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DATE

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SEP 10 1997

September 9, 1997

VIA OVERNIGHT MAIL

Ms. Blanca S. Bayo
Director, Division of Records & Reporting
Florida Public Service Commission
2540 Shumard Oak Boulevard
Tallahassee, FL 32399-0870

99 11 84 - TX

Re: Application of National Comm Link, L.L.C. for Authority to Provide Alternative Local Exchange Service Within the State of Florida

Dear Ms. Blanco:

Enclosed for filing on behalf of National Comm Link, L.L.C. ("NCL"), please find an original and six (6) copies of its Application for Authority to Provide Alternative Exchange Service Within the State of Florida, as well as a check for the application fee on the amount of \$250.00, payable to the Florida Public Service Commission.

Please date-stamp the enclosed extra copy of this filing, and return it in the enclosed, self-addressed stamped envelope.

Should you have any questions concerning this filing, please do not hesitate to contact the undersigned.

- ACK _____
- AFA _____
- APP _____
- CAF _____
- CMR _____
- CTP _____
- F _____
- LF _____
- L _____
- Enclosures
- cc: Paul B. Rosenberg
- David R. Rulien
- Clifford F. Duke
- WAG _____
- OTH _____

Sincerely,

Russell M. Blau
Laurence B. Elgart

Counsel for National Comm Link, L.L.C.

DOCUMENT NUMBER DATE

09149 SEP 10 97

1000 K STREET, N.W. ■ SUITE 100

WASHINGTON, D.C. 20007-5118

(202)424-7500 ■ TELEX 701111 ■ FACSIMILE (202)424-7645

FPSC-HI POSTAL REPORTING

FLORIDA PUBLIC SERVICE COMMISSION
CAPITAL CIRCLE OFFICE CENTER - 2540 SHUMARD OAK BOULEVARD
TALLAHASSEE, FLORIDA 32399-0850

APPLICATION FORM
for

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

971184

INSTRUCTIONS

1. This form is used for an original application for a certificate and for approval of sale, assignment or transfer of an existing alternative local exchange certificate. In case of a sale, assignment or transfer, the information provided shall be for the purchaser, assignee or transferee.
2. Respond to each item requested in the application and appendices. If an item is not applicable, please explain why.
3. Use a separate sheet for each answer which will not fit the allotted space.
4. If you have questions about completing the form, contact:

Florida Public Service Commission
Division of Communications, Certification & Compliance Section
2540 Shumard Oak Boulevard
Tallahassee, Florida 32399-0866
(904) 413-6600

5. Once completed, submit the original and six (6) copies of this form along with a non-refundable application fee of \$250 made payable to the Florida Public Service Commission at the above address.
-

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

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 non-certificated 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:

National Comm Link, L.L.C. (hereafter referred to as the "NCL" or the "Applicant.")

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

The Applicant will be doing business as "National Comm Link."

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

Not applicable.

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

**19599 NE 10th Avenue, Suite E
North Miami Beach, FL 33179
(305) 999-9606 (Tel.)
(305) 999-9015 (Fax)**

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

**19599 NE 10th Avenue, Suite E
North Miami Beach, FL 33179
(305) 999-9606 (Tel.)
(305) 999-9015 (Fax)**

6. Structure of organization:

- | | |
|--|--|
| <input type="checkbox"/> Individual | <input 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 checked="" type="checkbox"/> Other, Please explain: |

Foreign Limited Liability Company

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

Applicant is a limited liability company. The name and title of each member is as follows:

**Paul B. Rosenberg, Managing Member
David R. Rullen, Managing Member
Clifford F. Duke, Managing Member**

Each member can be reached at: National Comm Link, L.L.C., 19599 NE 10th Ave., Suite E, North Miami Beach, FL 33179

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.

The Applicant, as a limited liability company, does not have officers, directors or stockholders. It is owned by its members and managed by its managing members. None of Applicant's managing members or other members have previously been adjudged bankrupt, mentally incompetent, or found guilty of any felony or any crime; nor are any such proceedings pending.

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

Applicant is not incorporated; however, a copy of Applicant's Certificate of Authority to transact business in the State of Florida is attached hereto as Exhibit 1.

Corporate charter number: N/A (Applicant is a limited liability company.)

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.

Ongoing liaison: Clifford F. Duke, Managing Member and Chief Operating Officer, National Comm Link, L.L.C., 19599 NE 10th Ave., Suite E, North Miami Beach, FL 33179. Tel: (305) 999-9606; Fax: (305) 999-9015; Internet: cduke@allink.com.

Liaison for Application: Russell M. Blau, Esq. and Laurence B. Elgart, Esq., Swidler & Berlin Chartered, 3000 K Street, Suite 300, Washington, D.C. 20007-5116. Tel: (202) 424-7500; Fax (202) 424-7645; Internet: rmbrau@swidlaw.com and lelgart@swidlaw.com.

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

Applicant has not applied for authority to provide local exchange or alternative local exchange telecommunications services in any other states at this time.

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

Applicant has not been denied certification in any other state.

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

No penalties have been imposed against Applicant in any other state.

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

Customers can file a service complaint with Applicant by contacting its customer service department at 888-254-5563.

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

Applicant will file a complete price list with the Commission in accordance with Commission Rule 25-24.825 prior to initiating service.

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 Exhibit 2.

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 Exhibit 3.

C. Technical capability. See Exhibit 3.

(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, describe in detail the difference.)

Applicant will negotiate an E911/911 interconnection arrangement with the incumbent LECs that will allow it to complete 911 calls for its customers. Applicant will coordinate with the agency operating the Public Service Answering Point ("PSAP") in each locality that it serves, in order to assure that 911 calls are routed and delivered in the manner desired by the PSAP. In those localities where E911 service has been implemented, Applicant will also make arrangements for the proper delivery of Automatic Number Identification ("ANI") and Automatic Location Identification ("ALI") information to the PSAP.

AFFIDAVIT

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

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

Official:

Signature 

Date 9 9 - 97

Title: Clifford F. Duke
Managing Member and Chief Operating Officer

(305) 999-9606
Telephone Number

Address: National Comm Link, L.L.C.
19599 NE 10th Ave., Suite E
North Miami Beach, FL 33179

EXHIBITS

- EXHIBIT 1** **Certificate of Authority to Transact Business**
- EXHIBIT 2** **Financial Qualifications**
- EXHIBIT 3** **Managerial and Technical Capability**

EXHIBIT 1

Certificate of Authority to Transact Business



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 11, 1997

TODD S. PAYNE
19501 N.E. 10TH AVENUE, SUITE 306
NORTH MIAMI BEACH, FL 33179

Qualification documents for NATIONAL COMM LINK, L.L.C. were filed on April 11, 1997, and assigned document number M97000000181. Please refer to this number whenever corresponding with this office.

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

The certification you requested is enclosed.

A limited liability company 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 limited liability company address changes, it is the responsibility of the corporation to notify this office.

Should you have any questions regarding this matter, please telephone (904) 487-6051, the Registration and Qualification Section.

Tammi Cline
Document Specialist
Division of Corporations

Letter Number: 397A00018368

State of Florida



Department of State

I certify from the records of this office that NATIONAL COMM LINK, L.L.C. is a Delaware limited liability company authorized to transact business in the State of Florida, qualified on April 11, 1997.

The document number of this limited liability company is M970000C0181.

I further certify that said limited liability company has paid all fees and penalties due this office through December 31, 1997, and its status is active.

I further certify that said limited liability company has not filed a Certificate of Withdrawal.

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
Eleventh day of April, 1997



CR2EO22 (1-95)

Sandra B. Northam

Sandra B. Northam
Secretary of State

State of Florida



Department of State

I certify the attached is a true and correct copy of the application by NATIONAL COMM LINK, L.L.C., a Delaware limited liability company, authorized to transact business within the state of Florida on April 11, 1997, as shown by the records of this office.

The document number of this limited liability company is M97000000181.

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
Eleventh day of April, 1997



CR2EO22 (1-95)

A handwritten signature in cursive script, reading 'Sandra B. Mortham'.

Sandra B. Mortham
Secretary of State

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY
FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

In compliance with section 608.503, Florida Statutes, the following is submitted to register a foreign limited liability company to transact business in the State of Florida:

1. NAME OF FOREIGN LIMITED LIABILITY COMPANY

National Comm Link, LLC.

2. STATE OF ORGANIZATION

Delaware.

3. FEI NUMBER

65-0741629.

4. DATE OF ORGANIZATION

March 25, 1997.

5. DURATION

Thirty (30) years.

6. DATE FIRST TRANSACTED BUSINESS IN FLORIDA

No business transacted as of this filing.

7. STREET ADDRESS OF PRINCIPAL OFFICE

19599 NE 10th Avenue, Bays E and F, N. Miami Beach, FL 33179.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAR 11 PM 10:19

**8. NAME, TITLE AND BUSINESS ADDRESS OF
EACH MANAGING MEMBER IN FLORIDA**

Paul B. Rosenberg
19599 NE 10th AV, Bays E and F
N. Miami Beach, FL 33179

Member/Manager

David R. Rulien
19599 NE 10th AV, Bays E and F
N. Miami Beach, FL 33179

Member/Manager

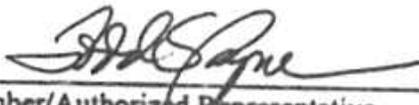
Clifford F. Duke
19599 NE 10th AV, Bays E and F
N. Miami Beach, FL 33179

Member/Manager

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF
FOREIGN LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of
NATIONAL COMM LINK, LLC deposes and says:

- 1) The above named liability company has at least two members.
- 2) The total amount of cash contributed by the member(s) is \$1,000.00.
- 3) The agreed value of property other than cash contributed by member(s)
is \$0.00.
- 4) The total amount of cash or property anticipated to be contributed by
member(s) is \$1,000.00. This total includes amounts from 2 and 3
above.



Member/Authorized Representative

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the undersigned Limited Liability Company submits the following statement in designating the Registered Office/Registered Agent, in the State of Florida.

1. Name of Limited Liability Company

National Comm Link, LLC

2. Name and Address of Registered Agent and Office

Todd S. Payne, Esq.
TODD S. PAYNE, P.A.
19501 NE 10th Avenue, Suite 306
N. Miami Beach, FL 33179

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



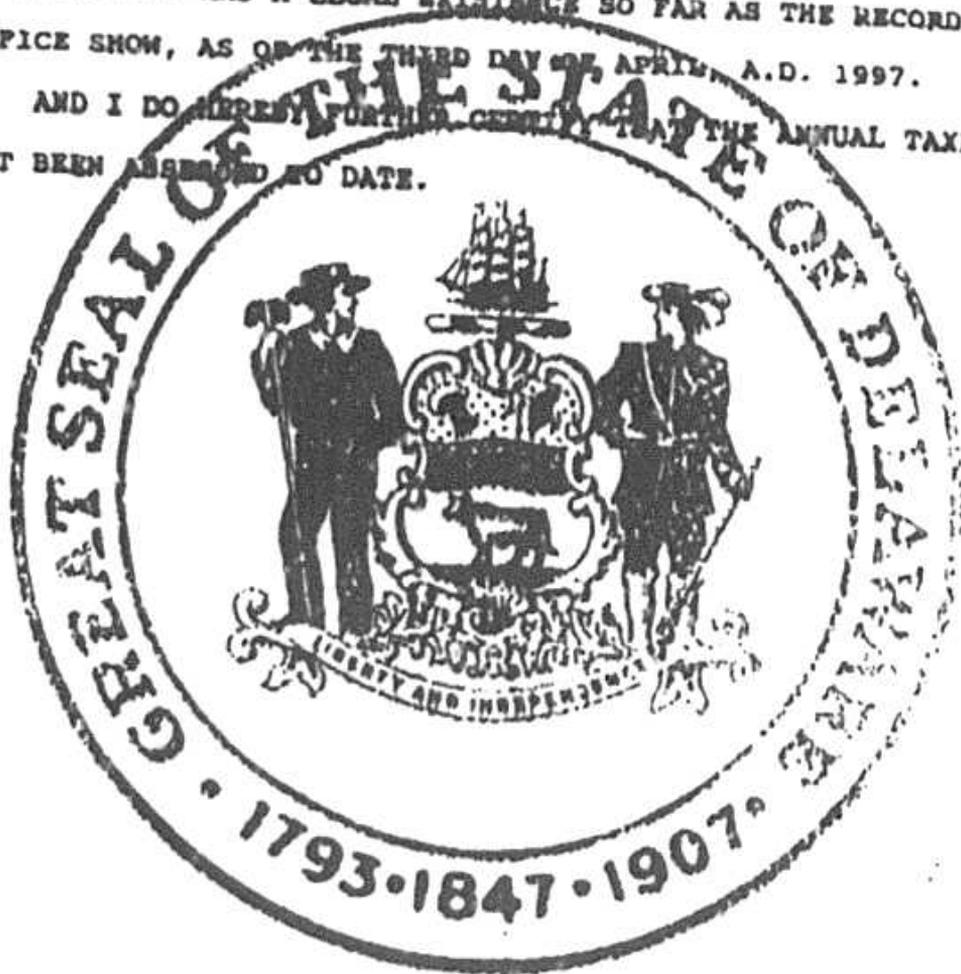
TODD S. PAYNE

Date: 4-10-97

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NATIONAL COMM LINK, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRD DAY OF APRIL, A.D. 1997.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.



Edward J. Freel

Edward J. Freel, Secretary of State

2732996 8300

971109118

AUTHENTICATION: 8403860

DATE: 04-03-97

EXHIBIT 2

Financial Qualifications

Financial Qualifications

NCL has sufficient financial resources to provide and maintain local exchange resale services in Florida. NCL initially plans to provide service on a resale basis, utilizing a switch which has already been leased with the company's available funds. Except for its switch, Applicant does not initially intend to install any of its own facilities and will rely on its existing personnel and technological resources to provide its local exchange services. Accordingly, Applicant's initial capital needs should be limited.

In support of NCL's application, attached hereto as part of Exhibit 2 are copies of NCL's balance sheet, income statement, statement of retained earnings, and statement of cash flows for the months ending July 31, 1997, which demonstrate the economic feasibility of NCL's service plan. As reported on the balance sheet, Applicant has assets of \$1,230,000.00, and available cash or cash equivalents in the amount of \$765,000.00, which demonstrates that the Applicant is fully capable of financing and operating its proposed expanded operations. In addition, the Applicant has obtained a revolving line of credit in the amount of \$100,000.00 from Jefferson National Bank for the purchase of additional equipment. These financial statements provide the required documentation to show that the applicant has sufficient financial capability to provide the requested service in the geographic area proposed to be served, to maintain the requested service, and to meet its obligations. The Applicant does not anticipate significant capital requirements to expand its current Florida service offerings to include the provision of local exchange telecommunications services, initially on a resale basis. The Applicant is well positioned and well qualified to meet the financing requirements necessary to enter the Florida local exchange market.

Additionally, in support of its application, Applicant provides a list of credit references attached hereto as part of Exhibit 2.



National
Comm Link, LLCSM

September 2, 1997

Re: Financial Statements

To Whom it may Concern:

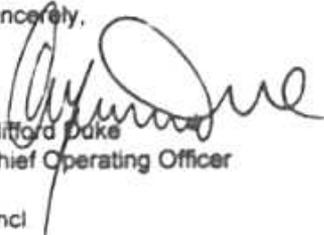
We have compiled the accompanying Balance Sheet of National Comm Link, LLC, as of July 31, 1997 and the related Statements of Income, Retained Earnings, and Cash flows for the Four Months ended.

Our Representation is limited to presenting in the form of Financial Statements information that is our representation.

We have not had our Financial Statements audited or reviewed at this time, but believe that they are Accurate True and Correct.

It is our intent to have our Financial Statements Audited for the year end December 31, 1997.

Sincerely,


Clifford Duke
Chief Operating Officer


Dave Rullen
Chief Executive Officer

Encl

**NATIONAL COMM LINK, LLC
BALANCE SHEET
JULY 1997**

| Assets: | <u>Apr-97</u> | <u>May-97</u> | <u>Jun-97</u> | <u>Jul-97</u> |
|---|---------------------|---------------------|---------------------|---------------------|
| Cash | \$ 71,330 | \$ 798 | \$ 25,863 | \$ 65,650 |
| Trade Receivables | - | - | - | - |
| Notes Receivable from Investor, Unfunded | 900,000 | 900,000 | 600,000 | 700,000 |
| Advances | - | - | - | - |
| Inventory | 1,650 | 1,650 | 1,650 | 1,650 |
| Furniture and Information Systems | 1,107 | 1,107 | 1,574 | 5,641 |
| Office Equipment and Leasehold Improvements | 5,660 | 13,905 | 15,330 | 17,939 |
| Accumulated Depreciation | (115) | (1,803) | (3,127) | (4,766) |
| Leased Furniture, Equipment, Phone Systems | 44,712 | 44,712 | 44,712 | 44,712 |
| Switch Equipment | - | - | - | 363,029 |
| Carrier Line Deposits | - | - | - | - |
| Prepaid Salary/Advance | - | 16,260 | 18,500 | 20,842 |
| Prepaid Expenses/Fees | 230 | 2,780 | 1,730 | 855 |
| Prepaid Rent | 1,849 | - | - | - |
| Rent Security Deposit | 3,500 | 3,500 | 3,500 | 5,280 |
| Lease Security Deposit | - | 1,243 | 1,243 | 1,243 |
| Deposit Retainer | 1,000 | 1,000 | 1,000 | 1,000 |
| Other Deposits | 80 | 1,080 | 2,790 | 7,290 |
| Total Assets | \$ 1,030,802 | \$ 888,429 | \$ 924,764 | \$ 1,230,364 |
| Liabilities and Capital: | | | | |
| Liabilities: | | | | |
| Accounts Payable | \$ 1,000 | \$ 8,000 | \$ 10,243 | \$ 9,609 |
| Due Investor | 10,148 | 10,148 | 10,148 | 10,148 |
| Taxes Payable | - | - | - | - |
| Accrued Interest | 390 | 1,147 | 2,819 | 4,511 |
| Accrued Liabilities | 5,000 | 5,000 | - | 2,400 |
| Leasing Agreement - Jefferson Bank/Furnit. & Equip. | 44,712 | 43,470 | 42,227 | 40,985 |
| Leasing Agreement - Jefferson Bank/Switch | - | - | - | 362,939 |
| Notes Payable Due Investor, Unfunded | 900,000 | 900,000 | 600,000 | 700,000 |
| Notes Payable Due Investor, Funded | 99,000 | 99,000 | 109,000 | 299,000 |
| Total Liabilities | \$ 1,069,248 | \$ 1,068,783 | \$ 1,064,236 | \$ 1,429,689 |
| Capital: | | | | |
| Capital Contributions | \$ 1,000 | \$ 1,000 | \$ 1,000 | \$ 1,000 |
| Earnings (Deficit) Cumulative | (30,446) | (81,333) | (140,471) | (200,225) |
| Total Capital: | \$ (29,446) | \$ (80,333) | \$ (139,471) | \$ (199,225) |
| Liabilities and Capital | \$ 1,030,802 | \$ 888,429 | \$ 924,764 | \$ 1,230,364 |
| | UNAUDITED | UNAUDITED | UNAUDITED | UNAUDITED |

NATIONAL COMM LINK, LLC
INCOME (EARNINGS) STATEMENT
FOR THE FOUR MONTHS ENDED JULY 31, 1997

| | Month Dec-97 | Month Jan-97 | Month Feb-97 | Month Mar-97 | T-4 Q 4 Months |
|--|-----------------|-----------------|-----------------|-----------------|-------------------|
| TOTAL REVENUE | \$ | \$ | \$ | \$ | \$ |
| Less: Direct Expenses | - | - | - | - | - |
| OPERATING INCOME | - | - | - | - | - |
| <hr/> | | | | | |
| Less: Selling, General & Administrative Expenses: | | | | | |
| Personnel Costs, Taxes, Fees | 16,800 | 20,125 | 20,261 | 22,487 | 104,872 |
| Maintenance & Customer Support | - | 2,000 | 8,026 | 7,779 | 18,807 |
| General & Administrative | 10,824 | 14,822 | 14,948 | 9,800 | 50,311 |
| Billing Subscriptions Costs | - | - | - | - | - |
| Occupancy Costs | 2,187 | 5,806 | 3,807 | 5,048 | 16,818 |
| INCOME (LOSS) BEFORE DEPR. & AMORT., & INTEREST | \$ (28,241) | \$ (48,642) | \$ (60,141) | \$ (68,223) | \$ (180,849) |
| Less: Depreciation and Amortization | 115 | 1,488 | 1,824 | 1,829 | 4,756 |
| Less: Interest Expense | 263 | 757 | 1,472 | 1,892 | 4,511 |
| NET INCOME (LOSS) | \$ (28,619) | \$ (50,887) | \$ (63,387) | \$ (71,944) | \$ (200,116) |
| CASH FLOW (DEFICIT) | \$ 26,231 | \$ 48,600 | \$ 67,813 | \$ 68,118 | \$ 198,762 |
| | UNAUDITED | UNAUDITED | UNAUDITED | UNAUDITED | UNAUDITED |

National Comm Link, LLC.
Statement of Retained Earnings
For The Four Months Ended July 31, 1997

| | Month <u>Apr-97</u> | Month <u>May-97</u> | Month <u>Jun-97</u> | Month <u>Jul-97</u> |
|---|------------------------|------------------------|------------------------|------------------------|
| Net Income: | \$ (30,443) | \$ (50,687) | \$ (59,138) | \$ (59,754) |
| Retained Earnings (Deficit) at Beginning of Period: | - | (30,443) | (81,330) | (140,468) |
| Retained Earnings (Deficit) at End of Period: | <u>\$ (30,443)</u> | <u>\$ (81,330)</u> | <u>\$ (140,468)</u> | <u>\$ (200,222)</u> |
| | UNAUDITED | UNAUDITED | UNAUDITED | UNAUDITED |

National Comm Link, LLC.
Statement Of Cash Flows
For The Four Months Ended July 31, 1997

| | <u>Apr-97</u> | <u>May-97</u> | <u>Jun-97</u> | <u>Jul-97</u> | <u>Four Months</u> |
|--|------------------|------------------|------------------|-------------------|--------------------|
| Operating Activities: | | | | | |
| Net Income | \$30,443 | -\$50,887 | -\$59,138 | -\$59,754 | \$ (700,222) |
| Depreciation | 115 | 1,487 | 1,524 | \$1,639 | 4,765 |
| Amortization | 0 | 0 | 0 | \$0 | - |
| Accrued, Unpaid Interest | 390 | 757 | 1,472 | \$1,892 | 4,511 |
| Change in Accounts Payable/Accrued Liabilities | 6,000 | 7,000 | -2,757 | \$1,768 | 12,009 |
| Change in Trade Receivables | 0 | 0 | 0 | \$0 | - |
| Change in Inventories | -1,850 | 0 | 0 | \$0 | (1,850) |
| Change in Prepaid Expenses and Deposits | -6,459 | -19,403 | -2,900 | -\$7,747 | (36,509) |
| Total From Operating Activities | -\$32,047 | -\$81,048 | -\$61,799 | -\$62,204 | (217,098) |
| Investing Activities: | | | | | |
| Purchase of Furn, LHI, Equipment, Phone | -51,482 | -8,245 | -1,892 | -389,705 | (431,324) |
| Acquisition Of Switches | 0 | 0 | 0 | 0 | - |
| Carrier Line Deposits | 0 | 0 | 0 | 0 | - |
| Total From Investing Activities | -\$51,482 | -\$8,245 | -\$1,892 | -\$389,705 | (431,324) |
| Financing Activities: | | | | | |
| Members Capital | 1,000 | 0 | 0 | 0 | 1,000 |
| Investor Debt | 109,148 | 0 | 100,000 | 100,000 | 309,148 |
| Leasing from Jefferson Bank | 44,712 | -1,242 | -1,242 | 361,697 | 403,925 |
| Total From Financing Activities | \$154,860 | -\$1,242 | \$98,758 | \$461,697 | \$ 714,071 |
| Net Increase (Decrease) in Cash For Month | \$71,329 | -\$70,833 | \$36,967 | \$29,789 | \$68,681 |
| Cash at beginning of Month | \$0 | \$71,329 | \$799 | \$58,843 | \$0 |
| Cash at end of Month | \$71,329 | \$799 | \$38,863 | \$88,631 | \$68,681 |
| | UNAUDITED | UNAUDITED | UNAUDITED | UNAUDITED | UNAUDITED |

Credit References:

MCI
201 South Orange Avenue
Orlando, FL 32801
Contact: Robyn Lenhart
Phone: (407)541-8282
Account No.

Interim Personnel
200 S. Park Road, Suite 307
Hollywood, FL 33021
Contact: Suzanne Liddy
Phone: (954)894-8228
Account No.

Todd S. Payne, P.A. Law Offices
19501 NE 10th Avenue, Suite 306
No. Miami Beach, FL 33179
Contact: Todd S. Payne
Phone: (305)999-0320

Xplanation Corporation
5101 NW 21st Avenue, Suite 210
Ft. Lauderdale, FL 33309
Contact: Robert Rizzi
Phone: (954)581-5072
Account No.

International Bus. Telephone Systems
5473 No. University Drive, Suite 165
Lauderdale, FL 33351
Phone: ((954)741-9884
Account No.

Federal Express
Memphis, TN
Phone: (800)463-3339
Acct. #:

EXHIBIT 3

Managerial and Technical Capability

EXHIBIT 3

Managerial and Technical Capability

NCL has the technical and managerial qualifications to provide local exchange telecommunications services within Florida. The principal managers of the company have acquired extensive experience in providing a variety of telecommunications services to customers, and have developed a management team with excellent credentials and experience in the telecommunications industry as well as other industries. NCL's local exchange service operations will be managed by a highly trained staff which have held management positions or have been associated with telecommunications companies such as High Seas Technology, Inc. (Ft. Lauderdale, FL), American Cellular (Ft. Lauderdale, FL) and National Telecoin Corporation (Philadelphia, PA).

NCL will be able to take advantage of the existing resources currently available in the company in such areas as billing, customer service, maintenance and technical support, and marketing and sales. Additionally, NCL will be utilizing a number of consultants under contractual arrangements to provide further technical expertise, when necessary, with regard to such technical areas as system specifications, vendor selections, technical standards and implementation plans. One such consultant is Orion Group Inc., whose president has held a key management position with AT&T Wireless Services.

Managerial and Technical Experience of NCL's Key Personnel

Clifford E. Duke, Managing Member

Mr. Duke has 20 years business experience. Prior to joining National Comm Link, LLC, Mr. Duke held the position of Vice President of Operations at American Cellular Rental. In his current position, Mr. Duke draws from his knowledge in the telecommunications industry bringing to the company a wealth of experience in Executive, Financial and Manufacturing Management. The experience is invaluable in negotiating with cellular carriers, managing large volumes of inventory and overseeing day-to-day operations.

Paul B. Rosenberg, Managing Member

Mr. Rosenberg, since 1987 to the present time, has held the position of President of National Telecoin Corporation in Philadelphia, PA. Mr. Rosenberg co-founded Tel-Save Holdings, Inc., a major interexchange carrier, in 1989 and remains a significant Stockholder.

David R. Rulien, Managing Member

Mr. Rulien directs National Comm Link, LLC strategic planning and Corporate Administration. Prior to joining National Comm Link, LLC, he served as President of American Cellular Rental. He brings to National Comm Link, LLC a wealth of telecommunications knowledge and expertise in management, including sales, financial planning, system design and implementation. Mr. Rulien has successfully developed and maintained a number of strategic relationships in the wireless industry and is often asked to speak on issues relevant to the industry.

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&
BERLIN
CHARTERED

DEPOSIT

DATE

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SEP 10 1997

September 9, 1997

VIA OVERNIGHT MAIL

Ms. Blanca S. Bayo
Director, Division of Records & Reporting
Florida Public Service Commission
2540 Shumard Oak Boulevard
Tallahassee, FL 32399-0870

Re: Application of National Comm Link, L.L.C. for Authority to Provide Alternative
Local Exchange Service Within the State of Florida

Dear Ms. Blanco:

Enclosed for filing on behalf of National Comm Link, L.L.C. ("NCL"), please find an original and six (6) copies of its Application for Authority to Provide Alternative Exchange Service Within the State of Florida, as well as a check for the application fee on the amount of \$250.00, payable to the Florida Public Service Commission.

Please date-stamp the enclosed extra copy of this filing, and return it in the enclosed, self-addressed stamped envelope.

Should you have any questions concerning this filing, please do not hesitate to contact the undersigned.

Sincerely

| | | | | |
|--------------------------------------|------------|------------|---|---------------|
| CHECK NO. | CHECK DATE | VENDOR NO. | NATIONAL COMM LINK, L.L.C. | CHECK NO. |
| 1277 | 09/04/97 | | 19599 N.E. 10TH AVENUE, BAY E NORTH MIAMI BEACH, FL 33179 (305) 999-9806 | 1277 |
| NATIONSBANK OF FLORIDA, N.A. | | | | CHECK AMOUNT |
| TWO HUNDRED FIFTY AND 00/100 DOLLARS | | | | \$*****250.00 |
| PAY TO THE ORDER OF | | | Florida Public Service Commission 2540 Shumard Oak Boulevard Tallahassee FL 32399-0866 | |

[Handwritten Signature]