

Kott Enterprises, Inc.

Telecom Tariff Consultants

PO Box 275, Center Lovell, ME 04016
Tel: (207) 928-2144 Fax: (207) 928-2139

Cynthia D. Kott, President
Allison Kacurov, Administrative Assistant

August 4, 1998

DEPOSIT

DATE

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

AUG 17 1998

Florida Public Service Commission
Division of Administration
2540 Shumard Oak Blvd.
Gunter Building
Tallahassee, Florida 32399-0850

Initials of person who forwarded check:

RE: Atlanta New York Warehouse Outlets, Inc. d/b/a DNP Communications

Dear Sir / Madam:

Enclosed please find an original and six copies of the application, tariff and exhibits for filing on behalf of the above referenced long distance reseller.

Also enclosed please find a check in the amount of \$250.00 representational of filing fee.

For purposes of verification of receipt I am enclosing a copy of this transmittal letter and a SASE. Please date stamp copy and return to me.

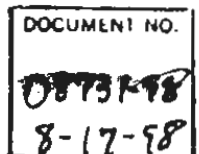
If there is anything further that you may need to complete this filing, please let me know.

I look forward to working with you on behalf of my client.

Respectfully,

Allison Kacurov
Allison Kacurov

AK:ak
encl.



**** FLORIDA PUBLIC SERVICE COMMISSION ***

DIVISION OF COMMUNICATIONS
BUREAU OF SERVICE EVALUATION

APPLICATION FORM

for

AUTHORITY TO PROVIDE INTEREXCHANGE TELECOMMUNICATIONS
SERVICE WITHIN THE STATE OF FLORIDA

Instructions

- A. This form is used for an original application for a certificate and for approval of sale, assignment or transfer of an existing certificate. In case of a sale, assignment or transfer, the information provided shall be for the purchaser, assignee or transferee (See Appendix A).
- B. Respond to each item requested in the application and appendices. If an item is not applicable, please explain why.
- C. Use a separate sheet for each answer which will not fit the allotted space.
- D. If you have questions about completing the form, contact:

Florida Public Service Commission
Division of Communications
Bureau of Service Evaluation
2540 Shumard Oak Blvd.
Gunter Building
Tallahassee, Florida 32399-0850
(904) 413-6600

- E. Once completed, submit the original and six (6) copies of this form along with a non-refundable application fee of \$250.00 to:

Florida Public Service Commission
Division of Administration
2540 Shumard Oak Blvd.
Gunter Building
Tallahassee, Florida 32399-0850
(904) 413-6251

1. Select what type of business your company will be conducting (check all that apply):

Facilities based carrier – company owns and operates or plans to own and operate telecommunications switches and transmission facilities in Florida.

Operator Service Provider – company provides or plans to provide alternative operator services for IXCs; or toll operator services to call aggregator locations; or clearinghouse services to bill such calls.

Reseller – company has or plans to have one or more switches but primarily leases the transmission facilities of other carriers. Bills its own customer base for services used.

Switchless Rebiller – company has no switch or transmission facilities but may have a billing computer. Aggregates traffic to obtain bulk discounts from underlying carrier. Rebills end users at a rate above its discount but generally below the rate end users would pay for unaggregated traffic.

Multi-Location Discount Aggregator – company contracts with unaffiliated entities to obtain bulk/volume discounts under multi-location discount plans from certain underlying carriers. Then offers the resold service by enrolling unaffiliated customers.

Prepaid Debit Card Provider – any person or entity that purchases 800 access from an underlying carrier or unaffiliated entity for use with prepaid debit card service and/or encodes the cards with personal identification numbers.

2. 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 an uncertificated company).

Approval for transfer of control (To another certificated company).

3. Name of corporation, partnership, cooperative, joint venture or sole proprietorship:

**Atlanta New York Warehouse Outlets, Inc. d/b/a
DNP Communications**

4. Name under which the applicant will do business (fictitious name, etc):

DNP Communications

5. National address (including street name & number, post office box, city, state and zip code).

**134 E. Atlanta Highway
Ridledge, GA 30663**

6. Florida address (including street name & number, post office box, city, state and zip code):

**134 E. Atlanta Highway
Ridledge, GA 30663**

7. Structure of organization;

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

8. If applicant is an individual or partnership, please give name, title and address of sole proprietor or partners.

(a) Provide proof of compliance with the foreign limited partnership statute (Chapter 620.169 FS), if applicable.

(b) Indicate if the individual or any of the partners have previously been:

N/A- Applicant is a Florida Corporation

(1) adjudged bankrupt, mentally incompetent, or found guilty of any felony or of any crime, or whether such actions may result from pending proceedings. **NO**

(2) officer, director, partner or stockholder in any other Florida certificated telephone company. If yes, give name of company and relationship. If no longer associated with company, give reason why not. **NO**

9. If incorporated, please give:

(a) Proof from the Florida Secretary of State that the applicant has authority to operate in Florida.

Corporate charter number: F980000001790

(b) Name and address of the company's Florida registered agent.
National Registered Agents, Inc.
526 E. Park Avenue
Tallahassee, FL 32301

(c) Provide proof of compliance with the fictitious name statute (Chapter 865.09 FS), if applicable.

Fictitious name registration number: _____

(d) Indicate if any of the officers, directors, or any of the ten largest stockholders have previously been:

(1) adjudged bankrupt, mentally incompetent, or found guilty of any felony or of any crime, or whether such actions may result from pending proceedings. **NO**

(2) officer, director, partner of stockholder in any other Florida certificated telephone company. If yes, give name of company and relationship. If no longer associated with company, give reason why not. **NO**

10. Who will serve as liaison with the Commission in regard to (please give, name, title, address and telephone number):

(a) The application: **Alison Kacurov**
Regulatory Consultant
PO Box 275
Center Lovell, ME 04016
(207) 928-2144

(c) Official Point of contact for the ongoing operations of the company;

James Francis
(706) 557-9555

(d) Tariff;

Alison Kacurov
Regulatory Consultant
PO Box 275
Center Lovell, ME 04016
(207) 928-2144

(e) Complaints / Inquiries from customers;

James Francis
(800) 585-0555

11. List the states in which the applicant:

- (a) Has operated as an interexchange carrier.
NONE
- (b) Has applications pending to be certified as an interexchange carrier.
NONE
- (c) Is certified to operate as an interexchange carrier.
NONE
- (d) Has been denied authority to operate as an interexchange carrier and the circumstances involved.
NONE
- (e) Has had regulatory penalties imposed for violations of telecommunications statutes and the circumstances involved.
NONE
- (f) Has been involved in civil court proceedings with an interexchange carrier, local exchange company or other telecommunications entity, and the circumstances involved.
NONE

12. What services will the applicant offer to other certificated telephone companies:

- Facilities. Operators.
- Billing and Collection. Sales.
- Maintenance.
- Other: **NONE**

13. Do you have a marketing program?

Services sold through independent agents.

14. Will your marketing program:

- Pay commission?
- Offer sales franchises?
- Offer multi-level sales incentives?
- Offer other sales incentives?

15. Explain any of the offers checked in question 14 (To whom, what amount, type of franchise, etc.)

Commissions will be paid per standard industry commission structure to all agents for DNP Communications.

16. Who will receive the bills for your service (Check all that apply)?

- | | |
|--|---|
| <input checked="" type="checkbox"/> Residential customers. | <input checked="" type="checkbox"/> Business customers. |
| <input type="checkbox"/> PATS providers. | <input type="checkbox"/> PATS station end-users. |
| <input type="checkbox"/> Hotels & motels. | <input type="checkbox"/> Hotel & motel guests. |
| <input type="checkbox"/> Universities. | <input type="checkbox"/> Univ. dormitory residents. |
| <input type="checkbox"/> Other: (specify) _____. | |

17. Please provide the following (if applicable):

- (a) Will the name of your company appear on the bill for your services, and if not who will the billed party contact to ask questions about the bill (provide name and phone number) and how is this information provided?
Yes, Questions concerning bill will be received directly by company's customer service department.
- (b) Name and address of the firm who will bill for your service.
Direct Bill / LEC agreements where available.

18. Please provide all available documentation demonstrating that the applicant has the following capabilities to provide interexchange telecommunications 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.

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 statement, 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 affirm that the financial statements are true and correct.

B. Managerial capability. See management backgrounds.

C. Technical capability. Company is a reseller – Network provided by underlying carrier.

19. Please submit the proposed tariff under which the company plans to begin operation. Use the format required by Commission Rule 25-24.485 (example enclosed).

See attached.

20. The applicant will provide the following interexchange carrier services (Check all that apply):

MTS with distance sensitive per minute rates

Method of access is FGA

Method of access is FGB

Method of access is FGD

Method of access is 800

MTS with route specific rates per minute

Method of access is FGA

Method of access is FGB

Method of access is FGD

Method of access 800

MTS with statewide flat rates per minute (i.e. not distance sensitive)

Method of access if FGA

Method of access is FGB

Method of access id FGD

Method of access is 800

MTS for pay telephone service providers

Block-of-time calling plan (Reach out Florida, Ring America, etc.).

800 Service (Toll free)

WATS type service (Bulk or volume discount)

Method of access is via dedicated facilities

Method of access is via switched facilities

Private Line services (Channel Services)

(For ex. 1.544 mbs., DS-3, etc.)

Travel Service

Method of access is 950

Method of access is 800

900 service

Operator Services

Available to presubscribed customers

Available to non presubscribed customers (for example to patrons of hotels, students in universities, patients in hospitals).

Available to inmates

Services included are:

Station assistance

Person to Person assistance

Directory assistance

Operator verify and interrupt

Conference Calling

21. What does the end user dial for each of the interexchange carrier services that were checked in services included (above).

1 plus the number or 800 plus the number

22. **Other:**

**** APPENDIX A ****

I, (TYPED NAME) _____, (TITLE)

_____, and current holder of certificate number

_____, have reviewed this application and join in the petitioner's request

for a transfer of the above-mention certificate.

UTILITY OFFICIAL:

Alison Kaur
Signature

3/4/98
Date

For: BNP Communications

Regulatory Consultant
Title

207 928 2144
Phone

**** APPENDIX B ****

CUSTOMER DEPOSITS AND ADVANCE PAYMENTS

A statement of how the Commission can be assured of the security of the customer's deposits and advance payments maybe responded to in one of the following ways (applicant please check one):

- (X) **The applicant will not collect deposits nor will it collect payments for service more than one month in advance.**
- () **The applicant will file with the Commission and maintain a surety bond in an amount equal to the current balance of deposits and advance payments in excess of one month. (Bond must accompany application.)**

UTILITY OFFICIAL:

Allen Kallala

Signature

8/4/98

Date

For
DWP Communications

Regulatory Consultant

Title

201 928 2144

Phone

5. **TRAFFIC RESTRICTIONS:** Please explain how the applicant will comply with the EAEA requirements contained in Commission Rule 25-24.471 (4) (a) (copy enclosed).

6. **CURRENT FLORIDA INTRASTATE SERVICES:** Applicant has () or has not (X) previously provided intrastate telecommunications in Florida. If the answer is has, fully describe the following:

- (a) What services have been provided and when did these services begin?
- (b) If the services are not currently offered, when were they discontinued?

UTILITY OFFICIAL:

Allen Kocera
Signature

5/4/98
Date

for
DSP Communications

Regulatory Consultant
Title

207 928 2144
Phone

**** APPENDIX D ****

FLORIDA TELEPHONE EXCHANGE

AND

EAS ROUTES

Describe the service area in which you hold yourself out to provide service by telephone company exchange. If all services listed in your tariff are not offered at all locations, so indicate.

In an effort to assist you, attached is a list of major exchanges in Florida showing the small exchanges with which each has extended area service (EAS).

**** FLORIDA EAS FOR MAJOR EXCHANGE ****

<u>Extended Service</u> <u>Area</u>	<u>with</u>	<u>These Exchanges</u>
PENSACOLA:		Cantonment, Gulf Breeze Pace, Milton Holley-Navarre.
PANAMA CITY:		Lynn Haven, Panama City Beach, Youngstown-fountain and Tyndall AFB.
TALLAHASSEE:		Crawfordville, Havana, Monticello, Panacea, Sopchoppy and St. Marks.
JACKSONVILLE:		Baldwin, Ft. George, Jacksonville Beach, Callahan, Maxville, Middleburgg, Orange Park, Ponte Verdra and Julington.
GAINESVILLE:		Alachua, Archer, Brooker, Hawthorne, High Springs, Melrose, Micanopy, Newberry and Weldo.
OCALA:		Belleview, Citra, Dunnellon,

Forest Lady Lake (B21), McIntosh
 Oklawaha, Orange Springs, Salt
 Springs and Silver Springs Shores.

DAYTONA BEACH: New Smyrna Beach.

TAMPA:

Central	None
East	Plant City
North	Zephyrhills
South	Palmetto
West	Clearwater

CLEARWATER: St. Petersburg, Tampa-West and
 Tarpon Springs.

ST. PETERSBURG: Clearwater.

LAKELAND: Bartow, Mulberry, Plant City,
 Polk City and Winter Haven.

ORLANDO: Apopka, East Orange, Lake Buena
 Vista, Oviedo, Windermere, Winter
 Garden, Winter Park, Montverde,
 Reedy Creek and Oviedo-Winter
 Springs.

WINTER PARK: Apopka, East Orange, Lake Buena
 Vista, Orlando, Oviedo, Sanford,
 Windermere, Winter Garden, Oviedo
 Winter Springs, Reedy Creek,
 Geneva and Montverde.

TITUSVILLE: Cocoa and Cocoa Beach.

COCOA: Cocoa Beach, Eau Gallie, Melbourne
 And Titusville.

MELBOURNE: Cocoa, Cocoa Beach, Eau Gallie
 and Sebastian.

SARASOTA: Bradenton, Myakka and Venice.

FT. MYERS: Cape Coral, Ft. Myers Beach, North
 Cape Coral, North Ft. Myers, Pine
 Island, Lehigh Acres and Sanibel-
 Captiva Islands.

NAPLES:	Marco Island and North Naples.
WEST PALM BEACH:	Boynton Beach and Jupiter.
POMPANO BEACH:	Boca Raton, Coral Springs, Deerfield Beach and Ft. Lauderdale.
FT. LAUDERDALE:	Coral Springs, Deerfield Beach, Hollywood and Pompano Beach.
HOLLYWOOD:	Ft. Lauderdale and North Dade.
NORTH DADE:	Hollywood, Miami and Perrine.
MIAMI:	Homestead, North Dade and Perrine.

**** APPENDIX E ****

****GLOSSARY****

ACCESS CODE: The term denotes a uniform four or seven digit code assigned to an individual IXC. The five digit code has the form 10XXX and the seven digit code has the form 950-XXXX.

BYPASS: Transmission facilities that go direct from the local exchange and user to an IXC point of presence, thus bypassing the local exchange company.

CARRIERS CARRIER: An IXC that provides telecommunications service, mainly bulk transmission service, to other IXC only.

CENTRAL OFFICE: A local operating unit by means of which connections are established between subscribers' lines and trunk or toll lines to other central offices within the same exchange or other exchanges. Each three (3) digit central office code (NXX) used shall be considered a separate central office unit.

CENTRAL OFFICE CODE: The term denotes the first three digits (NXX) of the seven (7) digit telephone number assigned to a customer's telephone exchange service./

COMMISSION: The Florida Public Service Commission.

COMPANY, TELEPHONE COMPANY, UTILITY: These terms may be used interchangeably herein and shall mean any person, firm, partnership or corporation engaged in the business of furnishing communication service to the public under the jurisdiction of the Commission.

DEDICATED FACILITY: The term denotes a transmission circuit which is permanently for the exclusive use of a customer or a pair of customers.

END USER: The term denotes any individual, partnership, association, corporation, governmental agency or any other entity which (A) obtains a common line, uses a pay telephone or obtains company or (B) subscribes to interstate services provided by an IXC or uses the services of the IXC when the IXC provides interstate service for its own use.

EQUAL ACCESS EXCHANGE AREAS: EAEA means a geographic area, configured based on 1987 planned toll center/access tandem areas, equal access to both carriers and customers of carriers in the most economically efficient manner.

EXCHANGE: The entire telephone plant and facilities used in providing telephone service to subscribers located in an exchange area. An exchange may include more than one central office unit.

EXCHANGE (SERVICE) AREA: The territory, including the base rates suburban and rural areas served by an exchange, within which local telephone service is furnished at the exchange rates applicable within that area.

EXTENDED AREA SERVICE: A type of telephone service furnished under tariff provision whereby subscribers of a given exchange or area may complete calls to, and receive messages from, one or more other contiguous exchanges without toll charges, or complete calls to one or more other exchanges without toll message charges.

FACILITIES BASED: An IXC that has its own transmission and/or switching equipment or other elements of equipment and does not rely on others to provide this service.

FOREIGN EXCHANGE SERVICES: A classification of exchange service furnished under tariff provisions whereby a subscriber may be provided telephone service from an exchange other than the one from which he would normally be served.

FEATURE GROUPS: General categories of unbundled tariffs to stipulate related services.

Feature Group A: Line side connections presently serving specialized common carriers.

Feature Group B: Trunk side connections without equal digit or code dialing.

Feature Group C: Trunk side connections presently serving AT&T-C.

Feature Group D: Equal trunk access with subscriptions.

INTEREXCHANGE COMPANY: Means any telephone company, as defined in Section 364.02(4), F.S. (excluding Payphone Providers), which provides telecommunication service between exchange areas as those areas are described in the approved tariffs of individual local exchange companies.

INTER-OFFICE CALL: A telephone call originating in one central office unit or entity but terminating in another central office unit or entity both of which are in the same designated exchange area.

INTRA-OFFICE CALL: A telephone call originating and terminating within the same central office unit or entity.

INTRASTATE COMMUNICATIONS: The term denotes any communications in Florida subject to oversight by the Florida Public Service Commission as provided by the laws of the State.

INTRA-STATE TOLL MESSAGE: Those toll messages which originate and terminate within the same state.

LOCAL ACCESS AND TRANSPORT AREA: LATA means the geographic area established for the administration of communications service. It encompasses designated exchanges, which are grouped to serve common social, economic and other purposes.

LOCAL EXCHANGE COMPANY (LEC): Means any telephone company, as defined in Section 364.02(4), F. S., which, in addition to any other telephonic communication service, provides telecommunication service within exchange areas as those areas are described in the approved tariffs of the telephone company.

OPTIONAL CALLING PLAN: An optional service furnished under tariff provisions which recognizes a need of some subscribers for extended area calling without imposing the cost on the entire body of subscribers.

900 SERVICE: A service similar to 800 service furnished under tariff provision which recognizes a need of some subscribers for extended area calling without imposing the cost on the entire body of subscribers.

PIN NUMBER: A group of numbers used by a company to identify their customers.

PAY TELEPHONE SERVICE COMPANY: Means any telephone company, other than a Local Exchange Company, which provides pay telephone service as defined in Section 364.335(4), F. S.

POINT OF PRESENCE (POP): Bell-coined term which designates the actual (physical) location of an IXC's facility. Replaces some applications of the term "demarcation point."

PRIMARY SERVICE: Individual line service or party line service.

RESELLER: An IXC that does not have certain facilities but purchases telecommunications service from an IXC and then resells that service to others.

STATION: A telephone instrument consisting of a transmitter, receiver, and associated apparatus so connected as to permit sending and/or receiving telephone messages.

SUBSCRIBER, CUSTOMER: These terms may be used interchangeably herein and shall mean any person, firm, partnership, corporation, municipality, cooperative organization, or governmental agency supplied with communication service by a telephone company.

SUBSCRIBER LINE: The circuit or channel used to connect the subscriber station with the central office equipment.

SWITCHING CENTER: Location at which telephone traffic, either local or toll, is switched or connected from one circuit or line to another. A local switching center may be comprised of several central office units.

TRUNK: A communication channel between central office units or entities, or private branch exchanges.

ATTACHMENTS:

- A - CERTIFICATE TRANSFER STATEMENT
- B - CUSTOMER DEPOSITS AND ADVANCE PAYMENTS
- C - INTRASTATE NETWORK
- D - FLORIDA TELEPHONE EXCHANGES AND EAS ROUTES
- E - GLOSSARY

LIST OF EXHIBITS

- EXHIBIT A Articles of Incorporation**
- EXHIBIT B Foreign Corporation Qualification**
- EXHIBIT C Tariff**
- EXHIBIT D Management Backgrounds**
- EXHIBIT E Financial Information**
- EXHIBIT F Statement**

EXHIBIT

A

Secretary of State
Business Services and Regulation
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

CONTROL NUMBER: 9406313
EFFECTIVE DATE: 03/04/1994
COUNTY : MORGAN
REFERENCE : 0062
PRINT DATE : 03/14/1994
FORM NUMBER : 311

PAUL C. SCHRIEFER, ESQ.
1400 EATONTON ROAD, SUITE 400
MADISON GA 30650

CERTIFICATE OF INCORPORATION

I, MAX CLELAND, Secretary of State and the Corporation Commissioner of the State of Georgia, do hereby certify under the seal of my office that

ATLANTA-NEW YORK WAREHOUSE OUTLETS, INC.

has been duly incorporated under the laws of the State of Georgia on the effective date stated above by the filing of articles of Incorporation in the office of the Secretary of State and by the paying of fees as provided by Title 14 of the Official Code of Georgia Annotated.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.



Max Cleland

MAX CLELAND
SECRETARY OF STATE

Verley J. Spivey

VERLEY J. SPIVEY
DEPUTY SECRETARY OF STATE

SECURITIES
656-2894

CEMETERIES
656-3079

CORPORATIONS
656-2817

CORPORATIONS' HOT LINE
404-656-2222
Outside Metro-Atlanta

ARTICLES OF INCORPORATION
OF
ATLANTA-NEW YORK WAREHOUSE OUTLETS, INC.

I.

The name of the corporation is Atlanta-New York Warehouse Outlets, Inc.

II.

The number of shares the corporation is authorized to issue is 100.

III.

The street address of the initial registered office of the corporation is 1400 Eatonton Road, Suite 400, Madison, Morgan County, Georgia 30650, and the initial registered agent of the corporation at such address is Paul C. Schriefer, Esq.

IV.

The name and address of each incorporator is Paul C. Schriefer, Esq., 1400 Eatonton Road, Suite 400, Madison, Georgia 30650.

V.

The mailing address of the initial principal office of the corporation is 1400 Eatonton Road, Suite 400, Madison, Georgia 30650.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation.

This 28th day of February, 1994.

Paul C. Schriefer
Paul C. Schriefer, Incorporator

(9) 11111
MAR 11 3 18 PM '94
SECRETARY OF STATE

EXHIBIT

B



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 30, 1998

BETH PERRIZO
UNISEARCH, INC.
1295 BANDANA BLVD. N., SUITE 300
ST. PAUL, MN 55108

Qualification documents for ATLANTA-NEW YORK WAREHOUSE OUTLETS, INC. were filed on March 30, 1998 and assigned document number F9800001796. Please refer to this number whenever corresponding with this office.

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

A corporation annual report will be due this office between January 1 and May 1 of the year following the calendar year of the file date. A Federal Employer Identification (FEI) number will be required before this report can be filed. If you do not already have an FEI number, please apply NOW with the Internal Revenue by calling 1-800-829-3876 and requesting form SS-4.

Please be aware if the corporate address changes, it is the responsibility of the corporation to notify this office.

Should you have any questions regarding this matter, please telephone (850) 487-6091, the Foreign Qualification/Tax Lien Section.

Lee Rivers
Document Examiner
Division of Corporations

Letter Number: 898A00016836

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

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

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

2. Georgia
(State or country under the law of which it is incorporated)

3. 58-2101344
(FEI number, if applicable)

4. 3-4-94
(Date of Incorporation)

5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 617.155, F.S.))

7. 134 E. Atlanta Highway
Rutledge, GA 30663
(Current mailing address)

FILED
SECRETARY OF CORPORATIONS
08 MAR 30 PM 2:41

8. Telecommunication Services
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

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

Name: NRAI Services, Inc.

Office Address: 526 E. Park Avenue

Tallahassee, Florida, 32301
(Zip Code)

10. Registered agent's acceptance:

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

Beth Perry

(Registered agent's signature) Asst. Secretary

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

EXHIBIT

C

TITLE SHEET**FLORIDA TELECOMMUNICATIONS TARIFF**

This tariff applies to the intrastate resale telecommunication services furnished by DNP Communications between one or more points in the State of Florida. This tariff is on file with the Public Service Commission of Florida and copies may be inspected, during normal business hours, at the Company's principal place of business at 134 E. Atlanta Highway, Radledge, GA 30663, Tel: (305) 944-3131.

Issued: August 4, 1998**Effective Date:****Issued By:****Prabhdeep Francis, President
134 E. Atlanta Highway
Radledge, GA 30663**

CHECK SHEET

All sheets of this tariff are effective a of the date shown at the bottom of the respective sheet(s). Original and revised sheets as named below comprise all changes from the original tariff and are currently in effect as of the date on the bottom of this page.

<u>SHEET</u>	<u>REVISION</u>
1	Original
2	Original
3	Original
4	Original
5	Original
6	Original
7	Original
8	Original
9	Original
10	Original
11	Original
12	Original
13	Original
14	Original
15	Original
16	Original
17	Original
18	Original
19	Original
20	Original
21	Original
22	Original

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134 E. Atlanta Highway
Ridledge, GA 30663

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SYMBOLS SHEET

The following symbols shall be used in this tariff for the purpose indicated below:

- (D) – delete or discontinue.
- (I) – change resulting in an increase to a customer's bill.
- (M) – moved from another tariff location.
- (N) – new.
- (R) – change resulting in a reduction to a customer's bill.
- (T) – change in text or regulation, but no change to rate or charge.

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TARIFF FORMAT

- A. **Sheet Numbering** – Sheet numbers appear in the upper right corner of the page. Sheets are numbered sequentially. However, new sheets are occasionally added to the tariff. When a new sheet is added between sheets already in effect, a decimal is added. For example, a new sheet added between sheets 14 and 15 would be 14.1.
- B. **Sheet Revision Numbers** – Revision numbers also appear in the upper right corner of each page. These numbers are used to determine the most current sheet version on file with the FLPSC. For example, the 4th revised Sheet 14 cancels the 3rd revised Sheets 14. Because of various suspension periods, deferrals, etc. the FLPSC follows in its tariff approval process, the most current sheet number on file with the Commission is not always the tariff page in effect. Consult the Check Sheet for the sheet currently in effect.
- C. **Paragraph Numbering Sequence** – There are nine levels of paragraph coding. Each level of coding is subservient to its next higher level:
- 2
 - 2.1
 - 2.1.1
 - 2.1.1.A
 - 2.1.1.A.1
 - 2.1.1.A.1.(a)
 - 2.1.1.A.1.(a).1
 - 2.1.1.A.1.(a).1.(i)
 - 2.1.1.A.1.(a).1.(i).(1)
- D. **Check Sheets** - When a tariff filing is made with the FLPSC, an updated Check Sheet accompanies the tariff filing. The Check Sheet lists the sheets contained in the tariff, with a cross reference to the current revision number. When new pages are added, the Check Sheet is changed to reflect the revision. All revisions made in a given filing are designated by an asterisk (*). There will be no other symbols used on this page if these are the only changes made to it (i.e., the format, etc. remain the same, just revised revision levels on some pages.) The tariff user should refer to the latest Check Sheet to find out if a particular sheet is the most current on file with the FLPSC.

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SECTION I - TECHNICAL TERMS AND ABBREVIATIONS

- Accounting Code -** A multi-digit code which enables a customer to allocate long distance charges to its internal accounts.
- DNP -** Used throughout tariff to mean DNP Communications
- Access Line -** An arrangement which connects the Customer's location to DNP switching center.
- Authorized User -** A person, firm, corporation, or any other entity authorized by the Customer to communicate, utilizing the Carrier's service.
- Commission -** The Florida Public Service Commission (FLPSC).
- Company or Carrier -** DNP Communications unless otherwise clearly indicated by the context.
- Customer -** The person, firm, corporation or other entity which orders, cancels amends or uses service under this tariff and is responsible for payment of charges and compliance with the Company's tariff.
- Day -** Unless otherwise specified in this tariff, from 8:00 AM up to but not including 5:00 PM local time Monday through Friday.
- Evening -** Unless otherwise specified in this tariff, from 5:00 PM up to but not including 11:00 PM local time Sunday through Friday.

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SECTION I - TECHNICAL TERMS AND ABBREVIATIONS, (CONT'D)

- Holidays -** For the purposes of call rating, the Company observes the following holidays (as Federally observed):
- | | | |
|------------------|------------------------|--------------|
| Thanksgiving Day | Christmas Day | Veterans Day |
| Labor Day | Columbus Day | Memorial Day |
| New Year's Day | Independence Day | |
| President's Day | Martin Luther King Day | |
- * Evening rates apply to all of the above Holidays
- IXC -** A long distance telephone company which carries calls between LATAs.
- Long Distance Resale Service -**
Long Distance Resale Service is a public communications service for hire, which includes providing long distance service to Customers through the resale of leased lines and services provided by multiple other common Carriers.
- Night/Weekend -** Unless otherwise specified in this tariff, from 11:00 PM up to but not including 8:00 AM Sunday through Friday, and 8:00 AM Saturday up to but not including 5:00 PM Sunday.
- User -** The calling party utilizing the services of DNP and responsible for the payment of charges, unless that responsibility has been accepted by others, such as in the case of collect, third party and room charge calls.
- V & H Coordinates -**
Geographic points which define the originating and terminating points of a call in mathematical terms so that the airline mileage of the call may be determined. Call mileage is used for the purpose of rating calls.

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SECTION II – RULES AND REGULATIONS**2.1 Undertaking of DNP**

- 2.1.1 DNP' services and facilities are furnished for communications originating at specified points within the state of Florida under terms of this tariff. Service is provided twenty-four hours a day, seven days a week.
- 2.1.2 DNP is a resale common carrier. DNP' services provide intrastate long distance message telephone service to Customers for their direct transmission and reception of voice, data, and other types of communications. DNP may act as the Customer's agent for ordering access connection facilities provided by other carriers or entities (such as the local exchange carrier), when authorized by the Customer, to allow connection of a Customer's location to the DNP network. The Customer shall be responsible for all charges due for such service arrangement. DNP agrees to dutifully abide by all Rules and Regulations as set forth by the FLPSC.
- 2.1.3 The rates and regulations contained in this tariff apply only to the services furnished by DNP and do not apply, to the lines facilities, or services provided by a local exchange telephone company or other common carrier for use in accessing the services of DNP.

2.2 Initial Contract Period and Termination of Service by Customer

- 2.2.1 Contract Periods – The initial contract period for service and facilities is thirty (30) days.

2.3 Obligation of Customer

- 2.3.1 The customer will assume responsibility for all usage and service billed.

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SECTION II – RULES AND REGULATIONS, (CONT'D)**2.4 Limitations**

- 2.4.1 Service is offered subject to the availability of the necessary facilities and equipment, or both facilities and equipment, and subject to the provisions of this tariff.
- 2.4.2 DNP reserves the right to discontinue or limit service when necessitated, per Florida Commission Rules and with twenty-four hours notice, by the conditions beyond its control, or when the Customer is using service in violation of provisions of this tariff, or in violation of the law.
- 2.4.3 All facilities and services provided under this tariff are directly or indirectly controlled by DNP and the Customer may not transfer or assign the use of service or facilities without the express written consent of the Company. Such transfer or assignment shall only apply where there is no interruption of the use or location of the service or facilities.
- 2.4.4 Prior written permission from the Company is required before any assignment or transfer. All regulations and conditions contained in this tariff shall apply to all such permitted assignees or transferees, as well as all conditions or service.
- 2.4.5 Customers reselling or rebilling services must have a certificate of Public Convenience and Necessity as an interexchange carrier from the Commission.

2.5 Use

- 2.5.1 Services provided under this tariff may be used for any lawful purpose for which the service is technically suited.

2.6 Liability of Carrier

- 2.6.1 Liability of the carrier for mistake, interruptions, omissions, delays, errors, or defects in the transmission occurring in the course of furnishing service or facilities, and not caused by the negligence of its employees or its agents, in no event shall exceed an amount equivalent to the proportionate charge to the customer for the period during which the aforementioned faults in transmission occur, unless ordered by the Commission.
- 2.6.2 DNP shall be indemnified and held harmless by the customer against:
- (A) Claims for libel, slander, or infringement of copyright arising out of the material, data, information, or other content transmitted over the Company's facilities.
 - (B) All other claims arising out of any act or omission of the customer in connection with any service or facility provided by DNP.

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SECTION II -- RULES AND REGULATIONS (CONT'D)

2.7 Responsibilities of the Customer

- 2.7.1 The Customer is responsible for compliance with the applicable regulations set forth in this tariff.**

- 2.7.2 The Customer is responsible for placing any necessary orders; for complying with tariff regulations; and for assuring that users comply with tariff regulations. The Customer shall ensure compliance with any applicable laws, regulations, orders or other requirements (as they exist from time to time) of any governmental entity relating to services provided or made available by the Customer to end users.**

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SECTION II – RULES AND REGULATIONS, (CONT'D)

2.8 Restoration of Service

2.8.1 The use and restoration of service shall be in accordance with the priority system specified in part 64 Subpart D of The Rules and Regulations of the Federal Communications Commission.

2.9 Discontinuance of Service

2.9.1 Without incurring liability DNP may discontinue services to a Customer or may withhold the provision of ordered or contracted services, subject to the procedures set forth in 2.9.3, under any of the following conditions:

2.9.1.A For nonpayment of any sum due DNP for more than thirty days after issuance of the bill for the amount due.

2.9.1.B In the event that the Customer supplied false or inaccurate information of a material nature in order to obtain service.

2.9.1.C For violation of any of the provisions of this tariff.

2.9.1.D For the use of foul or profane expressions, the impersonation of another with fraudulent intent, or of any other violation of the Communications Act of 1934, as amended, or of the rules and regulations of the Federal Communications Commission.

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SECTION II - RULES AND REGULATIONS, (CONT'D)

- 2.9 Discontinuance of Service, (cont'd)
- 2.9.1.E For violation of any law, rule, regulation or policy of any governing authority having jurisdiction over DNP' services, or
- 2.9.1.F By reason of any order of decision of a court, business service commission or federal regulatory body or other governing authority prohibiting DNP from furnishing its services.
- 2.9.1.G For the use of telephone service for any other property or purpose than that described in the contract.
- 2.9.2 DNP may discontinue service without notice for any of the following reasons:
- 2.9.2.A If a Customer or Customer causes or permits any signals or voltages to be transmitted over DNP' network in such a manner as to cause a hazard or to interfere with DNP' service to others.
- 2.9.2.B If a Customer or user uses DNP' services in a manner to violate the law.
- 2.9.3 Procedures for discontinuance of existing service:
- 2.9.3.A DNP will provide the Customer with written notice stating the reason for discontinuance, and will allow the Customer not less than 10 days to remove the cause for discontinuance. In cases of non-payment of charges due, the Customer will be allowed at least five days, excluding Sundays and holidays, to make full payment of all undisputed charges, and in no event will service be discontinued on the day preceding any day on which DNP is not prepared to accept payment of the amount due.
- 2.10 Interruption of Service
- 2.10.1 Credit allowance for the interruption of service which is not due to the Company's testing or adjusting, negligence or the customer, or to the failure of channels or equipment provided by the customer, are subject to the general liability provisions set for in 2.6.1 herein. It shall be the obligation of the customer to notify the Company immediately of any interruption in service for which a credit allowance is desired. Before giving such notice, the customer shall ascertain that the trouble is not being caused by any action or omission by the customer within his control, if any furnished by the customer and connected to the Company's facilities.

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SECTION II – RULES AND REGULATIONS, (CONT'D)**2.10 Interruption of Service, (cont'd)**

- 2.10.2 For purposes of credit computation, every month shall be considered to have 720 hours.
- 2.10.3 No credit shall be allowed for an interruption of a continuous duration of less than two hours.
- 2.10.4 The customer shall be credited for an interruption of two hours or more at the rate of 1/720th of the monthly charge for the facilities affected for each hour thereof that the interruption continues.

Credit Formula:

$$\text{Credit} = A/720 \times B$$

“A” – outage time in hours

“B” – total monthly charge for affected facility

2.11 Termination by Customer

- 2.11.1 Customer may cancel service by phone call or in writing to the Company.

2.12 Customer's Liability in the Event of Denial or Disconnection of Service

- 2.12.1 In the event Customer's service is denied or disconnected by the Carrier for any of the reasons stated in section 2.9, Customer shall be liable for all unpaid charges due and owing to Carrier.

2.13 Reinstitution of Service

- 2.13.1 If Customer seeks reinstatement of service following disconnection of service by Carrier, Customer shall pay to Carrier prior to the time service is reinstated (1) all accrued and unpaid charges and (2) reconnection fee.

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SECTION II - RULES AND REGULATIONS, (CONT'D)**2.14 Advanced Payment**

- 2.14.1 The Company will not collect advance payments.
2.14.2 The Company will not collect advance deposits.

2.15 Authorization to Obtain Credit Information

- 2.15.1 Carrier reserves the right to require all Customers to establish credit-worthiness to the reasonable satisfaction of Carrier. Upon application for service, Customer shall be deemed to have authorized Carrier to obtain such routine credit information and verification as Carrier shall require in accordance with its then existing credit policies. All criteria and methods used in the acquisition and assessment of credit related information shall be consistent and uniform for all applicants or Customers.

2.16 Description of Payment and Billing Periods

- 2.16.1 Charges for services are applied on a recurring and non-recurring basis. Service is provided and billed on a monthly basis.
- 2.16.2 Billing will be payable upon receipt and past due 30 days after issuance.
- 2.16.3 Charges are based on actual usage during a month and will be billed monthly in arrears.
- 2.16.4 The Customer is responsible for the payment of ALL charges for service provided to the Customer. This applies to Customers where the provision of service Carrier includes the use of authorization (access) codes. The Customer agrees to pay to Carrier ANY cost incurred as a result of ANY DELEGATION OF AUTHORITY resulting in use of his/her authorization codes.
- 2.16.5 Where a Customer, e.g. an employer, provides the use of authorization codes to his/her employees, or where the Customer, e.g. a family member, provides the use of authorization codes to his/her family relations or friend, guest, etc., the Customer agrees to pay to Carrier ANY cost incurred as a result of these uses of the authorization codes.

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SECTION II - RULES AND REGULATIONS, (CONT'D)

2.17 Deposit

2.17.1 The company will not collect deposits from customers in the State of Florida.

2.18 Taxes

2.18.1 All state and local taxes (i.e., gross receipts tax, sales tax, municipal utilities tax) are listed as separate line items and are not included in the quoted rates.

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SECTION II - RULES AND REGULATIONS, (CONT'D)**2.20 Customer Service**

2.20.1 In the event that the customer is experiencing a service problem, the local telephone company will refer the customer to DNP. Questions regarding billing can also be directed to DNP' Customer Service Department in Radledge, Georgia by dialing their toll free number, (800) 585-0555. Credits to customer accounts will be applied on the next DNP bill.

2.21 Emergency Calls

2.21.1 **Message toll telephone calls, to governmental emergency service agencies as set forth in (a) following, having primary or principal responsibility with respect to the provision of emergency services to persons and property in the area from which the call is made, meeting the definition and criteria of an emergency call as set forth in (b) following, are offered at no charge to customers.**

2.21.1.A **Governmental fire fighting, State Highway Patrol, police and emergency squad service (as designated by the appropriate governmental agency) qualify as governmental emergency service agencies provided they answer emergency service calls on a personally attended (live) twenty-four (24) hour basis, three hundred sixty-five days a year, including holidays.**

2.21.1.B **An emergency is an occurrence or set of circumstances in which conditions pose immediate threat to human life and/or property and necessitate that prompt action be taken. An emergency call is an originated call of short duration to a governmental emergency service agency in order to seek assistance for such an emergency.**

2.21.1.C **Emergency Shortage of Facilities:** The Carrier reserves the right to limit the length of conversations in times of emergency if a shortage of facilities occurs.

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SECTION III – DESCRIPTION OF SERVICES

3.1 Timing of Calls3.1.1 When billing Charges Begin and End For Phone Calls

The customer's long distance usage charge is based on the actual usage of the Company's network. Usage begins when the called party picks up the receiver, (i.e. when 2 way communication, often referred to as "conversation time" is possible). When the called party picks up is determined by hardware answer supervision in which the local telephone company sends a signal to the switch or the software utilizing audio tone detection. When software answer supervision is employed, up to 60 seconds of ringing is allowed before it is billed usage of the network. A call is terminated when the calling or called party hangs up.

3.1.2 Billing Increments

The minimum call duration for billing purposes is one minute for connected call and calls beyond one minute are billed in one minute increments. The Customer's monthly charge for services are based upon the total time the Customer actually uses the service. For billing purposes, calls are rounded up to the next full billing increment, one minute for Residential and one minute for Business Service. Minimum call duration time for Residential and Business Service is one minute. 800 Service and Travel Service billing increments are the same as the service associated with and contracted for, Business or Residential Service.

3.1.3 Per Call Billing Charges

Billing will be rounded up to the nearest penny for each call.

3.1.4 Uncompleted Calls

There shall be no charges for uncompleted calls.

3.2 Calculation of Distance

3.2.1 Usage charges for all mileage sensitive products are based on the airline distance between rate centers associated with the with the originating and terminating points of the call.

3.2.2 The airline mileage between rate centers is determined by applying the formula below to the vertical and horizontal coordinates associated with the rate centers involved. DNP uses vertical and horizontal coordinates produced by Bell Communications Research in their NPA-NXX V & H coordinates tape and Bell's NECA tariff No. 4.

3.2.2.A FORMULA:

$$\sqrt{\frac{(V1 - V2)^2 + (H1 - H2)^2}{10}}$$

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SECTION III - DESCRIPTION OF SERVICES, (CONT'D.)**3.3 Service Area**

3.3.1 The service area of Carrier includes all points in Florida, including all major metropolitan areas.

3.4 Minimum Call Completion Rate

3.4.1 Customers can expect a call completion rate of 99% during peak use periods for all Feature Group D Equal Access 1+ services. The call completion rate is calculated as the number of calls completed (including calls completed to a busy line or to a line which remains unanswered by the called party) divided by the number of calls attempted.

3.5 General Description of Service

3.5.1 DNP resells facilities-based interexchange (IXC) carrier services including, but not limited to, access, switching, transport, termination, Feature Group D and other services for the direct transmission and reception of voice, data, and other types of communications.

3.5.2 Customer's monthly charges for Carrier service are based on the total time Customer actually uses the service.

3.5.3 DNP' services are offered to Customers on a monthly basis.

3.5.4 DNP' services are offered to Customers twenty-four hours a day.

3.5.5 DNP' underlying carriers include, but are not limited to AT&T Communications, Inc., MCI Telecommunications Corporation and US Sprint Communications Company, L.P.

3.6 Service Options

3.6.1 **DNP Residential Service:** A one-way multi-point service whereby the subscriber originates and terminates calls via residential telephone lines. Subscribers switch on through Equal Access Dialing procedures.

3.6.2 **DNP Business Service:** A one-way multi-point service whereby the user originates and terminates calls via business telephone lines.

3.6.3 **DNP Travel Service:** Customers may request from DNP a Travel Card for use in accessing the DNP network of carrier services when away from business telephones. Customer dials the appropriate carrier access number sequence specified on the Customer's DNP Travel Card.

3.6.4 **DNP 800 Service:** DNP' 800 service is available twenty-four hours a day, seven days a week. Service is provided by DNP' underlying carriers. Incoming calls from the DNP network terminate at the Customer premises via special access or business line termination.

3.6.5 **Directory Assistance:** The underlying carrier provides service to DNP to offer directory assistance services which the Customer may access by dialing area code plus 555-1212. Customer will be billed for such service by DNP.

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SECTION IV – RATES

4.1 DNP Residential Service

4.1.1 Residential Service provides facilities to complete toll calls between two points in Florida. The maximum rates* are: (All zero minus and zero plus local traffic will be routed to the LEC or ALEC)

	Plan "A"	Plan "B"	Plan "C"	Plan "D"	Plan "E"
Flat Rate	Per Minute - Initial and Additional				
All Times	\$0.2030	\$0.1830	\$0.1620	\$0.1420	\$0.1320

Above rates are rounded and billed in one minute increments following an initial one minute minimum.

4.2 DNP Business Service

4.2.1 Business Service provides facilities to complete toll calls between two points in Florida. The maximum rates* are: (All zero minus and zero plus local traffic will be routed to the LEC or ALEC)

	Plan "A"	Plan "B"	Plan "C"	Plan "D"	Plan "E"
Flat Rate	Per Minute - Initial and Additional				
All Times	\$0.2030	\$0.1830	\$0.1620	\$0.1420	\$0.1320

Above rates are rounded and billed in one minute increments following an initial one minute minimum.

4.2.1.A Accounting Code Charges:
\$5.00 per month or \$0.20 per month per validated code number, whichever is greater.

* Volume Usage Discounts

DNP Business and Residential Service Plan pricing reflects the following volume usage:

- Plan "A" - Discounted pricing for customers using up to \$500.00 per month.
- Plan "B" - Discounted pricing for customers using \$500.00-\$600.00 per month.
- Plan "C" - Discounted pricing for customers using \$600.00-\$700.00 per month.
- Plan "D" - Discounted pricing for customers using \$700.00-\$800.00 per month.
- Plan "E" - Discounted pricing for customers using over \$800.00 per month.

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SECTION IV – RATES, (CONT'D)

4.3 DNP Travel Service

4.3.1 From origination to termination, the maximum rates are the same as the underlying service contracted for plus (as defined in Sections 4.1 and 4.2). An \$0.85 per call charge will be added to the regulated rates.

4.4 DNP 800 Service

4.4.1 From origination to termination, the maximum rates are the same as the underlying service contracted for plus (as defined in Sections 4.1 and 4.2).
A monthly \$20.00 exclusive 800 number charge.

4.5 Nonrecurring Charges

4.5.1 Residential and/or Business Service
Service Origination: \$50.00

4.5.2 800 Service
Service Origination: \$50.00

4.5.3 Travel Service
Service Origination: \$50.00

4.5.4 Accounting Code Charges
Set-up and/or change per line: \$20.00

4.6 Directory Assistance

4.6.1 There shall be no charge for up to fifty calls per billing cycle from lines or trunks serving individuals with disabilities. The Company shall charge \$0.65 for every call in excess of fifty (50) within a billing cycle.

4.7 Discounts for Hearing Impaired Customers

4.7.1 Intrastate toll message rates for TDD users shall be evening rates for daytime calls and night rates for evening and night time calls.

4.8 Telecommunications Relay Service

4.8.1 For intrastate toll calls received from the relay service, the Company will when billing relay calls discount relay service calls by 50 percent off of the otherwise applicable rate for a voice nonrelay call except that where either the calling or called party indicates that either party is both hearing and visually impaired, the call shall be discounted 60 percent off of the otherwise applicable rate for a voice nonrelay call. The above discounts apply only to time-sensitive elements of a charge for the call and shall not apply to per call charges such as a credit card surcharge.

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SECTION IV – RATES, (CONT'D)**4.9 Payment of Calls**

4.9.1 DNP shall be entitled to recover an amount equal to a late payment fee of 1.5 percent per month for the period(s) for which such charges would have been payable.

4.9.2 Returned Check Charges

4.9.2.A If Company receives a check from a Customer in payment for service rendered or for any other reason of indebtedness and which is returned from the bank due to insufficient or uncollected funds, closed account, apparent tampering, missing signature or endorsement, or for any other reason, Company shall apply a service charge after Customer has been forwarded notice of same five days in advance as follows:

Per Returned Check: 5% or fifteen dollars, whichever is greater.

4.9.2.B The charge shall be applied to Customer's monthly billing, in addition to any other charges which may apply under this tariff.

4.9.2.C Payment rendered by check, which is subsequently dishonored shall not constitute payment until such time as repayment is made by valid means.

4.10 Restoration of Services

Reconnection fee of \$25.00 per occurrence is charged when service is restored for customers that have been disconnected.

4.11 Promotional Offerings

4.11.1 The Company may, from time to time, make promotional offerings to enhance the marketing of its services. These promotions will approved by the FLPSA with specific starting and ending dates and under no circumstances run for longer than 90 days in any 12 month period.

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SECTION IV – RATES, (CONT'D)

4.12 Time of Day Rate Periods

4.12.1 The appropriate rates apply for day, evening and night/weekend calls based on the following chart:

	MON	TUES	WED	THUR	FRI	SAT	SUN
8:00 AM TO 5:00 PM*	Daytime Rate Period						
5:00 PM TO 11:00*	Evening Rate Period						Evening
11:00 PM TO 8:00 AM*	Night/Weekend Rate Period						

* to but not including.

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EXHIBIT

D

MANAGEMENT BACKGROUNDS

Prabhdeep Francis – President

Mr. Francis possesses a strong background in administration and execution in sales and purchase contracts. Mr. Francis brings to this venture an extensive background in marketing and budget planning and has over five years experience in the Telecommunications industry.

Rajbir Kaur – Secretary/Treasurer

Mr. Kaur brings to this venture five years experience in the telecommunications industry and 15 years experience in business administration of all types of business matters, correspondence and a strong background in accounting.

James Francis – Vice President / Sales Director

Mr. Francis has 17 years experience in marketing and negotiating sales contracts via the Asian, Middle Eastern, European and the United States markets. Mr. Francis has a strong ability in organizing sales forces and distribution centers. Mr. Francis also has extensive experience in the telecommunications industry in voice and data communications, digital and wireless networks and switching and transmission technology.

EXHIBIT

E

7/21/98

DNP Communications
Profit and Loss
 January 1 through July 21, 1998

Jan 1 - Jul 21, '98

Ordinary Income/Expense	
Income	
Sales	31,348.61
Total Income	31,348.61
Cost of Goods Sold	
Cost of Goods Sold	14,745.00
Total COGS	14,745.00
Gross Profit	16,601.61
Expense	
Bank Service Charges	58.45
Consulting Fee's	1,000.00
Filing Fees	15.00
Interest Expense	3,598.19
Professional Fees	
Accounting	175.00
Legal Fees	951.02
Total Professional Fees	1,126.02
Supplies	
Office	55.00
Supplies - Other	118.00
Total Supplies	171.00
Taxes	
Federal	151.42
State	55.16
Total Taxes	206.58
Telephone	189.89
Travel & Ent	
Travel	21.90
Total Travel & Ent	21.90
Utilities	
Gas and Electric	12.44
Total Utilities	12.44
Total Expense	6,397.27
Net Ordinary Income	10,204.34
Net Income	<u>10,204.34</u>

7/21/98

DNP Communications
Balance Sheet
As of July 21, 1998

Jul 21, '98

ASSETS

Current Assets

Checking/Savings

First Union

70 81

Suntrust Bank

36,325 00

Total Checking/Savings

36,395 81

Other Current Assets

Inventory

11,521 06

Park-N-Shop Note

816 33

Total Other Current Assets

12,337 39

Total Current Assets

48,733 20

Fixed Assets

Plant, Property & Equipment

Accumulated Depreciation

-225 00

Plant, Property & Equipment - Other

140,581 00

Total Plant, Property & Equipment

140,356 00

Total Fixed Assets

140,356 00

Other Assets

Start-up Costs/Communication

12,765 38

Total Other Assets

12,765 38

TOTAL ASSETS**281,884.68****LIABILITIES & EQUITY**

Liabilities

Long Term Liabilities

Mortgage Note - Building

95,354 27

Note Payable

35,000 00

Total Long Term Liabilities

130,354 27

Total Liabilities

130,354 27

Equity

Capital Stock

1,000 00

Paid in Capital

55,537 87

Retained Earnings

4,758 00

Net Income

10,204 34

Total Equity

71,500 31

TOTAL LIABILITIES & EQUITY**281,884.68**

EXHIBIT

F

PO Box 275, Center Lovell, ME 04016
Tel: (207) 928-2144 Fax: (207) 928-2139

Cynthia D. Kott, President
Alison Kacurov, Administrative Assistant

August 4, 1998

DEPOSIT

DATE

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:

Florida Public Service Commission
Division of Administration
2540 Shumard Oak Blvd.
Gunter Building
Tallahassee, Florida 32399-0850

AUG 17 1998

981032-TI

RE: Atlanta New York Warehouse Outlets, Inc. d/b/a DNP Communications

Dear Sir / Madam:

Enclosed please find an original and six copies of the application , tariff and exhibits for filing on behalf of the above referenced long distance reseller.

Also enclosed please find a check in the amount of \$250.00 representational of filing fee.

For purposes of verification of receipt I am enclosing a copy of this transmittal letter and a SASE. Please date stamp copy and return to me.

If there is anything further that you may need to complete this filing, please let me know.

I look forward to working with you on behalf of my client.

Respectfully,

(Handwritten signature)

ATLANTA-NEW YORK WAREHOUSE OUTLETS, INC.
P. O. BOX 548 800-267-9097
RUTLEDGE, GA 30663

1232

64-66/611

PAY TO THE ORDER OF

FLPSC

09/05/98

19 00
\$ 250.⁰⁰

(Two hundred fifty only)

DOLLARS

TRUST COMPANY BANK
OF NORTHEAST GEORGIA, N.A.
MADISON, GEORGIA 30650

FOR

(Handwritten signature)