



August 24, 1999  
Via Overnight Delivery

210 N. Park Ave.  
Winter Park, FL  
32789

Ms. Blanca Bayo, Director  
Division of Records and Reporting  
Florida Public Service Commission  
2540 Shumard Oak Boulevard  
Tallahassee, FL 32399-0870

991216-TI

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

**RE: Application for Authority to Provide Interexchange Telecommunications Service by Meridian Telecommunications, Inc., within the State of Florida**

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

Dear Ms. Bayo:

Enclosed for filing is one (1) original and six (6) copies of the Application for Authority to Provide Interexchange Telecommunications Service by Meridian Telecommunications, Inc. ("Meridian"), within the State of Florida. A check in the amount of \$250 made payable to the Florida Public Service Commission is enclosed with this application.

Please acknowledge receipt of this filing by returning the extra copy of this letter, file stamped, in the self-addressed, stamped envelope enclosed for that purpose.

Questions regarding this filing may be directed to me via telephone at (407) 740-8575 or via e-mail at [akurdle@tminc.com](mailto:akurdle@tminc.com). Thank you for your cooperation and assistance.

Sincerely,

Aaron Kurdle  
Consultant to  
Meridian Telecommunications, Inc.

AOK

cc: Rick Brothers - Meridian

File: Meridian - FL IXC

TMS: FLi9900

Check received with filing and forwarded to Fiscal for deposit. Fiscal to forward a copy of check to FAR with proof of deposit.

Initials of person who forwarded check:

\_\_\_\_\_

DOCUMENT NUMBER-DATE

10161 AUG 25 99

FPSC-RECORDS/REPORTING

RECEIVED  
FLORIDA PUBLIC  
SERVICE COMMISSION  
MAIL ROOM  
99 AUG 25 PM 1:47

**FLORIDA PUBLIC SERVICE COMMISSION  
DIVISION OF COMMUNICATIONS  
BUREAU OF SERVICE EVALUATION**

**APPLICATION FORM  
for  
AUTHORITY TO PROVIDE  
INTEREXCHANGE TELECOMMUNICATIONS SERVICE  
WITHIN THE STATE OF FLORIDA**

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**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 Boulevard  
Gunter Building  
Tallahassee, Florida 32399-0850  
(904) 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.  
Gunter Building  
Tallahassee, Florida 32399-0850  
(904) 413-6251**

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.
- 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 noncertificated company)

**Approval for transfer of control** (To another certificated company.)

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

**Meridian Telecommunications, Inc.**

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

**N/A: Company is a FL company, based in FL.**

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

**Street: 1744 Golfview Drive**  
**P.O. Box: 423247**  
**City: Kissimmee**  
**State: FL**  
**Zip Code: 34742-3247**

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

**Street:** 1744 Golfview Drive  
**P.O. Box:** 423247  
**City:** Kissimmee  
**State:** FL  
**Zip Code:** 34742-3247

7. Structure of organization:

- |                          |                     |                                     |                     |
|--------------------------|---------------------|-------------------------------------|---------------------|
| <input type="checkbox"/> | Individual          | <input checked="" type="checkbox"/> | <b>Corporation</b>  |
| <input 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 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 the 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: P96000100168**

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

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

Fictitious name registration number:

- (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.

**No officer, director or stockholder of the Company has been adjudged bankrupt, mentally incompetent, or found guilty of any felony or of any crime. No officer, director or stockholder of the Company are involved in proceedings which may result in such action.**

- (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 the company, give reason why not.

**No officer, director, partner or stockholder of the Company is an officer, director or stockholder in any other Florida certificated telephone company.**

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

(a) The application:

**Name:** Aaron Kurdle  
**Company:** Technologies Management, Inc.  
**Title:** Consultant to Meridian Telecommunications, Inc.  
**Address:** 210 N. Park Ave.  
**City, State, Zip:** Winter Park, Florida 32790-0200  
**Telephone No.:** (407) 740-8575  
**Fax No.:** (407) 740-0613  
**Internet E-Mail Address:** akurdle@tminc.com  
**Internet Website Address:** <http://www.tminc.com>

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

**Name:** Richard M. Brothers  
**Title:** CEO  
**Address:** 1744 Golfview Drive, 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:** <http://www.meridiantele.com>

(c) Tariff:

**Name:** Aaron Kurdle  
**Company:** Technologies Management, Inc.  
**Title:** Consultant to Meridian Telecommunications, Inc.  
**Address:** 210 N. Park Ave.  
**City, State, Zip:** Winter Park, Florida 32790-0200  
**Telephone No.:** (407) 740-8575  
**Fax No.:** (407) 740-0613  
**Internet E-Mail Address:** akurdle@tminc.com  
**Internet Website Address:** <http://www.tminc.com>

(d) Complaints/Inquiries from customers:  
**Customer Service Manager**

**Name:** Lori A. Brothers  
**Title:** Administration/Operations  
**Address:** 1744 Golfview Drive, 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:** lori@meridiantele.com  
**Internet Website Address:** <http://www.meridiantele.com>

11. List the states in which the applicant:

(a) Has operated as an interexchange carrier.

**None**

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

**None**

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

**None**

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

**Not applicable**

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

**Not applicable**

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

**None**

12. What services will the applicant offer to other certified telephone companies:

- |                                     |                         |                          |           |
|-------------------------------------|-------------------------|--------------------------|-----------|
| <input type="checkbox"/>            | Facilities              | <input type="checkbox"/> | Operators |
| <input type="checkbox"/>            | Billing and Collection  | <input type="checkbox"/> | Sales     |
| <input checked="" type="checkbox"/> | Maintenance             |                          |           |
| <input checked="" type="checkbox"/> | Other: <u>Equipment</u> |                          |           |

13. Do you have a marketing program?

**Yes**

14. Will your marketing program:

**N/A**

- Pay commissions?
- Offer sales franchises?
- Offer multi-level sales incentives?
- Offer other sales incentives?

15. Explain any of the orders checked in question 14 (to whom, what amount, type of franchise, etc.).

**All sales and marketing will be done with our in-house professionals.**

16. Who will receive the bills for your service (check all that apply)?

- |                                     |                       |                                     |                           |
|-------------------------------------|-----------------------|-------------------------------------|---------------------------|
| <input checked="" type="checkbox"/> | Residential customers | <input checked="" type="checkbox"/> | Business customers        |
| <input type="checkbox"/>            | PATS providers        | <input type="checkbox"/>            | PATS station end-users    |
| <input checked="" type="checkbox"/> | Hotels & motels       | <input checked="" type="checkbox"/> | Hotel & motel guests      |
| <input type="checkbox"/>            | Universities          | <input checked="" type="checkbox"/> | Univ. dormitory residents |
| <input type="checkbox"/>            | Other:(specify) _____ |                                     |                           |

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?

**Yes, the name of the Company will appear on the Bill.**

(b) The name and address of the firm who will bill for your service.

**ZPDI will bill 0+ calls.**

**The Company will bill 1+ calls to business customers.**

**The LEC will bill 1+ calls to residential customers.**

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

A. Financial Capability

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

**See Attachment III.**

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.

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 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.

**See Attachment IV.**

C. Technical capability.

**The key employees of the Company have significant experience in planning, implementing, and managing telecommunications systems for business customers.**

**Additionally, as an agent for other operator service providers, Meridian is experienced in dealing with the routing, branding, billing, and rating issues that are critical to the successful implementation of operator assisted services.**

**Profiles of key management personnel are provided in Exhibit IV in support of the Applicant's technical and managerial capabilities.**

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).

**See Attachment II.**

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 mbps, DS-3, etc.)**
  
- Travel service**
  - Method of access is 950
  - Method of access is 800
  
- 900 service**
  
- Operator Services**
  - Available to presubscribed customers
  - Available to non presubscribed customers (for example, patrons of hotels, students in universities, patients in hospitals.
  - Available to inmates
  
- Services included are:**
  - Station assistance
  - Person to person assistance
  - Directory assistance
  - Operator verify and interrupt
  - Conference calling

21. What does the end user dial for each of the interexchange carrier services that were checked in services included (above).

**For travel service calls the Customer will dial an 800 access number + identification number + plus the destination telephone number.**

**For operator assisted services, the Customer will dial 0.**

**For automated operator services, where available, the Customer will dial 0+ the destination telephone number.**

**For direct dial services, the Customer will dial 1+destination telephone the number.**

22. Other:

**\*\* APPLICANT ACKNOWLEDGMENT 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:**

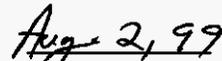
I acknowledge receipt and understanding of the Florida Public Service Commission's Rules and Orders relating to my provision of interexchange telephone service in Florida. I also understand that it is my responsibility to comply with all current and future Commission requirements regarding interexchange service.

**7. 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

  
Date

Richard M. Brothers, CEO  
Meridian Telecommunications, Inc.  
1744 Golfview Drive  
P.O. Box 423247  
Kissimmee, FL, 34742-3247  
Telephone: (407) 932-4494  
Facsimile: (407) 932-2466

**APPENDICES:**

- A - CERTIFICATE TRANSFER STATEMENT
- B - CUSTOMER DEPOSITS AND ADVANCE PAYMENTS
- C - INTRASTATE NETWORK
- D - FLORIDA TELEPHONE EXCHANGES AND EAS ROUTES

**ATTACHMENTS:**

- I - AUTHORITY TO OPERATE IN FLORIDA
- II - PROPOSED TARIFF
- III - FINANCIAL STATEMENTS
- IV - MANAGERIAL AND TECHNICAL CAPABILITIES

**\*\* APPENDIX A \*\***

**CERTIFICATE OF TRANSFER STATEMENT**

I, \_\_\_\_\_, of \_\_\_\_\_, and current holder of certificate number \_\_\_\_\_, have reviewed this application and join in the petitioner's request for a transfer of the above-mention certificate.

**Not Applicable**

**UTILITY OFFICIAL:** \_\_\_\_\_  
Signature Date

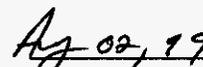
**CUSTOMER DEPOSITS AND ADVANCE PAYMENTS**

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):

- 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

Richard M. Brothers, CEO  
Meridian Telecommunications, Inc.  
1744 Golfview Drive  
P.O. Box 423247  
Kissimmee, FL, 34742-3247  
Telephone: (407) 932-4494  
Facsimile: (407) 932-2466

**INTRASTATE NETWORK**

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

- 1) **None.**
- 2)
- 3)
- 4)

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

- 1) **None.**
- 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) **None.**
- 2)
- 3)

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)

**Statewide**

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).

**Not applicable**

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 service begin?

**Not applicable**

(b) If the services are not currently offered, when were they discontinued?

**Not applicable.**

UTILITY OFFICIAL:

  
Signature

Aug 03, 99  
Date

Richard M. Brothers, CEO  
Meridian Telecommunications, Inc.  
1744 Golfview Drive  
P.O. Box 423247  
Kissimmee, FL, 34742-3247  
Telephone: (407) 932-4494  
Facsimile: (407) 932-2466

**\*\* 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 \*\***

**Extended Service Area with These Exchanges**

<b>PENSACOLA:</b>	Cantonment, Gulf Breeze, Pace, Milton Holley-Navarre.
<b>PANAMA CITY:</b>	Lynn Haven, Panama City Beach, Youngstown-Fountain and Tyndall AFB.
<b>TALLAHASSEE:</b>	Crawfordville, Havana, Monticello, Panacea, Sopchoppy and St. Marks.
<b>GAINESVILLE:</b>	Alachua, Archer, Brooker, Hawthorne, High Springs, Melrose, Micanopy, Newberry and Waldo.
<b>OCALA:</b>	Bellevue, Citra, Dunnellon, Forest Lady Lake (B21), McIntosh, Iklawaha, Orange Springs, Salt Springs and Silver Springs Shores.
<b>DAYTONA BEACH:</b>	New Smyrna Beach.
<b>TAMPA:</b>	Central           None East             Plant City North            Zephyrhills South            Palmetto West             Clearwater
<b>CLEARWATER:</b>	St. Petersburg, Tampa-West and Tarpon Springs.

**\*\* FLORIDA EAS FOR MAJOR EXCHANGES, (Continued) \*\***

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 Creet, 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.

**Meridian Telecommunications, Inc., intends to offer service throughout the State of Florida.**

**ATTACHMENT I**

**AUTHORITY TO OPERATE IN FLORIDA**

# State of Florida



## Department of State

I certify from the records of this office that MERIDIAN TELECOMMUNICATIONS, INC. is a corporation organized under the laws of the State of Florida, filed on December 6, 1996.

The document number of this corporation is P96000100168.

I further certify that said corporation has paid all fees and penalties due this office through December 31, 1999, that its most recent annual report was filed on March 29, 1999, and its status is active.

I further certify that said corporation has not filed Articles of Dissolution.

Given under my hand and the  
Great Seal of the State of Florida  
at Tallahassee, the Capitol, this the  
Fifth day of April, 1999



CR2EO22 (1-99)

*Katherine Harris*

Katherine Harris  
Secretary of State



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.

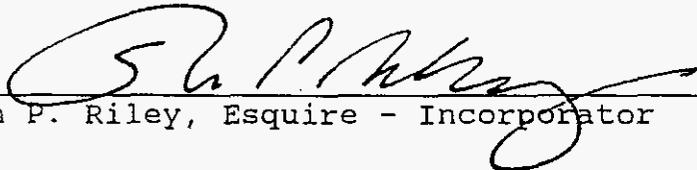
ARTICLE X. INCORPORATOR

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.

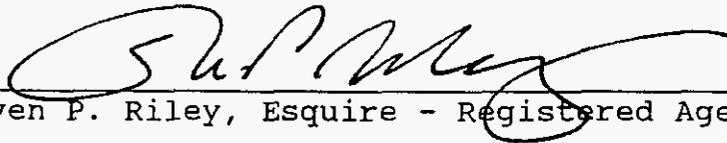
ARTICLE XI. AMENDMENT

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.



Steven P. Riley, Esquire - Incorporator

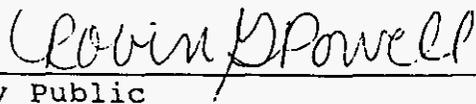
I hereby accept my designation as resident agent and agree to serve as the resident agent of Meridian Telecommunications, Inc. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for Meridian Telecommunications, Inc.



Steven P. Riley, Esquire - Registered Agent

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.



Notary Public



ROBIN G POWELL  
My Commission CC463502  
Expires Jun. 22, 1999  
Bonded by HAI  
800-422-1555

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

**ATTACHMENT II**

**PROPOSED TARIFF**

**TITLE SHEET**

INTEREXCHANGE TELECOMMUNICATIONS TARIFF  
OF FLORIDA

**Meridian Telecommunications, Inc.**

This tariff is filed in accordance with the Florida Public Service Commission. All services contained in this tariff are competitive.

This tariff contains the descriptions, regulations, and rates applicable to the furnishing of service and facilities for interexchange telecommunications services provided by Meridian Telecommunications, Inc., within the State of Florida. This tariff is on file with the Public Service Commission. Copies may be inspected during normal business hours at the Company's principal place of business, at 1744 Golfview Drive, Kissimmee, Florida 34742

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Issued By:

Richard M. Brothers, CEO  
1744 Golfview Drive  
Kissimmee, Florida 34742  
(800) 576-6036

Effective:

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**CHECK SHEET**

All sheets 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 of the bottom of this page.

<u>SHEET</u>	<u>REVISION</u>	<u>SHEET</u>	<u>REVISION</u>
1	Original	23	Original
2	Original	24	Original
3	Original	25	Original
4	Original	26	Original
5	Original	27	Original
6	Original	28	Original
7	Original	29	Original
8	Original	30	Original
9	Original	31	Original
10	Original	32	Original
11	Original	33	Original
12	Original	34	Original
13	Original	35	Original
14	Original	36	Original
15	Original		
16	Original		
17	Original		
18	Original		
19	Original		
20	Original		
21	Original		
22	Original		

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**SYMBOLS**

The following symbols are used for the purposes indicated below:

- \*** - Indicates new or revised tariff sheet included with this filing.
- D** - Delete or discontinue.
- I** - Increase to a rate.
- M** - Moved from another tariff location.
- N** - New.
- R** - Reduction to a rate.
- T** - Change in text but no change in rate or regulation.

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**TARIFF FORMAT**

**A. Sheet Numbering** - Sheet numbers appear in the upper right corner of the page. Sheets are numbered sequentially. However, new sheets are occasionally added to the tariff. When a new sheet is added between sheets already in effect, a decimal is added. For example, a new sheet added between sheets 14 and 15 would be 14.1.

**B. Sheet Revision Numbers** - Revision numbers appear in the upper right corner of each page. These numbers are used to determine the most current sheet version on file with the Florida Public Service Commission. For example, the 4th revised Sheet 14 cancels the 3rd revised Sheet 14. Because of various suspension periods, deferrals, etc. the Florida Public Service Commission follows in its tariff approval process, the most current sheet number on file with the Commission is not always the tariff in effect. Consult the Check Sheet for the sheet currently in effect.

**C. Paragraph Numbering Sequence** - There are nine levels of paragraph coding. Each level of coding is subservient to its next higher level:

- 2.
- 2.1
- 2.1.1
- 2.1.1.A.
- 2.1.1.A.1.
- 2.1.1.A.1.(a)
- 2.1.1.A.1.(a).I.
- 2.1.1.A.1.(a).I.(i).
- 2.1.1.A.1.(a).I.(i).(1)

**D. Check Sheets** - When a tariff filing is made with the Florida Public Service Commission, an updated Check Sheet accompanies the tariff filing. The Check Sheet lists the sheets contained in the tariff, with a cross reference to the current revision number. When new pages are added, the Check Sheet is changed to reflect the revision. All revisions made in a given filing are designated by an asterisk (\*). There will be no other symbols used on this page if these are the only changes made to it (i.e., the format, etc. remain the same, just revised revision levels on some pages.) The tariff user should refer to the latest Check Sheet to find out if a particular sheet is the most current on file with the Florida Public Service Commission.

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**SECTION 1 - TECHNICAL TERMS AND ABBREVIATIONS**

**Access Line** - A local channel for voice, data, or video communications which connects the Customer location to a location of the Company or its underlying carrier.

**Account** - The Customer who has agreed, orally or in writing, to honor the terms of service established by the Company. An Account may have more than one service billed to the same Customer address. An Account may include multiple locations for the same Customer.

**Aggregator** - Any person or other legal entity that may be a Customer and, in the ordinary course of its operations, makes telephones available to the public or to transient users of its premises, for telephone calls using a provider of operator services.

**Authorization Code** - A pre-defined series of numbers to be dialed by the Customer upon access to the Company's system to identify the caller and validate the caller's authorization to use the services provided. The Customer is responsible for charges incurred through the use of his or her assigned Authorization Code.

**Business Customer** - For the purpose of this tariff, a Business Customer is a Customer of the Company whose primary use of the Company's service is for business purposes. A Business Customer is also a Customer who accesses the Company's service using an access line that has been assigned a business class of service by the local service provider.

**Collect Call** - A billing arrangement by which the charges for a call may be billed to the called party, provided the called party agrees to accept the charges.

**Commission** - The Florida Public Service Commission.

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**SECTION 1 - TECHNICAL TERMS AND ABBREVIATIONS, (CONT'D.)**

**Company** - Meridian Telecommunications, Inc., unless stated otherwise.

**Company's Point of Presence** - Location of the serving central office associated with access to the Company's or its underlying carrier's network.

**Consumer** - A person who is not a Customer who initiates any telephone calls using operator services.

**Customer** - Any person, firm, partnership, corporation or other entity which subscribes to or uses service under the terms and conditions of this tariff. The Customer is responsible for the payment of charges for service offered by the Company which are subscribed to or used by the Customer. The Customer is also responsible for payment of charges for a third person's use of service to which the Customer subscribes.

**Customer Dialed Calling Card** - A service whereby the Customer dials all of the digits necessary to route and bill the call to a valid non-Meridian calling card or credit card.

**Equal Access** - The ability of the Company to serve Customers on a presubscribed basis rather than through the use of dial access codes.

**Initial And Additional Period** - The Initial Period denotes the interval of time allowed at the rate specified for a connection between given service points. The Additional Period denotes the interval of time used for measuring and charging for time in excess of the Initial Period.

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**SECTION 1 - TECHNICAL TERMS AND ABBREVIATIONS, (CONT'D.)**

**LATA** - Local access and transport area. A geographic area established by the US District Court for the District of Columbia in Civil Action No. 82-0192.

**LEC** - Local Exchange Company

**Operator Station Call** - A service whereby the Customer places a non-Person to Person call with the assistance of an operator (live or automated.)

**Person to Person Call** - A service whereby the person originating the call specifies a particular person to be reached, or a particular station, room number, department, or office to be reached through a PBX attendant.

**Premises** - The physical space designated by the Customer for the termination of the Company's service.

**Residential Customer** - For the purpose of this tariff, a Residential Customer is a Customer of the Company whose primary use of the Company's service is for personal use in a house, apartment or other residential dwelling unit. A Residential Customer is also a Customer who accesses the Company's service using an access line that has not been assigned a business class of service by the local service provider.

**Switched Access** - A method for reaching the Company through the local service provider's switched network whereby the Customer uses standard business or residential local lines.

**Terminal Equipment** - Telecommunications devices, apparatus and associated wiring on the Premises of the Customer.

**Third Party Billing** - A billing arrangement by which the charges for a call may be billed to a telephone number that is different from the calling number and the called number.

**Travel Card** - A proprietary calling card offered by Meridian Telecommunications, Inc. which is accessed by dialing a Company-provided access number.

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**SECTION 2 - RULES AND REGULATIONS**

**2.1 Undertaking of Meridian**

- 2.1.1 The Company offers intrastate telecommunications service in conjunction with interstate and international service.
- 2.1.2 Meridian installs, operates, and maintains the communications services provided hereunder in accordance with the terms and conditions set forth under this tariff. Meridian may act as the Customer's agent for ordering access connection facilities provided by other carriers or entities, when authorized by the Customer. The Company's services are provided on a monthly basis, unless ordered on a longer term basis, and are available twenty-four hours per day.
- 2.1.3 No charges apply to incomplete calls.

**2.2 Limitations**

- 2.2.1 Service is offered subject to the availability of the necessary facilities and equipment, or both facilities and equipment, and subject to the provisions of this tariff.
- 2.2.2 The Company 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'D)****2.2 Limitations, (Cont'd)**

**2.2.4** All facilities provided under this tariff are directly controlled by the Company and the Customer may not transfer or assign the use of service or facilities without the express written consent of the Company. Such transfer or assignment shall only apply where there is no interruption of the use or location of the service or facilities.

**2.2.5** Prior written permission from the Company is required before any assignment or transfer. All regulations and conditions contained in this tariff shall apply to all such permitted assignees or transferees, as well as all conditions of service.

**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**

**2.4.1** The Company 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'D)**

**2.4 Liabilities of Company, (Cont'd)**

- 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, 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** 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.

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**SECTION 2 - RULES AND REGULATIONS, (CONT'D)**

**2.5 Deposits**

The Company does not require a deposit from the Customer.

**2.6 Advance Payments**

The Company does not require advance payments from the Customer.

**2.7 Taxes and Fees**

**2.7.1** State and local taxes (i.e., gross receipts tax, sales tax, municipal utilities tax) are listed as separate line items on the Customer's bill and are not included in the quoted rates and charges set forth in this tariff.

**2.7.2** To the extent that a municipality, other political subdivision or local agency of government, or Commission imposes upon and collects from the Company a gross receipts tax, occupation tax, license tax, permit fee, franchise fee, or regulatory fee, such taxes and fees shall, insofar as practicable and allowed by law, be billed pro rata to Customers receiving service from the Company within the territorial limits of such municipality, other political subdivision or local agency of government.

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**SECTION 2 - RULES AND REGULATIONS, (CONT'D)****2.7 Taxes and Fees, (cont'd.)****2.7.3 Pay Telephone Surcharge**

In order to recover the Company's expenses to comply with the FCC's pay telephone compensation plan effective on October 7, 1997 (FCC 97-371), an undiscountable per call charge is applicable to all intrastate that originate from any domestic pay telephone used to access the Company's services for which the pay telephone operator is not other compensated, including calls that originate by dialing 1+800 or 888+NXX+XXXX; 1+950+XXXX; NPA-NXXX; or 0+. The Pay Telephone Surcharge, which is in addition to standard tariffed usage any applicable service charges and surcharges associated with the Company's service, applies for the use of the instrument used to access the Company service and is unrelated to the Company's service accessed from the pay telephone.

Pay telephones include coin-operated and coinless phones owned by local telephone companies, independent companies and other interexchange carriers. The Pay Telephone Surcharge applies to the initial completed call and any reoriginated call (i.e., using the "#" symbol).

Whenever possible, the Pay Telephone Surcharge will appear on the same invoice containing the usage charges for the surcharged call. In cases where proper pay telephone coding digits are not transmitted to the Company prior to completion of a call, the Pay Telephone Surcharge may be billed on a subsequent invoice after the Company has obtained information from a carrier that the originating station is an eligible pay telephone.

The Pay Telephone Surcharge does not apply to calls placed from pay telephones at which the Customer pays for service by inserting coins during the progress of the call.

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**SECTION 2 - RULES AND REGULATIONS, (CONT'D)**

**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 or key system. Such terminal equipment shall be furnished and maintained at the expense of the Customer.

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**SECTION 2 - RULES AND REGULATIONS, (CONT'D)****2.9 Installation**

Service is installed upon mutual agreement between the Customer and the Company.

**2.10 Payment for Service**

The Customer is responsible for payment of all charges for services and equipment furnished to the Customer or to an Authorized User of the Customer by the Company. All charges due by the Customer are payable to the Company or to the Company's authorized billing agent. Terms of payment shall be according to the rules and regulations of the billing agent and subject to the rules of regulatory agencies, such as the Florida Public Service Commission. Any objections to billed charges must be reported to the Company or its billing agent. Adjustments to Customer's bills shall be made to the extent that circumstances exist which reasonably indicate that such changes are appropriate.

**2.11 Interconnection**

Service furnished by the Company may be connected with the services or facilities of other carriers. Such service or facilities, if used, are provided under the terms, rates, and conditions of the other carrier. The Customer is responsible for all charges billed by other carriers for use in connection with the Company. Any special interface equipment or facilities necessary to achieve compatibility between carriers is the responsibility of the Customer.

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**SECTION 2 - RULES AND REGULATIONS, (CONT'D)****2.12 Cancellation and Restoration of Service**

Service continues to be provided until canceled by the Customer or until canceled by the Company as set forth below. The Company may render bills subsequent to the termination of service for charges incurred before termination. The Customer shall pay such bills in full in accordance with the payment terms of this tariff.

**2.12.1 Cancellation by the Customer**

The Customer may have service discontinued upon written or verbal notice to the Company. The Customer shall pay the Company for service furnished until the cancellation date specified by the Customer or until the date that the written cancellation notice is received, whichever is later.

**2.12.2 Refusal, Suspension or Cancellation by the Company**

- A. The Company may disconnect service to any Customer after five (5) days written notice for any reason stated below:
1. For failure of the Customer to pay a bill for service when due;
  2. For failure of the Customer to meet the Company's deposit and credit requirements;
  3. For failure of the Customer to make proper application for service;
  4. For the Customer's violation of any of the utility's rules on file with the Commission;
  5. For failure of the Customer to provide the utility reasonable access to its equipment and property;
  6. For failure of the Customer to furnish such service, equipment and/or rights-of-way necessary to service said Customer as shall have been specified by the Company as a condition of obtaining service; or

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**SECTION 2 - RULES AND REGULATIONS, (CONT'D)**

**2.12 Cancellation and Restoration of Service, (Cont'd)**

**2.12.2 Refusal, Suspension or Cancellation by the Company, (Cont'd)**

**A. (Cont'd.)**

7. When necessary for the utility to comply with any order or request or any governmental authority having jurisdiction.

**B. Disconnection of Service without Notice**

Without notice, the Company may disconnect service to any Customer for any reason stated below:

1. In the event of tampering with the Company's equipment
2. In the event of a condition determined to be hazardous to the Customer, to other Customers of the Company, to the Company's equipment, the public, or to employees of the Company; or;
3. In the event of a Customer's use of equipment in such a manner as to adversely affect the Company's equipment or the Company's service to others.

**2.12.3 Restoration of Service**

If service has been discontinued for a valid cause by the Company as otherwise provided herein and the Customer wishes it continued, service shall, at the Company's discretion, be restored when all past due amounts are paid or the event giving rise to the discontinuance (if other than nonpayment) is corrected.

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**SECTION 2 - RULES AND REGULATIONS, (CONT'D)**

**2.13 Inspection, Testing, and Adjustment**

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

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**SECTION 2 - RULES AND REGULATIONS, (CONT'D)**

**2.14 Cost of Collection and Repair**

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

**2.15 Reservation of Toll Free "800/888" Numbers**

The Company will make every effort to reserve Toll Free "800/888" vanity numbers for Customers, but makes no guarantee or warranty that the requested number(s) will be available.

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Issued By:

Richard M. Brothers, CEO  
1744 Golfview Drive  
Kissimmee, Florida 34742  
(800) 576-6036

Effective:

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**SECTION 2 - RULES AND REGULATIONS, (CONT'D)****2.19 Rules Applicable to Operator Services Provided to Aggregator Locations**

**2.19.1** Subscribers who provide service to the transient public (aggregators) must place a notice on or near each instrument that provides transient access to the Company's operator services. The notice will be provided by the Company unless contractual agreement transfers the requirement to the call aggregator (as is frequently the case for LEC-provided public or semi-public service.) In all cases the notice will include the following information, customized for the individual installation:

- (A) InterLATA operator service is provided by Meridian Telecommunications, Inc.
- (B) Per Call Service Charges: [as per product description and rate described elsewhere in this tariff]
- (C) Calls may be billed to most telephone company calling cards or to major credit cards such as MasterCard or American Express.
- (D) Please consult the local telephone company directory or local telephone company operator for intraLATA dialing instructions and rates.
- (E) To place an interLATA call dial [access code where applicable] + 0 + area code + interLATA telephone number.
- (F) The establishment surcharge for Local Calls is: \$X.XX/X% (to be billed by establishment).
- (G) The establishment surcharge for Long Distance Calls is: \$X.XX/X% (to be billed by establishment).
- (H) The Company's interLATA rates may be obtained by dialing [the toll free number provided by Meridian Telecommunications, Inc.

When the premises equipment functions differently than stated above, the tent card or sticker will be modified to reflect the actual dialing pattern.

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**SECTION 2 - RULES AND REGULATIONS, (CONT'D)**

**2.19 Special Conditions Applicable to Operator Services, (cont'd.)**

- 2.19.2** Any applicable surcharges billed at check out time by a hotel/motel Subscriber for local or long distance calls must also be stated on the tent card. Subscriber surcharges will not be billed on telephone bills by Meridian Telecommunications, Inc.
- 2.19.3** So long as Florida Rules require all "0-" (zero minus) calls will be routed to the local exchange carrier. Where the capability exists, the local exchange carrier will route 0-interLATA calls to the presubscribed carrier of the access line. In all other cases the local carrier will route 0- interLATA calls as determined by applicable state and federal laws.
- 2.19.4** Calls handled and billed by Meridian will be audibly and distinctly branded "Meridian Communications" at the beginning and end of the operator treatment portion of the call and prior to the commencement of billing. Callers may disconnect from the call after the brand and prior to connection without incurring any call charges.

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**SECTION 3 - DESCRIPTION OF SERVICE**

**3.1 General**

Meridian provides direct dialed (1+), toll-free, calling card and operator assisted services for communications originating and terminating within the State of Florida. The Company's services are available twenty-four hours per day, seven days a week. Intrastate service is offered in conjunction with interstate and international service.

Customers are charged individually for each call placed using the Company's service. Charges may vary by service offering, mileage band, class of call, time of day, day of week, calling volume and/or call duration. Customers are billed based on their use of Meridian's services and network. No installation charges apply.

Customers can expect a call completion rate of not less than 90% during peak use periods for Feature Group D 1+ dialing. The call completion rate is calculated as the number of calls completed (including calls completed to a busy line or to a line which remains unanswered by the called party) divided by the number of calls attempted.

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**SECTION 3 - DESCRIPTION OF SERVICE, (CONT'D)****3.2 Calculation of Distance**

Usage charges for all mileage sensitive products are based on the airline distance between the Rate Centers associated with the originating and terminating points of the call.

The distance between the originating and terminating points is calculated by using the "V" and "H" coordinates of the Rate Centers as defined by BellCore (Bell Communications Research), in the following manner:

- Step 1 -** Obtain the "V" and "H" coordinates for the Rate Center of the originating and the destination points.
- Step 2 -** Obtain the difference between the "V" coordinates of each of the Rate Centers. Obtain the difference between the "H" coordinates.
- Step 3 -** Square the differences obtained in Step 2.
- Step 4 -** Add the squares of the "V" difference and "H" difference obtained in Step 3.
- Step 5 -** Divide the sum of the square obtained in Step 4 by ten (10). Round to the next higher whole number if any fraction results from the division.
- Step 6 -** Obtain the square root of the whole number obtained in Step 5. Round to the next higher whole number if any fraction is obtained. This is the distance between the originating and terminating points of the call.

**Formula:**

$$\sqrt{\frac{(V_1 - V_2)^2 + (H_1 - H_2)^2}{10}}$$

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**SECTION 3 - DESCRIPTION OF SERVICE, (CONT'D)**

**3.3 Call Timing**

- 3.3.1** Long distance usage charges are based on the actual usage of the Company's network. Chargeable time begins when the calling and the called station are connected. Call timing is determined using industry standard methods of answer supervision, including hardware and software answer detection.
- 3.3.2** Chargeable time ends when the calling service point terminates, thereby releasing the network connection.
- 3.3.3** Unless otherwise specified in this tariff, usage is measured in one (1) minute increments for billing purposes. Partial usage will be rounded up to the next highest whole minute. All calls are rounded to the next highest billing increment. Any partial cents per call will be rounded up to the next highest cent.
- 3.3.4** Unless flat rated, usage charges are determined by the time of day rate periods and minutes of use within each rate period. The rate period is determined by the time and day of call originating at the Customer's Location.
- 3.3.5** No charges apply to unanswered calls.

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**SECTION 3 - DESCRIPTION OF SERVICE, (CONT'D)****3.4 Time-Of-Day Rate Periods**

Unless otherwise specified in the product description in this tariff, the following time-of-day and day-of-week rate periods are applicable to all calls. Evening rates shall apply to all calls placed on the Company's recognized Holidays except when a lower rate would normally apply.

Peak	7:00 am to 6:59 pm
Off Peak	7:00 pm to 6:59 am

Calls are billed based on the rate in effect for the actual time-of-day rate period(s) during which the call occurs. Calls that cross rate period boundaries are billed the rate in effect in that boundary for each portion of the call.

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**SECTION 3 - DESCRIPTION OF SERVICE, (CONT'D)**

**3.4 (Cont'd)**

**Holiday Rates**

Calls on the following Company-recognized Holidays are rated at the Off Peak Rate Period rate unless a lower rate would normally apply.

New Year's Day**	Labor Day	Christmas Day**
Independence Day**	Thanksgiving Day	Memorial Day*

\* - Applies to Federally observed day only.

\*\* - When this holiday falls on Sunday, the Holiday rate applies on the following Monday. When this holiday falls on a Saturday, the Holiday rate applies to calls placed on the preceding Friday.

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**SECTION 3 - DESCRIPTION OF SERVICE, (CONT'D)**

**3.5 Directory Assistance**

A Directory Assistance charge applies per intrastate directory assistance calls made from points within the State of Florida. The Customer may make two (2) requests for a telephone number per call. The Directory Assistance Charge applies regardless of whether the operator is able to supply the requested number. Discounts are not applicable to Directory Assistance Charges. Directory Assistance Charges are not included in usage commitments or computed in any discount calculations.

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**SECTION 3 - DESCRIPTION OF SERVICE, (CONT'D)****3.6 Meridian Intrastate Direct Dial Toll Service**

Meridian Intrastate Direct Dial Toll Services are available as Switched or Dedicated Service. These plans are available to residential, business, and Aggregator Customers who originate direct dialed calls over switched or dedicated access lines. The rate of each plan is dependant on monthly dollar volume and term of contract. This service is billed in one (1) minute increments. The rates are not time of day sensitive and apply 24 hours per day, 7 days a week.

When the Customer subscribing to Meridian Intrastate Direct Dial Toll Services requests a toll free number assignment as part of their dedicated or switched service, an additional fee, per number requested, applies.

**3.7 Intrastate Direct Dial Meridian Travel Card Service**

Meridian Travel Card Service is offered to Customers for originating Intrastate calls while away from the primary business location of the service. Service is accessed by dialing a toll-free access number provided by the Company. Each Meridian Travel Card call is rated based on call duration. A per call Service Charge applies to each Meridian Travel Card call in addition to usage charges and, if any, applicable surcharges. The plan chosen is at the discretion of the Customer or Aggregator. The rate of each plan is dependant on monthly dollar volume and term of contract.

Calls are billed in one (1) minute increments after an initial minimum call duration of one (1) minute. The rates are not time of day sensitive and apply 24 hours per day, 7 days a week.

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**SECTION 3 - DESCRIPTION OF SERVICE, (CONT'D)****3.8 Meridian Intrastate Operator Assisted Toll Services**

Meridian Intrastate Operator Assisted Toll services are provided to Aggregator locations. There are two (2) elements the Rate Plan: 1) Usage Rate; and 2) Service Charges for operator assistance. The rate plan is billed in one (1) minute increments. The usage rate is not mileage or time of day sensitive.

- A.** Operator Services allow Meridian Customers and Aggregator Customers to place calls using operator assistance for call completion or billing.

Usage charges and an appropriate service charge will be assessed on a per call basis, as stated in this tariff. For calls made using a Calling Card, acceptance of the card will be dependent upon the Company's ability to verify the card as valid. Only those cards accepted by the Company may be used for Operator Service calls. The Company reserves the right to verify acceptance of any charge prior to billing charges to a third party number.

- B.** Operator Services may be used by a Customer and by an Aggregator and their respective Customers (i.e., patrons, guests, invitees or employees) to complete Person-to-Person, Collect, Third Party and/or Calling Card calls.

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**SECTION 4 - RATES****4.1 General**

Each Customer is charged individually for each call placed through the Company. Customers are billed based on their use of the Company's long distance service.

**4.1.1 Late Fee**

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

**4.1.2 Return Check Charges**

A fee of **\$25.00**, or **five percent** of the amount of the check, whichever is greater, will be charged for each check returned for insufficient funds.

**4.1.3 Reconnection Charge**

A reconnection fee of **\$25.00** per occurrence is charged when service is re-established for Customers who have been disconnected for nonpayment.

**4.1.4 Pay Telephone Surcharge**

Per Call **\$0.30**

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**SECTION 4 - RATES, (CONT'D.)****4.2 Exemptions and Special Rates****4.2.1 Discounts for Hearing Impaired Customers**

A telephone toll message which is communicated using a telecommunications device 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 will receive, upon request, credit on charges for certain intrastate toll calls placed between TDDs. Discounts do not apply to surcharges or per call add-on charges for operator services when the call is placed by a method that would normally incur the surcharge.

- A. The credit to be given on a subsequent bill for such calls placed between TDDs will be equal to applying the evening rate during business day hours and the night/weekend rate during the evening rate period.
- B. The credit to be given on a subsequent bill for such calls placed by TDDs with the assistance of the relay center will be equal to **50%** of the rate for the applicable rate period. If either party is both hearing and visually impaired, the call shall be discounted at **60%** of the applicable rate.

**4.2.2 Telecommunications Relay System**

TDD users may communicate with non-TDD users through the statewide Telecommunications Relay System (TRS). Customers who access the TRS system are eligible for discounts as specified in Section 4.2.1B above.

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**SECTION 4 - RATES, (CONT'D)****4.3 Intrastate Direct Dial Switched Toll Usage Rates**

<u>Monthly Minimums</u>	<u>Terms (In Years)</u>	<u>Per Minute</u>
\$750.00	2	\$0.079
\$500.00	1	\$0.089
\$250.00	1	\$0.099
\$100.00	1	\$0.109
\$ 50.00	1	\$0.119
None	6 months	\$0.129
None	None	\$0.139

<b>Charge for Toll Free Number</b>	
<b>Per Toll Free Number</b>	\$3.00

**4.4 Intrastate Direct Dial Dedicated Toll Usage Rates**

<u>Monthly Commitments</u>	<u>Terms (In Years)</u>	<u>Per Minute</u>
\$10,001.00 or more	5	\$0.045
\$10,000.00	4	\$0.049
\$ 7,500.00	3	\$0.059
\$ 5,000.00	3	\$0.069
\$ 3,000.00	3	\$0.079

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**SECTION 4 - RATES, (CONT'D)****4.5 Intrastate Direct Dial Meridian Travel Card Usage Rates**

<u>Terms (In Years)</u>	<u>Per Call Service Charge</u>	<u>Per Minute</u>
3	\$0.25	\$0.12
2	\$0.25	\$0.14
1	\$0.25	\$0.16
6 Months	\$0.25	\$0.19
3 Months	\$0.25	\$0.24
None	\$0.25	\$0.28

**4.6 Project Accounting Codes**

	<u>Non- Recurring Charge</u>	<u>Monthly Recurring Charge</u>
<b>Verified</b>	\$15.00	\$4.00 per index
<b>Non-Verified</b>	\$15.00	\$4.00 per index

**4.7 Directory Assistance**

<b>Per Call</b>	\$1.10
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**SECTION 4 - RATES, (CONT'D)****4.8 Meridian Intrastate Operator Assisted Toll Services****4.8.1 Usage Rate**

<b>Usage Rate</b>	
<b>Per Minute</b>	\$0.30

**4.8.2 Service Charge**

A per-call service charge applies in addition to the per minute usage rates when applicable. The service charge applies in all rate periods.

	<b>Per Call</b>
Person to Person	\$3.25
All Other	\$1.75

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## **ATTACHMENT III**

### **FINANCIAL STATEMENTS**

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.

**Financial Capability  
of Meridian Telecommunications, Inc.**

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 applicant has sufficient financial resources to provide continuing, high quality service to its customers in the State of Florida.

As a reseller, Meridian's capital investment requirements are minimal. Since its services will be priced to recover the underlying carrier costs, plus a margin for overhead, incremental growth will result in corresponding incremental profits once general overhead is covered.

Since the applicant has been operating as a telecommunications agent and systems integrator in Florida, it has already generated sufficient revenues to cover basic overhead and cash flow to handle modest incremental growth.

2. *Please provide documentation that the applicant has sufficient financial capability to maintain the requested service.*

The applicant's current assets exceed its current liabilities and the Company has already achieved profitability. Through prudent management of its marketing and billing functions, Meridian expects to expand its services through resold telecommunications services without additional funding.

3. *Please provide documentation that the applicant has sufficient financial capability to meet its lease or ownership obligations.*

In support of its financial capability, Meridian submits its most recent balance sheet and income statements in Exhibit II. The Company has been in operation since December of 1996. Therefore, also included in Exhibit II are the financial and balance sheets for 1997 and year to date balance and income statements ending June 1999, are also included.

These documents demonstrate that the Company is meeting its lease and ownership obligations and has sufficient resources to continue to do so.

07/06/99

**Meridian Telecommunications, Inc.**  
**Balance Sheet**  
As of June 30, 1999

	Jun 30, '99
<b>ASSETS</b>	
<b>Current Assets</b>	
Checking/Savings	
BB&T Savings	474.27
FL Op Checking	556.83
FL Payroll Checking	1,274.59
<b>Total Checking/Savings</b>	2,305.69
<b>Accounts Receivable</b>	
Accounts Receivable	26,144.23
<b>Total Accounts Receivable</b>	26,144.23
<b>Other Current Assets</b>	
Employee Advances	
Brothers	6,412.96
<b>Total Employee Advances</b>	6,412.96
Loan to Shareholders	100.00
Prepaid Interest	1,932.12
<b>Total Other Current Assets</b>	8,445.08
<b>Total Current Assets</b>	36,895.00
<b>Fixed Assets</b>	
Accumulated Depreciation	-36,937.25
Equipment Offsite	27,508.78
Office Equipment	18,888.79
Office Furniture	1,259.93
Vehicle	31,974.00
<b>Total Fixed Assets</b>	42,694.25
<b>Other Assets</b>	
Accumulated Amortization	-1,531.14
Loans Costs	800.00
Start-up Costs/Orgn Cost	2,757.35
<b>Total Other Assets</b>	2,026.21
<b>TOTAL ASSETS</b>	81,615.46
<b>LIABILITIES &amp; EQUITY</b>	
<b>Liabilities</b>	
<b>Current Liabilities</b>	
Accounts Payable	
Accounts Payable	20,221.21
<b>Total Accounts Payable</b>	20,221.21
<b>Other Current Liabilities</b>	
Commission Payable	1,323.38
N/P - Andrews	83.90
N/P - Brothers	-179.09
N/P-Hood	4,500.00
<b>Payroll Liabilities</b>	
FICA	14,770.43
FWT Tax Payable	7,300.39
SWT Tax Payable	1,050.93
<b>Total Payroll Liabilities</b>	23,121.75
Payroll Tax Deposit	-23,848.70
Sales Tax Payable	2,690.10
<b>Total Other Current Liabilities</b>	7,691.34
<b>Total Current Liabilities</b>	27,912.55
<b>Long Term Liabilities</b>	
N/P - Commercial Credit	4,878.93
N/P - Palmetto	15,897.72

07/06/99

**Meridian Telecommunications, Inc.**

**Balance Sheet**

As of June 30, 1999

	<u>Jun 30, '99</u>
N/P-Coastal	40,633.15
<b>Total Long Term Liabilities</b>	<u>61,409.80</u>
<b>Total Liabilities</b>	<b>89,322.35</b>
<b>Equity</b>	
Capital Stock	100.00
Retained Earnings	-19,677.02
Net Income	11,870.13
<b>Total Equity</b>	<u>-7,706.89</u>
<b>TOTAL LIABILITIES &amp; EQUITY</b>	<u><u>81,615.46</u></u>

07/02/99

## Meridian Telecommunications, Inc.

## Profit and Loss

June 1999

	Jun '99
Ordinary Income/Expense	
Income	
Commission	22,024.34
Equipment for Resale	37,210.47
Other Regular Income	
Breakwater COCOT	64.25
Christina COCOT	35.40
Malibu COCOT	99.75
NMB COCOT	74.75
Other Regular Income - Other	1.90
Total Other Regular Income	276.05
Reimbursed Expenses	24.61
Total Income	59,535.47
Cost of Goods Sold	
Cost of Goods Sold	10,507.72
Total COGS	10,507.72
Gross Profit	49,027.75
Expense	
Bank Service Charges	200.00
Commissions	
Customer	8,134.84
Commissions - Other	205.64
Total Commissions	8,340.48
Dues and Subscriptions	47.25
Equipment	
Promo	1,082.57
Tools & Materials	127.52
Equipment - Other	30.00
Total Equipment	1,240.09
Equipment Rental	591.60
Insurance	
Group	400.00
Work Comp	291.91
Insurance - Other	637.16
Total Insurance	1,329.07
Interest Expense	134.94
Licenses and Permits	780.00
Marketing and Advertising	128.85
Miscellaneous	150.00
Office Supplies	117.38
Outside Services	1,077.05
Penalties	59.35
Postage and Delivery	438.10
Professional Fees	67.90
Refunds and Allowances	6.49
Rent	1,980.50
Salaries	
Overtime	28.13
Reg Hourly	1,147.50
Officers	8,653.77
Total Salaries	9,829.40
Taxes	
Payroll Tax	773.94
Sales	21.96
Total Taxes	795.90
Telephone	
800	82.42

07/02/99

**Meridian Telecommunications, Inc.**

**Profit and Loss**

June 1999

	<u>Jun '99</u>
Breakwater COCOT	37.72
Christina COCOT	40.10
L/D	131.18
Local	456.55
Mobile	332.17
NMB Prop Mgmt COCOT	32.45
Pager	76.94
<b>Total Telephone</b>	<u>1,189.53</u>
<b>Travel &amp; Ent</b>	
Gasoline	147.13
Meals	33.61
Travel	21.25
<b>Total Travel &amp; Ent</b>	<u>201.99</u>
<b>Uniform</b>	201.60
<b>Utilities</b>	
Gas and Electric	41.17
Water	11.31
Utilities - Other	65.56
<b>Total Utilities</b>	<u>118.04</u>
<b>Vehicle Maintenance</b>	24.95
<b>Total Expense</b>	<u>29,050.46</u>
<b>Net Ordinary Income</b>	19,977.29
<b>Other Income/Expense</b>	
Other Expense	
Other Expenses	67.09
<b>Total Other Expense</b>	<u>67.09</u>
<b>Net Other Income</b>	<u>-67.09</u>
<b>Net Income</b>	<u><u>19,910.20</u></u>

MERIDIAN TELECOMMUNICATIONS, INC.

BALANCE SHEET  
DECEMBER 31, 1998

A S S E T S

CURRENT ASSETS

Cash	\$ 1,201
Accounts receivable (no allowance for doubtful accounts provided) - pledged	10,307
Advances to shareholders	<u>5,755</u>

TOTAL CURRENT ASSETS \$ 17,263

FIXED ASSETS

Telephone equipment - offsite	27,509
Office furniture & equipment	18,940
Vehicle	31,974
Less: Accumulated depreciation (using accelerated method)	( <u>33,696</u> )

NET FIXED ASSETS 44,727

INTANGIBLE ASSETS

Organization & start-up costs	2,757
Loan costs	800
Less: Accumulated amortization (using straight-line method)	( <u>1,254</u> )

NET INTANGIBLE ASSETS 2,303

TOTAL ASSETS \$ 64,293

Read Accountants' Compilation Report.

LIABILITIES & STOCKHOLDERS' DEFICIT

CURRENT LIABILITIES

Accounts payable & accrued expenses	\$ 19,015
Due to shareholder	3,927
Current portion of long-term debt	<u>10,577</u>

TOTAL CURRENT LIABILITIES \$ 33,519

LONG-TERM DEBT

Note payable to Coastal Federal Savings	43,462
Note payable to Commercial Credit	3,902
Note payable to Palmetto Chevrolet	17,380
Less: Current portion of long-term debt	( <u>10,577</u> )

TOTAL LONG-TERM DEBT 54,167

TOTAL LIABILITIES 87,686

STOCKHOLDERS' DEFICIT

Common stock - no par value; 1,000 shares authorized, 100 issued & outstanding	100
Accumulated deficit	( <u>23,493</u> )

TOTAL STOCKHOLDERS' DEFICIT ( 23,393 )

TOTAL LIABILITIES &  
STOCKHOLDERS' DEFICIT \$ 64,293

**MERIDIAN TELECOMMUNICATIONS, INC.**  
**STATEMENT OF OPERATIONS & ACCUMULATED DEFICIT**  
**FOR THE YEAR ENDED DECEMBER 31, 1998**

**REVENUE**

Commissions	\$ 179,997
Equipment sales	109,184
Other revenue	<u>5,260</u>

TOTAL REVENUE \$ 294,441

**COST OF SALES**

Purchases	<u>52,420</u>
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GROSS PROFIT 242,021

**EXPENSES**

Officers' compensation	55,730
Commissions	69,704
Depreciation & amortization	23,064
Interest	6,742
General & administrative	<u>89,075</u>

TOTAL EXPENSES 244,315

NET LOSS ( 2,294 )

**ACCUMULATED DEFICIT**

Beginning of year ( 21,199 )

End of year ( \$ 23,493 )

**Read Accountants' Compilation Report.**

MERIDIAN TELECOMMUNICATIONS, INC.

STATEMENT OF CASH FLOWS  
FOR THE YEAR ENDED DECEMBER 31, 1998

CASH FLOW PROVIDED BY (USED FOR)

OPERATIONS

Net loss from continuing operations	( \$ 2,294 )
Amount that reconciles loss to cash provided by operations:	
Depreciation & amortization	23,064
Increase (decrease) in cash from changes in:	
Accounts receivable	( 9,140 )
Advances to shareholders	( 4,783 )
Accounts payable & accrued expenses	1,049
Due to shareholders	<u>3,927</u>

CASH PROVIDED BY OPERATIONS 11,823

CASH FLOW USED FOR INVESTMENT ACTIVITIES

Purchase of fixed assets	( <u>21,495</u> )
--------------------------	-------------------

CASH USED FOR INVESTMENT ACTIVITIES ( 21,495 )

CASH FLOW PROVIDED BY FINANCING ACTIVITIES

Long-term borrowing, net of repayments	<u>10,453</u>
--	---------------

CASH PROVIDED BY FINANCING ACTIVITIES 10,453

INCREASE IN CASH 781

CASH AT BEGINNING OF YEAR 420

CASH AT END OF YEAR \$ 1,201

Supplementary Cash Flow Information

Cash paid during the year for:

Interest	<u>\$ 6,742</u>
----------	-----------------

**Read Accountants' Compilation Report.**

MERIDIAN TELECOMMUNICATIONS, INC.  
SCHEDULE OF GENERAL & ADMINISTRATIVE EXPENSES  
FOR THE YEAR ENDED DECEMBER 31, 1998

Travel & lodging	\$ 31,286
Telephone	15,386
Taxes & licenses	7,603
Professional fees	6,653
Rent	6,243
Office & administration	4,561
Promotional materials	4,045
Insurance	2,833
Postage & delivery	2,345
Repairs	2,268
Outside services	1,919
Tools & materials	1,698
Utilities	812
Printing & reproduction	713
Marketing & advertising	<u>710</u>

TOTAL GENERAL & ADMINISTRATIVE  
EXPENSES

\$ 89,075

**Read Accountants' Compilation Report.**

08/16/99

**Meridian Telecommunications, Inc.**  
**Profit and Loss**  
 January through December 1997

	Jan - Dec '97
<b>Ordinary Income/Expense</b>	
<b>Income</b>	
Commission	117,893.75
Equipment for Resale	29,220.20
Other Regular Income	
Breakwater COCOT	127.35
Malibu COCOT	108.55
NMB COCOT	138.05
Odyssey COCOT	87.05
Other Regular Income - Other	496.65
<b>Total Other Regular Income</b>	<b>957.65</b>
Reimbursed Expenses	166.48
<b>Total Income</b>	<b>148,238.08</b>
Cost of Goods Sold	
Cost of Goods Sold	29,413.70
<b>Total COGS</b>	<b>29,413.70</b>
<b>Gross Profit</b>	<b>118,824.38</b>
<b>Expense</b>	
Amortization Expense	588.00
Automobile Expense	85.00
Bank Service Charges	152.03
Cash Discounts	283.53
Commissions	
Customer	41,300.68
Commissions - Other	1,323.38
<b>Total Commissions</b>	<b>42,624.04</b>
Depreciation Expense	11,297.00
Dues and Subscriptions	432.99
Education	200.00
Equipment	
Promo	2,022.77
Tools & Materials	3,037.97
Equipment - Other	877.22
<b>Total Equipment</b>	<b>5,937.96</b>
Equipment Rental	417.95
Insurance	
Liability Insurance	250.00
Insurance - Other	1,276.20
<b>Total Insurance</b>	<b>1,526.20</b>
Interest Expense	
Finance Charge	25.83
Interest Expense - Other	2,177.89
<b>Total Interest Expense</b>	<b>2,203.72</b>
Licenses and Permits	590.75
Marketing and Advertising	219.02
Miscellaneous	281.54
Office Supplies	5,129.44
Outside Services	1,123.57
Postage and Delivery	1,302.22
Printing and Reproduction	2,528.21
Professional Fees	
Accounting	1,188.90
Legal Fees	509.80
Professional Fees - Other	1,015.00
<b>Total Professional Fees</b>	<b>2,713.70</b>
Rent	
Furniture	277.42

08/18/99

**Meridian Telecommunications, Inc.**  
**Profit and Loss**  
January through December 1997

	<u>Jan - Dec '97</u>
Rent - Other	3,750.00
<b>Total Rent</b>	<u>4,027.42</u>
Repairs	
Building Repairs	298.90
Equipment Repairs	1,203.30
<b>Total Repairs</b>	<u>1,502.20</u>
Salaries	
Officers	30,288.12
<b>Total Salaries</b>	<u>30,288.12</u>
Taxes	
Payroll Tax	3,474.58
Property	319.33
Sales	14.22
<b>Total Taxes</b>	<u>3,808.13</u>
Telephone	
800	171.25
L/D	2,967.51
Local	3,309.05
Mobile	3,659.04
On-Line	59.85
Pager	289.33
<b>Total Telephone</b>	<u>10,456.03</u>
Travel & Ent	
Entertainment	73.00
Gasoline	4,977.74
Lodging	1,860.57
Meals	2,705.48
Travel	164.66
<b>Total Travel &amp; Ent</b>	<u>9,581.45</u>
Utilities	
Gas and Electric	422.04
Water	180.68
<b>Total Utilities</b>	<u>602.72</u>
<b>Total Expense</b>	<u>139,903.94</u>
<b>Net Ordinary Income</b>	-21,079.56
Other Income/Expense	
Other Income	
Other Income	0.00
<b>Total Other Income</b>	<u>0.00</u>
Other Expense	
Other Expenses	0.00
<b>Total Other Expense</b>	<u>0.00</u>
<b>Net Other Income</b>	<u>0.00</u>
<b>Net Income</b>	<u><u>-21,079.56</u></u>

08/16/99

**Meridian Telecommunications, Inc.**  
**Summary Balance Sheet**  
As of December 31, 1997

	<u>Dec 31, '97</u>
<b>ASSETS</b>	
<b>Current Assets</b>	
Checking/Savings	419.56
Accounts Receivable	1,251.06
Other Current Assets	<u>4,397.11</u>
<b>Total Current Assets</b>	6,067.73
<b>Fixed Assets</b>	45,630.68
<b>Other Assets</b>	<u>2,968.35</u>
<b>TOTAL ASSETS</b>	<u><u>54,666.96</u></u>
<b>LIABILITIES &amp; EQUITY</b>	
<b>Liabilities</b>	
<b>Current Liabilities</b>	
Accounts Payable	15,434.88
Other Current Liabilities	<u>2,496.19</u>
<b>Total Current Liabilities</b>	17,930.87
<b>Long Term Liabilities</b>	<u>57,715.65</u>
<b>Total Liabilities</b>	75,646.52
<b>Equity</b>	<u>-20,979.56</u>
<b>TOTAL LIABILITIES &amp; EQUITY</b>	<u><u>54,666.96</u></u>

02/18/99

## Meridian Telecommunications, Inc.

## Balance Sheet

As of December 31, 1997

Dec 31, '87

<b>ASSETS</b>	
<b>Current Assets</b>	
<b>Checking/Savings</b>	
Checking Payroll	-86.03
FL Op Checking	67.98
Op SC Checking	437.61
<b>Total Checking/Savings</b>	<b>419.56</b>
<b>Accounts Receivable</b>	
Accounts Receivable	1,251.06
<b>Total Accounts Receivable</b>	<b>1,251.06</b>
<b>Other Current Assets</b>	
<b>Employee Advances</b>	
Brothers	871.88
<b>Total Employee Advances</b>	<b>871.88</b>
Loan to Shareholders	100.00
Prepaid Interest	3,425.23
<b>Total Other Current Assets</b>	<b>4,397.11</b>
<b>Total Current Assets</b>	<b>6,067.73</b>
<b>Fixed Assets</b>	
Accumulated Depreciation	-11,297.00
Equipment Offsite	24,408.23
Office Equipment	17,717.73
Office Furniture	922.92
Vehicle	13,879.00
<b>Total Fixed Assets</b>	<b>45,830.88</b>
<b>Other Assets</b>	
Accumulated Amortization	-589.00
Loans Costs	800.00
Start-up Costs/Orgn Cost	2,757.35
<b>Total Other Assets</b>	<b>2,968.35</b>
<b>TOTAL ASSETS</b>	<b>54,866.96</b>
<b>LIABILITIES &amp; EQUITY</b>	
<b>Liabilities</b>	
<b>Current Liabilities</b>	
<b>Accounts Payable</b>	
Accounts Payable	15,434.68
<b>Total Accounts Payable</b>	<b>15,434.68</b>
<b>Other Current Liabilities</b>	
Commission Payable	1,323.38
N/P - Andrews	38.91
N/P - Brothers	459.75
Payroll Tax Deposit	422.62
Sales Tax Payable	251.53
<b>Total Other Current Liabilities</b>	<b>2,496.19</b>
<b>Total Current Liabilities</b>	<b>17,930.87</b>
<b>Long Term Liabilities</b>	
N/P - Commercial Credit	9,060.87
N/P-Coastal	48,654.78
<b>Total Long Term Liabilities</b>	<b>57,715.65</b>
<b>Total Liabilities</b>	<b>75,646.52</b>
<b>Equity</b>	
Capital Stock	100.00
Net Income	-21,079.56

08/16/99

**Meridian Telecommunications, Inc.**

**Balance Sheet**

**As of December 31, 1997**

	<u>Dec 31, '97</u>
Total Equity	<u>-20,979.56</u>
<b>TOTAL LIABILITIES &amp; EQUITY</b>	<b><u><u>54,666.96</u></u></b>

**ATTACHMENT IV**

**MANAGERIAL AND TECHNICAL CAPABILITIES**

## **RICHARD M. BROTHERS**

Rick Brothers is the President and Chief Operating Officer of Meridian Telecommunications, Inc. He is responsible for the day to day operation, long range economic forecasting and strategic planning and direction of the Company.

Since 1989 Mr. Brothers has been involved in various aspects of the telecommunications industry. Mr. Brothers' experience has ranged from starting as an Account Executive through rapid promotion to Senior Vice President of Operations of Summit Teleservices, Inc. (Summit). In 1994, Mr Brothers was elected to the Board of Directors of Summit and in 1995, led them to their first profitable year.

Mr. Brothers' experience and knowledge of the small to middle sized hospitality market is extensive. He has called on and is familiar with hundreds of hotels, motels and property management companies throughout the southeast region of the country including Tennessee, the Carolinas, Georgia and Florida. This background teamed with high proficiency skills in the repair and maintenance of telephone equipment and switches enabled him to change the direction of Summit and increase its profitability by elevating the status of the company from agent to a full service long distance carrier in 1996. After being trained by BellCore in early 1996, he was then certified to provision Feature Group D and T1 networks. He redesigned the billing and commission rate structures and improved the products that the company was offering. He eliminated the middle man, utilized internal accounting for direct billing and contracted with a billing clearinghouse to handle any overflow.

With the wide customer base, relationships with LECs and long distance carriers, in-depth knowledge of available products and services, and a successful track record since 1989, Mr. Brothers newest endeavor has been to start his own long distance telephone company, Meridian Telecommunications, Inc. Meridian was founded on the principles of honesty, integrity and quality service after the sale.

Mr. Brothers is a Florida native and is married with one son and resides in Kissimmee, Florida. He served four years in the U.S. Marine Corp, 18 months of which was served on Active Duty in Vietnam.

## LORI A. BROTHERS

Ms. Brothers is a co-founder of Meridian Telecommunications, Inc., and currently serves as the Company's Operations Manager. Ms. Brothers brings a strong and successful background in the telecommunications industry in administrative, organizational, and sales skills .

Ms. Brothers has experience with both large and small companies. She has a demonstrated ability to effectively work in both situations. In her various assignments, she has been responsible for hiring, training and supervising a variety of personnel.

Ms. Brothers versatility, strong organizational and administrative background, and past sales experience have greatly contributed to her ability to take on the responsibilities that were assigned to her at Summit Teleservices, Inc. Within the first 6 months of employment at Summit, as Collections Manager, she was asked to accept the additional responsibilities of purchasing agent, customer service rep, and inside sales rep. Before leaving Summit, she had successfully completed a certification course conducted by BellCore in 1996 for the purpose of provisioning communications networks which allowed Summit to provide long distance service and convert direct billing.

Lori Brothers is married and resides with her husband in Kissimmee, Florida.

## RAYMOND A. ANDREWS

Raymond A. Andrews is the Chief Technician for Meridian Telecommunications, Inc. His current duties are geared towards Meridian's current business of sales and installation of switch and network elements for the Company's current Customer base. As Meridian grows profitable in the resale of telecommunication services, the Company will transition to facilities based technologies and services. Mr. Andrews will be a key and indispensable element of this transition.

Mr. Andrews early experience includes 11 years with the United States Air Force where he was responsible for maintenance of attack and fighter aircraft. Mr. Andrews received over 2,000 hours of technical training and 8 certifications, as well as successfully completed over 200 hours of preparatory training for noncommissioned officers and officer leadership school before being honorably discharged from the USAF in 1995.

Mr. Andrews is a co-founder of Meridian Telecommunications, Inc. Mr. Andrews brings to Meridian a strong work ethic and valuable technical knowledge and skills in switching and network technology.

Ray Andrews is married with two children and resides in Little River, South Carolina.



August 24, 1999  
Via Overnight Delivery

210 N. Park Ave.  
Winter Park, FL  
32789

Ms. Blanca Bayo, Director  
Division of Records and Reporting  
Florida Public Service Commission  
2540 Shumard Oak Boulevard  
Tallahassee, FL 32399-0870

DEPOSIT DATE  
D191 AUG 25 1999  
991216-TI

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

**RE: Application for Authority to Provide Interexchange Telecommunications Service by Meridian Telecommunications, Inc., within the State of Florida**

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

Dear Ms. Bayo:

Enclosed for filing is one (1) original and six (6) copies of the Application for Authority to Provide Interexchange Telecommunications Service by Meridian Telecommunications, Inc. ("Meridian"), within the State of Florida. A check in the amount of \$250 made payable to the Florida Public Service Commission is enclosed with this application.

Please acknowledge receipt of this filing by returning the extra copy of this letter, file stamped, in the self-addressed, stamped envelope enclosed for that purpose.

Questions regarding this filing may be directed to me via telephone at (407) 740-8575 or via e-mail at [akurdle@tminc.com](mailto:akurdle@tminc.com). Thank you for your cooperation and assistance.

Sincerely,

Aaron Kurdle  
Consultant to

**MERIDIAN TELECOMMUNICATIONS, INC.**  
(407) 932-4494  
201 W. CYPRESS STREET  
KISSIMMEE, FL 34741

COLONIAL BANK  
KISSIMMEE, FL  
63-1322/631

6293

8/18/99

PAY TO THE ORDER OF Florida Public Service Commission

\$ 250.00

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

DOLLARS

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

DOCUMENT NUMBER - DATE

10161 AUG 25 99

FPSC-RECORDS/REPORTING

AUTHORIZED SIGNATURE

MEMO IXC/Op Svcs

006 293