

DEPOSIT
D099

DATE
MAR 09 1999

1. Name of company or name of individual (not fictitious name or d/b/a):

Meridian Telecommunications, Inc.

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

Meridian Telecommunications, Inc.

3. Official mailing address:

Street: 1744 Golfview Drive

P.O. Box: 423247

City: Kissimmee

State: FL Zip: 34742-3247

4. Florida address:

Street: 1744 Golfview Drive

P.O. Box: 423247

City: Kissimmee

State: FL Zip: 34746

5. Structure of organization:

Individual

Corporation

General Partnership

Limited Partnership

Other: _____

6. If incorporated in Florida, provide proof of authority to operate in Florida:

Florida Secretary of State

Corporate Registration Number: P96000100168

7. If using fictitious name d/b/a (doing business as), provide proof of compliance with the fictitious name statute (Chapter 865.00, Florida Statutes) to operate in Florida:

Florida Fictitious Name
Registration Number: _____

8. F.E.I. Number (if applicable): 59-3417035

9. If individual, provide:

Name: _____

Title: _____

Address: _____

City/State/Zip: _____

Telephone No.: _____ Fax No.: _____

Internet E-Mail Address: Meridian@Meridiantele.com

Internet Website Address: www.MeridianTele.com

10. If partnership, provide name, title and address of all partners and a copy of the partnership agreement:

a. Name: _____

Title: _____

Address: _____

City/State/Zip: _____

Telephone No.: _____ Fax No.: _____

Internet E-Mail Address: _____

Internet Website Address: _____

10. Partnership (continued)

b. **Name:** _____
Title: _____
Address: _____
City/State/Zip: _____
Telephone No.: _____ **Fax No.:** _____
Internet E-Mail Address: _____
Internet Website Address: _____

11. Who will serve as liaison to the Commission with regard to the following?

a. The application:

Name: Rick Brothers
Title: President
Address: P.O. Box 423247
City/State/Zip: Kissimmee, FL 34742-3247
Telephone No.: (407)932-4494 **Fax No.:** (407)932-2466
Internet E-Mail Address: Rick@MeridianTele.com
Internet Website Address: www.MeridianTele.com

b. Official Point of Contact for ongoing company operations including complaints and inquiries:

Name: Rick Brothers
Title: President
Address: P.O. Box 423247
City/State/Zip: Kissimmee, FL 34742
Telephone No.: (407) 932-4494 **Fax No.:** (407) 932-2466
Internet E-Mail Address: Rick@MeridianTele.com
Internet Website Address: www.MeridianTele.com

12. Indicate if applicant or any subsidiary, partner, officers, directors, or any stockholder has been previously 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, provide explanation: No

13. Has the applicant or any subsidiary, partner, officer, director, or any stockholder ever been granted or denied a pay telephone certificate in the State of Florida? (This includes active and canceled pay telephone certificates.) If yes, provide explanation and list the certificate holder and certificate number.

No

14. Is the applicant or any subsidiary, partner, officer, director, or any stockholder a subsidiary, partner, or officer in any other Florida certificated pay telephone company? If yes, give name of company and relationship. If no longer associated with company, give reason why not.

No

15. List other states in which the applicant:

a. Is currently providing pay telephone service.

South Carolina

b. Has applications pending to be certified as a pay telephone provider.

None

c. Has been denied authority to operate as a pay telephone provider. Explain circumstances.

None

d. Has had regulatory penalties imposed for violations of telecommunications statutes, rules, or orders. Explain circumstances.

Never

16. Please check (✓) the services that will be provided:

- (x) LOCAL
- (x) LONG DISTANCE
- (x) COIN
- (x) CALLING CARD
- (x) CREDIT CARD
- () OTHER (Describe) _____

17. Proposed number of pay telephone instruments the applicant plans to install/operate in the first year: 5

18. How does the applicant intend to service and maintain each payphone? Check (✓) all that apply.

PERSONALLY

FULL-TIME TECHNICIAN

PART-TIME TECHNICIAN

SERVICE/REPAIR/MAINTENANCE CONTRACT

OTHER (Describe) _____

19. Will each of the installed pay telephones provide access to all locally available long distance carriers via 10XXX+0, 10XXXX+0, 101XXXX+0, 950, and toll free (e.g. 800, 877, and 888)? See Rule 25-24.515(10), Florida Administrative Code.

Yes

No Explain: _____

20. Will each of the installed pay telephones conform to subsections 4.28.8.4 and 4.29 of the American National Standard (CABO/ANSI A117.1-1992), Accessible and Usable Buildings and Facilities, approved December 15, 1992 by the American National Standards Institute, Inc.? See Rule 25-24.515(18), Florida Administrative Code.

Yes

No Explain: _____

****APPLICANT FEE/TAX STATEMENT****

1. **REGULATORY ASSESSMENT FEE:** I understand that all telephone companies must pay a regulatory assessment fee in the amount of 0.15 of one percent of the 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 the a seven percent sales tax must be paid on intra- and interstate revenues.
4. **APPLICATION FEE:** I understand that a non-refundable application fee of \$100.00 must be submitted with the application.

UTILITY OFFICIAL:

Richard M. Brothers
Print Name


Signature

President
Title

March 8, 1999
Date

(407) 932-4494
Telephone No.

(407) 932-2466
Fax No.

Address: 1744 Golfview Drive
Kissimmee, FL 34746

P.O. Box 423247

Kissimmee, FL 34742-3247

****ACKNOWLEDGMENT****

By my signature below, I, the undersigned owner/officer, 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.

I will comply with all current and future Commission requirements regarding pay telephone service. I understand that I am required to pay a regulatory assessment fee (minimum of \$50.00 per calendar year), file an annual pay telephone service report, pay applicable sales tax, and pay gross receipts tax. Furthermore, I agree to keep the Commission advised of any changes in the names and addresses listed in the application within 10 days of the change.

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:

Richard M. Brothers

Print Name

President

Title

(407) 932-4494

Telephone No.

Address:

1744 Golfview Drive, Kissimmee, FL 34746

P.O. Box 423247, Kissimmee, FL 34742-3247



Signature

March 8, 1999

Date

(407) 932-2466

Fax No.

****APPLICANT ACKNOWLEDGMENT****

Applicant: Meridian Telecommunications, Inc.

I acknowledge receipt and understanding of the Florida Public Service Commission's Rules and Requirements relating to my provision of Pay Telephone Service.

Richard M. Brothers
Print Name


Signature

President
Title

March 8, 1999
Date

(407) 932-4494
Telephone No.

(407) 932-2466
Fax No.

Address: 1744 Golfview Drive, Kissimmee, FL 34746

P.O. Box 423247, Kissimmee, FL 34742-3247

THIS ACKNOWLEDGMENT FORM MUST BE COMPLETED AND RETURNED AS PART OF THE APPLICATION BEFORE THE CERTIFICATION PROCESS BEGINS. FAILURE TO DO SO WILL RESULT IN A DELAY OF THE CERTIFICATE BEING ISSUED.



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

RECEIVED
DEC 16 1996

December 11, 1996

STEVEN P RILEY, ESQ
3333 HENDERSON BLVD
SUITE 150
TAMPA, FL 33609-2938

The Articles of Incorporation for MERIDIAN TELECOMMUNICATIONS, INC. were filed on December 6, 1996 and assigned document number P96000100168. Please refer to this number whenever corresponding with this office regarding the above corporation. The certification you requested is enclosed.

PLEASE NOTE: COMPLIANCE WITH THE FOLLOWING PROCEDURES IS ESSENTIAL TO MAINTAINING YOUR CORPORATE STATUS. FAILURE TO DO SO MAY RESULT IN DISSOLUTION OF YOUR CORPORATION.

A CORPORATION ANNUAL REPORT MUST BE FILED WITH THIS OFFICE BETWEEN JANUARY 1 AND MAY 1 OF EACH YEAR BEGINNING WITH THE CALENDAR YEAR FOLLOWING THE YEAR OF THE FILING DATE NOTED ABOVE AND EACH YEAR THEREAFTER. FAILURE TO FILE THE ANNUAL REPORT ON TIME MAY RESULT IN ADMINISTRATIVE DISSOLUTION OF YOUR CORPORATION.

A FEDERAL EMPLOYER IDENTIFICATION (FEI) NUMBER MUST BE SHOWN ON THE ANNUAL REPORT FORM PRIOR TO ITS FILING WITH THIS OFFICE. CONTACT THE INTERNAL REVENUE SERVICE TO RECEIVE THE FEI NUMBER IN TIME TO FILE THE ANNUAL REPORT AT 1-800-829-3676 AND REQUEST FORM SS-4.

SHOULD YOUR CORPORATE MAILING ADDRESS CHANGE, YOU MUST NOTIFY THIS OFFICE IN WRITING, TO INSURE IMPORTANT MAILINGS SUCH AS THE ANNUAL REPORT NOTICES REACH YOU.

Should you have any questions regarding corporations, please contact this office at the address given below.

Kimberly Rolfe, Document Specialist
New Filing Section

Letter Number: 796A00055443

State of Florida



Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation of MERIDIAN TELECOMMUNICATIONS, INC., a Florida corporation, filed on December 6, 1996, as shown by the records of this office.

The document number of this corporation is P96000100168.

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capitol, this the
Eleventh day of December, 1996



CR2EO22 (2-95)

Sandra B. Northam

Sandra B. Northam
Secretary of State

ARTICLES OF INCORPORATION
OF
MERIDIAN TELECOMMUNICATIONS, INC.

FILED
96 DEC -6 PM 4:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation shall be Meridian Telecommunications, Inc.

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation by the Florida Department of State. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

This corporation is being organized for the purpose of engaging in the transaction of any and all business activities permitted under the laws of Florida and the United States Of America.

ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue 1,000 no par value shares of common capital stock.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

ARTICLE VI. TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a

period of fifteen days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued by this corporation shall carry the following legend:

"These Shares Are Held Subject To Certain Transfer Restrictions Imposed By This Corporation's Articles Of Incorporation, A Copy Of Which Is On File At This Corporation's Principal Office."

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board Of Directors shall be three (3). The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

The name and address of each individual who shall serve as a member of the Initial Board Of Directors are:

Richard M. Brothers, 990 Jamestown Road, Conway, SC 29526;
Raymond A. Andrews, 894 Holly Sands Blvd., Little River, SC 29566; and
Lori A. Brothers, 990 Jamestown Road, Conway, SC 29526.

ARTICLE VIII. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE IX. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's principal office and the address of this corporation's initial registered office shall be:

3333 Henderson Blvd., Suite 150, Tampa, FL 33609-2938.

The name of the individual who shall serve as this corporation's initial registered agent at that address is:

Steven P. Riley, Esquire.

ARTICLE X. INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator are:

Steven P. Riley, Esquire,
3333 Henderson Blvd., Suite 150, Tampa, FL 33609-2938.

ARTICLE XI. AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles Of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.

[Handwritten Signature]

Steven P. Riley, Esquire - Incorporator

I hereby accept my designation as resident agent and agree to serve as the resident agent of Meridian Telecommunications, Inc. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for Meridian Telecommunications, Inc.

[Handwritten Signature]

Steven P. Riley, Esquire - Registered Agent

FILED
96 DEC -6 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State Of Florida
County Of Hillsborough

on December 3, 1996, Steven P. Riley, Esquire, designated above as the individual who shall serve as the corporation's initial registered agent and incorporator, who is personally known to me, or produced a Florida driver's license as identification, personally appeared before me at the time of notarization, and, after being given the oath, acknowledged signing these Articles Of Incorporation Of Meridian Telecommunications, Inc.

[Handwritten Signature]

Notary Public



ROBIN G POWELL
My Commission CC463802
Expires Jun. 22, 1999
Bonded by HAI
800-422-1666

DEPO
D099

DATE
MAR 09 1999

1. Name of company or name of individual (not fictitious name or d/b/a):

Meridian Telecommunications, Inc.

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

Meridian Telecommunications, Inc.

3. Official mailing address:

Street: 1744 Golfview Drive

P.O. Box: 423247

City: Kissimmee

State: FL Zip: 34742-3247

4. Florida address:

Street: 1744 Golfview Drive

P.O. Box: 423247

City: Kissimmee

State: FL Zip: 34746

5. Structure of organization:

() Individual

MERIDIAN TELECOMMUNICATIONS, INC.
(407) 832-4494
1744 GOLFVIEW DRIVE
KISSIMMEE, FL 34746

COLONIAL BANK
KISSIMMEE, FL

5651

3/8/99

PAY TO THE ORDER OF Florida Public Service Commission

\$ **100.

One Hundred and 00/100*****

Florida Public Service Commission
Division of Records and Planning
2540 Shumard Oak Blvd.
Tallahassee, FL 32399-0850

Paul M. Smith
Lori A. Hutchins
AUTHORIZED SIGNATURE

DOCUMENT NUMBER - DATE
03056 MAR 98
FPSC-RECORDS/REPORTING

MEMO