

REQUEST TO ESTABLISH DOCKET  
(PLEASE TYPE)

Date January 13, 1998

Docket No. 980063-TP

- 1. Division Name/Staff Name Communications/Pruitt
- 2. OPR CMU
- 3. OCR Legal

4. Suggested Docket Title Request for approval of acquisition of ownership of Interlink Telecom of Florida, Inc. (holder of IXC Certificate No. 3532 and ALEC Certificate No. 5152) by ILO Teleservices, Inc., parent company of Intellicall Operator Services, Inc. (holder of IXC Certificate No. 2177 and payphone Certificate No. 5374), cancellation of IXC Certificate No. 3532, and transfer of ALEC Certificate No. 5152 and name change to Intellicall Operator Services, Inc.

5. Suggested Docket Mailing List (attach separate sheet if necessary)

- A. Provide NAMES ONLY for regulated companies or ACRONYMS ONLY regulated industries, as shown in Rule 25-22.104, F.A.C.
- B. Provide COMPLETE name and address for all others. (Match representatives to clients.)

1. Parties and their representatives (if any)

<u>Intellicall Operator Services, Inc.</u>	_____
<u>Interlink Telecom of Florida, Inc.</u>	_____
_____	_____
_____	_____
_____	_____
_____	_____

2. Interested Persons and their representatives (if any)

_____	_____
_____	_____
_____	_____
_____	_____
_____	_____

6. Check one:  
 Documentation is attached.  
 Documentation will be provided with recommendation.

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PSC/RAR 10 (Revised 01/96)

*TI 211 Interlink*  
*TX 096 I*

DOCUMENT NUMBER-DATE  
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FPC RECORDS/REPORTING

**GERRY, FRIEND & SAPRONOV, LLP**

ATTORNEYS AT LAW

SUITE 1450

THREE RAVINIA DRIVE

ATLANTA, GEORGIA 30346-2131

(770) 399-9500

FACSIMILE (770) 395-0000

EMAIL: gflaw@gflaw.com

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January 7, 1998

JAN 08 1998

via UPS OVERNIGHT

CMU

Florida Public Service Commission  
Div. of Communications, Certification  
& Compliance Section  
2440 Shumard Oak Boulevard  
Tallahassee, Florida 32399-0866

Re: Intellicall Operator Services, Inc. Notification of Acquisition of Ownership of  
Interlink Telecommunications of Florida, Inc.

Dear Sir/Madam:

Intellicall Operator Services, Inc. ("Applicant"), a wholly-owned subsidiary of ILD Teleservices, Inc. ("ILD"), hereby files the attached application notifying the Florida Public Service Commission ("Commission") of the acquisition of all of the outstanding stock of Interlink Telecommunications of Florida, Inc. ("Interlink"), a company certificated to provide local, long distance and operator services in Florida.

**I. DESCRIPTION OF THE APPLICANT**

The Applicant, a Delaware corporation and wholly-owned subsidiary of ILD, is headquartered at 14651 Dallas Parkway, Suite 905, Dallas, Texas 75240. The Applicant provides interexchange services including operator services and pay telephone services (inmate services) in Florida pursuant to Certificate No. 20181 dated October 19, 1988 (Docket No. 880816-T1) and Certificate No. 5374 dated May 30, 1997 (Docket No. 970500-TC), respectively.

ILD is a privately held Delaware corporation formed in 1996 as a spin-off of Intellicall, Inc. ILD's objective is to provide a wide range of telecommunications services on a nationwide basis. In August, 1997, ILD acquired WorldCom, Inc.'s ("WorldCom") operator service business, and as a part of the acquisition, ILD executed an exclusive contract to provide WorldCom operator and billing services. Consequently, ILD's revenues currently exceed \$100 million annually and internal growth, coupled with pending acquisitions, is expected to yield total revenues in excess of \$135 million in 1998. ILD's core operations currently consist of operator services (live and automated) and long distance services provided via its state-of-the-art call centers and switch-based network. ILD, through Applicant, operates call centers in San Antonio, Texas and Las Vegas, Nevada, and switching centers in Dallas, Texas and Los Angeles, California. ILD's customers include hotels, pay telephone operators, correctional facilities, interexchange carriers, and regional

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Bell operating companies. Specifically, ILD currently serves over 1,700 customers, including Ameritech Corporation, WorldCom, Inc., the MGM Grand Hotel and PhoneTel Technologies, Inc.

In August, 1997, ILD acquired WorldCom, Inc.'s ("WorldCom") operator service business, and as a part of the acquisition, ILD executed an exclusive contract to provide WorldCom operator and billing services.

## **II. DESCRIPTION OF INTERLINK**

Interlink is a Georgia corporation headquartered at 1480 Terrill Mill Road, Suite I, Marietta, Georgia, 30067. Interlink provides local exchange, interexchange and operator services pursuant to Commission orders in Docket No. 970322-TX dated May 21, 1997, and Docket No. 931036-T1, dated February 24, 1994, respectively.

## **III. DESCRIPTION OF THE TRANSACTION**

Pursuant to the terms of the merger, ILD acquired all of the outstanding stock of Interlink from its current shareholder. In exchange for all of Interlink's stock, ILD provided consideration to such shareholder in the form of cash, notes and ILD common and preferred stock pursuant to Section 368(a)(1)(A) of the Internal Revenue Code. Subsequent to the merger, ILD immediately transferred the assets acquired from Interlink to Applicant, an operating subsidiary of ILD.

## **IV. PUBLIC INTEREST**

The merger is in the public interest. The personnel and equipment used by Interlink to provide its authorized services will continue in place after the merger. The Applicant will assume all responsibilities for providing local exchange, long distance and operator services to Interlink's customers. Applicant will amend its tariff accordingly to incorporate Interlink's service offerings in Florida thereby enabling Interlink's customers to take service from Applicant under the same terms and conditions under which customers purchased such services. Thus, the acquisition of ownership will be transparent to consumers in Florida who will continue to receive high quality services at competitive rates on an uninterrupted basis.

Moreover, the Applicant's technical and managerial expertise is a matter of public record in Florida and is reflected by previous grants of authority issued by this Commission. Attached hereto is a formal application containing resumes of key individuals who are responsible for assuring the delivery of high-quality telecommunications services in Florida and throughout Applicant's

**GERRY, FRIEND & SAPRONOV, LLP**  
ATTORNEYS AT LAW

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nationwide network. Current financial data for the Applicant and its parent, ILD, is being provided for the Commission's consideration of this application under protective cover.

If you have any questions or comments, please call.

Sincerely,

  
Amy Lin Meyerson

ALM/bw

Enc.

cc: ILD Teleservices, Inc. (with enclosure)

F:\TELECOM\ILD\FPSC.LT

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. Name of applicant:

**Intellicall Operator Services, Inc.**

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

**Intellicall Operator Services, Inc.  
14651 Dallas Parkway  
Suite 905  
Dallas, Texas 75240  
(972) 503-8700**

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

**Intellicall Operator Services, Inc. ("Intellicall") conducts business from its headquarters in Dallas, Texas.**

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

**Intellicall conducts business from its headquarters in Dallas, Texas.**

4. Structure of organization:

- Individual
- Foreign Corporation
- General Partnership
- Other \_\_\_\_\_
- Corporation
- Foreign Partnership
- Limited Partnership

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

**Qualification Document Number: P19595, issued June 9, 1988**

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

**Intellicall Operator Services**

7. If applicable, please provide proof of fictitious name registration.

Fictitious name registration number: **Not applicable.**

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

**Not applicable.**

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

**None of Intellicall's officers, directors, or stockholders has been adjudged bankrupt, mentally incompetent, or found guilty of any felony or of any crime. Further, no such proceedings are pending against any of Intellicall's officers, directors, or stockholders.**

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.

**For purposes of this Application, the name, address, telephone number, facsimile number and internet address of Intellicall's counsel of record are:**

**Charles A. Hudak, Esq.  
Amy Lin Meyerson, Esq.  
Gerry, Friend & Saprnov, LLP  
Three Ravinia Drive, Suite 1450  
Atlanta, Georgia 30346-2131  
Tel: (770) 399-9500  
Fax: (770) 395-0000  
Internet: gfslaw@gfslaw.com**

**All future correspondence should be directed to Intellicall's ongoing liaison with the Commission:**

**Mr. Reid Presson  
Intellicall Operator Services, Inc.  
14651 Dallas Parkway  
Suite 905  
Dallas, Texas 75240**

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

**After completion of the merger with Interlink Telecommunications, Inc. and Interlink Telecommunications of Florida, Inc. (collectively "Interlink"), and upon receipt of all regulatory approvals, Intellicall will be authorized to provide competitive local exchange services in Alabama, Florida, Georgia, Kentucky and Tennessee, and will have pending applications to provide such services in Louisiana, North Carolina and South Carolina.**

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

**Neither Intellicall or Interlink has been denied certification to operate as a local exchange carrier in any state.**

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

**Neither Intellicall or Interlink has been assessed regulatory penalties for violations of any state telecommunications statutes.**

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

**A customer may make inquiries regarding service or file a service complaint (i) by contacting Intellicall's Customer Service Department at 1-800-888-8355, which will be listed on each customer's statement, or (ii) by writing to Intellicall's Customer Service Department at 14651 Dallas Parkway, Suite 905, Dallas, Texas 75240, an address which will also be supplied on each customer's statement. Intellicall's toll-free customer service telephone number is available to customers 24 hours a day, 7 days a week.**

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

**A. Financial capability.**

**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.

**A summary of Intellicall's Financial Qualifications has been submitted under protective cover.**

*(was not provided, as of 1/13/98)*

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.

**A summary of Intellicall's Financial Qualifications has been submitted under protective cover.**

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

**A summary of Intellicall's Financial Qualifications has been submitted under protective cover.**

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

**A summary of Intellicall's Financial Qualifications has been submitted under protective cover.**

**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.**

**A summary of Intellicall's Managerial and Technical Qualifications is attached hereto at Exhibit "A".**

**C. Technical capability.**

**A summary of Intellicall's Managerial and Technical Qualifications is attached hereto at Exhibit "A".**



**AFFIDAVIT**

By my signature below, I, the undersigned officer, attest to the accuracy of the information contained in the foregoing 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 Intellicall Operator Services Inc. And agree that the company will comply, now and in the future, with all applicable Commission rules and orders.

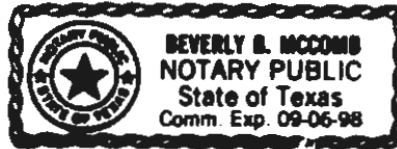
Further, I am aware that pursuant to Chapter 837.06, Florida Statutes, "Whoever knowingly makes a false statement in writing with the intent to mislead a public servant in the performance of his official duty shall be guilty of a misdemeanor of the second degree, punishable as provided in s. 775.082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

Intellicall Operator Services, Inc.  
By: B. Reid Presson, Jr.  
B. Reid Presson, Jr.  
Vice President

Sworn to before me this 6th day of January, 1998.

Beverly B. McCombs  
Notary Public

My Commission expires: 9/6/98



**AFFIDAVIT**

By my signature below, I, the undersigned officer, attest to the accuracy of the information contained in the foregoing 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 Interlink Telecommunications of Florida, Inc. and agree that the company will 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".**

Interlink Telecommunications of Florida, Inc.

By: *Linda A. McFarland*  
Linda A. McFarland  
Treasurer

Sworn to before me this 6  
day of January, 1998.

*Mary R. Hill*  
Notary Public

My Commission expires



My Commission Expires April 28, 1999

**EXHIBIT "A"**

**MANAGERIAL AND TECHNICAL QUALIFICATIONS**

Applicant's management team possess the necessary technical, and managerial ability to provide intrastate local exchange, interexchange, customer-owned coin operated telephone service (inmate service) and operator services. Applicant's key personnel are described as follows:

## **ILD/IOS Management Team**

Michael Lewis and Dennis Stoutenburgh jointly lead a pre-eminent management team that together with a board of directors, whose business expertise and industry connections are invaluable, have a proven track record of growth and superior returns to shareholders. The talent that ILD has assembled creates a team of the highest caliber and whose participation will provide ILD differentiation among its competitors. ILD's management team is introduced below:

*Michael F. Lewis is Chairman of the Board and has served as CEO since the Company's formation in 1996. Mr. Lewis has a total of fifteen years of experience in successfully launching and building businesses and is recognized as a results oriented executive in the telecommunications industry. Previously, Mr. Lewis served for eight years as President of Triad Capital Partners, a private equity investment company. From 1988 to 1996, he was involved in some 15 transactions ranging from telecommunications to software, management led leveraged buy-outs. Prior to 1988 Mr. Lewis facilitated the founding of two long distance telephone companies, TransTel Communications, based in Salt Lake City, Utah, with operations primarily in the Western United States; and Com-Link 21 based in St. Louis, Missouri. TransTel rapidly grew to \$30 million per year and was sold in 1987. Com-Link 21, a long distance reseller reached \$25 million in annual revenues before it was sold in January 1988 to LDDS Communications (WorldCom). Following the sale of Com-Link 21, Mr. Lewis was named a director of the LDDS Board of Directors and served in that capacity until 1992. Additionally, in 1988 he formed The Telecenter, a service bureau telemarketing firm. This company was sold in 1993 after achieving annualized sales of approximately \$10 million. Mr. Lewis graduated from the University of Pennsylvania's Wharton Business School and completed his MBA at Southern Methodist University.*

*Dennis J. Stoutenburgh is President and has served in that capacity since May 1997 and has served on the Board since the Company's inception. Previously, Mr. Stoutenburgh served for three years as President of the Communications Group of Intellicall, Inc. ("ICL"). Upon the formation of ILD, he served a dual role for over a year, devoting about 25% of his time to ILD while continuing to fulfill his duties at ICL. During his tenure as President of the Communications Group of ICL, the company's service revenues grew consistently to \$76.9 million for the year ended 1996. While at ICL, Mr. Stoutenburgh oversaw the company's launch into the prepaid calling industry. He also coordinated the sale of the company's validation services business in 1995 as well as the purchase of a provider of prepaid calling services also in 1995. Mr. Stoutenburgh, recognized for his leadership abilities, brings a wealth of knowledge and strong operational skills to ILD. His nine-year history with ICL included the following positions: Group Vice President, Global Network Services; Vice President, Billing Services; Director of Billing Services; and Director of Finance. Prior to joining ICL, Mr. Stoutenburgh served as a senior consultant with Ernst & Whinney. Mr. Stoutenburgh is a graduate of Southern Methodist University and a CPA in the State of Texas.*

*J. David Darnell is Chief Financial Officer. Mr. Darnell has over 28 years of diversified corporate and public accounting experience. He has extensive experience in financing alternatives, acquisitions and financial and SEC reporting. Prior to joining ILD, Mr. Darnell was Vice President, Finance and Chief Financial Officer of SA Telecommunications, Inc., a publicly held, full-service regional interexchange carrier, where he successfully completed five acquisitions. Previously, he was Chief Financial Officer and minority owner of Messagephone, Inc., a privately held intellectual property company that develops, patents and licenses technology for the telecommunications industry. Prior to joining Messagephone, Mr. Darnell held several key management positions with TIC United Corporation, a privately held conglomerate, and American Equitable Financial Corporation, an insurance holding company. Mr. Darnell is a graduate of Baylor University and is licensed as a CPA in the State of Texas.*

*Reginald P. McFarland is Sr. Vice President, Network Operations. Mr. McFarland has over eighteen years experience in telecommunications. Before joining ILD, Mr. McFarland served as President and*

Majority shareholder of Interlink Telecommunications, Inc. ("Interlink"), which he founded in 1989 as an enhanced tele services provider. Under his management, Interlink became a fully certified direct-dial long distance carrier in 1991, a certified operator services provider in 1993 and a certified local service provider in Georgia, Alabama, Florida, Tennessee and Kentucky in 1996. Mr. McFarland grew Interlink's annual revenue base to \$10 million from its inception to December 1997 when Interlink was acquired by ILD. Prior to 1989, Mr. McFarland spent over ten years with the Bell System in a managerial capacity. During his ten years with the Bell System, he worked with Bell Labs to resolve problems associated with integrating a 4ESS switch into the Bell switching network. This included turning up the first SS7 (look ahead signaling) link in the nation. Mr. McFarland was also an Instructor in the Training Center and Manager of the Atlanta and New Orleans switching offices. He held these positions during the period of Divestiture and he played a key role in the preparation of AT&T personnel to assume control and maintenance of their own switching network.

*Frederick W. Lloyd is Vice President, Acquisitions and Strategic Planning.* Mr. Lloyd has more than 20 years experience in commercial and investment banking, corporate finance and operational management. Before joining ILD, Mr. Lloyd was a principal of Triad Capital Partners. Prior to joining Triad, he was a principal and COO of Atlas Aircraft Corporation and was responsible for the successful completion of the acquisition and combination of two operating companies via leveraged buy-outs resulting in the formation of Atlas Aircraft. Previously, he was President of Bay Capital Corporation, a Florida-based investment banking firm specializing in corporate finance, mergers and acquisitions. Mr. Lloyd was responsible for initiating, structuring, financing and bringing to closure over twenty transactions with an aggregate value of over \$10 million. Mr. Lloyd earned his MBA from Florida State University and his undergraduate degree from Vanderbilt University.

*Sharon Cooper is Vice President, Corporate Development.* Ms. Cooper has sixteen years experience in telecommunications. Since 1993, she served as Vice President of Operations with Metromedia Communications, Inc. and then LDDS Communications, Inc. (WorldCom, Inc.) after the LDDS purchase of Metromedia. Ms. Cooper was instrumental in implementing the integration of Metromedia acquisitions and then merging Metromedia's operations with LDDS. As Vice President of Operations, she was responsible for service related functions supporting a base of 150,000 commercial and residential customers billing over \$200 million annually. Ms. Cooper assumed management of the Operator Services operations in 1995 and played a key role in the efforts to improve results from 88% achievement of plan first quarter 1995 to 118% in the first quarter of 1997. She also facilitated the design of WorldCom's Operator Services Unified System and the consolidation of seven legacy systems on four separate platforms to the new unified system in a thirteen month period.

*Bob Gallagher is Vice President, Sales and Marketing, Eastern United States.* Previously, Mr. Gallagher was Vice President, Multinational Account Sales at Intellicall, Inc. ("ICL") where he had worked since October 1987. He also held the positions of Vice President International, Director of New Customer Sales, and Sales Director. In 1996 he led ICL's sales team in adding in excess of 12,000 phones, a 50% increase in the number of phones using their operator services. Prior to ICL, Mr. Gallagher was Vice President of Sales and Marketing for CPT Corporation. During his 11 years with CPT he grew the office automation revenues from \$18 million to \$180 million. Mr. Gallagher is a graduate of Texas A&M University.

*Don Scribner is Vice President, Sales and Marketing, Western United States.* Mr. Scribner has served as a Vice President of Sales since 1993, beginning with Impact Communications, Inc. that was acquired by LDDS Communications, Inc. (WorldCom, Inc.) in 1994. With the merger of three companies over four years Impact revenues grew from \$9 million to \$42 million. His nineteen years experience in sales and sales management includes Manager of Sales, Western United States for Federal Government applications with Lanier Business Products and Representative for Intellicall, Inc., a manufacturer of pay telephone equipment. Mr. Scribner graduated from Texas A&M University.

**Dan Kahrs is Vice President, Billing Operations.** Previously, Mr. Kahrs was Director, Billing Services with Intellicall, Inc. ("ICL"). While he was in this position, the Billing Services department of ICL produced \$50 million in annual revenues, and Mr. Kahrs played a key role in several contract negotiations with customers that resulted in increased revenues and pay phone sales. Prior to joining ICL in July 1990, Mr. Kahrs was a Senior Auditor at Ernst & Young. He has eight years of telecommunications experience. Mr. Kahrs is a graduate of the University of Notre Dame.

**Gregory E. Hall has been Vice President of Operations since ILD's formation in 1996.** He served as Vice President of IOS within the Communications Group of Intellicall, Inc. ("ICL") from 1991 until 1996 and as Director of Network Engineering and Technical Support from 1988 until 1991. Under his watch, IOS revenues grew from approximately \$3.5 million in 1991 to \$25 million in 1996. Mr. Hall has been involved with various aspects of the telecommunications industry since 1974 and is a registered professional engineer in the State of Texas with reciprocity in all 50 states.

**Jeff Smith is Vice President of Finance.** Mr. Smith was promoted to this position in 1997 after serving as Director of Finance of Operator Services for LDDS Communications, Inc. (WorldCom, Inc.) and Metromedia Communications, Inc. since 1990. He has been involved in four mergers, development of a LEC billing system and migration of seven legacy billing systems. Mr. Smith has fourteen years telecommunications experience and has been involved in the development of operator services companies during that time. Prior to joining the telecommunications industry, he had five years experience in public accounting. Mr. Smith holds an MBA from Regis College and undergraduate degree from Colorado State University.

**Cindy Romines is Director, Information Services.** Prior to her promotion to Director in August 1997, Ms. Romines held the position of Manager, Development for Information Services with WorldCom, Inc. She led the Information Services team in the development of WorldCom's Operator Services Unified System. Upon its successful implementation, she coordinated the migration of seven legacy systems on four separate platforms to the new unified system. Other accomplishments include design and development of a multi-million dollar command, control, communications and intelligence decision support system for the Department of Defense. Ms. Romines has fifteen years experience in software engineering and management.

**B. Reid Fresson, Jr. is Regulatory Consultant for ILD Teleservices, Inc. and its subsidiary, Intellicall Operator Services, Inc.** In this capacity, he is responsible for developing and implementing ILD's regulatory strategies and practices including participating in formal proceedings at both state and federal levels related specifically to the Company's range of telecommunications service offerings. He also is responsible for all regulatory filings related to tariff submissions and certification issues.

He began his professional career in 1958 following graduation from the Georgia Institute of Technology with a degree in Electrical Engineering. He concentrated in aerospace electronics with Bell Telephone Laboratories and Texas Instruments until 1962 when he joined SCI Systems, Inc., a start-up company specializing in aerospace and defense electronics. He spent 17 years at SCI in varying management capacities including 10 years in corporate management during the period when SCI's annual revenues increased to over \$50 million and its activities diversified into commercial and industrial products while expanding its core base of aerospace and defense projects.

He joined Intellicall in 1985 as Vice President and served in various management capacities until his recent retirement. Most recently, Mr. Fresson was Vice President for Regulatory Affairs for Intellicall, Inc., and Intellicall Operator Services, Inc. and also was Vice-President of Operations for Intellicall's prepaid service business unit.