE BEING ISSUED.

Adkins, Thelma  
946 E. Democracy  
Fresno CA 93720  
4124,4191

Alessandrini, Robert  
4442 Meadow Creek Circle  
Sarasota FL 34233-1805  
1 unit

Alley, Thomas E.  
34540 e. Lacombe Rd.  
Lebanon OR 97355  
4111

Ames, Raymond  
2124 36th Avenue N.E.  
Olympia WA 98506  
4194

Arnold, Barbara  
18 Steeple Chase Rd.  
Greenwich CT 06831  
4008

Asharia, Amirali  
8419 125th Place  
North Largo FL 34643  
4054

Austin, Carl E.  
3120 E. Fawn Ct.  
Inverness FL 34452  
4085

Barea, Beverly J.  
5115 North A1A  
Fort Pierce FL 34949  
4036,4131

*Mail returned:  
"No Forwarding  
Address"*

Barrett, Henry  
21 Branton Street  
Park Ridge NJ 07656-1659  
4013

Bassett, Raymond  
3174 Woodland Lane  
Alexandria VA 22309  
4087

Beatie, Margaret  
19196 E. Kings Canyon  
Sanger CA 93657  
4047

Berk, Everett  
2124 E. 23rd Street  
Brooklyn NY 11229  
4032

Bettencourt, Margaret  
4377 N. Palm  
Fresno CA 93704  
4022

Blanton, George W.  
2658 Augusta Gr. So.  
Clearwater FL 34621  
4187

Brice, Marlene  
1460 W. Escalon  
Fresno CA 93711  
4186

Brickeen, Allen E.  
122 Castile  
Vallejo CA 94591  
4116

Brickeen, Larae  
122 Castile  
Vallejo CA 94591  
4172

Buell, Clayton E.  
8333 Seminole Blvd., #424C  
Seminole FL 34642  
4096

Carland, Linda M.  
11885 Runnel Circle  
Eden Prairie MN 55347  
4164

Carlile, Linda  
702 Flamingo  
McAlester OK 74501  
4071,4103

Carr, Marlene  
1684 Arrowhead Drive  
Oakland CA 94611  
4161

Casilio, Paula  
3801 Bramblewood Blvd.  
Land O'Lakes FL 34639  
4034

Cassillas, Adam  
107 W. Longview  
Stockton CA 95207  
4038

Changus, Joan L.  
701 West I Street  
Benicia CA 94510  
4130

Changus, Richard  
701 West I Street  
Benicia CA 94510  
4065,4128

Chapman, Robert M.  
1908 Swan Lane  
McAlester OK 74501  
4031,4061

Clark, Jack & Joan  
23965 Suttle Road  
Veneta OR 97487  
4037

Cranston, Mary  
4112 S. Aldrich  
Minneapolis MN 55409  
4177

Cruz, Valerie  
4510 S. 7th Street  
Tacoma WA 98405  
4129

Day, Robert E.  
6468 Washington, #219  
Yountville CA 94599  
4155

Delgatty, Melbourne  
2425 126th Avenue, Court E  
Puyallup WA 98372  
4163

DePalma, Al  
2412 Lester Road  
Denair CA 95316  
4027

DeSantis, Domenic  
5220 Lincoln Villa Way  
Fair Oaks CA 95628  
4092

Douglas-Cairn, Lenora  
429 E. Ascot Place  
Fresno CA 93720-0885  
4004

Douglass, Christie A.  
16245 41st Avenue NE  
Seattle WA 98155  
4104

Downs, Bill  
1552 Vevais Avenue  
Valejo CA 94591  
4174

Downs, Faye M.  
1552 Vervais Avenue  
Vallejo CA 94591  
4173

Dudash, Victor  
1100 Terrill Road  
Scotch Plains NJ 07076  
4018, 4021

Dunn, Harvey  
P.O. Box 756  
Floral City FL 34436-0756  
4066

Edwards, Jim  
4501 South Pine  
Suite 32  
Tacoma WA 98409  
4178

Elmore, Robert P.  
503 Bonnie Blvd.  
Palm Harbor FL 34684  
4181

Elmore, Shirley A.  
503 Bonnie Blvd.  
Palm Harbor FL 34684  
4185

Eyer, Paul  
800 E. 4th Street  
Englewood FL 34223  
4070

Feinberg, Mark P.  
3772 Main Street  
Stratford CT 06497  
4072

Fisher, Aaron  
2140 Cruger Avenue, Apt 2G  
Bronx NY 10462  
4025

Fisher, Evelyn J.  
2505 East Bay Drive, #117  
Largo FL 34641  
4057

Freitas, Flora A.  
P.O. Box 703  
Atwater CA 95301  
4046, 4052, 4055

Freitas, Rebel  
5392 Rainbow Lane  
Winton CA 95388  
4079

Gamache, Bette  
2399 Fairway Drive  
West Palm Beach FL 33409  
4012

Glasco, Harold  
3625 Oakdale Road  
Paso Robles CA 93446-8658  
4095

Glover, Donald  
8640-A Onyx Drive SW  
Tacoma WA 98498  
4153

Goeddaeus, Miriam  
6215 Whitemard Drive, #205  
Riverview FL 33569  
4109

Gonzales, Daniel  
711 Woodlake Drive  
Sacramento CA 95815  
4160

Goodrich, Ralph  
2701 Wheatland Drive  
Bakersfield CA 93313  
4069

Grafton, Ramon E.  
3453 Meadowbrook Lane  
Napa CA 94558  
4090

Graham, Mignon L.  
3084 Arden Way  
Napa CA 94558-2626  
4162  
Tel# 707-255-6710

Gross, George H.  
101 Valare Lane  
Crystal River FL 34429  
4132

Gueder, Judy & Wendy  
2716 Warwick Terrace  
Palm Harbor FL 34685  
4115

Hampel, Robert  
4357 Dale Drive  
Napa CA 94558  
4156

Hansen, Donald  
660 N. Fernside  
Tacoma WA 98406  
4146

Harris, Dave  
304 E. Polk  
McAlester OK 74501  
4044

Hauschel, Carol A.  
4433 N. Hayston  
Fresno CA 93726  
4075

Herring, Ira  
3755 Pock Lane  
Stockton CA 95205  
4039

Hickman, Larry  
10943 Brightside Drive  
Tampa FL 33624-7008  
4082

Hilliard, Muruel E.  
5728 Harcourt Avenue  
Orlando FL 32839-3132  
4042

Hinojos, Connie  
7405 Ruston  
Bakersfield CA 93309  
4094

Hom, Harry L.  
223 E. Jefferson  
Stockman CA 95206  
4114, 4139

Hom, Yok  
1811 Sandalwood Drive  
Stockman CA 95210  
4183

Ihrig, Marian  
13730 Annadale. #32G  
Seal Beach CA 90740  
4147

Jacobus, Arthur C.  
2555 Stearns Drive  
Manasquan NJ 08736  
4002

Johnson, Lois L.  
405 Granada Drive  
Madvia CA 93637  
4102

Juza, Charles M.  
P.O. Box 133  
Blue River OR 97413  
4076

Juza, Helen  
P.O. Box 133  
Blue River OR 97413  
4067

Kay, Walter & Diane  
130-590 225th Street  
Laudelton NY 11413  
4014

Keller, Joycelyn  
1748 Greeley Way  
Stockton CA 95207  
4126

Kendzior, Roman  
9588 Davona Drive  
San Ramon CA 94583  
4120

Keough, Randy  
7935 Timberwood Circle  
Sarasota FL 34238  
4010

Kline, Bruce T.  
1734 Mariposa Lane  
Billings MT 59102  
4040, 4080

Klingl, Magdalena  
265 Santa Susana  
San Loandro CA 94579  
410E

Klotz, Irving  
7806 Mirimar Avenue  
Fort Pierce FL 34951  
4058

Kolterman, John C.  
2205 High Point Drive  
Brandon FL 33511  
4118

Krenke, Patricia A.  
4167 Ortez Court  
Napa CA 94558  
4154

Lake, William G.  
380 Glen Oak Road  
Venice FL 34293  
4152

Langford, John & Rhonda  
Route 4, Box 382  
Lexington MS 39095  
4144



Laurent, James A.  
34030 N. 19th Street  
Tacoma WA 98406  
4165

Leach, Don  
232 Lansford Drive  
Benbrook TX 76126  
4136

Lechner, Doris  
901 Orceola Road, #103  
Bellair FL 34616  
4149

Leiss, Erwin G.  
5510 36th Avenue So.  
Tampa FL 33619  
4086

Lin, Mae S.  
86-03 102nd Street, Apt 6B  
Richmond Hill NY 11418  
4138

Long, Dorothea  
4379 Clovewood Lane  
Pleasanton CA 94588  
4023

Long, Ernest  
4379 Clovewood Lane  
Pleasanton CA 94588  
4024

Lord, Lea  
206 7th Avenue, N.W.  
Puyallipo WA 98371  
4193

Lord, Robert  
206 7th Avenue N.W.  
Puyallup WA 98371  
4190

Mabalot, Alfredo  
3080 Marston Way  
San Jose CA 93148  
4043

Martin, Marjorie  
217 E. Redwood  
Hanford CA 93230  
4169

Martin, Nancy Lynn  
8222 126th Avenue NE, #C22  
Kirkland WA 98033  
4133

McCluhan, Misako  
2145 Newton Way  
Concord CA 94518  
4026, 4059

McEwen, William R.  
3317 N.W. 133rd Street  
Gainesville FL 32606  
4049

McKitchen, Robert  
336 Palm Drive, #4  
Naples FL 33962  
4158

McManus, Anne B.  
7350 Boggs Lane  
Kelseyville CA 95451  
4135  
(707)263-0820

Meahl, Christine M.  
1466 Mentor Drive  
Westerville OH 43081  
4171

Mehill, Mike  
2200 41st Street N.  
St. Petersburg FL 33713  
4068

Miller, Ruth  
3234 Centralia-Alpha Road  
Onalaska WA 98570  
4184

Modica, Marcia  
126 E. Henfer Avenue  
River Ridge LA 70123  
4127

Mogliotti, Frank & Leona  
P.O. Box 326  
Atwater CA 95301  
4112

Montgomery, Evelyn  
10 W. Robinhood Drive  
Stockton CA 95207  
4140

Montgomery, Mary K.  
10 W. Robinhood Drive  
Stockton CA 95207  
4106

Morrell, Brian  
1705 Doolittle Avenue  
Bakersfield CA 93304  
4062

Murakami, Edward  
211 Starbird Drive  
Monterey Park CA 91755  
4143

Narvick, Diana  
1040 Gladys Avenue  
Morris IL 60450  
4134

Negri, Helen  
706 E. Magill  
Fresno CA 93710  
4098

Noland, George  
29821 8th Avenue SW  
Federal Way WA 98023  
4166

O'Hare, Joan  
16 Athens Drive  
Manhasset NY 11542  
4003, 4020  
Tel# 516-676-7760

Ogier, Sarah  
3005 Eight Street  
Ceres CA 95307  
4007, 4081  
2 units

Olson, Myrle  
778 Largo Court  
Fairfield CA 94533  
4170

Orsatti, Charles  
2203 Windsong Court  
Safety Harbor FL 34695  
4056

Otto, Edward  
8247 Hascall  
Omaha NNE 68124  
4110, 4137

Owens, Isabeli  
7282 N. Gorma Avenue  
Fresno CA 93711  
4099

Padgett, Walter  
530 Rojan Avenue  
Madera CA 93637  
4009

Pandora, Catherine A.  
5300 Hawthornden Court  
Dublin OH 43017  
4122

Panizzera, Robert  
P.O. Box 563reet  
Occidental CA 95465  
4159

Pelan, Robert  
11715 7th Street N.E.  
Lake Stevens WA 98258  
4167

Perkins, Ellen  
455 Alacante Place  
Vacaville CA 95688  
4091

Pira, John R.  
985 E. N. Bear Creek Drive  
Merced CA 93340  
4019

Poneleit, Jack E.  
4488 32nd Terrace North  
St. Petersburg FL 33133  
4123

Proklevich, Pauline E.  
1006 Sunshine Avenue  
Brandon FL 33511  
4017

Reado, Addie G.  
1766 W. 36th Place  
Los Angeles CA 90018  
4119

Reed, Oliver & Mary  
4624 Lake in the Woods Drive  
Spring Hill FL 34607  
4083

Reesman, Ralph & Helen  
302 Golder Gate  
Tacoma WA 98466  
4148

Rhobak, Barbara  
803 Main Street  
Moore PA 18507  
4107

Ricketts, Ola Faye  
620 Amber Street  
Modesto CA 95356  
4051

Risney, Harry  
190 Village Circle  
Sacramento CA 95838  
4029, 4041 ,4151

Roper, Ann  
8043 Dunbarton Way  
Stockton CA 95210  
4125

Rose, Sara  
221 W. Herndon, #8  
Pinedale CA 93630  
4028

Rought, Sellivan  
2403 East Home  
Fresno CA 93703  
4192

Rush, Glennie & Beulah  
1511 Sawada Drive  
Mobile AL 36618  
4093

Sanford, Jackie  
Box 392  
Yazoo City MI 39194  
4176

Schmidt, George  
413 San Roberto Place  
San Ramon CA 94583  
4088

Simpson, Melvin  
17936 Military Road S.  
Seattle WA 98188  
4101

Skov, Mogens  
346 1st Street  
Jersey City NJ 07302  
4001, 4005, 4006

Smith, Velma  
638 5th Street  
Vallejo CA 94590  
4089

Stafford, Olin T.  
Box 691032  
Stockton CA 95269-1032

Steele, John  
5135 Fleming Road  
Atwater CA 95340  
4188

Stewart, Evelyn  
1224 Greenwood  
Sanger CA 93657  
4077

Stiver, Donald  
408 S. County Road 650 West  
Connersville IN 47331  
4084

Stroh, Alvin  
9409 Downey Avenue  
Downey CA 90240  
4105

Sutton, John  
7306 30th Avenue SW  
Seattle WA 98126  
4063

Teagarden, Chris  
1744 Quail Lakes Drive, #33  
Stockton CA 95207  
4121

Tharp, Roy & Ellen  
24410 Robertson Blvd.  
Chowchilla CA 9610  
4035, 4050

Thomas, Alma  
4918 W. 12th Street  
Los Angeles CA 90019  
4175

Thomas, Esther & Frank  
6075 Shore Blvd. S., #503  
Gulfport FL 33707  
4045

Thompson, Howard B.  
7312 F Street  
Chesapeake Beach MD 20732  
4182

Tillery, Cecil  
1345 Stonehedge Way  
Palm Harbor FL 33683  
4168

Timpson-Kuhl, Jean M.  
816 Cary Drive  
San Leandro CA 94577  
4100

Tobin, John & Carol  
RD#3, Box 3263  
Factoryville PA 18419  
4157

Toles, Richard  
115-11 173rd Street  
Jamaica NY 11434-1845  
4030, 4074

Trull, Fumiko  
701 Junipero Serra  
Stockton CA 95210

Valentin, Luis & Lynette  
5016 Marlin Drive  
New Port Richey FL 34652

Vaughan, Charles  
3819 100th St. Court N.W.  
Gig Harbor WA 98332  
4195

Vinson, William  
335 W. Almy  
Fresno CA 93706  
4142

Vogel, Violet E.  
9504 Wallingford Avenue, N.  
Seattle WA 98103  
4196, 4197

Weiser, Paul K.  
403 3rd Street NW  
Hazen ND 58545  
4064

White, Melvin E.  
4329 Miwuk Road  
Mariposa CA 95338  
4015

Wieczorek, Eugene  
1896 Bugle Lane  
Clearwater FL 34624  
4189

Williams, Viola  
1935 W. Glenwood  
Turlock CA 95380  
4113

Wilson, Brent A.  
716 E. Tenaya Way  
Fresno CA 93710-5349  
4078

Wimmer, William L.  
1539 Country Woods Drive  
Ripon CA 95336  
4053

Wright, Alvin F.  
787 Constance Road  
Venice FL 34293  
4145

Wyrick, Beverlee  
9416 1st Avenue NE, #114  
Seattle WA 98115  
4179, 4180

Yergaloni, Thomas  
451 Greenback Street  
Napa CA 94558  
4117

Yoshida, Shigeko  
7067 E. Walter  
Fresno CA 93625  
4048

Young, John  
1269 Saxon Avenue  
Bayshore NY 11706  
4150

Crawford Fam Trust  
6044 E. Butte  
Mesa AZ 85205  
4011

Henry Family Trust  
312 Riverside Avenue  
Chowchilla CA 93610-2425  
4060

Hill Family Trust  
5911 19th Avenue  
Sacramento CA 95820-3139  
4097

MAIL BALLOT TO:  
Paramount Payphone I,LC  
3801 Bramblewood Blvd.  
Land O'Lakes FL 34639

Phillips Trust  
3000 Park Avenue, #7  
Merced CA 95348  
4016

Pool Fam Liv'g Trst  
25544 Honda Road  
Madeira CA 93638-0497  
4073



STATE OF NEVADA  
ARTICLES OF ORGANIZATION  
OF  
LIMITED-LIABILITY COMPANY  
(PURSUANT TO NRS 86.161)

Filing Fee: \$75.00  
Receipt #:  
BY:

(For Filing office use)

-MUST BE SUBMITTED IN DUPLICATE-

1. Name of the Limited-Liability company: Paramount Payphone LLC
2. The address of the Principal place of Business In Nevada: 1350 East Flamingo Rd., Suite 5  
City: Las Vegas State: NEVADA Zip Code: 89119
3. Name and business address of Agent for Service of Process in Nevada:  
Name: The Prentice-Hall Corporation System, Nevada, Inc.  
Address: 502 East John Street  
City: Carson City State: NEVADA Zip Code: 89706
4. The Limited-Liability Company shall be managed by its members, and through Member representatives if same are selected by Members. The name and address of the initial managers are:  
Edward Otto, William R. Keough, Reid Crawford  
Victor Dudash, Paula Casilio, James Edwards  
Alfred Mabalot, Don Leach, Roman Rendzior
5. The period of existence shall be: Thirty years from the date of acceptance of these Articles of Organization by the Members.
6. The purpose for which this company is organized is: To acquire and operate a route of pay telephones, and to conduct such other related business activities as may be legal and proper under the Nevada Limited Liability Company Act and the Articles of Organization of Paramount LLC
7. Any other matters the members desire to include in this certificate may be noted on separate pages and incorporated by reference herein is made a part of this certificate. Number of pages attached: 6
8. We the undersigned verify that we are the persons who have executed these Articles of Organization, representing the Members and Initial Managers.

STATE OF NEVADA  
ARTICLES OF ORGANIZATION  
OF  
PARAMOUNT PAYPHONE LLC  
A NEVADA LIMITED LIABILITY COMPANY  
(PURSUANT TO NRS 86.161)

THESE ARTICLES OF ORGANIZATION, along with the Operating Agreement incorporated herein by reference, shall constitute the entire organizing document of PARAMOUNT PAYPHONE LLC (Hereinafter also referred to as "PARAMOUNT LLC" or "the Company"), and shall so remain until modified or replaced by the Members of PARAMOUNT LLC as provided herein, at or subsequent to an Organizational Meeting (the "Organizational Meeting") to be held in the New York City area, at a time agreed upon by the members not later than 60 days after the signing of the Membership Agreement by all Members of PARAMOUNT LLC.

**ARTICLE ONE** The name of this entity shall be PARAMOUNT PAYPHONE LLC (hereinafter "PARAMOUNT LLC"), and it may, from time to time, also be referred to as PARAMOUNT PAYPHONE LIMITED LIABILITY COMPANY, or PARAMOUNT LIMITED LIABILITY COMPANY.

**ARTICLE TWO** The Principal Place of Business of PARAMOUNT LLC within the State of Nevada shall be 1350 East Flamingo Road, Suite 5, Las Vegas, Nevada 89119.

**ARTICLE THREE** The registered agent for PARAMOUNT LLC in the State of Nevada shall be Prentice-Hall Corporation System, Nevada, Inc. 502 East John Street, Carson City, Nevada 89706.

**ARTICLE FOUR** PARAMOUNT LLC shall be organized by Paramount Communications and Co., Inc., a Nevada Corporation (the "Organizing Company"), whose duties shall be to assemble the members

STATE OF NEVADA  
ARTICLES OF ORGANIZATION  
OF  
PARAMOUNT PAYPHONE LLC  
A NEVADA LIMITED LIABILITY COMPANY  
(PURSUANT TO NRS 86.161)

and form the initial structure of PARAMOUNT LLC. As compensation for these duties and in exchange for certain moneys advanced and services provided by the Organizing Company in the performance of these duties, the Organizing Company shall receive certain non-voting membership interests in PARAMOUNT LLC, as is more fully described in the Operating Agreement. During the period beginning on or about May 15, 1995 until on or about August 15, 1995 (the "Capitalization Period") the Organizing Company shall perform and provide certain services for PARAMOUNT LLC, including but not limited to bookkeeping services, retaining initial management, retaining agents to identify and introduce potential Members and solicit Membership applications, and shall retain and direct consultants, professionals and others necessary to the organization of PARAMOUNT LLC. The Capitalization Period shall be used to disseminate information, assemble members and construct the structure under which PARAMOUNT LLC will be proposed to the Members. During the Capitalization Period, the Organizing Company shall retain Independent Payphones Inc. to assist in the interim management of PARAMOUNT LLC. A complete *curriculum vitae* of Independent Payphones Inc., and its President, Raymond Cuda, will be provided to each prospective member prior to that prospective member becoming a Member of PARAMOUNT LLC. In all organizational activities, the Organizing Company shall act as a Member of PARAMOUNT LLC, and in this capacity shall act for the entire membership of PARAMOUNT LLC. By applying for Membership, potential Members accept, endorse and ratify the actions, decisions and performance of the Organizing Company, and adopt these actions as having been taken and performed on behalf of, and with the authority of, all members. Members' liability for the obligations of PARAMOUNT LLC is limited to the Membership interest only.

STATE OF NEVADA  
ARTICLES OF ORGANIZATION  
OF  
PARAMOUNT PAYPHONE LLC  
A NEVADA LIMITED LIABILITY COMPANY  
(PURSUANT TO NRS 86.161)

**ARTICLE FIVE** Upon completion of the Capitalization Period, at the Organizational Meeting described in the Operating Agreement, the Members shall select the management structure of PARAMOUNT LLC, which structure will be incorporated into these Articles of Organization. Also at the Organizational Meeting, the Members shall select the Management for PARAMOUNT LLC, and shall assign to that management those tasks, consistent with the Nevada Limited Liability Law, which are necessary and proper for the operation of PARAMOUNT LLC. Unless otherwise determined by the Members at the Organizational Meeting, the Management of PARAMOUNT LLC shall consist of representatives of the Members, who shall be responsible for ordinary business operation and decisions, and shall regularly advise and consult with all Members regarding policy, progress, extraordinary items, and other business information. This appointment of representative Members shall in no way absolve or remove the membership responsibility or authority of all of the members for the management of PARAMOUNT LLC. Members may choose, at the Organizational Meeting or at some other time, to retain the services of a management company to consult and advise the management of PARAMOUNT LLC in its business and operating decisions. The Organizing Company shall provide, prior to and/or at the Organizational Meeting, the names of at least 3 qualified management companies with experience in the areas of business contemplated by PARAMOUNT LLC. At the Organizational Meeting, members may choose to retain one or more of these management companies, or they may choose not to retain any management company. In the event that the Members shall not agree upon a Management Structure for PARAMOUNT LLC, and/or shall not devise a Management Plan consistent with the requirements of the Nevada Limited Liability Company Act, then the Members must take appropriate action to dissolve PARAMOUNT LLC or to convert PARAMOUNT LLC into a different business entity. In all cases,

STATE OF NEVADA  
ARTICLES OF ORGANIZATION  
OF  
PARAMOUNT PAYPHONE LLC  
A NEVADA LIMITED LIABILITY COMPANY  
(PURSUANT TO NRS 86.161)

the term of office and/or service for managers of PARAMOUNT LLC shall not exceed one year, and Members shall annually select managers of PARAMOUNT LLC.

**ARTICLE SIX** PARAMOUNT LLC shall hold its Organizational Meeting at a time and place to be agreed upon by the Members, as further described in the Operating Agreement. All Members will be required to attend the Organizational Meeting or to be represented at that meeting. Requirements for other meetings shall be as described in the Operating Agreement.

**ARTICLE SEVEN** PARAMOUNT LLC shall be dissolved upon the withdrawal from the Company of any member as described by the Operating Agreement, except that the remaining Members may agree by unanimous consent to either continue the Company without the withdrawing Member or to acquire the interest of the withdrawing Member.

**ARTICLE EIGHT** Amendments and modifications to these Articles of Organization may be made at any time by a majority vote of a quorum of Members as the terms "majority" and "quorum" are defined in the Operating Agreement. Members shall be responsible for providing copies of the amended or modified Articles of Organization to all Members as well as to those authorities required to receive these amendments and modifications.

**ARTICLE NINE** Members shall, upon and by accepting Membership, agree to all terms and conditions of the Operating Agreement, these Articles of Organization, and the Membership agreement,

STATE OF NEVADA  
ARTICLES OF ORGANIZATION  
OF  
PARAMOUNT PAYPHONE LLC  
A NEVADA LIMITED LIABILITY COMPANY  
(PURSUANT TO NRS 86.161)

and shall evidence such acceptance and agreement by their sworn and notarized signature on the Operating Agreement.

**ARTICLE TEN** Membership shall be evidenced by a completed Ownership and Membership certificate, issued and sealed by PARAMOUNT LLC, indicating the specific membership interest. The Membership certificate shall not be transferable, nor shall the certificate itself have any intrinsic, par, or cash value.

STATE OF NEVADA  
ARTICLES OF ORGANIZATION  
OF  
PARAMOUNT PAYPHONE LLC  
A NEVADA LIMITED LIABILITY COMPANY  
(PURSUANT TO NRS 86.161)

Name \_\_\_\_\_ Date \_\_\_\_\_

Name \_\_\_\_\_ Date \_\_\_\_\_

Name \_\_\_\_\_ Date \_\_\_\_\_

Name \_\_\_\_\_ Date \_\_\_\_\_

Name \_\_\_\_\_ Date \_\_\_\_\_

Name \_\_\_\_\_ Date \_\_\_\_\_

Name \_\_\_\_\_ Date \_\_\_\_\_

Name \_\_\_\_\_ Date \_\_\_\_\_

Name \_\_\_\_\_ Date \_\_\_\_\_

Name \_\_\_\_\_ Date \_\_\_\_\_

Name \_\_\_\_\_ Date \_\_\_\_\_

Name \_\_\_\_\_ Date \_\_\_\_\_

Name \_\_\_\_\_ Date \_\_\_\_\_

Name \_\_\_\_\_ Date \_\_\_\_\_

Name \_\_\_\_\_ Date \_\_\_\_\_

Name \_\_\_\_\_ Date \_\_\_\_\_

Name \_\_\_\_\_ Date \_\_\_\_\_

Name \_\_\_\_\_ Date \_\_\_\_\_

Name \_\_\_\_\_ Date \_\_\_\_\_

Name \_\_\_\_\_ Date \_\_\_\_\_

Name \_\_\_\_\_ Date \_\_\_\_\_

Name \_\_\_\_\_ Date \_\_\_\_\_

Name \_\_\_\_\_ Date \_\_\_\_\_

Name \_\_\_\_\_ Date \_\_\_\_\_

Don Leck 2/10/96  
James Edwards 2/10/96  
George R. Meland 2/10/96  
Shelma Adkins 2/10/96  
Larry R. Hecker 2/10/96  
Paula R. Casio 2/10/96  
Ronnie Kendrick 2/10/96  
William M. Hayden 2/10/96  
Edward Hogensen 2/10/96  
Sarah Ogier 2/10/96  
Joan Changus 2/10/96  
Richard Changus 2/10/96  
Sal Grubbs 2/10/96  
Bob Hill 2-10-96  
Rebel Fretton 2-10-96  
William C. Drome 2-10-96  
Wayne M. Drome 2/10/96  
Gene Song 2/10/96  
Bretha Song 2/10/96  
Wanda M. Chason 2/10/96

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR  
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT  
BUSINESS IN THE STATE OF FLORIDA:

1. Paramount Payphone LLC  
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present.)
2. Nevada 3. \_\_\_\_\_  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. February 10, 1996 5. 2026  
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. March 18, 1996  
(Date first transacted business in Florida. (See sections 608.501, and 817.155, F.S.))
7. 3801 Bramblewood Blvd.  
Land O' Lakes FL 34639  
(Street address of principal office)

8. List name, title, and business address of each managing member[MGRM] or manager[MGR] who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
<u>Paula R. Casillo</u>	<u>Treasurer</u>	_____	_____
<u>3801 Bramblewood Blvd</u>		_____	
<u>Land O Lakes FL</u>		_____	
<u>34639</u>		_____	
_____		_____	
_____		_____	
_____		_____	
_____		_____	

Filing Fee: \$52.50 for Application