

65  
TRAVELERS TELECOM CORP

309 Fries Mill Road Sewell, NJ 08080 Call 609-256-9000 Fax 609-256-9009

December 15, 1996

FL Public Service Commission  
2540 Shumard Oak Blvd.  
Tallahassee, Florida 32399-0850

Attn.: Sonja Jones

Dear Sonja,

Enclosed for your review and consideration is our request for ALEC status in the state of Florida.

Travelers Telecom Corp. is a new entity owned by Karl Albrecht, owner and operator of National Electric and Telephone Inc. and Russell Bell, CEO of Travelers Cable. Because Telecom has little financial history, the data pertains to NET and Travelers Cable, the stockholders' other businesses.

Both Karl and Russell have had extensive managerial and technical experience in their respective operations. This is outlined in Attachment "B".

Per our conversation, I'm sending 6 applications but just one set of financials.

If you have any questions concerning the application or need further information, you can contact me at 813-391-3397 or call the office, 1-800-800-2811.

Sincerely,

*LaVera Blanco*

LaVera Blanco  
Controller

DOCUMENT NUMBER - DATE

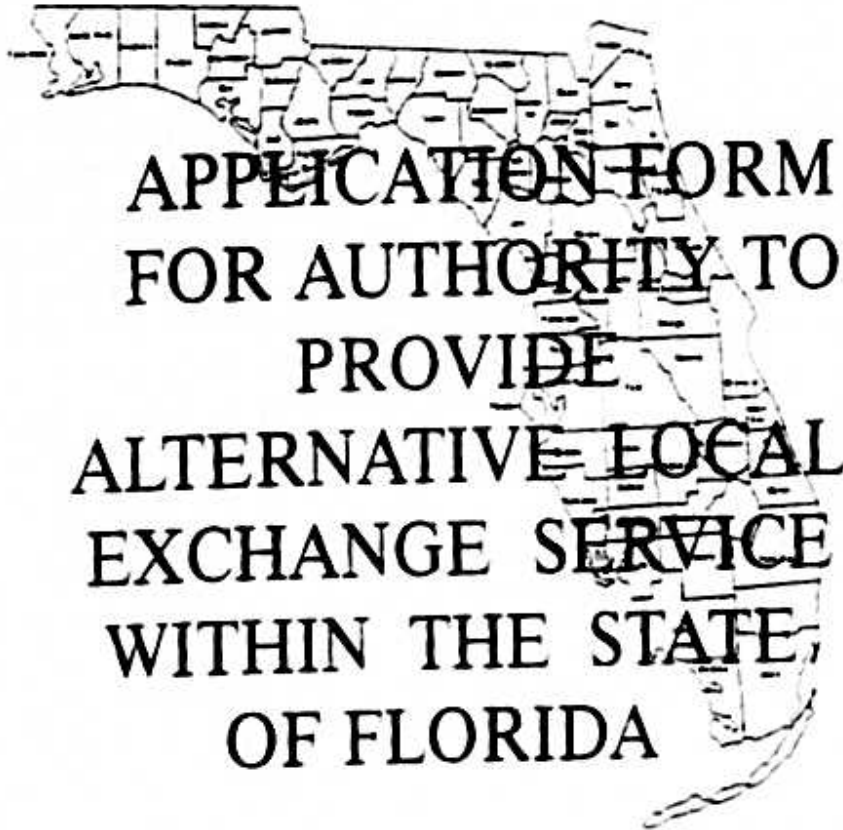
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FPSC-RECORDS/REPORTING

RECEIVED  
FLORIDA PUBLIC SERVICE  
COMMISSION

DEC 18 PM 3:10

AUDITING &  
FINANCIAL ANALYSIS DIV



**APPLICATION FORM  
FOR AUTHORITY TO  
PROVIDE  
ALTERNATIVE LOCAL  
EXCHANGE SERVICE  
WITHIN THE STATE  
OF FLORIDA**

DOCUMENT NO. 12-1042

ISSUED BY: T&E

FISCAL RECORDS/REPORTING

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

(X) Original authority (new company)

( ) Approval of transfer (to another certificated company)

Example, a certificated company purchases an existing company and desires to retain the original certificate authority.

( ) Approval of assignment of existing certificate (to a noncertificated company)

Example, a non-certificated company purchases an existing company and desires to retain the certificate of authority rather than apply for a new certificate.

( ) Approval for transfer of control (to another certificated company)

Example, a company purchases 51% of a certificated company. The Commission must approve the new controlling entity.

2. Name of applicant:

Travelers Telecom Corp.

3. A. National mailing address including street name, number, post office box, city, state, zip code, and phone number.

1061 West Boot Road  
Downingtown, PA 19335

B. Florida mailing address including street name, number, post office box, city, state, zip code, and phone number.

13400 Periwinkle Avenue      P.O. Box 3892      813-391-3397  
Seminole, FL 33776      Seminole, FL 33775

C. Physical address of alternative local exchange service in Florida including street name, number, post office box, city, zip code and phone number.

13400 Periwinkle Avenue      P.O. Box 3892      813-391-3397  
Seminole, FL 33776      Seminole, FL 33775

4. Structure of organization:

- |  |  |
|--|--|
| <input type="checkbox"/> Individual          | <input checked="" type="checkbox"/> Corporation      |
| <input type="checkbox"/> Foreign Corporation | <input type="checkbox"/> Foreign Partnership         |
| <input type="checkbox"/> General Partnership | <input type="checkbox"/> Limited Partnership         |
| <input type="checkbox"/> Joint Venture       | <input type="checkbox"/> Other, Please explain _____ |

5. If incorporated, please provide proof from the Florida Secretary of State that the applicant has authority to operate in Florida.

Corporate charter number: Applied for...

6. Name under which the applicant will do business (d/b/a):

Travelers Telecom Corp. (same)

7. If applicable, please provide proof of fictitious name (d/b/a) registration.

Fictitious name registration number: \_\_\_\_\_

8. If applicant is an individual, partnership, or joint venture, please give name, title and address of each legal entity.

NA

9. State whether any of the officers, directors, or any of the ten largest stockholders have previously been adjudged bankrupt, mentally incompetent, or found guilty of any felony or of any crime, or whether such actions may result from pending proceedings. If so, please explain.

NA

10. Please provide the name, title, address, telephone number, internet address, and facsimile number for the person serving as ongoing liaison with the Commission, and if different, the liaison responsible for this application.

Karl Albrecht	610-269-1154	LaVera Blanco
1061 W. Boot Road	610-269-4082 fax	13400 Periwinkle Ave
Downingtown, PA 19335		Seminole, FL 33776

11. Please list other states in which the applicant is currently providing or has applied to provide local exchange or alternative local exchange service.

None

12. Has the applicant been denied certification in any other state? If so, please list the state and reason for denial.

No

13. Have penalties been imposed against the applicant in any other state? If so, please list the state and reason for penalty.

No

14. Please indicate how a customer can file a service complaint with your company.

Dial toll free number or write to address provided.

15. Please provide all available documentation demonstrating that the applicant has the following capabilities to provide alternative local exchange service in Florida.

A. Financial capability. See Amendment "A"

Regarding the showing of financial capability, the following applies:

The application should contain the applicant's financial statements, including:

1. the balance sheet
2. income statement
3. statement of retained earnings for the most recent 3 years.

If available, the financial statements should be audited financial statements.

If the applicant does not have audited financial statements, it shall be so stated. The unaudited financial statements should then be signed by the applicant's chief executive officer and chief financial officer. The signatures should affirm that the financial statements are true and correct.

B. Managerial capability.

See Amendment "B"

C. Technical capability.

See Amendment "B"

**AFFIDAVIT**

By my signature below, I, the undersigned officer, attest to the accuracy of the information contained in this application and attached documents and that the applicant has the technical expertise, managerial ability, and financial capability to provide alternative local exchange service in the State of Florida. I have read the foregoing and declare that to the best of my knowledge and belief, the information is true and correct. I attest that I have the authority to sign on behalf of my company and agree to comply, now and in the future, with all applicable Commission rules and orders.

Further, I am aware that pursuant to Chapter 837.06, Florida Statutes, "Whoever knowingly makes a false statement in writing with the intent to mislead a public servant in the performance of his official duty shall be guilty of a misdemeanor of the second degree, punishable as provided in s. 775.082 and s. 775.083".

Official: Karl W. Albrecht 12/10/96  
Signature Date

Title: President 610-269-1154  
Telephone Number

Address: 1061 W. Boot Road  
Downingtown, PA 19935

**Amendment "A"**

This is to certify that this statement  
 is true and correct *Paul C. ...*

July 31, 1996

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STATEMENT OF ASSETS, LIABILITIES, AND EQUITY -  
 INCOME TAX BASIS

12-31

ASSETS

CURRENT ASSETS			
00	petty Cash	\$	1,000.00
04	Cash in Bank - Wilmington Trust		43,624.83
00	Accounts Receivable		
00	Dreyfus Growth & Income Fund		
	<b>TOTAL CURRENT ASSETS</b>	\$	<b>44,624.83</b>
FIXED ASSETS			
44	Buildings	\$	100,000.00
44	Transportation Equipment		1,000.00
44	Machinery & Equipment		1,000.00
44	Accum. Depreciation - Buildings		(1,000.00)
44	Accum. Depreciation - Trans. Equi		(1,000.00)
44	Accum. Depreciation - Mach. & Equi		(1,000.00)
	<b>TOTAL FIXED ASSETS</b>		<b>98,000.00</b>
OTHER ASSETS			
73	Intangible Asset - Time Share	\$	35,000.00
75	Investment in Travelers Telecom		0.00
	<b>TOTAL OTHER ASSETS</b>		<b>35,000.00</b>
	<b>TOTAL ASSETS</b>	\$	<b>178,424.71</b>

LIABILITIES & EQUITY

CURRENT LIABILITIES			
00	Accounts payable - Trade	\$	18,000.00
00	Accounts payable - Credit Cards		1,000.00
00	Federal payroll Tax		1,000.00
00	State Withholding Tax		1,000.00
00	State Unemployment Tax		1,000.00
00	Federal Unemployment Tax		1,000.00
00	City Wage Tax		1,000.00
00	Occupational Insv. Tax		1,000.00
	<b>TOTAL CURRENT LIABILITIES</b>	\$	<b>26,000.00</b>
LONG TERM LIABILITIES			
00	Note Payable - Fulton Bank		70,000.00
00	Note Payable - Corestates Bank		1,000.00
00	Note Payable - Toyota Motor Credi		1,000.00
00	Loans from Stockholders		0.00
	<b>TOTAL LONG TERM LIABILITIES</b>		<b>72,000.00</b>
	<b>TOTAL LIABILITIES</b>		<b>98,000.00</b>
EQUITY			
00	Common Stock		100,000.00
00	Accumulated Adjustment Account		0.00
00	Retained Earnings		0.00
00	Profit		0.00
	<b>TOTAL EQUITY</b>		<b>100,424.71</b>
	<b>TOTAL LIABILITIES &amp; EQUITY</b>	\$	<b>178,424.71</b>



NATIONAL ELECTRIC & TELEPHONE CO.  
 1061 WEST BOOT ROAD  
 DOWNINGTOWN, PA 19335

Seven Months ended July 31, 1996

'865

STATEMENT OF REVENUES AND EXPENSES -  
 INCOME TAX BASIS

12-96

	<b>SALES</b>			
0000	pay phone Vending	\$	267.48	267.48
0001	pay phone Sales And Service		107.78	107.78
0004	Telephone System Sales And Service		4.44	4.44
0054	Networks Unlimited		7,777.77	7,777.77
0000	Miscellaneous		(8,553.40)	(8,553.40)
0000	Refunds & Adjustments			
	<b>TOTAL SALES</b>		<u>180,000.00</u>	<u>180,000.00</u>
	<b>COST OF SALES</b>			
4000	pay phone Vending Expenses		153.85	153.85
4001	Telephone System Purchases		3,000.00	3,000.00
4007	Subcontractors		1,000.00	1,000.00
	<b>TOTAL COST OF SALES</b>		<u>157,855.85</u>	<u>157,855.85</u>
	<b>GROSS PROFIT</b>	\$	222,144.15	58.4
	<b>OPERATING EXPENSES</b>			
5110	Salaries - General		622.00	622.00
5111	Salaries - Officers		614.00	1,236.00
5112	Advertising & Promotion		44.00	44.00
5113	Bank Charges		0.00	0.00
5114	Cleaning		80.00	80.00
5115	Commissions		450.00	450.00
5116	Depreciation		0.00	0.00
5117	Dues & Subscriptions		0.00	0.00
5118	Entertainment & Meals		0.00	0.00
5119	Gas, Oil & Tolls		0.00	0.00
5120	Insurance - Vehicle		0.00	0.00
5121	Insurance - Business		0.00	0.00
5122	Insurance - Medical		0.00	0.00
5123	Insurance - S/H Medical		0.00	0.00
5124	Interest		0.00	0.00
5125	Licenses, Fees & Permits		0.00	0.00
5126	Miscellaneous		0.00	0.00
5127	Office Expense		0.00	0.00
5128	Postage		0.00	0.00
5129	Professional Fees		4.00	4.00
5130	Rent - Equipment		0.00	0.00
5131	Repairs & Maintenance		0.00	0.00
5132	Seminars And Training		0.00	0.00
5133	Supplies		0.00	0.00
5134	Taxes - Payroll		7.00	7.00
5135	Taxes - Other		0.00	0.00
5136	Telephone		0.00	0.00
5137	Travel		0.00	0.00
	<b>TOTAL OPERATING EXPENSES</b>		<u>2,148.00</u>	<u>60.0</u>
	<b>OPERATING PROFIT or (LOSS)</b>	\$	(9,513.85)	(2.0)
	<b>OTHER INCOME &amp; (EXPENSE)</b>			
6100	Tax Refunds		22,361.11	22,361.11
6101	Interest Expense - S/H Loans		(1,006.04)	(1,006.04)
6102	Life Insurance - S/H		(535.50)	(535.50)
	<b>TOTAL OTHER INCOME &amp; (EXPENSE)</b>		<u>20,819.57</u>	<u>20,819.57</u>
	<b>NET PROFIT or (LOSS)</b>	\$	<u>11,305.72</u>	<u>2.9</u>

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Year End Adjusted December 31, 1995

NATIONAL ELECTRIC & TELEPHONE CO.

1061 WEST BOOT ROAD  
DOWNTOWN, PA 19335

**NATIONAL ELECTRIC & TELEPHONE CO.**

1061 WEST BOOT ROAD  
DOWNINGTOWN, PA 19335

We have compiled the accompanying statement of assets, liabilities, and equity - income tax basis of NATIONAL ELECTRIC & TELEPHONE CO. as of December 31, 1995 and the related statement of revenues and expenses - income tax basis for the year then ended, in accordance with Statements on Standards for Accounting and Review Services issued by the American Institute of Certified Public Accountants. The financial statements have been prepared on the accounting basis used by the Company for income tax purposes, which is a comprehensive basis of accounting other than generally accepted accounting principles.

A compilation is limited to presenting in the form of financial statements information that is the representation of the owners. We have not audited or reviewed the accompanying financial statements and, accordingly, do not express an opinion or any other form of assurance on them.

The owners have elected to omit substantially all of the disclosures ordinarily included in financial statements prepared on the income tax basis of accounting. If the omitted disclosures were included in the financial statements, they might influence the user's conclusions about the Company's assets, liabilities, equity, revenues, and expenses. Accordingly, these financial statements are not designed for those who are not informed about such matters.

Noll & Company, Inc.  
Certified Public Accountants  
Malvern, Pennsylvania

*Noll & Company, Inc.*

June 4, 1996

NATIONAL ELECTRIC & TELEPHONE

1061 WEST BOOT ROAD  
 DOWNINGTOWN, PA 19335  
 Year End Adjusted December 31, 1995

1865

STATEMENT OF ASSETS, LIABILITIES, AND EQUITY  
 INCOME TAX BASIS

12-31

ACCT DESCRIPTION

ASSETS

CURRENT ASSETS			
103	Petty Cash	\$	98.30
104	Cash In Bank - Ckg I V - Wilm Trust		33,662.99
110	Accounts Receivable		6,967.42
115	Dreyfus Growth & Income		1,359.20
	<b>TOTAL CURRENT ASSETS</b>		<b>\$ 42,087.91</b>
FIXED ASSETS			
142	Buildings		24,830.00
145	Transportation Equipment		16,483.11
148	Machinery & Equipment		520,081.58
152	Acc. Dep. - Buildings		(3,056.00)
155	Acc. Dep. - Trans. Equip.		(7,638.00)
158	Acc. Dep. - Machinery & Equip.		(494,155.00)
	<b>TOTAL FIXED ASSETS</b>		<b>56,545.69</b>
OTHER ASSETS			
173	Intangible Asset - Time Share		30,000.00
	<b>TOTAL OTHER ASSETS</b>		<b>30,000.00</b>
	<b>TOTAL ASSETS</b>		<b>\$ 128,633.60</b>

LIABILITIES & EQUITY

CURRENT LIABILITIES			
202	Accounts Payable - Trade	\$	12,622.80
203	Accounts Payable - Credit Cards		7,324.18
205	Shareholder Interest Payable		1,359.00
222	Federal Payroll Tax		2,183.44
224	State Withholding Tax		291.99
226	State Unemployment Tax		51.14
227	Federal Unemployment Tax		1.94
228	City Wage Tax		411.24
	<b>TOTAL CURRENT LIABILITIES</b>		<b>\$ 24,245.73</b>
LONG TERM LIABILITIES			
261	Notes Payable - Dodge Van		3,025.92
263	Notes Payable - Route Acquisitions		8,268.96
279	Loans from Stockholders		20,658.63
	<b>TOTAL LONG TERM LIABILITIES</b>		<b>31,953.51</b>
	<b>TOTAL LIABILITIES</b>		<b>56,199.24</b>
EQUITY			
280	Common Stock		1,000.00
283	Accumulated Adjustment Account		77,852.00
285	Retained Earnings		(2,451.06)
	Loss		(3,966.58)
	<b>TOTAL EQUITY</b>		<b>72,434.36</b>
	<b>TOTAL LIABILITIES &amp; EQUITY</b>		<b>\$ 128,633.60</b>

NATIONAL ELECTRIC & TELEPHONE CO.

1061 WEST BOOT ROAD  
 DOWNINGTOWN, PA 19335

Year End Adjusted December 31, 1995

STATEMENT OF REVENUES AND EXPENSES -  
 INCOME TAX BASIS

12-31

1865

FINAL

	<b>SALES</b>		
301	Pay Phone Vending	\$ 424,774.54	68.8
302	Pay Phone Sales And Service	184,541.31	29.9
304	Networks Unlimited	861.49	.1
305	Miscellaneous	8,552.89	1.4
330	Refunds & Adjustments	(1,607.00)	(.3)
	<b>TOTAL SALES</b>	<u>617,123.23</u>	<u>100.0</u>
	<b>COST OF SALES</b>		
401	Pay Phone Vending Expenses	206,505.31	33.5
407	Subcontractors	1,661.00	.3
	<b>TOTAL COST OF SALES</b>	<u>208,166.31</u>	<u>33.7</u>
	<b>GROSS PROFIT</b>	\$ 408,956.92	66.3
	<b>OPERATING EXPENSES</b>		
510	Salaries - General	30,306.86	4.9
511	Salaries - Officers	110,601.91	17.9
521	Advertising & Promotion	371.83	.1
522	Bank Charges	14.39	
530	Cleaning	1,595.00	.3
532	Commissions	137,291.07	22.3
538	Depreciation	46,425.00	7.5
543	Entertainment & Meals	814.66	.1
545	Gas, Oil & Tolls	8,417.81	1.4
550	Insurance - Business	2,234.72	.4
551	Insurance - Medical	3,742.51	.6
553	Interest	2,627.52	.4
554	Licenses, Fees & Permits	4,411.35	.7
560	Office Expense	9,150.25	1.5
566	Postage	1,512.76	.3
567	Professional Fees	14,853.00	2.4
568	Rent - Premises	2,400.00	.4
569	Rent - Equipment	627.94	.1
572	Repairs & Maintenance	13,781.91	2.2
576	Supplies	5,713.10	.9
581	Taxes - Payroll	10,803.51	1.8
582	Taxes - Other	1,669.73	.3
590	Telephone	4,410.37	.7
591	Travel	2,290.39	.4
	<b>TOTAL OPERATING EXPENSES</b>	<u>416,067.59</u>	<u>67.4</u>
	<b>OPERATING PROFIT or (LOSS)</b>	\$ (7,110.67)	(1.2)
	<b>OTHER INCOME &amp; (EXPENSE)</b>		
902	Interest Income	220.55	
903	Dividend Income	439.90	.1
906	Capital Gains	1,434.64	.2
911	Taxable Fringe Benefit	2,408.00	.4
955	Interest Expense - S/H Loans	(1,359.00)	(.2)
	<b>TOTAL OTHER INCOME &amp; (EXPENSE)</b>	<u>3,144.09</u>	<u>.5</u>
	<b>NET PROFIT or (LOSS)</b>	\$ <u>(3,966.58)</u>	<u>(.6)</u>

**NATIONAL ELECTRIC & TELEPHONE CO.**

**1061 WEST BOOT ROAD  
DOWNINGTOWN, PA 19335**

We have compiled the accompanying statement of assets, liabilities, and equity - income tax basis of NATIONAL ELECTRIC & TELEPHONE CO. as of December 31, 1994 and the related statement of revenues and expenses - income tax basis for the year then ended, in accordance with Statements on Standards for Accounting and Review Services issued by the American Institute of Certified Public Accountants. The financial statements have been prepared on the accounting basis used by the Company for income tax purposes, which is a comprehensive basis of accounting other than generally accepted accounting principles.

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The owners have elected to omit substantially all of the disclosures ordinarily included in financial statements prepared on the income tax basis of accounting. If the omitted disclosures were included in the financial statements, they might influence the user's conclusions about the Company's assets, liabilities, equity, revenues, and expenses. Accordingly, these financial statements are not designed for those who are not informed about such matters.

**Noll & Company, Inc.  
Certified Public Accountants  
Malvern, Pennsylvania**

*Noll & Company, Inc.*

**September 15, 1995**



NATIONAL ELECTRIC & TELEPHONE CO

1061 WEST BOOT ROAD  
 DOWNINGTOWN, PA 19335  
 Year End Adjusted December 31, 1994

STATEMENT OF ASSETS, LIABILITIES, AND EQUITY -  
 INCOME TAX BASIS

12-31

365

DESCRIPTION

ASSETS

CURRENT ASSETS

03	Petty Cash	\$	98.30	
04	Cash in Bank - Ckg I V - Wilm Trust		(16,483.83)	
05	Cash in Bank - Ckg I I I - Networks		3,821.47	
07	Cash in Bank - Ckg I - D N B		7,926.70	
08	Money Market - Wilmington Trust		22,562.61	
10	Accounts Receivable		2,678.87	
15	Dreyfus Growth & Income		25,564.55	
16	Dreyfus Liquid Assets		14.82	
	<b>TOTAL CURRENT ASSETS</b>			\$ 46,183.49

FIXED ASSETS

42	Buildings		24,830.00	
45	Transportation Equipment		8,478.00	
48	Machinery & Equipment		503,313.20	
52	Acc. Dep. - Buildings		(2,267.00)	
55	Acc. Dep. - Trans. Equip.		(4,409.00)	
58	Acc. Dep. - Machinery & Equip.		(451,748.00)	
	<b>TOTAL FIXED ASSETS</b>			78,197.20

OTHER ASSETS

73	Intangible Asset - Time Share		30,000.00	
	<b>TOTAL OTHER ASSETS</b>			30,000.00

TOTAL ASSETS

\$ 154,380.69

LIABILITIES & EQUITY

CURRENT LIABILITIES

202	Accounts Payable - Trade	\$	7,516.78	
203	Accounts Payable - Credit Cards		11,285.08	
204	Prior Years Pa Tax, Interest, Penal		6,325.00	
222	Federal Payroll Tax		1,963.88	
224	State Withholding Tax		252.36	
226	State Unemployment Tax		40.70	
227	Federal Unemployment Tax		53.90	
228	City Wage Tax		270.83	
	<b>TOTAL CURRENT LIABILITIES</b>			\$ 27,708.53

LONG TERM LIABILITIES

261	Notes Payable - Dodge Van		6,051.84	
262	Notes Payable - Equipment Loan		10,950.53	
263	Notes Payable - Route Acquisitions		12,215.00	
279	Loans from Stockholders		21,053.85	
	<b>TOTAL LONG TERM LIABILITIES</b>			50,271.22

TOTAL LIABILITIES

77,979.75

EQUITY

280	Common Stock		1,000.00	
283	Accumulated Adjustment Account		77,852.00	
	Loss		(2,451.06)	
	<b>TOTAL EQUITY</b>			76,400.94

TOTAL LIABILITIES & EQUITY

\$ 154,380.69

NATIONAL ELECTRIC & TELEPHONE CO

1061 WEST BOOT ROAD  
 DOWNINGTOWN, PA 19335  
 Year End Adjusted December 31, 1994

865

STATEMENT OF REVENUES AND EXPENSES -  
 INCOME TAX BASIS

12-31

FINAL

<b>SALES</b>			
0101	Pay Phone	\$ 605,421.70	96.8
0301	Service	14,536.67	2.3
0501	Miscellaneous	6,935.06	1.1
3001	Refunds & Adjustments	(1,141.81)	(.2)
	<b>TOTAL SALES</b>	<u>625,751.62</u>	<u>100.0</u>
<b>COST OF SALES</b>			
10101	Purchases	189,918.20	30.4
10301	Wages	111,727.15	17.9
10701	Subcontractors	9,026.50	1.4
	<b>TOTAL COST OF SALES</b>	<u>310,671.85</u>	<u>49.7</u>
	<b>GROSS PROFIT</b>	\$ 315,079.77	50.4
<b>OPERATING EXPENSES</b>			
32101	Advertising & Promotion	769.96	.1
32201	Bank Charges	111.27	.0
33001	Cleaning	1,105.00	.2
33201	Commissions	141,468.77	22.6
33801	Depreciation	79,986.00	12.8
34301	Entertainment	806.52	.1
34501	Gas, Oil & Tolls	7,018.62	1.1
35001	Insurance	2,354.92	.4
35101	Insurance - Blue Cross	869.55	.1
35201	Insurance - Shareholder	3,439.49	.6
35301	Interest	7,548.58	1.2
35401	Licenses, Fees & Permits	5,424.04	.9
35901	Miscellaneous	137.50	.0
36001	Office Expense	2,676.92	.4
36601	Postage	11,871.98	1.9
36701	Professional Fees	9,047.00	1.5
36901	Rent - Equipment	9,349.44	1.5
37201	Repairs & Maintenance	5,191.30	.8
37601	Supplies	5,238.69	.8
38101	Taxes - Payroll	9,560.46	1.5
38201	Taxes - Other	101.50	.0
39001	Telephone	7,189.69	1.2
39101	Travel	2,152.69	.3
39401	Uniforms	809.99	.1
	<b>TOTAL OPERATING EXPENSES</b>	<u>306,229.88</u>	<u>48.6</u>
	<b>OPERATING PROFIT or (LOSS)</b>	\$ 10,849.89	1.7
<b>OTHER INCOME &amp; (EXPENSE)</b>			
90201	Interest Income	472.06	.1
90301	Dividend Income	999.76	.2
90501	Other Income(Loss) - Tornado Damage	(13,176.95)	(2.1)
94901	Sale of Capital Assets	61.86	.0
95501	Interest Expense - S/H Loans	(1,657.68)	(.3)
	<b>TOTAL OTHER INCOME &amp; (EXPENSE)</b>	<u>(13,300.95)</u>	<u>(2.1)</u>
	<b>NET PROFIT or (LOSS)</b>	\$ (2,451.06)	(.4)



**Travelers Cable TV Inc.**  
**Balance Sheet**  
 As of November 30, 1986

Nov 30, '86

<b>ASSETS</b>	
<b>Current Assets</b>	
Checking/Savings	
TUS-Posting Acc'l	651 00
BANK of Gloucester County	-13,805 55
Marill Lynch	7,687 25
NATWEST/FLEET	48 84
<b>Total Checking/Savings</b>	<u>-5,238 38</u>
Accounts Receivable	
Receivables	238,873 47
<b>Total Accounts Receivable</b>	<u>238,873 47</u>
<b>Other Current Assets</b>	
Trav Telecom	5,080 00
air	80,700 00
Em Loan	5,418 75
Petty Cash	8,579 81
Phone Deposits	450 00
Prepaid Insuran	24,941 54
Stockholder Loan	45,454 84
<b>Total Other Current Assets</b>	<u>150,805 84</u>
<b>Total Current Assets</b>	<u>384,240 95</u>
<b>Fixed Assets</b>	
Accum Depr	-284,932 34
Cable Systems	1,113,271 50
Equip, Office	35,030 08
Furn & Fixtures	6,874 20
Heavy Equipment	51,287 49
Misc Equipment	13,700 30
On Site Trailer	31,957 00
Trucks	38,423 82
TTC	38,500 00
<b>Total Fixed Assets</b>	<u>1,048,112 03</u>
<b>Other Assets</b>	
Systems in Prog	72,500 00
<b>Total Other Assets</b>	<u>72,500 00</u>
<b>TOTAL ASSETS</b>	<u><u>1,582,862 98</u></u>
<b>LIABILITIES &amp; EQUITY</b>	
<b>Liabilities</b>	
<b>Current Liabilities</b>	
Accounts Payable	
A/P Trade	28,788 40
<b>Total Accounts Payable</b>	<u>28,788 40</u>
Credit Cards	
Amex	-14,358 02
Citibank Visa	-150 00
USAA MC	-523 13
<b>Total Credit Cards</b>	<u>-15,028 15</u>
<b>Other Current Liabilities</b>	
BANK 1,2	685,000 00
A/P Other	30,812 50
BANK Term	-2,021 10
GMAC	-237 25
GMAC-2	757 24
Insurance Payab	8,638 88
Payroll Liabilities	
FICA	
Company	-10 18
Employee	-10 18

*Handwritten notes:*  
 Total 1,582,862.98  
 12/1/86  
 D. J. ...

**Travelers Cable TV Inc.**  
**Balance Sheet**  
 As of November 30, 1986

10/14/86

	Nov 30, '86
<b>Total FICA</b>	-20.38
<b>Health</b>	62.54
<b>Medicare</b>	
Company	-2.38
Employee	-2.38
<b>Total Medicare</b>	-4.76
<b>SDI</b>	
Company	-0.02
Employee	-0.02
<b>Total SDI</b>	-0.04
<b>State Withholding NJ</b>	-2.75
<b>SIU</b>	
Company	-0.03
<b>Total SIU</b>	-0.03
<b>Total Payroll Liabilities</b>	34.60
<b>Trav UMI Payb</b>	-60,888.83
<b>Vonmeer North Atlantic</b>	6,282.82
<b>Total Other Current Liabilities</b>	810,159.04
<b>Total Current Liabilities</b>	623,689.29
<b>Long Term Liabilities</b>	
Bank of GI Co Long Term	225,000.00
<b>Total Long Term Liabilities</b>	225,000.00
<b>Total Liabilities</b>	848,689.29
<b>Equity</b>	
Add Pd in Caplt	15,468.82
Common Stock	5,000.00
Dis'86	-30,115.88
Earnings	470,488.45
Net Income	183,145.91
<b>Total Equity</b>	653,953.80
<b>TOTAL LIABILITIES &amp; EQUITY</b>	1,502,643.09

**Travelers Cable TV Inc.**  
**Profit and Loss**  
 January through November 1988

This is to certify that this statement  
 is true and correct. *[Signature]*

Jan - Nov '88

<b>Ordinary Income/Expense</b>	
<b>Income</b>	
<b>INCOME</b>	
<b>Sales</b>	
Systems, Telephone	228,644 47
Programming	153,430 56
Service Income	39,579 98
Subscriptions	
Addressable	14,727 02
Subscriptions - Other	688,265 94
<b>Total Subscriptions</b>	<u>712,993 98</u>
<b>Telephone</b>	
Debit Card	1,514 12
Long Distance	2,507 15
Payphones	622 90
Telephone - Other	1,992 85
<b>Total Telephone</b>	<u>6,637 02</u>
<b>Sales - Other</b>	<u>10,345 84</u>
<b>Total Sales</b>	<u>1,151,631 81</u>
<b>Total INCOME</b>	<u>1,151,631 81</u>
<b>Total Income</b>	<u>1,151,631 81</u>
<b>Gross Profit</b>	1,151,631 81
<b>Expenses</b>	
<b>COST</b>	
Misc Job Cost	2,088 11
Freight	638 55
Materials	
Cash Disc	-63 63
Materials - Other	255,897 70
<b>Total Materials</b>	<u>255,834 07</u>
<b>Phone</b>	
Agent	1,084 84
Line Charges	1,083 31
Payphone Equipment	1,841 14
Prepaid Calling Card	1,852 05
<b>Total Phone</b>	<u>5,861 14</u>
<b>Programming</b>	91,019 78
<b>Rent, Equip</b>	
Maint	4,231 05
Rent, Equip - Other	113 66
<b>Total Rent, Equip</b>	<u>4,344 71</u>
<b>Repairs, Equip</b>	
Vehicle	1,770 33
Repairs, Equip - Other	19,630 91
<b>Total Repairs, Equip</b>	<u>21,401 24</u>
<b>Tools</b>	<u>1,137 98</u>
<b>Total COST</b>	<u>382,321 59</u>
<b>OH</b>	
Admin Ass'l	4,565 08
Commissions	116,005 37
Const Site Exp	
Lodging	5,872 40
Manager	13,415 34
Meals	4,218 88
Misc Exp	2,804 88
Const Site Exp - Other	47 80

**Travelers Cable TV Inc.**  
**Profit and Loss**  
 January through November 1996

Jan - Nov '96

<b>Total Canal Site Exp</b>	26,448 89
<b>Deprec Exp</b>	48,420 85
<b>Dues</b>	800 30
<b>Insurance</b>	
Property	851 61
Health	4,449 68
Liab	10,263 62
Vehicle	14,171 67
Worker Comp	204 00
<b>Total Insurance</b>	29,940 56
<b>Interest</b>	
Bank Interest	35,118 70
Other Interest	-31 17
Vehicle Interest	381 34
Interest - Other	1,259 38
<b>Total Interest</b>	36,728 25
<b>Licenses</b>	31 00
<b>Office Expense</b>	
Postage	487 00
Computer	
Repairs	211 90
Computer - Other	2,905 40
<b>Total Computer</b>	3,117 30
Maint	4,448 40
Misc Exp	
Empl Benefit	234 84
Misc Exp - Other	1,564 79
<b>Total Misc Exp</b>	1,799 63
Rent	550 00
Supplies	3,031 38
Office Expense - Other	0 85
<b>Total Office Expense</b>	13,432 56
<b>Payroll</b>	
HRO Leasing	214,340 44
Temp Agency	3,807 00
<b>Total Payroll</b>	218,147 44
<b>Postage</b>	124 38
<b>Professional Fees</b>	
Accounting	1,400 00
Legal	2,356 12
Other	2,500 00
<b>Total Professional Fees</b>	6,256 12
<b>Research &amp; Development</b>	149 00
<b>Selling Expense</b>	
Association Fee	100 00
Promotion	6,131 01
Trade Show Exp	
Food	531 56
Hotel	1,789 25
Trade Show Exp - Other	1,237 78
<b>Total Trade Show Exp</b>	3,558 59
<b>Total Selling Expense</b>	9,789 60
<b>Sv Chg-Bank,CCs</b>	
Loan fees	4,015 00
Sv Chg-Bank,CCs - Other	3,717 59
<b>Total Sv Chg-Bank,CCs</b>	7,732 59

12/14/88

**Travelers Cable TV Inc.**  
**Profit and Loss**  
 January through November 1988

	Jan - Nov '88
<b>Taxes</b>	
Corporate	3,380 18
Misc	3,540 18
<b>Total Taxes</b>	6,920 34
<b>Telephone</b>	
Beeper	589 44
Mobile	2,878 20
Telephone - Other	5,639 21
<b>Total Telephone</b>	9,116 85
<b>Travel/Airfare</b>	4,241 78
<b>Utilities</b>	2,320 20
<b>Vehicle</b>	
Fuel	13,299 93
Rentals	4,783 73
Repairs	17,048 00
Tolls	1,905 89
<b>Total Vehicle</b>	37,015 35
<b>Total OM</b>	578,164 31
<b>Total Expenses</b>	958,485 90
<b>Net Ordinary Income</b>	183,145 91
<b>Net Income</b>	183,145.91

# TRAVELERS CABLE TV, INC.

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Schedule - Cost of Sales

Schedule - General and Administrative Expenses

KLS

KAREN L. STEINMETZ  
CERTIFIED PUBLIC ACCOUNTANT

## Accountant's Review Report

The Board of Directors  
Travelers Cable TV, Inc.

I have reviewed the accompanying balance sheet of Travelers Cable TV, Inc. as of December 31, 1995, and the related statement of income and retained earnings and cash flows for the year then ended, and the supplementary information included in the schedules in accordance with Statements on Standards for Accounting and Review Services issued by the American Institute of Certified Public Accountants. All information included in these financial statements is the representation of the management of Travelers Cable TV, Inc.

A review consists principally of inquiries of company personnel and analytical procedures applied to financial data. It is substantially less in scope than an audit in accordance with generally accepted auditing standards, the objective of which is the expression of an opinion regarding the financial statement taken as a whole. Accordingly, I do not express an opinion or any form of assurance on them.

Based on my review, I am not aware of any material modifications that should be made to the accompanying financial statement or supplementary information in order for them to be in conformity with generally accepted accounting principles.

*Karen L. Steinmetz, CPA*

February 26, 1996

# TRAVELERS CABLE TV, INC.

## Balance Sheet

December 31, 1995

### Assets

Current assets:	\$20,234
Cash	19,061
Accounts receivable(note 2 and 3)	45,455
Stockholder loan (note 4)	<u>3,516</u>
Employee advances (note 4)	
Total current assets	<u>88,266</u>
Property and equipment (note 2 and 3)	886,963
Cable systems	71,381
Vehicles	34,956
Heavy equipment	31,656
Office equipment	6,874
Furniture and fixtures	<u>14,015</u>
Miscellaneous equipment	
	1,045,845
Less accumulated depreciation	<u>236,185</u>
Net property and equipment	<u>809,660</u>
	<u>600</u>
Deposits	<u>\$898,526</u>

See accompanying accountant's review report and notes to financial statements



Liabilities and Stockholder's Equity

Current liabilities:	\$55,000
Note payable to bank(note 2)	110,408
Current installments of long-term debt(note 3)	17,035
Accounts payable	5,921
Accrued expenses	
Total current liabilities	188,364
Long-term debt, excluding current installments(note 3)	<u>211,763</u>
Total liabilities	<u>400,127</u>
Stockholder's equity:	
Common stock, \$2 par value, authorized 2,500 shares, issued and outstanding 2,500 shares	5,000 15,457
Additional paid-in capital	477,942
Retained earnings	
Total stockholder's equity	<u>498,399</u>
	<u>\$898,526</u>

# TRAVELERS CABLE TV, INC.

## Statement of Income and Retained Earnings

Year ended December 31, 1995

Net sales	\$903,819
Cost of sales	<u>246,143</u>
Gross profit	657,676
General and administrative expenses	<u>501,716</u>
Operating income	155,960
Other income and (deductions):	
Interest expense	<u>-43,312</u>
Net income	112,648
Retained earnings, beginning of period	386,761
Distributions	<u>21,467</u>
Retained earnings, end of period	<u>\$477,942</u>

See accompanying accountant's review report and notes to financial statements

# TRAVELERS CABLE TV, INC.

## Statement of Cash Flows

Year ended December 31, 1995

Cash flows provided by operating activities	\$112,648
Net income	
Adjustments to reconcile net income to net cash provided by operating activities:	
Depreciation	18,311
Decrease in accounts receivable	5,187
Decrease in employee advances	3,719
Decrease in prepaid expenses	760
Increase in deposits	-600
Decrease in accounts payable	-28,142
Increase in accrued expenses	1,997
Decrease in unearned revenue	-9,972
Net cash provided by operating activities	<u>133,908</u>
Cash flows from investing activities:	
Purchase of property and equipment	-60,938
Increase in stockholder loan	-45,455
Net cash used for investing activities	<u>-106,393</u>
Cash flows from financing activities:	
Net borrowings on note payable	-70,000
Decrease in shareholder loan	-9,119
Proceeds from long-term debt	375,000
Principal payments on long-term debt	-242,394
Distributions to shareholders	-21,467
Payments to affiliate	-44,647
Net cash used for financing activities	<u>-12,627</u>
Net increase in cash	<u>14,888</u>
Cash at beginning of period	<u>5,346</u>
Cash at end of period	<u>\$20,234</u>
Cash paid during period for interest	<u>\$40,714</u>

See accompanying accountant's review report and notes to financial statements

# TRAVELERS CABLE TV, INC.

## Sales

Year ended December 31, 1995

Sales	\$5,917
Systems	134,427
Programming	752,262
Subscriptions	11,033
Service	150
Telephone	
Total sales	<u>\$903,819</u>

See accompanying accountant's review report and notes to financial statements

# TRAVELERS CABLE TV, INC.

Notes to Financial Statements

Year ended December 31, 1995

## (1) Summary of Significant Accounting Policies

### (a) Description of Business

Travelers Cable TV, Inc. provides a diverse range of cable technology to its customers. Currently the Company offers installation of cable systems, subscriptions, programming capabilities and service on existing cable systems. Additionally, the Company is now offering telephone debit cards.

### (b) Property and Equipment

Property and equipment are stated at cost. Depreciation is calculated using straight-line methods over the estimated useful lives of the assets. When assets are retired or otherwise disposed of, the cost and related accumulated depreciation are removed from the accounts and any resulting gain or loss is recognized in income for the period. The cost of maintenance and repairs is charged to income as incurred; significant renewals and betterment's are capitalized. Deduction is made for retirements resulting from renewals or betterments.

### (c) Income Taxes

The Company has elected to be treated as a "S Corporation" for Federal income tax purposes. Because the tax effects of a "S Corporation" are passed through to its shareholders, no provision for income taxes is made in the accompanying statements.

# TRAVELERS CABLE TV, INC.

## Notes to Financial Statements

### (2) Note Payable to Bank

The Company has a line of credit, secured by accounts receivable, all personal property, equipment and assignment of cable contracts and easements, in the amount of \$125,000. The line matures on December 3, 1996 and interest, paid monthly, accrues at 1.5% above prime (10.0% at December 31, 1995). The Company has borrowed \$55,000 against this line at December 31, 1995.

### (3) Long-Term Debt

Long-term debt consists of the following:

Note payable with installments of \$10,000 in June, July, August, September, October and November of 1995, 1996, 1997, 1998 and 1996 plus interest at 1.5% above prime (10.0% at December 31, 1995), secured by 29 cable systems, accounts receivable, all personal property, equipment, and assignment of cable contracts and easements.	\$175,000
Note payable in monthly installments of \$6,250 beginning June 1, 1996, plus monthly interest payments at 1.5% above prime (10.0% at December 31, 1995), secured by 75 telephone systems, accounts receivable, all personal property, equipment, cable systems and assignment of cable contracts and easements.	75,000
Note payable in monthly installments of \$442, including interest at 6.9% through September, 1996, secured by a vehicle with a book value of \$6,858	3,869

## TRAVELERS CABLE TV, INC.

### Notes to Financial Statements

Note payable in monthly installments of \$250, including interest at 10.5% through February, 1997, secured by vehicle with a book value of \$2,912.	3,302
Subtotal	322,171
Less current maturities	110,408
Long-term debt, excluding current installments	<u>\$211,763</u>

Aggregate maturities of long-term debt for each year subsequent to December 31, 1995 are as follows:

<u>Year ended</u> <u>December 31</u>	
1996	110,408
1997	91,763
1998	60,000
1999	<u>60,000</u>
	<u>\$322,171</u>

#### (4) Related Party Transactions

The Company's stockholder has borrowed \$45,455 from the Company at December 31, 1995. This amount is due on demand and has no stated interest rate.

The Company leases office space from a relative of the stockholder. The lease is month-to-month and is \$3,000 per month. The amount for 1995 was approximately \$18,000.

# TRAVELERS CABLE TV, INC.

## Cost of Sales

Year ended December 31, 1995

Cost of Sales:	\$100
Freight	75,390
Materials	157,466
Programming	10,838
Equipment repairs and rental	429
Subcontract labor	1,441
Tools	179
Line charges	
Total cost of sales	<u>\$246,143</u>

See accompanying accountant's review report and notes to financial statements



# TRAVELERS CABLE TV, INC.

## General and Administrative Expenses

Year ended December 31, 1995

Advertising and promotion	\$5,958
Bank service charges	1,675
Commissions	144,487
Computer expense	4,228
Construction site expense	1,092
Contributions	200
Depreciation	48,311
Dues and subscriptions	743
Education	1,174
Employee benefits	2,989
Insurance	35,852
Miscellaneous	1,955
Office salaries	120,430
Office supplies	6,676
Payroll taxes	12,637
Postage	2,623
Professional fees	9,814
Rents	7,000
Repairs and maintenance	3,419
Sales expense	1,455
Subcontract expense	24,388
Telephone	2,422
Trade show expense	13,051
Travel	4,343
Utilities	1,197
Vehicle expense	43,597
	<u>\$501,716</u>

See accompanying accountant's review report and notes to financial statements

**TRAVELERS CABLE TV, INC.**

**Financial Statement  
and Schedules**

**December 31, 1994**

# **TRAVELERS CABLE TV, INC.**

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**Schedule - General and Administrative Expenses**



KAREN L. STEINMETZ  
CERTIFIED PUBLIC ACCOUNTANT

## Accountant's Review Report

The Board of Directors  
Travelers Cable TV, Inc.

I have reviewed the accompanying balance sheet of Travelers Cable TV, Inc. as of December 31, 1994, and the related statement of income and retained earnings and cash flows for the year then ended, and the supplementary information included in the schedule in accordance with Statements on Standards for Accounting and Review Services issued by the American Institute of Certified Public Accountants. All information included in these financial statements is the representation of the management of Travelers Cable TV, Inc.

A review consists principally of inquiries of company personnel and analytical procedures applied to financial data. It is substantially less in scope than an audit in accordance with generally accepted auditing standards, the objective of which is the expression of an opinion regarding the financial statement taken as a whole. Accordingly, I do not express an opinion or any form of assurance on them.

Based on my review, I am not aware of any material modifications that should be made to the accompanying financial statement or supplementary information in order for them to be in conformity with generally accepted accounting principles.

*Karen L. Steinmetz, CPA*

May 15, 1995

# TRAVELERS CABLE TV, INC.

## Balance Sheet

December 31, 1994

### Assets

Current assets:	
Cash	\$5,346
Accounts receivable(note 2 and 3)	24,248
Employee advances	7,235
Prepaid expenses	<u>760</u>
Total current assets	<u>37,589</u>
Property and equipment (note 2 and 3)	842,923
Cable systems	71,381
Vehicles	29,466
Heavy equipment	24,836
Office equipment	2,982
Furniture and fixtures	<u>13,319</u>
Miscellaneous equipment	
	984,907
Less accumulated depreciation	<u>187,874</u>
Net property and equipment	<u>797,033</u>
	<u>\$834,622</u>

See accompanying accountant's review report and notes to financial statements

Liabilities and Stockholder's Equity

Current liabilities:	\$125,000
Note payable to bank(note 2)	132,370
Current installments of long-term debt(note 3)	45,177
Accounts payable	3,924
Accrued expenses	44,647
Due to affiliate(note 4)	<u>9,972</u>
Unearned revenue	
Total current liabilities	361,090
Due to stockholder (note 4)	9,119
Long-term debt, excluding current installments(note 3)	<u>57,195</u>
Total liabilities	<u>427,404</u>
Stockholder's equity:	
Common stock, \$2 par value, authorized 2,500 shares, issued and outstanding 2,500 shares	5,000
Additional paid-in capital	15,457
Retained earnings	<u>186,761</u>
Total stockholder's equity	<u>407,218</u>
	<u>\$834,622</u>

# TRAVELERS CABLE TV, INC.

## Statement of Income and Retained Earnings

Year ended December 31, 1994

Net sales	\$941,540
Cost of sales	<u>259,096</u>
Gross profit	682,444
General and administrative expenses	<u>537,895</u>
Operating income	144,549
Other income and (deductions):	
Loss on disposal of assets	-4,987
Interest expense	<u>-29,867</u>
	<u>-34,854</u>
Net income	109,695
Retained earnings, beginning of period	296,150
Distributions	<u>19,084</u>
Retained earnings, end of period	<u>\$186,761</u>

See accompanying accountant's review report and notes to financial statements

# TRAVELERS CABLE TV, INC.

## Statement of Cash Flows

Year ended December 31, 1994

Cash flows provided by operating activities:	
Net income	\$109,695
Adjustments to reconcile net income to net cash provided by operating activities	
Depreciation	44,362
Loss on asset disposal	4,987
Increase in accounts receivable	-16,123
Increase in employee advances	-5,760
Decrease in prepaid expenses	3,495
Decrease in accounts payable	-12,991
Increase in accrued expenses	3,924
Increase in unearned revenue	2,972
Net cash provided by operating activities	<u>141,561</u>
Cash flows from investing activities:	
Decrease in due from affiliates	13,735
Purchase of property and equipment	<u>-94,014</u>
Net cash used for investing activities	<u>-80,279</u>
Cash flows from financing activities:	
Net borrowings on note payable	2,000
Increase in shareholder loan	-1,730
Proceeds from long-term debt	300,000
Principal payments on long-term debt	-331,773
Distributions to shareholders	-19,084
Payments on capital lease obligations	-1,481
Payments to affiliate	<u>-6,538</u>
Net cash used for financing activities	<u>-60,606</u>
Net increase in cash	676
Cash at beginning of period	<u>4,670</u>
Cash at end of period	<u>5,346</u>
Cash paid during period for interest	

See accompanying accountant's review report and notes to financial statements



# TRAVELERS CABLE TV, INC.

Notes to Financial Statements

Year ended December 31, 1994

## **(1) Summary of Significant Accounting Policies**

### **(a) Description of Business**

Travelers Cable TV, Inc provides a diverse range of cable technology to its customers. Currently the Company offers installation of cable systems, subscriptions, programming capabilities and service on existing cable systems.

### **(b) Property and Equipment**

Property and equipment are stated at cost. Depreciation is calculated using straight-line methods over the estimated useful lives of the assets. When assets are retired or otherwise disposed of, the cost and related accumulated depreciation are removed from the accounts and any resulting gain or loss is recognized in income for the period. The cost of maintenance and repairs is charged to income as incurred; significant renewals and betterment's are capitalized. Deduction is made for retirements resulting from renewals or betterments.

### **(c) Income Taxes**

The Company has elected to be treated as a "S Corporation" for Federal income tax purposes. Because the tax effects of a "S Corporation" are passed through to its shareholders, no provision for income taxes is made in the accompanying statements

## TRAVELERS CABLE TV, INC.

### Notes to Financial Statements

#### (2) Note Payable to Bank

The Company has a line of credit, secured by accounts receivable, all personal property, equipment and assignment of cable contracts and easements, in the amount of \$125,000. The line is due on demand and interest accrues at 1.5% above prime (10.0% at December 31, 1994). The Company has borrowed \$125,000 against this line at December 31, 1994.

#### (3) Long-Term Debt

Long-term debt consists of the following:

Note payable with installments of \$25,000 in July, August, September, October and November of 1994 and 1995 and installments of \$10,000 in July, August, September, October and November of 1996 plus interest at 1.5% above prime (10.0% at December 31, 1994), secured by accounts receivable, all personal property, equipment, cable systems and assignment of cable contracts and easements.	\$175,000
Note payable in monthly installments of \$442, including interest at 6.9% through September, 1996, secured by a vehicle with a book value of \$10,973.	8,727
Note payable in monthly installments of \$250, including interest at 10.5% through February, 1997, secured by vehicle with a book value of \$5,242.	<u>5,838</u>
Subtotal	<u>189,565</u>

## TRAVELERS CABLE TV, INC.

### Notes to Financial Statements

Less current maturities	<u>132,370</u>
Long-term debt, excluding current installments	<u>\$57,195</u>

Aggregate maturities of long-term debt for each year subsequent to December 31, 1994 are as follows:

<u>Year ended</u> <u>December 31</u>	
1995	132,370
1996	57,195
1997	0
1998	<u>0</u>
	<u>189,565</u>

#### (4) Related Party Transactions

The Company has borrowed \$9,119 from the Company's sole shareholder at December 31, 1994. This amount is due on demand and has no state interest rate. The shareholder has agreed not to demand payment prior to December 31, 1995; therefore the amount has been classified as long-term.

The Company has borrowed \$44,647 from a Company owned 100% by this Company's sole shareholder at December 31, 1994. This amount is due on demand and has no stated interest rate.

# TRAVELERS CABLE TV, INC.

## Sales

Year ended December 31, 1994

Sales:	
Systems	\$147,538
Programming	106,833
Subscriptions	673,428
Service	<u>13,741</u>
Total sales	<u>\$941,540</u>

See accompanying accountant's review report and notes to financial statements

# TRAVELERS CABLE TV, INC.

## Cost of Sales

Year ended December 31, 1994

Cost of Sales:	\$1,332
Freight	107,393
Labor	93,427
Materials	37,148
Programming	10,426
Equipment repairs and rental	3,815
Subcontract labor	<u>5,555</u>
Tools	
Total cost of sales	<u>\$259,096</u>

See accompanying accountant's review report and notes to financial statements

# TRAVELERS CABLE TV, INC.

## General and Administrative Expenses

Year ended December 31, 1994

Bank service charges	\$2,586
Commissions	138,877
Depreciation	44,362
Dues and subscriptions	1,009
Insurance	35,161
Miscellaneous	791
Moving expense	6,313
Office salaries	85,149
Office supplies	6,371
Officer salaries	21,504
On-site living expenses	6,219
Payroll taxes	15,915
Postage	2,711
Professional fees	12,471
Rents	19,663
Sales expense	35,071
Software support	581
Supplies	17,507
Taxes and licenses	8,663
Telephone	7,155
Travel	5,569
Utilities	2,381
Vehicle expense	61,866
	<u>\$537,895</u>

See accompanying accountant's review report and notes to financial statements

TRAVELERS CABLE COMMUNICATIONS, INC.

Balance Sheet

December 31, 1993

(Reviewed)

Assets

Current assets:	
Cash	\$ 4,670
Accounts receivable(note 2)	8,125
Employee advances	1,475
Due from affiliates(note 5)	13,735
Prepaid expenses	<u>4,255</u>
Total current assets	<u>32,260</u>
Property and equipment(note 2)	
Cable systems	761,861
Trailers	31,957
Heavy equipment	39,081
Miscellaneous equipment	8,566
Vehicles	39,424
Office equipment	15,150
Furniture and fixtures	2,022
Leasehold improvements	<u>4,634</u>
	902,695
Less accumulated depreciation	<u>150,327</u>
Net property and equipment	<u>752,368</u>
	\$784,628
	=====

See accompanying accountant's review report and notes to the financial statements.

Liabilities and Stockholder's Equity

Current liabilities:	
Note payable to bank(note 2)	\$123,000
Current installments of long-term debt(note 3)	106,797
Current obligations under capital leases(note 4)	1,481
Accounts payable	58,168
Due to affiliate(note 5)	<u>51,185</u>
Total current liabilities	340,631
Long-term debt, excluding current installments(note 3)	114,541
Due to shareholder(note 5)	<u>12,849</u>
Total liabilities	468,021
Stockholder's equity:	
Common stock, \$2 par value. Authorized 2,500 shares; issued and outstanding 2,500 shares	5,000
Additional paid-in capital	15,457
Retained earnings	<u>296,150</u>
Total stockholder's equity	316,607
	\$784,628
	=====



**TRAVELERS CABLE COMMUNICATIONS, INC.**  
**Statement of Earnings and Retained Earnings**  
**Year ended December 31, 1993**  
**(Reviewed)**

Net sales	\$962,742
Cost of sales	<u>406,848</u>
Gross profit	555,894
General and administrative expenses	<u>400,563</u>
Operating income	155,331
Other deductions:	
Interest expense	29,004
Loss on asset abandonment	<u>45,021</u>
	<u>74,025</u>
Net earnings	81,306
Retained earnings, beginning of period	301,285
Distributions	<u>86,441</u>
Retained earnings, end of period	\$296,150 =====

Note re difference in  
Retained Earnings Ending  
1992 and Beginning 1993:

The utility operation  
was broken out. An entry  
was made to Retained  
Earnings to offset the  
difference between debits  
and credits (\$11,169)

See accompa  
financial s

to the

TRAVELERS CABLE COMMUNICATIONS, INC.

Statement of Cash Flows

Year ended December 31, 1993

(Reviewed)

Cash flows from operating activities:	
Net income	\$ 81,306
Adjustments to reconcile net income to net cash provided by operating activities:	
Depreciation	44,128
Loss on abandonment of asset	45,021
Decrease in accounts receivable	131,872
Increase in employee advances	( 1,475)
Increase in prepaid expenses	( 2,697)
Decrease in accounts payable	(122,950)
Decrease in accrued expenses	( 45,631)
Decrease in unearned revenue	(17,745)
Net cash provided by operating activities	111,829
Cash flows from investing activities:	
Purchase of property and equipment	(185,592)
Increase in due from affiliates	( 13,735)
Net cash used by investing activities	(199,327)
Cash flows from financing activities:	
Net borrowings on note payable	123,000
Increase in shareholder loan	10,640
Principal payments on long-term debt	(106,269)
Principal payments on capital lease obligations	( 1,239)
Distributions to shareholder	( 86,441)
Increase in equity	11,169
Increase in due to affiliate	( 51,185)
Net cash provided by financing activities	2,045
Net decrease in cash	( 85,453)
Cash at beginning of period	90,123
Cash at end of period	\$ 4,670
	=====
Cash paid during the period-interest	\$ 29,004
	=====

See accompanying accountant's review report and notes to the financial statements.

TRAVELERS CABLE COMMUNICATIONS, INC.

Notes to Financial Statements

December 31, 1993

(Reviewed)

(1) Summary of Significant Accounting Policies

(a) Description of Business

Travelers Cable Communications, Inc. provides a diverse range of cable technology to its customers. Currently the Company offers installation of cable systems, subscriptions to company-owned cable systems, programming capabilities and service on existing cable systems.

(b) Property and Equipment

Property and equipment are stated at cost. Depreciation is calculated on the straight-line method over the estimated useful lives of the assets.

When assets are retired or otherwise disposed of, the cost and related accumulated depreciation are removed from the accounts and any resulting gain or loss is recognized in income for the period. The cost of maintenance and repairs is charged to income as incurred; significant renewals and betterments are capitalized. Deduction is made for retirements resulting from renewals or betterments.

(c) Income Taxes

The Company has elected to be treated as a "S Corporation" for Federal income tax purposes. Because the tax effects of a "S Corporation" are passed through to its shareholders, no provision for income taxes is made in the accompanying financial statements.

(2) Note payable to bank

The Company has a line of credit, secured by accounts receivable, all personal property, equipment and assignment of cable contracts and easements, in the amount of \$125,000. The line is due on demand and interest accrues at 1.5% above prime (8.5% at December 31, 1993). The Company has borrowed \$123,000 against the line at December 31, 1993.

## TRAVELERS CABLE COMMUNICATIONS, INC.

## Notes to Financial Statements

(Reviewed)

(3) Long-Term Debt

Long-term debt consists of the following:

Note payable with installments of \$20,000 in July, August, September, November and December of 1993, 1994 and 1995 plus interest at 2% above prime (8.0% at December 31, 1993), secured by accounts receivable, all personal property, equipment, cable systems and assignment of cable contracts and easements.	\$200,000
Note payable in monthly installments of \$442, including interest at 6.9% through September, 1996, secured by vehicle.	13,262
Note payable in monthly installments of \$250, including interest at 10.5% through February, 1997, secured by vehicle.	8,076
	221,338
Less current installments	<u>106,797</u>
Long-term debt, excluding current installments	\$114,541 *****

(4) Lease Commitments

The Company leases certain computer equipment under capital lease agreement which expire in 1994. At December 31, 1993, the gross amount of computer equipment and related amortization recorded under capital leases were as follows:

Equipment	\$3,815
Less: accumulated amortization	(1,553)
	\$2,262 *****

## TRAVELERS CABLE COMMUNICATIONS, INC.

## Notes to Financial Statements

(Reviewed)

Amortization of assets held under capital leases is included with depreciation expense.

Present value of future minimum capital lease payments are:

1994	\$1,626
Less amount representing interest (at 17.9%)	( 145)
Present value of net minimum capital lease payments	1,481
Less current obligations under capital leases	(1,481)
Obligations under capital leases, excluding current installments	\$ 0
	=====

**(5) Related Party Transactions**

The Company has borrowed \$12,849 from the Company's majority shareholder at December 31, 1993. This amount is due on demand and has no stated interest rate. The shareholder has agreed not to demand payment prior to December 31, 1993; therefore the amount has been classified as long-term.

The Company leases real property in two locations on a month to month basis from a brother and the mother of the Company's shareholders. Total rent expense relating to these properties amounted to \$6,000 for 1993.

A Company, owned 100% by this Company's minority shareholder, has borrowed \$13,735 from the Company at December 31, 1993. This amount is due on demand and has no stated interest rate.

The Company has borrowed \$51,185 from a second Company owned 100% by this Company's minority shareholder. This amount is due on demand and has no stated interest rate.

**TRAVELERS CABLE COMMUNICATIONS, INC.**

**General and Administrative Expenses**

**Year ended December 31, 1993**

**(Reviewed)**

Administrative assistant	\$ 25,229
Advertising	8,040
Bank service charges	1,093
Commissions	113,074
Depreciation	44,128
Donations	300
Dues and subscriptions	1,306
Financing expenses	2,000
Insurance	16,414
Miscellaneous expense	234
Office supplies and expense	2,899
Office salaries	32,874
Officer salaries	21,896
On-site living expense	20,136
Payroll taxes	20,686
Postage and freight	1,678
Professional fees	1,290
Rents	11,271
Sales expense	2,652
Software support	906
Supplies	9,812
Taxes and licenses	5,178
Telephone	9,627
Travel expense	3,371
Utilities	2,288
Vehicle expense	<u>42,181</u>

**\$400,563**

\*\*\*\*\*

See accompanying accountant's review report and notes to the financial statements.

**TRAVELERS CABLE COMMUNICATIONS, INC.**

**Sales**

**Year ended December 31, 1993**

**(Reviewed)**

<b>Sales:</b>	
Systems	\$337,183
Programming	65,417
Subscriptions	522,402
Service	21,234
Subcontract labor	16,436
Miscellaneous	<u>70</u>
<b>Total sales</b>	<b>\$962,742</b> =====

See accompanying accountant's review report and notes to the financial statements.

**TRAVELERS CABLE COMMUNICATIONS, INC.**

**Cost of Sales**

**Year ended December 31, 1993**

**(Reviewed)**

<b>Cost of sales:</b>	
Freight	\$ 13,512
Labor	99,474
Materials	159,046
Programming	100,443
Equipment rental	13,916
Equipment repairs	7,270
Subcontract labor	10,074
Tools	<u>3,113</u>
<b>Total cost of sales</b>	<b>\$406,848</b>
	=====

See accompanying accountant's review report and notes to the financial statements.



## **CREDIT REFERENCES**

### **National Electric and Telephone**

<b>Company</b>	<b>Contact</b>	<b>Phone Number</b>
<b>Elcotel</b>	<b>Roger Clyne</b>	<b>800-352-6835</b>
<b>Bell Atlantic</b>	<b>Larry Cantor</b>	<b>800-924-1590</b>
<b>Independent Enclosures</b>	<b>Russ Cooper</b>	<b>201-361-9731</b>

### **Travelers Cable TV**

<b>Challenger</b>	<b>Steve Cohen</b>	<b>412-937-6627</b>
<b>Midwest Electric</b>	<b>Arden</b>	<b>507-345-2529</b>
<b>Phoenix</b>	<b>Mark</b>	<b>800-714-7884</b>

**ANTICIPATED TELEPHONE SYSTEMS INCOME**

	Jan.	Feb.	Mar.	Apr.	May	Jun.	Jul.	Aug.	Sep.	Oct.	Nov.	Dec.
<b>Emerald Pointe</b>												
1997	\$4,800	\$4,800	\$4,800	\$4,800	\$1,120	\$1,120	\$1,120	\$1,120	\$1,120	\$1,120	\$4,800	\$4,800
1998	\$9,600	\$9,600	\$9,600	\$9,600	\$2,240	\$2,240	\$2,240	\$2,240	\$2,240	\$12,240	\$9,600	\$9,600
<b>Royal Coachman</b>												
1997	\$17,600	\$17,600	\$17,600	\$17,600	\$1,600	\$1,600	\$1,600	\$1,600	\$1,600	\$1,600	\$17,600	\$17,600
1998	\$19,200	\$19,200	\$19,200	\$19,200	\$2,080	\$2,080	\$2,080	\$2,080	\$2,080	\$2,080	\$19,200	\$19,200
<b>TOTALS</b>												
1997	\$22,400	\$22,400	\$22,400	\$22,400	\$2,720	\$2,720	\$2,720	\$2,720	\$2,720	\$2,720	\$22,400	\$22,400
1998	\$28,800	\$28,800	\$28,800	\$28,800	\$4,320	\$4,320	\$4,320	\$4,320	\$4,320	\$14,320	\$28,800	\$28,800

**P & L Summary**

	1997	1998
Gross Profit	\$150,720	\$208,720
Overhead	\$55,000	\$55,000
Debt Service	<u>\$43,000</u>	<u>\$43,000</u>
Net Profit	<b>\$57,720</b>	<b>\$110,720</b>

1997 Totals	<u>\$150,720</u>
1998 Totals	<u>\$208,720</u>

Charts reflect Gross Profit on systems currently under contract.  
More contracts are anticipated.

CONTINUOUS  
SERVICE

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DUNS: 18-719-3222  
TRAVELERS CABLE T V INC  
309 FRIES MILL RD, SUITE 1  
ECHO PLAZA  
AND BRANCH(ES) OR DIVISION(S)  
SEWELL NJ 08080  
TEL: 609 256-9000

DATE PRINTED  
SEP 03 1996  
PROVIDES PRIVATE  
CABLE TELEVISION  
SERVICES &  
INSTALLS CABLE  
SYSTEMS  
SIC NOS  
48 41 17 31

SUMMARY  
RATING --  
STARTED 1994  
SALES \$1,500,000  
(PROJ)  
WORTH \$595,218  
EMPLOYS 11-31(4 HERE)  
HISTORY INCOMPLETE  
FINANCING SECURED

CHIEF EXECUTIVE: REBECCA BELL, PRES

\*\*\*\*\* CUSTOMER SERVICE \*\*\*\*\*

If you need any additional information, would like a credit recommendation, or have any questions, please call our Customer Service Center at (800) 234-3867 from anywhere within the U.S. From outside the U.S., please call your local D&B office.

\*\*\*\*\* SUMMARY ANALYSIS \*\*\*\*\*

The Summary Analysis section reflects information in D&B's file as of September 2, 1996.

RATING SUMMARY . . . .

The absence of a Rating (--) indicates that the information available to D&B does not permit us to assign a Rating to this business. In this case, no Rating was assigned because D&B does not have sufficient historical information about this company to assign a Rating. However, D&B's assessment of the company's December 31, 1994, abridged, fiscal financial statement is "good".

Below is an overview of the company's D&B Rating(s) since 03/11/95:

RATING	DATE APPLIED
--	03/11/95

\*\*\*\*\* PAYMENT SUMMARY \*\*\*\*\*

The Payment Summary section reflects payment information in D&B's file as of the date of this report.

The PAYDEX for this company is 80.

This PAYDEX score indicates that payments to suppliers are generally within terms, weighted by dollar amounts. When dollar amounts are not considered, approximately 100% of the company's payments are within terms.

Below is an overview of the company's dollar-weighted payments, segmented by its suppliers' primary industries:

TOTAL RCV'D	TOTAL DOLLAR AMOUNTS	LARGEST HIGH CREDIT	% W/IN TERMS	DAYS SLOW			
				<31	31-60	61-90	91+
#	\$	\$	%	%	%	%	%

(CONTINUED)

TRAVELERS CABLE T V INC  
SEWELL NJ

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**PAY SUMM**  
(Cont'd)

Total in D&B's file           4                   8,600           5,000

**Payment By Industry:**

1 Short-trm busn credit	1	5,000	5,000	100	-	-	-	-
2 Ret building material	1	2,500	2,500	100	-	-	-	-
3 Mfg broadcastng equip	1	1,000	1,000	100	-	-	-	-
4 Credit reporting svcs	1	100	100	100	-	-	-	-

**Other Payment Categories:**

Cash experiences	0	0	0				
Payment record unknown	0	0	0				
Unfavorable comments	0	0	0				
Placed for collection with D&B other	0	0	N/A				

The highest "Now Owes" on file is \$1,000  
The highest "Past Due" on file is \$ 0

D&B receives over 220 million payment experiences each year. We enter these new and updated experiences into D&B Reports as this information is received.

**PAYMENTS** (Amounts may be rounded to nearest figure in prescribed ranges)

Antic - Anticipated (Payments received prior to date of invoice)  
Disc - Discounted (Payments received within trade discount period)  
Ppt - Prompt (Payments received within terms granted)

REPORTED	PAYING RECORD	HIGH CREDIT	NOW OWES	PAST DUE	SELLING TERMS	LAST SALE WITHIN
08/96	Ppt	1000	250	-0-		1 Mo
	Ppt	100	-0-			4-5 Mos
07/96	Ppt	5000	1000	-0-		1 Mo
02/96	Ppt	2500	1000	-0-		1 Mo
08/95	Ppt	1000	-0-	-0-	N30	6-12 Mos

\* Each experience shown represents a separate account reported by a supplier. Updated trade experiences replace those previously reported.

**FINANCE**  
08/30/96

On AUG 30 1996 Tyler Bell, comptroller, referred to the above figures. He submitted the following partial estimates dated SEP 18 1995: Projected annual sales are \$ 1,500,000.

----- INVESTIGATIVE PROCESS -----  
On Sep 18 1995, an on-site interview was conducted with Tyler Bell, comptroller at 309 Fries Mill Rd, Suite 1 Echo Plaza, Sewell, NJ.

**PUBLIC FILINGS**

The following data is for information purposes only and is not the official record. Certified copies can only be obtained from the

(CONTINUED)



TRAVELERS CABLE T V INC  
SEWELL NJ

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FILINGS  
(Cont'd) official source.

\*\*\* UCC FILING(S) \*\*\*

COLLATERAL: All Accounts receivable - All Equipment  
 FILING NO: 96102798 DATE FILED: 05/22/1996  
 TYPE: Original LATEST INFO RECEIVED: 06/17/1996  
 SEC. PARTY: THE BANK OF GLOUCESTER COUNTY, FILED WITH: SECRETARY OF  
 WOODBURY, NJ STATE/UCC DIVISION,  
 DEBTOR: TRAVELERS CABLE TV, INC. NY

COLLATERAL: Inventory including proceeds and products - Accounts receivable  
 including proceeds and products - Equipment including proceeds and  
 products  
 FILING NO: 161978527 DATE FILED: 07/15/1996  
 TYPE: Original LATEST INFO RECEIVED: 07/30/1996  
 SEC. PARTY: THE BANK OF GLOUCESTER COUNTY, FILED WITH: SECRETARY OF  
 WOODBURY, NJ STATE/DEPARTMENT OF  
 DEBTOR: TRAVELERS CABLE TV, INC. ASSESSMENT AND  
 TAXATION/UCC DIVISION  
 MD

COLLATERAL: Accounts receivable including proceeds and products - Inventory  
 including proceeds and products - Machinery including proceeds and  
 products - Equipment including proceeds and products - Fixtures  
 including proceeds and products  
 FILING NO: 1700074 DATE FILED: 05/28/1996  
 TYPE: Original LATEST INFO RECEIVED: 06/17/1996  
 SEC. PARTY: THE BANK OF GLOUCESTER COUNTY, FILED WITH: SECRETARY OF  
 WOODBURY, NJ STATE/UCC DIVISION,  
 DEBTOR: TRAVELERS CABLE TV, INC. NJ

COLLATERAL: Accounts receivable including proceeds and products - Equipment  
 including proceeds and products  
 FILING NO: 960523 7103 DATE FILED: 05/23/1996  
 TYPE: Original LATEST INFO RECEIVED: 07/16/1996  
 SEC. PARTY: THE BANK OF GLOUCESTER COUNTY, FILED WITH: SECRETARY OF THE  
 WOODBURY, NJ COMMONWEALTH/UCC  
 DEBTOR: TRAVELERS CABLE TV, INC. DIVISION, VA

COLLATERAL: Accounts receivable including proceeds and products - Equipment  
 including proceeds and products  
 FILING NO: 464370 DATE FILED: 05/23/1996  
 TYPE: Original LATEST INFO RECEIVED: 07/08/1996  
 SEC. PARTY: THE BANK OF GLOUCESTER COUNTY, FILED WITH: SECRETARY OF  
 WOODBURY, NJ STATE/UCC DIVISION,  
 DEBTOR: TRAVELERS CABLE TV, INC. NH

COLLATERAL: Accounts receivable including proceeds and products - Equipment  
 including proceeds and products  
 FILING NO: 1173677 DATE FILED: 05/23/1996  
 TYPE: Original LATEST INFO RECEIVED: 06/04/1996  
 SEC. PARTY: THE BANK OF GLOUCESTER COUNTY, FILED WITH: SECRETARY OF  
 WOODBURY, NJ STATE/UCC DIVISION,  
 DEBTOR: TRAVELERS CABLE TV, INC. ME

COLLATERAL: Accounts receivable and products - Equipment and products  
 FILING NO: 25481158 DATE FILED: 05/22/1996  
 TYPE: Original LATEST INFO RECEIVED: 05/24/1996  
 SEC. PARTY: BANK OF GLOUCESTER COUNTY, FILED WITH: SECRETARY OF  
 WOODBURY, NJ STATE/UCC DIVISION,  
 DEBTOR: TRAVELERS CABLE TV INC PA

COLLATERAL: Specified Inventory including proceeds and products - Specified  
 Account(s) including proceeds and products - Specified Farm

(CONTINUED)

TRAVELERS CABLE T V INC  
SEWELL NJ

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FILINGS (Cont'd) products/crops including proceeds and products - Specified General  
intangibles(s) including proceeds and products - and OTHERS  
FILING NO: 1502718 DATE FILED: 03/25/1993  
TYPE: Original LATEST INFO RECEIVED: 06/08/1993  
SEC. PARTY: NATIONAL WESTMINSTER BANK NJ, FILED WITH: SECRETARY OF  
JERSEY CITY, NJ STATE/UCC DIVISION,  
DEBTOR: TRAVELERS CABLE COMMUNICATIONS NJ  
INC, DEPTFORD, NJ

COLLATERAL: Specified Communications equipment  
FILING NO: 1502718 DATE FILED: 11/17/1993  
TYPE: Partial release LATEST INFO RECEIVED: 12/21/1993  
SEC. PARTY: NATIONAL WESTMINSTER BANK NJ, ORIG. UCC FILED: 03/25/1993  
JERSEY CITY, NJ ORIG. FILING NO: 1502718  
DEBTOR: TRAVELERS CABLE COMMUNICATIONS FILED WITH: SECRETARY OF  
INC, DEPTFORD, NJ STATE/UCC DIVISION,  
NJ

FILING NO: 1502718 DATE FILED: 03/01/1995  
TYPE: Amendment LATEST INFO RECEIVED: 07/20/1995  
SEC. PARTY: NATIONAL WESTMINSTER BANK NJ, ORIG. UCC FILED: 03/25/1993  
JERSEY CITY, NJ ORIG. FILING NO: 1502718  
DEBTOR: TRAVELERS CABLE TV, INC. FILED WITH: SECRETARY OF  
STATE/UCC DIVISION,  
NJ

COLLATERAL: Specified Fixtures including proceeds and products - Specified  
Machinery including proceeds and products - Specified Equipment  
including proceeds and products  
FILING NO: 1400886 DATE FILED: 05/23/1991  
TYPE: Original LATEST INFO RECEIVED: 08/05/1992  
SEC. PARTY: NATIONAL WESTMINSTER BANK NJ, FILED WITH: SECRETARY OF  
CAPE MAY COURT HOUSE, NJ STATE/UCC DIVISION,  
DEBTOR: TRAVELERS CABLE COMMUNICATIONS NJ  
INC, DEPTFORD, NJ

FILING NO: 1400886 DATE FILED: 04/06/1995  
TYPE: Amendment LATEST INFO RECEIVED: 07/21/1995  
SEC. PARTY: NATWEST BANK N.A., JERSEY CITY, ORIG. UCC FILED: 05/23/1991  
NJ ORIG. FILING NO: 1400886  
DEBTOR: TRAVELERS CABLE TV, INC. FILED WITH: SECRETARY OF  
STATE/UCC DIVISION,  
NJ

The public record items contained in this report may have been paid, terminated, vacated or released prior to the date this report was printed.

HISTORY  
08/30/96

REBECCA BELL, PRES  
DIRECTOR(S): THE OFFICER(S)

BUSINESS TYPE: Corporation - Profit

DATE INCORPORATED: 04/24/1987  
STATE OF INCORP: New Jersey

AUTH SHARES-COMMON: 2,500  
PAR VALUE-COMMON: No Par Value

Business started 1985 by Russell Bell. Present control succeeded 1994. Relocated Aug 1994 from Deptford, NJ. 100% of capital stock is

(CONTINUED)

TRAVELERS CABLE T V INC  
SEWELL NJ

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**HISTORY**  
(Cont'd)

owned by Rebecca Bell. Purchase price declined.  
REBECCA BELL born 1962. OCCUPATIONAL BACKGROUND: 1989-present  
tax manager at KPMG, Philadelphia, PA. Has been active as a certified  
public accountant all career. Received Masters degree from the  
University of South Florida.  
Affiliate: The following is related through common principals,  
management and/or ownership.  
Travelers Utility Supply Inc, Sewell, NJ. Operates as a  
wholesaler of electrical supplies.

**OPERATION**  
08/30/96

Provides private cable television services (50%) and installs  
cable systems (50%).  
Terms: Wholesale subscriptions. Has 1,000 account(s). Sells to  
property developers. Territory: United States.  
Season peaks summer. Business slow winter.  
EMPLOYEES: 11-31 which includes officer(s). 4 employed here.  
Employees peak to 31 during summer.  
FACILITIES: Leases 5,000 sq. ft. in a one story brick building.  
LOCATION: Commercial section on well traveled street.  
BRANCHES: There is a branch located at 2334 Troical Shores Dr,  
Saint Petersburg, FL.  
09-03(387 /387) 0000 004083083 H



### **Amendment "B"**

Travelers Telecom Corporation appreciates this opportunity to present to you our managerial and technical qualifications for ALEC status.

Travelers Telecom is a start-up company jointly owned by Karl Albrecht of National Electric and Telephone (NET) and by Russell Bell who has been the C.E.O. of Travelers Cable TV, Inc for the last ten years.

NET is a telecommunications firm specializing in public telephones and business telephone systems. Headquartered in Downingtown, Pennsylvania, this Delaware-based corporation serves southeastern Pennsylvania and northern Delaware.

Since 1987 NET has strived to provide superior service, and as a result, their list of clients has grown to include many local shopping malls, food stores, restaurants, service stations, and truck stops. NET currently owns over three hundred public phones and monitors or services over twelve hundred phones provided by other independent pay phone providers. Live operators are provided by NET for exceptional calling service and customer assistance. Utilizing in-house operators also enables NET to reduce refund costs and provide instant identification of equipment or pay phone service requirements.

The president of NET, Karl Albrecht, received his Bachelor of Science degree in electrical engineering at Drexel University. He owned and operated an electrical contracting firm in the early 1970's and then went on to hold engineering management positions with several companies prior to starting NET.

The vice-president of NET, Kurt W. Albrecht, received his Bachelor of Science degree in electrical and computer engineering at Drexel University. He has extensive experience in programming and troubleshooting of public telephones and electronic telephone systems. Kurt served as a board member of the Central Atlantic Pay phone Association from 1992 through 1994. During this time he created a self-enforcement program for independent pay phone providers in Pennsylvania to ensure compliance with state and federal pay phone rules and regulations. This program has served as a model for other state associations. Kurt has written several articles which have appeared in industry publications. He has designed several enhancements for public telephones to make them more customer friendly. These enhancements have been implemented by pay phone manufacturers.

Travelers Cable TV, Inc. has serviced a unique niche in the market. For over ten years, Travelers Cable has furnished resort RV Parks and mobile home developments along the east coast, as well as Washington state and The Bahamas, with private cable television systems. Travelers Cable owns over fifty private cable systems and operates an additional fifty. Current subscribership is approximately fifteen thousand customers.



Travelers Cable has designed and installed custom systems and hardware which has totally eliminated potential competition. Travelers service is also without rival and has attained nearly one hundred percent customer satisfaction. Travelers utilizes only in-house personnel for cable installation and service on a national level. These abilities have allowed Travelers to become the nations largest private cable company servicing the resort campground industry, an industry of over twenty-seven thousand parks throughout the United States. This statement is evidenced by the fact that Travelers was recently awarded "Supplier of the Year" by the National Campground Association.

Russell Bell, serving as CEO, personally oversees the installation and service of all systems. He designed custom software and hardware which combines in-house or park television channels with the cable television system. This unique system is gaining popularity with public cable systems and hotels as well.

Russell's current management responsibilities include marketing, training of project supervisors and field technicians, material and equipment purchasing, cash flow analysis and budgeting