



December 31, 1998
Via Overnight Delivery

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
m@tminc.com

Ms. Blanca Bayo, Director
Division of Records and Reporting
Florida Public Service Commission
2450 Shumard Oak Boulevard
Gerald L. Gunter Building, Room 270
Tallahassee, FL 32399-0870

DEPOSIT DATE
D055 JAN 04 1999

990012-TX

RE: Initial Alternative Local Exchange Carrier Application of Megsinet-CLEC, Inc.

Dear Ms. Bayo:


Enclosed for filing are the original and six (6) copies of the above referenced application of Megsinet-CLEC, 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 date-stamping the extra copy of this cover letter and returning it to me in the self-addressed, stamped envelope enclosed for that purpose.

Thank you for your assistance.

Sincerely,



Mark G. Kammert
Consultant to Megsinet-CLEC, Inc.

Enclosures

cc: La Vern Trotter - Megsinet-CLEC, Inc.

file: Megsinet - FL ALEC
tms: FL19800

DOCUMENT NUMBER-DATE

00056 JAN-4 8

FPSC-RECORDS/REPORTING

FLORIDA PUBLIC SERVICE COMMISSION
Division of Communications, Certification & Compliance Section
2450 SHUMARD OAK BOULEVARD
TALLAHASSEE, FLORIDA 32399-0850
(904) 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

00056 JAN-4 8

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):

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:

Megsinet-CLEC, Inc.

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

Street: 225 West Ohio, Suite 200
PO Box
City: Chicago
State: Illinois
Zip: 60610
Phone: (312) 470-9015

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

Street: 225 West Ohio, Suite 200
PO Box
City: Chicago
State: Illinois
Zip: 60610
Phone: (312) 470-9015

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: 225 West Ohio, Suite 200
PO Box
City: Chicago
State: Illinois
Zip: 60610
Phone: (312) 470-9015

4. Structure of organization:

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

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

Corporate charter number: F98000003601
Taxpayer Identification # 36-4250711

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

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

Megainst-CLEC, Inc.

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

Fictitious name registration number: not applicable

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.

Not applicable.

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: Mark G. Lammert
Title: Consultant to Megsinet-CLEC, Inc.
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: mlammert@tminc.com

Ongoing Liaison:

Name: La Vern Trotter
Title: Regulatory Manager
P.O. Box:
Street: 225 West Ohio, Suite 200
City: Chicago
State: Illinois
Zip: 60610
Phone: (312) 470-9015
Fax: (312) 245-9032
Internet Address: lavernt@megsinet.net

11. Please list other states in which the applicant is currently providing or has applied to provide local exchange or alternative local exchange service.

None

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 company at its toll-free customer service number: 1-888-233-1144. In addition, customers may contact the company in writing at 225 West Ohio, Suite 200, Chicago, Illinois 60610.

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

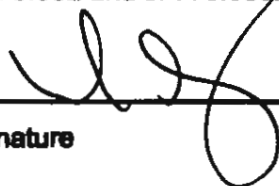
See Exhibit IV

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 Illinois. I have read the foregoing and declare that to the best of my knowledge and belief, the information is true and correct. I attest that I have the authority to sign on behalf of my company and agree to comply, now and in the future, with all applicable Commission rules and orders.

Further, I am aware that pursuant to Chapter 837.06, Florida Statutes, "Whoever knowingly makes a false statement in writing with the intent to mislead a public servant in the performance of his official duty shall be guilty of a misdemeanor of the second degree punishable as provided in s. 775.082 and s. 775.083.

Official:



signature

Date:

12/29/98

Name: Michael Henry
Title: President and Chief Executive Officer
Address: 225 West Ohio, Suite 200
Chicago, FL 60610
Phone: (312) 470-9015



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 24, 1998

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

Qualification documents for MEGSINET-CLEC, INC. were filed on June 24, 1998 and assigned document number F98000003601. 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 1-800-829-3676 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.

Agnes Lunt
Document Specialist
Division of Corporations

Letter Number: 298A00034775

(Rev. Jan. 1995)

George H. Ryan
Secretary of State
Department of Business Services
Springfield, IL 62758
Telephone (217) 782-1832

FILED

JUL 08 1998

GEORGE H. RYAN
SECRETARY OF STATE

This space for use by
Secretary of State

Date 7-22-98
Franchise Tax \$
Filing Fee \$25.00
Penalty \$
Approved: B

Remit payment in check or money
order, payable to "Secretary of State."
The filing fee for restated articles of
amendment - \$100.00
<http://www.sos.state.il.us>

1. CORPORATE NAME: MEGSINET-CLEC, INC. (Note 1)

2. MANNER OF ADOPTION OF AMENDMENT:

The following amendment of the Articles of Incorporation was adopted on June 18,
19 98 in the manner indicated below. ("X" one box only)

By a majority of the incorporators, provided no directors were named in the articles of incorporation and no directors have been elected; (Note 2)

By a majority of the board of directors, in accordance with Section 10.10, the corporation having issued no shares as of the time of adoption of this amendment; (Note 2)

By a majority of the board of directors, in accordance with Section 10.15, shares having been issued but shareholder action not being required for the adoption of the amendment; (Note 3)

By the shareholders, in accordance with Section 10.20, a resolution of the board of directors having been duly adopted and submitted to the shareholders. At a meeting of shareholders, not less than the minimum number of votes required by statute and by the articles of incorporation were voted in favor of the amendment; (Note 4)

By the shareholders, in accordance with Sections 10.20 and 7.10, a resolution of the board of directors having been duly adopted and submitted to the shareholders. A consent in writing has been signed by shareholders having not less than the minimum number of votes required by statute and by the articles of incorporation. Shareholders who have not consented in writing have been given notice in accordance with Section 7.10; (Notes 4 & 5)

By the shareholders, in accordance with Sections 10.20 and 7.10, a resolution of the board of directors having been duly adopted and submitted to the shareholders. A consent in writing has been signed by all the shareholders entitled to vote on this amendment. (Note 5)

3. TEXT OF AMENDMENT:

a. When amendment effects a name change, insert the new corporate name below. Use Page 2 for all other amendments.

Article 1: The name of the corporation is:

(NEW NAME)

All changes other than name, include on page 2
(over)

State of Illinois Office of The Secretary of State

Whereas, ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF MEGSINET-CLEC, 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.

Now 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 Application 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 8TH day of JULY A.D. 19 98 and of the Independence of the United States the two hundred and 23RD



George H. Ryan

Secretary of State

Text of Amendment

- b. *(If amendment affects the corporate purpose, the amended purpose is required to be set forth in its entirety. If there is not sufficient space to do so, add one or more sheets of this size.)*

By action of the sole incorporator, MICHAEL HENRY, there having been named in the articles of incorporation and no directors having been elected, the following resolution was adopted:

RESOLVED, that Article 4 of the ARTICLES OF INCORPORATION, Paragraph 1 thereof be amended by deleting the present Paragraph 1 of Article 4 in its entirety and by adopting in lieu thereof the following:

Class	Par Value Per Share.	Number of Shares Authorized	Number of Shares Proposed to be Issued	Consideration to be Received Therefor
Common	\$0.01	10,000,000	100,000	\$1,000.00
			TOTAL=	\$1,000.00

The manner, if not set forth in Article 3b, in which any exchange, reclassification or cancellation of issued shares, or a reduction of the number of authorized shares of any class below the number of issued shares of that class, provided for or effected by this amendment, is as follows: (If not applicable, insert "No change")

No Change

- 5. (a) The manner, if not set forth in Article 3b, in which said amendment effects a change in the amount of paid-in capital (Paid-in capital replaces the terms Stated Capital and Paid-in Surplus and is equal to the total of these accounts) is as follows: (If not applicable, insert "No change")

No Change

- (b) The amount of paid-in capital (Paid-in Capital replaces the terms Stated Capital and Paid-in Surplus and is equal to the total of these accounts) as changed by this amendment is as follows: (If not applicable, insert "No change")

No Change

Paid-in Capital Before Amendment After Amendment
\$ _____ \$ _____

(Complete either item 6 or 7 below. All signatures must be in BLACK INK.)

- 6. The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true.

Dated _____, 19 _____ (Exact Name of Corporation at date of execution)
attested by _____ by _____
(Signature of Secretary or Assistant Secretary) (Signature of President or Vice President)
(Type or Print Name and Title) (Type or Print Name and Title)

- 7. If amendment is authorized pursuant to Section 10.10 by the incorporators, the incorporators must sign below, and type or print name and title.

OR

If amendment is authorized by the directors pursuant to Section 10.10 and there are no officers, then a majority of the directors or such directors as may be designated by the board, must sign below, and type or print name and title.

The undersigned affirms, under the penalties of perjury, that the facts stated herein are true.

Dated June 18, 19 98
MICHAEL HENRY
SOLE INCORPORATOR

File Number 5977-036-5

State of Illinois Office of The Secretary of State

Whereas,

ARTICLES OF INCORPORATION OF
MEGSIINT-CLEC, 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.

Now 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 Application 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 21ST day of JANUARY A.D. 19 98 and of the Independence of the United States the two hundred and 22ND



George H Ryan

Secretary of State

5. **OPTIONAL:** (a) Number of directors constituting the initial board of directors of the corporation: _____
 (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	Residential Address	City, State, ZIP

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.

Dated Jan 15, 1990, 1990

Signature and Name	Address
1. <u>[Signature]</u> <u>Michael Henry</u> (Type or Print Name)	1. <u>225 W Ohio Street, Suite 200</u> <u>Chicago, IL 60610</u> City/Town State Zip Code
2. _____ Signature (Type or Print Name)	2. _____ Street City/Town State Zip Code
3. _____ Signature (Type or Print Name)	3. _____ Street City/Town State Zip Code

(Signatures must be in **BLACK 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 execution 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.
Illinois Secretary of State Springfield, IL 62756
Department of Business Services Telephone (217) 782-9522 or 782-9523

MEGSINET-CLEC, 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.

The purpose of this document is to highlight the financial strengths of the Company and serve as the Company's Statement of Financial Capability.

Megsinet-CLEC, Inc. has sufficient financial capability to provide the requested telecommunication services in Florida, the financial capability to maintain these services, and the financial capability to meet its lease and ownership obligations. Attached is the balance sheet and bank statement of Megsinet-CLEC, Inc. as of September 28, 1998.

Megsinet-CLEC, Inc. has not been operating since its inception in January 1998, and therefore does not have an income statement. The Company is a start-up company. No operations are taking place at this point and will not take place until the Company receives certification from Public Utility/Service Commissions.

The Company has \$105,000 in cash in a bank account (see attached). The Company has access to additional sources of cash via cash infusions from stockholders, sale of preferred stock and other equity financing sources. The Company also has access to credit financing sources via lines of credit, loans, capital leases on future purchases of equipment, etc. There are a myriad of options for the Company to obtain additional sources of cash. At this point, the Company does not anticipate needing to use any of these sources. The Company expects their financing to come from the profits of the operation once they are certificated from the Public Utility/Service Commissions.

Summary

The Company has established a strong team to support its venture into the telecommunications market. The Company has and will outsource business functions to obtain expertise and provide a financial and technical competitive advantage in the industry.

As noted in the analysis documented above, the Company has prepared prudently for its venture into the resold Interexchange services market. The Company has positioned itself to add large amounts of revenue growth while keeping expenses under control. The Company has sufficient financial capability to provide the requested telecommunication services, sufficient financial capability to meet all lease and ownership obligations, and sufficient financial capability to maintain a large Customer base.

MEGSINET-CLEC, INC.
Supplemental Financial Information, Continued

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.

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.

MegsINet-CLEC, Inc.
Balance Sheet
September 28, 1998

Assets

Cash	\$	105,000
Nortel deposit		<u>1,500,000</u>
Total Assets	\$	<u>1,605,000</u>

Stockholder's Equity

Common Stock	\$	1,000
Paid in Capital		<u>1,604,000</u>
total Stockholder's Equity	\$	<u>1,605,000</u>

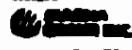
MegsINet-CLEC, Inc.
Statement of Operations
For The Period
From Formation through September 28, 1998

Revenues	\$ -
Expenses	<u>-</u>
Net Income (Loss) from Operations	<u>\$ -</u>

FROM: MAGNA BANK SUNSET HILLS FAX: 314-984-8730

Oct-02-1 14:43

PAGE 02



MAGNA BANK, NA
18722 SUNSET HILLS PL2 1-800-333-1346
ST LOUIS, MO 63127-1219

090
00152

MEMBER
FDIC

MESSINET
ATTN:LISA FREDRICK/SUNSET HILLS
18722 SUNSET HLS
RT LOUIS MO 63127

SNAPSHOT
090 REQUESTED
DATE 09-30-98
PAGE 1

THE OCT. 9 CONVERSION DATE HAS BEEN
CHANGED TO NOV. 13, 1998. PLEASE CALL
1-800-844-6898 IF YOU HAVE QUESTIONS.

ACCOUNT NO.	3152784304	BUSINESS MONEY MARKET ACCT
PREVIOUS BALANCE	09-29-98	185,201.03
+ DEPOSITS AND CREDITS00
- CHECKS AND DEBITS00
CURRENT BALANCE		185,201.03
1998 INTEREST PAID YEAR TO DATE		201.03
- - STATEMENT PERIOD - -		
ENDING DATE	09-30-98	
NUMBER OF DAYS		1

MEGSINET-CLEC, INC.
EXHIBIT III
MANAGERIAL CAPABILITY

**MEGSINET-CLEC, INC.
Managerial Capability**

Megsinet-CLEC, Inc.'s management team includes the following individuals:

Michael Henry	President and Chief Executive Officer
Scott Widham	Vice President of Operations
Michael Boland	Vice President of Marketing, Sales & Customer Service
Michael Green	Vice President of MIS
Brian Clark	Chief Financial Officer

The profiles of the each member of the management team are noted on the following pages.

The team consists of members who possess experience in primary business disciplines of managing a successful local exchange and interexchange telecommunications company. The individuals on the team have experience in the provision of quality telecommunications services and successful business management.

The Megsinet management team is committed to quality and friendly service along with competitive prices in their provision of local exchange service.

**MEGSINET-CLEC, INC.
Profiles of Key Personnel**

The company intends to operate as a reseller of local telecommunications services and will rely on the underlying facilities based carrier(s) for the operation and maintenance of the local exchange facilities.

Megsinet-CLEC, Inc. employs individuals with considerable telecommunications experience. Some of these individuals include:

Michael Henry, President and Chief Executive Officer

Mr. Henry has been the President and Chief Executive Officer of Megsinet, Inc. since its inception in 1996. Mr Henry has been the President and Chief Executive Officer of Megsinet-CLEC, inc. since its inception in January 1998. In that capacity, Mr. Henry is responsible for the strategic direction of the Company, evaluating new services and markets, and promoting the financial health of the Company. Prior to the start-up of Megsinet, Inc., Mr. Henry was a telecommunications and network consultant, a system engineer with Witel Telecommunications Group, and held various computer design and programming responsibilities in several industries.

MEGSINET-CLEC, INC.
Profiles of Key Personnel, continued

Scott Widham, Vice President of Operations

Mr. Widham has been the Vice President of Operations of Megsinet-CLEC, Inc. since its inception in January 1998. Mr. Widham is responsible to lead Megsinet-CLEC, Inc. on a day-to-day basis. Mr. Widham is responsible for assisting Mr. Henry on the strategic direction of the Company, evaluating, negotiating and executing contracts, promoting the financial health of the Company and ensuring the Company's network and technical support is impeccable.

Prior to joining Megsinet-CLEC, Mr. Widham was the director of marketing with several cable television companies.

Michael Boland, Vice President of Sales, Marketing and Customer Service

Mr. Boland has been the Vice President of Sales and Marketing of Megsinet-CLEC since its inception in January 1998. In the capacity of Vice President of Sales and Marketing, Mr. Boland is responsible for the strategic direction of the Company, evaluating and implementing market and service strategies, preparing market and product projections, establishing the sales and customer service policies of the Company and ensuring the products and services of the Company are properly supported by the Network and Technical staff. In the capacity of Vice President of Customer Service, Mr. Boland's primary responsibilities include comprehensive customer support, market studies and new product/service development.

Prior to his assignment at Megsinet-CLEC, Mr. Boland held various sales and marketing positions with several companies.

MEGSINET-CLEC, INC.
Profiles of Key Personnel, continued

Michael Green, Vice President of MIS

Mr. Green has held the position of Vice President of MIS at Megsinet-CLEC, Inc. since its inception in January 1998. Mr. Green is primarily responsible for the billing of network services and the Company's management information systems functions. These functions include interfacing with the billing systems of underlying long distance carriers and incumbent local exchange carriers.

Prior to joining Megsinet-CLEC, Inc. Mr. Green was responsible for designing, implementing and managing large wide area networks utilizing microwave, satellite and land base lines to support multi-vendor platforms. At Megsinet, Inc. Mr. Green was responsible for designing and implementing turn-key networking solutions for inter-office use and Internet access.

Brian Clark, Chief Financial Officer

Mr. Clark has been the Chief Financial Officer of Megsinet-CLEC, Inc. since its inception in January 1998. In the capacity of Chief Financial Officer, Mr. Clark is responsible for promoting the financial health of the Company, maintaining the Company's accounting and legal records, evaluating strategic plans for financial prudence and assist in billing for the Company's products and services.

Prior to assuming his position at Megsinet-CLEC, Mr. Clark held various financial and accounting positions with accounting firms and companies.

MEGSINET-CLEC, INC.

EXHIBIT IV

TECHNICAL CAPABILITY

TECHNICAL CAPABILITY

The company intends to provide local exchange service in Florida as a reseller of the incumbent local exchange company's facilities. As a reseller, Megsnet-CLEC, Inc. will rely on its facilities-based underlying carriers for the operation and maintenance of the local exchange network. The company will use only reputable underlying carriers to ensure that high quality service is provided to customers.

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



December 31, 1998
Via Overnight Delivery

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

Ms. Blanca Bayo, Director
Division of Records and Reporting
Florida Public Service Commission
2450 Shumard Oak Boulevard
Gerald L. Gunter Building, Room 270
Tallahassee, FL 32399-0870

DEPOSIT DATE
D055 JAN 04 1999

990012-TX

RE: Initial Alternative Local Exchange Carrier Application of Megsinet-CLEC, Inc.

Dear Ms. Bayo:

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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 date-stamping the extra copy of this cover letter and returning it to me in the self-addressed, stamped envelope enclosed for that purpose.

Thank you for your assistance.

Sincerely,

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
60-318/801

21878

12/31/98

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

DOLLARS
Security features
included.
Details on back.

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