



October 8, 1998
Overnight

DEPOSIT DATE
D018 OCT 12 1998

981313-TX

210 N. Park Ave.
Winter Park, FL
32789

P.O. Drawer 200
Winter Park, FL
32790-0200

Mr. Walter D'Haeseleer
Director of Communications
Florida Public Service Commission
2450 Shumard Oak Boulevard
Gerald L. Gunter Building, Room 270
Tallahassee, FL 32399-0850

RE: Initial Alternative Local Exchange Carrier Application of Globalcom, Inc., d/b/a
GCI Globalcom, Inc.

Tel: 407-740-8575
Fax: 407-740-0613
tmi@tminc.com

Dear Mr. D'Haeseleer:

Enclosed for filing are the original and six copies of the above referenced application of
Globalcom, Inc., d/b/a GCI Globalcom, Inc.

Also enclosed is a check in the amount of \$250 for the filing fee. Questions pertaining
to this application should be directed to my attention at (407) 740-8575.

Please acknowledge receipt of this filing by returning, file-stamped, the extra copy of this
cover letter in the self-addressed, stamped envelope enclosed for this purpose.

Thank you for your assistance.

Sincerely,

Carey Roesel
Consultant to Globalcom, Inc., d/b/a GCI Globalcom, Inc.

Enclosures

cc: John Shave - Globalcom
File: Globalcom - FL ALEC

MAIL ROOM
09 OCT 9 12 50

RECEIVED
FLORIDA PUBLIC SERVICE COMMISSION

DOCUMENT NUMBER-DATE
11323 OCT 12 98

FLORIDA PUBLIC SERVICE COMMISSION
Division of Communications, Certification & Compliance Section
2450 SHUMARD OAK BOULEVARD
TALLAHASSEE, FLORIDA 32399-0850
(850) 413-6600

APPLICATION FORM

for

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

INSTRUCTIONS

1. 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.
2. Respond to each item requested in the application and appendices. If an item is not applicable, please explain why.
3. Use a separate sheet for each answer which will not fit the allotted space.
4. Any questions regarding completion, contact above.
5. 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.

DOCUMENT NUMBER-DATE

11323 OCT 12 88

FPSC-RECORDS/REPORTING

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

1. This is an application for (check one):

- (X) Original authority (new company)
- () Approval of transfer (to another certificated company)
Example: a certificated company purchases an existing company and desires to retain the original 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:

Globalcom, Inc., d/b/a GCI Globalcom, Inc.

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

Street: 833 West Chicago Avenue
PO Box
City: Chicago
State: Illinois
Zip: 60622
Phone: (312) 895-8818

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

Street: 833 West Chicago Avenue
PO Box
City: Chicago
State: Illinois
Zip: 60622
Phone: (312) 895-8818

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

Street: 833 West Chicago Avenue
 PO Box
 City: Chicago
 State: Illinois
 Zip: 60622
 Phone: (312) 895-8818

4. **Structure of organization:**

Individual Corporation
 Foreign Corporation Foreign Partnership
 General Partnership Limited Partnership
 Joint Venture Other

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

Corporate charter number:
 Taxpayer Identification # 36-3925117

Please see Exhibit I for a copy of the Articles of Incorporation.

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

GCI Globalcom, Inc.

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

Fictitious name registration number: F96000003636

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

Not applicable

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

No officer, director or any of the ten largest stockholders have previously been adjudged bankrupt, mentally incompetent, or found guilty of any felony or of any crime. No such action may result from a pending proceeding.

10. **Please provide the title, address, telephone number, internet address and facsimile number of the person serving as ongoing liaison with the Commission, and if different, the liaison responsible for this application:**

Application contact:

Name: Carey Roesel
 Title: Consultant
 P.O. Box: P.O. Drawer 200
 City: Winter Park
 State: Florida
 Zip: 32790-0200
 Phone: (407) 740-8575
 Fax: (407) 740-0613
 Internet Address: croesel@tminc.com

Ongoing Liaison:

Name: John Shave
 Title: President
 Street: 833 West Chicago Avenue
 PO Box
 City: Chicago
 State: Illinois
 Zip: 60622
 Phone: (312)-895-8818
 Fax: (312)-492-1414
 Internet Address: jshave@global-com.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.**

Globalcom has obtained local resale certification in OH and IL.

12. **Has the applicant been denied certification in any other state?**

Yes() No(X)

If so, please list the state and reason for denial.

13. **Have penalties been imposed against the applicant in any other state:**

Yes() No(X)

If so, please list the state and reason for penalty.

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

Customers may call the Toll-Free Customer Service number, (800) 589-1531, 24 hours a day, seven days a week.

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

A. Financial capability (Exhibit II)

Regarding the showing of financial capability, the following applies:

The application should contain the applicant's financial statements, including:

1. the balance sheet
2. income statement
3. statement of retained earnings for the most recent 3 years

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 statement should then be signed by the applicant's chief executive officer and chief financial officer. The signature should affirm that the financial statements are true and correct.

B. Managerial capability

See Exhibit III

C. Technical capability

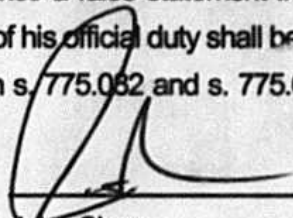
See Exhibit IV

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:



John Shave

Date:

6/17/98

Title:

President

Address:

833 West Chicago Avenue
Chicago, Illinois 60622

Phone:

312-895-8818

GLOBALCOM, INC., D/B/A GCI GLOBALCOM, INC.

EXHIBIT I

ARTICLES OF INCORPORATION

Form **BCA-2.10** | **ARTICLES OF INCORPORATION**

(Rev. July 1991)

George H. Ryan
Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone: (217) 782-6511

Payment must be made by certified check, cashier's check, Illinois attorney's check, Illinois C.P.A.'s check or money order payable to Secretary of State.

FILED PAID
OCT 14 1993 OCT 14 1993
GEORGE H. RYAN
SECRETARY OF STATE

SUBMIT IN DUPLICATE

This space for use by
Secretary of State

Date 10/14/93

Franchise Tax \$ 12.00

Filing Fee \$ 15.00

Approved: [Signature]

1 CORPORATE NAME: Globalcom Inc. /

Corporate name must contain the word "corporation," "company," "incorporated," "limited" or an abbreviation thereof.

2 Initial Registered Agent: John T. Shava
First Name Middle Initial Last Name

Initial Registered Office: 474 North Lakeshore Drive #4604
Number Street Suite #
Chicago 60611 Cook
City Zip Code County

3 Purpose or purposes for which the corporation is organized:
(Not sufficient space to cover this point, add one or more sheets of this size.)

The transaction of any or all lawful business for which corporations can be incorporated under the Illinois Business Corporation Act.

4 Paragraph 1: Authorized Shares, Issued Shares and Consideration Received:

| Class | Par Value per Share | Number of Shares Authorized | Number of Shares Proposed to be Issued | Consideration to be Received Therefor |
|--------|---------------------|-----------------------------|--|---------------------------------------|
| Common | \$ N/A | 10,000 | 1,000 | \$1,000.00 |
| | | | | |
| | | | | |

Paragraph 2: The preferences, qualifications, limitations, restrictions and special or relative rights in respect of the shares of each class are:

(Not sufficient space to cover this point, add one or more sheets of this size.)

5. OPTIONAL

(a) Number of directors constituting the initial board of directors of the corporation: One
(b) Names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and qualify:

Name: John T. Shave Residential Address: 74 North Lakeshore Drive #4604, Chicago, IL 60611

6. OPTIONAL

- (a) It is estimated that the value of all property to be owned by the corporation for the following year wherever located will be: \$ _____
- (b) It is estimated that the value of the property to be located within the State of Illinois during the following year will be: \$ _____
- (c) It is estimated that the gross amount of business that will be transacted by the corporation during the following year will be: \$ _____
- (d) It is estimated that the gross amount of business that will be transacted from places of business in the State of Illinois during the following year will be: \$ _____

7. OPTIONAL

OTHER PROVISIONS

Attach a separate sheet of this size for any other provision to be included in the Articles of Incorporation, e.g., authorizing preemptive rights, denying cumulative voting, regulating internal affairs, voting majority requirements, fixing a duration other than perpetual, etc.

8. NAME(S) & ADDRESS(ES) OF INCORPORATOR(S)

The undersigned incorporator(s) hereby declare(s), under penalties of perjury, that the statements made in the foregoing Articles of Incorporation are true.

Date: October 7, 19 93

1. [Signature]
Signature and Name
John T. Shave
Signature
John T. Shave
Type or Print Name

2. [Signature]
Signature
Cecilia Farkas
Signature
Cecilia Farkas
Type or Print Name

3. _____
Signature

Type or Print Name

Address

1. 474 North Lakeshore Drive #4604
Street
Chicago Illinois 60611
City/Town State Zip Code

2. 474 North Lakeshore Drive #4604
Street
Chicago Illinois 60611
City/Town State Zip Code

3. _____
Street

City/Town State Zip Code

Signatures must be in ink on original document. Carbon copy, photocopy or rubber stamp signatures may only be used on conformed copies.
NOTE: If a corporation acts as incorporator, the name of the corporation and the state of incorporation shall be shown and the executive shall be by its President or Vice President and verified by him, and attested by its Secretary or Assistant Secretary.

FEE SCHEDULE

- The initial franchise tax is assessed at the rate of 15/100 of 1 percent (\$1.50 per \$1,000) on the paid-in capital represented in this state, with a minimum of \$25.
- The filing fee is \$75
- The minimum total due (franchise tax + filing fee) is \$100.
Applies when the Consideration to be Received as set forth in Item 4 does not exceed \$16,667
- The Department of Business Services in Springfield will provide assistance in calculating the total fees if necessary.

Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 782-9522
782-9523

File Number 5751-196-6



Whereas. ARTICLES OF INCORPORATION OF
GLOBALCOM INC.

INCORPORATED UNDER THE LAWS OF THE STATE OF ILLINOIS HAVE BEEN
FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE
BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

Therefore, I, George H. Ryan, Secretary of State of the
State of Illinois, by virtue of the powers vested in me by law, do
hereby issue this certificate and attach hereto a copy of the
certification of the aforesaid corporation.

In Testimony Whereof, I hereto set my hand and cause to
be affixed the Great Seal of the State of Illinois,
at the City of Springfield, this 14TH
day of OCTOBER A.D. 1993 and
of the Independence of the United States
the two hundred and 18TH

George H. Ryan
SECRETARY OF STATE

GEORGE H. RYAN
SECRETARY OF STATE



OFFICE OF THE SECRETARY OF STATE
SPRINGFIELD, ILLINOIS 62756

OCTOBER 14, 1993

5751-196-6

ERIC J BELL
2230 N DAYTON AVE
CHICAGO, ILLINOIS 60614

RE GLOBALCOM INC.

DEAR SIR OR MADAM:

IT HAS BEEN OUR PLEASURE TO APPROVE AND PLACE ON RECORD THE ARTICLES OF INCORPORATION THAT CREATED YOUR CORPORATION. WE EXTEND OUR BEST WISHES FOR SUCCESS IN YOUR NEW VENTURE.

THIS CERTIFICATE MUST BE RECORDED IN THE OFFICE OF THE RECORDER OF THE COUNTY IN WHICH THE REGISTERED OFFICE OF THE CORPORATION IS LOCATED, AS PROVIDED BY SECTION 1.10 OF THE BUSINESS CORPORATION ACT OF THIS STATE. FOR FURTHER INFORMATION CONTACT YOUR RECORDER OF DEEDS OFFICE.

THE CORPORATION MUST FILE AN ANNUAL REPORT AND PAY FRANCHISE TAXES PRIOR TO THE FIRST DAY OF ITS ANNIVERSARY MONTH (MONTH OF INCORPORATION) NEXT YEAR. A PRE-PRINTED ANNUAL REPORT FORM WILL BE SENT TO THE REGISTERED AGENT AT THE ADDRESS SHOWN ON THE RECORDS OF THIS OFFICE APPROXIMATELY 60 DAYS PRIOR TO ITS ANNIVERSARY MONTH.

SECURITIES CANNOT BE ISSUED OR SOLD EXCEPT IN COMPLIANCE WITH THE ILLINOIS SECURITIES LAW OF 1953, 915 ILLINOIS COMPILED STATUTES, 5/1 ET SEQ. FOR FURTHER INFORMATION CONTACT THE OFFICE OF THE SECRETARY OF STATE, SECURITIES DEPARTMENT AT (217) 782-2256 OR (312) 793-3384.

SINCERELY YOURS,

GEORGE H. RYAN
SECRETARY OF STATE

DEPARTMENT OF BUSINESS SERVICES
CORPORATION DIVISION
TELEPHONE (217) 782-6961

GLOBALCOM, INC., D/B/A GCI GLOBALCOM, INC.

EXHIBIT II

FINANCIAL CAPABILITY

A Statement of Financial Capability and the financial statements covering the company's existence are submitted in support of the Applicant's financial ability to provide the proposed service.

GLOBALCOM, INC., D/B/A GCI GLOBALCOM, INC.

Supplemental Financial Information

1. Please provide documentation that the applicant has sufficient financial capability to provide the requested service in the geographic area proposed to be served.

Globalcom, Inc., possesses the financial capability to provide the requested service. In support of its financial viability, Globalcom submits its compiled financial report for the years ended December 1996 and December 1997, as well as the compiled financial report for the first five months of 1998. A review of the financial statements demonstrates that the Company possesses the necessary financial capability.

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

Please see response to question #1.

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

Please see response to question #1. At this time, Globalcom Inc. intends to provision its services in Florida on a resale basis.

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.

Wednesday, June 24, 1998

To Whom it May Concern:

I affirm the May 31, 1998 Financials are True and correct to the best of my knowledge

Sincerely,



John Shave
President

GLOBALCOM, INC.
COMPILATION REPORT
May 31, 1998

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| FINANCIAL STATEMENTS (UNAUDITED): | |
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| NOTES TO FINANCIAL STATEMENTS | 7-8 |

To The Board Of Directors
Globalcom, Inc.
Chicago, IL.

We have compiled the accompanying unaudited balance sheet of Globalcom, Inc. (an Illinois Corporation) as of May 31, 1998, and the statement of income, cash flows and supplemental information for the five months then ended in accordance with standards established by the American Institute Of Certified Public Accountants.

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

Robert Stapleton & Co.
Tinley Park, IL.
June 23, 1998

GLOBALCOM, INC.
BALANCE SHEET
MAY 31, 1998

(Unaudited)
ASSETS:

Current Assets:

| | |
|--|----------------|
| Cash and Cash Equivalents - (Statement 3)... | \$30,759 |
| Accounts Receivable - (Note 2) | <u>703,636</u> |

| | |
|-----------------------------|----------------|
| Total Current Assets | 794,395 |
|-----------------------------|----------------|

Property And Equipment:

| | |
|--------------------------------|-----------------|
| Computer Equipment | 59,895 |
| Furniture & Fixtures | 29,415 |
| Telephone System | 31,100 |
| Less: Accumulated Depreciation | <u>(33,503)</u> |

| | |
|-------------------------------------|---------------|
| Total Property And Equipment | 86,707 |
|-------------------------------------|---------------|

Other Assets:

| | |
|---------------------|--------------|
| Deposits - (Note 3) | 37,238 |
| Security Deposit | <u>5,000</u> |

| | |
|---------------------------|----------------------|
| Total Other Assets | <u>42,238</u> |
|---------------------------|----------------------|

| | |
|---------------------|-------------------------|
| TOTAL ASSETS | <u>\$923,340</u> |
|---------------------|-------------------------|

(Unaudited)
LIABILITIES AND STOCKHOLDER'S EQUITY

Current Liabilities:

Accounts Payable - (Note 4)

\$361,701

Notes Payable - Current Portion - (Note 5)

212,034**Total Current Liabilities****573,735**

Notes Payable - Long Term - (Note 5)

32,245**Stockholder's Equity:**

Capital Stock

1,000

Retained Earnings, Beginning of Year

56,067

Net Income - (Statement 2)

260,293**Total Stockholder's Equity****317,360****TOTAL LIABILITIES AND STOCKHOLDER'S EQUITY****\$923,340**

GLOBALCOM, INC.
STATEMENT OF INCOME
FOR THE FIVE MONTHS ENDED MAY 31, 1998

(Unaudited)

| | <u>Amount</u> | <u>% of Sales</u> |
|--|-------------------------|----------------------|
| Revenue: | | |
| Sales | \$1,933,443 | 100.00% |
| Cost of Goods Sold: | | |
| Network Carrier Charges | 1,239,108 | 64.09% |
| Commissions - Outside Sales Representatives | 21,324 | 1.10% |
| Wages - Sales Representatives | 114,836 | 5.94% |
| Payroll Taxes - Sales Representatives | 10,812 | 0.56% |
| Total Cost of Goods Sold | <u>1,386,080</u> | <u>71.69%</u> |
| Gross Profit | 547,363 | 28.31% |
| Operating Expenses: (See Schedule A) | <u>284,795</u> | <u>14.73%</u> |
| Net Income Before Interest Expense | <u>262,568</u> | <u>13.58%</u> |
| Interest Expense | 2,275 | 0.12% |
| Net Income | <u>\$260,293</u> | <u>13.46%</u> |

ROBERT STAPLETON & CO

SEE ACCOMPANYING ACCOUNTANT'S COMPILATION REPORT AND NOTES TO FINANCIAL STATEMENTS

GLOBALCOM, INC.
STATEMENT OF CASH FLOWS
FOR THE FIVE MONTHS ENDED MAY 31, 1998
INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS

(Unaudited)

CASH FLOWS FROM OPERATING ACTIVITIES:

Net Income - (Statement 2) \$260,293

Adjustments to reconcile net income to net cash flow used for operating activities:

| | |
|---------------------------------|-----------|
| Depreciation | 7,158 |
| Increase in accounts receivable | (497,450) |
| Increase in accounts payable | 92,399 |

Total Adjustments (387,893)

Net cash flow used for operating activities (127,600)

CASH FLOWS FOR INVESTING ACTIVITIES:

| | |
|----------------------------------|----------|
| Purchase of Computer Equipment | (42,070) |
| Purchase of Furniture & Fixtures | (2,915) |
| Purchase of Telephone System | (31,100) |

Net cash flow used for investing activities (76,985)

CASH FLOWS FROM FINANCING ACTIVITIES:

| | |
|-----------------------------|---------|
| Proceeds from Notes Payable | 225,100 |
| Repayment of Notes Payable | (5,659) |

Net cash flow from financing activities 219,441

NET INCREASE IN CASH AND CASH EQUIVALENTS 14,856

CASH AND CASH EQUIVALENTS AT BEGINNING OF PERIOD 15,903

CASH AND CASH EQUIVALENTS AT END OF PERIOD - (Statement 1) \$30,759

GLOBALCOM, INC.
SCHEDULE OF OPERATING EXPENSES
FOR THE FIVE MONTHS ENDED MAY 31, 1998

(Unaudited)

| Operating Expenses: | |
|---|-------------------------|
| Officers Wages | \$120,000 |
| Administrative Wages | 28,709 |
| Payroll Tax Expense | 13,952 |
| Rent | 27,580 |
| Insurance | 3,841 |
| Office Expense | 11,126 |
| Depreciation | 7,158 |
| Telephone | 9,379 |
| Printing | 10,887 |
| Postage Expense | 3,234 |
| Legal & Professional Fees | 22,088 |
| Employee Recruitment | 2,200 |
| Licenses & Fees | 6,790 |
| Meals & Entertainment | 1,472 |
| Travel | 2,713 |
| Equipment Rental | 1,105 |
| Dues & Subscriptions | 2,993 |
| Repairs & Maintenance | 3,553 |
| Auto Expense | 2,884 |
| Utilities | 3,171 |
| | <hr/> |
| Total Operating Expenses - (Statement 2) | <u>\$284,795</u> |

GLOBALCOM, INC.
 NOTES TO FINANCIAL STATEMENTS
 MAY 31, 1998

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES:

INDUSTRY OPERATIONS - The Corporation is primarily engaged as a full service local long distance data services and internet provider. The Corporation maintains its corporate headquarters in Chicago, Illinois, and has a sales office in Milwaukee, Wisconsin. The Corporation is anticipating opening additional sales offices in Cleveland, Ohio; Indianapolis, Indiana; and Detroit, Michigan in September 1998, November 1998 and January 1999 respectively.

METHOD OF ACCOUNTING - The Corporation prepares its financial statements using the accrual method of accounting. The Corporation has elected to prepare its tax return using the cash basis of accounting.

FIXED ASSETS - Equipment is carried on the books at cost. The corporation provides for depreciation using methods as prescribed by various sections of the Internal Revenue code.

INCOME TAXES - The Corporation has elected to be taxed as an S-Corporation and thus is not subject to federal income taxes.

NOTE 2 - ACCOUNTS RECEIVABLE:

All Accounts Receivable are stated net of uncollectible accounts. Uncollectible accounts are charged to bad debts when deemed uncollectible.

| Total | Current | 30-60 | 60-90 | Over 90 |
|-----------|-----------|-----------|----------|----------|
| \$763,638 | \$489,094 | \$160,621 | \$62,159 | \$31,762 |

NOTE 3 - DEPOSITS

The Corporation maintains deposits with its network carriers.

NOTE 4 - ACCOUNTS PAYABLE:

Aging of Accounts Payable:

| Total | Current | 30-60 | 60-90 | Over 90 |
|-----------|-----------|-----------|-------|---------|
| \$361,701 | \$232,755 | \$128,946 | \$0 | \$0 |

GLOBALCOM, INC.
NOTES TO FINANCIAL STATEMENTS
MAY 31, 1998

GLOBALCOM

NOTE 5 - NOTES PAYABLE:

| | <u>Short-Term</u> | <u>Long-Term</u> | <u>Total</u> |
|---|-------------------|------------------|------------------|
| Line of Credit U.S. Bank 1 Year, Due March 17, 1999 \$250,000 Secured by Corporate Assets Interest Rate: Prime | \$194,000 | \$0 | \$194,000 |
| Capitalized Lease Vanguard Financial 3 Years, Due December 10, 2000 Secured by Equipment Interest Rate: 9.0% | 9,737 | 12,498 | 22,235 |
| Capitalized Lease Intel Corp 3 Years, Due January 15, 2001 Secured by Telephone System Interest Rate: 9.0% | 8,297 | 19,747 | 28,044 |
| | <u>\$212,034</u> | <u>\$32,245</u> | <u>\$244,279</u> |

NOTE 6 - SUPPLEMENTAL CASH FLOW DISCLOSURE:

Rent paid for the five months was \$27,560.

GLOBALCOM, INC.
COMPILATION REPORT
December 31, 1997

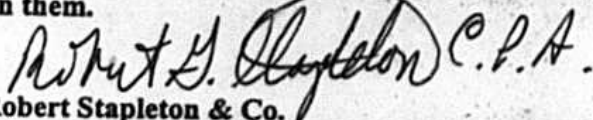
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Globalcom, Inc.
Chicago, IL.

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

 C.P.A.

Robert Stapleton & Co.
Tinley Park, IL.
February 18, 1997

GLOBALCOM, INC.
BALANCE SHEET
DECEMBER 31, 1997

(Unaudited)

ASSETS:

Current Assets:

Cash and Cash Equivalents - (Statement 3) \$15,903
Accounts Receivable - (Note 2) 276,186

Total Current Assets \$292,089

Property And Equipment:

Computer Equipment 43,225
Less: Accumulated Depreciation (26,345)

Total Property And Equipment 16,880

Other Assets:

Deposits - (Note 3) 37,238
Security Deposit 5,000

Total Other Assets 42,238

TOTAL ASSETS \$351,207

(Unaudited)
LIABILITIES AND STOCKHOLDER'S EQUITY

| | | |
|---|---------------|-------------------------|
| Current Liabilities: | | |
| Accounts Payable - (Note 4) | \$269,302 | |
| Notes Payable - Current Portion - (Note 5) | <u>8,050</u> | |
| Total Current Liabilities | | \$277,352 |
| Notes Payable - (Note 5) | | 16,788 |
| Stockholder's Equity: | | |
| Capital Stock | 1,000 | |
| Retained Earnings, Beginning of Year | 28,000 | |
| Net Income - (Statement 2) | <u>28,067</u> | |
| Total Stockholder's Equity | | <u>57,067</u> |
| TOTAL LIABILITIES AND STOCKHOLDER'S EQUITY | | <u>\$351,207</u> |

GLOBALCOM, INC.
STATEMENT OF INCOME
FOR THE YEAR ENDED DECEMBER 31, 1997

(Unaudited)

| | <u>Amount</u> | <u>% of Sales</u> |
|--|--------------------|-------------------|
| Revenue: | | |
| Sales | \$1,549,500 | 100.00% |
| Cost of Goods Sold: | | |
| Network Carrier Charges | 1,071,574 | 69.16% |
| Commissions | 212,480 | 13.71% |
| Total Cost of Goods Sold | 1,284,054 | 82.87% |
| Gross Profit | 265,446 | 17.13% |
| Operating Expenses: (See Schedule A) | 237,379 | 15.32% |
| Net Income | 28,067 | 1.81% |

GLOBALCOM, INC.
STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED DECEMBER 31, 1997
INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS

(Unaudited)

| | |
|---|------------------------|
| CASH FLOWS FROM OPERATING ACTIVITIES: | |
| Net Income - (Statement 2) | \$28,067 |
| Adjustments to reconcile net income to net cash flow from operating activities: | |
| Depreciation | 21,721 |
| Increase in accounts receivable | (227,326) |
| Increase in deposits | (37,238) |
| Increase in security deposit | (5,000) |
| Increase in accounts payable | 248,442 |
| Decrease in shareholder loan | <u>(11,186)</u> |
| Total Adjustments | <u>(10,587)</u> |
| Net cash flow from operating activities | 17,480 |
| CASH FLOWS FOR INVESTING ACTIVITIES: | |
| Purchase of Computer Equipment | (9,925) |
| Purchase of Furniture & Fixtures | <u>(26,500)</u> |
| Net cash flow used for investing activities | (36,425) |
| CASH FLOWS FROM FINANCING ACTIVITIES: | |
| Proceeds from Notes Payable | <u>24,838</u> |
| Net cash flow from financing activities | <u>24,838</u> |
| NET INCREASE IN CASH AND CASH EQUIVALENTS | 5,893 |
| CASH AND CASH EQUIVALENTS AT BEGINNING OF PERIOD | <u>.0,010</u> |
| CASH AND CASH EQUIVALENTS AT END OF PERIOD - (Statement 1) | <u>\$15,903</u> |

**GLOBALCOM, INC.
SCHEDULE OF OPERATING EXPENSES
FOR THE YEAR ENDED DECEMBER 31, 1997**

(Unaudited)

Operating Expenses:

| | |
|---------------------------|----------|
| Wages | \$30,243 |
| Payroll Tax Expense | 3,016 |
| Marketing | 59,551 |
| Rent | 46,330 |
| Insurance | 7,277 |
| Office Expense | 10,039 |
| Depreciation | 21,721 |
| Telephone | 8,974 |
| Printing | 9,291 |
| Postage Expense | 3,117 |
| Legal & Professional Fees | 16,875 |
| Meals & Entertainment | 9,098 |
| Travel | 4,591 |
| Equipment Rental | 3,823 |
| Dues & Subscriptions | 3,011 |
| Auto Expenses | 272 |
| Contributions | 150 |

Total Operating Expenses - (Statement 2)

\$237,379

GLOBALCOM, INC.
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 1997

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES:

INDUSTRY OPERATIONS - The Corporation is primarily engaged as a full service local long distance data services and internet provider.

METHOD OF ACCOUNTING - The Corporation prepares its financial statements using the accrual method of accounting.

FIXED ASSETS - Equipment is carried on the books at cost. The corporation provides for depreciation using methods as prescribed by various sections of the Internal Revenue code.

INCOME TAXES - The Corporation has elected to be taxed as an S-Corporation and thus is not subject to federal income taxes.

NOTE 2 - ACCOUNTS RECEIVABLE:

All Accounts Receivable are stated net of uncollectible accounts. Uncollectible accounts are charged to bad debts when deemed uncollectible.

| Total | Current | 30-60 | 60-90 | Over 90 |
|-----------|-----------|----------|-------|---------|
| \$276,186 | \$228,057 | \$40,282 | \$70 | \$7,777 |

NOTE 3 - DEPOSITS

The Corporation maintains deposits with its network carriers.

NOTE 4 - ACCOUNTS PAYABLE:

Aging of Accounts Payable:

| Total | Current | 30-60 | 60-90 | Over 90 |
|-----------|-----------|----------|----------|---------|
| \$269,302 | \$151,302 | \$60,500 | \$57,500 | \$0 |

NOTE 5 - NOTES PAYABLE:

| | Short-Term | Long-Term | Total |
|--|------------|-----------|----------|
| Capitalized Lease 3 Years, Due December 10, 2000 Interest Rate: 9.0% | \$8,050 | \$16,788 | \$24,838 |

NOTE 6 - SUPPLEMENTAL CASH FLOW DISCLOSURE:

Rent paid for the year was \$46,330.

BARRY R. STEINER, C.P.A., LTD.

Certified Public Accountants

1211 West Farwell Avenue
Chicago, Illinois 60626
(773) 274-1053
FAX (773) 274-1057

**Globalcom, Inc.
INDEPENDENT AUDITORS' REPORT**

To the Board of Directors of Globalcom, Inc.

We have examined the balance sheet of Globalcom, Inc as of December 31, 1996 and the related statement of earnings and cash flows for the year ended December 31, 1996. These financial statements are the responsibility of the Company's management and we are precluded from expressing an opinion.

We conducted our examination in accordance with generally accepted auditing standards. Those standards required that we plan and perform the examination to obtain reasonable assurance about whether the financial statements are free of material misstatements. An examination includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation.

The financial statements referred to above present fairly, in all material aspects, the financial position of Globalcom, Inc. as of December 31, 1996 and the results of their operations and their cash flows for the period ended December 31, 1996, in conformity with generally accepted accounting principles.

BARRY R. STEINER CPA LTD

Certified Public Accountants
Chicago Illinois
June 23, 1997

GLOBALCOM, INC
BALANCE SHEET
(prepared from the books and records without audit)

December 31, 1996

ASSETS

Current assets

| | | |
|--------------------------------------|----------|-------|
| Cash and cash equivalents..... | \$10,325 | |
| Property and Equipment, at Cost..... | \$29,132 | |
| Less: accumulated depreciation..... | 24,056 | |
| | | ----- |
| | | 5,076 |
| | | ----- |
| TOTAL ASSETS..... | \$15,401 | ===== |

LIABILITIES AND STOCKHOLDERS EQUITY

Current Liabilities

| | |
|----------------------------|-----------|
| Loans to stockholders..... | \$ 12,595 |
|----------------------------|-----------|

Common Stockholders' Equity

| | | |
|---|----------|-------|
| Common Stock..... | \$2,000 | |
| Retained earnings..... | 806 | |
| | | ----- |
| TOTAL STOCKHOLDERS EQUITY..... | 2,806 | ----- |
| TOTAL LIABILITIES AND STOCKHOLDERS EQUITY.. | \$15,401 | ===== |

The accompanying letter is an integral
part of these statements.

GLOBALCOM INC.
STATEMENT OF EARNINGS
FOR THE CALENDAR YEAR ENDED DECEMBER 31, 1996
(prepared from the books and records without audit)

| | | |
|---|----------|-----------|
| Sales..... | | \$406,161 |
| Cost of goods sold and occupancy costs..... | | 182,384 |
| | | ----- |
| Gross profit | | \$223,777 |
| Less: Operating expenses | | |
| Repairs and maintenance..... | \$ 468 | |
| Rents..... | 45,352 | |
| Depreciation..... | 21,064 | |
| Dues and Subscriptions..... | 25,809 | |
| Insurance..... | 3,218 | |
| Office supplies..... | 23,775 | |
| Printing..... | 30,536 | |
| Legal and audit..... | 9,124 | |
| Telephone..... | 8,915 | |
| Filing fees..... | 15 | |
| Travel..... | 3,030 | |
| Entertainment..... | 3,104 | |
| Commissions..... | 35,750 | |
| Postage and delivery..... | 1,339 | |
| Professional fees..... | 8,115 | |
| | | |
| TOTAL EXPENSES..... | | 219,614 |
| | | ----- |
| Earnings before income taxes..... | \$ 4,163 | |
| Income taxes..... | 142 | |
| | | ----- |
| Net earnings..... | | \$ 4,021 |
| | | ===== |

The accompanying letter is an integral
part of these statements.

GLOBALCOM, INC
 STATEMENT OF CASH FLOWS
 FOR THE CALENDAR YEAR ENDED DECEMBER 31, 1996
 (prepared from the books and records without audit)

| | |
|---|------------------|
| Cash flow from operating activities | |
| Cash received from commissions..... | \$406,161 |
| Cash paid for cost of sales..... | (182,384) |
| Cash paid for selling and general and administrative expenses..... | (219,599) |
| Taxes paid..... | (157) |
| | ----- |
| Net cash provided(used) in operating activities | 4,021 |
| Cash and cash equivalents at beginning of period.. | 6,304 |
| | ----- |
| Cash and cash equivalents at end of period..... | <u>\$ 10,325</u> |

| | |
|---|------------------|
| Reconciliation of net earnings to net cash provided(used) in operating activities | |
| Net Earnings..... | \$ 4,021 |
| Adjustments to reconcile net earnings to net cash provided(used) in operating activities | |
| Depreciation and amortization..... | 21,064 |
| | ----- |
| Net cash provided(used) in operating activities..... | <u>\$ 25,085</u> |

The accompanying letter is an integral
 part of these statements.

GLOBALCOM, INC.
CHART OF ACCOUNTS

CURRENT ASSETS:

1000 TO 1299: CURRENT ASSETS

1000 CHECKING ACCOUNT
1020 CASH REGISTER FUND
1050 SAVINGS ACCOUNT
1060 PAYROLL ACCOUNT
1080 PETTY CASH
1098 UNDEPOSITED CASH
1099 CASH TRANSFERS
1100 ACCOUNTS RECEIVABLE
1190 ALLOWANCE FOR BAD DEBTS
1200 INVENTORY

1300 TO 1349: REFUNDABLE TAXES (T)

1350 TO 1399: PREPAID EXPENSES (T)

1350 PREPAID EXPENSES
1370 PREPAID INSURANCE
1390 PREPAID TAXES

1400 TO 1499: OTHER CURRENT ASSETS

1400 LOANS AND EXCHANGES

PROPERTY AND EQUIPMENT:

1500 TO 1699: PROPERTY AND EQUIPMENT

1500 LAND
1510 BUILDINGS
1511 A/D - BUILDINGS
1520 BUILDING IMPROVEMENTS
1550 LEASEHOLD IMPROVEMENTS
1551 A/D - LEASEHOLD IMPROVEMENTS
1570 EQUIPMENT
1571 A/D - EQUIPMENT
1580 FURNITURE AND FIXTURES
1581 A/D - FURNITURE & FIXTURES
1650 VEHICLES
1651 A/D - VEHICLES
1680 OTHER FIXED ASSETS
1681 A/D - OTHER

GLOBALCOM, INC.
CHART OF ACCOUNTS

OTHER ASSETS:

1700 TO 1999: OTHER ASSETS

1700 OFFICERS' LOANS RECEIVABLE
1800 UTILITY DEPOSITS
1810 OTHER ASSETS
1850 GOODWILL
1851 ACCUM AMORTIZATION - GOODWILL
1900 ORGANIZATION COSTS
1901 ACCUM AMORTIZATION - ORG COSTS

CURRENT LIABILITIES:

2000 TO 2199: CURRENT LIABILITIES

2000 ACCOUNTS PAYABLE
2010 CREDIT CARD - VISA
2020 CREDIT CARD - MASTERCARD
2030 CREDIT CARD - AMERICAN EXPRESS
2090 NOTES PAYABLE - SHORT TERM
2100 EMPLOYEE HEALTH INS PAYABLE
2120 CUSTOMER SECURITY DEPOSITS
2190 SALES TAX PAYABLE

2200 TO 2299: PAYROLL TAXES PAYABLE

2200 FEDERAL WITHHOLDING TAX PAYABLE
2210 SOCIAL SECURITY TAX PAYABLE
2212 MEDICARE TAX PAYABLE
2220 STATE WITHHOLDING TAXES PAYABLE
2250 LOCAL WITHHOLDING TAXES PAYABLE
2280 ACCRUED FUTA
2290 ACCRUED SUTA

2300 TO 2399 CURRENT PORTION LONG TERM DEBT (T)

2300 LONG TERM NOTES - CURR PORTION

2400 TO 2499 NOTES PAYABLE (T)

2500 TO 2599 ACCRUED TAXES (T)

2500 ACCRUED CORPORATION TAXES

2600 TO 2699 OTHER ACCRUED EXPENSES (T)

2610 ACCRUED INTEREST
2690 ACCRUED OTHER EXPENSES

NON-CURRENT LIABILITIES:

GLOBALCOM, INC.
CHART OF ACCOUNTS

2700 TO 2799: NON-CURRENT LIABILITIES

2800 TO 2899: LONG TERM DEBT NET OF CURRENT (T)

2800 LONG TERM NOTES-NET OF CURRENT

2900 TO 2999 NOTE PAYABLE - OFFER (T)

2900 NOTES PAYABLE - OFFICER

GLOBALCOM, INC.
CHART OF ACCOUNTS

EQUITY:

3000 TO 3999: EQUITY

3010 COMMON STOCK
3030 ADDITIONAL PAID IN CAPITAL
3040 RETAINED EARNINGS
3098 INITIAL CREDIT CARD OFFSET
3099 INITIAL CASH BALANCE OFFSET

SALES:

4000 TO 4299: SALES

4000 SALES
4280 SALES DISCOUNTS
4290 SALES RETURNS AND ALLOWANCES

COST OF SALES

4300 TO 4999 COST OF SALES

4310 PURCHASES
4410 PURCHASES DISCOUNTS
4430 PURCHASES RETURNS & ALLOWANCES
4490 INVENTORY INCREASE / DECREASE

SELLING EXPENSES

5000 TO 5999 SELLING EXPENSES

5000 SALARIES-SALES
5050 COMMISSIONS
5100 ADVERTISING
5150 BROCHURES & CATALOGUES
5230 TRAVEL
5550 MISC. EXPENSE-SALES
5650 PAYROLL TAXES-SALES
5660 FREIGHT & DELIVERY

GENERAL & ADMINISTRATIVE

6000 TO 6999 GENERAL & ADMINISTRATIVE

6000 SALARIES & WAGES
6030 OFFICERS' SALARIES
6100 AUTO EXPENSE
6120 BANK SERVICE CHARGES
6140 CONTRIBUTIONS
6160 DEPRECIATION EXPENSE
6180 DUES & SUBSCRIPTIONS
6200 EQUIPMENT RENTAL

GLOBALCOM, INC.
CHART OF ACCOUNTS

| | |
|--------------|--------------------------------------|
| 6000 TO 6999 | GENERAL & ADMINISTRATIVE (CONTINUED) |
| 6220 | UTILITIES |
| 6230 | INSURANCE-EMPLOYEE GROUP |
| 6240 | INSURANCE-GENERAL |
| 6250 | INSURANCE -OFFICERS LIFE |
| 6260 | INTEREST EXPENSE |
| 6270 | LEGAL & ACCOUNTING |
| 6280 | MISC. EXPENSE |
| 6300 | OFFICE EXPENSE |
| 6310 | OUTSIDE SERVICES |
| 6340 | POSTAGE EXPENSE |
| 6360 | RENT EXPENSE |
| 6380 | REPAIRS & MAINTENANCE |
| 6440 | SUPPLIES EXPENSE |
| 6480 | TAXES-REAL ESTATE |
| 6490 | TAXES PAYROLL |
| 6500 | TAXES OTHER |
| 6510 | TAXES-TELECOMMUNICATIONS |
| 6520 | TELEPHONE |
| 6540 | TRAVEL & ENTERTAINMENT |
| 6550 | BAD DEBTS |

OTHER (INCOME) AND EXPENSES;

| | |
|--------------|-----------------------------|
| 7000 TO 7199 | OTHER (INCOME) AND EXPENSES |
| 7010 | FINES AND PENALTIES |
| 7030 | INTEREST INCOME |
| 7100 | FINANCE CHARGE INCOME |
| 7150 | OTHER INCOME |
| 7160 | CASH (OVER) OR SHORT |

INCOME TAXES:

| | |
|--------------|--------------------|
| 7200 TO 7299 | INCOME TAXES |
| 7210 | FEDERAL INCOME TAX |
| 7220 | STATE INCOME TAX |

112 ACCOUNTS ON FILE. ROOM FOR 889 MORE ACCOUNTS

NOTE: RANGE MARKED WITH (T) WILL SUBTOTAL TO SINGLE LINE STATEMENTS

GLOBALCOM, INC., D/B/A GCI GLOBALCOM, INC.

EXHIBIT III

EXECUTIVE BIOGRAPHIES

Executive Biographies

John T. Shave, President

He has held the position of President of Globalcom, Inc. since November '93. Prior to this, he accumulated over 15 years of technical, sales and managerial experience in the telecommunications industry. His resumé includes positions held at Allnet Communications, Worldcom and MCI. He is fully informed about all aspects of network design and implementation, dedicated services and frame relay. He graduated from Ohio State University in March '89 with a Bachelor of Science degree in Business Administration.

Chris Forte, Vice President

Chris Forte graduated from the University of Dayton in December 1992 with major in Marketing and Bachelor of Science in Business Administration. He has handled major accounts at Worldcom from 1993 to 1996 and has a keen knowledge of network design, Customer Service and ILEC relations.

Erick Heinz, Manager

Erick Heinz implemented the Carrier Network and manages the Customer Service Center which is staffed 24 hours a day. He gained his experience at Worldcom where he was assigned to major accounts, network design and data network design. He graduated from the Northern Illinois University.

Globalcom Inc.

EXHIBIT IV

TECHNICAL CAPABILITY

Globalcom Inc.
TECHNICAL CAPABILITY

The company intends to provide local exchange service in Florida initially as a pure reseller, and then as a reseller of unbundled local loops. Globalcom has a working knowledge of how the capabilities of an ILEC can be used by a CLEC and will be able to take full advantage of the resources, expertise, and technical capabilities of its underlying carriers, the incumbent local exchange carriers.

The profiles of key personnel provided in Exhibit III of this application provide further evidence of the company's technical capability to provide local services.



October 8, 1998
Overnight

DEPOSIT

DATE

D018

OCT 12 1998

981313-TX

210 N. Park Ave.
Winter Park, FL
32789

P.O. Drawer 200
Winter Park, FL
32790-0200

Tel: 407-740-8575

Fax: 407-740-0613

tmi@tminc.com

Mr. Walter D'Haeseleer
Director of Communications
Florida Public Service Commission
2450 Shumard Oak Boulevard
Gerald L. Gunter Building, Room 270
Tallahassee, FL 32399-0850

RE: Initial Alternative Local Exchange Carrier Application of Globalcom, Inc., d/b/a GCI Globalcom, Inc.

Dear Mr. D'Haeseleer:

Enclosed for filing are the original and six copies of the above referenced application of Globalcom, Inc., d/b/a GCI Globalcom, Inc.

Also enclosed is a check in the amount of \$250 for the filing fee. Questions pertaining to this application should be directed to my attention at (407) 740-8575.

Please acknowledge receipt of this filing by returning, file-stamped, the extra copy of this cover letter in the self-addressed, stamped envelope enclosed for this purpose.

Thank you for your assistance.

Sincerely,

Carey Roesel
Consultant to Globalcom, Inc. d/b/a GCI Globalcom, Inc.

TECHNOLOGIES MANAGEMENT, INC.

P.O. BOX 200
210 N. PARK AVE.
WINTER PARK, FL 32789-0200
(407) 740-8575

BARNETT BANK, N.A.
WINTER PARK, FL 32789
63-319/631

21094

10/8/98

PAY TO THE ORDER OF Florida Public Service Commission

\$ **250.00

Two Hundred Fifty and 00/100.....

Florida Public Service Commission
Records & Reporting
2540 Shumard Oaks Blvd.
Tallahassee, FL 32302-1500

DOCUMENT NUMBER-DATE

11323 OCT 12 98

TECHNOLOGIES MANAGEMENT, INC.

MEMO Florida Public Service Commission

EPSC-RECORDS/REPORTING

DOLLARS
Security features
Included.
Details on back.