

The Inside Edge Communications, Inc.
8601 Fourth Street North, Suite 301
St. Petersburg, FL 33702

REC'D
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February 10, 1998

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

980240-TX

Dear Gentlepersons,

Enclosed are our applications for authority to provide both local exchange service and interexchange telecommunication service within the State of Florida. We would like these reviewed at your March 10th meeting if at all possible since we are ready to provide both these services.

The \$500.00 application fee for both applications is attached

We are prepared and excited about being an alternate source of these services within the State of Florida. I can be reached at 904-445-4006 should you have any questions or require any additional information.

Sincerely,
Thomas E. Lawrence
Thomas E. Lawrence
Vice President Operations

RECEIVED
FEB 12 1998

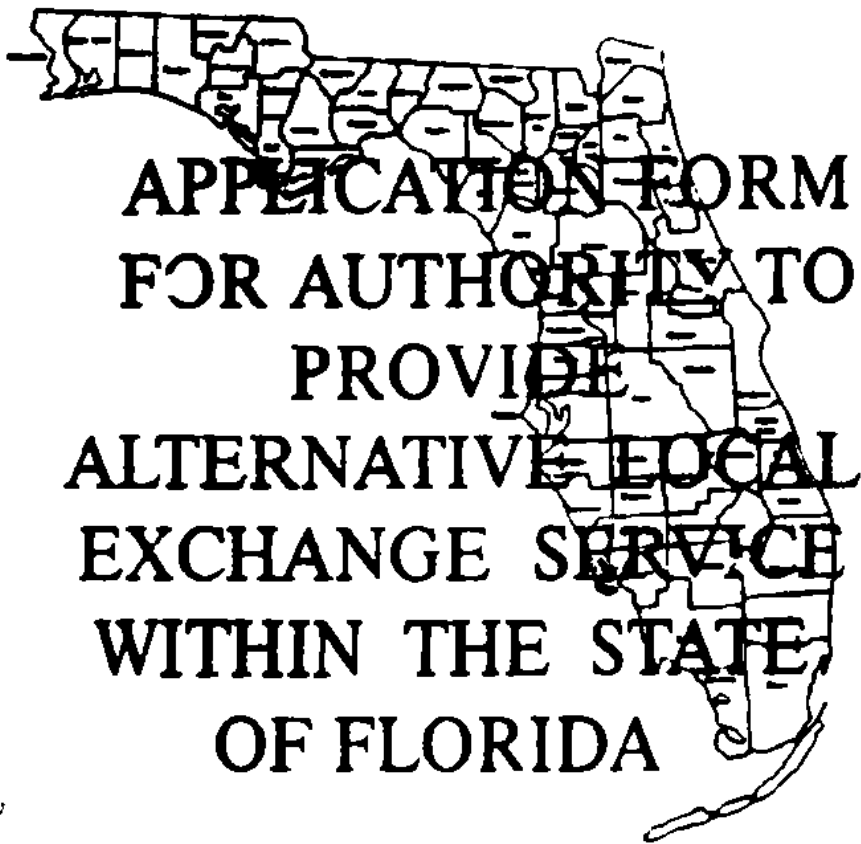
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FPSC RECORDS/REPORTING

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

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 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. The name of applicant: The Inside Edge Communications, Inc.

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

8601 4th Street N. Suite 301
St. Petersburg, Florida 33602. Phone # 813-570-8555

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

8601 4th Street N. Suite 301
St. Petersburg, Florida 33602. Phone # 813-570-8555

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

8601 4th Street N Suite 301
St. Petersburg, Florida 33602, Phone # 813 570 8555

4. Structure of organization:

- Individual Corporation
- Foreign Corporation Foreign Partnership
- General Partnership Limited Partnership
- Joint Venture Other Please explain

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

Corporate charter number: P97000047977 Charter attached

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

Inside Edge Communications, Inc

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

Fictitious name registration number N/A

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

N/A

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

No

- 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

Gregory J. Parker
 5699 Kanan Rd., #212
 Agoura Hills, CA 91301
 805-488-3465

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

None.

- 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 #813-570-8555

- 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 Attached as Exhibit One One-year old company

- 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. Attached as Exhibit Two

- 1. Please provide documentation that the applicant has sufficient financial capability to provide the requested service in the geographical 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. Audited statement not currently available

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.

Unaudited and affirmed, attached as Exhibit One

- B. Managerial capability.
Attached as Exhibit Three
- C. Technical capability.

Attached as Exhibit Three

Official:

Thomas E. Thompson
Signature

2/1/76
Date

Title: Vice President

813 570-8555
Telephone Number

Address: 8601 4th Street North
Suite 301
St. Petersburg, FL 33702

Florida.fil

Financial Statements
(Unaudited)

of
THE INSIDE EDGE COMMUNICATIONS, INC.
For the Period Ended December 31, 1997

See Accompanying Accountant's Compilation Report

EXHIBIT ONE

Est 1757

DRAKEFORD
DRAKEFORD
ACCOUNTANTS
A PROFESSIONAL CORPORATION

Drakeford & Drakeford, P.A.
P.O. Box 22023
Tampa, FL 33622-2023
Phone (813) 248-3001

January 8, 1998

TO: Stockholders

The accompanying Balance Sheet of **THE INSIDE EDGE COMMUNICATIONS, INC.** as of December 31, 1997 and the related statements of income and retained earnings for the period then ended have been compiled by us.

A compilation is limited to presenting in the form of financial statements, information that is the representation of management. We have not audited or reviewed the accompanying financial statements, and accordingly, do not express an opinion or any other form of assurance on them.

These financial statements are for management's internal use only and therefore all of the disclosures required by Generally Accepted Accounting Principles have been omitted. If these items were included in the financial statements, they might influence the user's conclusions about the company's financial position, results of operations, and changes in financial position. Accordingly, these financial statements are not intended for those who are not informed about such matters.

Drakeford & Drakeford

P.O. Box 22023
Tampa, FL 33622-2023
(813) 248-3001
Fax: (813) 248-3001

P.O. Box 22023
Tampa, FL 33622-2023
(813) 248-3001
Fax: (813) 248-3001

P.O. Box 4514
Tampa, FL 33601-4514
(813) 946-4142
Fax: (813) 946-8801

TIE INSIDE EDGE COMMUNICATIONS, INC

**Balance Sheet
As of December 31, 1997**

Assets

Current Assets

Bank	\$ 528,541.40
Contractor Advances	26,073.24
Branch Office Advance	48,928.17
Investments	<u>88,530.75</u>

Total Current Assets \$ **693,073.56**

Fixed Assets

Equipment	15,378.96
Switches	10,000.00
Vehicles	1,500.00
Accumulated Depreciation	<u>(4,500.00)</u>

Total Fixed Assets **22,378.96**

Other Assets

Security Deposits	13,200.75
Organization Costs	328,300.00
Cellular 7 Units	85,000.00
TIE Nationwide Unit Holders	7,681,500.00
TIE Nationwide Holdg Intl Units	927,400.00
Tel Com Jacksonville Units	135,000.00
Investments	<u>187,484.00</u>

Total Other Assets **9,357,884.75**

Total Assets \$ **10,073,345.27**

See Accompanying Accountant's Compilation Report

THE INSIDE EDGE COMMUNICATIONS INC
Balance Sheet
As of December 31, 1997

Liabilities and Equity

Current Liabilities		
Withholding Taxes Payable	\$ 4,884.66	
Customer Deposits	<u>60,000.00</u>	
Total Current Liabilities		\$ 64,884.66
Long Term Liabilities		
M/P - Burnell Hoekstra	62,449.50	
TIE Nationwide Funding	2,304,450.00	
TIE - Other	5,377,050.00	
Other - Clearing	73,483.00	
Shareholder Loans	<u>196,022.87</u>	
Total Long Term Liabilities		8,013,455.37
Equity		
Retained Earnings	79,517.77	
Current Income (Loss)	<u>1,915,467.47</u>	
Total Equity		<u>1,995,005.24</u>
Total Liabilities & Equity		\$ <u>10,073,345.27</u>

See Accompanying Accountant's Compilation Report

TINSIDE EDGE COMMUNICATIONS INC.
Income Statement
For the Period Ended December 31, 1997

	<u>12 Months Ended</u> <u>Dec. 31, 1997</u>	<u>Pct</u>
Sales		
Sales - Tel Com Jacksonville	\$ 1,871,250.00	15.10
Sales - TIE Nationwide	2,318,500.00	43.49
Dividend Income - Tel Com Jax	499.40	0.01
Earned Funding - Jacksonville	135,000.00	2.53
Earned Funding - TIE Nationwide	927,400.00	17.39
Reimbursements	<u>78,911.48</u>	<u>1.48</u>
Total Income	5,331,561.18	100.00
Cost of Sales		
Cost of Sales - Fees	1,553,176.50	29.13
Cost of Sales - Overrides	274,220.31	5.14
Tel Com Plus Jax	750,000.00	14.07
Tel Com Plus	<u>69,492.02</u>	<u>1.30</u>
Total Cost of Sales	<u>2,646,896.83</u>	<u>49.65</u>
Gross Profit	2,684,664.35	50.35
Operating Expenses		
Salaries & Wages	32,657.44	0.61
Advertising	21,114.88	0.40
Amortization	8,149.17	0.15
Auto & Truck	10,572.04	0.20
Bad Debt	14,072.14	0.26
Admin Conference Expense	2,700.00	0.05
Bank Charges	2,900.92	0.05
Business Development	17,300.08	0.32
Depreciation	4,500.00	0.08
Donation	5,010.00	0.09
Equipment Rental	8,769.85	0.16
Insurance - Workers Comp	6,507.71	0.12
Interest	16,851.73	0.32
Leads Expense	20,200.00	0.38
Cleaning	1,974.61	0.04
Legal	117,953.05	2.21
Accounting	71,810.37	1.35
Sales/Gary Miller	35,856.33	0.67
Miscellaneous	8,367.70	0.16
Consultant Fees	22,362.00	0.42
Real Estate Legal/Trust	64,275.00	1.21
Office Expense	18,465.40	0.35
Package Cost/Brochures	64,278.87	1.21
Rent	44,183.87	0.83
Repairs & Maintenance	1,145.22	0.02
Spiff Expense	2,535.00	0.05
Faxes & Licenses	16,117.10	0.31
Telephone	52,259.92	0.98

See Accompanying Accountant's Compilation Report

	12 Months Ended Dec. 31, 1997	Pct
Travel	74,283.45	1.39
Utilities	1,822.30	0.03
Total Expenses	769,147.08	14.42
Operating Income	1,915,467.47	35.91
Net Income (Loss)	\$ 1,915,467.47	35.91

See Accompanying Accountant's Compilation Report

**ATTESTATION TO THE FINANCIAL STATEMENT OF
THE INSIDE EDGE COMMUNICATIONS, INC**

Vice

I, the undersigned *vice* president of The Inside Edge Communications, Inc do hereby attest that the foregoing Financial Statement of The Inside Edge Communications, Inc for the period ended December 31, 1997 is true and correct to the best of my knowledge, information and belief.

Thomas E Lawrence

Vice President

2/1/98

Date

Statement is

THE INSIDE EDGE COMMUNICATIONS, INC**FINANCIAL ABILITY**

15 A

1. Please provide documentation that the Applicant has sufficient financial capability to provide the requested service in the geographical area proposed to be served. Applicant will almost exclusively offer prepaid interstate/intrastate and local telephone service throughout Florida. Applicant will utilize none of its own switches or other telephone equipment, at least initially, customer billing if any will be handled by third parties so that Applicant's operational requirements will consist almost entirely of marketing, provision and customers and providing customer service. Applicant believes that its current financial status coupled with the foregoing operational circumstances and customer prepayment demonstrate that Applicant is sufficiently financially capable to effectively conduct the necessary operations as a telecommunications reseller.

2. Please provide documentation that the Applicant has sufficient financial capability to maintain the requested service. See response to number 1, above.

3. Please provide documentation that the Applicant has sufficient financial capability to meet its lease or ownership obligations. Applicant respectfully submits pursuant to its Financial Statement, attached as Exhibit One, that Applicant is fully capable of meeting its lease and ownership obligations. Applicant further states that lease and its lease and ownership obligations are minimal as regards fixed costs and that the premises leases necessary to conduct business office, marketing and customer service are minimal in the context of Applicant's current financial statement and almost exclusive offering of prepaid telecommunications services.

EXHIBIT TWO

MANAGERIAL/TECHNICAL CAPABILITY

15 B. Managerial capability. Applicant's current officers are each experienced business persons. Additional staffing will be added in the areas of business and financial operations, marketing, and customer service as required to adequately maintain and service customer accounts as obtained.

15 C. Technical capability. As a reseller of prepaid telecommunications services, all technical aspects will be provided by third parties to Applicant under contract.

florfin.ie

EXHIBIT THREE

THE INSIDE EDGE COMMUNICATIONS, INC

Tariffs-Florida

Regular Billing

Prepaid

- | | |
|--|---|
| <p>1. One Plus-Interstate
 (Peak) Day 15.0 cents
 (Off-Peak) Eve-Weekend 11.0 cents
 Day: Mon-Fri 7:00 am to 7:00 pm
 Initial minute 1-60 sec. 2nd etc. mins rounded to next 30 second increment.</p> | <p>\$59.00/mo includes \$15 service charge plus \$44.00 in time at \$0.30/min
 No refunds Initial payment \$59.00
 Unused time not carried forward
 Service suspended when time used up</p> |
| <p>2. One Plus-Intrastate. See attached.
 Initial minute 1-60 sec,
 2nd etc. mins rounded up to next 30-second increment.</p> | <p>Included in interstate \$59.00 monthly fee.
 \$44.00 in time charged at \$0.30/min
 Unused time not carried forward
 Service suspended when time used up</p> |
| <p>3. Local Service. N/A</p> | <p>\$89.95/first month including activation and any taxes and surcharges \$49.95 each additional month plus taxes and surcharges. Includes all non 1+ calling
 Does not include local toll or measured unit calling</p> |
| <p>4. Prepaid Calling Cards
 Initial Minute: \$0.45
 Subsequent minute \$0.30
 2nd etc. minutes rounded to next 30 second increment</p> | <p>Same</p> |

5. Operator Services

0+ surcharge	\$1.00	Same
Per Minute	0.50	
Initial minute	1-60 sec.	
2nd etc. mins.	rounded to next	Same
30 second	increment	

Tariffa.ie

INSIDE EDGE COMMUNICATIONS, INC.

INTRASTATE BASK RATES

	Dedicated		Dedicated	
	Peak	Off Peak	Peak	Off Peak
Alabama	0.0855	0.0820	0.0891	0.0795
Arizona	0.1235	0.1173	0.0880	0.0680
Arkansas	0.1235	0.0982	0.0795	0.0636
California	0.0500	0.0550	0.0530	0.0450
California Intra-Inte	0.0406	0.0406	0.0450	0.0370
Colorado	0.1300	0.1300	0.0876	0.0800
Connecticut	0.0825	0.0780	0.0760	0.0620
Delaware	0.0781	0.0661	0.0781	0.0661
Florida	0.1180	0.1185	0.0782	0.0626
Georgia	0.1087	0.0878	0.0880	0.0685
Idaho	0.1335	0.1180	0.0919	0.0730
Illinois	0.0880	0.0661	0.0713	0.0615
Indiana	0.1043	0.0835	0.0739	0.0591
Iowa	0.1273	0.1018	0.0696	0.0600
Kansas	0.1320	0.1320	0.0880	0.0783
Kentucky	0.0887	0.0870	0.0887	0.0648
Louisiana	0.0887	0.0680	0.0662	0.0523
Maine	0.1285	0.1285	0.1277	0.1018
Maryland	0.0896	0.0880	0.0712	0.0678
Massachusetts	0.0894	0.0795	0.0621	0.0497
Michigan	0.1120	0.0882	0.0716	0.0566
Minnesota	0.1280	0.1086	0.0737	0.0633
Mississippi	0.1045	0.1018	0.0740	0.0700
Missouri	0.1235	0.1073	0.0887	0.0648
Montana	0.1235	0.1085	0.0730	0.0617
Nebraska	0.1012	0.1012	0.0863	0.0846
Nevada	0.1080	0.0846	0.0730	0.0664
New Hampshire	0.1441	0.1153	0.0632	0.0540
New Jersey	0.0740	0.0590	0.0632	0.0622
New Mexico	0.1425	0.1425	0.1087	0.0880
New York	0.1045	0.0982	0.0780	0.0715
North Carolina	0.1280	0.1280	0.0819	0.0819
North Dakota	0.1406	0.1406	0.0730	0.0736
Ohio	0.1037	0.0830	0.0713	0.0623
Oklahoma	0.1183	0.0859	0.0821	0.0637
Oregon	0.1186	0.0809	0.0733	0.0586
Pennsylvania	0.1118	0.0824	0.0780	0.0666
Rhode Island	0.0733	0.0733	0.0573	0.0580
South Carolina	0.1283	0.1063	0.0835	0.0710
South Dakota	0.1080	0.1023	0.0887	0.0648
Tennessee	0.1235	0.1196	0.0825	0.0740
Texas	0.1280	0.1280	0.0880	0.0830
Utah	0.1199	0.0859	0.0730	0.0686
Vermont	0.1402	0.1402	0.0782	0.0710
Virginia	0.1124	0.0889	0.0730	0.0666
Washington	0.1235	0.1084	0.0730	0.0687
West Virginia	0.1235	0.1051	0.0745	0.0706
Wisconsin	0.1235	0.1083	0.0814	0.0651
Wyoming	0.1525	0.1525	0.0857	0.0827

Corporate Charter

Certified copies of the Articles of Incorporation have been ordered from the State of Florida and will be forwarded as soon as they arrive

The Inside Edge Communications, Inc.
8601 Fourth Street North, Suite 301
St. Petersburg, FL 33702

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Division of Communications, Certification & Compliance Section
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Sincerely,

Thomas E. Lawrence

Thomas E. Lawrence
Vice President Operations

THOMAS E. LAWRENCE
BERNADETTE M. LAWRENCE
3 CLASSIC COURT, S.
PALM COAST, FL. 32137

83-761/631
02/14

182

ED

FEB 10 1998

PAY TO THE ORDER OF FLORIDA PUBLIC SERVICE COMMISSION \$ 500.00
FIVE HUNDRED AND 00/100 DOLLARS

First Union National Bank

Benefit Banking®

24 Hour Information Service
1-800-736-1812

APPLICATION # 881-
FOR LOCAL SERVICE & INTEREXCHANGE
THE CARD SERVICE
Thomas Lawrence