



Steven C. Clay
 Attorney at Law
 900 Flour Exchange Bldg.
 310 Fourth Avenue South
 Minneapolis, MN 55415

telephone 612.321.9241
 facsimile 612.321.9207
 sclay@lawx.com

RECEIVED
 FLORIDA PUBLIC
 SERVICE COMMISSION

97 JUN 23 AM 9 21

MAIL ROOM

970759-TI

June 11, 1997

Florida Public Service Commission
 Division of Administration
 2540 Shumard Oak Blvd.
 Gunter Building
 Tallahassee, FL 32399-0850

RE: The Application of Protel Advantage, Inc. d/b/a Long Distance Savings for a Certificate of Public Convenience and Necessity to operate as an interexchange reseller in Florida

To whom it may concern:

Enclosed please find an original and twelve copies of the Application of Protel Advantage, Inc. d/b/a Long Distance Savings for authority to resell intrastate inbound and outbound long distance telecommunications service within and throughout the state of Florida, and an application fee of \$250.00. The Company is applying for authority as a switchless reseller only, and will not provide operator services. I have provided an additional application to be stamped as filed and returned to my attention in the enclosed self-addressed envelope.

If you have any questions regarding this application, please call me at 612-321-9241.
 Thank You.

Sincerely,

Steven C. Clay
 Attorney for Applicant
 Enc.

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

Initials of person who forwarded check:
HA

DOCUMENT NUMBER - DATE

06277 JUN 23 97

FPSC-RECORDS/REPORTING

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

DIVISION OF COMMUNICATIONS
BUREAU OF SERVICE EVALUATIONS

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

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

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

2. Select what type of business your company will be conducting (check all that apply):

- Facilities based carrier** - company owns and operates or plans to own and operate telecommunications switches and transmission facilities in Florida.
- Operator Service Provider** - company provides or plans to provide alternative operator services for IXCs; or toll operator services to call aggregator locations; or clearinghouse services to bill such calls.
- Reseller** - company has or plans to have one or more switches but primarily leases the transmission facilities of other carriers. Bills its own customer base for services used.
- Switchless Rebiller** - company has no switch or transmission facilities but may have a billing computer. Aggregates traffic to obtain bulk discounts from underlying carrier. Rebills end users at a rate above its discount but generally below the rate end users would pay for unaggregated traffic.
- Multi-Location Discount Aggregator** - company contracts with unaffiliated entities to obtain bulk/volume discounts under multi-location discount plans from certain underlying carriers. Then offers the resold service by enrolling unaffiliated customers.

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

Protel Advantage, Inc.

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

Long Distance Savings

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

Protel Advantage, Inc.d/b/a Long Distance Savings
1821 University Avenue West
Suite 440
St. Paul, MN 55114

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

Applicant has no Florida office.

7. Structure of organization:

- | | |
|---|--|
| <input type="checkbox"/> Individual | <input type="checkbox"/> Corporation |
| <input checked="" type="checkbox"/> Foreign Corporation | <input type="checkbox"/> Foreign Partnership |
| <input type="checkbox"/> General Partnership | <input type="checkbox"/> Limited Partnership |
| <input type="checkbox"/> 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.
- (b) Indicate if the individual or any of the partners have previously been:
- (1) adjudged bankrupt, mentally incompetent, or found guilty of any felony or of any crime, or whether such actions may result from pending proceedings.
 - (2) officer, partner or stockholder in any other Florida certificated Florida telephone company. If yes, give name of company and relationship. If no longer associated with company, give reason why not.

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9. If incorporated, please give:

97 JUN 25 1982
MARK ROSEN

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

See attached Exhibit 1.

Corporate charter number: F97000002925

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

CT Corporation System
1200 South Pine Island Road
Plantation, FL 33324

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

See attached Exhibit 2.

Fictitious name registration number: G97155900068

(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.

No.

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

No.

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

(a) The application;

Steven C. Clay
Attorney for Applicant
900 Flour Exchange Bldg.
310 4th Avenue South
Minneapolis, MN 55415
(612) 321-9241

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

See above

(c) Tariff;

See above

(d) Complaints/Inquiries from customers;

See above

11. List states in which the applicant:

(a) Has operated as an interexchange carrier.

Arkansas, Colorado, Hawaii, Iowa, Michigan,
Montana, New Jersey, Utah, Virginia,
Washington

(b) Has applications pending to be certified as an interexchange carrier.

Connecticut, Idaho, Indiana, Kansas, Kentucky,
Maryland, Nebraska, New York, North Dakota,
Pennsylvania, Oregon, South Dakota, Texas,
Wisconsin

(c) Is certified to operate as an interexchange carrier.

Arkansas, Colorado, Hawaii, Iowa, Michigan, Montana,
New Jersey, Nevada, Utah, Virginia, Washington

(d) Has been denied authority to operate as an interexchange carrier and the circumstances involved.

Not applicable.

- (e) Has had regulatory penalties imposed for violations of telecommunications statutes and the circumstances involved.

Not applicable.

- (f) Has been involved in civil court proceedings with an interexchange carrier, local exchange company or other telecommunications entity, and the circumstances involved.

Not applicable.

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

- | | |
|--|-------------------------------------|
| <input type="checkbox"/> Facilities. | <input type="checkbox"/> Operators. |
| <input type="checkbox"/> Billing and Collection. | <input type="checkbox"/> Sales. |
| <input type="checkbox"/> Maintenance. | |
| <input type="checkbox"/> Other: _____ | |

13. Do you have a marketing program?

No.

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.).

Not applicable.

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

- | | |
|--|---|
| <input checked="" type="checkbox"/> Residential customers. | <input checked="" type="checkbox"/> Business customers. |
| <input type="checkbox"/> PATS providers. | <input type="checkbox"/> PATS station end-users. |
| <input type="checkbox"/> Hotels & motels. | <input type="checkbox"/> Hotel & motel guests. |
| <input type="checkbox"/> Universities. | <input type="checkbox"/> Univ. dormitory residents |
| <input type="checkbox"/> 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.

Preferred Billing will be listed as the long distance service provider on customer bills. A customer service number (1-800-460-0556) will also appear on bills for any questions about the bills.

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

USBI
9311 San Pedro
Suite 300
San Antonio, TX 78216

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

A. Financial capability

See attached Exhibit 3.

B. Managerial capability

See attached Exhibit 4.

C. Technical capability

Applicant resells the services of underlying carriers, currently Sprint and Frontier Communications. All technical functions of providing service are provided by underlying carriers.

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

See attached Exhibit 5.

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

MTS with distance sensitive per minute rates
 Method of access is FGA

- Method of access is FGB
- Method of access is FGD
- Method of access is 800

MTS with route specific rates per minute

- Method of access is FGA
- Method of access is FGB
- Method of access is FGD
- Method of access is 800

MTS 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

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

1 plus number.

**** 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-mentioned certificate.

UTILITY OFFICIAL:

SIGNATURE

DATE

TITLE

TELEPHONE NO.

NOT APPLICABLE

**** 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):

- (√) The applicant will not collect deposits nor will it collect payments for services 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:


SIGNATURE

6-13-97
DATE

Agency
TITLE

612-326-9241
TELEPHONE NO.

EXHIBIT 1
CERTIFICATE OF AUTHORITY



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 5, 1997

C T CORPORATION SYSTEM

Qualification documents for PROTEL ADVANTAGE, INC. were filed on June 4, 1997 and assigned document number F97000002925. Please refer to this number whenever corresponding with this office.

Your corporation is now qualified and authorized to transact business in Florida as of the file date.

A corporation annual report will be due this office between January 1 and May 1 of the year following the calendar year of the file date. A Federal Employer Identification (FEI) number will be required before this report can be filed. If you do not already have an FEI number, please apply NOW with the Internal Revenue by calling 1-800-829-3676 and requesting form SS-4.

Please be aware if the corporate address changes, it is the responsibility of the corporation to notify this office.

Should you have any questions regarding this matter, please telephone (904) 487-6091, the Foreign Qualification/Tax Lien Section.

Lee Rivers
Document Examiner
Division of Corporations

Letter Number: 797A00030357

EXHIBIT 2

FICTITIOUS NAME REGISTRATION



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 5, 1997

C T CORPORATION SYSTEM

Subject: **LONG DISTANCE SAVINGS**

REGISTRATION NUMBER: G97155900068

This will acknowledge the filing of the above fictitious name registration which was registered on June 4, 1997. This registration gives no rights to ownership of the name.

Each fictitious name registration must be renewed every five years between July 1 and December 31 of the expiration year to maintain registration. Three months prior to the expiration date a statement of renewal will be mailed.

IT IS THE RESPONSIBILITY OF THE BUSINESS TO NOTIFY THIS OFFICE IN WRITING IF THEIR MAILING ADDRESS CHANGES. Whenever corresponding please provide assigned Registration Number.

Should you have any questions regarding this matter you may contact our office at (904) 488-9000.

Tax Liens
Division of Corporations

Letter No. 497A00030360

EXHIBIT 3
FINANCIAL STATEMENTS

Profit & Loss Statement
1/1/96 Through 12/31/96

Category Description	1/1/96- 12/31/96
INCOME/EXPENSE	
INCOME	
Gr Sales-Gross Sales	1,210,512.00
Int Inc-Interest Income	39.69
Other Inc-Other Income	63,868.04
TOTAL INCOME	1,274,419.73
EXPENSES	
Ads-Advertising	4,789.75
Bank Chrg-Bank Charge	770.38
Charity-Charitable Donations	334.22
Dining-Dining Out	2,281.45
Insurance-Insurance	4,044.66
Invest Exp-Investment Expense	2,874.46
L&P Fees-Legal & Prof. Fees	11,123.97
Misc-Miscellaneous	-2,133.00
Office-Office Expenses	57,229.61
Other Exp-Other Expenses	76,960.31
Rent on Equip-Rent-Vehicle,mach,equip	123,646.56
Rent Paid-Rent Paid	30,248.08
Subscriptions-Subscriptions	2,073.40
Tax-Taxes	183,178.33
Telephone-Telephone Expense	173,797.39
TITLE	2,000.00
Wages-Wages & Job Credits	604,939.99
Uncategorized Expense:	0.00
TOTAL EXPENSES	1,278,159.56
TOTAL INCOME/EXPENSE	-3,739.83

Financial Statements

PROTEL ADVANTAGE, INC.

December 31, 1996

Accountant's Compilation Report.....	1
Statements of Revenues and Expenses - Tax Basis.....	2
Statements of Assets, Liabilities and Equity - Tax Basis.	4
Comparative Statements of Rev and Exp - Tax Basis.....	6

DUANE D. GRAVLEY, LTD.

A CERTIFIED PUBLIC ACCOUNTING FIRM

1601 East Highway 13
Suite 210
Burnsville, MN 55337

890-9564
Area Code 612
Fax 890-9402

Mr. Scott Lee
Protel Advantage, Inc.
St. Paul, MN

I have compiled the accompanying statements of assets, liabilities, and equity - income tax basis of Protel Advantage, Inc. as of December 31, 1996 and November 30, 1996, and the related statements of revenues and expenses - income tax basis for the one month and twelve months ended December 31, 1996, and for the one month and nine months ended December 31, 1995, in accordance with the 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 management. I have not audited or reviewed the accompanying financial statements and, accordingly, do not express an opinion or any other form of assurance on them.

Management has elected to omit a statement of cash flows and 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.

March 6, 1997
Burnsville, MN



**STATEMENTS OF REVENUES AND EXPENSES
INCOME TAX BASIS
PROTEL ADVANTAGE, INC.
FOR THE MONTH AND TWELVE MONTHS ENDED DECEMBER 31, 1996**

	Current Month	Percent	Year to Date	Percent
REVENUES				
Sales	\$ <u>118,087</u>	<u>100.0</u>	\$ <u>1,218,859</u>	<u>100.0</u>
NET SALES	118,087	100.0	1,218,859	100.0
COST OF GOODS SOLD				
Officer compensation	3,000	2.5	35,165	2.9
Salaries and wages	64,937	55.0	644,878	52.9
Bonus			150	.0
Commissions	7,929	6.7	69,739	5.7
Telephone	19,482	16.5	175,526	14.4
Telephone & computer supplies	<u>284</u>	<u>.2</u>	<u>4,420</u>	<u>.4</u>
	<u>95,632</u>	<u>81.0</u>	<u>929,878</u>	<u>76.3</u>
GROSS MARGIN	22,455	19.0	288,981	23.7

See accountant's compilation report.

STATEMENTS OF REVENUES AND EXPENSES
INCOME TAX BASIS
PROTEL ADVANTAGE, INC.
FOR THE MONTH AND TWELVE MONTHS ENDED DECEMBER 31, 1996

	Current Month	Percent	Year to Date	Percent
ADMINISTRATIVE EXPENSES				
Employee benefits	1,140	1.0	1,482	.1
Outside services	175	.1	1,766	.1
Advertising & promotion	970	.8	6,101	.5
Marketing			102	.0
Repairs & maintenance	414	.4	1,525	.1
Moving			740	.1
Postage and shipping	84	.1	920	.1
Bank charges	90	.1	435	.0
Lease expense	539	.5	36,791	3.0
Rents	6,054	5.1	30,605	2.5
Supplies			238	.0
Office expense	1,893	1.6	10,929	.9
Payroll taxes	6,652	5.6	67,537	5.5
Insurance	746	.6	2,292	.2
Health insurance	(428)	(.4)	1,072	.1
Licenses & permits	1,800	1.5	1,800	.1
Interest	990	.8	1,444	.1
Contributions			2,000	.2
Professional services	1,444	1.2	7,149	.6
Depreciation	11,921	10.1	24,923	2.0
Amortization	93	.1	165	.0
Vehicle expense	708	.6	5,079	.4
Travel	600	.5	600	.0
Meals & entertainment	439	.4	3,864	.3
Utilities			210	.0
Education			100	.0
Dues and subscriptions			161	.0
Fines and penalties			6,929	.6
	<u>36,324</u>	<u>30.8</u>	<u>216,960</u>	<u>17.8</u>
INCOME FROM OPERATIONS	(13,869)	(11.7)	72,020	5.9
OTHER INCOME AND (EXPENSES)				
Interest income	40	.0	40	.0
Uncashed payroll checks	1,083	.9	1,790	.1
Employee payroll deductions	1,314	1.1	1,314	.1
Income tax payable	(841)	(.7)	(21,033)	(1.7)
	<u>1,595</u>	<u>1.4</u>	<u>(17,890)</u>	<u>(1.5)</u>
NET INCOME/(LOSS)	\$ (12,274)	(10.4) †	\$ 54,130	4.4 †

See accountant's compilation report.

STATEMENTS OF ASSETS, LIABILITY AND EQUITY
 INCOME TAX BASIS
 PROTEL ADVANTAGE, INC.
 DECEMBER 31, 1996 and NOVEMBER 30, 1996

	December	November
ASSETS		
CURRENT ASSETS		
Cash in bank	\$ 2,494	\$ 16,041
Savings-Money market	5,024	5,000
Employee advance		651
Loan escrow-Satya Garg	2,800	
Security deposit-rent	3,688	3,688
Security deposit-G.E. Capital	539	539
Security deposit-TeleSystem	2,389	
STNX Stock-2000 shares	2,874	2,874
Loans to stockholders	<u>32,121</u>	<u>30,107</u>
TOTAL CURRENT ASSETS	51,929	58,901
OTHER ASSETS		
Organization fees	2,404	2,404
Less accumulated amortization	(205)	(131)
Loan origination fees	667	667
Less accumulated amortization	<u>(19)</u>	<u>667</u>
	2,847	2,939
PROPERTY AND EQUIPMENT		
Equipment	156,640	156,640
Furniture and fixtures	<u>21,085</u>	<u>19,492</u>
	177,725	176,132
Less accumulated depreciation	<u>(34,301)</u>	<u>(22,380)</u>
	<u>143,424</u>	<u>153,752</u>
	\$ 198,199	\$ 215,592

See accountant's compilation report.

STATEMENTS OF ASSETS, LIABILITIES, AND EQUITY
 INCOME TAX BASIS
 PROTEL ADVANTAGE, INC.
 DECEMBER 31, 1996 and NOVEMBER 30, 1996

	December	November
LIABILITIES AND EQUITY		
CURRENT LIABILITIES		
Payroll taxes payable	\$ 7,829	\$ 7,887
Due to O.E.B.-Furniture	3,737	4,696
Note payable-credit line		1,500
Accrued income tax	20,758	19,917
Child support payable	(16)	(16)
Current portion of debt	<u>41,356</u>	<u>41,356</u>
TOTAL CURRENT LIABILITIES	73,664	75,339
LONG-TERM LIABILITIES		
N/P-University Natl Bank 2044.10	61,238	63,000
N/P-TeleSystems 2389.00	46,318	48,000
Less current portion	<u>(41,356)</u>	<u>(41,356)</u>
	66,200	69,644
EQUITY		
Capital stock	10	10
Retained earnings	4,195	4,195
Current period income/(loss)	<u>54,130</u>	<u>66,404</u>
	<u>58,335</u>	<u>70,609</u>
	\$ <u>198,199</u>	\$ <u>215,592</u>

See accountant's compilation report.

PROTEL ADVANTAGE, INC.
MONTHLY STATEMENTS OF REVENUES AND EXPENSES
INCOME TAX BASIS
FOR THE TWELVE MONTHLY PERIODS ENDED DECEMBER 31, 1996

	JANUARY	FEBRUARY	MARCH	APRIL	MAY	JUNE	JULY	AUGUST	SEPTEMBER	OCTOBER	NOVEMBER	DECEMBER	LAST 12 MONTHS	PERCENT
REVENUES														
Sales	<u>41,224</u>	<u>37,991</u>	<u>86,759</u>	<u>72,140</u>	<u>75,555</u>	<u>101,158</u>	<u>123,934</u>	<u>167,278</u>	<u>96,404</u>	<u>158,500</u>	<u>139,830</u>	<u>118,087</u>	<u>1,218,859</u>	<u>100.0</u> %
NET SALES	41,224	37,991	86,759	72,140	75,555	101,158	123,934	167,278	96,404	158,500	139,830	118,087	1,218,859	100.0
OST OF GOODS SOLD														
Officer compensation	1,500	1,725	2,401	2,700	1,900	3,300	3,240	4,500	3,600	3,600	3,700	3,000	35,165	2.9
Salaries and wages	21,080	27,682	41,527	36,753	47,283	40,975	54,951	77,316	70,702	69,434	92,238	64,937	644,878	52.9
Bonus							150						150	.0
Commissions	4,950	8,509	10,602	8,916	5,146	1,534	5,725	4,747	2,232	4,378	5,073	7,929	69,739	5.7
Telephone	2,867	4,348	3,700	13,829	15,075	14,000	21,551	15,444	23,549	21,069	20,613	19,482	175,526	14.4
Telephone & computer supplies	148	247	1,121	258	459	648	276	372	55	444	108	284	4,420	.4
	<u>30,545</u>	<u>42,511</u>	<u>59,350</u>	<u>62,455</u>	<u>69,863</u>	<u>60,457</u>	<u>85,892</u>	<u>102,379</u>	<u>100,138</u>	<u>98,926</u>	<u>121,731</u>	<u>95,632</u>	<u>929,878</u>	<u>76.3</u>
GROSS MARGIN	10,678	(4,520)	27,409	9,685	5,692	40,701	38,042	64,899	(3,735)	59,575	18,099	22,455	288,981	23.7

See accountant's compilation report

PROTEL ADVANTAGE, INC.
MONTHLY STATEMENTS OF REVENUES AND EXPENSES
INCOME TAX BASIS
FOR THE TWELVE MONTHLY PERIODS ENDED DECEMBER 31, 1996

	JANUARY	FEBRUARY	MARCH	APRIL	MAY	JUNE	JULY	AUGUST	SEPTEMBER	OCTOBER	NOVEMBER	DECEMBER	LAST 12 MONTHS	PERCENT
ADMINISTRATIVE EXPENSES														
Employee benefits					192						150	1,140	1,482	.1
Outside services		28		225		270		657	(10)	91	330	175	1,766	.1
Advertising & promotion		171	90	350	330		946	430	1,181	1,153	480	970	6,101	.5
Marketing					102								102	.0
Repairs & maintenance	74	100	120	134		166		80		97	340	414	1,525	.1
Towing	600				20						120		740	.1
Postage and shipping	35	107	22	75	14	120	86	217	16	76	69	84	920	.1
Bank charges	15					30	60	45	45	75	75	90	435	.0
Lease expense			3,300	1,338	3,338	3,838	4,350	8,415	4,346	4,350	2,979	539	36,791	3.0
Rents	2,082	2,152	2,081	2,082	2,082	2,082	2,224	2,294	2,224	3,027	2,224	6,054	30,605	2.5
Supplies	35	63	73							68			238	.0
Office expense	405	586	542	973	1,017	303	506	1,728	812	1,234	930	1,893	10,929	.9
Payroll taxes	2,327	3,014	4,503	4,116	4,978	4,414	5,915	8,036	7,161	7,206	9,216	6,652	67,537	5.5
Insurance				510			519		518				746	.2
Health insurance											1,500	(428)	1,072	.1
Licenses & permits												1,800	1,800	.1
Interest							40	235	6	174		990	1,444	.1
Contributions									2,000				2,000	.2
Professional services	375	348	550	634	262	481	305	794	575	636	765	1,444	7,149	.6
Depreciation	322	322	348	404	404	404	404	404	404	4,792	4,792	11,921	24,923	2.0
Amortization	7	7	7	7	7	7	7	7	7	7	7	93	165	.0
Vehicle expense	491	210	211	303		130	385	834		1,172	634	708	5,079	.4
Travel												600	600	.0
Meals & entertainment	79	219	475	131		394	85	580	663	177	622	439	3,864	.3
Utilities		210											210	.0
Education						100							100	.0
Dues and subscriptions	84								77				161	.0
Fines and penalties		34		234		962	5,311	1,031		(643)			6,929	.6
	<u>6,930</u>	<u>7,570</u>	<u>12,321</u>	<u>11,515</u>	<u>12,725</u>	<u>13,700</u>	<u>21,142</u>	<u>25,787</u>	<u>20,021</u>	<u>23,691</u>	<u>25,233</u>	<u>36,324</u>	<u>216,960</u>	<u>17.8</u>
INCOME FROM OPERATIONS	<u>3,748</u>	<u>(12,090)</u>	<u>15,088</u>	<u>(1,830)</u>	<u>(7,033)</u>	<u>27,001</u>	<u>16,900</u>	<u>39,112</u>	<u>(23,756)</u>	<u>35,883</u>	<u>(7,134)</u>	<u>(13,869)</u>	<u>72,020</u>	<u>5.9</u>
OTHER INCOME AND (EXPENSES)														
Interest income												40	40	.0
Uncashed payroll checks				449					258			1,083	1,790	.1
Employee payroll deductions												1,314	1,314	.1
Income tax payable			(1,552)	318	1,234	(5,827)	(3,887)	(9,270)	5,404	(8,253)	1,641	(841)	(21,033)	(1.7)
			<u>(1,552)</u>	<u>767</u>	<u>1,234</u>	<u>(5,827)</u>	<u>(3,887)</u>	<u>(9,270)</u>	<u>5,662</u>	<u>(8,253)</u>	<u>1,641</u>	<u>1,595</u>	<u>(17,890)</u>	<u>(1.5)</u>
NET INCOME/(LOSS)	<u>3,748</u>	<u>(12,090)</u>	<u>13,536</u>	<u>(1,063)</u>	<u>(5,799)</u>	<u>21,174</u>	<u>13,013</u>	<u>29,842</u>	<u>(18,094)</u>	<u>27,630</u>	<u>(5,493)</u>	<u>(12,274)</u>	<u>54,130</u>	<u>4.4 %</u>

See accountant's compilation report

EXHIBIT 4
MANAGERIAL EXPERIENCE

Scott D. Lee

Scott Lee is the President and Sole Shareholder of Protel Advantage, Inc., which was started in 1995. Mr. Lee has over twelve years of experience in the telecommunications industry. He also has experience with business and technical matters associated with communications. Furthermore, Mr. Lee has two years of business education in M.I.S.

EXHIBIT 5
TARIFF

TITLE SHEET
FLORIDA TELECOMMUNICATIONS TARIFF

This tariff contains the descriptions, regulations, and rates applicable to the furnishing of long distance telecommunications services within the state of Florida by Protel Advantage, Inc. d/b/a Long Distance Savings, with principal offices at 1821 University Avenue West, St. Paul, Minnesota, 55104. This tariff applies to 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: June 11, 1997

Effective:

Issued by: Scott Lee, President
Protel Advantage, Inc. d/b/a Long Distance Savings
1821 University Avenue West
St. Paul, MN 55104

TARIFF CHECK SHEET

<u>SHEET NO.</u>	<u>REVISION</u>
Sheet 1	Original
Sheet 2	Original
Sheet 3	Original
Sheet 4	Original
Sheet 5	Original
Sheet 6	Original
Sheet 7	Original
Sheet 8	Original
Sheet 9	Original
Sheet 10	Original
Sheet 11	Original
Sheet 12	Original
Sheet 13	Original
Sheet 14	Original
Sheet 15	Original
Sheet 16	Original

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SYMBOLS SHEET

- D- Deleted or Discontinued rate or regulation
- I- Rate increase
- M- Matter moved or relocated without change
- N- New rate or regulation
- R- Rate reduction
- T- Change in text, but no change in rate or regulation

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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. New sheets, however, 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 hand corner of each page. These numbers are used to determine the most current sheet version on file with the Commission. For example, the 4th revised sheet 14 cancels the 3rd revised sheet 14. Because of various suspension periods, deferrals, and other factors beyond the Company's control, the most current sheet number on file with the Commission may not always be the tariff page in effect. Consult the Check Sheet for the sheets currently in effect.

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

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

D. Check sheets - When a tariff filing is made with the Commission, 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 Commission.

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SECTION 1. TECHNICAL TERMS AND ABBREVIATIONS

Access Line - An arrangement which connects the customer's location to the underlying carrier's central office.

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.

Commission - The Florida Public Service Commission.

Company or Carrier - Protel Advantage, Inc., d/b/a Long Distance Savings.

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.

Holidays - The Company's recognized holidays are New Year's Day, July 4th, Labor Day, Thanksgiving Day, and Christmas Day.

LEC - Local Exchange Carrier.

Service - The communications offerings provided by the Company, i.e. resold long-distance voice and data service obtained by the Company from a facilities-based interexchange carrier.

Underlying Carrier - Facilities-based interexchange carrier providing the long-distance service being resold by the Company.

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SECTION 2. REGULATIONS

2.1 Undertaking of the Company

2.1.1 Scope

The Company undertakes to provide Long Distance Message Telecommunications Service within the state of Florida in accordance with the terms and conditions set forth in this tariff. The Company does not own or operate long distance transmission facilities, but rather resells the facilities of underlying carriers.

2.1.2 Shortage of Facilities

All service is subject to the availability of suitable facilities. The Company reserves the right to limit the length of communications or to discontinue furnishing services when necessary because of the lack of satellite or other transmission medium capacity or because of any causes beyond its control.

2.1.3 Liability of the Company

2.1.3.A Except as stated in this Section 2.1.3, the Company shall have no liability for damages of any kind arising out of or related to events, acts, rights or privileges contemplated in this tariff. This tariff does not limit the liability of the Company for willful misconduct.

2.1.3.B The liability of the Company for damages resulting in whole or in part from or arising in connection with the furnishing of service under this tariff, including but not limited to mistakes, omissions, interruptions, delays, errors or other defects or misrepresentations shall not exceed an amount equal to five times the initial minute charge provided for under this tariff for the intrastate long distance call for the period during which the call was affected. No other liability in any event shall attach to the Company.

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2.1.3.C The Company shall not be liable for any failure of performance hereunder due to causes beyond its control, including but not limited to acts of God, fires, flood or other catastrophes; any law, order, regulation, directive, action or request of the United States Government, or any other government, including state and local governments having jurisdiction over the Company, or of any department, agency, commission, bureau, corporation or other instrumentality of any one or more of said governments, or of any civil or military authority; or national emergencies, insurrections, riots, wars, or strikes or other labor difficulties.

2.1.3.D The Company shall not be liable for any act or omission of any other entity furnishing to the Customer facilities, equipment, or services used with the Company's Long Distance Message Telecommunications Service. Nor shall the Company be liable for any damages or losses due to the failure or negligence of the Customer or due to the failure of Customer-provided equipment, facilities or services.

2.1.4 Claims

The Company shall be indemnified and saved harmless by the Customer from and against all loss, liability, damage and expense, including reasonable attorney's fees, due to claims for libel, slander, or infringement of copyright in connection with the material transmitted over the Company's facilities; and any other claim resulting from any act or omission of the Customer or patron(s) of the Customer relating to the use of the Company's facilities.

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2.2 Prohibited Uses

Long Distance Message Telecommunications Service shall not be used for any unlawful purpose.

2.3 Use of Service

Long Distance Message Telecommunications Service may be used to transmit communications of the Customer in a manner consistent with the terms of this tariff and the policies and regulations of the FCC.

Use of Long Distance message Telecommunications Service is considered an order for such service.

2.4 Payment Arrangements

2.4.1 Payment for Service

2.4.1.A The Customer is responsible for payment of all charges for facilities and services furnished by the Company. Federal, state and local sales, use and excise taxes, where applicable, shall be added to the charges contained herein. It shall be the responsibility of the Customer to pay these taxes and to accept the liability of any such unpaid taxes that may subsequently become applicable retroactively.

- 2.4.1.B Bills are due and payable upon receipt. If the Customer's net bill is not paid (payment received by the Company) within twenty-two (22) days after the invoice date listed on the bill it shall become a delinquent bill and interest at the lesser of (1) the rate of one and one-half percent (1.5%) per month or (2) the highest rate allowed by law per month shall accrue upon any unpaid amount. If the Company initiates legal proceedings to collect any amount due hereunder and the Company substantially prevails in such proceedings then the defendant Customer shall pay the reasonable attorney's fees and costs of the Company in prosecuting such proceedings and appeals therefrom.
- 2.4.1.C The Customer will be assessed a charge of twenty dollars (\$20.00), or Five percent (5%) of the check amount, whichever is greater, for each check submitted by the Customer to the Company which a financial institution refuses to honor for insufficient funds or a non-existent account.
- 2.4.1.D The Company will not assess advance payments or deposits in Florida.

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2.4.2 Discontinuance of Service for Cause

Upon non-payment of any sum owing to the Company for more than 30 days beyond the date of rendition of the bill for service or upon violation of any of the terms or conditions governing the furnishing of service under this tariff, the Company may, after 24 hours advance notice in writing to the Customer, without incurring any liability, discontinue the furnishing of service under this tariff.

These restrictions on Long Distance Message Telecommunications Service may include, but are not limited to, the following: the Company may withhold the use of a specific 800 number or deny its transfer to another carrier for nonpayment of charges due. Such action may be taken without written notice being sent to the Customer. Upon payment of charges by the Customer this restriction on the use of a specific 800 number will be removed.

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SECTION 3. SERVICE OFFERINGS

3.1 Intrastate Message Toll Service

3.1.1 Description of Services

The Company offers switched and dedicated access MTS and 800 interexchange services by the resale of the services of Underlying Carriers, currently Allnet and Sprint. Such service is available twenty-four (24) hours a day, seven (7) days a week. MTS and 800 Services are offered on a flat rate basis.

3.1.2 Timing of Calls

The customer's long distance usage charge is based on the actual usage of the Company's network. Usage begins when the called party picks up the receiver (i.e. when two-way communication, often referred to as "conversation time" is possible). When the called party picks up is determined by hardware answer supervision in which the local telephone company sends a signal to the switch or the software utilizing audio tone detection. When the 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 either party hangs up.

3.1.3 Calculation of Distance

The Company uses the V&H coordinate system to calculate the distance of calls. Call distance is calculated according to the formulas used by the Company's underlying carriers, Sprint and Allnet.

3.1.4 Minimum Call Completion Rate

A Customer can expect a call completion rate (number of calls completed/number of calls attempted) of not less than 99% during peak use periods.

3.1.5 Billing Increments

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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 in 1 minute increments.

SECTION 4. RATES AND CHARGES

4.1 Dedicated Access

Dedicated access services have initial set up and monthly charges that are dependent on local exchange carrier tariffs and based on the customer's location and individual needs. The customer's needs and physical location may also affect the Company's rates. Dedicated access circuits may be provided and billed by the LEC. Dedicated access channels may be purchased from carriers other than the LEC only according to Commission rules or if the special access channel is interstate in jurisdiction. The access provider determines dedicated access charges.

4.2 Non-Recurring Charges

Validated Account Codes, per account install	\$5.00
Validated Account Codes,	\$5.00

4.3 Recurring Charges

Validated Account Codes, per account	\$5.00
800 Charges	\$5.00
Program Fees	\$5.00

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4.4 Rates Per Minute

Outbound and Inbound services carry an initial and incremental billing minimum of no greater than one minute.

Switched Access Outbound Service Per Minute
Day, Evening and Night

Commercial	\$0.25
Residential	\$0.25

Switched Access Inbound Service Per Minute
Day, Evening and Night

Commercial	\$0.25
Residential	\$0.25

Travel Card Service: Access charges are \$0.35 per access, in addition to a \$0.25 per minute charge for the duration of the call.

Calls are billed in full minute increments with a one minute billing minimum.

4.5 Operator Assistance

The Company does not provide alternative operator services. Operator assisted calls are limited to live operator or automated operator functions provided by the Underlying Carriers for the processing of telephone services such as completion of person to person, operator assisted station to station calls, dialing instructions and emergency call handling.

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4.6 Directory Assistance

<u>Switched 1+</u>	
Interstate	\$0.75
Intrastate	\$0.75
International	\$4.00

<u>Travel Card</u>	
Interstate	\$0.80
Intrastate	\$0.80
International	\$4.00

4.7 Monthly Service Fee

All customers may be charged a minimum monthly service fee for long distance usage not to exceed \$5.00.

4.8 Special Promotions

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

4.9 Special Rates for the Handicapped

4.9.1 Directory Assistance

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

4.9.2 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, if applicable.

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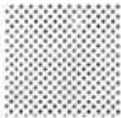
4.9.3 Telecommunications Relay Service

For intrastate toll calls received from the relay service, the Company will when billing relay calls discount relay service calls by fifty percent (50%) off of the otherwise applicable rate for a voice non-relay 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 sixty percent (60%) off of the otherwise applicable rate for a voice non-relay 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 a credit card surcharge.

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Steven C. Clay
 Attorney at Law
 900 Flour Exchange Bldg.
 310 Fourth Avenue South
 Minneapolis, MN 55415

telephone 612.321.9241
 facsimile 612.321.9207
 sclay@lawx.com

RECEIVED
 JUN 23 1997
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DEPOSIT DATE
 D551 JUN 23 1997

June 11, 1997

Florida Public Service Commission
 Division of Administration
 2540 Shumard Oak Blvd.
 Gunter Building
 Tallahassee, FL 32399-0850

RE: The Application of Protel Advantage, Inc. d/b/a Long Distance Savings for a Certificate of Public Convenience and Necessity to operate as an interexchange reseller in Florida

To whom it may concern:

Enclosed please find an original and twelve copies of the Application of Protel Advantage, Inc. d/b/a Long Distance Savings for authority to resell intrastate inbound and outbound long distance telecommunications service within and throughout the state of Florida, and an application fee of \$250.00. The Company is applying for authority as a switchless reseller only, and will not provide operator services. I have provided an additional application to be stamped as filed and returned to my attention in the enclosed self-addressed envelope.

If you have any questions regarding this application, please call me at 612-321-9241. Thank You.

Steven C. Clay
 Attorney At Law
 900 Flour Exchange Building
 310 - 4th Ave., S.
 Minneapolis, MN 55415

1500

Date 6-20-97

Pay to the Order of Florida Public Service Com. \$ 250.00

two hundred fifty and 00/100 Dollars

and
 post.
 of check
 posit.

marked check:

 Norwest Bank Minnesota, N.A.
 St. Paul Office
 55 East Fifth Street
 St. Paul, MN 55101

Steven C. Clay

DOCUMENT NUMBER-DATE

06277 JUN 23 97

FPSC-RECORDS/REPORTING