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OF COUNSEL

FRED C. KLEIN
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JOEL R. DICHTER
JANE B. JACOBS
NANCY B. SCHESS

BRIAN G. CESARATTO
DAVID O. KLEIN

September 4, 1997

VIA FEDERAL EXPRESS

DEPOSIT

DATE

D 6 0 9

SEP 08 1997

Florida Public Service Commission
Division of Records and Representation
2540 Shumard Oak Blvd.
Tallahassee, FL 32399

971177-TX

Re: Eagle Communications, Inc. d/b/a Eagle Telco, Inc.'s Application
for Authority to Provide Local Telecommunications Services

Dear Sir or Madam:

Enclosed please find one original and twelve (12) copies of Eagle Communications, Inc. d/b/a Eagle Telco, Inc.'s Application for a Certificate of Service Authority to provide local telecommunications services in the State of Florida, together with one check in the amount of \$250.00.

At your earliest convenience, please date stamp the extra copy of this cover letter and return it to me in the postage prepaid envelope.

If you have any questions, or require any additional information, please do not hesitate to contact me.

Sincerely,


David O. Klein

DOK:trd
Enclosure

1401/11122

DOCUMENT NUMBER-DATE

08996 SEP-85

FPC-RECORDS/REPORTING

STATE OF FLORIDA
PUBLIC SERVICE COMMISSION

In the Matter of the Application of)
Eagle Communications, Inc.)
d/b/a Eagle Telco, Inc. for a)
Certificate of Public Convenience)
and Necessity to Provide Local)
Telecommunication Services.)

Docket No. 971177-TX

**APPLICATION FOR A CERTIFICATE OF
PUBLIC CONVENIENCE AND NECESSITY**

Eagle Communications, Inc. d/b/a Eagle Telco, Inc. (hereinafter "Eagle") hereby requests that the Florida Public Service Commission ("PSC") issue a Certificate of Public Convenience and Necessity granting Eagle authority to provide non-facilities-based local services in the State of Florida. In support thereof, the following information is provided:

1. Name and Address of Applicant

The full name of the Applicant and its business address is:

Eagle Communications, Inc.
d/b/a Eagle Telco, Inc.
60 East 56th Street
New York, NY 10022

The Representative of the Applicant to whom the PSC is requested to direct correspondence is:

David O. Klein
Klein, Zelman, Rothermel & Dichter, L.L.P.
485 Madison Avenue
New York, NY 10022
(212) 935-6020

The Registered Agent in the State of Florida is:

Corporation Service Company
1201 Hays Street
Tallahassee, FL 32301
(904) 222-9171

2. Certificate of Incorporation

Eagle was incorporated in the State of New York on May 31, 1981. A copy of its Certificate of Incorporation is attached hereto as Exhibit 1. Eagle is certified to do business as a foreign corporation in Florida. A copy of Eagle's authorization is attached hereto as Exhibit 2.

3. Shareholders and Officers

Eagle's Officers and Directors are as follows:

Kent Charugundla -- President

He can be reached at:

60 East 56th Street
New York, NY 10022
(212) 758-3283

Mr. Charugundla has extensive experience in the telecommunications industry as set forth in Exhibit 3 attached hereto.

Customer complaints can be addressed to:

Lisa Smith
Eagle Communications, Inc.
d/b/a Eagle Telco, Inc.
60 East 56th Street
New York, NY 10022
(800) 339-7171

4. Financial Qualifications

Attached hereto as Exhibit 4 is a copy of the applicant's financial statements for fiscal year ending June 30, 1997. These financial statements demonstrate that Eagle has the financial ability to provide the services that it hereby requests authority to offer to the public.

5. Current Business Transactions

Eagle currently has resold local telecommunications service authority in New York and Massachusetts.

Eagle is in the process of petitioning the remaining States for local resale authority. In no instance has an application been denied or rejected.

6. The Services to be Offered by Applicant

Eagle intends to subscribe to and resell all forms of local telephone service in the State of Florida including: local dial tone services, Message Telephone Service, Wide Area Telephone Service, WATS-like services, private lines, tie lines, access service, cellular service, local switched service and other services and facilities of communications common carriers and other entities. Eagle intends to provide service to both residential and business class customers throughout the entire State of Florida.

7. Communications network and technical support

Eagle submits this application to provide non-facilities-based resale of local telecommunications services that will be provided over the networks of local exchange carriers that it has contracted with. Eagle neither owns, nor leases equipment or facilities used for the transport of telecommunications services. Therefore, applicant is

solely dependent on the technical capabilities of Florida's incumbent local exchange carriers.

Eagle has only recently contacted the incumbent carriers in Florida.

Negotiations are to begin shortly.

8. How competition will be enhanced if the applicant is allowed to enter the market.

Eagle proposes to acquire and resell various voice and data communications services offered by communications common carriers, and to package and provide these services for the specialized functions and needs of its customers. In particular, services will be acquired from underlying communications common carriers at bulk rates and will be resold to applicant's customers, so that customers will benefit from reduced pricing. The experienced management, technical, and operations expertise of the Eagle team will enable Eagle to begin offering competitive high-quality service immediately upon the grant of the authority requested herein.

In addition to reduced pricing, the introduction of Eagle services will promote competition and lead to greater efficiencies and more rapid introduction of new technologies in the use of telephone service. Thus, Commission grant of this application will significantly serve the public interest through enhanced competition in the market for local services through the addition of a well managed new entrant into the local market.

9. **Formal Complaints**

No officer, director, or shareholder, nor any of the Eagle's business operations, have been involved in any formal complaint or other investigatory or enforcement proceeding.

In view of the foregoing, Eagle, respectfully submits that the Public Convenience and Necessity would be served by grant of its petition for certification to operate as a reseller of local telephone services within the State of Florida.

Respectfully submitted,

Eagle Communications, Inc. d/b/a
Eagle Telco, Inc.


By: _____


David O. Klein
Klein, Zelman, Rothermel
& Dichter, L.L.P.
485 Madison Avenue
New York, NY 10022
(212) 935-6020
Attorney for Eagle Communications, Inc.
d/b/a Eagle Telco, Inc.

STATE OF NEW YORK)
 :ss.:
COUNTY OF NEW YORK)

VERIFICATION

I, Kent Charugundla, declare that I am the President of Eagle Communications, Inc. d/b/a Eagle Telco, Inc., the Applicant. I verify that, based upon information and belief, I have knowledge of the statements in the foregoing Application and I declare that they are true and correct. In addition, I hereby assert my willingness to comply with all the rules and regulations that the Commission may lawfully impose upon Eagle's provision of service.

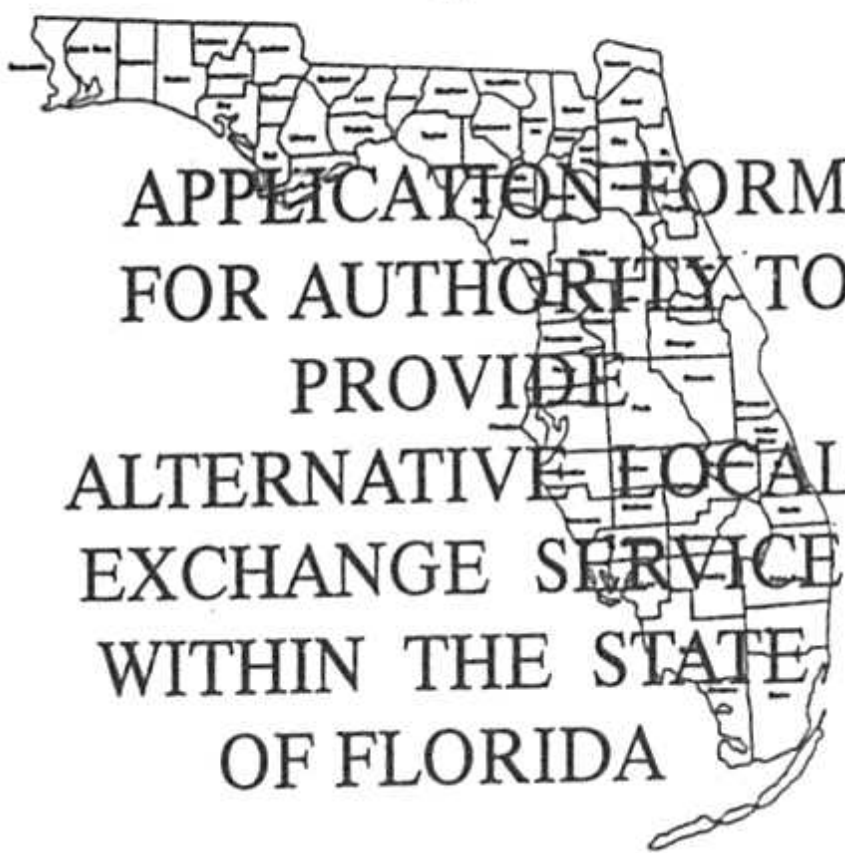


Kent Charugundla

Sworn to before me this
7th day of September, 1997


Notary Public

TANYA R. DeROSE
(Notary Public, State of New York)
No. 03-4973858
Qualified in New York County
Commission Expires Nov. 19, 1998



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

DOCUMENT NUMBER-DATE
08996 SEP-85

FLORIDA TELEPHONE REPORTING

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

(x) Original authority (new company)

() Approval of transfer (to another certificated company)

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

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

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

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

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

2. Name of applicant:

Eagle Communications, Inc. d/b/a Eagle Telco, Inc.

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

Eagle Telco, Inc.

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

Fictitious name registration number: F97000004245

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

Eagle Communications, Inc.
60 East 56th Street
New York, NY 10022

(212) 758-3283

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

Corporation Service Company
1201 Hays Street
Tallahassee, FL 32301

6. Structure of organization:

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

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

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

None

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

Corporate charter number: F97000004245

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

e-mail: DKlein@Legal.org David O. Klein, Esq. New York, N.Y. 10022
Klein, Zelman, Rothermel & Dichter (212) 935-6020
485 Madison Ave. Fax (212) 753-8101

11. Please list other states in which the applicant is currently providing or has applied to provide local exchange or alternative local exchange service. Application pending in North Carolina.
Application approved in New York and Massachusetts.

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

No

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

No

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

Customer service will be available 24 hours per day, 7 days per week.
Customer service may be contacted via a toll-free number, 1-800-339-7171.

15. Please complete and file a price list in accordance with Commission Rule 25-24.825.

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

A. Financial capability.

See Attached

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
2. income statement
3. statement of retained earnings.

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.
2. Please provide documentation that the applicant has sufficient financial capability to maintain the requested service.
3. Please provide documentation that the applicant has sufficient financial capability to meet its lease or ownership obligations.

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.

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 attest that the financial statements are true and correct.

B. Managerial capability.

See Attached

C. Technical capability.

(If you will be providing local intra-exchange switched telecommunications service, then state how you will provide access to 911 emergency service. If the nature of the emergency 911 service access and funding mechanism is not equivalent to that provided by the local exchange companies in the areas to be served, described in detail the difference.)

Technical support will be provided by Incumbant Local Exchange Carriers, with which the company has entered into agreements. Such technical support will be provided in the Eagle Telco, Inc. name, but will be serviced by ILECs.

Exhibit 1

State of New York | SS:
Department of State

I hereby certify, that the certificate of incorporation of EAGLE COMMUNICATIONS, INC. was filed on 05/31/1988, with perpetual duration, and that a diligent examination has been made of the index of corporation papers filed in this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

Witness my hand and the official seal of the Department of State at the City of Albany, this 03rd day of June one thousand nine hundred and ninety-seven.



Special Deputy Secretary of State



199706040137 47

NYS DEPARTMENT OF STATE

FILING RECEIPT

INCORPORATION (BUSINESS)

CORPORATION NAME

EAGLE COMMUNICATIONS, INC.

DATE FILED

05/31/88

DURATION & COUNTY CODE

P NEW

FILM NUMBER

B646208-4

CASH NUMBER

183528

NUMBER AND KIND OF SHARES

200NFV

LOCATION OF PRINCIPAL OFFICE

*GW

ADDRESS FOR PROCESS

BIGMAN & BIGMAN, ESQS.
67-03 ROOSEVELT AVENUE

WOODSIDE NY 11377

REGISTERED AGENT

FEES AND/OR TAX PAID AS FOLLOWS

AMOUNT OF CHECK \$ _____

AMOUNT OF MONEY ORDER \$ 00120.00

AMOUNT OF CASH \$ _____

\$ 6.00 DOLLAR FEE TO COUNTY

\$ 100.00 FILING

\$ 00010.00 TAX

\$ CERTIFIED COPY

\$ CERTIFICATE

010.00 MISCELLANEOUS

TOTAL PAYMENT \$ 0000120.00

FILER NAME AND ADDRESS

BIGMAN & BIGMAN, ESQS.
67-03 ROOSEVELT AVENUE

WOODSIDE NY 11377

REFUND OF \$

TO FOLLOW

CERTIFICATE OF INCORPORATION
OF
EAGLE COMMUNICATIONS, INC.

Filed by:

Bigman & Bigman, Esqs.
67-03 Roosevelt Avenue
Woodside, New York 11377

CERTIFICATE OF INCORPORATION

EAGLE COMMUNICATIONS, INC.

Under Section 402 of the Business Corporation Law.

The undersigned, for the purpose of forming a corporation pursuant to Section 402 of the Business Corporation Law of the State of New York, does hereby certify and set forth:

FIRST: The name of the corporation is EAGLE COMMUNICATIONS, INC.

SECOND: The purposes for which the corporation is formed are:

To engage in any lawful act or activity for which corporations may be organized under the business corporation law, provided that the corporation is not formed to engage in any act or activity which requires the act or approval of any state official, department, board, agency or other body without such approval or consent first being obtained.

To develop, experiment with, conduct research on, manufacture, produce, assemble, buy, rent or otherwise acquire, hold, own, use, install, equip, replace, maintain, service, process, reprocess, repair, remodel, recondition, import, export, sell, lease, market, distribute, transport or otherwise dispose of and generally to deal in and with, as contractor, subcontractor, principal, agent, commission merchant, broker, factor or any combination of the foregoing and at wholesale or retail or both, any and all kinds of telephones, telephone systems, parts, supplies, devices and accessories and all allied apparatus, systems, parts, supplies, tools, implements, raw materials, natural products, manufactured articles and products, and goods, wares, merchandise and tangible property of every kind, used or capable of being used for any purpose whatever. Nothing herein shall be deemed to authorize this corporation to act as a telephone/telegraph corporation as defined by the Transportation Corporation Law.

To carry on a general mercantile, industrial, investing and trading business in all its branches; to devise, invent, manufacture, fabricate, assemble, install, service, maintain, alter, buy, sell, import, export, license as licensor or licensee, lease as lessor or lessee, distribute, job,

enter into, negotiate, execute, acquire, and assign contracts in respect of, acquire, receive, grant, and assign licensing arrangements, options, franchises, and other rights in respect of, and generally deal in and with, at wholesale and retail, as principal, and as sales, business, special, or general agent, representative, broker, factor, merchant, distributor, jobber, advisor, or in any other lawful capacity, goods, wares, merchandise, commodities, and unimproved, improved, finished, processed and other real, personal and mixed property of any and all kinds, together with the components, resultants, and by-products thereof.

To acquire by purchase, subscription, underwriting or otherwise, and to own, hold for investment, or otherwise, and to use, sell, assign, transfer, mortgage, pledge, exchange or otherwise dispose of real and personal property of every sort and description and wheresoever situated, including shares of stock, bonds, debentures, notes, scrip, securities, evidences of indebtedness, contracts or obligations of any corporation or association, whether domestic or foreign, or of any firm or individual or of the United States or any state, territory or dependency of the United States or any foreign country, or any municipality or local authority within or without the United States, and also to issue in exchange therefor, stocks, bonds or other securities or evidences of indebtedness of this corporation and, while the owner or holder of any such property, to receive, collect and dispose of the interest, dividends and income on or from such property and to possess and exercise in respect thereto all of the rights, powers and privileges of ownership, including all voting powers thereon.

To construct, build, purchase, lease or otherwise acquire, equip, hold, own, improve, develop, manage, maintain, control, operate, lease, mortgage, create liens upon, sell, convey or otherwise dispose of and turn to account, any and all plants, machinery, works, implements and things or property, real and personal, of every kind and description, incidental to, connected with, or suitable, necessary or convenient for any of the purposes enumerated herein, including all or any part or parts of the properties, assets, business and good will of any persons, firms, associations or corporations.

The powers, rights and privileges provided in this certificate are not to be deemed to be in limitation of similar, other or additional powers, rights and privileges granted or permitted to a corporation by the Business Corporation Law, it being intended that this corporation shall have all the rights, powers and privileges granted or permitted to a corporation by such statute.

THIRD: The office of the corporation is to be located in the County of New York, State of New York.

FOURTH: The aggregate number of shares which the corporation shall have the authority to issue is Two Hundred (200), all of which shall be without par value.

FIFTH: The Secretary of State is designated as the agent of the corporation upon whom process against it may be served. The post office address to which the Secretary of State shall mail a copy of any process against the corporation served on him is:

Bigman & Bigman, Esqs.
67-03 Roosevelt Avenue
Woodside, New York 11377

SIXTH: The personal liability of directors to the corporation or its shareholders for damages for any breach of duty in such capacity is hereby eliminated except that such personal liability shall not be eliminated if a judgement or other final adjudication adverse to such director establishes that his acts or omissions were in bad faith or involved intentional misconduct or a knowing violation of law or that he personally gained in fact a financial profit or other advantage to which he was not legally entitled or that his acts violated Section 719 of the Business Corporation Law.

IN WITNESS WHEREOF, this certificate has been subscribed to this 26th day of May, 1988 by the undersigned who affirms that the statements made herein are true under penalties of perjury.

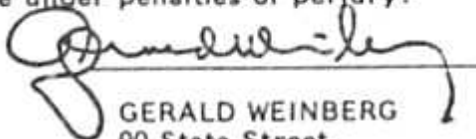

GERALD WEINBERG
90 State Street
Albany, New York

Exhibit 2



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 13, 1997

CSC

Qualification documents for EAGLE COMMUNICATIONS, INC. doing business in Florida as EAGLE TELCO, INC. were filed on July 11, 1997 and assigned document number F97000004245. 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 (850) 487-6091, the Foreign Qualification/Tax Lien Section.

Michael Mays
Document Specialist
Division of Corporations

Letter Number: 097A00040968

Account number: 072100000032

Account charged: 70.00

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TO TRANSACT BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE
STATE OF FLORIDA:*

1. Eagle Communications, Inc.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. New York 3. 133512006
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. May 31, 1981 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon qualification.
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. 60 East 56th Street
New York, NY 10022
(Current mailing address)

8. To provide local telecommunication services
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

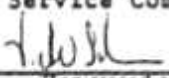
Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida, 32301
(Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and, to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

By:  **VICKI SCHREIBER**
(Registered agent's signature) **ASSISTANT VICE PRESIDENT**

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address ONLY - P. O. Box NOT acceptable)

A. DIRECTORS (Street address only - P. O. Box NOT acceptable)

Chairman: Kent Charugundla

Address: 60 East 56th Street
New York, NY 10022

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only - P. O. Box NOT acceptable)

President: Kent Charugundla

Address: 60 East 56th Street
New York, NY 10022

Vice President: _____

Address: _____

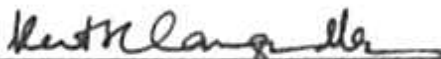
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Kent Charugundla, President
(Typed or printed name and capacity of person signing application)

Kent Charugundla, ^{President} Secretary of Eagle Communications, Inc., a corporation duly organized under the laws of the State of New York, does hereby certify that the following is a true and correct copy of a resolution of the Board of Directors of said corporation, adopted at a special meeting held on the day of , 19 .

"RESOLVED, that, inasmuch as this corporation desires to transact business in the State of Florida, and inasmuch as the Board of Directors has been advised that the name of this corporation is not available for corporate use in the State of Florida, this corporation adopt the alternate name Eagle Telco, Inc. for use in transacting business in the State of Florida pursuant to Section 607.1506, Florida Business Corporation Act; and

"FURTHER RESOLVED, that the officers of the corporation be and hereby are authorized and directed to cause any and all required documents to be prepared, executed, and filed so that this corporation may obtain a Certificate of Authority pursuant to the Florida Business Corporation Act, and to cause this corporation to use the said alternate name in the transaction of business in the State of Florida."

Kent Charugundla

Kent Charugundla

Secretary
President

FL BC DF FICTITIOUS NAME RESOLUTION (7/9)

Exhibit 3

American Network, Inc., President
Internet Service Company

1991 to Present

- ◆ Involvement in Internet service provider Router programming, connecting routers to telecommunications networks
- ◆ Communicated with telecommunications companies and Carriers on different protocols needed for data communications
- ◆ Customer Service - developed Internet Help Desk; wrote and implemented plan for customer service and 24-hour technical support
 - ◆ Involved in day-to-day operations, including error-free services of Checkfree Credit Card clearing protocol; Ease of process for activation & disconnection of accounts, reducing customer complaints to almost zero
 - ◆ Trained customer service personnel to understand error codes for credit card declines, thus making the help desk more efficient

Eagle Teleconferencing Services, Inc., President

1992 to Present

- ◆ Conference calling services geared toward large carriers, telecommunications companies & Long Distance Carriers
- ◆ Provide back-end support and created private labeling of product to enable Long Distance and Telephone companies to resell the product
- ◆ Oversee all aspects of the company, including technical engineering, sales, promotions, software development & product planning
- ◆ Designed billing system to incorporate multiple conference bridges CDR format to be combined into a standard format
- ◆ Created readable & understandable user bill, as well as module to collect various tax structures with efficiency and effectiveness

Eagle Communications, Inc., President

1988 to Present

- ◆ Began as Information Services Company, offering time, weather and lottery reports to the general public
- ◆ Dormant from 1991-1996; became active again to resell and market Local Exchange Carrier (LEC) Services
- ◆ Continuously offering effective solutions to the growing needs of commercial customers at competitive prices

Previously Held Positions & Areas of Business

Licensed Real Estate Broker, New York State
Prepaid Calling Card Company

Exhibit 4

EAGLE COMMUNICATIONS, INC.

BALANCE SHEET

JUNE 30, 1997

ASSETS

CURRENT ASSETS

Cash 5286,833
Accounts receivable 6,836

Total current assets \$293,675

FIXED ASSETS

Program updates 10,397
Equipment 18,651
29,048

Less: Accumulated depreciation (28,261)

Net fixed assets 787

INTANGIBLE ASSETS

Trademarks 400
Leasehold improvements 7,864

Total intangible assets 8,264

Less: accumulated amortization (8,084)

Net intangible assets 180

TOTAL ASSETS

\$294,642

LIABILITIES AND STOCKHOLDER'S EQUITY

CURRENT LIABILITIES

Accounts payable \$ 10,323
Taxes payable 25,078
Loan payable 1,000
Loan payable-shareholder 98,015
Customer deposit 4,030

TOTAL LIABILITIES

\$138,466

STOCKHOLDER'S EQUITY

Common stock 1,500
Retained earnings 154,676

TOTAL STOCKHOLDER'S EQUITY

156,176

TOTAL LIABILITIES AND STOCKHOLDER'S EQUITY

\$294,642

See accountants' compilation report.

MOROWITZ & ULLMANN, P.C.

EAGLE COMMUNICATIONS, INC.

STATEMENT OF INCOME AND RETAINED EARNINGS

FOR THE SIX MONTHS ENDED JUNE 30, 1991

<u>REVENUE</u>		
Marketing	\$275,000	
Telephone	<u>47,784</u>	
Total revenue		\$317,784
<u>COST OF SALES</u>		
Line charges	\$11,221	
Equipment leasing	<u>9,167</u>	
Total cost of sales		<u>20,388</u>
<u>GROSS PROFIT</u>		297,396
<u>GENERAL AND ADMINISTRATIVE EXPENSES</u>		
Taxes	\$24,151	
Advertising	10,709	
Professional fees	9,793	
Computer expenses	2,000	
Office expense	1,530	
Depreciation expense	489	
Bank charges	151	
Fees and licenses	120	
Penalties	47	
Amortization expense	<u>20</u>	
Total general and administrative expenses		<u>49,010</u>
<u>NET INCOME FOR THE PERIOD</u>		248,386
<u>RETAINED EARNINGS</u> -Beginning of period		<u>(93,710)</u>
<u>RETAINED EARNINGS</u> -End of period		<u>\$154,676</u>

See accountants' compilation report.

HOROWITZ & ULLMANN, P.C.

EAGLE COMMUNICATIONS, INC.

STATEMENT OF CASH FLOWS

SIX MONTHS ENDED JUNE 30, 1997

INCREASE/DECREASE IN CASH AND CASH EQUIVALENTS

Cash flows from operating activities

Net income	\$248,386
Adjustments to reconcile net income to net cash provided by operating activities:	
Depreciation and amortization	509
Increase in accounts receivable	(1,643)
Decrease in accounts payable	(2,229)
Increase in customer deposits	4,050
Increase in taxes payable	<u>25,078</u>
Total adjustments	<u>25,765</u>
Net cash flow provided by operating activities	274,151
<u>CASH AND CASH EQUIVALENTS</u> -Beginning of period	<u>12,688</u>
<u>CASH AND CASH EQUIVALENTS</u> -End of period	<u>\$286,839</u>

See accountants' compilation report.

KLEIN, ZELMAN, ROTHERMEL & DICHTER, L.L.P.

485 MADISON AVENUE
NEW YORK, NEW YORK 10022-5803

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DAVID O. KLEIN

STEPHEN B. HANSBURG
OF COUNSEL

September 4, 1997

DEPOSIT DATE
D 6 0 9 1 4 SEP 0 8 1997

VIA FEDERAL EXPRESS

Florida Public Service Commission
Division of Records and Representation
2540 Shumard Oak Blvd.
Tallahassee, FL 32399

Re: Eagle Communications, Inc. d/b/a Eagle Telco, Inc.'s Application
for Authority to Provide Local Telecommunications Services

Dear Sir or Madam:

Enclosed please find one original and twelve (12) copies of Eagle Communications, Inc. d/b/a Eagle Telco, Inc.'s Application for a Certificate of Service Authority to provide local telecommunications services in the State of Florida, together with one check in the amount of \$250.00.

At your earliest convenience, please date stamp the extra copy of this cover letter and return it to me in the postage prepaid envelope.

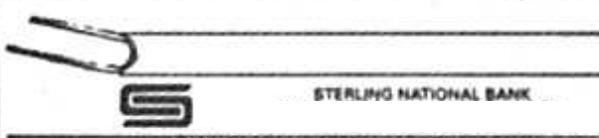
May have any questions or require any additional information, please do

KLEIN, ZELMAN, ROTHERMEL & DICHTER, L.L.P.
GENERAL ACCOUNT
485 MADISON AVE.
NEW YORK, N.Y. 10022

REMITTANCE ADVICE					

3706

PAY <i>Two hundred fifty and 00/100</i>	TO THE ORDER OF		DOLLARS
DATE <i>9-4-97</i>	<i>FLORIDA PUBLIC SERVICE COM.</i>		CHECK AMOUNT <i>250 00</i>



Pat Costello