

EasyComm Corporation

525 S. Flagler Dr. #18A
West Palm Beach, Florida 33401

Phone 561/655-5237
Fax 561/655-5238

June 25, 1998

980809-TX

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

**RE: EasyComm Corporation Application to Provide Alternative
Local Exchange Service**

Enclosed are one original and six copies of EasyComm Corporation's application to provide alternative local exchange service within the state of Florida.

If additional information is required, please contact me as indicated within the application.

Sincerely,



B. Martin Atkins
President

RECEIVED

JUN 29 1998

CMU

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

Initials of person who forwarded check:



DOCUMENT NUMBER DATE

06937 JUL -2 8

FPSC-RECORDS/REPORTING

DEPOSIT DATE
D 8 03 JUL 0 2 1998

EasyComm Corporation

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980809-IX

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

EasyComm Corporation

DOCUMENT NUMBER-DATE

06937 JUL-28

FPCD-RECORDS/REPORTING

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

APPLICATION FORM

for

980809-TX

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

INSTRUCTIONS

- ◆ 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.
- ◆ Respond to each item requested in the application and appendices. If an item is not applicable, please explain why.
- ◆ Use a separate sheet for each answer which will not fit the allotted space.
- ◆ 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
(850) 413-6600

- ◆ 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.

APPLICATION FORM

1. This is an application for **X** (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:

EasyComm Corporation

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

EasyComm Corporation

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

Fictitious name registration number: _____

APPLICATION FORM

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

**P.O. Box 4363
West Palm Beach, Florida 33402-4363**

**525 South Flagler Dr. #18A
West Palm Beach, Florida 33401**

561/655-5237

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

**P.O. Box 4363
West Palm Beach, Florida 33402-4363**

**525 South Flagler Dr. #18A
West Palm Beach, Florida 33401**

561/655-5237

6. Structure of organization: Check appropriate box(s)

<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.

APPLICATION FORM

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 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: P98000043628 Attached as Exhibit C

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.

B. Martin Atkins
President
P.O. Box 4363
West Palm Beach, Florida 33402-4363

Telephone – 561/655-5237
Facsimile – 561/655-5238
Internet address – EasyComm0@AOL.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.

None

APPLICATION FORM

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

None

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

None

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

A customer may file a service complaint by either writing the Company or calling a toll-free customer service telephone number that will be manned 24 hours a day, seven days a week.

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

The Company intends to file its price list prior to providing service in accordance with 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.

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:

APPLICATION FORM

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.
- 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.)

APPLICATION FORM

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

June 25, 1998

Date

Title: President

(561)655-5237

Telephone Number

Address: **P.O. Box 4363**
West Palm Beach, Florida 33402-4363

525 South Flagler Dr. #18A
West Palm Beach, Florida 33401

Answer to 16A – Financial Capability

Attached to this application as Exhibit A are the unaudited financial statements of EasyComm Corporation signed by its President and Treasurer. Additionally, attached to this application as Exhibit B are Proforma financial statements for the Company through December 1999.

EasyComm Corporation is currently completing a sale of \$250,000 of its stock and is negotiating with an underwriter to raise an additional \$1.5 million by selling stock in EasyComm Corporation. Management of EasyComm expects to complete this offering by November 30, 1998.

Answer to 16B – Management Capability

B. Martin Atkins - President/Chief Executive Officer/Chairman of the Board

Mr. Atkins has over twenty years experience in the design and marketing of advanced communications systems and services and has been involved in the telecommunications industry since 1978. Mr. Atkins is responsible for establishing operating policies and procedures, formulating manpower projections, establishing offices, developing marketing strategies, assembling a management team, corporate policies and procedures, and contract negotiations.

From November 1990 through July 1994 Mr. Atkins was the President and CEO, founder of Zycom Corporation. Zycom Corporation was involved in the pay-per-call 800/900 industry as one of the largest service bureaus in the country. Mr. Atkins was responsible for all aspects of day-to-day operations and was responsible for Zycom's public and private financing. In July 1994 Mr. Atkins sold his interest in Zycom to ICG Group, a very large CLEC based in Denver, Colorado. At the time Mr. Atkins left Zycom its revenue exceeded \$45 million per year.

In December 1984 Mr. Atkins founded Access Communications, Inc. He served as President and CEO of Access Communications, Inc. from December 1984, until November 1989. Access Communications was involved in the business of renting cellular portable telephones through car rental companies nationwide. While at Access, Mr. Atkins' accomplishments included successfully negotiating major contracts with Budget Rent A Car, Hertz, Avis and Alamo. He also led the development team in the design and implementation of Access' computer system, which was based on an IBM mainframe communicating with microcomputers in each rental location. He also raised approximately \$25 million in investment for Access from Motorola, Inc., I.B.M and investor groups.

Prior to his association with Access Communications, he was engaged in the development of advanced communications systems to address the efficient automated management of telephone answering, radio paging, cellular telephone and remote data processing services for subscribers nationwide. During his tenure with this company, Mr. Atkins consulted on automated telephone answering services and worked on Special Mobile Radio Systems ("SMRS") marketing concepts.

Prior to this time, Mr. Atkins was a co-founder of Millicom, Inc., a company engaged in marketing and technical research and development of cellular mobile telephone equipment and services. His responsibilities included technical and marketing research and regulatory matters.

Answer to 16B – Management Capability (continued)

Joseph D. Froh – Vice President – Field Operations

Mr. Froh has over sixteen years experience in the telecommunications and electronics industries. He is an experienced business professional with a diversified background in management, sales, marketing and operations. He has worked closely with Telecomm companies negotiating contracts and the establishment of agent locations. Also involved in multiple start-ups and understand what needs to be accomplished in making a new business succeed.

Mr. Froh started a business in late 1993, and negotiated all contracts to establish The Cellular Phone Store, a retail business with two locations operating in the Dallas, Fort Worth markets, as an agent for the Southwestern Bell Mobile Systems network. Mr. Froh was responsible for all aspects of the operation. In November 1995 Mr. Froh sold The Cellular Phone Store.

Prior to the operation of The Cellular Phone Store Mr. Froh worked for National Auto Center ("NAC") in Dallas, Texas. During his employment with NAC Mr. Froh established the international wholesale division he also developed and implemented the Cellstar line of cellular phones and accessories for distribution worldwide. NAC changed its name to Cellstar, Inc., completed a public offering and is now the largest distributor of private labeled Motorola cellular phones and accessories in the world.

Mr. Froh was also employed by Access Communications as Inventory Control Manager. With Mr. Atkins he helped design and implement a "real time" nationwide inventory control system for the rental of cellular telephones at every major airport in the country.

Before working with Access Communications Mr. Froh was the Manager of Cellular Operations for National Sound Distributors (NSD) which was bought out by National Auto Center (Cellstar). Mr. Froh oversaw all aspects of the cellular division which included establishing the first chain of retail cellular phones stores in Texas (PC Cellular), responsibilities also included all communications with GTE Mobilnet as both a reseller and an agent.

Answer to 16B – Management Capability (continued)

Missy Joubert Atkins – Vice President – Operations / Corporate Secretary, Treasurer/Director

Mrs. Atkins has over ten years experience in business finance and operations. She has worked in all aspects of financial expense budgeting and labor cost controls. Mrs. Atkins has been involved in several start-up operations in the convenience store industry and was a leader in labor control for Circle K Corporation and National Convenience Stores.

From 1993 through 1995 Mrs. Atkins was a District Manager for National Convenience Stores and was directly responsible for the operation and profitability of over 15 stores. During her employment with National Convenience Stores she was recognized as a leader in sales increases, profitability and labor control.

From 1990 through 1993 Mrs. Atkins worked in the convenience store industry for Circle K and Diamond Shamrock. She has been responsible for all aspects of store operations from inventory to labor control. She had direct responsibility for over \$2.5 million in sales per year. She was also responsible for all budgeting and cost control for her territory.

From 1988 through 1990 Mrs. Atkins was employed by Shell Oil Company as an accountant and was responsible for a portfolio of over \$32 billion in producing properties.

Mrs. Atkins graduated from the University of Southwestern Louisiana in 1988 with a Bachelor of Science Degree in Accounting and Business Finance.

Answer to 16C – Technical Capability

EasyComm Corporation intends to hire personnel that may be necessary to oversee technical matters. Management of EasyComm expects personnel with the skills necessary to manage the technical matters of EasyComm to be readily available.

EasyComm will be relying upon the local exchange companies in the areas to be served for access to 911 emergency service.

EasyComm Corporation

Unaudited Balance Sheet
for the Period Ending

May-98

ASSETS**CURRENT ASSETS**

Cash and time deposits	\$ 30,917
Accounts receivable	-
Total Current Assets	<u>30,917</u>

PROPERTY:

Computers and software	75,000
Switch equipment	-
Leasehold improvements	-
Furniture & Fixtures	5,000
Location start-up cost	-
Accumulated depreciation	1,333
Total Property, net	<u>78,667</u>

Other Assets:

Deposits and prepaid expenses	-
Total Other Assets	<u>-</u>

TOTAL ASSETS \$ 109,583**LIABILITIES AND
STOCKHOLDERS' EQUITY****CURRENT LIABILITIES:**

Accounts payable	\$ 4,900
Total Current Liabilities	<u>4,900</u>

LONG TERM LIABILITIES:

Capitalized lease obligations	-
Notes payable	-
Total Long Term Liabilities	<u>-</u>

STOCKHOLDERS' EQUITY:

Common stock	125,000
Retained earnings (deficit)	(20,317)

**TOTAL LIABILITIES AND
STOCKHOLDERS' EQUITY** \$ 109,583

Approved By:


 President


 Treasurer

Exhibit A

EasyComm Corporation

**Unaudited Statement of Income (Loss)
for the Period Ending**

May-98

SALES:

Local telephone service sales	\$ -
Customer setup fees	-
Long distance sales	-

Total Revenues -

States with operations -

New subscribers -

Total net subscribers -

COST of SALES:

Cost of local telephone service -

Cost of customer setup -

Cost of long distance -

Customer service long distance -

Commissions -

Total Cost of Sales -

Gross Profit -

Gross Profit% 0%

EXPENSES:

Wages	-
Executive salaries	10,833
Employee benefits	3,250
Consulting & placement fees	-
Travel/entertainment	1,000
Subscriber billing	-
Telephone	250
Bad debt	-
Marketing	-
Office rent	-
Professional fees	2,000
Utilities	-
Carrier access & computer lines	250
Insurance	1,000
General office expenses & supplies	300
Miscellaneous	100

Total Expenses 18,983

INCOME (LOSS) BEFORE DEPRECIATION, INTEREST & TAXES (18,983)

DEPRECIATION & AMORTIZATION:

Property 1,333

Total Depreciation & Amortization 1,333

INTEREST INCOME (EXPENSE), NET

Income (loss) before provision for income taxes (20,317)

PROVISION for INCOME TAX

NET INCOME (LOSS) \$ (20,317)

Exhibit A

EasyComm Corporation
Unaudited Statement of Cash Flow
for the Period Ending

May-88

FUNDS PROVIDED (USED)	
by OPERATIONS:	
Net income (loss)	\$ (20,317)
Add items not requiring cash:	
Depreciation	1,333
NET CHANGE:	
Accounts payable	4,900
Accounts receivable	-
TOTAL FUNDS PROVIDED (USED)	
by OPERATIONS	<u>(14,083)</u>
OTHER SOURCES (USES) of CASH:	
Net proceeds from issuance of stock	125,000
Deposits	-
Leasehold improvements	-
Purchase of office furniture & fixtures	(5,000)
Computers, development & purch of software	(75,000)
Purchase of switching equipment	-
Location start-up costs	-
	<u>30,917</u>
NET INCREASE (DECREASE) in FUNDS	<u>30,917</u>
CASH, BEGINNING of PERIOD	<u>-</u>
CASH, END of PERIOD	<u>\$ 30,917</u> -----

EasyComm Corporation
 Proforma Balance Sheet
 for the Period Ending

Exhibit B

ASSETS

	Jun-88	Jul-88	Aug-88	Sep-88	Oct-88	Nov-88	Dec-88
CURRENT ASSETS							
Cash and time deposits	\$ 248,817	\$ 94,031	\$ 197,730	\$ 109,408	\$ 47,741	\$ 1,253,174	\$ 1,141,809
Accounts receivable	-	-	7,875	35,008	48,505	59,980	69,733
Total Current Assets	248,817	94,031	205,605	144,412	96,246	1,313,154	1,211,542
PROPERTY:							
Computers and software	75,000	100,000	100,000	105,000	110,000	115,000	125,000
Switch equipment	-	-	-	-	-	-	-
Leasehold improvements	5,000	20,000	25,000	25,000	25,000	25,000	25,000
Furniture & Fixtures	-	10,000	15,000	20,000	25,000	30,000	30,000
Location start-up cost	-	-	25,000	25,000	25,000	25,000	25,000
Accumulated depreciation	2,867	4,833	7,593	10,500	13,583	16,833	21,250
Total Property, net	77,333	125,167	157,417	164,500	171,417	178,167	243,750
Other Assets:							
Deposits and prepaid expenses	-	25,000	25,000	25,000	25,000	25,000	50,000
Total Other Assets	-	25,000	25,000	25,000	25,000	25,000	50,000
TOTAL ASSETS	\$ 326,150	\$ 244,198	\$ 388,021	\$ 333,912	\$ 292,663	\$ 1,516,321	\$ 1,505,442

LIABILITIES AND STOCKHOLDERS' EQUITY

CURRENT LIABILITIES:							
Accounts payable	\$ 10,850	\$ 38,117	\$ 47,059	\$ 48,230	\$ 52,984	\$ 53,501	\$ 53,858
Total Current Liabilities	10,850	38,117	47,059	48,230	52,984	53,501	53,858
LONG TERM LIABILITIES:							
Capitalized lease obligations	-	-	-	-	-	-	-
Notes payable	-	-	-	-	-	-	-
Total Long Term Liabilities	-	-	-	-	-	-	-
STOCKHOLDERS' EQUITY:							
Common stock	360,917	360,917	610,917	610,917	610,917	1,060,917	1,060,917
Retained earnings (deficit)	(25,617)	(134,836)	(249,564)	(306,235)	(351,258)	(378,098)	(389,332)
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	\$ 345,250	\$ 264,198	\$ 408,021	\$ 353,912	\$ 312,643	\$ 1,538,321	\$ 1,525,442

EasyComm Corporation
Proforma Operating Statement
for the Period Ending

Exhibit B

NOTE: NET OF SALES TAXES AND FEES

	Jun-88	Jul-88	Aug-88	Sep-88	Oct-88	Nov-88	Dec-88	Total 1988
SALES:								
Local telephone service sales	\$ -	\$ -	\$ 13,250	\$ 64,263	\$ 107,823	\$ 144,480	\$ 175,808	\$ 505,423
Customer setup fees	-	-	12,500	50,000	50,000	50,000	50,000	212,500
Long distance sales	-	-	500	2,425	4,061	5,452	6,634	19,073
Total Revenues	-	-	26,250	116,688	161,884	199,932	232,442	736,996
Sales with operators	-	-	1	1	1	1	1	1
New subscribers	-	-	250	1,000	1,000	1,000	1,000	1,000
Total net subscribers	-	-	250	1,213	2,031	2,726	3,317	3,317
COST OF SALES:								
Cost of local telephone service	-	-	2,275	11,519	19,291	25,897	31,513	90,595
Cost of customer setup	-	-	2,700	10,800	10,800	10,800	10,800	45,300
Cost of long distance	-	-	188	909	1,523	2,045	2,489	7,152
Customer service long distance	-	-	113	546	914	1,227	1,493	4,291
Commissions	-	-	1,226	5,301	6,651	7,796	8,773	29,760
Total Cost of Sales	-	-	6,813	29,074	38,179	47,766	55,067	177,868
Gross Profit	-	-	19,438	87,613	122,866	152,165	177,375	559,297
Gross Profit%	0%	0%	75%	75%	75%	75%	75%	75%
EXPENSES:								
Wages	4,833	47,417	57,546	62,853	80,405	88,912	91,346	433,212
Executive salaries	5,417	9,167	12,917	12,917	12,917	12,917	12,917	78,167
Employee benefits	2,050	11,317	14,093	15,154	18,664	20,346	20,852	102,478
Consulting & placement fees	-	9,267	2,776	1,061	3,510	1,081	907	18,862
Travel/entertainment	3,000	3,000	3,000	3,000	3,000	3,000	3,000	21,000
Subscriber billing	-	-	375	1,819	3,048	4,089	4,978	14,304
Telephone	250	250	93	450	753	1,011	1,231	4,008
Bad debt	-	-	263	1,167	1,817	1,999	2,324	7,370
Marketing	-	10,000	25,000	25,000	25,000	25,000	25,000	135,000
Office rent	-	7,500	7,500	7,500	7,500	7,500	7,500	45,000
Professional fees	5,000	5,000	5,000	5,000	5,000	5,000	5,000	35,000
Utilities	-	500	500	500	500	500	500	3,000
Carrier access & computer lines	1,000	1,000	1,000	1,000	1,000	1,000	1,000	7,000
Insurance	1,000	1,000	1,000	1,000	1,000	1,500	1,500	8,000
General office expenses & supplies	300	500	500	500	734	820	855	4,210
Miscellaneous	100	100	53	233	323	400	465	1,874
Total Expenses	22,950	106,917	131,614	138,154	164,970	175,076	178,972	919,253
INCOME (LOSS) BEFORE DEPRECIATION, INTEREST & TAXES	(22,950)	(106,917)	(111,576)	(51,540)	(42,464)	(23,411)	(1,597)	(369,955)
DEPRECIATION & AMORTIZATION:								
Property	2,667	2,167	2,790	2,917	3,083	3,250	4,417	21,250
Total Depreciation & Amortization	2,667	2,167	2,790	2,917	3,083	3,250	4,417	21,250
INTEREST INCOME (EXPENSE), NET	-	1,036	392	824	456	199	5,222	8,128
Income (loss) before provision for income taxes	(25,817)	(109,219)	(115,118)	(55,281)	(46,003)	(26,860)	(11,235)	(369,333)
PROVISION FOR INCOME TAX	-	-	-	-	-	-	-	-
NET INCOME (LOSS)	\$ (25,817)	\$ (109,219)	\$ (115,118)	\$ (55,281)	\$ (46,003)	\$ (26,860)	\$ (11,235)	\$ (369,333)

EasyComm Corporation
Proforma Statement of Cash Flow
for the Period Ending

Exhibit B

	Jun-88	Jul-88	Aug-88	Sep-88	Oct-88	Nov-88	Dec-88
FUNDS PROVIDED (USED) by OPERATIONS:							
Net income (loss)	\$ (25,617)	\$ (109,219)	\$ (115,118)	\$ (55,281)	\$ (48,003)	\$ (26,860)	\$ (11,250)
Add items not requiring cash:							
Depreciation	2,667	2,167	2,750	2,917	3,063	3,250	4,417
Accounts payable	10,660	27,467	8,942	1,172	4,754	516	366
Accounts receivable	-	-	(7,875)	(27,131)	(13,499)	(11,474)	(9,753)
NET CHANGE:							
	(12,300)	(79,688)	(111,301)	(78,324)	(61,665)	(24,566)	(16,215)
TOTAL FUNDS PROVIDED (USED) by OPERATIONS							
	250,000	-	250,000	-	-	1,250,000	-
OTHER SOURCES (USES) of CASH:							
Net proceeds from issuance of stock	-	(25,000)	-	-	-	-	(25,000)
Deposits	-	(15,000)	(5,000)	-	-	-	(10,000)
Leasehold improvements	-	(10,000)	(5,000)	(5,000)	(5,000)	(5,000)	(50,000)
Purchases of office furniture & fixtures	-	(25,000)	-	(5,000)	(5,000)	(5,000)	(10,000)
Computers, development & purch of software	-	-	(25,000)	-	-	-	-
Purchases of switching equipment	-	-	(25,000)	-	-	-	-
Location start-up costs	-	-	-	-	-	-	-
NET INCREASE (DECREASE) in FUNDS							
	217,700	(154,968)	103,699	(88,324)	(81,665)	1,205,434	(111,215)
CASH, BEGINNING of PERIOD	30,917	248,817	94,031	197,730	109,408	47,741	1,253,174
CASH, END of PERIOD	\$ 248,617	\$ 94,831	\$ 197,730	\$ 109,408	\$ 47,741	\$ 1,253,174	\$ 1,141,959

EasyComm Corporation
Proforma Balance Sheet
for the Period Ending

Exhibit B

	Jan-98	Feb-98	Mar-98	Apr-98	May-98	Jun-98	Jul-98	Aug-98	Sep-98	Oct-98	Nov-98	Dec-98
ASSETS												
CURRENT ASSETS												
Cash and time deposits	\$ 1,105,081	\$ 1,095,917	\$ 1,087,168	\$ 1,085,841	\$ 1,103,735	\$ 1,147,752	\$ 1,141,810	\$ 1,184,420	\$ 1,244,813	\$ 1,302,151	\$ 1,320,338	\$ 1,345,357
Accounts receivable	78,023	85,069	91,058	96,150	100,478	104,156	107,263	109,840	112,188	114,119	115,751	117,138
Total Current Assets	1,183,084	1,180,986	1,178,227	1,181,992	1,204,213	1,251,908	1,248,982	1,294,260	1,356,813	1,416,270	1,436,089	1,462,496
PROPERTY:												
Computers and software	135,000	135,000	135,000	135,000	135,000	135,000	135,000	145,000	145,000	145,000	145,000	155,000
Switch equipment	-	-	-	-	-	-	-	-	-	-	-	-
Leasehold improvements	35,000	45,000	45,000	45,000	55,000	55,000	55,000	55,000	55,000	55,000	55,000	55,000
Furniture & Fixtures	81,167	82,310	82,431	84,034	84,195	85,258	85,258	85,312	85,358	85,397	85,300	86,458
Location start-up cost	50,000	50,000	50,000	75,000	75,000	75,000	100,000	100,000	100,000	100,000	100,000	100,000
Accumulated depreciation	26,209	31,475	36,682	42,332	48,159	53,879	60,234	66,656	73,078	79,510	85,842	92,718
Total Property, net	274,899	290,835	278,749	296,701	301,462	295,216	315,025	318,657	312,280	306,367	299,898	313,742
Other Assets:												
Deposits and prepaid expenses	50,000	50,000	75,000	75,000	75,000	75,000	100,000	100,000	100,000	100,000	125,000	125,000
Total Other Assets	50,000	50,000	75,000	75,000	75,000	75,000	100,000	100,000	100,000	100,000	125,000	125,000
TOTAL ASSETS	\$ 1,507,982	\$ 1,511,821	\$ 1,528,976	\$ 1,553,693	\$ 1,580,674	\$ 1,622,124	\$ 1,663,917	\$ 1,713,016	\$ 1,788,092	\$ 1,822,637	\$ 1,861,877	\$ 1,901,237

	Jan-98	Feb-98	Mar-98	Apr-98	May-98	Jun-98	Jul-98	Aug-98	Sep-98	Oct-98	Nov-98	Dec-98
LIABILITIES AND STOCKHOLDERS' EQUITY												
CURRENT LIABILITIES:												
Accounts payable	\$ 58,433	\$ 60,121	\$ 59,273	\$ 61,251	\$ 62,106	\$ 60,758	\$ 63,750	\$ 62,239	\$ 63,288	\$ 64,666	\$ 63,333	\$ 64,780
Total Current Liabilities	58,433	60,121	59,273	61,251	62,106	60,758	63,750	62,239	63,288	64,666	63,333	64,780
LONG TERM LIABILITIES:												
Capitalized lease obligations	-	-	-	-	-	-	-	-	-	-	-	-
Notes payable	-	-	-	-	-	-	-	-	-	-	-	-
Total Long Term Liabilities	-	-	-	-	-	-	-	-	-	-	-	-
STOCKHOLDERS' EQUITY:												
Common stock	1,860,917	1,860,917	1,860,917	1,860,917	1,860,917	1,860,917	1,860,917	1,860,917	1,860,917	1,860,917	1,860,917	1,860,917
Retained earnings (deficit)	(381,369)	(389,217)	(371,214)	(348,675)	(322,348)	(279,550)	(240,700)	(189,139)	(136,112)	(82,925)	(43,172)	(4,460)
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	\$ 1,527,982	\$ 1,531,821	\$ 1,548,976	\$ 1,573,493	\$ 1,600,674	\$ 1,642,124	\$ 1,683,917	\$ 1,733,916	\$ 1,788,092	\$ 1,842,637	\$ 1,891,877	\$ 1,941,237

EasyComm Corporation
Proforma Statement of Cash Flow
for the Period Ending

Exhibit B

	Jan-88	Feb-88	Mar-88	Apr-88	May-88	Jun-88	Jul-88	Aug-88	Sep-88	Oct-88	Nov-88	Dec-88
FUNDS PROVIDED (USED)												
By OPERATIONS:												
Net income (loss)	(2,036)	2,152	18,003	22,538	26,327	42,788	38,801	50,610	55,027	52,187	39,752	38,713
Add items not requiring cash:												
Depreciation	5,019	5,205	5,207	5,651	5,827	5,826	6,254	6,422	6,423	6,432	6,432	6,774
Accounts payable	4,378	1,688	(848)	1,978	865	(1,348)	2,892	(1,511)	1,049	1,278	(1,333)	1,447
Accounts receivable	(8,290)	(7,947)	(5,990)	(5,091)	(4,327)	(3,678)	(3,127)	(2,668)	(2,258)	(1,820)	(1,832)	(1,387)
NET CHANGE:												
TOTAL FUNDS PROVIDED (USED)	(731)	1,998	16,372	25,076	28,681	43,581	44,320	52,864	60,240	58,078	43,219	45,547
By OPERATIONS												
OTHER SOURCES (USES) of CASH:												
Net proceeds from issuance of stock	-	-	-	-	-	-	(25,000)	-	-	-	(25,000)	-
Deposits	-	(10,000)	(25,000)	-	(10,000)	-	-	-	-	-	-	(10,000)
Leasehold improvements	(1,187)	(1,142)	(121)	(1,803)	(987)	428	(1,063)	(54)	(46)	(539)	(33)	(528)
Purchase of office furniture & fixtures	(10,000)	-	-	-	-	-	-	(10,000)	-	-	-	(10,000)
Computer, development & purch of software	-	-	-	-	-	-	-	-	-	-	-	-
Purchase of switching equipment	-	-	-	(25,000)	-	-	(25,000)	-	-	-	-	-
Location start-up costs	(25,000)	-	-	-	-	-	-	-	-	-	-	-
NET INCREASE (DECREASE) in FUNDS	(24,898)	(9,144)	(8,749)	(1,527)	18,094	44,017	(8,143)	42,810	60,194	57,538	18,186	25,019
CASH, BEGINNING of PERIOD	1,141,359	1,105,061	1,095,917	1,087,188	1,085,641	1,103,735	1,147,752	1,141,610	1,184,420	1,244,613	1,302,151	1,320,338
CASH, END of PERIOD	\$ 1,116,461	\$ 1,095,917	\$ 1,087,168	\$ 1,085,661	\$ 1,103,735	\$ 1,147,752	\$ 1,141,610	\$ 1,184,420	\$ 1,244,613	\$ 1,302,151	\$ 1,320,338	\$ 1,345,357

Exhibit C

State of Florida



Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation of EASYCOMM CORPORATION, a Florida corporation, filed on May 12, 1998, as shown by the records of this office.

The document number of this corporation is P98000043628.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capitol, this the
Fourteenth day of May, 1998



CR2EO22 (2-98)

Sandra B. Northam

Sandra B. Northam
Secretary of State

DEPOSIT DATE
D 8 0 3 - JUL 0 2 1998

EasyComm Corporation

525 S. Flagler Dr. #18A
West Palm Beach, Florida 33401

Phone 561/655-5237
Fax 561/655-5238

June 25, 1998

980809-TX

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

**RE: EasyComm Corporation Application to Provide Alternative
Local Exchange Service**

Enclosed are one original and six copies of EasyComm Corporation's application to provide alternative local exchange service within the state of Florida.

If additional information is required, please contact me as indicated within the application.

Sincerely,



B. Martin Atkins
President

EasyComm Corporation
525 S. Flagler Dr.
Suite 18A
WPB, FL 33401

T1001

PAY TO THE
ORDER OF

Florida Public Service Commission

6/25/ 19 98

\$ 250.00

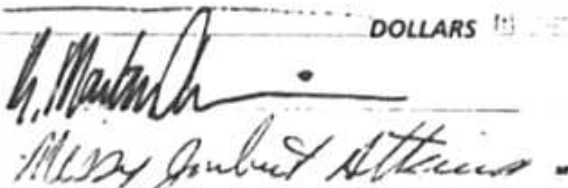
Two hundred fifty dollars

DOLLARS

FIRST UNION

First Union National Bank
of Florida
Palm Beach, Florida 33480

FOR Application Fee



B. Martin Atkins

FedEx Tracking Number

804815807991

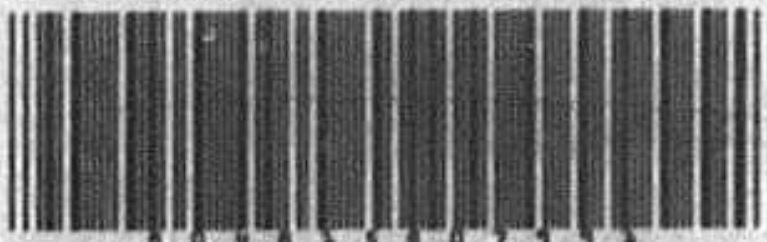
0200

1 From 6/26/98 Date
 Sender's FedEx Account Number _____
 Sender's Name B. MARTIN ATKINS Phone 561 655-5237
 Company VASH COMM CORPORATION
 Address 525 S. FLAGLER #18A
 City W. PALM BEACH State FL Zip 33401

2 Your Internal Billing Reference Information _____

3 To
 Recipient's Name FLORIDA PUBLIC SERVICE COMM. 850 413-6600
 Company Div. of COMMUNICATIONS CERTIFICATION + COMP.
 Address 2540 SHUMARD OAK BLVD.
 City TALLAHASSEE State FL Zip 32399

For HOLD at FedEx Location check here
 Hold Wednesday 31 Hold Saturday 32
 For WEEKEND Delivery check here
 Saturday Delivery 33 NEW Sunday Delivery 34



4 Express Package Service Packages under 150 lbs.
 FedEx Priority Overnight 5 FedEx Standard Overnight
 FedEx First Overnight
 FedEx 2Day 20 FedEx Express Saver
 FedEx Letter Rate not available. Minimum charge: One pound rate.

4B Express Freight Service Packages over 150 lbs.
 FedEx Overnight Freight 8 FedEx 2Day Freight 83 FedEx Express Saver Freight
 (Call for delivery schedule. See back for detailed descriptions of freight services.)

5 Packaging
 FedEx Letter 6 FedEx Tube 3 FedEx Box 4 FedEx Tube 1 FedEx Pkg 1

6 Special Handling
 Does this shipment contain dangerous goods? No Yes
 Dry Ice Fragile High Value Signature Required Insured Other

7 Payment
 Bill to: Sender Recipient Third Party Credit Card Cash/Check
 Payment Method: MASTER CARD
 FedEx Account No. _____
 Credit Card No. _____

Total Packages 3 Total Weight [REDACTED] Total Charges 24.00
 Credit Card Auth. _____

8 Release Signature
 Your signature authorizes Federal Express to deliver this airbill and to hold harmless Federal Express from any resulting claims.

322

1 From 6/26/98

Date 6/26/98 Sender's Name B. MARTIN ATKINS Phone 561 655-5237

Company VASH COMM CORPORATION

Address 525 S. FLAGLER #18A

City W. PALM BEACH State FL ZIP 33401

2 Your Internal Billing Reference Information

3 To Recipient's Name FLORIDA PUBLIC SERVICE COMM. Phone 888 413-6600

Company DIV. OF COMMUNICATIONS CERTIFICATION + COMP.

Address 2540 SHUMARD OAK BLVD. Dept./Floor/Suite/Room

City TALLAHASSEE State FL ZIP 32399

For HOLD at FedEx Location check here Hold Weekday Hold Saturday

For WEEKEND Delivery check here Saturday Delivery NEW Sunday Delivery



41 Express Package Service Packages under 150 lbs. FedEx Priority Overnight FedEx Standard Overnight FedEx First Overnight FedEx 2Day FedEx Express Saver

42 Express Freight Service Packages over 150 lbs. FedEx Overnight Freight FedEx 2Day Freight FedEx Express Saver Freight

5 Packaging FedEx Letter FedEx Envelope FedEx Box FedEx Tube Other Pkg

6 Special Handling Does this shipment contain dangerous goods? Dry Ice Cargo Aircraft Only

7 Payment Bill to Sender Recipient Third Party Credit Card Cash/Check



Total Packages 3 Total Weight Total Declared Value \$ 00 Total Charges 24.00 Credit Card Auth.

8 Release Signature

Your signature authorizes Federal Express to deliver this shipment without obtaining a signature and agrees to indemnify and hold harmless Federal Express from any resulting claims

Call 1-800-Go-FedEx (800)403-3339

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