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August 19, 1998

rharris@helein.com

ORIGINAL

Florida Public Service Commission  
2540 Shumard Oak Boulevard  
Tallahassee, FL 32399-0850

Re: Network International, LC d/b/a Network International of the South, LLC's Pending Application for Authority to Provide Interexchange Telecommunications Service Within the State of Florida, Docket No. 980949-TI


Ladies and Gentlemen:

Enclosed are an original and twelve (12) copies of Network International, LC d/b/a Network International of the South, LLC's Authorization to Transact Business in Florida. Please include it at Exhibit 1 in its pending application. Also enclosed is a new Statement of Financial Capabilities to be substituted for the one submitted originally at Exhibit 3. The new Statement of Financial Capabilities contains additional information as requested by Ms. Eva Samaan of the Commission's staff.

An extra copy of this filing is enclosed. Please date-stamp and return the extra copy in the self-addressed, stamped envelope provided. If you have any questions, please contact me at the number listed above.

- ACK
- AFA
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Sincerely,  
  
Rogena Harris

Enclosures

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DATE  
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**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

July 23, 1998

**JANE M. HELEIN**  
**HELEIN & ASSOCIATES, P.C.**  
**8180 GREENSBORO DRIVE, SUITE 700**  
**MCLEAN, VA 22102**

Qualification documents for NETWORK INTERNATIONAL, LLC doing business in Florida as NETWORK INTERNATIONAL OF THE SOUTH, LLC were filed on July 22, 1998, and assigned document number M98000000805. Please refer to this number whenever corresponding with this office.

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

A limited liability company annual report will be due this office between January 1 and May 1 of the year following the calendar year of the file date. A Federal Employer Identification (FEI) number will be required before this report can be filed. If you do not already have an FEI number, please apply NOW with the Internal Revenue by calling 1-800-829-3676 and requesting form SS-4.

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

Should you have any questions regarding this matter, please telephone (850) 487-6051, the Registration and Qualification Section.

Tammi Cline  
Document Specialist  
Division of Corporations

Letter Number: 898A00038989

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

*IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:*

1. Network International of the South, LLC (d/b/a name)

(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present.)

2. Virginia  
(Jurisdiction under the law of which foreign limited liability company is organized)

3. 52-1978757  
(FEI number, if applicable)

4. April 30, 1996  
(Date of Organization)

5. Perpetual  
(Duration: Year limited liability company will cease to exist or "perpetual")

6. Will commence upon certification  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 12126 Darnestown Road, Suite 6  
Gaithersburg, MD 20878  
(Street address of principal office)

8. List name, title, and business address of each managing member[MGRM] or manager[MGR] who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

<b>NAME &amp; ADDRESS:</b>	<b>TITLE:</b>	<b>NAME &amp; ADDRESS:</b>	<b>TITLE:</b>
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<u>_____</u>	<u>_____</u>	<u>_____</u>	<u>_____</u>
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Please See Attachment-

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

**NETWORK INTERNATIONAL, LLC**

**ATTACHMENT A**

**OFFICERS & DIRECTORS**

Mark Sandler - President/Treasurer/Director *MSRM*  
12126 Darnestown Road  
Suite 6  
Gaithersburg, MD 20878

Laura Campos-Sandler - Treasurer/Director *LEM*  
12126 Darnestown Road  
Suite 6  
Gaithersburg, MD 20878

Patrick McGugan - Vice President of Operations *LEM*  
12126 Darnestown Road  
Suite 6  
Gaithersburg, MD 20878

David Pritz - Vice-President of MIS Systems *LEM*  
12126 Darnestown Road  
Suite 6  
Gaithersburg, MD 20878

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

The undersigned member or authorized representative of a member of Network International of the South, LLC (d/b/a name) certifies:

1) the above named limited liability company has at least two members;

2) the total amount of cash contributed by the member(s) is

\$ 100000

3) if any, the agreed value of property other than cash contributed by member(s) is  
(A description of the property is attached and made a part hereto.)

\$ \_\_\_\_\_

and

4) the total amount of cash and property contributed and anticipated to be contributed by member(s) is

\$ 100000

(This total includes amounts from 2 and 3 above.)



Signature of a member or an authorized representative of a member.  
(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Mark Sandusky

Typed or printed name of signee

**Filing Fee: \$250.00 for Application and Affidavit**

**RESOLUTION OF BOARD OF DIRECTORS  
TO ADOPT ALTERNATE NAME IN FLORIDA**

I, Mark Sandler, certify that I am the Manager of Network International, LLC, a limited liability company subject to the provisions of Florida Statutes, and that the following is a true and correct copy of a resolution adopted at the meeting of the Board of Directors of the corporation on the 13 day of July, 1998.



Signature  
Mark Sandler, Manager

**RESOLVED**, that the Limited Liability Company adopts the name Network International of the South, LLC under which it may operate in Florida, that the Manager of the Company is authorized to certify a copy of this resolution and is directed to deliver the copy of the resolution to the Secretary of State of Florida for filing, pursuant to the Florida Statutes.

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Network International, LLC, d/b/a Network International of the South, LLC

2. The name and the Florida street address of the registered agent and office are:

Corporation Service Company  
(Name)

1201 Hays Street

Florida street address (P.O. Box **NOT** ACCEPTABLE)

Tallahassee

FL

32301

City/State/Zip

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

*Ambury Gibson*  
(Signature)

**Filing Fee: \$ 35 for Designation of Registered Agent**

## STATEMENT OF FINANCIAL CAPABILITIES

Network International, LC ("Network International") has the financial capability to provide intrastate resale services in Florida for the following reasons.

Network International, being a reseller, does not have a need for a large amount of capital to offer its services. It does not need to construct any facilities.

Although Network International is not as yet profitable, please note that it has no current liabilities and that it has over \$200,000 in assets, most of which is cash. Therefore, because it is a reseller, and because it has no current debt and over \$180,000 in cash, Network International does not anticipate a need for any additional financing. Network International has very experienced management to direct operations and fully expects its Florida operations to be profitable within three months. In the meantime, Network International's current assets, international and interstate revenues and the revenues it derives from those states where it already offers intrastate service can support its Florida operations until its Florida operations become profitable. In the unlikely event that any additional funding was required to support its Florida operations, its majority stockholder would provide the funding from his personal assets.