

WIGGINS & VILLACORTA, P.A.

ATTORNEYS AT LAW

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Initials of person who forwarded check:

AJ

October 22, 1998

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VIA HAND DELIVERY

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

981391-TI

Re: Internet Telephone Company d/b/a ITC Communications
Company

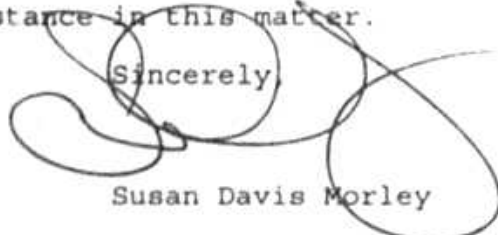
Dear Commission:

Enclosed for filing are the original and six (6) copies of
Internet Telephone Company d/b/a ITC Communications's Application
Form for Authority to Provide Interexchange Telecommunications
Service Within the State of Florida, along with the \$250.00 filing
fee.

Please acknowledge receipt of this transmittal by returning a
date-stamped copy of the enclosed cover letter duplicate in the
return envelope provided for that purpose.

Thank you for your assistance in this matter.

Sincerely,



Susan Davis Morley

SDM:keh
Enclosures

DOCUMENT CHECK DATE

11852 OCT 22 88

FISCAL RECEIVED REPORTING

** FLORIDA PUBLIC SERVICE COMMISSION *

DIVISION OF COMMUNICATIONS
BUREAU OF SERVICE EVALUATION

981391-TI

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.
Gerald Gunter Building
Tallahassee, Florida 32399-0850
(850) 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.
Gerald Gunter Building
Tallahassee, Florida 32399-0850
(850) 413-6251

DOCUMENT NUMBER-DATE

11832 OCT 22 88

FPSD RECORDS/REPORTING

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.
- (x) **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 a uncertificated company).
- Approval for transfer of control** (To another certificated company).

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

Internet Telephone Company ("ITC")

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

Internet Telephone Company d/b/a ITC Communications Company

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

14252 Culver Drive, Suite A-53
Irvine, California 92604-1867

Post Office Box 57033
Irvine, California 92619-7033

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

N/A

7. Structure of organization; check which applies.

- | | |
|---|--|
| <input type="checkbox"/> Individual | <input type="checkbox"/> Corporation |
| <input checked="" 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:

(1) adjudged bankrupt, mentally incompetent, or found guilty of any felony or of any crime, or whether such actions may result from pending proceedings.

(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.

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: F98000004662

Attached as Exhibit 1.

- (b) Name and address of the company's Florida registered agent.

Corporation Service Company
1201 Hays Street
Tallahassee, FL 32301-2525

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

Fictitious name registration number: F98000004662

See Exhibit 1.

- (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.

(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.

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

(a) The application;

Susan Davis Morley
Counsel for Internet Telephone Company
Wiggins & Villacorta, P.A.
2145 Delta Boulevard, Suite 200
Post Office Drawer 1657
Tallahassee, Florida 32302
(850) 385-6007

(b) Official Point of Contact for the ongoing operations of the company;

Robert S. Cook
President
Internet Telephone Company
14252 Culver Drive, Suite A-530
Irvine, California 92604-1867
(714) 245-1616

(c) Tariff;

Susan Davis Morley
Counsel for Internet Telephone Company
Wiggins & Villacorta, P.A.
2145 Delta Boulevard, Suite 200
Post Office Drawer 1657
Tallahassee, Florida 32302
(850) 385-6007

(d) Complaints/Inquiries from customers;

Robert S. Cook
President
Internet Telephone Company
14252 Culver Drive, Suite A-530
Irvine, California 92604-1867
(714) 245-1616

11. List the states in which the applicant:

a) Has operated as an interexchange carrier.

N/A

- b) Has applications pending to be certificated as an interexchange carrier.

Arizona, California, Georgia, Illinois, Kansas, Kentucky, Louisiana, Massachusetts, Nevada, New Hampshire, New York, North Dakota, Ohio, Pennsylvania, South Carolina and Tennessee

- c) Is certificated to operate as an interexchange carrier.

Montana, New Jersey, Oregon, Texas, and Washington

- d) Has been denied authority to operate as an interexchange carrier and the circumstances involved.

N/A

- e) Has had regulatory penalties imposed for violations of telecommunications statutes and the circumstances involved.

N/A

- f) Has been involved in civil court proceedings with an interexchange carrier, local exchange company or other telecommunications entity, and the circumstances involved.

N/A

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

- Facilities. Operators.
 Billing and Collection. Sales.
 Maintenance.
 Other: _____

N/A

13. Do you have a marketing program?

The Company's services will be marketed on the Internet through its World Wide Web site.

14. Will your marketing program:
- Pay commissions?
 - 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.).
16. Who will receive the bills for your service? (Check all that apply)
- Residential customers.
 - PATS providers.
 - Hotels & motels.
 - Universities.
 - Other: (specify)
 - Business customers
 - PATS station end-users.
 - Hotels & motel guests.
 - Univ. dormitory residents.
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?
- The Company's name will appear on the bill for its services. Customer billing information will be transmitted on an electronic basis, through the Company's World Wide Web site. Customers will have access to their billing information 24-hours a day, 7 days a week, using a PIN. Customers may contact the Company through e-mail or an 800 number provided on its Web page for billing inquiries. LEC billing will also be offered.
- (b) Name and address of the firm who will bill for your service.
- Please see Response 17(a), above.

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

A. Financial capability.

Attached as Exhibit 2.

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.

A projected profit and loss statement is attached as Exhibit 3.

If available, the financial statements should be audited financial statements.

Audited financial statements are not available.

If the applicant does not have audited financial statements, it shall be so stated. The unaudited financial statements should then be signed by the applicant's chief executive officer and chief financial officer. The signatures should affirm that the financial statements are true and correct.

B. Managerial capability

Attached as Exhibit 4.

C. Technical capability.

Attached as Exhibit 5.

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).

Attached as Exhibit 6.

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 is 800

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

- Method of access is FGA
- Method of access is FGB
- Method of access is 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.)

****APPLICANT ACKNOWLEDGEMENT STATEMENT****

1. **REGULATORY ASSESSMENT FEE:** I understand that all telephone companies must pay a regulatory assessment fee in the amount of .15 of one percent of its gross operating revenue derived from intrastate business. Regardless of the gross operating revenue of a company, a minimum annual assessment fee of \$50 is required.
2. **GROSS RECEIPTS TAX:** I understand that all telephone companies must pay a gross receipts tax of two and one-half percent on all intra and interstate business.
3. **SALES TAX:** I understand that a seven percent sales tax must be paid on intra and interstate revenues.
4. **APPLICATION FEE:** A non-refundable application fee of \$250.00 must be submitted with the application.
5. **RECEIPT AND UNDERSTANDING OF RULES:** I acknowledge receipt and understanding of the Florida Public Service Commission's Rules and Orders relating to my provision of interexchange telephone service in Florida. I also understand that it is my responsibility to comply with all current and future Commission requirements regarding interexchange service.
6. **ACCURACY OF APPLICATION:** By my signature below, I the undersigned owner or officer of the named utility in the application, attest to the accuracy of the information contained in this application and associated attachments. I have read the foregoing and declare that to the best of my knowledge and belief, the information is a true and correct statement.

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".

UTILITY OFFICIAL:



Signature

September 24, 1998
Date

Secretary

Title

(714) 245-1616
Telephone No.

**** APPENDIX A ****

CERTIFICATE TRANSFER STATEMENT

I, (TYPE NAME) _____,
(TITLE) _____, of (NAME OF COMPANY) _____,
and current holder of certificate number _____, have reviewed this application and join in the petitioner's request for a transfer of the above-mentioned certificate.

UTILITY OFFICIAL:

Signature

Date

Title

Telephone No.

**** 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 may be 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:

Signature

Date

Title

Telephone No.

**** APPENDIX C ****

INTRASTATE NETWORK

1. **POP:** Addresses where located, and indicate if owned or leased.

1) 2)

3) 4)

2. **SWITCHES:** Address where located, by type of switch, and indicate if owned or leased.

1) N/A 2)

3) 4)

3. **TRANSMISSION FACILITIES:** Pop-to-Pop facilities by type of facilities (microwave, fiber, copper, satellite, etc.) and indicate if owned or leased.

POP-to-POP

TYPE

OWNERSHIP

1)

2)

4. **ORIGINATING SERVICE:** Please provide the list of exchanges where you are proposing to provide originating service within thirty (30) days after the effective date of the certificate (Appendix D).

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).

ITC will comply with the requirements of Commission Rule 25-24.471(4) (a) as modified by Order No. PSC-95-0203-FOF-TP.

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:


Signature

Secretary
Title

September 24, 1998
Date

(714) 245-1616
Telephone No.

**** APPENDIX D ****

FLORIDA TELEPHONE EXCHANGES

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 EXCHANGES ****

<u>Extended Service 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, Middleburg, Orange Park, Ponte Vedra and Julington.
GAINESVILLE:		Alachua, Archer, Brooker, Hawthorne, High Springs, Melrose, Micanopy, Newberry and Waldo.

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.

EXHIBIT 1



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 17, 1998

LORI M. LOFSTROM, ESQ.
1219 STEVELY AVE
LONG BEACH, CA 90815

Qualification documents for INTERNET TELEPHONE COMPANY doing business in Florida as ITC COMMUNICATIONS COMPANY were filed on August 17, 1998 and assigned document number F98000004662. 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 1-800-829-3576 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.

Hart Collins
Senior Corporate Section Administrator
Division of Corporations

Letter Number: 998A00042435

EXHIBIT 2

INTERNET TELEPHONE COMPANY
BALANCE SHEET
JUNE 30, 1998

ASSETS

CURRENT ASSETS

CASH IN BANK - FIRST BANK	\$28,286.00	
ADVANCES	<u>1,000.00</u>	
TOTAL CURRENT ASSETS		<u>29,286.00</u>
TOTAL ASSETS		<u>\$29,286.00</u>

INTERNET TELEPHONE COMPANY
BALANCE SHEET
JUNE 30, 1998

LIABILITIES AND EQUITY

LONG-TERM LIABILITIES

LOANS PAYABLE	<u>\$55,000.00</u>	
TOTAL LONG-TERM LIABILITIES		<u>55,000.00</u>
TOTAL LIABILITIES		<u>55,000.00</u>

STOCKHOLDERS EQUITY

COMMON STOCK	1,000.00	
RETAINED EARNINGS - PRIOR	.00	
RETAINED EARNINGS - CURRENT YEAR	<u>(26,714.00)</u>	
TOTAL STOCKHOLDERS EQUITY		<u>(25,714.00)</u>
TOTAL LIABILITIES AND EQUITY		<u>\$29,286.00</u>

INTERNET TELEPHONE COMPANY
 INCOME STATEMENT
 FOR THE PERIOD THAT ENDED JUNE 30, 1998

	+---PERIOD TO DATE---+	+---YEAR TO DATE---+		
	ACTUAL	PERCENT	ACTUAL	PERCENT
GROSS PROFIT	<u>&.00</u>	<u>.0%</u>	<u>.00</u>	<u>.0</u>
GENERAL & ADMIN EXPENSE				
LEGAL & ACCOUNTING	(12,371.00)	.0	(26,714.00)	.0
TOTAL GENERAL & ADMIN EXPENSE	(12,371.00)	.0	(26,714.00)	.0
NET INCOME FROM OPERATIONS	(12,371.00)	.0	(26,714.00)	.0
EARNINGS BEFORE INCOME TAX	(12,371.00)	.0	(26,714.00)	.0
NET INCOME (LOSS)	<u>(12,371.00)</u>	<u>.0%</u>	<u>(26,714.00)</u>	<u>.0</u>

EXHIBIT 3

INTERNET TELEPHONE COMPANY
BALANCE SHEET
DECEMBER 31, 1998

ASSETS

CURRENT ASSETS

CASH	\$34,575.00	
TOTAL CURRENT ASSETS		\$34,575.00

FIXED ASSETS

FURNITURE AND FIXTURES	\$15,000.00	
ACCUMULATED DEPRECIATION	(\$1,375.00)	
TOTAL FIXED ASSETS		\$13,625.00
TOTAL ASSETS		\$48,200.00

The undersigned affirms that the above items are true and correct to the best of his knowledge.

Date: 9/30/98

Robert S. Cook
Robert S. Cook
President

Projected Financial Statements

INTERNET TELEPHONE COMPANY
BALANCE SHEET
DECEMBER 31, 1998

LIABILITIES AND EQUITY

CURRENT LIABILITIES

ACCOUNTS PAYABLE	\$5,000.00	
TOTAL CURRENT LIABILITIES	<u> </u>	\$5,000.00
TOTAL LIABILITIES		<u>\$5,000.00</u>

STOCKHOLDERS EQUITY

COMMON STOCK	\$1,000.00	
RETAINED EARNINGS - PRIOR	\$29,000.00	
RETAINED EARNINGS - CURRENT YEAR	\$13,200.00	
TOTAL STOCKHOLDERS EQUITY	<u> </u>	\$43,200.00
TOTAL LIABILITIES AND EQUITY		<u>\$48,200.00</u>

The undersigned affirms that the above items are true and correct to the best of his knowledge.

Date: 9/30/98

Robert S. Cook
Robert S. Cook
President

Projected Financial Statements

INTERNET TELEPHONE COMPANY
INCOME STATEMENT
FOR THE 3 PERIODS ENDED DECEMBER 31, 1998

	Period to Date		Year to Date	
	Actual	Percent	Actual	Percent
Revenue				
Income	<u>\$10,000.00</u>	100.00%	<u>\$30,000.00</u>	100.00%
Total Revenue	<u>\$10,000.00</u>	100.00%	<u>\$30,000.00</u>	100.00%
Cost of Sales				
Consulting	<u>\$2,000.00</u>	20.00%	<u>\$6,000.00</u>	20.00%
Outside Services	<u>\$500.00</u>	5.00%	<u>\$1,500.00</u>	5.00%
Total Cost of Sales	<u>\$2,500.00</u>	25.00%	<u>\$7,500.00</u>	25.00%
Gross Profit	<u>\$7,500.00</u>	75.00%	<u>\$22,500.00</u>	75.00%
General and Admin Expense				
Office Salaries	<u>\$1,500.00</u>	15.00%	<u>\$4,500.00</u>	15.00%
Depreciation & Amortization	<u>\$125.00</u>	1.30%	<u>\$375.00</u>	1.30%
Legal & Accounting	<u>\$125.00</u>	1.30%	<u>\$375.00</u>	1.30%
Office & Accounting	<u>\$250.00</u>	12.50%	<u>\$750.00</u>	12.50%
Postage	<u>\$100.00</u>	1.00%	<u>\$300.00</u>	1.00%
Telephone	<u>\$1,000.00</u>	10.00%	<u>\$3,000.00</u>	10.00%
Total General & Admin Expense	<u>\$3,100.00</u>	31.00%	<u>\$9,300.00</u>	31.00%
Net Income from Operations	<u>\$4,400.00</u>	44.00%	<u>\$13,200.00</u>	44.00%
Earnings before Income Tax	<u>\$4,400.00</u>	44.00%	<u>\$13,200.00</u>	44.00%
Net Income (Loss)	<u>\$4,400.00</u>	44.00%	<u>\$13,200.00</u>	44.00%

The undersigned affirms that the above items are true and correct to the best of his knowledge.

Date: 9/30/98

Robert S. Cook

Robert S. Cook
President

Projected Financial Statements

Internet Telephone Company

Managerial Capability

Robert S. Cook
President

Mr. Cook has spent most of his life in customer service and sales as a manager and supervisor, and combines this experience with training in computer technology, particularly related to the World Wide Web. He attended Orange Coast College, studying general education.

Farrah Maples
Secretary/Treasurer

Ms. Maples is a supervisor for the administration department of the Company. She has several years of experience in payroll, hiring and management, and specialized in managing customer service and sales. Ms. Maples attended Cypress College, taking small business classes.

EXHIBIT 5

Internet Telephone Company

Technical Capability

ITC is a provider of interexchange telecommunications service over resold facilities. As a switchless reseller, ITC relies on the technical expertise of its underlying carriers, WorldCom, Inc. and Pacific Gateway, for maintenance and supervision of the network. Regarding its actual experience in the resale business, ITC has authorization to provide its service in Montana, New Jersey, Oregon, Texas, and Washington. Applications for authority are pending in Arizona, California, Georgia, Illinois, Kansas, Kentucky, Louisiana, Massachusetts, Nevada, New Hampshire, New York, North Dakota, Ohio, Pennsylvania, South Carolina and Tennessee.

EXHIBIT 6

TITLE PAGE
FLORIDA TELECOMMUNICATIONS TARIFF
OF
INTERNET TELEPHONE COMPANY
D/B/A ITC COMMUNICATIONS COMPANY

This tariff contains the descriptions, regulations, and rates applicable to the furnishing of service and facilities for telecommunications services provided by Internet Telephone Company d/b/a ITC Communications Company within the State of Florida. This tariff is on file with the Florida Public Service Commission. Copies may be inspected during normal business hours at the Company's principal place of business at 14252 Culver Drive, Suite A-530, Irvine, California 92604-1867.

Issued:	October 22, 1998	Effective:	
by:	Robert S. Cook, President 14252 Culver Drive, Suite A-530 Irvine, California 92604-1867		

CHECK SHEET

Sheets 1 through 18, inclusive, of this tariff are effective as 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.

SHEET	REVISION
1	Original
2	Original
3	Original
4	Original
5	Original
6	Original
7	Original
8	Original
9	Original
10	Original
11	Original
12	Original
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14	Original
15	Original
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SYMBOLS

The following are the only symbols used for the purposes 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.

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SECTION 2 - RULES AND REGULATIONS

2.1 Undertaking of Internet Telephone Company d/b/a ITC
Communications Company

ITC's services and facilities are furnished for intraLATA and interLATA communications originating at specified points within the State of Florida under terms of this tariff.

ITC installs, operates, and maintains the communications services provided hereinunder in accordance with the terms and conditions set forth under this tariff. ITC may act as the Customer's agent for ordering access connection facilities provided by other carriers or entities as required in the FPSC rules and orders, when authorized by the Customer, to allow connection of a Customer's location to the ITC network. The Customer shall be responsible for all charges due for such service arrangement.

The Company's services and facilities are provided on a monthly basis unless otherwise indicated, and are available twenty-four hours per day, seven days per week.

2.2 Limitations

2.2.1 Service is offered subject to the availability of the necessary facilities and equipment, and subject to the provisions of this tariff.

2.2.2 ITC reserves the right to discontinue or limit service when necessitated by conditions beyond its control, or when the Customer is using service in violation of provisions of this tariff, or in violation of the law.

2.2.3 The Company does not undertake to transmit messages, but offers the use of its facilities when available, and will not be liable for errors in transmission or for failure to establish connections.

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SECTION 2 - RULES AND REGULATIONS, CONT.

2.2 Limitations, cont.

2.2.4 No assignment or transfer of the Company's service is permitted.

2.3 Use

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

2.4 Liabilities of the Company

The following language does not constitute a determination by the Commission that a limitation of liability imposed by the Company should be upheld in a court of law. Acceptance for filing by the Commission recognizes that it is a court's responsibility to determine the validity of the exculpatory clause.

2.4.1 ITC's liability for damages arising out of mistakes, interruptions, omissions, delays, errors, or defects in transmission which occur in the course of furnishing service or facilities, in no event shall exceed an amount equivalent to the proportionate charge to the Customer for the period during which the faults in transmission occur.

2.4.2 The Company shall not be liable for claim or loss, expense or damage (including indirect, special or consequential damage), for any interruption, delay, error, omission, or defect in any service, facility, or transmission provided under this tariff, if caused by any person or entity other than the Company, by any malfunction of any service or facility provided by any other carrier, by an act of God, fire, war, civil disturbance, or act of government, or by any other cause beyond the Company's direct control.

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SECTION 2 - RULES AND REGULATIONS, CONT.

2.4 Liabilities of Company, cont.

- 2.4.3 The Company shall not be liable for, and shall be fully indemnified and held harmless by Customer against any claim or loss, expense, or damage (including indirect, special or consequential damage) for defamation, libel, slander, invasion, infringement of copy-right or patent, unauthorized use of any trademark, tradename, or service mark, unfair competition, interference with or misappropriation or violation of any contract, proprietary or creative right, or any other injury to any person, data, property or entity arising out of the material, data, information, or other content revealed to, transmitted, or used by the Company under this tariff; or for any act or omission of the Customer; or for any personal injury or death of any person caused directly or indirectly by the installation, maintenance, location, condition, operation, failure, presence, use or removal of equipment or wiring provided by the Company, if not directly caused by negligence of the Company.
- 2.4.4 No agent or employee of any other carrier shall be deemed to be an agent or employee of the Company.
- 2.4.5 The Company shall not be liable for any defacement of or damages to the premises of a Customer resulting from the furnishing of service which is not the direct result of the Company's negligence.
- 2.4.6 The Company shall not be liable for any claim, loss or refund as a result of loss or theft of Personal Identification Numbers issued for use with the Company's services.

2.5 Deposits

The Company does not require a deposit from the Customer.

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SECTION 2 - RULES AND REGULATIONS, CONT.

2.6 Advance Payments

For Customers from whom the Company feels an advance payment is necessary, ITC reserves the right to collect an amount not to exceed one month's estimated charges as an advance payment for service. This will be applied against the next month's charges and a new advance payment may be collected for the next month.

2.7 Taxes and Regulatory Charges

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

2.8 Terminal Equipment

The Company's facilities and service may be used with or terminated in Customer-provided terminal equipment or Customer-provided communications systems, such as a PBX, key systems or Pay Telephone. Such terminal equipment shall be furnished and maintained at the expense of the Customer, except as otherwise provided. The Customer is responsible for all costs at his or her premises, including personnel, wiring, electrical power, and the like, incurred in the use of the Company's service.

2.9 Installation

Service is installed upon mutual agreement between the Customer and the Company. The service agreement does not alter rates specified in this tariff.

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SECTION 2 - RULES AND REGULATIONS, CONT.

2.13 Refusal or Discontinuance by Company, cont.

- 2.13.8 Without notice in the event of unauthorized or fraudulent use of service. Whenever service is discontinued for fraudulent use of service, ITC may, before restoring service, require the Customer to make, at his or her own expense, all changes in facilities or equipment necessary to eliminate illegal use and to pay an amount reasonably estimated as the loss in revenues resulting from such fraudulent use.
- 2.13.9 Without notice by reason of any order or decision of a court or other government authority having jurisdiction which prohibits Carrier from furnishing such services.
- 2.13.10 For extended periods of inactivity.

2.14 Interruption of Service

Credit allowances for interruptions of service which are not due to the Carrier's testing or adjusting, to the negligence of the Customer, or to the failure of channels, equipment or communications systems provided by the Customer, are subject to the general liability provisions set forth in Section 2.4 herein. It shall be the obligation of the Customer to notify Carrier immediately of any interruption in service for which a credit allowance is desired by Customer. Before giving such notice, Customer shall ascertain that the trouble is not within his or her control, or is not in wiring or equipment, if any, furnished by Customer and connected to Carrier's terminal. Interruptions caused by Customer-provided or Carrier-provided automatic dialing equipment are not deemed an interruption of service as defined herein since the Customer has the option of using the long distance network via local exchange company access.

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SECTION 2 - RULES AND REGULATIONS, CONT.

2.15 Restoration of Service

The use and restoration of service shall be in accordance with the rules and regulations of the FPSC.

2.16 Inspection, Testing, and Adjustment

Upon reasonable notice, the facilities provided by the Carrier shall be made available to the Carrier for tests and adjustments as may be deemed necessary by the Carrier for maintenance. No interruption allowance will be granted for the time during which such tests and adjustments are made.

2.17 Tests, Pilots, Promotional Campaigns and Contests

The Carrier may conduct special tests or pilot programs and promotions at its discretion to demonstrate the ease of use, quality of service and to promote the sale of its services. The Carrier may also waive a portion or all processing fees or installation fees for winners of contests and other occasional promotional events sponsored or endorsed by the Carrier. From time to time, the Company may waive all processing fees for a Customer. Promotions must be approved by the FPSC. Individual customers may receive such reduced rates for more than 90 days per 12 month period.

2.18 Cost of Collection and Repair

The Customer is responsible for any and all costs incurred in the collection of monies due the Carrier including legal and accounting expenses. Customer is also responsible for recovery costs of Carrier-provided equipment and any expenses required for repair or replacement of damaged equipment.

2.19 Late Fee

A late fee of 1.5% monthly may be charged on any past due balances beginning 30 days from the mailing date of the bill.

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SECTION 3 - DESCRIPTION OF SERVICE

3.1 Timing of Calls

- 3.1.1 Long distance usage charges are based on the actual usage of ITC's network. The Company will determine that a call has been established through industry standard answer detection methods including, where available, by signal from the local telephone company.
- 3.1.2 Minimum billed call duration and billing increments differ from product to product. Product specific information is included in Section 4 of the Rate Schedules.
- 3.1.3 Usage is measured and rounded to the next higher billing increment for billing purposes.
- 3.1.4 Chargeable time ends when either party "hangs up" thereby releasing the network connection. Incomplete calls are not billed.

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SECTION 3 - DESCRIPTION OF SERVICE, CONT.

3.2 ITC Long Distance Services

ITC's Long Distance service is a resold switched outbound long distance service accessed by the Customer through 10-XXX access or direct 1+ dialing. Calls are billed in one minute increments, with a one minute minimum call duration. Rates are not time of day or mileage sensitive. Service is offered in conjunction with interstate and international long distance service.

Billing information for ITC's long distance service is made available to customers on an electronic basis, through the Company's World Wide Web home page. Internet billing information is available 24 hours a day, 7 days a week, and is updated on an expedited basis. Customers access their confidential account information by entering a proprietary identification number (PIN).

Customer payments (cash, check, credit card) will be forwarded directly to the Company. Prepaid calling and automatic credit card billing is also available.

LEC billing is also offered. Where LEC billing is selected, a monthly recurring charge per BTN will apply.

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SECTION 4 - RATES

4.1 Computation of Charges

Each Customer is charged individually for each call placed through the Carrier. Rates vary with call duration.

Customers are billed based on their use of ITC's long distance service.

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SECTION 4 - RATES, CONT.

4.2 ITC Intrastate Long Distance Rates

Per Minute: \$0.10
Monthly Recurring Charge (LEC billing only): \$5.00

4.3 Exemptions and Special Rates

4.3.1 Discounts for Hearing Impaired Customers

Intrastate toll message rates for intrastate calls between telecommunications devices for the deaf (TDD) by properly certified hearing or speech impaired persons or properly certified business establishments or individuals equipped with TDDs for communicating with hearing or speech impaired persons shall be evening rates during business day hours and night rates for evening and night calls. Upon written notice to the Company, credit will be given on all subsequent bills for such calls placed between TDDs. Discounts do not apply to surcharges or per call add-on charges for operator service when the call is placed by a method that would normally incur the surcharge.

4.3.2 Telecommunications Relay Service

Intrastate toll calls received from the relay services will be discounted fifty percent (50%) 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 sixty percent (60%) off of the otherwise applicable rate for a voice nonrelay call. The discount applies to the time sensitive element of a charge for the call and does not apply to per call charges such as a credit card surcharge.

4.3.3 Directory Assistance for Handicapped Persons

Should the Company undertake to provide directory assistance, there will be no charge for Directory Assistance for calls from handicapped persons, with a maximum of 50 inquiries per monthly billing cycle. Such persons must contact the Company for credit on their directory assistance calls.

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October 22, 1998

VIA HAND DELIVERY

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

981391-TJ

Re: Internet Telephone Company d/b/a ITC Communications Company

Dear Commission:

Enclosed for filing are the original and six (6) copies of Internet Telephone Company d/b/a ITC Communications's Application Form for Authority to Provide Interexchange Telecommunications Service Within the State of Florida, along with the \$250.00 filing fee.

Please acknowledge receipt of this transmittal by returning a date-stamped copy of the enclosed cover letter duplicate in the return envelope provided for that purpose.

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WIGGINS & VILLACORTA, P.A.
POST OFFICE DRAWER 1657
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PHONE (850) 385-6007



TALLAHASSEE, FLORIDA

9735

10/21/98

PAY TO THE ORDER OF FL Public Service Commission

\$ **250.00

Two Hundred Fifty and 00/100***** DOLLARS

FL Public Service Commission

Patricia K. Wiggins

MEMO

clients cost advanced

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