

POWELL, GOLDSTEIN, FRAZER & MURPHY  
ATTORNEYS AT LAW

56  
ORIGINAL  
FILE COPY

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October 31, 1996

961308-TI

By Federal Express

Clerk, Division of Records and Reporting  
Florida Public Service Commission  
Capital Circle Office Center  
2540 Shumard Oak Boulevard  
Tallahassee, Florida 32399-0850

Re: Application of EarthCall Communications Corporation for Authority to Provide Interexchange Telecommunications Service Within the State of Florida

Dear Sir or Madam:

Enclosed please find an original and six (6) copies of EarthCall Communications Corporation's Application for Authority to Provide Interexchange Telecommunications Service Within the State of Florida and a check in the amount of \$250.00 to cover the filing fee.

Please note that, pursuant to Florida Public Service Commission Rule 25-22.006, EarthCall has requested **CONFIDENTIAL CLASSIFICATION** for the financial statement submitted as Exhibit D to the application. All copies of the application submitted herewith (including the original) contain a redacted/public version of Exhibit D. A copy of EarthCall's request to the Division of Records and Reporting also is enclosed.

Also enclosed are a copy of the application marked "stamp and return" and a self-addressed, stamped envelope. We would greatly appreciate receiving a date-stamped copy of the application by return mail.

- ACK \_\_\_\_\_
- AFA \_\_\_\_\_
- APP \_\_\_\_\_
- CAF \_\_\_\_\_
- CMU \_\_\_\_\_
- CTR \_\_\_\_\_
- EAG \_\_\_\_\_
- LEG \_\_\_\_\_
- LIN \_\_\_\_\_
- OPC \_\_\_\_\_
- RCH \_\_\_\_\_
- SEC \_\_\_\_\_
- WAS \_\_\_\_\_
- OTH \_\_\_\_\_

11/1/96 note: Request for confidentiality + conf. financial statement were not included. Ms. Kravetz's Secy Margant will file on 11/4.

Enclosures

cc: Benjamin A. Glazer  
231.50499.WS1

Please do not hesitate to contact me if you have any questions regarding this matter.

Very truly yours,

*Lauren Kravetz*

Lauren H. Kravetz

For POWELL, GOLDSTEIN, FRAZER & MURPHY

Check received with filing and forwarded to Fiscal for deposit. Fiscal to forward a copy of check to RAR with proof of deposit.

Initials of person who forwarded check:  
*AA*

DOCUMENT NUMBER-DATE

11701 NOV-1 96

FPSC-RECORDS/REPORTING

ORIGINAL  
FILE COPY

**\*\* FLORIDA PUBLIC SERVICE COMMISSION \*\***

**DIVISION OF COMMUNICATIONS**  
**BUREAU OF SERVICE EVALUATION**  
101 E. Gaines Street  
Fletcher Building  
Tallahassee, Florida 32399-0866

ORIGINAL

**APPLICATION FORM**  
**for**  
**AUTHORITY TO PROVIDE INTEREXCHANGE TELECOMMUNICATIONS SERVICE**  
**WITHIN THE STATE OF FLORIDA**

1. This is an application for (check one):

- Original Authority (New company).
- Approval of Transfer (To another certificated company).
- Approval of Assignment of existing certificate (To a noncertified company).
- Approval for transfer of control (To another certificated company).

2. Select what 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.
- 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.  
*See below.*

- ACK \_\_\_\_\_
- AFA \_\_\_\_\_
- APP \_\_\_\_\_
- CAF \_\_\_\_\_
- CMU \_\_\_\_\_
- CTR \_\_\_\_\_
- EAG \_\_\_\_\_
- LEG \_\_\_\_\_
- LIN \_\_\_\_\_
- OPC \_\_\_\_\_
- RCH \_\_\_\_\_
- SEC \_\_\_\_\_
- WAS \_\_\_\_\_
- QTH \_\_\_\_\_

FORM PSC/CMU 31 (11/91)

DOCUMENT NUMBER-DATE

11701 NOV-18

FPSC-RECORDS/REPORTING

- ( ) **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 the resold service by enrolling unaffiliated customers.

3. Name of corporation, partnership, cooperative, joint venture or sole proprietorship:

*EarthCall Communications Corporation*

4. Name under which the application will do business (fictitious name, etc.):

*EarthCall Communications Corporation*

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

*55 Marietta Street  
Suite 1720  
Atlanta, Georgia 30303*

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

*CT Corporation System  
1200 South Pine Island Road  
Plantation, Florida 33324*

7. Structure of organization:

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

*See Certificate of Incorporation attached hereto as Exhibit A.*

8. If applicant is an individual or partnership, please give name, title and address of sole proprietor or partners.

- (a) Provide proof of compliance with the foreign limited partnership statute (Chapter 620.169 FS), if applicable.
- (b) Indicate if the individual or any of the partners have previously been:

(1) adjudged bankrupt, mentally incompetent, or found guilty of any felony or of any crime, or whether such actions may result from pending proceedings.

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

9. If incorporated, please give:

- (a) Proof from the Florida Secretary of State that the applicant has authority to operate in Florida.

Corporate charter number: F95000002991

See Certificate of Good Standing issued by the Department of State of Florida attached hereto as Exhibit B.

- (b) Name and address of the company's Florida registered agent.

*CT Corporation System  
1200 South Pine Island Road  
Plantation, Florida 33324*

- (c) Provide proof of compliance with the fictitious name statute (Chapter 865.09 FS), if applicable.

Fictitious name registration number: N/A

- (d) Indicate if any of the officers, directors, or any of the ten largest stockholders have previously been:

(1) adjudged bankrupt, mentally incompetent, or found guilty of any felony or of any crime, or whether such actions may result from pending proceedings.

N/A

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

N/A

10. Who will serve as liaison with the Commission in regard to (please give name, title, address and telephone number):

- (a) The application;

Lauren H. Kravetz, Esq.  
POWELL, GOLDSTEIN, FRAZER & MURPHY  
Suite 600  
1001 Pennsylvania Avenue, N.W.  
Washington, D.C. 20004  
(202) 347-0066

- (b) Official Point of Contact for the ongoing operations of the company;

Mr. Benjamin A. Glazer  
Chief Executive Officer  
EarthCall Communications Corporation  
55 Marietta Street  
Suite 1720  
Atlanta, Georgia 30303  
(404) 523-5422

- (c) Tariff;

Lauren H. Kravetz, Esq.  
POWELL, GOLDSTEIN, FRAZER & MURPHY  
Suite 600  
1001 Pennsylvania Avenue, N.W.  
Washington, D.C. 20004  
(202) 347-0066

- (d) Complaints/Inquiries from customers;

Mr. Benjamin A. Glazer  
Chief Executive Officer  
EarthCall Communications Corporation  
55 Marietta Street  
Suite 1720  
Atlanta, Georgia 30303  
(404) 523-5422

11. List the states in which the applicant:

- (a) Has operated as an interexchange carrier.
  - *Applicant is currently seeking authority to serve as an interexchange reseller in a number of states.*
- (b) Has applications pending to be certificated as an interexchange carrier.
  - *Applicant is currently seeking authority to serve as an interexchange reseller in a number of states.*
- (c) Is certificated to operate as an interexchange carrier.
  - *Applicant is currently seeking authority to serve as an interexchange reseller in a number of states.*
- (d) Has been denied authority to operate as an interexchange carrier 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*

12. What services will the applicant offer to other certificated telephone companies: *N/A*

- Facilities.
- Billing and Collection.
- Maintenance.
- Other: \_\_\_\_\_
- Operators.
- Sales.

13. Do you have a marketing program?

Yes

14. Will your marketing program: N/A

- Pay commissions?
- Offer sales franchises?
- Offer multi-level sales incentives?
- Offer other sales incentives?

15. Explain any of the offers checked in question 14 (To whom, what amount, type of franchise, etc.).

*EarthCall's marketing will be performed by its in-house sales staff, whose compensation may, on an individually negotiated basis, be tied to performance. EarthCall is examining other marketing options and may, in the future, expand its marketing program.*

16. Who will receive the bills for your service (Check all that apply)?

- Residential customers
- Business customers.
- PATS providers.
- PATS station end-users.
- Hotels & motels.
- Hotel & motel guests.
- Universities.
- Univ. dormitory residents.

*(X) Other: With respect to Applicant's Debit Card Service, no after-the-fact billing is involved. Applicant contracts with businesses (e.g., banks and marketing firms) to provide debit cards to these companies for ultimate distribution to end users. Therefore, Applicant receives no payment directly from end users of its debit card service. EarthCall is investigating options for selling debit cards directly to end user and may, in the future, distribute debit cards in this manner in addition to its current method of distribution.*

17. Please provide the following (if applicable):

- (a) Will the name of your company appear on the bill for your services, and if not who will the billed party contact to ask questions about the bill (provide name and phone number) and how is this information provided?

*With respect to Dial 1, 800 and Travel Card Service, Applicant's name will appear on bills. With respect to Applicant's Debit Card Service, Applicant's name and customer service number appear on the prepaid debit cards.*

- (b) Name and address of the firm who will bill for your services.

*MCI will provide billing services for Applicant's Dial 1, 800 and Travel Card Services. Applicant will bill directly for its Debit Card Service.*

18. Please submit the proposed tariff under which the company plans to begin operation. Use the format required by Commission Rule 25-24.485 (example enclosed).

*See tariff attached hereto as Exhibit C.*

19. The applicant will provide the following interexchange carrier services (Check all that apply):

N/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

N/A 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

X MTS with statewide flat rates per minute (i.e.,  
not distance sensitive)  
\_\_\_\_ Method of access is FGA  
\_\_\_\_ Method of access is FGB  
X Method of access is FGD  
X Method of access is 800

*EarthCall's Dial 1*

\_\_\_\_ MTS for pay telephone service providers

\_\_\_\_ Block-of-time calling plan (Reach out Florida,  
Ring America, etc.).

X 800 Service (Toll free)



\_\_\_\_ WATS type service (Bulk or volume discount)  
\_\_\_\_ Method of access is via dedicated facilities  
\_\_\_\_ Method of access is via switched facilities

\_\_\_\_ Private Line services (Channel Services)  
(For ex. 1.544 mbs., DS-3, etc.)

X Travel Service  
\_\_\_\_ Method of access is 950  
X Method of access is 800

*FGD access to Travel Service will also be possible at equal access stations.*

\_\_\_\_ 900 service

\_\_\_\_ 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

X Services included are:  
\_\_\_\_ Station assistance  
\_\_\_\_ Person to Person assistance  
X Directory assistance  
\_\_\_\_ Operator verify and interrupt  
\_\_\_\_ Conference Calling

20. What does the end user dial for each of the interexchange carrier services that were checked in services included (above).

*Customers of Applicant's Dial 1 Service and 800 Service have direct access. Customer of Applicant's Travel Card Service access the service by dialing an 800 number. End Users of Applicant's Debit Card Service dial an 800 number displayed on prepaid debit card.*

21. \_\_\_\_\_ Other:

**EXHIBITS:**

- A - CERTIFICATE OF INCORPORATION
- B - CERTIFICATE OF GOOD STANDING FROM FLORIDA DEPARTMENT OF STATE
- C - TARIFF
- D - FINANCIAL STATEMENT\*
- E - RESUMES
- F - CUSTOMER DEPOSITS AND ADVANCE PAYMENTS
- G - INTRASTATE NETWORK  
APPLICANT ACKNOWLEDGEMENT STATEMENT
- H - FLORIDA TELEPHONE EXCHANGES AND EAS ROUTES

\* EarthCall has requested confidential classification for its financial statement. A redacted financial statement is included with this application as Exhibit C.

23090887.W51

**\*\* EXHIBIT A \*\***

**Certificate of Incorporation**

# Secretary of State

Corporations Division

Suite 315, West Tower

2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

DOCKET NUMBER : 951500377  
CONTROL NUMBER : 9514532  
DATE INC/AUTH/FILED: 05/16/1995  
JURISDICTION : GEORGIA  
PRINT DATE : 05/30/1995  
FORM NUMBER : 0211

HUNTON & WILLIAMS  
VIRGINIA L. CRANFORD  
600 PEACHTREE ST NE/ SUITE 4100  
ATLANTA, GA 30308

51678234

## CERTIFICATE OF EXISTENCE

I, **MAX CLELAND**, Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

### EARTHCALL COMMUNICATIONS CORPORATION A DOMESTIC PROFIT CORPORATION

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve; an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



*Max Cleland*  
MAX CLELAND  
SECRETARY OF STATE

3725 1183

**\*\* EXHIBIT B \*\***

**Certificate of Good Standing**

7/10/96

CORPORATE DETAIL RECORD SCREEN

8:34 AM

NUM: F95000002991 ST:GA ACTIVE/FOREIGN PROF FLD: 06/19/1995

FEI#: 58-2174135

NAME : EARTHCALL COMMUNICATIONS CORPORATION

PRINCIPAL: 55 MARIETTA ST., #1760

CHANGED: 04/09/96

ADDRESS #1720

ATLANTA, GA 30303 US

RA NAME : C T CORPORATION SYSTEM

RA ADDR : 1200 SOUTH PINE ISLAND ROAD

PLANTATION, FL 33324 US

ANN REP :

(1996) BN 04/09/96

1. MENU, 3. OFFICERS, 7. LIST, 8. NEXT, 9. PREV

----- THIS IS NOT OFFICIAL RECORD; SEE DOCUMENTS IF QUESTION OR CONFLICT -----  
ENTER SELECTION AND (CR):

ALT-F10 HELP | VT-100 | FDX | 2400 E71 | LOG CLOSED | PRT OFF | CR | CR

# State of Florida



## Department of State

I certify from the records of this office that EARTHCALL COMMUNICATIONS CORPORATION, is a corporation organized under the laws of Georgia, authorized to transact business in the State of Florida, qualified on June 19, 1995.

The document number of this corporation is F95000002991.

I further certify that said corporation has paid all fees and penalties due this office through December 31, 1996, that its most recent annual report was filed on April 9, 1996, and its status is active.

I further certify that said corporation has not filed a Certificate of Withdrawal.

Given under my hand and the  
Great Seal of the State of Florida,  
at Tallahassee, the Capital, this the  
Tenth day of July, 1996



CR2EO22 (1-95)

*Sandra B. Northam*

Sandra B. Northam  
Secretary of State

**\*\* EXHIBIT C \*\***

**Tariff**



**TITLE SHEET****FLORIDA TELECOMMUNICATIONS TARIFF**

This tariff contains the descriptions, regulations, and rates applicable to the furnishing of service and facilities for telecommunications services provided by EarthCall Communications Corporation ("Company" or "Carrier"), with principal offices at 55 Marietta Street, Suite 1720, Atlanta, Georgia 30303. This tariff applies for services furnished within the state of Florida. This tariff is on file with the Florida Public Service Commission ("FPSC"), and copies may be inspected, during normal business hours, at the Company's principal place of business.

Issued: \_\_\_\_\_

EFFECTIVE: \_\_\_\_\_

by:

Benjamin A. Glazer, Chief Executive Officer  
EarthCall Communications Corporation  
55 Marietta Street, Suite 1720  
Atlanta, Georgia 30303

**CHECK SHEET**

The sheets listed below, which are inclusive of this tariff, are effective as of the date shown at the bottom of the respective sheet(s). Original and revised sheets as named below comprise all changes from the original tariff and are currently in effect as of the date of the bottom of this page.

<b><u>SHEET</u></b>	<b><u>REVISION</u></b>
1	Original
2	Original
3	Original
4	Original
5	Original
6	Original
7	Original
8	Original
9	Original
10	Original
11	Original
12	Original
13	Original
14	Original
15	Original
16	Original
17	Original
18	Original

Issued: \_\_\_\_\_

EFFECTIVE: \_\_\_\_\_

by:

Benjamin A. Glazer, Chief Executive Officer  
EarthCall Communications Corporation  
55 Marietta Street, Suite 1720  
Atlanta, Georgia 30303

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Issued: \_\_\_\_\_

EFFECTIVE: \_\_\_\_\_

by:

Benjamin A. Glazer, Chief Executive Officer  
EarthCall Communications Corporation  
55 Marietta Street, Suite 1720  
Atlanta, Georgia 30303

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**SYMBOLS SHEET**

The following are the only symbols used for the purposes indicated below:

- D - Delete Or Discontinue
- I - Change Resulting In An Increase To A Customer's Bill
- M - Moved From Another Tariff Location
- N - New
- R - Change Resulting In A Reduction To A Customer's Bill
- T - Change in Text Or Regulation But No Change In Rate Or Charge

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Issued: \_\_\_\_\_

EFFECTIVE: \_\_\_\_\_

by:

Benjamin A. Glazer, Chief Executive Officer  
EarthCall Communications Corporation  
55 Marietta Street, Suite 1720  
Atlanta, Georgia 30303

**TARIFF FORMAT SHEETS**

A. **Sheet Numbering** -- Sheet numbers appear in the upper right corner of the page. Sheets are numbered sequentially. However, new sheets are occasionally added to the tariff. When a new sheet is added between sheets already in effect, a decimal is added. For example, a new sheet added between sheets 14 and 15 would be 14.1.

B. **Sheet Revision Numbers** -- Revision numbers also appear in the upper right corner of each page. These numbers are used to determine the most current sheet version on file with the FPSC. For example, the 4th revised Sheet 14 cancels the 3rd revised Sheet 14. Because of various suspension periods, deferrals, etc., the FPSC follows in their tariff approval process, the most current sheet number on file with the Commission is not always the tariff page in effect. Consult the Check Sheet for the sheet currently in effect.

C. **Paragraph Numbering Sequence** -- There are nine levels of paragraph coding. Each level of coding is subservient to its next higher level:

- 2.
- 2.1.
- 2.1.1.
- 2.1.1.A.
- 2.1.1.A.1.
- 2.1.1.A.1.(a).
- 2.1.1.A.1.(a).I.
- 2.1.1.A.1.(a).I.(i).
- 2.1.1.A.1.(a).I.(i).(1).

D. **Check Sheets** -- When a tariff filing is made with the FPSC, an updated check sheet accompanies the tariff filing. The check sheet lists the sheets contained in the tariff, with a cross reference to the current revision number. When new pages are added, the check sheet is changed to reflect the revision. All revisions made in a given filing are designated by an asterisk (\*). There will be no other symbols used on this page if these are the only changes made to it (i.e., the format, etc. remains the same, just revised revision levels on some pages). The tariff user should refer to the latest check sheet to find out if a particular sheet is the most current on file with the FPSC.

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Issued: \_\_\_\_\_

EFFECTIVE: \_\_\_\_\_

by:

Benjamin A. Glazer, Chief Executive Officer  
EarthCall Communications Corporation  
55 Marietta Street, Suite 1720  
Atlanta, Georgia 30303

**SECTION 1. - TECHNICAL TERMS AND ABBREVIATIONS**

**Access Line** -- An arrangement which connects the customer's location to an EarthCall Communications Corporation network switching center.

**Authorization Code** -- A numerical code, one or more of which are available to a Customer or End User to enable him/her to access the Carrier, and which are used by the Carrier both to prevent unauthorized access to its facilities and to identify the customer for billing or debiting purposes.

**Company or Carrier** -- EarthCall Communications Corporation.

**Completed Call** -- A call answered on the distance/receiving end.

**Customer** -- With respect to Carrier's Dial 1, 800 and Travel Card Services, the person, firm, corporation or other entity that orders service and is responsible for payment of charges due and compliance with the Company's tariff regulations.

**Day** -- From 8:00 AM up to but not including 5:00 PM local time Sunday through Friday.

**Distributor** -- A party that has contracted with Carrier to purchase debit cards from Carrier on a wholesale basis for distribution to the public on a retail or promotional basis.

**End User** -- The person or entity that uses, causes the use of, or allows the use of the Carrier's communication network and/or services, thereby accepting responsibility for payment of charges and compliance with the Carrier's tariff. The End User may not be directly responsible to Carrier for payment of charges, depending on the service selected. For example, with respect to Carrier's debit card service, the Distributor is responsible for payment of charges to Carrier.

**Evening** -- From 5:00 PM up to but not including 11:00 PM local time Sunday through Friday.

**Excessive Call Attempts** -- During any fifteen-minute period, ten or more attempts to place a call over the Carrier's network from the same access line using an invalid Authorization Code, where the attempts do not result in a Completed Call due to the use of an invalid Authorization Code(s).

**Night/Weekend** -- From 11:00 PM up to but not including 8:00 AM Sunday through Friday, and 8:00 AM Saturday up to but not including 5:00 PM Sunday.

Issued: \_\_\_\_\_

EFFECTIVE: \_\_\_\_\_

by:

Benjamin A. Glazer, Chief Executive Officer  
EarthCall Communications Corporation  
55 Marietta Street, Suite 1720  
Atlanta, Georgia 30303

---

**SECTION 2. - RULES AND REGULATIONS****2.1. Undertaking of EarthCall Communications Corporation.**

EarthCall Communications Corporation services and facilities are furnished for communications originating at specified points within the state of Florida under terms of this Tariff.

EarthCall Communications Corporation installs, operates, and maintains the communications services provided herein in accordance with the terms and conditions set forth under this Tariff. It may act as a Customer's and/or Distributor's agent for ordering access connection facilities provided by other carriers or entities when authorized by Customer or Distributor, to allow connection of Customer's or Distributor's location to the EarthCall Communications Corporation network. The Customer or Distributor shall be responsible for all charges due for such service arrangement.

Carrier's services and facilities are provided on a monthly basis unless ordered on a longer term basis, and are available twenty-four hours per day, seven days per week.

**2.2. Limitations**

2.2.1. Service is offered subject to the availability of facilities and provisions of this Tariff.

2.2.2. EarthCall Communications Corporation reserves the right to discontinue furnishing service, or limit the use of service necessitated by conditions beyond its control; or when a Customer or Distributor is using service in violation of the law or the provisions of this Tariff.

2.2.3. All facilities provided under this Tariff are directly controlled by EarthCall Communications Corporation and the customer may not transfer or assign the use of service or facilities, except with the express written consent of the Company. Such transfer or assignment shall only apply where there is no interruption of the use or location of the service or facilities.

---

Issued: \_\_\_\_\_

EFFECTIVE: \_\_\_\_\_

by:

Benjamin A. Glazer, Chief Executive Officer  
EarthCall Communications Corporation  
55 Marietta Street, Suite 1720  
Atlanta, Georgia 30303

---

**SECTION 2. - RULES AND REGULATIONS (cont'd.)****2.2 Limitations (cont'd.)**

2.2.4. Prior written permission from the Company is required before any assignment or transfer. All regulations and conditions contained in this Tariff shall apply to all such permitted assignees or transferees, as well as all conditions for service.

**2.3. Liabilities of The Company**

2.3.1. EarthCall Communications Corporation's liability for damages arising out of mistakes, interruptions, omissions, delays, errors, or defects in the transmission occurring in the course of furnishing service or facilities, and not caused by the negligence of its employees or its agents, in no event shall exceed an amount equivalent to the proportionate charge to the Customer or Distributor for the period during which the aforementioned faults in transmission occur.

2.3.2. EarthCall Communications Corporation shall be indemnified and held harmless by the Customer or Distributor against:

- (A) Claims for libel, slander, or infringement of copyright arising out of the material, data, information, or other content transmitted over the Company's facilities.
- (B) All other claims arising out of any act or omission of Customer or Distributor in connection with any service or facility provided by EarthCall Communications Corporation.

---

Issued: \_\_\_\_\_

EFFECTIVE: \_\_\_\_\_

by:

Benjamin A. Glazer, Chief Executive Officer  
EarthCall Communications Corporation  
55 Marietta Street, Suite 1720  
Atlanta, Georgia 30303



**SECTION 2. - RULES AND REGULATIONS (cont'd.)****2.4. Interruption of Service**

- 2.4.1. Credit allowance for the interruption of service which is not due to the Company's testing or adjusting, negligence of Customer or Distributor, or to the failure of channels or equipment provided by Customer or Distributor, are subject to the general liability provisions set forth in 2.3.1 herein. It shall be the obligation of Customer, Distributor or End User to notify the Company immediately of any interruption in service for which a credit allowance is desired. Before giving such notice, Customer, Distributor or End User shall ascertain that the trouble is not being caused by any action or omission by him or her, if any, furnished by the customer and connected to the Company's facilities.
- 2.4.2. For purposes of credit computation, every month shall be considered to have 720 hours.
- 2.4.3. No credit shall be allowed for an interruption of a continuous duration of less than two hours.
- 2.4.4. The Customer or Distributor shall be credited for an interruption of two hours or more at the rate of 1/720th of the monthly charge for the facilities affected for each hour or major fraction thereof that the interruption continues.

Credit Formula:

$$\text{Credit} = A/720 \times B$$

"A" - outage time in hours

"B" - total monthly charge for affected facility

Issued: \_\_\_\_\_

EFFECTIVE: \_\_\_\_\_

by:

Benjamin A. Glazer, Chief Executive Officer  
EarthCall Communications Corporation  
55 Marietta Street, Suite 1720  
Atlanta, Georgia 30303

**SECTION 2. - RULES AND REGULATIONS (cont'd.)****2.5. Deposits**

The Company does not require a deposit from the Customer for Dial 1, 800 or Travel Card Service. With respect to Debit Card Service, Distributors pay in advance for the time reflected on the debit cards purchased for distribution. End Users of Carrier's Debit Card Service who obtain one of Carrier's debit cards on other than a promotional basis may prepay the value of minutes charged to the particular debit card at any given time.

**2.6. Advance Payments**

With respect to Customers or Distributors for whom the Company feels an advance payment is necessary, the Company reserves the right to collect an amount not to exceed one (1) month's estimated charges as an advance payment for service. This will be applied against the next month's charges and, if necessary, a new advance payment may be collected for the next month.

**2.7. Taxes**

All state and local taxes (i.e., gross receipts tax, sales tax, municipal utilities tax) are listed as separate line items and are not included in the quoted rates.

**SECTION 3. - DESCRIPTION OF SERVICE****3.1. Timing of Calls****3.1.1. When Billing Charges Begin and Terminate For Phone Calls**

A Customer's, Distributor's or End User's long distance usage charge is based on the actual usage of EarthCall Communications Corporation's network. Usage begins when the called party picks up the receiver (i.e., when two-way communication, often referred to as "conversation time," is possible). The time at which the called party picks up is determined by either hardware answer supervision whereby the local telephone company sends a signal to the switch or the software utilizing audio tone detection. When software answer supervision is employed, up to sixty (60) seconds of ringing is allowed before it is billed as usage of the network. A call is terminated when the calling or called party hangs up.

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by:

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EarthCall Communications Corporation  
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Atlanta, Georgia 30303

**SECTION 3. - DESCRIPTION OF SERVICE (cont'd.)****3.1.2. Billing Increments**

Unless otherwise specified in this tariff, the minimum call duration for billing purposes is one (1) minute for a Completed Call. Calls beyond one (1) minute are billed in one- (1-) minute increments.

**3.1.3. Per Call Billing Charges**

Billing will be rounded up to the nearest penny for each call.

**3.1.4. Uncompleted Calls**

There shall be no charges for uncompleted calls.

**3.2 Billing of Calls**

All charges due to Carrier are payable at any agency duly authorized to receive such payments. Any objection to billed charges should be promptly reported to the Carrier. Adjustments to a Customer's or Distributor's bill or an End User's account shall be made to the extent that records are available and/or circumstances exist that reasonably indicate that such charges are not in accordance with approved rates or that an adjustment may otherwise be appropriate.

**3.3 Payment of Calls****3.3.1 Late Payment Charges**

Interest charges of one and one-half percent (1 1/2%) per month, or the maximum legal rate, may be assessed on all unpaid balances more than thirty (30) days old.

**3.3.2 Return Check Charges**

A return check charge of twenty dollars (\$20.00), or five percent (5%) of the amount of the check, whichever is greater but not to exceed the maximum lawful charge, will be assessed for checks returned for insufficient funds.

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Benjamin A. Glazer, Chief Executive Officer  
EarthCall Communications Corporation  
55 Marietta Street, Suite 1720  
Atlanta, Georgia 30303

**SECTION 3. - DESCRIPTION OF SERVICE (cont'd.)****3.3.3 Restoration of Service**

A reconnection fee of twenty-five dollars (\$25.00) per occurrence is charged when service is re-established for Customers who had been disconnected for nonpayment.

**3.4 Calculation of Distance**

Usage charges for all mileage-sensitive products are based on the airline distance between rate centers associated with the originating and terminating points of the call.

The airline mileage between rate centers is determined by applying the formula below to the vertical and horizontal coordinates associated with the rate centers involved. The Company uses the rate centers that are produced by Bell Communications Research in the NPA-NXX V & H Coordinates Tape and Bell's NECA Tariff No. 4.

FORMULA:

$$\frac{(V1 - V2)^2 + (H1 - H2)^2}{10}$$

EXAMPLE: Distance between Miami and New York City --

	<u>V</u>	<u>H</u>
Miami	8,351	529
New York	<u>4,997</u>	<u>1,406</u>
Difference	3,354	-877

Square and add: 11, 249,316 + 769,129 = 12,018,445

Divide by 10 and round: 12,018,445 / 10 = 1,201,844.50

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EarthCall Communications Corporation  
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Atlanta, Georgia 30303

**SECTION 3. - DESCRIPTION OF SERVICE** (of 11) 845

Take square root and round: 1,201,845 = 1,096.3  
= 1,097 miles

**3.5 Minimum Call Completion Rate**

A Customer, Distributor or End User can expect a call completion rate (number of calls completed / number of calls attempted) of not less than 90% during peak use periods for all FGD services ("1+" dialing).

**3.6 Directory Assistance.** Carrier does not provide local directory assistance. Access to long distance directory assistance is obtained by dialing 0 + 555-1212 for non-local listings within the originating area code and 1 + (area code) + 555-1212 for listings in other area codes. A flat charge of \$0.85 applies for each connected call to directory assistance. Based on a Customer's requirements, a Customer may be offered a discount of 10%, 15%, 20%, 25%, 30%, 35%, 40% or 45% off of these per-minute rates.

**3.7 Service Offerings**

**3.7.1 Message Telecommunications Service.** Pre-subscribed, direct access, long distance inter/intrastate service for business or residential Customers. Customers have a choice of two payment plans: (1) a flat, per-minute rate with a discount during off-peak hours, or (2) a monthly minimum charge with a lower flat, per-minute rate that is the same for all day parts.

**3.7.2 800 Service.** Pre-subscribed, direct access, incoming only, long distance service requiring a dedicated access line that allows the Customer to be billed for calls to his or her premises. Customers have a choice of two payment plans: (1) a flat, per-minute rate with a discount during off-peak hours, or (2) a monthly minimum charge with a lower flat, per-minute rate that is the same for all day parts.

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by:

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EarthCall Communications Corporation  
55 Marietta Street, Suite 1720  
Atlanta, Georgia 30303

**SECTION 3. - DESCRIPTION OF SERVICE (cont'd.)**

- 3.7.3 Travel Service.** Dial-up, long distance service that allows a Customer to gain access to long distance service from any telephone by means of an 800 access number. Charges are billed to Customer's home or business account.
- 3.7.4 Debit Card Service.** Service that allows an End User that has obtained one of Carrier's prepaid debit cards to place long distance telephone calls from any dual-tone multi-frequency telephone. The service is accessed by dialing a toll-free number identified on the debit card. An End User's account is credited with the amount of calling charged on the debit card, and is debited as the End User places calls using the debit card, until the account balance is depleted.

Subscribers are informed of the amount of calling time remaining on the card when accessing Carrier's network using a debit card, and are reminded to replenish the account prior to its depletion at two (2) minutes and again at one (1) minute prior to depletion. End Users may immediately replenish the account at any time by contacting the Carrier's customer service number, which is identified on the card and supplying a valid credit card number. If the account is not replenished, access to the Carrier's network is blocked.

The Debit Card Service is designed for those who frequently travel, frequently make calls from other than their presubscribed location, or those who have no presubscribed telephone service. Carrier's debit cards are sold primarily through Distributors on a wholesale basis, who distribute the cards on either a retail or promotional basis.

**SECTION 4. - RATES****4.1 Dial 1 Service**

Customers of EarthCall's Dial 1 Service may choose from two rate plans:

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EarthCall Communications Corporation  
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Atlanta, Georgia 30303

**PLAN 1: Flat Per-Minute Rate**

Under Plan 1, Customers are charged a flat rate of \$.27 per minute for both intraLATA interexchange and interLATA Dial 1 calls within the State of Georgia during the Day rate period. The rate drops to \$.25 per minute during the Evening and Night/Weekend day parts. Based on a Customer's requirements, a Customer may be offered a discount of up to sixty percent (60%) off of the per-minute rates.

**PLAN 2: Minimum Monthly Fee Plus Lower Flat Per-Minute Rate**

Under Plan 2, Customers are charged a monthly fee of \$10.00, plus a flat rate of \$.20 per minute for all intraLATA interexchange and interLATA Dial 1 calls within the State of Georgia for all rate periods. Based on a Customer's requirements, a Customer may be offered a discount of up to seventy percent (70%) off of the minimum monthly charge and/or the per-minute rate.

**4.2 Inbound 800 Number Service**

Customers of EarthCall's Inbound 800 Number Service may choose from two rate options:

**OPTION 1: Flat Per-Minute Rate**

Under Option 1, Customers are charged a flat rate of \$.27 per minute for both intraLATA interexchange and interLATA Inbound 800 calls within the State of Georgia during the Day rate period. The rate drops to \$.25 per minute during the Evening and Night/Weekend day parts. Based on a Customer's requirements, a Customer may be offered a discount of up to sixty percent (60%) off of these per-minute rates.

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**SECTION 4. - RATES (cont'd.)****OPTION 2: Minimum Monthly Fee Plus Lower Flat Per-Minute Rate**

Under Option 2, Customers are charged a minimum monthly fee of \$15.00, plus a flat rate of \$.20 per minute for all intraLATA interexchange and interLATA Inbound 800 calls within the State of Georgia for all rate periods. Based on a Customer's requirements, a Customer may be offered a discount of up to sixty percent (60%) off of the minimum monthly charge and/or the per-minute rate.

**4.3 Travel Card Service**

Carrier charges a flat rate of \$1.00 per minute for both intraLATA toll and interLATA Travel Card Service calls within the State of Georgia for all rate periods. There is no surcharge for calls made using Carrier's Travel Card Service. Based on a Customer's requirements, a Customer may be offered a discount of up to sixty percent (60%) off of the minimum monthly charge and/or the per-minute rate.

**4.5 Debit Card Service**

Carrier's rates for Debit Card Service reflect the retail rate, which is the rate that an End User (who obtains a debit card on other than a promotional basis) pays in advance for one (1) minute of calling within the State of Georgia. All calls are rated in one- (1-) minute increments. The rates below apply both to intraLATA interexchange and interLATA debit card calls within the State of Georgia for all rate periods. Carrier debits the value of usage from the End User's debit card until the card value is exhausted.

Distributors of Carrier's Debit Card Service select a retail rate from the following tables, and Carrier enters the selected rate into its rate tables. Recharge minutes are rated at the same, or a lower, rate as the minutes initially charged on a particular debit card.

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EarthCall Communications Corporation  
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Atlanta, Georgia 30303



**SECTION 4. - RATES (cont'd.)**

<b><u>Retail Rate Schedule</u></b>	<b><u>Rate Per Minute of Use</u></b>
A	\$0.100
B	\$0.125
C	\$0.150
D	\$0.175
E	\$0.200
F	\$0.225
G	\$0.250
H	\$0.275
I	\$0.300
J	\$0.325
K	\$0.350
L	\$0.400
M	\$0.425
N	\$0.450
O	\$0.475
P	\$0.500
Q	\$0.525
R	\$0.550
S	\$0.575
T	\$0.600
U	\$0.700
V	\$0.80

**4.6 Special Contractual Offerings**

Carrier may, from time to time, negotiate with Customers (or prospective customers) or Distributors (or prospective distributors) for the provision of any competitive telecommunications service and may offer or agree to provide such service on such terms and for such rates and charges as it deems reasonable. Special contracts will be filed with the Commission prior to implementation.

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by:

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EarthCall Communications Corporation  
55 Marietta Street, Suite 1720  
Atlanta, Georgia 30303

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**SECTION 4. - RATES (cont'd.)**

**4.7 Special Promotions**

Carrier may, from time to time, waive or vary the rates and charges associated with certain services for promotional, market research or other similar business purposes. In no case, shall the varying rates and charges exceed the rates and charges listed in the tariff for the same services. The terms and conditions of all such promotions will be submitted to the Commission prior to implementation.

23150481.W51

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EFFECTIVE: \_\_\_\_\_

by:

Benjamin A. Glazer, Chief Executive Officer  
EarthCall Communications Corporation  
55 Marietta Street, Suite 1720  
Atlanta, Georgia 30303

**\*\* EXHIBIT D \*\***

**Financial Statement**

**UNAUDITED - FOR INTERNAL USE ONLY**  
EARTHCALL COMMUNICATIONS CORP (002)  
INCOME STATEMENT  
FOR THE 8 PERIODS ENDED AUGUST 31, 1996

+--- PERIOD TO DATE ---+ +----- YEAR TO DATE ----+  
ACTUAL PERCENT ACTUAL PERCENT

**CONFIDENTIAL**

REVENUE

TOTAL REVENUE

EXPENSES:

**CONFIDENTIAL FINANCIAL  
INFORMATION REDACTED**

TOTAL OPERATIONS

TOTAL CREATIVE

TOTAL FULFILLMENT

**CONFIDENTIAL**

**EARTHCALL COMMUNICATIONS CORP (002)  
INCOME STATEMENT  
FOR THE 8 PERIODS ENDED AUGUST 31, 1996**

**+--- PERIOD TO DATE --- +----- YEAR TO DATE ----+  
ACTUAL PERCENT ACTUAL PERCENT**

**TOTAL CUSTOMER SERVICE**

**CONFIDENTIAL FINANCIAL  
INFORMATION REDACTED**

**TOTAL GENERAL & ADMINISTRATION**

**TOTAL EXPENSES**

**NET INCOME FROM OPERATIONS**

**CONFIDENTIAL**

**EARTHCALL COMMUNICATIONS CORP (002)  
INCOME STATEMENT  
FOR THE 8 PERIODS ENDED AUGUST 31, 1996**

**+--- PERIOD TO DATE ---+ +----- YEAR TO DATE ----+  
ACTUAL PERCENT ACTUAL PERCENT**

**PRETAXED PROFIT (LOSS)**

**NET INCOME (LOSS)**

**CONFIDENTIAL FINANCIAL  
INFORMATION REDACTED**

**CONFIDENTIAL**

**EARTHCALL COMMUNICATIONS CORP (002)  
BALANCE SHEET  
AUGUST 31, 1996**

**ASSETS**

**CURRENT ASSETS**

**FIXED ASSETS**

**OTHER ASSETS**

**TOTAL OTHER ASSETS**

**TOTAL ASSETS**

**CONFIDENTIAL FINANCIAL  
INFORMATION REDACTED**

EARTHCALL COMMUNICATIONS CORP (002)  
BALANCE SHEET  
AUGUST 31, 1996

**CONFIDENTIAL**

LIABILITIES AND EQUITY

CURRENT LIABILITIES

TOTAL CURRENT LIABILITIES

TOTAL LIABILITIES

EQUITY

TOTAL EQUITY

TOTAL LIABILITIES AND EQUITY

**CONFIDENTIAL FINANCIAL  
INFORMATION REDACTED**



**\*\* EXHIBIT E \*\***

**Resumes**

**KEY PERSONNAL**

**EarthCall Communications Corporation**

**Benjamin A. Glazer**  
**JoAnn Brooks Seriff**  
**Patrick Chkoreff**  
**Michael W. Chamblee**

**Gary K. Crowe**

**Chief Executive Officer**  
**System Programmer**  
**System Programmer**  
**Manager of Technology and**  
**Hardware Applications**  
**Manager of Switch Operations**

**Benjamin A. Glazer**  
2997 Clary Hill Ct.  
Roswell, GA 30075  
(770) 998-8890

## OBJECTIVE

A Management position utilizing my skills in Business and Financial Management, Planning and Organizational Development, and Administrative Operations.

## QUALIFICATIONS

Qualified by 23 years professional experience in:

- Financial Management/Planning
- Budgeting/Cash Flows
- Contract Administration
- MIS/Computer Systems
- Facilities Management
- Multi-Branch Operations
- Administrative Operations
- Treasury/Cash Management
- Organizational Planning
- Credit and Collections
- Purchasing/Inventory Management
- Personnel Management

## EXPERIENCE

### President

Oceansweet, Inc.; Atlanta, GA 1993 - 1995  
Purchased vending territories from Curtis Company and established new vending company operating in Florida, Maryland, Delaware and Washington, D.C. Restructured and computerized operations, increased sales and sold the territories at a profit.

### Vice President, Operations & Finance

Curtis Candy Company; Atlanta, GA 1992 - 1998  
Originally retained as an independent consultant, was hired full time within two months with full responsibility of the financial and administrative operations for this candy distribution and vending company.

### Vice President, Administration & Finance

Score Productions; Atlanta, GA 1987 - 1991  
Responsible for all financial and administrative operations for this multi-faceted entertainment marketing, premium and advertising company.

### Vice President and Controller

Metromedia Broadcasting/Metromedia Producers Corporation; Los Angeles, CA 1973 - 1986  
Held several financial positions within various operating divisions of this broadcast production and distribution company, advancing from branch Business Manager to divisional VP-Controller. Responsibilities included budgeting, cash management, commercial credit, A/R, A/P, GL, payroll, human resource functions, facilities management and the supervision of a twenty person accounting department.

## EDUCATION

B.B.A., Eastern Michigan University, Ypsilanti, MI  
Major: Business Management

## JoANN BROOKS SERIFF

1707 Little Brook Dr. SW, Conyers, GA 30208 (404) 918-0081

Objective: Application Developer

### Experience Highlights:

- PC System Design, Network and User Support
- Design specialist and testing coordinator of on-line systems for employe records system with over 140,000 employees
- Quality Assurance Data Processing in Defense / Aerospace
- Vendor Quality Analysis; Mil-Spec exposure
- Document Control of Engineering Specifications
- Statistical Process Control; Cost of Quality Reporting

Hardware: IBM 3090, IBM 4331, IBM PS/2, IBM PC/AT, Wang

Languages/Operating Systems: COBOL, Assembler, Easytrieve, Natural, FilePro, Complete, RPG, Fortran, dBASE, Lotus, TSO, CICS, IMS, MS-DOS, OS/CL, DOS/ICCF

Programmer/Analyst, Special Projects/Technical - Dominion Engineered Textiles, Thomaston, GA 7/91 - present. Design, code and support network dBASE systems to include Manufacturing Orders, Manufacturing Specifications, Inventory Tracking Tickets and Lab Certifications. Provide programming and PC support and user training.

Technical Lead/Programmer Analyst - Boeing Aircraft Co. / Boeing Computer Services, Seattle, WA 9/89 - 2/91. Supervise four programmer/analysts. Provide technical support for on-line employe records system. Includes scheduling, code reviews, verification of testing, group project coordination and aiding analysts in design and code analysis.

Sr. Quality Programmer/Analyst - Hughes Aircraft (Missile Systems Group) LaGrange, GA 12/85 - 6/89. Supervised 3 programmers and 2 data entry persons. Designed and helped code and support five IBM PC/AT systems to capture and report production data in a new missile guidance systems facility. Produced trend analysis and Statistical Process Control Charts to aid in Team Certification. Developed a PC system and trained 200 people in use of a data tracking form and failure analysis data accumulation.

Senior Programmer/Analyst - American Family Life Assurance, Columbus GA 3/85 - 12/85. Designed and coded specialty products and management reports. Involved in system conversion to upgrade to an integrated insurance package. Designed and implemented an on-line correspondence system to replace the company's manual system.

Programmer/Analyst - Strategic Data Systems, Columbia, SC 10/83 - 11/84. Development, testing and installation of software for insurance systems. Analysis of project requirements, on-line and batch coding, cycle execution, coding and testing of rating procedures.

Technical Assistant - Policy Management Systems, Columbia, SC 6/80 - 10/83. Testing and coding enhancements; development of new software products, advanced use of TSO, CICS and DOS/ICCF. Received the "Outstanding Achievement Award" for the effective integration of DOS into the Quality Assurance Department.

Education: Associate of Business Degree, Computer Programming, Greenville Technical College, Greenville, SC; 1981.

Patrick Chkoreff  
830 Meville Drive  
Adams, Georgia 30309  
404/431-1124 (W) 404/874-3776 (H)

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### TECHNICAL SKILLS

UNIX, DOS, and Macintosh programming, using C++, C, Informix, Oracle, Pascal, Fortran, Prolog, and Lisp.

### PROFESSIONAL EMPLOYMENT

October 1993  
to present

**BROCK CONTROL SYSTEMS.** Completed extensive enhancements to Procter & Gamble's Consumer Response System, a crucial database application that handles over 10,000 calls per day. Also did enhancements for Mercedes-Benz and Vicwlogic. Worked with Informix, Oracle, UNIX, and DOS.

January 1991  
to September 1993

**AMERICAN HOUSING FOUNDATION.** Developed a complete billing and receivable system for the nursing home industry. The system is in use at four facilities in Denver, Colorado. It is built on a 4D database system and runs on Macintosh computers.

July 1985  
to November 1990

**HEWLETT-PACKARD, ELECTRONIC DESIGN DIVISION.** Technical lead in the development of a timing and capacitance analysis system for application-specific integrated circuit designs. HP has acquired a patent on my algorithm. Created components for the corporate C++ code library, including a widely used generic hash table class with no reported defects. Wrote translators in C for exchanging data between electronic design systems.

June 1982  
to April 1984

**GEORGIA TECH ENGINEERING EXPERIMENT STATION.** Developed Fortran programs for the far-field simulation of phased-array and dipole antennas. Wrote software to position and collect measurements from antennas on a test range using HP-IB protocol. Developed a generic software package for bicubic spline interpolation, which was very useful for modeling antenna surfaces in 3 dimensions. Developed a package that automatically creates screen-oriented user interfaces from simple specifications.

### EDUCATION

1980-1985

Georgia Institute of Technology, B.S., Computer Science. GPA 3.4.

**Michael Wayne Chamblee**  
4951 Thornhill Drive  
Acworth, Georgia 30101

HOME: 770-917-8345  
OFFICE: 770-432-6800  
PAGE: 770-348-8292

**OBJECTIVE:** A challenging position in Telecommunications utilizing practical experience and creative talents.

**TECHNICAL SKILLS:** CA-7; CA-11; CA-DISPATCH; COBOL85; IBM Utilities; FUP; GUARDIAN; ISPF/SPFPC;  
IXF; JCL; JES2; LOTUS 123; MVS/XA; MSX; MS/DOS; PARADOX; MICROSOFT OFFICE; SAR; SAS; SDSF;  
SQLCI; SQLCOBOL; TSO; TLMS; WINDOWS NT; MICRO-SOFT SQL SERVER; TRANSACT SQL;  
POWERBUILDER 4.0; CLARION(DOS); ;DIGISOFT 3.4 (Telescript)

**EXPERIENCE:**

Overlook Communications International Inc., Atlanta, Georgia  
Database Administrator - Call Center

9/94 -present

- Conversion and maintenance of applications to Microsoft SQL SERVER from CLARION(DOS)
- Programming Call Center applications in DIGISOFT(Telescript) including operations and reporting.
- Databases: Call Center; Telephony applications. FOXPRO(DOS)SQL Server
- Application responsibilities: A/R, Customer Service; Call Center.

Electronic Data Systems, Atlanta, Georgia.

8/90 - 9/94

Systems Engineer Librarian - Operator Services Division

- Primary responsibility: batch billing/reporting. Production OBEY files; COBOL 85 on Tandem Cyclone;  
FUP; GUARDIAN; IXF; SQL Tables; PARADOX scripts.
- Billing tape creation/transmission.
- Streamlined prior procedures: Cost/Overhead reductions.
- Special Projects: BBS/LAN project. Cost savings analysis; Hardware/Software analysis;  
Training for Customers and Staff.

Brandon Systems Corporation(SYSTEMP), Atlanta, Georgia

7/88 - 5/90

Senior Operations Analyst - Consultant

- Performed scheduling functions: CA-7; JCL; JCL PROC updates using CA-11.
- CICS/AFCS on-line file control. and back-up Help Desk functions.
- Batch production completion as necessary to meet deadlines.

Nations Bank(C&S National Bank), Atlanta, Georgia.

3/82 - 5/88

Senior Controller - Computer Center

- Responsible for ABENDS; JCL errors; restarts/reruns of batch systems in a large production environment
- Monitoring IBM 3090, 3081, 4381, 3033 mainframes linked with MSX IPL/IML
- VTAM/NCP problem research and resolution.

Financial Database Analyst - Accounting Systems

- Technical Liaison for General Ledger and Systems Development departments.
- Systems administrator for all GL applications on CICS including security.
- Conversion from MSA Forecasting and Modeling System to System W F&M.
- Training for Ledger/Comptrollers/Accounting departments: ISPF Basics.
- Office automation and special assignments: SAS

Production Controller - Computer Center

- Restarts, reruns of Daily/Weekly/Monthly batch applications.
- Assisting Systems Development in software testing and parallel processing:  
JCL; CA-7; CA-11; JCL PROCs; VSAM; ISAM.

**Michael Wayne Chamblee**  
**4951 Thornhill Drive**  
**Acworth, Georgia 30101**

**HOME: 770-917-8345**  
**OFFICE: 770-432-6800**  
**PAGE: 770-348-8292**

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**EDUCATION and TRAINING:**

Massey Business Institute, Atlanta, GA. 1982.

Technical Certification - Computer Programming and Business Systems:  
Structured COBOL(IBM); RPGII; BASIC; Flowcharting.

Kennesaw State College, Kennesaw, GA

C++ for Technical Understanding - 1993

Powerbuilder 5.0 -The Basics - 1995.

CBT Courses(Nations Bank) - 1983: MVS/XA Operations; JCL; SAS.

SAS Institute, Rockville, MD. - 1986: SAS Report Writing

Micro-Center, Marietta, GA. 1992: PARADOX Basics.

**PERSONAL:** Free-lance cartoonist, home gardening, woodworking, charity work, nature lover.

**REFERENCES:** Furnished upon request.

**GARY K. CROWE**  
**430 WISCASSET CIRCLE**  
**DALLAS, GEORGIA 30132**  
**(770) 443-1747**

**JOB HISTORY:**  
**1993 - 1996**

TeleData International Inc - Operations Manager For a robust Telecommunications Solutions company. My department is responsible for the installation operation and maintenance of over 50 Earth stations across more than 4 continents. Several prepaid calling card systems, 1+, Operator service, Subscriber 800 service and many other solutions utilizing state of the art Equipment such as Satellite Modems, Voice compression equipment, X.25 Pads, T1 Muxes, Harris 20/20 Switches, OS/2, DOS, Windows 3.1, NT, & 95, Voice Processing Platforms, Ethernet and TCP/IP Lans, and Tandem mainframe computer.

**1990 - 1993**

EDS - Install Service and Maintained Carlton Stromberge and Harris 20/20 Switches. Developed Hardware and Software in cooperation with Harris Digital Telephone Systems for Operator Service platforms. Developed and installed Software patches as necessary for maintaining the 5-node 20/20 network.

**1987-1990**

National Telephone Services - Lead Tech. responsible for the Atlanta Node of a 10 node IDNX network. Operation and Maintenance of 5 Novell Networks, 3-20/20 Switches, I was a technical resource for the Nationwide Network

**1981 - 1987**

Harris Data Communications Division - Field Engineer installed and maintained and repaired computer systems across the southeast.

**EDUCATION:**  
**1989**

**ADVANCED NET COURSE** - Maintenance for the IDNX Series.

**1988**

**NETWORK EQUIPMENT TECHNOLOGIES** - IDNX configuration and installation course. Introduction to the NET Voice/Data multiplexer.

**1986**

**HARRIS 20/20 SCHOOL** - Full Certification, Hardware and Software.

**1985**

**HARRIS CORPORATE SOPHANET SCHOOL** - A sophisticated Protocol Converter allowing communication between many various terminals and protocols.

**1984**

**IBM 3270 EMULATORS TRAINING**

**1981**

**INTERACTIVE PRODUCTS TRAINING** - Harris 8000, Centronics 700 and 500 Series printers, IBM 2260 and 3270 Emulators.

**1980 - 1981**

**CONTROL DATA INSTITUTE** - Graduated top ten percent.

**1977 - 1979**

**UNIVERSITY OF GEORGIA** - Two year course majoring in psychology.



**\*\* EXHIBIT F \*\***

**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 responded to 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 from the consumers.
- ( )        The applicant will file with the Commission and maintain a surety bond in an amount equal to the current balance of deposits and advance payments in excess of one month. (Bond must accompany application.)

**UTILITY OFFICIAL:**

*Benjamin A. Glazer*  
Signature

10/30/96  
Date

Mr. Benjamin A. Glazer

Chief Executive Officer  
Title

(404) 523-5422  
Telephone No.

**\*\* EXHIBIT G \*\***

**INTRASTATE NETWORK**

*Applicant's Dial 1, 800 and Travel Card Services will be provided by reselling calls routed over switching and transmission facilities owned by the underlying carrier, MCI. Applicant does not own or lease any switches in Florida, but does own and operate a self-programmable switch located in Atlanta, Georgia, and used in Applicant's Debit Card Service.*

1. **POP:** Addresses where located, and indicate if owned or leased.

*Applicant will use various POPs of its underlying carrier, MCI, for all of Applicant's services.*

- |    |    |
|----|----|
| 1) | 2) |
| 3) | 4) |

2. **SWITCHES:** Address where located, by type of switch, and indicate if owned or leased.

- |    |   |    |
|----|---|----|
| 1) | <i>Applicant owns and operates an Excel 2000 switch for use in Applicant's Debit Card Service. The switch is located in Atlanta at Applicant's base of operation.</i> | 2) |
| 3) |   | 4) |

3. **TRANSMISSION FACILITIES:** Pop-to-Pop facilities by type of facilities (microwave, fiber, copper, satellite, etc.) and indicate if owned or leased.

*Applicant will lease the facilities required to provide each of its services, except for the debit card switch discussed above.*

POP-to-POP

TYPE

OWNERSHIP

1)

2)

4. **ORIGINATING SERVICE:** Please provide the list of exchanges where you are proposing to provide originating service within thirty (30) days after the effective date of the certificate (Appendix H).

*Access is available from all exchanges in Appendix H.*

5. **TRAFFIC RESTRICTIONS:** Please explain how the applicant will comply with the EAEA requirements contained in Commission Rule 25-24.472(4)(a) (copy enclosed).

*N/A (See above)*

6. **CURRENT FLORIDA INTRASTATE SERVICES:** Applicant has ( ) or has not (x) previously provided intrastate telecommunications in Florida. If the answer is has, fully describe the following:

\*\* *Applicant has distributed prepaid debit cards that may have been used to complete calls within Florida.*

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

*N/A*

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

*N/A*

UTILITY OFFICIAL:

*Benjamin A. Glazer*  
Signature

*10/30/96*  
Date

Mr. Benjamin A. Glazer

Chief Executive Officer (404) 543-5422  
Title Telephone No.

**\*\* APPLICANT ACKNOWLEDGEMENT 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:** A non-refundable application fee of \$250.00 must be submitted with the application.
5. **RECEIPT AND UNDERSTANDING OF RULES:** I acknowledge receipt and understanding of the Florida Public Service Commission's Rules and Orders relating to my provision of interexchange telephone service in Florida. I also understand that it is my responsibility to comply with all current and future Commission requirements regarding AAV service.
6. **ACCURACY OF APPLICATION:** By my signature below, I the undersigned owner or officer of the named utility in the application, attest to the accuracy of the information contained in this application and associated exhibits. I have read the foregoing and declare that to the best of my knowledge and belief, the information is a true and correct statement. 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.

**UTILITY OFFICIAL:**

*Benjamin A. Glazer*  
Signature

10/30/96  
Date

**Mr. Benjamin A. Glazer**

**Chief Executive Officer**  
Title

**(404) 543-5422**  
Telephone No.

**\*\* EXHIBIT H \*\***

**FLORIDA TELEPHONE EXCHANGES**

**AND**

**EAS ROUTES**

Describe the service area in which you hold yourself out to provide service by telephone company exchange. If all services listed in your tariff are not offered at all locations, so indicate.

Applicant intends to offer service at all locations listed below.

**\*\* FLORIDA EAS FOR MAJOR EXCHANGES \*\***

<u>Extended Service Area</u>	<u>with</u>	<u>These Exchanges</u>
PENSACOLA:		Cantonment, Gulf Breeze Pace, Milton Holley-Navarre.
PANAMA CITY:		Lynn Haven, Panama City Beach, Youngstown-Fountain and Tyndall AFB.
TALLAHASSEE:		Crawfordville, Havana, Monticello, Panacea, Sopchoppy and St. Marks.
JACKSONVILLE:		Baldwin, Ft. George, Jacksonville Beach, Callahan, Maxville, Middleburg Orange Park, Ponte Vedra and Julington.
GAINESVILLE:		Alachua, Archer, Brooker, Hawthorne, High Springs, Melrose, Micanopy, Newberry and Waldo.
OCALA:		Belleview, Citra, Dunnellon, Forest Lady Lake (B21), McIntosh, Oklawaha, Orange Springs, Salt Springs and Silver Springs Shores.
DAYTONA BEACH:		New Smyrna Beach.
TAMPA:		Central None East Plant City

**\*\* FLORIDA EAS MAJOR EXCHANGES CONTINUED \*\***

	North Zephyrhills South Palmetto West Clearwater
<b>CLEARWATER:</b>	St. Petersburg, Tampa-West and Tarpon Springs.
<b>ST. PETERSBURG:</b>	Clearwater.
<b>LAKELAND:</b>	Bartow, Mulberry, Plant City, Polk City and Winter Haven.
<b>ORLANDO:</b>	Apopka, East Orange, Lake Buena Vista, Oviedo, Windermere, Winter Garden, Winter Park, Montverde, Reedy Creek, and Oviedo-Winter Springs.
<b>WINTER PARK:</b>	Apopka, East Orange, Lake Buena Vista, Orlando, Oviedo, Sanford, Windermere, Winter Garden, Oviedo-Winter Springs, Reedy Creek, Geneva and Montverde.
<b>TITUSVILLE:</b>	Cocoa and Cocoa Beach.
<b>COCOA:</b>	Cocoa Beach, Eau Gallie, Melbourne and Titusville.
<b>MELBOURNE:</b>	Cocoa, Cocoa Beach, Eau Gallie and Sebastian.
<b>SARASOTA:</b>	Bradenton, Myakka and Venice.
<b>FT. MYERS:</b>	Cape Coral, Ft. Myers Beach, North Cape Coral, North Ft. Myers, Pine Island, Lehigh Acres and Sanibel-Captiva Islands.
<b>NAPLES:</b>	Marco Island and North Naples.
<b>WEST PALM BEACH:</b>	Boynton Beach and Jupiter.
<b>POMPANO BEACH:</b>	Boca Raton, Coral Springs, Deerfield Beach and Ft. Lauderdale.

**\*\* FLORIDA EAS MAJOR EXCHANGES CONTINUED \*\***

**FT. LAUDERDALE:**

**Coral Springs, Deerfield  
Beach, Hollywood and Pompano  
Beach.**

**HOLLYWOOD:**

**Ft. Lauderdale and North Dade.**

**NORTH DADE:**

**Hollywood, Miami and Perrine.**

**MIAMI:**

**Homestead, North Dade and  
Perrine.**

23150484.151

EARTHCALL COMMUNICATIONS CORP.  
55 MARIETTA ST.  
STE. 1760  
ATLANTA, GA 30303

001729

VENDOR NO.

CHECK NO.

INVOICE NO.	VOUCHER NO.	INVOICE DATE	PURCHASE ORDER NUMBER	GROSS	DISC.	NET
TAR0ct1		10 30 96				\$250.00
FLORIDA PUBLIC SERVICE COMMISSION FLORIDA RESALE APPLICATION FEE						

EARTHCALL COMMUNICATIONS CORP.  
55 MARIETTA ST.  
STE. 1760  
ATLANTA, GA 30303

CONTROL NO. 001729

NO.

DATE
Oct 30-96

Two-hundred Fifty dollars & 00/00s

AMOUNT OF CHECK
\$250.00

PAY TO THE ORDER OF FLORIDA PUBLIC SERVICE COMMISSION

**NationsBank**  
NationsBank of Georgia, NA  
Atlanta, GA.

64-5  
610

DISBURSEMENT ACCOUNT

*Benjamin A. Glazer*



Sixteenth Floor  
191 Peachtree Street, N.E.  
Atlanta, Georgia 30303  
404 572-6800  
Facsimile 404 572-6999

PLEASE RESPOND: Washington Address

Sixth Floor  
1001 Pennsylvania Avenue, NW  
Washington, D.C. 20004  
202 347-0066  
Facsimile 202 624-7222

Direct Dial: (202) 624-7283  
E-mail: lkrevetz%epgfm@mcimail.com

DEPOSIT TREAS. REC

October 31, 1996

D395 NOV 01 '96

**By Federal Express**

Clerk, Division of Records and Reporting  
Florida Public Service Commission  
Capital Circle Office Center  
2540 Shumard Oak Boulevard  
Tallahassee, Florida 32399-0850

Re: Application of EarthCall Communications Corporation for Authority to Provide Interexchange Telecommunications Service Within the State of Florida

Dear Sir or Madam:

Enclosed please find an original and six (6) copies of EarthCall Communications Corporation's Application for Authority to Provide Interexchange Telecommunications Service Within the State of Florida and a check in the amount of \$250.00 to cover the filing fee.

Please note that, pursuant to Florida Public Service Commission Rule 25-22.006, EarthCall has requested **CONFIDENTIAL CLASSIFICATION** for the financial statement submitted as Exhibit D to the application. All copies of the application submitted herewith (including the original) contain a redacted/public version of Exhibit D. A copy of EarthCall's request to the Division of Records and Reporting also is enclosed.

Also enclosed are a copy of the application marked "stamp and return" and a self-addressed, stamped envelope. We would greatly appreciate receiving a date-stamped copy of the application by return mail.

Please do not hesitate to contact me if you have any questions regarding this matter.

Very truly yours,

**EARTHCALL COMMUNICATIONS CORP.**  
55 MARIETTA ST.  
STE. 1760  
ATLANTA, GA 30303

CONTROL NO. 001729

NO.

DATE
Oct 30-96

Two-hundred Fifty dollars & 00/00s

AMOUNT OF CHECK
\$250.00

PAY TO THE ORDER OF **FLORIDA PUBLIC SERVICE COMMISSION**

**NationsBank**  
NationsBank of Georgia, NA  
Atlanta, GA.

64-5  
610

DISBURSEMENT ACCOUNT

*Benjamin A. Glazer*

DOCUMENT NUMBER-DATE  
11701 NOV -1 96  
FPSC-RECORDS/REPORTING

ATTORNEYS AT LAW

Sixteenth Floor  
191 Peachtree Street, N.E.  
Atlanta, Georgia 30303  
404 572-6800  
Facsimile 404 572-6999

PLEASE RESPOND: Washington Address

Sixth Floor  
1001 Pennsylvania Avenue, N.W.  
Washington, D.C. 20004  
202 347-0066  
Facsimile 202 624-7222

Direct Dial: (202) 624-7283  
E-mail: lkraetz%pgfm@mcimail.com

DEPOSIT TREAS. REC

October 31, 1996

D395 NOV 01 '96

**By Federal Express**

Clerk, Division of Records and Reporting  
Florida Public Service Commission  
Capital Circle Office Center  
2540 Shumard Oak Boulevard  
Tallahassee, Florida 32399-0850

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Dear Sir or Madam:

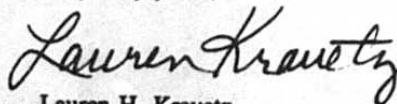
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Please do not hesitate to contact me if you have any questions regarding this matter.

Very truly yours,



Lauren H. Kravetz

For POWELL, GOLDSTEIN, FRAZER & MURPHY

Enclosures

cc: Benjamin A. Glazer  
231.50499.W51