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(1928 - 1992)

\*Also admitted in Iowa.

\*\*Also admitted in California and North Carolina.

\*\*\*Also admitted in New York, Illinois and Washington, D.C.

August 6, 1999

Florida Public Service Commission  
Division of Administration  
2540 Shumard Oak Blvd.  
Gunter Building  
Tallahassee, FL 32399-0850

99000-T1

RE: Transfer of Ownership or Control of Communications Billing, Inc.

Dear Sir:

Communications Billing, Inc. ("CBI"), by its attorneys, hereby notifies the Florida Public Service Commission ("Commission") of the proposed transfer of ownership or control of CBI from its current shareholders through the assignment of all of CBI's corporate stock. It is our understanding that under the circumstances set forth below, no formal approval of the Commission is required for this transaction.

CBI, a Ohio corporation, is authorized to provide intrastate toll telecommunication services in Florida.<sup>1</sup> In addition, CBI is currently authorized as a reseller of intrastate, interexchange telecommunications services in 38 states. It also is authorized by the Federal Communications Commission to resell interstate and international service.

On August 5, 1999, the shareholders of CBI executed an Irrevocable Assignment of Stock and Power of Attorney Upon Conditions Met (the "Agreement") transferring all issued and outstanding capital stock of CBI from the current shareholders to Thomas M. Coughlin, Sr. and Philip A. Bethune. The transfer contemplated within the Agreement is expressly contingent upon CBI receiving requisite regulatory approval for the transaction of ownership or control.

The transfer of ownership or control of CBI from its current shareholders is in the public interest. The new shareholders will enhance CBI's ability to compete in the market for telecommunication services in Florida and elsewhere. CBI believes this transaction will permit CBI to operate more efficiently and thus to compete more effectively.

<sup>1</sup>Communications Billing was authorized by the Commission in Docket No. 981019-T1 to provide intrastate telecommunications services as a reseller effective November 13, 1998. DATE

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PREPARED BY REPORTING

EARLY, LENNON, PETERS & CROCKER, P.C.

Sir  
August 5, 1999  
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In addition, CBI will have access to the financial resources it needs to introduce new products and services and to respond to competition in the competitive telecommunications environment in Florida. Over time, consumers in Florida will benefit from a greater number of products and service options, as well as lower prices.

After the transfer of ownership or control, CBI will continue to operate as it has in the past, using the same name, tariff, and operating authority. Thus, the transfer of ownership or control will be transparent to, and will have no adverse impact upon the CBI's customers.

Questions concerning this matter should be directed to Patrick D. Crocker at the address indicated below:

Patrick D. Crocker  
EARLY, LENNON, PETERS & CROCKER, P.C.  
900 Comerica Building  
Kalamazoo, MI 49007

Finally, please stamp the enclosed duplicate copy of this letter and return it to our firm using the self-addressed, stamped envelope provided.

Respectfully submitted,

**Communications Billing, Inc.**

By: \_\_\_\_\_

Patrick D. Crocker  
EARLY, LENNON, PETERS & CROCKER, P.C.  
Attorney for Communications Billing, Inc.