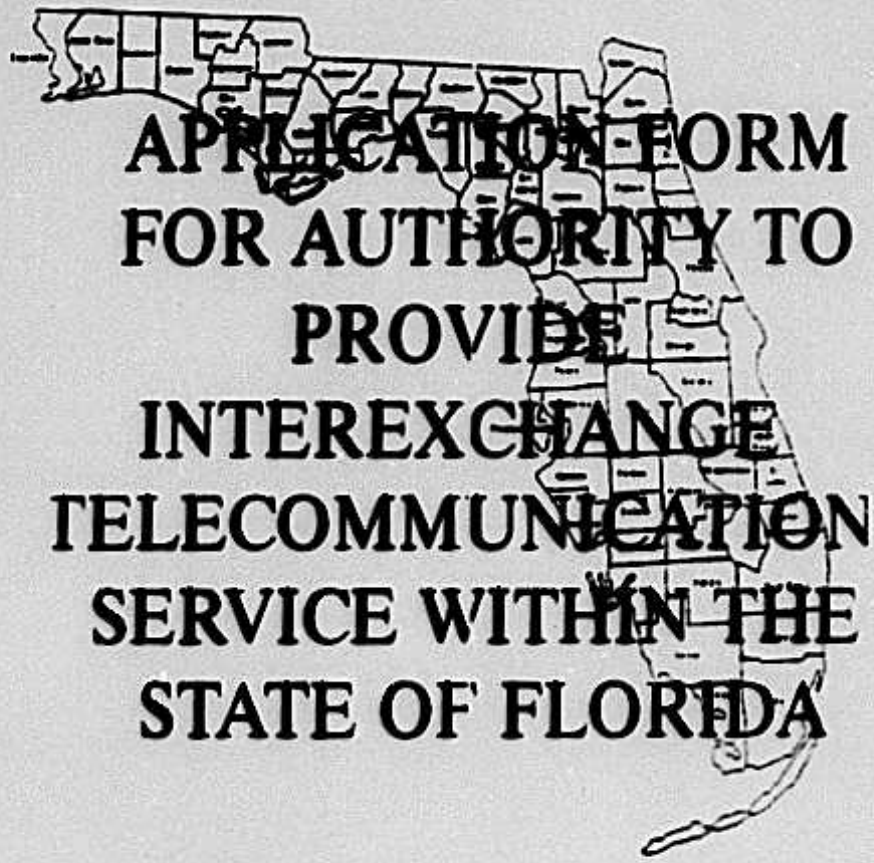


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**APPLICATION FORM
FOR AUTHORITY TO
PROVIDE
INTEREXCHANGE
TELECOMMUNICATION
SERVICE WITHIN THE
STATE OF FLORIDA**

DOCUMENT NUMBER-DATE

02011 04/19/76

FPSC-RECORDS/REPORTING

•• FLORIDA PUBLIC SERVICE COMMISSION •

DIVISION OF COMMUNICATIONS
BUREAU OF SERVICE EVALUATION

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

Instructions

- A. This form is used for an original application for a certificate and for approval of sale, assignment or transfer of an existing certificate. In case of a sale, assignment or transfer, the information provided shall be for the purchaser, assignee or transferee (See Appendix A).
- B. Respond to each item requested in the application and appendices. If an item is not applicable, please explain why.
- C. Use a separate sheet for each answer which will not fit the allotted space.
- D. If you have questions about completing the form, contact:
- E. Once completed, submit the original and six (6) copies of this form along with a non-refundable application fee of \$250.00 to:

**Florida Public Service Commission
Division of Communications
Bureau of Service Evaluation
2540 Shumard Oak Blvd.
Gunter Building
Tallahassee, Florida 32399-0850
(904) 413-6600**

**Florida Public Service Commission
Division of Administration
2540 Shumard Oak Blvd.
Gunter Building
Tallahassee, Florida 32399-0850
(904) 413-6251**

1. 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.
- (x) **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.
- () **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.
- () **Prepaid Debit Card Provider** - any person or entity that purchases 800 access from an underlying carrier or unaffiliated entity for use with prepaid debit card service and/or encodes the cards with personal identification numbers.

2. 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 an uncertificated company).
 - Approval for transfer of control (To another certificated company).

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

4. Name under which the applicant will do business (fictitious name, etc.):
UNIQUE COMMUNICATIONS, INC.

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

3557 NW 53rd Court
Ft. Lauderdale, Florida 33309

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

3557 NW 53rd Court
Ft. Lauderdale, Florida 33309

7. Structure of organization:

- Individual Corporation
- Foreign Corporation Foreign Partnership
- General Partnership Limited Partnership
- Other, _____

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.

Not 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.

NONE

(2) officer, director, partner or stockholder in any other Florida certificated telephone company. If yes, give name of company and relationship. If no longer associated with company, give reason why not.
UNIQUE COMMUNICATIONS, INC- President- Dennis Parker
UNIQUE has an ALEC Certificate

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: F-70628

See Attached-Exhibit A

- (b) Name and address of the company's Florida registered agent. Dennis A. Parker
3557 NW 53rd Court
Ft. Lauderdale, Florida 33309
- (c) Provide proof of compliance with the fictitious name statute (Chapter 865.09 FS), if applicable.

Fictitious name registration number: NONE

- (c) 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.

(2) officer, director, partner or stockholder in any other Florida certificated telephone company. If yes, give name of company and relationship. If no longer associated with company, give reason why not.
UNIQUE COMMUNICATIONS, INC. President- Dennis A. Parker
UNIQUE has an ALEC Certificate

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

- (a) The application; Dennis A. Parker- President
3557 NW 53rd Court
Ft. Lauderdale, Florida 33309
Tele# (954) 735-2010 Fax# (954) 735-2612
- (b) Official Point of Contact for the ongoing operations of the company; Dennis A. Parker- President
3557 NW 53rd Court
Ft. Lauderdale, Florida 33309
Tele# (954) 735-2010 Fax# (954) 735-2612
- (c) Tariff; Dennis A. Parker- President
3557 NW 53rd Court
Ft. Lauderdale, Florida 33309
Tele# (954) 735-2010 Fax# (954) 735-2612
- (d) Complaints/Inquiries from customers;
Dennis A. Parker- President Tele# (954) 735-2010
3557 NW 53rd Court Fax# (954) 735-2612
Ft. Lauderdale, Florida 33309

11. List the states in which the applicant:

- (a) Has operated as an interexchange carrier.
NO
- (b) Has applications pending to be certificated as an interexchange carrier.
NO
- (c) Is certificated to operate as an interexchange carrier.
NO
- (d) Has been denied authority to operate as an interexchange carrier and the circumstances involved.
NO
- (e) Has had regulatory penalties imposed for violations of telecommunications statutes and the circumstances involved.
NO
- (f) Has been involved in civil court proceedings with an interexchange carrier, local exchange company or other telecommunications entity, and the circumstances involved.
NO

12. What services will the applicant offer to other certificated telephone companies:

- Facilities. Operators.
 Billing and Collection. Sales.
 Maintenance.
 Other: _____
NONE

13. Do you have a marketing program?
YES

14. Will your marketing program:

- 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.).
UNIQUE COMMUNICATIONS Sales People- Four Percent(4%)
of Customers Gross Long Distance Bill

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.
 Other: (specify) _____

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?
UNIQUE COMMUNICATIONS, INC. will appear on bill.
Customers will contact Billing Dept. for questions on bill.
Contact Christie Palacio at 1-888-486-4183 ext. 115
- (b) Name and address of the firm who will bill for your service.
UNIQUE COMMUNICATION, INC.
3557 NW 53rd Court
Ft. Lauderdale, Florida 33309

18. Please provide all available documentation demonstrating that the applicant has the following capabilities to provide interexchange telecommunications service in Florida.

A. Financial capability.

Regarding the showing of financial capability, the following applies:

The application should contain the applicant's financial statements for the most recent 3 years, including:

1. the balance sheet
See Financial Statements Enclosed
2. income statement
See Financial Statements Enclosed
3. statement of retained earnings.
See Financial Statements Enclosed

Further, a written explanation, which can include supporting documentation, regarding the following should be provided to show financial capability.

1. Please provide documentation that the applicant has sufficient financial capability to provide the requested service in the geographic area proposed to be served. Exhibit B

2. Please provide documentation that the applicant has sufficient financial capability to maintain the requested service. Exhibit B

3. Please provide documentation that the applicant has sufficient financial capability to meet its lease or ownership obligations. Exhibit B

NOTE: This documentation may include, but is not limited to, financial statements, a projected profit and loss statement, credit references, credit bureau reports, and descriptions of business relationships with financial institutions. Exhibit C

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 Exhibit B

C. Technical capability. See Exhibit B

19. 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). Twelve (12) copies enclosed

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

NTS 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

NTS 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

NTS with statewide flat rates per minute (i.e. not distance sensitive)
 Method of access is FGA
 Method of access is FGB
 Method of access is FGD
 Method of access is 800

MTS for pay telephone service providers

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

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.)

Travel Service
 Method of access is 950
 Method of access is 800

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

Services included are:

Station assistance
 Person to Person assistance
 Directory assistance
 Operator verify and interrupt
 Conference Calling

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

Pay Telephone, Travel Service, End Users, Dial 800 Numbers, Operator Service Dial and Number (Routed to AT&T)

22. **Other:**

**** 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 interexchange 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 attachments. 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, punishable as provided in s. 775.082 and s. 775.083".

UTILITY OFFICIAL:

Dennis A. Parker
Signature

03-18-97
Date

Dennis A. Parker
President
Title

(954) 735-2010
Telephone No.

FORM PSC/CMU 31 (11/95)

Required by Commission Rule Nos. 25-24.471, 25-24.473, and 25-24.480(2).

•• APPENDIX A ••

CERTIFICATE TRANSFER STATEMENT

I, **(TYPE NAME)** _____,
(TITLE) _____, of **(NAME OF COMPANY)**
_____, and current
holder of certificate number _____, have reviewed
this application and join in the petitioner's request for a
transfer of the above-mention certificate.

UTILITY OFFICIAL:

Signature

Date

Title

Telephone No.

**** APPENDIX B ****

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.
- () 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:

Dennis A. Parker
Signature

03-18-97
Date

Dennis A. Parker

President

Title

(954) 735-2010

Telephone No.

**** APPENDIX C ****

INTRASTATE NETWORK

1. **POP:** Addresses where located, and indicate if owned or leased. Not Applicable

1) 2)

3) 4)

2. **SWITCHES:** Address where located, by type of switch, and indicate if owned or leased. Not Applicable

1) 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. Not Applicable

1) POP-to-POP TYPE OWNERSHIP

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 D). Not Applicable

5. **TRAFFIC RESTRICTIONS:** Please explain how the applicant will comply with the EAEA requirements contained in Commission Rule 25-24.471 (4) (a) (copy enclosed).

End Users will dial 10XXX Code or 800 Codd of 1XC we are going to rebill.

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:

a) What services have been provided and when did these services begin?
None

b) If the services are not currently offered, when were they discontinued?
None

UTILITY OFFICIAL:

Dennis A. Parker
Signature

03-18-97
Date

Dennis A. Parker

President

Title

(954) 735-2010
Telephone No.

**** APPENDIX D ****

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. Service area will cover all listed below in the state of Florida

In an effort to assist you, attached is a list of major exchanges in Florida showing the small exchanges with which each has extended area service (EAS).

**** 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
North	Zephyrhills
South	Palmetto
West	Clearwater

CLEARWATER:

St. Petersburg, Tampa-West and
Tarpon Springs.

ST. PETERSBURG:

Clearwater.

LAKELAND:

Bartow, Mulberry, Plant City,
Polk City and Winter Haven.

ORLANDO:

Apopka, East Orange, Lake Buena
Vista, Oviedo, Windermere,
Winter Garden,
Winter Park, Montverde, Reedy
Creek, and Oviedo-Winter
Springs.

WINTER PARK:

Apopka, East Orange, Lake Buena Vista,
Orlando, Oviedo, Sanford, Windermere,
Winter Garden, Oviedo-Winter Springs
Reedy Creek, Geneva and Montverde.

TITUSVILLE:

Cocoa and Cocoa Beach.

COCOA:

Cocoa Beach, Eau Gallie,
Melbourne and Titusville.

MELBOURNE:

Cocoa, Cocoa Beach, Eau Gallie
and Sebastian.

SARASOTA:

Bradenton, Myakka and Venice.

FT. MYERS:

Cape Coral, Ft. Myers Beach, North Cape
Coral, North Ft. Myers, Pine Island, Lehigh
Acres and Sanibel-Captiva Islands.

NAPLES:

Marco Island and North Naples.

WEST PALM BEACH:

Boynton Beach and Jupiter.

FORM PSC/CMU 31 (11/95)

Required by Commission Rule Nos. 25-24.471, 25-24.473, and 25-
24.480(2).

POMPANO BEACH:

Boca Raton, Coral Springs,
Deerfield Beach and Ft.
Lauderdale.

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

INTEREXCHANGE COMPANY: means any telephone company, as defined in Section 364.02(4), F.S. (excluding Payphone Providers), which provides telecommunication service between exchange areas as those areas are described in the approved tariffs of individual local exchange companies.

INTER-OFFICE CALL: A telephone call originating in one central office unit or entity but terminating in another central office unit or entity both of which are in the same designated exchange area.

INTRA-OFFICE CALL: A telephone call originating and terminating within the same central office unit or entity.

INTRASTATE COMMUNICATIONS: The term denotes any communications in Florida subject to oversight by the Florida Public Service Commission as provided by the laws of the State.

INTRA-STATE TOLL MESSAGE: Those toll messages which originate and terminate within the same state.

LOCAL ACCESS AND TRANSPORT AREA: LATA means the geographic area established for the administration of communications service. It encompasses designated exchanges, which are grouped to serve common social, economic and other purposes.

LOCAL EXCHANGE COMPANY (LEC): Means any telephone company, as defined in Section 364.02(4), F.S., which, in addition to any other telephonic communication service, provides telecommunication service within exchange areas as those areas are described in the approved tariffs of the telephone company.

OPTIONAL CALLING PLAN: An optional service furnished under tariff provisions which recognizes a need of some subscribers for extended area calling without imposing the cost on the entire body of subscribers.

900 SERVICE: A service similar to 800 service, except this service is charged back to the customer based on first minute plus additional minute usage.

PIN NUMBER: A group of numbers used by a company to identify their customers.

PAY TELEPHONE SERVICE COMPANY: Means any telephone company, other than a Local Exchange Company, which provides pay telephone service as defined in Section 364.335(4), F.S.

POINT OF PRESENCE (POP): Bell-coined term which designates the

FORM PSC/CMU 31 (11/95)

Required by Commission Rule Nos. 25-24.471, 25-24.473, and 25-24.480(2).

actual (physical) location of an IXC's facility. Replaces some applications of the term "demarcation point."

PRIMARY SERVICE: Individual line service or party line service.

RESELLER: An IXC that does not have certain facilities but purchases telecommunications service from an IXC and then resells that service to others.

STATION: A telephone instrument consisting of a transmitter, receiver, and associated apparatus so connected as to permit sending and/or receiving telephone messages.

SUBSCRIBER, CUSTOMER: These terms may be used interchangeably herein and shall mean any person, firm, partnership, corporation, municipality, cooperative organization, or governmental agency supplied with communication service by a telephone company.

SUBSCRIBER LINE: The circuit or channel used to connect the subscriber station with the central office equipment.

SWITCHING CENTER: Location at which telephone traffic, either local or toll, is switched or connected from one circuit or line to another. A local switching center may be comprised of several central office units.

TRUNK: A communication channel between central office units or entities, or private branch exchanges.

ATTACHMENTS:

- A - CERTIFICATE TRANSFER STATEMENT**
- B - CUSTOMER DEPOSITS AND ADVANCE PAYMENTS**
- C - INTRASTATE NETWORK**
- D - FLORIDA TELEPHONE EXCHANGES and EAS ROUTES**
- E - GLOSSARY**

UNIQUE COMMUNICATIONS, INC.

BALANCE SHEET

SEPTEMBER 30, 1996

ASSETS

CURRENT ASSETS:

Cash	\$	31,692	
Accounts Receivable		80,254	
Inventory/Work In Progress		<u>252,875</u>	

TOTAL CURRENT ASSETS **\$ 364,821**

PROPERTY AND EQUIPMENT, at cost net of accumulated depreciation of \$75,155 **127,819**

OTHER ASSETS **7,052**

\$499,692

LIABILITIES AND STOCKHOLDER'S EQUITY

CURRENT LIABILITIES:

Accounts payable and accrued expenses	\$	53,764	
Current portion of notes payable		<u>16,787</u>	

TOTAL CURRENT LIABILITIES **\$ 70,551**

NOTES PAYABLE **71,530**

CREDIT LINE PAYABLE **80,000**

LOAN FROM STOCKHOLDERS **110,553**

STOCKHOLDER'S EQUITY

Contributed capital	\$	23,000	
5,000 shares authorized, 205 shares issued and outstanding			
Retained earnings		<u>144,058</u>	<u>167,058</u>

\$499,692

UNIQUE COMMUNICATIONS, INC.

**COMPILED FINANCIAL STATEMENTS
YEAR ENDED SEPTEMBER 30, 1995**

UNIQUE COMMUNICATIONS, INC.
YEAR ENDED SEPTEMBER 30, 1995

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Elaine M. Norton, P.A.
CERTIFIED PUBLIC ACCOUNTANT

UNIQUE COMMUNICATIONS, INC.
Board of Directors
Fort Lauderdale, Florida

We have compiled the accompanying balance sheet of Unique Communications, Inc. as of September 30, 1995, and the related statements of operations and retained earnings, and cash flows for the year then ended, in accordance with the Statements for Accounting and Review Services issued by the American Institute of Certified Public Accountants.

A compilation is limited to presenting in the form of financial statements, information that is the representation of management. 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.

Elaine M. Norton, P.A.

ELAINE M. NORTON, P.A.
Certified Public Accountant

December 22, 1995

UNIQUE COMMUNICATIONS, INC.

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BALANCE SHEET

SEPTEMBER 30, 1995

ASSETS

CURRENT ASSETS:

Cash	\$ 59,360	
Accounts receivable (Note A)	79,896	
Inventory (Notes A & B)	<u>201,824</u>	

TOTAL CURRENT ASSETS \$ 341,080

PROPERTY AND EQUIPMENT, at cost net of accumulated depreciation of \$75,155 (Notes A & C) 127,819

OTHER ASSETS 7,052

\$ 475,951

LIABILITIES AND STOCKHOLDERS' EQUITY

CURRENT LIABILITIES:

Accounts payable and accrued expenses	\$ 61,594	
Current portion of notes payable (Note D)	<u>20,576</u>	

TOTAL CURRENT LIABILITIES \$ 82,170

NOTES PAYABLE (Note D) 73,529

CREDIT LINE PAYABLE (Note E) 80,000

DEFERRED REVENUE (Note A) 2,736

LOAN FROM STOCKHOLDERS 110,553

STOCKHOLDERS' EQUITY:

Contributed capital	\$ 23,000	
5,000 shares authorized, 205 shares issued and outstanding		
Retained earnings	<u>103,963</u>	<u>126,963</u>

\$ 475,951

See accountants' compilation report & notes to financial statements.

UNIQUE COMMUNICATIONS, INC.

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STATEMENT OF OPERATIONS AND RETAINED EARNINGS

YEAR ENDED SEPTEMBER 30, 1995

SALES	\$ 1,351,656	
COST OF SALES	<u>662,029</u>	
GROSS PROFIT		\$ 689,627
OPERATING EXPENSES:		
Salaries & wages	\$ 134,814	
Insurance	59,959	
Taxes & licenses	58,178	
Communications	48,008	
Rents	46,686	
Advertising	31,010	
Depreciation	25,943	
Office expense	17,979	
Commissions	12,535	
Bad debt expense	11,035	
Business development	10,605	
Repairs & maintenance	5,690	
Professional fees	5,557	
Utilities & refuse	5,403	
Uniforms	3,825	
Personnel expense	3,718	
Meetings & conventions	2,318	
Other operating	<u>3,090</u>	486,353
OTHER:		
Interest expense, net	\$ 25,827	
Incurred for theft recovery & move	<u>15,372</u>	<u>41,199</u>
INCOME FROM OPERATIONS BEFORE OFFICERS' SALARIES AND INCOME TAX PROVISION		162,075
OFFICERS' SALARIES		<u>156,769</u>
NET INCOME BEFORE INCOME TAX PROVISION		5,306
PROVISION FOR INCOME TAXES (Notes A & F)		<u>5,165</u>
NET INCOME		141
RETAINED EARNINGS, beginning of year		<u>103,822</u>
RETAINED EARNINGS, end of year		<u>\$ 103,963</u>

See accountants' compilation report & notes to financial statements.

UNIQUE COMMUNICATIONS, INC.

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STATEMENT OF CASH FLOWS

YEAR ENDED SEPTEMBER 30, 1995

Increase (Decrease) in Cash

CASH FLOWS FROM OPERATING ACTIVITIES:

Net income	\$ 141
Adjustments to reconcile net income to net cash provided by operating activities:	
Depreciation	25,943
Change in assets & liabilities:	
Decrease in accounts receivable	117,575
Increase in inventories	(94,348)
Increase in accounts payable & accrued expenses	37,124
Decrease in deferred revenue	<u>(1,301)</u>

Net cash provided by operating activities \$ 85,134

CASH FLOWS FROM INVESTING ACTIVITIES:

Payments for machinery & equipment	\$ (81,686)
Advances to employees, net	<u>(3,081)</u>

Net cash used by investing activities (84,767)

CASH FLOWS FROM FINANCING ACTIVITIES:

Advances from installment notes	\$ 57,024
Advances from credit lines	22,000
Principal payments on notes	(24,817)
Payments on stockholder loans	<u>(6,546)</u>

Net cash provided by financing activities 47,661

NET INCREASE IN CASH 48,028

CASH, beginning of year 11,332

CASH, end of year \$ 59,360

Supplemental cash flow information:

Interest paid on notes	<u>\$ 26,127</u>
Income taxes paid	<u>\$ 5,165</u>

See accountants' compilation report.

UNIQUE COMMUNICATIONS, INC.

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NOTES TO FINANCIAL STATEMENTS

YEAR ENDED SEPTEMBER 30, 1995

A. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES:

- (1) Organization -- Unique Communications, Inc. was formed in Florida on March 11, 1982, for the purpose of providing total telecommunications service, including sales, installations and maintenance of systems.
- (2) Accounts receivable -- The Company used the direct write-off method of accounting for bad debts.
- (3) Inventory -- Inventory is stated at the lower of cost (principally first-in, first-out or market).
- (4) Depreciation -- Property and equipment is stated at cost. The Company provides for depreciation on the straight-line method. Estimated useful lives of the various classes of property and equipment range from five to seven years.
- (5) Income Taxes -- The Company provides for taxes for reporting purposes, on the basis of items included in the determination of income reported for tax purposes. (See Note F)
- (6) Revenue Recognition -- The Company records sales on the completed contract method. Accordingly, revenues received in advance and costs of contracts in progress are deferred until contracts are completed.

B. INVENTORY:

Inventory consists of the following at September 30, 1995:

Materials	\$ 98,895
Work in progress	<u>102,929</u>
	<u>\$ 201,824</u>

C. PROPERTY AND EQUIPMENT:

Property and equipment are summarized as follows at September 30, 1995:

Transportation	\$ 119,779
Furniture, fixtures & equipment	79,067
Leasehold improvements	<u>4,128</u>
	202,974
Less: accumulated depreciation	<u>75,155</u>
	<u>\$ 127,819</u>

See accountants' compilation report.

UNIQUE COMMUNICATIONS, INC.

6

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

YEAR ENDED SEPTEMBER 30, 1995

D. NOTES PAYABLE:

Notes payable consist of the following at September 30, 1995:

9.75% note due March 2000, payable in monthly installments of \$686, including interest. Collateralized by a vehicle having a net book value of \$32,985.	\$ 30,775
16.07% note due March 2000, payable in monthly installments of \$350, including interest. Collateralized by a vehicle having a net book value of \$12,947.	13,237
16.29% note due October 1999, payable in monthly installments of \$329, including interest. Collateralized by a vehicle having a net book value of \$9,757.	11,544
16.29% note due October 1999, payable in monthly installments of \$329, including interest. Collateralized by a vehicle having a net book value of \$9,757.	11,544
18.01% note due April 2000, payable in monthly installments of \$258, including interest. Collateralized by equipment having a net book value of \$9,138.	9,496
16.99% note due October 1997, payable in monthly installments of \$290, including interest. Collateralized by a vehicle having a net book value of \$5,830.	6,064
16.99% note due October 1997, payable in monthly installments of \$282, including interest. Collateralized by a vehicle having a net book value of \$5,671.	5,899
16.99% note due October 1997, payable in monthly installments of \$265, including interest. Collateralized by a vehicle having a net book value of \$5,332.	5,546
	<u>94,105</u>
	Less current portion <u>20,576</u>
	<u>\$ 73,529</u>

(continued)

See accountants' compilation report.

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UNIQUE COMMUNICATIONS, INC.

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

YEAR ENDED SEPTEMBER 30, 1995

D. NOTES PAYABLE (continued):

Aggregate maturities of notes payable at September 30, 1995:

1996	\$ 20,576
1997	24,607
1998	18,705
1999	20,566
2000	<u>9,651</u>
	<u>\$ 94,105</u>

E. CREDIT LINE PAYABLE:

Secured \$80,000 revolving credit line payable to Citibank, F.S.B., with interest payable monthly at Wall Street Prime plus 2%, under an agreement dated May 6, 1994, renewable annually. Collateralized by certain company assets having a net book value of approximately \$215,200, and personally guaranteed by the corporate officers.

F. PROVISION FOR INCOME TAXES:

The provision for income taxes is composed of the following:

Federal provision of statutory rates	\$ 3,931
State provision of statutory rates	<u>1,234</u>
	<u>\$ 5,165</u>

G. COMMITMENTS:

The Company moved its office facility to a new location in March 1995, under a five-year operating lease. Related annual rent expense approximates \$58,900 in the first lease year, with a three percent annual cost of living index adjustment for the remaining four years.

See accountants' compilation report.

UNIQUE COMMUNICATIONS, INC.

**COMPILED FINANCIAL STATEMENTS
YEAR ENDED SEPTEMBER 30, 1994**

UNIQUE COMMUNICATIONS, INC.
YEAR ENDED SEPTEMBER 30, 1994

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Elaine M. Norton, P.A.
CERTIFIED PUBLIC ACCOUNTANT

UNIQUE COMMUNICATIONS, INC.
Board of Directors
Fort Lauderdale, Florida

We have compiled the accompanying balance sheet of Unique Communications, Inc. as of September 30, 1994, and the related statements of operations and retained earnings, and cash flows for the year then ended, in accordance with the Statements for Accounting and Review Services issued by the American Institute of Certified Public Accountants.

A compilation is limited to presenting in the form of financial statements, information that is the representation of management. 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.

Elaine M. Norton, P.A.
ELAINE M. NORTON, P.A.
Certified Public Accountant

January 25, 1995

UNIQUE COMMUNICATIONS, INC.

2

BALANCE SHEET

SEPTEMBER 30, 1994

ASSETS

CURRENT ASSETS:

Cash	\$ 11,332	
Accounts receivable (Note A)	197,471	
Inventory (Notes A & B)	<u>107,476</u>	

TOTAL CURRENT ASSETS \$ 316,279

PROPERTY AND EQUIPMENT, at cost net of accumulated depreciation of \$90,588 (Notes A & C) 72,076

OTHER ASSETS 3,971

\$ 392,326

LIABILITIES AND STOCKHOLDERS' EQUITY

CURRENT LIABILITIES:

Accounts payable and accrued expenses	\$ 24,470	
Current portion of notes payable (Note D)	<u>15,414</u>	

TOTAL CURRENT LIABILITIES \$ 39,884

NOTES PAYABLE (Note D) 46,484

CREDIT LINE PAYABLE (Note E) 58,000

DEFERRED REVENUE (Note A) 4,037

LOAN FROM STOCKHOLDERS 117,099

STOCKHOLDERS' EQUITY:

Contributed capital	\$ 23,000	
---------------------	-----------	--

5,000 shares authorized,

205 shares issued and outstanding

Retained earnings	<u>103,822</u>	<u>126,822</u>
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\$ 392,326

See accountants' compilation report & notes to financial statements.

UNIQUE COMMUNICATIONS, INC.

3

STATEMENT OF OPERATIONS AND RETAINED EARNINGS

YEAR ENDED SEPTEMBER 30, 1994

SALES	\$ 1,328,396	
COST OF SALES	<u>642,270</u>	
GROSS PROFIT		\$ 686,126
OPERATING EXPENSES:		
Salaries & wages	\$ 128,911	
Commissions	71,958	
Taxes & licenses	47,143	
Insurance	44,490	
Communications	41,651	
Rents	41,386	
Depreciation	17,892	
Office expense	12,981	
Personnel expense	9,587	
Professional fees	7,850	
Advertising	7,114	
Utilities & refuse	5,496	
Meetings & conventions	5,141	
Business development	5,021	
Uniforms	2,993	
Dues & memberships	2,068	
Security	2,035	
Other operating	<u>1,246</u>	454,963
OTHER:		
Interest expense, net		<u>16,987</u>
INCOME FROM OPERATIONS BEFORE OFFICERS' SALARIES AND INCOME TAX PROVISION		214,176
OFFICERS' SALARIES		<u>178,606</u>
NET INCOME BEFORE INCOME TAX PROVISION		35,570
PROVISION FOR INCOME TAXES (Notes A & F)		<u>8,489</u>
NET INCOME		27,081
RETAINED EARNINGS, beginning of year		<u>76,741</u>
RETAINED EARNINGS, end of year		<u>\$ 103,822</u>

See accountants' compilation report & notes to financial statements.

UNIQUE COMMUNICATIONS, INC.

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STATEMENT OF CASH FLOWS

YEAR ENDED SEPTEMBER 30, 1994

Increase (Decrease) in Cash

CASH FLOWS FROM OPERATING ACTIVITIES:	
Net income	\$ 27,081
Adjustments to reconcile net income to net cash used by operating activities:	
Depreciation	17,892
Change in assets & liabilities:	
Increase in inventories	(84,846)
Increase in accounts receivable	(32,141)
Increase in accounts payable & accrued expenses	6,556
Increase in deferred revenue	<u>2,801</u>
Net cash used by operating activities	<u>\$(62,657)</u>
CASH FLOWS FROM INVESTING ACTIVITIES:	
Payments for machinery & equipment, net trades	<u>\$(42,192)</u>
Net cash used by investing activities	<u>(42,192)</u>
CASH FLOWS FROM FINANCING ACTIVITIES:	
Advances from credit lines	\$ 58,000
Advances from installment notes	26,878
Principal payments on notes	(13,416)
Payments on stockholder loans	<u>(12,081)</u>
Net cash provided by financing activities	<u>59,381</u>
NET DECREASE IN CASH	<u>(45,468)</u>
CASH, beginning of year	<u>56,800</u>
CASH, end of year	<u><u>\$ 11,332</u></u>
<u>Supplemental cash flow information:</u>	
Interest paid on notes	<u>\$ 17,287</u>
Income taxes paid	<u>\$ 8,489</u>

See accountants' compilation report.

UNIQUE COMMUNICATIONS, INC.

NOTES TO FINANCIAL STATEMENTS

YEAR ENDED SEPTEMBER 30, 1994

A. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES:

- (1) Organization -- Unique Communications, Inc. was formed in Florida on March 11, 1982, for the purpose of providing total telecommunications service, including sales, installation and maintenance of systems.
- (2) Accounts receivable -- The Company uses the direct write-off method of accounting for bad debts.
- (3) Inventory -- Inventory is stated at the lower of cost (principally first-in, first-out) or market.
- (4) Depreciation -- Property and equipment is stated at cost. The Company provides for depreciation on the straight-line method. Estimated useful lives of the various classes of property and equipment range from five to seven years.
- (5) Income Taxes -- The Company provides for taxes for reporting purposes, on the basis of items included in the determination of income reported for tax purposes. (See Note F)
- (6) Revenue Recognition -- The Company records sales on the completed contract method. Accordingly, revenues received in advance and costs of contracts in progress are deferred until contracts are completed.

B. INVENTORY:

Inventory consists of the following at September 30, 1994:

Materials	\$ 56,850
Work in Progress	<u>50,626</u>
	<u>\$ 107,476</u>

C. PROPERTY AND EQUIPMENT:

Property and equipment are summarized as follows at September 30, 1994:

Transportation	\$ 112,979
Furniture, fixtures & equipment	47,080
Leasehold improvements	<u>2,605</u>
	162,664
Less: accumulated depreciation	<u>90,588</u>
	<u>\$ 72,076</u>

See accountants' compilation report.

UNIQUE COMMUNICATIONS, INC.

6

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

YEAR ENDED SEPTEMBER 30, 1994

D. NOTES PAYABLE:

Notes payable consist of the following at September 30, 1994:

16.29% note due October 1999, payable in monthly installments of \$329, including interest. Collateralized by a vehicle having a net book value of \$12,545.	\$ 13,439
16.29% note due October 1999, payable in monthly installments of \$329, including interest. Collateralized by a vehicle having a net book value of \$12,545.	13,439
16.99% note due October 1997, payable in monthly installments of \$290, including interest. Collateralized by a vehicle having a net book value of \$8,162.	8,299
16.99% note due October 1997, payable in monthly installments of \$282, including interest. Collateralized by a vehicle having a net book value of \$7,940.	8,073
14.24% note due March 1995, payable in monthly installments of \$602, including interest. Collateralized by a vehicle having a net book value of \$-0-.	3,466
16.99% note due October 1997, payable in monthly installments of \$265, including interest. Collateralized by a vehicle having a net book value of \$7,465.	7,591
16.99% note due October 1997, payable in monthly installments of \$265, including interest. Collateralized by a vehicle having a net book value of \$7,465.	<u>7,591</u>
	61,898
	Less current portion <u>15,414</u>
	<u>\$ 46,484</u>

(continued)

See accountants' compilation report.

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UNIQUE COMMUNICATIONS, INC.
NOTES TO FINANCIAL STATEMENTS (CONTINUED)
YEAR ENDED SEPTEMBER 30, 1994

D. NOTES PAYABLE (continued):

Aggregate maturities of notes payable at September 30, 1994:

1995	\$ 15,414
1996	14,396
1997	17,136
1998	7,161
1999 & thereafter	<u>7,791</u>
	<u>\$ 61,898</u>

E. CREDIT LINE PAYABLE:

Secured \$80,000 revolving credit line payable to Citibank, F.S.B., with interest payable monthly at Wall Street Prime plus 2%, due on June 6, 1995. Collateralized by certain company assets and personally guaranteed by the corporate officers. Balance used on line outstanding at September 30, 1994 was \$58,000.

F. PROVISION FOR INCOME TAXES:

The provision for income taxes is composed of the following:

Federal provision of statutory rates	\$ 6,326
State provision of statutory rates	<u>2,163</u>
	<u>\$ 8,489</u>

G. COMMITMENTS:

The Company leases an office facility under an operating lease. Related annual rent expense approximates \$41,300 with annual cost of living index adjustments.

See accountants' compilation report.

UNIQUE COMMUNICATIONS, INC.

**COMPILED FINANCIAL STATEMENTS
YEAR ENDED SEPTEMBER 30, 1993**

UNIQUE COMMUNICATIONS, INC.
YEAR ENDED SEPTEMBER 30, 1993

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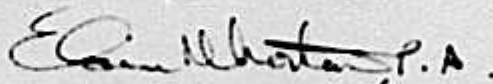
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Elaine M. Norton, P.A.
CERTIFIED PUBLIC ACCOUNTANT

UNIQUE COMMUNICATIONS, INC.
Board of Directors
Fort Luaderdale, Florida

We have compiled the accompanying balance sheet of Unique Communications, Inc. as of September 30, 1993, and the related statements of operations and retained earnings, and cash flows for the year then ended, in accordance with the standards established by the American Institute of Certified Public Accountants.

A compilation is limited to presenting in the form of financial statements, information that is the representation of management. 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.



ELAINE M. NORTON, P.A.
Certified Public Accountant

December 6, 1993

UNIQUE COMMUNICATIONS, INC.

2

BALANCE SHEET

SEPTEMBER 30, 1993

ASSETS

CURRENT ASSETS:

Cash	\$ 56,800	
Accounts receivable (Note A)	165,330	
Inventory (Notes A & B)	<u>22,630</u>	

TOTAL CURRENT ASSETS \$ 244,760

PROPERTY AND EQUIPMENT, at cost net of accumulated depreciation of \$72,696 (Notes A & C) 49,795

OTHER ASSETS 1,952

\$ 296,507

LIABILITIES AND STOCKHOLDERS' EQUITY

CURRENT LIABILITIES:

Accounts payable and accrued expenses	\$ 17,914	
Current portion of notes payable (Note D)	<u>13,416</u>	

TOTAL CURRENT LIABILITIES \$ 31,330

NOTES PAYABLE (Note D) 35,020

DEFERRED REVENUE (Note A) 1,236

LOAN FROM STOCKHOLDERS 129,180

STOCKHOLDERS' EQUITY:

Contributed capital	\$ 23,000	
---------------------	-----------	--

5,000 shares authorized,

205 shares issued and outstanding

Retained earnings	<u>76,741</u>	<u>99,741</u>
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\$ 296,507

See accountants' compilation report & notes to financial statements.

UNIQUE COMMUNICATIONS, INC.

3

STATEMENT OF OPERATIONS AND RETAINED EARNINGS

YEAR ENDED SEPTEMBER 30, 1993

SALES	\$ 1,111,107	
COST OF SALES	<u>561,281</u>	
GROSS PROFIT		\$ 549,826
OPERATING EXPENSES:		
Salaries & wages	\$ 91,971	
Commissions & bonuses	90,589	
Taxes & licenses	49,635	
Rents	44,387	
Insurance	37,684	
Communications	30,702	
Depreciation	15,311	
Office expense	13,923	
Business development	7,289	
Professional fees	4,900	
Utilities & refuse	4,026	
Meetings & conventions	3,734	
Advertising	3,040	
Repairs & maintenance	2,839	
Bad debt expense	2,478	
Uniforms	2,313	
Other operating	<u>1,297</u>	406,118
OTHER:		
Interest expense, net		<u>20,731</u>
INCOME FROM OPERATIONS BEFORE OFFICERS' SALARIES AND INCOME TAX PROVISION		122,977
OFFICERS' SALARIES		<u>93,140</u>
NET INCOME BEFORE INCOME TAX PROVISION		29,837
PROVISION FOR INCOME TAXES (Notes A & E)		<u>9,676</u>
NET INCOME		20,161
RETAINED EARNINGS, beginning of year		<u>56,580</u>
RETAINED EARNINGS, end of year		<u>\$ 76,741</u>

See accountants' compilation report & notes to financial statements.

UNIQUE COMMUNICATIONS, INC.

4

STATEMENT OF CASH FLOWS

YEAR ENDED SEPTEMBER 30, 1993

Increase (Decrease) in Cash

CASH FLOWS FROM OPERATING ACTIVITIES:

Net income	\$ 20,161
Adjustments to reconcile net income to net cash provided by operating activities:	
Depreciation	15,311
Change in assets & liabilities:	
Decrease in accounts receivable	93,240
Decrease in accounts payable & accrued expenses	(45,097)
Decrease in inventories	10,970
Decrease in deferred revenue	(4,109)
Other, net	<u>650</u>

Net cash provided by operating activities \$ 91,126

CASH FLOWS FROM INVESTING ACTIVITIES:

Payments for machinery & equipment, net trades	<u>\$ (49,756)</u>
Net cash used by investing activities	(49,756)

CASH FLOWS FROM FINANCING ACTIVITIES:

Advances from installment notes	\$ 44,331
Principal payments on notes	(13,134)
Payments on stockholder loans	<u>(35,039)</u>
Net cash used by financing activities	<u>(3,842)</u>

NET INCREASE IN CASH 37,528

CASH, beginning of year 19,272

CASH, end of year \$ 56,800

Supplemental cash flow information:

Interest paid on notes	<u>\$ 20,971</u>
Income taxes paid	<u>\$ 9,676</u>

See accountants' compilation report.

UNIQUE COMMUNICATIONS, INC.

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NOTES TO FINANCIAL STATEMENTS

YEAR ENDED SEPTEMBER 30, 1993

A. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES:

- (1) Organization -- Unique Communications, Inc. was formed in Florida on March 11, 1982, for the purpose of providing total telecommunications service, including sales, installation and maintenance of systems.
- (2) Accounts receivable -- The Company uses the direct write-off method of accounting for bad debts.
- (3) Inventory -- Inventory is stated at the lower of cost (principally first-in, first-out) or market.
- (4) Depreciation -- Property and equipment is stated at cost. The Company provides for depreciation on the straight-line method. Estimated useful lives of the various classes of property and equipment range from five to seven years.
- (5) Income Taxes -- The Company provides for taxes for reporting purposes, on the basis of items included in the determination of income reported for tax purposes. (See Note E)
- (6) Revenue Recognition -- The Company records sales on the completed contract method. Accordingly, revenues received in advance and costs of contracts in progress are deferred until contracts are completed.
- (7) Change in Fiscal Year -- Effective February 01, 1988, the Company changed its fiscal year end from January 31 to September 30.

B. INVENTORY:

Inventory consists of the following at September 30, 1993:

Materials	\$ 22,630
Work in Progress	<u>-0-</u>
	<u>\$ 22,630</u>

See accountants' compilation report.

UNIQUE COMMUNICATIONS, INC.

6

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

YEAR ENDED SEPTEMBER 30, 1993

C. PROPERTY AND EQUIPMENT:

Property and equipment are summarized as follows at September 30, 1993:

Transportation	\$ 85,101
Furniture, fixtures & equipment	34,785
Leasehold improvements	<u>2,605</u>
	122,491
Less: accumulated depreciation	<u>72,696</u>
	<u>\$ 49,795</u>

D. NOTES PAYABLE:

Notes payable consist of the following at September 30, 1993:

16.99% note due October 1997, payable in monthly installments of \$290, including interest. Collateralized by a vehicle having a net book value of \$10,494.	\$ 10,188
16.99% note due October 1997, payable in monthly installments of \$282 including interest. Collateralized by a vehicle having a net book value of \$10,209.	9,911
14.24% note due March 1995, payable in monthly installments of \$602, including interest. Collateralized by a vehicle having a net book value of \$3,244	9,703
16.99% note due October 1997, payable in monthly installments of \$265, including interest. Collateralized by a vehicle having a net book value of \$9,598.	9,317
16.99% note due October 1997, payable in monthly installments of \$265, including interest. Collateralized by a vehicle having a net book value of \$9,598.	<u>9,317</u>
	48,436
Less current portion	<u>13,416</u>
	<u>\$ 35,020</u>

(continued)

See accountants' compilation report.

UNIQUE COMMUNICATIONS, INC.

7

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

YEAR ENDED SEPTEMBER 30, 1993

D. NOTES PAYABLE (continued):

Aggregate maturities of notes payable at September 30, 1993:

1994	\$ 13,416
1995	11,964
1996	10,060
1997	11,909
1998	<u>1,087</u>
	<u>\$ 48,436</u>

E. PROVISION FOR INCOME TAXES:

The provision for income taxes is composed of the following:

Federal provision of statutory rates	\$ 7,181
State provision of statutory rates	<u>2,495</u>
	<u>\$ 9,676</u>

F. COMMITMENTS:

The Company leases an office facility under an operating lease. Related annual rent expense approximates \$41,000, with annual cost of living index adjustments.

State of Florida

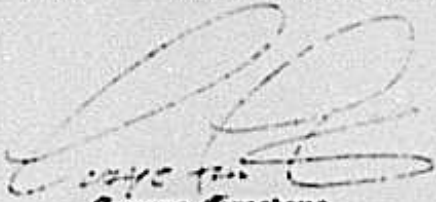


Department of State

I certify that the attached is a true and correct copy of the Articles of Incorporation of UNIQUE COMMUNICATIONS, INC., a corporation organized under the Laws of the State of Florida, filed on March 11, 1982.

The charter number for this corporation is F70628.

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
17th day of March, 1982.



George Firestone
Secretary of State

EXHIBIT B**ITEM 15**

Reference Page 4
#15, Item A, B, C

Unique Communications, Inc. was established March 11, 1982 as a Telephone Interconnect Company in the State of Florida. During the 14 years of service, Unique has acquired over 4,000 customers and provided sales, installations, maintenance and service to them. This year Unique was ranked number five out of twenty five by the South Florida Business Journal for the "Largest Business Telephone Systems Firms" in the South Florida area. (See Exhibit A)

A. Financial Capability

1. Unique has been servicing Dade, Broward, and Palm Beach Counties for 14 years and we will be serving these counties the ALEC license so no further finances would be required. We have a proven record of financial capability in these counties.
2. We have acquired a private financing agreement to cover any bad debt. Our established business has shown a profit every year for 14 years further showing we will have the capability to maintain the service.
3. There will be no additional lease or ownership obligations by obtaining this license, as we are already meeting this obligation.

Please see attached (Exhibit C) of our projected profit & loss statement and financial statements, which include our balance sheet, income statement, and retained earnings.

EXHIBIT B

ITEM 15

Reference Page 5

Item 15

B. Managerial Capability

(See Exhibit B - Dennis Parker Qualifications)

C. Technical Capability

(See Exhibit B - Dennis Parker Qualifications)

Dennis Parker has the technical background and has worked in the technical field for 29 years combining Bell South and Unique Communications positions. Unique Communications is a preferred equipment dealer for the following manufacturers: Tadiran Communications, Comdial, Xiox and Samsung.

Unique is one of the oldest Bell South Authorized Sales Representatives (ASR) in Florida, selling all of their network services such as local dial tone, synchronet, ISDN, Megalink, ESSX, etc. In the ten years selling and servicing Bell South customers we have never had a complaint against us.

DENNIS A. PARKER

PRESENTATION OF QUALIFICATIONS

SUMMARY OF TECHNICAL QUALIFICATIONS

- **Installer - Repairman** -- For Bell South. Responsible for installation and repair of residential telephones and paytelephones. Performed cutovers and upgrades with facility group.
- **PBX INSTALLER - REPAIRMAN** -- For Bell South. Responsible for installation, training and repair of Large PBX telephone systems for large to very large business customers.
- **CERTIFIED SCHOOLS**

SIEMENS SD 80, 192, 232,
MTEL SX50, 100, 200, 1000
TADRAN CORAL PBX
COMDIAL IMPACT, DXP
ATT DIMENSION, 75
ATT SPIRIT, MERLIN
SAMSUNG PROSTAR, DCS

WYGANT VOICE MAIL
ACTIVE VOICE MAIL
VERBATIM VOICE MAIL
ITT 3100
TIE BUSCOM, ULRAACOM
XIOX CALL ACCOUNTING
SYNCHRONET

ESSX / CENTREX
ISDN
ELEXSERVE

SUMMARY OF MANAGERIAL QUALIFICATIONS

- **PBX INSTALLATION- REPAIR SUPERVISOR**-- For Bell South. Responsible for supervising, coordinating and technical support for ten technicians on installations and repair of Large business telephone systems.
- **CONTROL SUPERVISOR**-- For Bell South. Responsible for all control, routing, tracking and performance of all outside PBX technicians in Broward County. Also supervised twenty dispatchers.
- **VICE- PRESIDENT / FOUNDER** -- For Unique Communications Inc. Supervises all aspects of company from sales to service.

EXHIBIT B**ITEM 15 B, C****DENNIS A. PARKER****PRESENTATION OF QUALIFICATIONS**

PRINCIPAL ACHIEVEMENTS

- Founded Unique Communications in March of 1982 out of his garage and grew business to fifth largest Interconnect in South Florida. Handled all aspects of interconnect business from setup of company to sales, product development, engineering and installation. Has developed a solid relationship with some of the largest business customers in Florida. Has maintained an excellent reputation with community and customers. For three years Represented all Bell South Agents in Florida as their Steering Committee Choice to negotiate sales programs, compensation and complaints on their behalf with Bell South Vice- Presidents and staff.

COMPANIES EMPLOYED BY

- 1982 - PRESENT Unique Communications Inc.
- 1968 - 1982 Bell South

PERSONAL BACKGROUND

- Born in Boston, Massachusetts 1948
- Graduated from Fort Lauderdale High School
- Attended two Years at Broward Community College - Majoring in Business Administration
- Married twenty six Years, have two daughters
- Enjoy all sports and events

REFERENCES

- Can be obtained upon request

ibit C - PROJECTED PROFIT AND LOSS

Income Statement						
	Dec-96	Jan-97	Feb-97	Mar-97	Apr-97	May-97
Sales	\$279,946	\$303,777	\$227,608	\$281,429	\$276,270	\$399,101
Direct Cost of Sales	\$171,874	\$171,874	\$171,874	\$171,874	\$171,874	\$171,874
Production payroll	50	50	50	50	50	50
Other	50	50	50	50	50	50
Total Cost of Sales	\$171,874	\$171,874	\$171,874	\$171,874	\$171,874	\$171,874
Gross margin	\$108,072	\$131,903	\$155,734	\$109,555	\$104,396	\$227,227
Gross margin percent	38.60%	43.42%	67.54%	38.93%	37.78%	56.93%
Operating expenses:						
Sales and marketing expenses						
Sales/Marketing Salaries	\$11,930	\$11,930	\$11,930	\$14,430	\$14,430	\$14,430
Advertising/Promotor	\$10,000	\$10,000	\$10,000	\$10,000	\$10,000	\$10,000
Travel	\$1,000	\$1,000	\$500	\$500	\$500	\$500
Other	50	50	50	50	50	50
Other	50	50	50	50	50	50
Total Sales and Marketing Expense	\$22,930	\$22,930	\$22,430	\$24,930	\$24,930	\$24,930
Sales and Marketing Percent	8.19%	7.55%	9.85%	8.86%	8.99%	6.25%
General & Administrative Expenses						
G&A Salaries	\$19,665	\$19,665	\$22,665	\$22,665	\$22,665	\$22,665
Leased Equipment	\$2,000	\$2,000	\$2,000	\$2,000	\$2,000	\$2,000
Utilities	\$150	\$150	\$150	\$150	\$150	\$150
Insurance	\$2,250	\$2,250	\$2,250	\$2,250	\$2,250	\$2,250
Rent	\$1,000	\$1,000	\$1,000	\$1,000	\$1,000	\$1,000
Depreciation	50	50	50	50	50	50
Payroll Burden	\$4,291	\$4,291	\$4,651	\$4,651	\$4,651	\$5,201
Supplies	\$500	\$500	\$700	\$800	\$900	\$1,000
Postage	\$1,600	\$1,600	\$1,800	\$2,000	\$2,000	\$2,400
Entertainment	\$2,000	\$2,000	\$2,000	\$2,000	\$2,000	\$2,000
Total General and Administrative Expense	\$33,457	\$33,667	\$37,217	\$37,217	\$38,117	\$38,667
General and Administrative Percent	11.95%	11.05%	16.36%	13.23%	13.81%	9.69%
Other Operating Expenses						
Other Salaries	\$4,166	\$4,166	\$4,166	\$4,166	\$4,166	\$5,249
Contract/Consultants	50	50	50	50	50	50
Other	50	50	50	50	50	50
Total Other Operating Expenses	\$4,166	\$4,166	\$4,166	\$4,166	\$4,166	\$5,249
Percent of Sales	1.49%	1.37%	1.83%	1.48%	1.51%	1.32%
Total Operating Expenses	\$60,553	\$60,663	\$63,813	\$66,913	\$67,213	\$68,846
Profit Before Interest and Taxes	\$47,519	\$71,240	\$91,921	\$112,652	\$107,183	\$157,281
Interest Expense ST	50	50	50	50	50	50
Interest Expense LT	50	50	50	50	50	50
Taxes Incurred	\$3,326	\$4,988	\$6,424	\$7,886	\$9,533	\$11,017
Net Profit	\$44,193	\$66,263	\$85,467	\$104,767	\$129,650	\$146,265
Net Profit/Sales	15.79%	21.81%	37.56%	37.21%	47.29%	36.67%

EXHIBIT C (CONTINUED)

Jun-97	Jul-97	Aug-97	Sep-97	Oct-97	Nov-97	FY1997	FY1998	FY1999
\$422,932	\$446,763	\$470,594	\$494,425	\$518,256	\$542,087	\$4,932,193	\$5,918,622	\$7,102,354
\$171,874	\$171,874	\$171,874	\$171,874	\$171,874	\$171,874	\$2,062,483	\$2,474,980	\$2,969,976
\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
\$171,874	\$171,874	\$171,874	\$171,874	\$171,874	\$171,874	\$2,062,483	\$2,474,980	\$2,969,976
\$251,058	\$274,889	\$298,720	\$322,551	\$346,382	\$370,213	\$2,869,710	\$3,443,652	\$4,132,382
59.36%	61.53%	63.48%	65.24%	66.84%	68.29%	58.18%	58.18%	59.18%
\$14,430	\$16,930	\$16,930	\$16,930	\$16,930	\$16,930	\$178,160	\$178,160	\$178,160
\$5,000	\$10,000	\$5,000	\$5,000	\$5,000	\$5,000	\$95,000	\$114,000	\$136,800
\$500	\$500	\$500	\$500	\$500	\$500	\$7,000	\$8,400	\$10,080
\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
\$19,430	\$27,430	\$22,430	\$22,430	\$22,430	\$22,430	\$280,160	\$300,560	\$326,040
4.71%	6.14%	4.77%	4.54%	4.33%	4.14%	5.68%	5.05%	4.58%
\$24,332	\$24,332	\$24,332	\$25,665	\$25,665	\$25,665	\$279,985	\$279,985	\$279,985
\$2,000	\$2,000	\$2,000	\$2,000	\$2,000	\$2,000	\$24,000	\$28,800	\$34,560
\$150	\$150	\$150	\$150	\$150	\$150	\$1,800	\$2,160	\$2,592
\$2,250	\$2,250	\$2,250	\$2,250	\$2,250	\$2,250	\$27,000	\$32,400	\$38,880
\$1,000	\$1,000	\$1,000	\$1,000	\$1,000	\$1,000	\$12,000	\$26,000	\$39,000
\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
\$5,401	\$5,701	\$5,701	\$5,861	\$5,861	\$5,861	\$62,726	\$62,726	\$62,726
\$1,100	\$1,200	\$1,200	\$1,400	\$1,500	\$1,600	\$12,600	\$15,120	\$18,144
\$2,400	\$2,800	\$2,500	\$2,200	\$2,400	\$2,600	\$20,200	\$26,240	\$34,488
\$2,000	\$2,000	\$2,000	\$2,000	\$2,000	\$2,000	\$24,000	\$28,800	\$34,560
\$40,834	\$41,434	\$41,734	\$43,527	\$43,827	\$44,127	\$474,311	\$522,231	\$580,936
9.65%	9.27%	8.87%	8.80%	8.46%	8.14%	9.62%	8.82%	7.76%
\$6,249	\$6,249	\$6,249	\$6,249	\$6,249	\$6,249	\$64,573	\$64,573	\$64,573
\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
\$6,249	\$6,249	\$6,249	\$6,249	\$6,249	\$6,249	\$64,573	\$64,573	\$64,573
1.45%	1.40%	1.33%	1.25%	1.21%	1.15%	1.31%	1.09%	0.91%
\$67,013	\$75,113	\$70,413	\$72,206	\$72,806	\$72,806	\$819,044	\$887,384	\$940,548
\$184,045	\$199,776	\$229,007	\$250,345	\$273,876	\$297,407	\$2,050,666	\$2,556,288	\$2,191,824
\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
\$12,883	\$13,984	\$15,882	\$17,524	\$19,171	\$20,819	\$143,547	\$178,940	\$222,428
\$171,182	\$185,782	\$212,328	\$232,821	\$254,705	\$276,589	\$1,907,118	\$2,377,348	\$2,908,408
40.47%	41.59%	46.12%	47.09%	49.15%	51.02%	38.67%	40.17%	41.78%

APPENDIX F - (CONTINUED)

Jul-97	Aug-97	Sep-97	Oct-97	Nov-97	FY1997	FY1998	FY1999
\$1,086,333	\$1,278,991	\$1,497,012	\$1,736,916	\$1,998,703	\$1,998,703	\$4,246,107	\$7,276,261
\$282,950	\$298,043	\$313,136	\$328,229	\$343,322	\$343,322	\$411,986	\$494,383
\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
\$325,000	\$325,000	\$325,000	\$325,000	\$325,000	\$325,000	\$325,000	\$325,000
\$1,694,283	\$1,902,034	\$2,135,147	\$2,390,144	\$2,667,025	\$2,667,025	\$5,083,093	\$8,095,644
\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
\$1,694,283	\$1,902,034	\$2,135,147	\$2,390,144	\$2,667,025	\$2,667,025	\$5,083,093	\$8,095,644

Jul-97	Aug-97	Sep-97	Oct-97	Nov-97	FY1997	FY1998	FY1999
\$188,604	\$184,030	\$184,322	\$184,614	\$184,906	\$184,906	\$223,626	\$267,772
\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
\$188,604	\$184,030	\$184,322	\$184,614	\$184,906	\$184,906	\$223,626	\$267,772
\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
\$188,604	\$184,030	\$184,322	\$184,614	\$184,906	\$184,906	\$223,626	\$267,772

\$840,750	\$840,750	\$840,750	\$840,750	\$840,750	\$840,750	\$840,750	\$840,750
(\$265,750)	(\$265,750)	(\$265,750)	(\$265,750)	(\$265,750)	(\$265,750)	\$1,641,369	\$4,018,717
\$920,678	\$1,143,204	\$1,375,825	\$1,620,530	\$1,907,119	\$1,907,119	\$2,377,348	\$2,968,406
\$1,825,678	\$1,718,004	\$1,950,825	\$2,205,530	\$2,482,119	\$2,482,119	\$4,959,467	\$7,827,872
\$1,694,283	\$1,902,034	\$2,135,147	\$2,390,144	\$2,667,025	\$2,667,025	\$5,083,093	\$8,095,644
\$1,508,678	\$1,718,004	\$1,950,825	\$2,205,530	\$2,482,119	\$2,482,119	\$4,959,467	\$7,827,872

TITLE SHEET

FLORIDA TELECOMMUNICATIONS TARIFF

This Tariff contains the descriptions, regulations, service, standards and rates applicable to the furnishing of service and facilities for telecommunications services provided by Unique Communications, Inc., with principal offices at 3557 N.W. 53 Court, Fort Lauderdale, Florida 33309. This Tariff applies for services furnished within the state of Florida. This Tariff is on file with the Florida Public Service Commission, and copies may be inspected, during normal business hours, at the Company's principal place of business.

Issued: March 10, 1997

EFFECTIVE:

by:

Dennis A. Parker, President
3557 N.W. 53rd Court
Ft. Lauderdale, FL 33309

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 at the bottom of this page.

SHEET	REVISION
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

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TABLE OF CONTENTS

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SYMBOLS SHEET

The following are the only symbols used for the purpose 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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by:

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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).1
2.1.1.A.1(a).1(i)
2.1.1.A.1(a).1(i).1

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TARIFF FORMAT SHEETS (cont'd)

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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SECTION 1- TECHNICAL TERMS AND ABBREVIATIONS

Access Line - An arrangement which connects the customer's location to UNIQUE COMMUNICATIONS, INC., network switching center

Authorization Code - A numerical code, one or more of which are available to a customer 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 purposes

Company of Carrier - UNIQUE COMMUNICATIONS, INC

Customer - the person, firm, corporation or other entity which 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

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

Holidays - UNIQUE COMMUNICATIONS, INC. recognized holidays are New Year's Day, President's Day, St. Patrick's Day, Memorial Day, July 4th, Labor Day, Thanksgiving Day, Christmas Day.

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

Trade Names - UNIQUE COMMUNICATIONS, INC. will offer Intrastate (Florida) long distance service all flat rate non-distance sensitive plans called PRO I, PRO II, PRO III, PRO IV, as listed in Section 3 and Section 4.

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SECTION 2 - RULES AND REGULATIONS

2.1 Undertaking of UNIQUE COMMUNICATIONS, INC.

UNIQUE COMMUNICATIONS, INC. services and facilities are furnished for communications originating at specified points within the state of Florida under terms of this Tariff.

UNIQUE COMMUNICATIONS, INC. 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 the customer's agent for ordering access connection facilities provided by other carriers or entities when authorized by the customer, to allow connection of a customer's location to the UNIQUE COMMUNICATIONS, INC. network. The customer shall be responsible for all charges due for such service arrangement.

The Company'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 UNIQUE COMMUNICATIONS, INC. reserves the right to discontinue furnishing service, or limit the use of service necessitated by conditions beyond its control, or when the customer 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 UNIQUE COMMUNICATIONS, INC. 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 of the service or facilities.

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EFFECTIVE:

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 in the Tariff shall apply to such permitted assignees or transferees, as well as all conditions of service.

2.3 Liabilities of the Company

2.3.1 UNIQUE COMMUNICATIONS, INC.'s liabilities 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 agents, in no event shall exceed an amount equivalent to the proportionate charge to the customer for the period during which the aforementioned faults in transmission occur.

2.3.2 UNIQUE COMMUNICATIONS, INC. shall be indemnified and held harmless by the customer 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 the customer in connection with any service or facility provided by UNIQUE COMMUNICATIONS, INC.

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EFFECTIVE:

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 or the customer, or the failure of channels or equipment provided by the customer, are subject to the general liability provisions set forth in 2.3.1 herein. It shall be the obligation of the customer to notify the Company immediately of any interruption in service for which a credit allowance is desired. Before giving such notice, the customer shall ascertain that the trouble is not being caused by any action or omission by the customer within his control, 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 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 major fraction thereof that the interruption continues.

Credit Formula:

Credit = $A/720 \times B$

"A" - outage time in hours

"B" - total monthly charge for affected facility

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EFFECTIVE:

SECTION 2 - RULES AND REGULATIONS (cont'd)

2.5 Deposits

The Company does not require a deposit from the customer.

2.6 Advance Payments

For customers whom the Company feels an advance payment is necessary, the Company reserved 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 will 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.

2.8 Employee Concessions

Any employee of the Company in good standing for three months or longer may receive any of the Company's services 20% below the tariffed rate as a concession.

2.9 Customer Requirements for Specific Services

Customer must sign a service agreement and file a credit application to be eligible for service under this tariff.

2.10 Billing Procedures

UNIQUE COMMUNICATIONS, INC. will bill the end user on a monthly basis.

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EFFECTIVE:

SECTION 3 - DESCRIPTION OF SERVICE

3.1 When Billing Charges Begin and Terminate for Phone Calls

The customer's long distance service usage charge is based on the actual use of UNIQUE COMMUNICATIONS, INC. network. Usage begins when the called party picks up the receiver, (i.e. when 2 way communications, often referred to as "conversation time" is possible). When the called party picks up is determined by hardware answer supervision in which the local telephone company sends a signal to the switch of the software utilizing audio tone detection. When software answer supervision is employed, up to 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.

3.1.2 Billing Increments

Unless otherwise specified in this Tariff, the minimum call duration for billing purposes is 1 minute for a connected call. Calls beyond 1 minute are billed to the next highest 1/10 minute.

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.

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SECTION 3 - DESCRIPTION OF SERVICE (cont'd)

3.2 Billing of Calls

All charges due by the subscriber are payable to any agency duly authorized to receive such payments. Any objection to billed charges should be promptly reported to the Company. Adjustments to customers' bills shall be made to the extent that records are available and or circumstances exist which 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 1 1/2% per month may be assessed on all unpaid balances more than thirty days old.

3.3.2 Return Check Charges

A return check charge of \$20.00 or 5% of the amount of the check, whichever is greater, will be assessed for checks returned for insufficient funds.

3.4 Restoration of Service

A reconnection fee of \$25.00 per occurrence is charged when service is re-established for customers who had been disconnected for non-payment.

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

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

EXAMPLE: Distance between Miami and Tallahassee -

	<u>V</u>	<u>H</u>
Miami	8,354	546
New York	<u>7,871</u>	<u>1,720</u>
Difference	483	-1,174

Square and add 233,289 + 1,378,276 = 1,611,565

Divide by 10 and round 1,611,565 / 10 = 161,156.5
= 161,157

Take square root and round $\sqrt{161,157} = 401.4$
= 402 miles

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SECTION 3 - DESCRIPTION OF SERVICE (cont'd)

3.5 Minimum Call Completion Rate

A customer can expect a call completion rate 95% (number of calls completed number of calls attempted) of not less than 90% during peak use periods for all FG D services ("1+" dialing).

3.6 Service Offerings

3.6.1 PRO I

PRO I is a flat rate direct access, Inter Intrastate service designed for the customer with less than \$1,000.00 dollars of monthly Long Distance Service

3.6.2 PRO II

PRO II is a flat rate direct access, Inter Intrastate service designated for the customer with more than \$1,000.00 dollars but less than \$5,000.00 dollars a month in Long Distance Service.

3.6.3 PRO III

PRO III is a flat rate direct access, Inter Intrastate service designated for the Customer with more than \$5,000.00 dollars but less than \$10,000.00 a month in Long Distance Service.

3.6.4 PRO IV

PRO IV is a flat rate direct access, Inter Intrastate service designated for the Customer with more than \$10,000.00 dollars a month in Long Distance Service.

Issued: March 10, 1997
by:

Dennis A. Parker, President
3557 N.W. 53rd Court
Ft. Lauderdale, FL 33309

EFFECTIVE:

SECTION 4 - RATES

4.1 PRO I

<u>Miles</u>	<u>Day</u>	<u>Evening</u>	<u>Night/Weekend</u>
N/A	.130	.130	.130

* Calls are rounded to next highest 1/10 minute

4.2 PRO II

<u>Miles</u>	<u>Day</u>	<u>Evening</u>	<u>Night/Weekend</u>
N/A	.109	.109	.109

* Calls are rounded to next highest 1/10 minute

4.3 PRO III

<u>Miles</u>	<u>Day</u>	<u>Evening</u>	<u>Night/Weekend</u>
N/A	.099	.099	.099

* Calls are rounded to next highest 1/10 minute

4.4 PRO IV

<u>Miles</u>	<u>Day</u>	<u>Evening</u>	<u>Night/Weekend</u>
N/A	.0875	.0875	.0875

4.5 Installation Fees and Monthly Recurring Charges

Installation Fee: None
 Monthly Recurring Charge: None

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EFFECTIVE:

SECTION 4 - RATES (cont'd)

4.6 Special Promotions

The company will, from time to time, offer special promotions to its customers waiving certain charges. These promotions will be approved by the FPSC with specific starting and ending dates and under no circumstances run for longer than 90 days in any 12 month period.

4.7 Special Rates for the Handicapped

4.7.1 Directory Assistance

There shall be no charge for up to fifty calls per billing cycle from lines or trunks serving individuals with disabilities. The Company shall charge the prevailing tariff rates for every call in excess of 50 within a billing cycle.

4.7.2 Hearing and Speech Impaired Persons

Intrastate toll message rates for TDD users shall be evening rates for daytime calls and night rates for evening and night calls.

4.7.3 Telecommunications Relay Service

For intrastate toll calls received from the relay service, the Company will when billing relay calls discount relay service calls by 50 percent off of the otherwise applicable rate for a voice nonrelay call except that where either the calling or called party indicates that either party is both hearing and visually impaired, the call shall be discounted 60 percent off of the otherwise applicable rate for voice nonrelay call. The above discounts apply only to time-sensitive elements of a charge for the call and shall not apply to per call charges such as credit card surcharge.

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EFFECTIVE:

SECTION 4 - RATES (cont'd)

4.8 Return Check Charge

Effective January 3, 1996 a charge of \$20.00 or 5 percent of the face value of the check, whichever is greater, will apply whenever a check or draft presented for payment for service is not accepted by the institution on which it is written.

4.9 Late Payment Charge

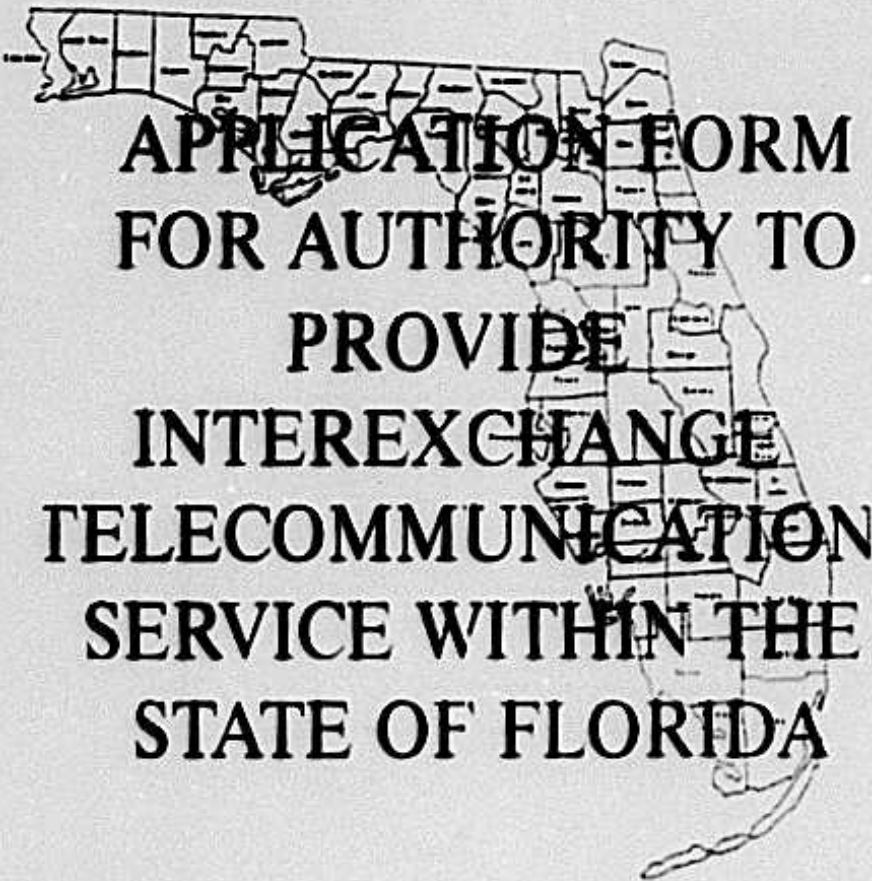
A late payment charge of one and a half percent (1.5 percent) will be applied to each customer's bill, (including amounts billed in accordance with the Company's Billing and Collections Services Tariff) when the previous month's bill has not been paid in full prior to the next billing date. The 1.5 percent charge is applied to the total amount due on the current bill. This Tariff shall apply to Federal and State government pursuant to existing statutes applicable to those governmental entities. Effective January 3, 1996, county and municipal governments will be assessed a 1 percent Late Payment Charge in accordance with the provisions of the Florida Prompt Payment Act, Section 218.70-218.79, Florida Statutes.

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Ft. Lauderdale, FL 33309

EFFECTIVE:

DEPOSIT TREAS. REG. DATE
D484 40000 MAR 1997



APPLICATION FORM
FOR AUTHORITY TO
PROVIDE
INTEREXCHANGE
TELECOMMUNICATION
SERVICE WITHIN THE
STATE OF FLORIDA

6993

UNIQUE COMMUNICATIONS, INC.
PH 954 735 4002
3557 NW 53RD CT
FORT LAUDERDALE, FL 33309

DATE 3/8/97

PAY TO THE ORDER OF

Florida Public Service Commission
Two Hundred Fifty Dollars ⁰⁰/₁₀₀

\$250.00
DOLLARS

CITIBANK
CITIBANK P.O. BOX 50
SOUTH LAKEPORTER BR
TAMPA, FL 33627
1-800-378-3800

Christine A Palumbo

FOR