



May 24, 1999
Via Overnight Delivery

DEPOSIT DATE
D141 MAY 25 1999

210 N. Park Ave.
Winter Park, FL
32789

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

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

990674-TX

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

RE: Initial Alternative Local Exchange Carrier Application of **Project Management Solutions d/b/a Talk Solutions**

Dear Ms. Bayo:

Enclosed for filing are the original and six (6) copies of the above referenced application of Project Management solutions d/b/a Talk Solutions.

Also enclosed is a check in the amount of \$250 for the filing fee.

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. Questions pertaining to this application should be directed to my attention at (407) 740-8575.

Thank you for your assistance.

Sincerely,

Thomas M. Forte
Consultant to
Project Management Solutions, Inc.

99 MAY 25 AM 10:30
MAIL ROOM

TF/ks

cc: Alison Schneider, Project Management Solutions, Inc.
file: Talk Solutions - FL Local
tms: FL19900

DOCUMENT NUMBER-DATE
06560 MAY 25 99
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

06560 MAY 25 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:

Project Management Solutions, Inc. d/b/a Talk Solutions

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

Street: 6075 Roswell Road, Suite 319
PO Box
City: Atlanta
State: Georgia
Zip: 30358-0129
Phone: (404) 252-7466

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

Street: 6075 Roswell Road, Suite 319
PO Box
City: Atlanta
State: Georgia
Zip: 30358-0129
Phone: (404) 252-7466

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: 6075 Roswell Road, Suite 319
PO Box
City: Atlanta
State: Georgia
Zip: 30358-0129
Phone: (404) 252-7466

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: F99000001783
Taxpayer Identification # 58-2210377

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

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

Talk Solutions

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

Fictitious name registration number: G99105900107

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: Thomas M. Forte
Title: Consultant to Project Management Solutions, Inc. d/b/a Talk Solutions
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: tforte@tminc.com

Ongoing Liaison:

Name: Jason T. Schneider
Title: Regulatory Manager
P.O. Box:
Street: 6075 Roswell Road, Suite 319
City: Atlanta
State: Georgia
Zip: 30358-0129
Phone: (404) 252-7466
Fax: (404) 252-0769
Internet Address: talksol@bellsouth.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.**

Georgia, Oklahoma, Missouri, Texas, Florida and Kansas.

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: 1-800-823-9134. In addition, customers may contact the company in writing at 6075 Roswell Road, Suite 319, Atlanta, Georgia 30358-0129.

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: *Alison A. Schneider* **Date:** 5/17/99
Signature

Name: Alison Schneider
Title: President and Secretary
Address: 6075 Roswell Road, Suite 319
Atlanta, Georgia 30358-0129
Phone: (404) 252-7466

**PROJECT MANAGEMENT SOLUTIONS, INC.
d/b/a Talk Solutions**

EXHIBIT I

**FLORIDA SECRETARY OF STATE AUTHORITY
AND
ARTICLES OF INCORPORATION**



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 6, 1999

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

Qualification documents for PROJECT MANAGEMENT SOLUTIONS, INC. were filed on April 1, 1999 and assigned document number F99000001783. 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.

Hart Collins
Senior Corporate Section Administrator
Division of Corporations

Letter Number: 899A00017333

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

- 1. PROJECT MANAGEMENT SOLUTIONS, INC.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
- 2. Georgia
(State or country under the law of which it is incorporated)
- 3. 58-2210377
(FEI number, if applicable)
- 4. 1-16-96
(Date of Incorporation)
- 5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
- 6. Upon Qualification
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.)
- 7. P.O. Box 28129
Atlanta, GA 30358
(Current mailing address)

8. Telecommunication Services
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: NRAI Services, Inc.

Office Address: 526 E. Park Avenue

Tallahassee, Florida, 32301
(Zip Code)

10. Registered agent's acceptance:

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

Beth Ferrizo
Beth Ferrizo (Registered agent's signature) Asst. Secretary

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR - 1 PM 12:36



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 16, 1999

TALK SOLUTIONS
P.O. BOX 40189
ST. PAUL, MN 55108

Subject: TALK SOLUTIONS

REGISTRATION NUMBER: G99105900107

This will acknowledge the filing of the above fictitious name registration which was registered on April 16, 1999. This registration gives no rights to ownership of the name.

Each fictitious name registration must be renewed every five years between July 1 and December 31 of the expiration year to maintain registration. Three months prior to the expiration date a statement of renewal will be mailed.

IT IS THE RESPONSIBILITY OF THE BUSINESS TO NOTIFY THIS OFFICE IN WRITING IF THEIR MAILING ADDRESS CHANGES. Whenever corresponding please provide assigned Registration Number.

Should you have any questions regarding this matter you may contact our office at (850) 488-9000.

/s/
Division of Corporations

Letter No. 299A00019506

Secretary of State
Business Information and Services
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

CONTROL NUMBER: 9602408
EFFECTIVE DATE: 01/16/1996
COUNTY : FULTON
REFERENCE : 0106
PRINT DATE : 01/23/1996
FORM NUMBER : 311

JASON T. SCHNEIDER
3340 PEACHTREE ROAD, N.E.,
SUITE 2550, TOWER PLACE
ATLANTA GA 30326

CERTIFICATE OF INCORPORATION

I, the Secretary of State and the Corporation Commissioner of the State of Georgia, do hereby certify under the seal of my office that

PROJECT MANAGEMENT SOLUTIONS, INC.

has been duly incorporated under the laws of the State of Georgia on the effective date stated above by the filing of articles of incorporation in the office of the Secretary of State and by the paying of fees as provided by Title 14 of the Official Code of Georgia Annotated.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.



Lewis A. Massey
LEWIS A. MASSEY
SECRETARY OF STATE

ARTICLES OF INCORPORATION
OF
PROJECT MANAGEMENT SOLUTIONS, INC.

I.

The name of the corporation is "**PROJECT MANAGEMENT SOLUTIONS, INC.**"

II.

The corporation shall have perpetual duration.

III.

The corporation is organized for the purpose of pecuniary gain and profit, and the principal business to be transacted is project management consulting and for all other lawful purpose or purposes not specifically prohibited to corporations under the laws of the State of Georgia. In addition to, but not limited to the general powers conferred by law and the principal business, as stated above, the corporation shall have the following powers: to lend money and extend credit, render advice, buy, hold for investment, sell, contract to buy, contract to sell, lease, rent, operate, manage, and otherwise deal in real or personal property, to enter into any lawful bond or contract or guaranty, suretyship, or endorsement, whether or not it has a direct interest or benefit therein, and to make a purely accommodation bond, guaranty, endorsement of contract or suretyship and to secure the same by mortgage or pledge, or otherwise, to compensate its officers or employees by bonuses or other forms of retroactive payment, to enter into partnerships, tenancies, joint ventures and associations, to borrow money, issue bonds, promissory notes, and other obligations and evidences of indebtedness and to secure the same by mortgage, deed, pledge, or otherwise, and the power to do anything else necessary, proper, useful or incidental to carry on its business.

IV.

The corporation elects to be governed by the Georgia Business Corporation Code.

V.

The number of shares the corporation is authorized to issue is ONE THOUSAND (1000) SHARES, each share having a par value of \$1.00 per share.

VI.

No holder of any shares of any stock of the corporation shall be entitled, as a matter of right, to purchase, subscribe for or otherwise acquire any new or additional shares of stock of the corporation of any class, or any options or warranties to purchase, subscribe for or otherwise acquire any such new or additional shares, or any shares, bonds, notes or debentures, or other securities convertible into or carrying options or warrants to purchase, subscribe for or otherwise acquire any such new or additional shares.

VII.

The corporation shall not commence business until it has received consideration of a fixed value, which shall not be less than \$500.00 in payment for the issuance of its shares of common stock.

VIII.

In accordance with the applicable provisions of the Georgia Business Corporation Code, the corporation shall have the power, acting through the Board of Directors, to make distributions of its assets to its shareholders out of its unreserved and unrestricted capital surplus available.

IX.

The power to alter, amend or repeal the bylaws or to adopt new bylaws shall be reserved exclusively to the shareholders.

X.

The initial registered office of the corporation shall be 3340 Peachtree Road, Suite 2550, Atlanta, Georgia 30326. The initial registered agent of the corporation at said address shall be Jason T. Schneider.

XI.

The initial Board of Directors of the corporation shall consist of one member: Alison Schneider, President and Chief Executive Officer.

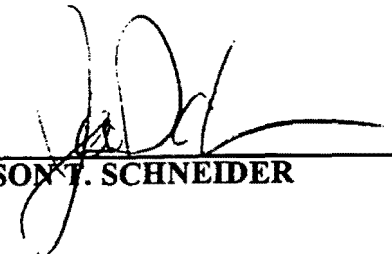
XII.

The name and address of the incorporator is Jason T. Schneider, 3340 Peachtree Road, Suite 2550, Atlanta, Georgia 30326.

XIII.

The mailing address of the initial principal office of the corporation is 8205 Sullivan Hill Road, Atlanta, Georgia 30350.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 13th day of January, 1996.



JASON T. SCHNEIDER

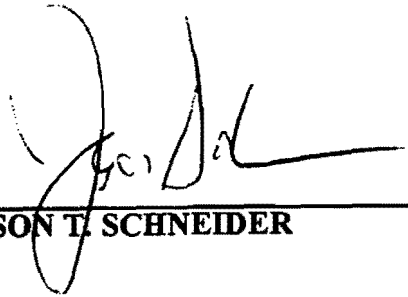
SECRETARY OF STATE
JAN 16 3 17 PM '96
BS11(6)

CONSENT TO APPOINTMENT AS REGISTERED AGENT

Georgia Secretary of State
Suite 306 - West Tower
Two Martin Luther King, Jr. Drive, NE
Atlanta, Georgia 30334

I, JASON T. SCHNEIDER, do hereby consent to serve as registered agent for
PROJECT MANAGEMENT SOLUTIONS, INC.

This 11th day of JANUARY, 1996.



JASON T. SCHNEIDER

JAN 16 3 17 PM '96
BSK (5)

SECRETARY OF STATE

STATE OF GEORGIA
COUNTY OF FULTON


Doc#10103358 Rec#00090902
GEORGIA, FULTON COUNTY
Filed and Recorded
03/18/1997 04:36P
JUANITA HICKS
Clerk, Superior Ct

AFFIDAVIT TO REGISTER TRADE NAME

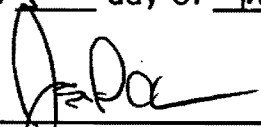
CROSS REFERENCE

Personally before the undersigned officer, authorized by law to administer oaths, appeared ALISON A. SCHNEIDER, who, after being duly sworn, deposes on oath and says that PROJECT MANAGEMENT SOLUTIONS, INC., a Georgia corporation whose address is 8205 Sullivan Hill Road, Atlanta, Georgia 30350 is trading under the name TALK SOLUTIONS, whose principal address is 8205 Sullivan Hill Road, Atlanta, Georgia 30350, the nature of same being a provider of local telephone service to the public and any activity relating to the foregoing.

This 5th day of March, 1997.


ALISON A. SCHNEIDER
Title: President, Project
Management Solutions, Inc.

Sworn to and subscribed before me
this 5th day of March, 1997



Notary Public
My Commission Expires: Notary Public, Fulton County, Georgia
My Commission Expires June 28, 1997



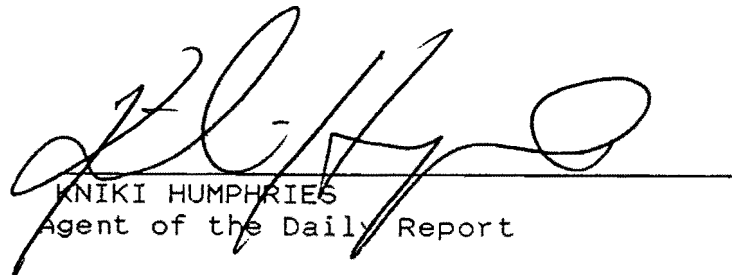
Jason T Schneider
3340 Peachtree Road NE
Suite 2550 Tower Place
Atlanta, GA 30326
Class 523
Re: Talk Solutions

PUBLISHER'S AFFIDAVIT

STATE OF GEORGIA
COUNTY OF FULTON

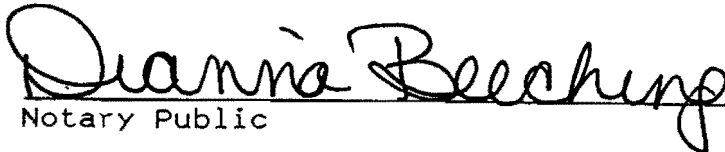
Before me, the undersigned, a Notary Public, this day personally came Kniki Humphries, who, being duly sworn, according to law, says she is an agent of the American Lawyer Media, L.P. publishers of the Daily Report, the official newspaper published in Atlanta, Ga, in said county and state, and that the publication, of which the annexed is a true copy, was published in said newspaper as provided by law on the following dates:

04/01/97, 04/02/97, 04/09/97

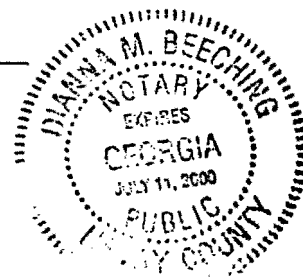


KNIKI HUMPHRIES
Agent of the Daily Report

Subscribed and sworn to before me this 04/09/97.



Notary Public



04/09/97 07:57

PUBLIC NOTICES

Continued from last page

BUSINESS TO BE CONDUCTED UNDER A TRADE NAME
STATE OF GEORGIA
COUNTY OF FULTON
The undersigned hereby certifies that it is conducting a business in the City of Alpharetta, County of Fulton, State of Georgia under the name:
INTERSPACE INTERIOR DESIGN, INC.

and that the nature of the business is interior design and that said business is composed of the following corporation:

Madeline L. Segerman
325 Morgan Hill Ct.
Alpharetta, GA 30202

#1
4/2-2 ca

APPLICATION TO REGISTER A BUSINESS TO BE CONDUCTED UNDER A TRADE NAME

STATE OF GEORGIA
COUNTY OF FULTON
The undersigned hereby certifies that it is conducting a business at 270 Peachtree St., NW, in the City of Atlanta, County of Fulton, State of Georgia under the name:

Official All Star Cafe
and that the type of business to be conducted is a full service restaurant and merchandise store and that said business is composed of the following person(s):
Robert L. Earl
Thomas Avallone
Scott E. Johnson
7380 Sand Lake Road
Suite 600
Orlando, FL 32818

#31
4/1-2 ca

APPLICATION TO REGISTER A BUSINESS TO BE CONDUCTED UNDER A TRADE NAME

STATE OF GEORGIA
COUNTY OF FULTON
The undersigned hereby certifies that it is conducting a business in the City of Roswell, County of Fulton, State of

Georgia under the name:
VIATLAN TIC
and that the nature of the business is Import/Export and that said business is composed of the following person(s):
Patricia Ann Villone
11286 Crosswood Circle
Mableton, GA 30127

#1
4/1-2 ca

AFFIDAVIT TO REGISTER TRADE NAME

STATE OF GEORGIA
COUNTY OF FULTON
Personally before the undersigned officer, authorized by law to administer oaths, appeared ALISON A. SCHNEIDER, who, after being duly sworn, deposes on oath and says that PROJECT MANAGEMENT SOLUTIONS, INC., a Georgia corporation whose address is 8205 Sullivan Hill Road, Atlanta, Georgia 30350 is trading under the name TALK SOLUTIONS, whose principal address is 8205 Sullivan Hill Road, Atlanta, Georgia 30350, the nature of some being a provider of local telephone service to the public and any activity relating to the foregoing.

This 5th day of March, 1997.
JASON Y. SCHNEIDER, P.C.
Attorney at Law
3340 Peachtree Road, N.E.
Suite 2550 Tower Place
Atlanta, Georgia 30325

#3

4/1-2 ca

APPLICATION TO REGISTER A BUSINESS TO BE CONDUCTED UNDER A TRADE NAME

STATE OF GEORGIA
COUNTY OF FULTON
The undersigned hereby certifies that it is conducting a business in the City of Atlanta, County of Fulton, State of Georgia under the name:

Accountants Inc.
and that the nature of the business is Temporary and Permit Placement and that said business is composed of the following corporation:
Accountants Inc. Services
111 Azusa Boulevard #400
Burlingame, CA 94010

#1
4/9-2 ca

APPLICATION TO REGISTER A BUSINESS TO BE CONDUCTED UNDER A TRADE NAME

STATE OF GEORGIA
COUNTY OF FULTON
The undersigned hereby certifies that it is conducting a business in the City of Atlanta, County of Fulton, State of Georgia under the name:

Quest Enterprises
and that the nature of the business is Consulting on Internet Access and that said business is composed of the following Person(s):
Sandra G. Jackson
2221 Peachtree Rd., N.E.
Suite 0 418
Atlanta, GA 30309

#1
4/9-2 ca

APPLICATION TO REGISTER A BUSINESS TO BE CONDUCTED UNDER A TRADE NAME

STATE OF GEORGIA
COUNTY OF FULTON
The undersigned hereby certifies that it is conducting a business in the City of Atlanta, County of Fulton, State of Georgia under the name:

Miltove Baking Co.
and that the nature of the business is wholesale Baking Co. and that said business is composed of the following corporation:
Randall Coryell, Karina Coryell,
Dongles, Landaw
280 Elizabeth St.
Atlanta, GA 30307

#1
4/2-2 ca

APPLICATION TO REGISTER A BUSINESS TO BE CONDUCTED UNDER A TRADE NAME

STATE OF GEORGIA
COUNTY OF FULTON
The undersigned hereby certifies that it is conducting a business in the City of Alpharetta, County of Fulton, State of Georgia under the name:

Retox Resource Management
and that the nature of the business is

Administrative Services and that said business is composed of the following partnership:

John V. DeJelle, Jr. and
Eileen DeJelle
325 Colton Ct.
Alpharetta, GA 30201

#1
4/9-2 ca

APPLICATION TO REGISTER A BUSINESS TO BE CONDUCTED UNDER A TRADE NAME

STATE OF GEORGIA
COUNTY OF FULTON
The undersigned does hereby certify that International Brachytherapy, Inc., is conducting a business as a corporation in the County of Fulton, in the State of Georgia, under the name:

IBI
and that the nature of the business is marketing and sales of products and services; and that the name and address of the corporation owning and carrying on said trade or business is:

International Brachytherapy, Inc.
5435 Heathridge Terrace
Duluth, Georgia 30136
CHOREY, TAYLOR & FELT,
ATTORNEYS AT LAW
The Lenox Building
Suite 1700
3399 Peachtree Road, N.E.
Atlanta, Georgia 30328-1148
Telephone: (404) 841-3200
Telefacsimile: (404) 841-3221

#24

4/9-2 ca

Advertisement to Bid

The Fulton County School System is soliciting sitework bids for the construction of a new elementary school. Qualified bidders should contact the Construction Manager as follows:
Heery/Mitchell Joint Venture
2875 Bantwood Highway, NW
Atlanta, GA 30318
Phone: (404) 799-1111
Facsimile: (404) 799-1850
Bids are due, Tuesday, April 24, 1997, 2:00 P.M. at N. Annex, 8760 Eves Road, Roswell, GA 30076.

It is the policy of the Fulton County Board of Education not to discriminate on the basis of race, color, sex, religion, national origin, age or disability in any employment practices, educational programs or any other programs, activities or services.

#1
3/28-4ann

INVITATION TO BID

Sealed proposals will be received at the office of the Fulton County Purchasing Agent, Suite 1167, 130 Peachtree Street, S.W., Atlanta, Georgia, until 11:00 a.m., (Eastern) time, for the following bids:

Opening Date, Department, Bid Number, Description
5/7/97, Parks & Recreation, 97002203A, 50 H.P. Tractors (John Deere or Equal)
4/29/97, Planning & Economic Development, 97000304B, Computer system, Hardware and Software
4/18/97, Public Works, 97001010C, Miscellaneous Sewer Pipe Fitting
4/18/97, Public Works, 97001033YC, Perishable Foods, (Meats, Poultry Vegetables, and Dairy
5/7/97, Public Works, 97001040YC, Dynamite & Demolition Services
We are on the internet our E-Mail address is as follows:
<http://www.fcpurchasing-mind-spring.com>

Bid forms and specifications are on file in Suite 1167, 130 Peachtree Street, S.W., Fulton County reserves the right to accept or reject any or all bids and to waive technicalities.

Fulton County has a Minority and Female Business Enterprise Participation Program. Failure to comply with this program may result in the rejection of your bid.

Shelie C. Pierce
Purchasing Agent

#102
4/9-2 ca

Public Sale

PUBLIC SALE

A Public Sale will be held for the following Abandoned Vehicles. Inspection and bids can be made with Nancy Zahn at RWL German Imports, 520 Edgewood Ave., N.E., Atlanta, Georgia 30312. (404) 588-1824 from 9:00 a.m. until 12:00 noon.
1977 - 3000 Mercedes Benz
VIN #123130120047630

1980 - 3201 BMW
VIN #7157106

1982 - 3000 Mercedes Benz
VIN #WDBA833ASC8015007
#3

3/28-14 ca

PUBLIC SALE

Personal property consisting of household and personal effects, office and other equipment, toys and appliances will be sold to satisfy owners lien for rent due i.a.w. 10-4-213. All items or spaces may not be available on the day of sale. We reserve the right to refuse any and all bids, buyers must secure spaces with own locks. No checks. Cash only.

At Public Storage, 2519 Chantilly Dr. Atlanta, GA on 4/22/97 at 3:30 pm
8038 W D Rice, E095 J Whitfield, E098 C Brown, E161 M Ferguson
#33

4/9-2ann

Public Auction

PUBLIC AUCTION

Take notice that on April 16, 1997 at 11:00 a.m., at the premises of Atlanta Auto Auction, 4900 Buffington Rd., Red Oak, Ga, the undersigned will sell at public sale for cash, as is reserving unto itself the right to withdraw the following motor vehicle - 1994 Chevrolet Corvette 1G1YY22P1R5106810 General Motors Acceptance Corporation.
#62

4/2-2 ca

**LOOKING FOR LAW BOOKS?
OFFICE SPACE?
EXPERT WITNESSES?
ADDITIONAL STAFF MEMBERS?
OFFICE FURNITURE?
A NEW HOME?
Turn to the Classifieds.**

Phone: (404) 589-8851 • Fax: (404) 523-5924

PROJECT MANAGEMENT SOLUTIONS, INC.
d/b/a Talk Solutions

EXHIBIT II

FINANCIAL CAPABILITY

Project Management Solutions, Inc. d/b/a Talk Solutions
Statement of Assets, Liabilities, and Equity
(Cash Basis)
as December 31, 1998

ASSETS

<u>Current Assets</u>	
Checking/Savings Accounts	\$ 27,652
Accounts Receivable	31,354
Other Assets	<u>23,067</u>
Subtotal	82,073
 Fixed Assets	 70,695
 Total Assets	 <u>\$ 152,769</u>

LIABILITIES AND EQUITY

<u>Current Liabilities:</u>	
Loans from Shareholders	\$ 76,434
Revolving Credit	12,173
Accounts Payable	395
Dealer Deposit	32,631
Other Current Liabilities	<u>5,734</u>
Subtotal	127,367
 Long Term Debt	 50,450
 Total Liabilities	 177,817
 Common Stock	 1,000
Capital Contributions	15,000
Owners Distribution	(25,930)
Retained Earnings	<u>(15,118)</u>
Total Equity	(25,048)
 Total Liabilities and Equity	 <u>\$ 152,769</u>

Project Management Solutions, Inc. d/b/a Talk Solutions
Statement of Revenue and Expenses
(Cash Basis)
January 1 - December 31, 1998

Revenue	
Cellular/PCS Commission	\$ 7,098
Pre-paid Local Telephone Service	1,248,679
Pre-paid Long Distance	<u>10,503</u>
Total Revenue	1,266,279
Cost of Goods Sold	
Cellular/PCS Costs	2,986
Pre-paid Local Telephone Service	865,263
Pre-paid Long Distance	<u>9,070</u>
Total Cost of Goods Sold	877,319
Gross Profit	388,960
Expenses	
Advertising	65,921
Contract Labor	10,771
Office Supplies	14,635
Payroll Expenses	119,219
Postage	8,263
Printing	10,691
Professional Fees	18,679
Rent	26,941
Telephone	18,540
Other	<u>41,131</u>
Total Expenses	334,791
Total Interest Income	1,403
Net Income	<u><u>\$ 55,572</u></u>

See Accompanying Accountant's Compilation Report

PROJECT MANAGEMENT SOLUTIONS, INC.
d/b/a Talk Solutions

EXHIBIT III

MANAGERIAL CAPABILITY

Management Profiles

Project Management Solutions, Inc. d/b/a Talk Solutions

Alison Schneider, President

Alison Schneider joined Ernst & Young as a staff consultant in the Financial Services Industry Consulting Practice in 1985. Here she held the positions of Senior Consultant and Manager. As a Manager, she was responsible to project planning, budgeting, staffing, implementation, training and follow-through including broad experience in the consolidation of operations and procedures.

In 1990, Mrs. Schneider joined Prudential Bank and Trust Company as Assistant Vice President of Financial Analysis. Here she developed a product profitability system which entailed formulating the system specification, selecting software, coordinating efforts of product areas in the bank and implementation.

From 1993 to 1997, Mrs. Schneider worked as an independent consultant. She provided assistance to Prudential Bank and Trust Company where she managed large scale, new product implementations, such as project management, operations consolidation and systems design. Twelve years of experience gave her a solid foundation for the creation of a telecommunication's company.

In 1997, Talk Solutions began operation in Atlanta, GA. Mrs. Schneider focuses her efforts in managing Marketing and Operations and oversees business development, new product development, advertising, incumbent phone company relationships, customer service and management of retail locations. Alison Schneider is a graduate of the University of Georgia (UGA) with a Bachelor of Business Administration in Management Information Systems.

Karen Goldman, Chief Executive Officer

Karen Goldman joined first Atlanta Corporation (now part of Wachovia Corporation) in 1983 as a staff accountant. She was promoted to Assistant Vice President and gained experience in the fields of retail banking financial analysis, corporate reporting and consolidations, and the annual planning process.

In 1988, Mrs. Goldman joined Speer and Associates as a bank consultant. Here she worked in the area of retail bank and credit card operation financial analysis. She created a model which analyzed profitability of products and services for her clients in order to improve their profitability. In 1990, Mrs. Goldman joined Prudential Bank and Trust as Assistant Vice President and Assistant Comptroller. Here she was responsible for corporate accounting, consolidations and business unit reporting.

In 1997, Mrs. Goldman's fourteen years of general accounting and financial analysis enabled her to join in the creation of Talk Solutions, where she manages the Financial and Administrative business units, including general accounting, managing banking relationships and financial planning. Karen Goldman is a graduate of the University of Alabama with a Bachelor of Science degree in Accounting.

PROJECT MANAGEMENT SOLUTIONS, INC.
d/b/a Talk Solutions

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, Project Management Solutions, Inc. d/b/a Talk Solutions 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.



DEPOSIT

DATE

May 24, 1999
Via Overnight Delivery

D141

MAY 25 1999

990674-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

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

RE: Initial Alternative Local Exchange Carrier Application of Project Management Solutions d/b/a Talk Solutions

Dear Ms. Bayo:

Enclosed for filing are the original and six (6) copies of the above referenced application of Project Management solutions d/b/a Talk Solutions.

Also enclosed is a check in the amount of \$250 for the filing fee.

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. Questions pertaining to this application should be directed to my attention at (407) 740-8575.

Thank you for your assistance.

Sincerely,

99 MAY 24
MAIL SERVICE

TECHNOLOGIES MANAGEMENT, INC.

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

NATIONSBANK
WINTER PARK, FL 32789

23130

5/24/1999

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.

DOCUMENT NUMBER - DATE

06560 MAY 25 99

TECHNOLOGIES MANAGEMENT, INC.

MEMO florida Public Service Commission

0023130