

August 30, 1999

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

991324-TT

RE: Interexchange Telecommunications Service Application

Dear Sir or Madam:

Enclosed please find the original and six (6) copies of Intelligence Network Online's application for "Authority to Provide Interexchange Telecommunications Service Between Points Within the State of Florida." Attached to our application are seven type written pages which represent responses to question 23 A-C contained on pages 10 and 11 of the application. As part of the application, we are also providing our financials for the years 1996-1998, along with the compilation letters of preparing CPA Martin J. Greenberg.

Also enclosed are the original and six copies of Intelligence Network Online's "Florida Tariff No. 1" for our initial services.

Finally, we enclose our check in the amount of Two Hundred Fifty dollars (\$250.00) in full payment of the non-refundable application fee.

On August 16, 1999, the Public Service Commission received Intelligence Network Online's application for "Authority to Provide Alternative Local Exchange Service Within the State of Florida." The Commission assigned this application Docket No. 991110-TX. As the applications are very similar, we ask that the commission review and consider the applications together, **unless** it would delay the review of the already filed ALEC application.

If there is any additional information which the Commission requires in order to process either our ALEC or IXC applications, then please contact us and we will provide the requested information immediately.

Check received with ~~mailing and~~
forwarded to Fiscal for deposit.
Fiscal to forward a copy of check
to RUC with proof of deposit.

Initials of person who forwarded check:



Very truly yours,


George R. Pilat,
President/CEO

DOCUMENT NUMBER-DATE

10696 SEP-7 99

intnet.net

email: sales@intnet.net
http://www.IntNet.net/

August 30, 1999

DEPOSIT DATE
D198 SEP 08 1999

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

RE: Interexchange Telecommunications Service Application

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If you have any additional information which the Commission requires in order to process

Look for blue background on the front of this check, and the imagesafe® logo on back. If not present, do not cash.

INTELLIGENCE NETWORK ONLINE, INC. P.O. BOX 727 813-442-0114 CLEARWATER, FL 33757	7200
PAY TO THE ORDER OF <i>Florida Public Service Commission</i>	DATE <i>9-2-99</i>
<i>Two hundred fifty & no/100</i>	\$ <i>250.00</i>
NationsBank NationsBank, N.A. ACH R/T 063100277	DOCUMENT NUMBER-DATE <i>10696 SEP-7 99</i>
FOR <i>Interexchange filing</i>	EPSC-RECORDS/REPORTING

63-27/631 FL 20
Security features are included. Details on back.

**** FLORIDA PUBLIC SERVICE COMMISSION ****

DIVISION OF TELECOMMUNICATIONS
BUREAU OF CERTIFICATION AND SERVICE EVALUATION

**Application Form
for Authority to Provide
Interexchange Telecommunications Service
Between Points Within the State of Florida**

Instructions

- ◆ This form is used as an application for an original certificate and for approval of assignment or transfer of an existing certificate. In the case of an assignment or transfer, the information provided shall be for the assignee or transferee (See Appendix A).
- ◆ Print or Type all responses to each item requested in the application and appendices. If an item is not applicable, please explain why.
- ◆ Use a separate sheet for each answer which will not fit the allotted space.
- ◆ 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 Records and Reporting
2540 Shumard Oak Blvd.
Tallahassee, Florida 32399-0850
(850) 413-6770**

Note: No filing fee is required for an assignment or transfer of an existing certificate to another certificated company.

- ◆ If you have questions about completing the form, contact:

**Florida Public Service Commission
Division of Telecommunications
Bureau of Certification and Evaluation
2540 Shumard Oak Blvd.
Tallahassee, Florida 32399-0850
(850) 413-6600**

1. This is an application for \checkmark (check one):
- Original certificate (new company).**
 - Approval of transfer of existing certificate:**
Example, a certificated company purchases an existing certificated company and desires to retain the authority of both certificates.
 - Approval of assignment of existing certificate:**
Example, a non-certificated company purchases an existing company and desires to retain the certificate of authority rather than apply for a new certificate.
 - Approval of transfer of control:**
Example, a company purchases 51% of a certificated company. The Commission must approve the new controlling entity.

2. Name of company:

Intelligence Network Online, INC.

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

Intelligence Network Online

4. Official mailing address (including street name & number, post office box, city, state, zip code):

1224 Rogers Street

Clearwater, Florida 33756

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

1224 Rogers Street

Clearwater, Florida 33756

6. Select type of business your company will be conducting \sqrt (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 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.

7. Structure of organization;

- | | |
|--|---|
| <input type="checkbox"/> Individual | <input checked="" type="checkbox"/> Corporation |
| <input type="checkbox"/> Foreign Corporation | <input type="checkbox"/> Foreign Partnership |
| <input type="checkbox"/> General Partnership | <input type="checkbox"/> Limited Partnership |
| <input type="checkbox"/> Other _____ | |

8. If individual, provide:

Name: Not Applicable

Title: _____

Address: _____

City/State/Zip: _____

Telephone No.: _____ Fax No.: _____

Internet E-Mail Address: _____

Internet Website Address: _____

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

(a) **The Florida Secretary of State Corporate Registration number:**

p94000013441

10. **If foreign corporation**, provide proof of authority to operate in Florida:

(a) **The Florida Secretary of State Corporate Registration number:**

Not Applicable

11. **If using fictitious name-d/b/a**, provide proof of compliance with fictitious name statute (Chapter 865.09, FS) to operate in Florida:

(a) **The Florida Secretary of State fictitious name registration number:** Not Applicable

12. **If a limited liability partnership**, provide proof of registration to operate in Florida:

(a) **The Florida Secretary of State registration number:** N/A

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

Name: Not Applicable

Title: _____

Address: _____

City/State/Zip: _____

Telephone No.: _____ Fax No.: _____

Internet E-Mail Address: _____

Internet Website Address: _____

14. **If a foreign limited partnership**, provide proof of compliance with the foreign limited partnership statute (Chapter 620.169, FS), if applicable. |

(a) **The Florida registration number:** Not Applicable

15. Provide **F.E.I. Number** (if applicable): 59-3232515

16. Provide the following (if applicable):

(a) Will the name of your company appear on the bill for your services?
() **Yes** () **No**

(b) If not, who will bill for your services?

Name: _____

Title: _____

Address: _____

City/State/Zip: _____

Telephone No.: _____ **Fax No.:** _____

(c) How is this information provided?

17. Who will receive the bills for your service?

<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 type="checkbox"/> Hotel & motel guests
<input checked="" type="checkbox"/> Universities	<input type="checkbox"/> Universities dormitory residents
(<input type="checkbox"/>) Other: (specify) _____	

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

(a) The application:

Name: Gene Diveglia
Title: Vice President, Information Services
Address: 1224 Rogers Street
City/State/Zip: Clearwater, Florida 33756
Telephone No.: 727/442-0114 **Fax No.:** 727/448-0949
Internet E-Mail Address: gene@intnet.net
Internet Website Address: http://www.intnet.net

(b) Official point of contact for the ongoing operations of the company:

Name: George Pilat
Title: President / CEO
Address: 1224 Rogers Street
City/State/Zip: Clearwater, Florida 33756
Telephone No.: 727/442-0114 **Fax No.:** 727/448-0949
Internet E-Mail Address: george@intnet.net
Internet Website Address: http://www.intnet.net

(c) Complaints/Inquiries from customers:

Name: Gene Diveglia
Title: Vice President, Information Services
Address: 1224 Rogers Street
City/State/Zip: Clearwater, Florida 33756
Telephone No.: 727/442-0114 **Fax No.:** 727/448-0949
Internet E-Mail Address: gene@intnet.net

Internet Website Address: http://www.intnet.net

19. List the states in which the applicant:

(a) has operated as an interexchange telecommunications company.

None

(b) has applications pending to be certificated as an interexchange telecommunications company.

None

(c) is certificated to operate as an interexchange telecommunications company.

None

(d) has been denied authority to operate as an interexchange telecommunications company and the circumstances involved.

None

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

None

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

None

20. Indicate if any of the officers, directors, or any of the ten largest stockholders have previously been:

(a) adjudged bankrupt, mentally incompetent, or found guilty of any felony or of any crime, or whether such actions may result from pending proceedings. If so, please explain.

None / Not Applicable

(b) an 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 company, give reason why not.

None / Not Applicable

21. The applicant will provide the following interexchange carrier services \checkmark (check all that apply):

a. _____ **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

b. _____ **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

c. _____ **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

d. _____ **MTS for pay telephone service providers**

e. _____ **Block-of-time calling plan (Reach Out Florida, Ring America, etc.).**

f. _____ **800 service (toll free)**

g. _____ **WATS type service (bulk or volume discount)**

- Method of access is via dedicated facilities
- Method of access is via switched facilities

h. **Private line services (Channel Services)**
(For ex. 1.544 mbs., DS-3, etc.)

i. _____ **Travel service**

- Method of access is 950
- Method of access is 800

j. _____ **900 service**

k. _____ **Operator services**

- Available to presubscribed customers
- Available to non presubscribed customers (for example, to patrons of hotels, students in universities, patients in hospitals).
- Available to inmates

l. **Services included are:**

- Station assistance
- Person-to-person assistance
- Directory assistance
- Operator verify and interrupt
- Conference calling

22. Submit the proposed tariff under which the company plans to begin operation. Use the format required by Commission Rule 25-24.485 (example enclosed).

23. Submit the following:

A. Financial capability.

The application **should contain** the applicant's audited financial statements for the most recent 3 years. If the applicant does not have audited financial statements, it shall so be stated.

The unaudited financial statements should be signed by the applicant's chief executive officer and chief financial officer **affirming that the financial statements are true and correct** and should include:

1. the balance sheet;
2. income statement; and
3. statement of retained earnings.

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.*

Further, the following (which includes supporting documentation) should be provided:

1. **A written explanation** that the applicant has sufficient financial capability to provide the requested service in the geographic area proposed to be served.
2. **A written explanation** that the applicant has sufficient financial capability to maintain the requested service.
3. **A written explanation** that the applicant has sufficient financial capability to meet its lease or ownership obligations.

B. Managerial capability; give resumes of employees/officers of the company that would indicate sufficient managerial experiences of each.

C. Technical capability; give resumes of employees/officers of the company that would indicate sufficient technical experiences or indicate what company has been contracted to conduct technical maintenance.

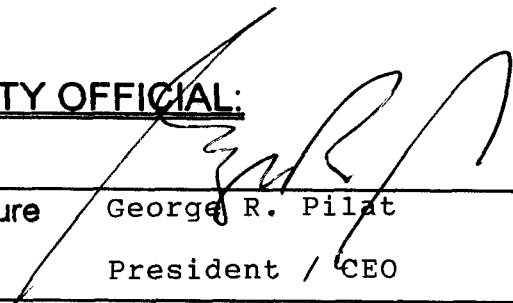
Applicant submits its financials for the years 1996, 1997, and 1998 which are attached hereto along with the compilation of Martin J. Greenberg, CPA, who prepared these financials

Also attached hereto are Applicant's responses to questions 23 A, B & C.

**** 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:** I understand that a non-refundable application fee of \$250.00 must be submitted with the application.

UTILITY OFFICIAL:

		<i>12 AUG 99</i>
Signature	George R. Pilat President / CEO	Date 727/442-0114
Title		Telephone No. 727/448-0949
Address:	1224 Rogers Street Clearwater, Florida 33756	Fax No.

ATTACHMENTS:

- A - CERTIFICATE SALE, TRANSFER, OR ASSIGNMENT STATEMENT
- B - CUSTOMER DEPOSITS AND ADVANCE PAYMENTS
- C - CURRENT FLORIDA INTRASTATE NETWORK
- D - AFFIDAVIT
 - FLORIDA TELEPHONE EXCHANGES AND EAS ROUTES
 - GLOSSARY

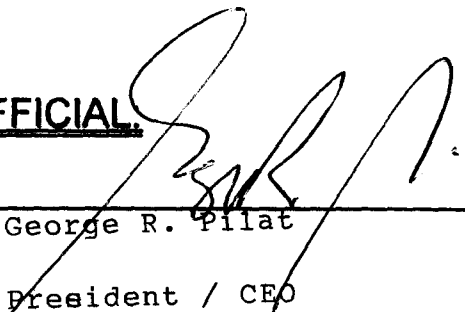
CUSTOMER DEPOSITS AND ADVANCE PAYMENTS

A statement of how the Commission can be assured of the security of the customer's deposits and advance payments may be provided 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 intends to collect deposits and/or advance payments for more than one month's service and will file and maintain a surety bond with the Commission in an amount equal to the current balance of deposits and advance payments in excess of one month.
(The bond must accompany the application.)

UTILITY OFFICIAL:

	<i>12 AUG 99</i>
Signature <u>George R. Pilat</u>	Date
<u>President / CEO</u>	727/442-0114
Title	Telephone No.
Address: <u>1224 Rogers Street</u>	727/448-0949
<u>Clearwater, Florida 33756</u>	Fax No.

CURRENT FLORIDA INTRASTATE SERVICES

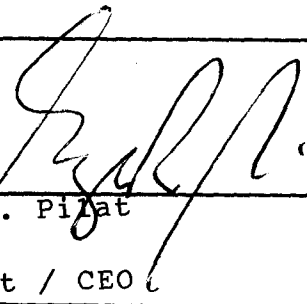
Applicant has () or has not () previously provided intrastate telecommunications in Florida.

If the answer is has, fully describe the following:

a) What services have been provided and when did these services begin?

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

UTILITY OFFICIAL:

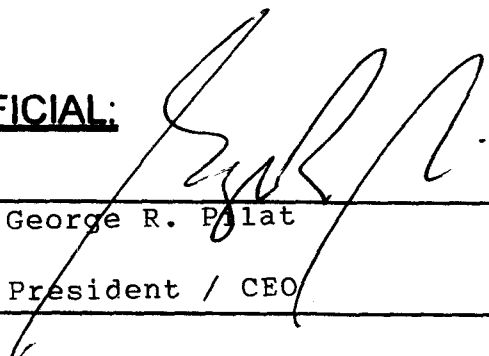
	<u>12 AUG 99</u>
Signature George R. Pilat	Date
President / CEO	727/442-0114
Title	Telephone No.
Address: 1224 Rogers Street	727/448-0949
Clearwater, Florida 33756	Fax No.

AFFIDAVIT

By my signature below, I, the undersigned officer, attest to the accuracy of the information contained in this application and attached documents and that the applicant has the technical expertise, managerial ability, and financial capability to provide alternative local exchange company service in the State of Florida. I have read the foregoing and declare that, to the best of my knowledge and belief, the information is true and correct. I attest that I have the authority to sign on behalf of my company and agree to comply, now and in the future, with all applicable Commission rules and orders.

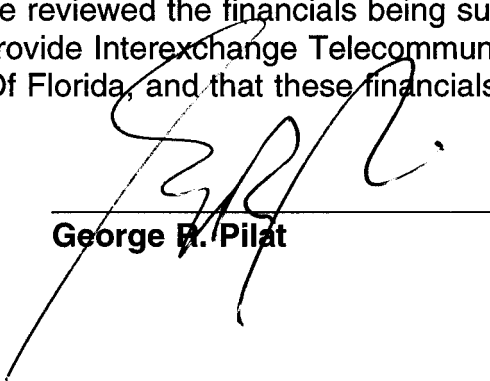
Further, I am aware that, pursuant to Chapter 837.06, Florida Statutes, "Whoever knowingly makes a false statement in writing with the intent to mislead a public servant in the performance of his official duty shall be guilty of a misdemeanor of the second degree, punishable as provided in s. 775.082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

UTILITY OFFICIAL:

Signature	 George R. Plat	Date	12 AUG 99
	President / CEO		727/442-0114
Title		Telephone No.	
Address:	1224 Rogers Street		727/448-0949
	Clearwater, Florida 33756	Fax No.	

I, **GEORGE R. PILAT**, declare and say that I am the President and CEO of Intelligence Network Online, Inc., that I have reviewed the financials being submitted with the application form for Authority To Provide Interexchange Telecommunications Service Between Points Within The State Of Florida, and that these financials are true and correct.

Dated: 12 Aug 99


George R. Pilat

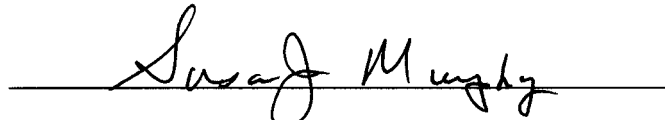
State OF FLORIDA

COUNTY OF PINELLAS

~~July~~ ^{AUGUST} The foregoing instrument was acknowledged before me this 12th day of ~~July~~, 1999, by **George R. Pilat**, who presented to me a valid Florida driver's license bearing his name and photograph.



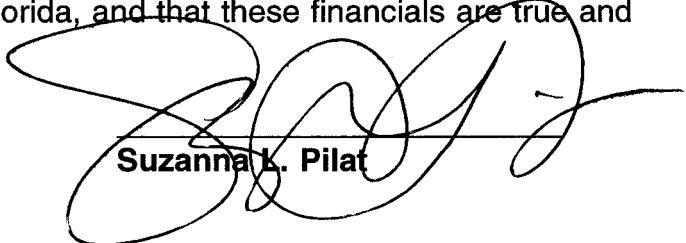
Susan J. Murphy
MY COMMISSION # CC688441 EXPIRES
October 25, 2001
BONDED THRU TROY FAIN INSURANCE, INC.


Susan J. Murphy

Printed Name: SUSAN J. MURPHY
NOTARY PUBLIC, STATE OF FLORIDA

I, **SUZANNA L. PILAT**, declare and say that I am the Treasurer of Intelligence Network Online, Inc., that I have reviewed the financials being submitted with the application form for Authority To Provide Interexchange Telecommunications Service Between Points Within The State Of Florida, and that these financials are true and correct.

Dated: 12 Aug 99


Suzanna L. Pilat

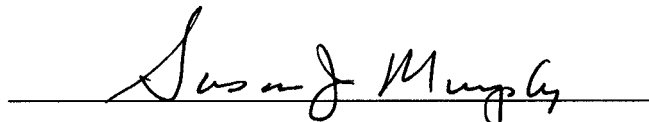
STATE OF FLORIDA

COUNTY OF PINELLAS

~~July~~ ^{AUGUST} The foregoing instrument was acknowledged before me this 12th day of ~~July~~, 1999, by **Suzanna L. Pilat**, who presented to me a valid Florida driver's license bearing her name and photograph.



Susan J. Murphy
MY COMMISSION # CC688441 EXPIRES
October 25, 2001
BONDED THRU TROY FAIN INSURANCE, INC.


Susan J. Murphy

Printed Name: SUSAN J. MURPHY
NOTARY PUBLIC, STATE OF FLORIDA

**Intelligence Network Online, Inc.'s
SUPPLEMENT TO APPLICATION FORM
for
AUTHORITY TO PROVIDE
INTEREXCHANGE TELECOMMUNICATIONS SERVICE
BETWEEN POINTS WITHIN THE STATE OF FLORIDA**

The following is a supplement to Intelligence Network Online, Inc.'s application entitled "Authority To Provide Interexchange Telecommunications Service Between Points Within the State of Florida". This supplement should be read in conjunction with the form, which form is incorporated herein by reference. Specifically, the following is in response to questions 23 A, B, and C contained on pages 10 and 11 of Form PSC/CMU 31 (12/96).

23.A. Financial Capability

Attached hereto are the unaudited financial statements of Intelligence Network Online, Inc. for the fiscal years of 1996, 1997, and 1998. The provided financials consist of the Balance Sheets, Income Statements, and the Statements of Retained Earnings. The Statement of Retained Earnings is a line item contained on the Balance Sheet.

These unaudited financials were prepared by the Company's outside accountant, Martin J. Greenberg, CPA. Along with the financial statements, the Company provides Mr. Greenberg's accompanying compilation letters, dated June 14, 1999, for Intelligence Network Online's financials. These financials have been reviewed for accuracy by George R. Pilat, President/CEO, and Suzanna L. Pilat, Treasurer/CFO, of Intelligence Network Online, Inc. Both George R. Pilat and Suzanna L. Pilat have attested to the truth and correctness of the submitted financial statements of the Company.

Should the Commission have any questions regarding these financial statements, please contact Suzanna L. Pilat at 727/442-0114, ext. 221 (telephone), 727/448-0949 (facsimile), or suzi @ intnet.net (e-mail).

Introduction and Company Overview

Applicant provides the following information regarding its history of operations. The information provided herein will assist the Commission in evaluating the Company's application as it creates an overview of Intelligence Network Online.

Intelligence Network Online (the "Company") was founded in August, 1993. The founders are the current management; there has been no management turnover. The Company was incorporated in Florida on February 17, 1994 and has remained active

Supplement of Intelligence Network Online

and in good standing since its incorporation. The Company was founded to provide high speed Internet access in the Tampa Bay area. The Company initiated service April 1, 1994 and has continually provided service since then. Over the last five years, the Company has steadily grown its customer base while continually upgrading its technical capacity to remain a leader in high speed data transmission and Internet access.

1. The Company currently has 2,000 customers representing 10,000 end users. The Company's customers include TECO, ValPak, and Tech Force.
2. The Company currently offers data transmission through DS-3 Frame Relay Network, DS1 (while currently negotiating for a DS3 multiple connection to the Internet backbone), ADSL, ISDN, dial-up 56K (V.90), PVNs, Web hosting, and other related Internet and data transmission services.

23., A., 3., 1. - Written explanation that Intelligence Network Online has sufficient financial capability to provide the requested service.

The Company will initially be providing service in the six county Tampa Bay area serviced by GTE, this area's ILEC. The Company, with the assistance of its third party consultants, estimates that it will cost Eighteen Million Dollars (\$18,000,000) to deploy in this six county area and to continue providing service until a point of positive cash flow is achieved. These monies will be raised through a combination of debt and equity financing. The Company's contracts for equipment, connectivity, and co-location will not be finalized until the requisite financing is obtained. The determination of the total monies required to provide service in this six county area is based on 1) the ongoing planning of the Company's management team since 1997, in particular the recent cost estimates obtained from equipment vendors and providers of connectivity and co-location space, 2) the Company's five years experience of providing services identical to those which it will initially offer as an authorized ALEC, 3) the experience and research of George A. Silver, a consultant to the Company who previously worked in the telecommunications industry for over 25 years, which experience is more fully described in subpart 18. B. below, 4) the research and information developed by the Company's consultant, Abbingtion Company, which experience is described more fully in subpart 18., B. below, and 5) the Company's careful review of the experiences of other ALEC's who have recently entered the market both in Florida and in other geographic areas.

Supplement of Intelligence Network Online

23., A., 3. 2. - Written explanation that Intelligence Network Online has sufficient financial capability to maintain the requested service.

Please see the information provided directly above. From the Company's five years experience providing similar services, the Company is very familiar with the costs and expenses of maintaining such service, as well as being aware of the profit margins which are reasonably attainable. The Company and its consultants have put together a conservative business model and, therefore, are reasonably assured that the monies it will raise are sufficient to cover both deployment and ongoing operating expenses until a positive cash flow is attained. The Company's business model has been compared 1) to the business models of existing and operational ALECs, and 2) to both historic and future analysis of this segment of the telecommunications industry prepared by third party research and investment banking entities.

23., A., 3., 3.- Written explanation that Intelligence Network Online has sufficient financial capability to meet its lease or ownership obligations.

Please see the information provided in the two sections directly above. The Company has continuously operated for over five years and has never failed to meet its lease or ownership obligations, nor any other financial obligations. The management which has achieved this high level of financial responsibility will continue to be employed by the Company. Additionally, the Company has already retained consultants with experience in financial management of large public and private companies. The Company's business plan calls for the future retention of a CFO with both financial management and telecommunications industry experience.

The Company fully expects, based on its own past experience and the past experience of other ALECs/CLECs, to obtain favorable equipment leases and credit facilities which will directly address a major portion of its planned capital expenditures. The Company has already been contacted by a major equipment manufacturer with an expressed interest in working with Intelligence Network Online. The Company currently has up-to-date equipment with substantial unused capacity. The Company has obtained its equipment from leading telecommunications vendors and has established relationships with, among others, Sun Microsystems, Cisco Systems, Xylan, Sprint North Supply, Lucent Technologies and Digital Link.

23., B. - Managerial Capability - Resumes that indicate sufficient managerial experience.

The following provides information regarding the Company's key management personnel and the consultants currently assisting the Company in implementing its ALEC based business plan. In addition to the individuals described below, the Company recognizes that to expand its services in the Tampa Bay area as an ALEC, and thereafter to offer its services throughout Florida, will require the retention of substantial numbers of additional employees, including key management personnel. To this end, The Company has already begun to talk to persons with telecommunications industry experience who might fill key management positions.

George R. Pilat

Mr. Pilat is a founder of the Company and has been its President and CEO since its inception. In this capacity, Mr. Pilat has been responsible for defining the Company's vision and for constructing its operational structure. As noted above, the Company, under Mr. Pilat's direction, has been successful since its inception over 5 years ago. Before founding Intelligence Network Online, Mr. Pilat started and ran three other successful business ventures. Mr. Pilat studied Civil and Mechanical Engineering.

Mr. Pilat negotiated the Company's ongoing contracts with its backbone providers - GTE, AT&T, UUnet, Sprint, and Cable & Wireless. Mr. Pilat, along with Mr. Diveglia, negotiated the leases and/or purchase contracts for all of the Company's equipment.

Mr. Pilat has extensive experience with Unix, Sun Solaris, systems administration, and routers. Along with Mr. Diveglia, Mr. Pilat was responsible for conceiving, designing, and maintaining the Company's existing delivery system which includes the following equipment: Sun Solaris 2.7 operating environment on four Sun SPARC Center 2000E servers which internally runs on 12 Sun Microsystems SPARC stations; 7513 Cisco router which is an advanced core router which allows the Company to fully utilize its multi-homed redundant Internet backbone connections simultaneously; a Xylan OmniSwitch which allows complete LAN switching coupled with powerful ATM switching, thereby integrates the Company's very powerful, comprehensive, flexible virtual LAN architecture; and other equipment for linking the Company's CSU/DSUs and Access Multiplexers.

Suzanna L. Pilat

Ms. Pilat is a founder of the Company and has served as its Secretary/Treasurer since its inception. Ms. Pilat has been responsible for the Company's marketing and public relations functions, in addition to being primarily responsible for the Company's financial management.

Ms. Pilat has been on the Board of Directors of the Florida Internet Service Providers Association (FISPA) since its inception in May, 1996. FISPA was the first Internet service association in the country, and was the model for the national service providers association. As a Board member, Ms. Pilat has been active in defining and implementing quality standards and practices for ISPs and Internet related businesses.

Ms. Pilat is the Company's Webmaster and is proficient at designing Web sites for commercial clients. Ms. Pilat has been involved with Java development and applications; she also has experience with Unix, Sun Solaris, Adobe, Windows/DOS PPP applications and HTML/Web applications.

Gene L. Diveglia

Mr. Diveglia is the Company's Vice President and Chief Information Officer. Mr. Diveglia majored in Engineering Physics at Lehigh University, where he was also a technician and consultant to the Physics Department. Prior to joining the Company in 1993, Mr. Diveglia owned and operated a computer systems integration business. In this business, Mr. Diveglia worked extensively with Sun equipment and used Unix and C. Mr. Diveglia has been an Internet specialist since 1987.

Mr. Diveglia has technical experience and proficiency in both hardware and software applications, with strong experience in the following areas: Java design and implementation, Unix, Sun Solaris, C, C++, Object Oriented Technology, telecommunications technology, point to point TDM networks, TDM network diagnosis and repair, routed networks, enterprise routing protocols (BGP, OSPF, EIGRP, RIP), SONET frame-relay networks, ATM, fiber-optic systems and technology, database design and implementation, hardware troubleshooting and repair at the chip level, and software system design, prototyping and implementation.

George A. Silver

Mr. Silver is working with the Company as a consultant. Mr. Silver worked as an engineer in the telecommunications industry for over 25 years. Until recently,

Page 6
Supplement of Intelligence Network

Mr. Silver worked for GTE where he tested and evaluated products. In this capacity, Mr. Silver was instrumental in integrating new products in the telecommunications industry. Specifically, Mr. Silver designed and performed field trials for transmission, switching, CPE, and data equipment including voice, radio, video, ATM, Frame Relay, personal and minicomputer operation and support systems; interfaced with standardization managers, vendor laboratories, and manufacturing groups to resolve design and functionality problems with new and existing equipment; and performed system product compatibility evaluations, cost comparisons, and tested functionality of new products.

Abbingtion & Company

Through Abbingtion & Company, Locke Besse, John McAvoy, and George Palmer are providing Intelligence Network Online consulting services relating to capital formation, financing activities, marketing, corporate structure, and strategic transactions including mergers and acquisitions. Collectively, these individuals have experience as corporate and SEC attorneys, in commercial and investment banking, in sales and marketing, in corporate financing, in raising and structuring debt and equity financing, and in structuring both mergers and acquisitions. These individuals have previously acted as consultants for telecommunications companies and for companies in the Internet segment of the telecommunications industry. Each of the above three individuals have defined personnel requirements, retained, trained and managed large numbers of individuals in successful business operations.

23., B. -Technical Capability - provide information which indicates that the Company has sufficient technical experiences or indicate what company has been contracted to conduct technical maintenance.

The Company has substantial technical expertise. Such expertise in is part demonstrated by the information provided directly above with regard George Pilat, Suzanna Pilat, Gene Diveglia, and George Silver; and to an even greater degree demonstrated by the fact that the Company has successfully designed, constructed and maintained a delivery system which services 2,000 customers and 10,000 end users. The Company also provides the following additional information.

Because of the company's recognized technical expertise, it has been chosen to conduct BETA tests for both software and hardware vendors, including the following: Software - Sunsoft (Solaris, OpenStep, and NEO), Javasoft (Java), and Cisco; and

Page 7
Supplement of Intelligence Network Online

Hardware - Assured Access, Livingston, Nortel, Ascend, Cascade, Cisco, and Lucent Technologies.

Intelligence Network Online's technical experience is also demonstrated by the fact that Mr. Diveglia, on four occasions, was invited to participate as a speaker/panelist at industry seminars sponsored by Sun Microsystems, including a seminar entitled "Delivering Network Services in a Webtone World".

Although the Company fully expects to be able to retain, train and manage sufficient technical personnel to install and maintain its network, it is planning for the contingency that such is not the case. Intelligence Network Online is fully aware that other ALECs have used Lucent Technologies, or other third party vendors, to install and/or maintain their networks. The Company is currently familiarizing itself with the terms and conditions of such installation and maintenance contracts, including their costs and implementation time frames.

**INTELLIGENCE NETWORK ONLINE, INC.
BALANCE SHEET AS AT DECEMBER 31,**

	<u>1996</u>	<u>1997</u>	<u>1998</u>
ASSETS			
CURRENT ASSETS;			
CASH IN BANKS	\$115,556	\$28,350	\$28,045
LOAN RECEIVABLE		<u>3,440</u>	<u>3,440</u>
TOTAL CURRENT ASSETS	<u>115,556</u>	31,790	31,485
COMPUTERS, FURNITURE & EQUIPMENT			
LESS ACCUMULATED DEPRECIATION	<u>53,988</u>	53,988	74,017
NET FIXED ASSETS	8,594	<u>48,832</u>	<u>69,701</u>
		5,156	4,316
TOTAL ASSETS	\$124,150	\$36,946	\$35,801
LIABILITIES & STOCKHOLDER EQUITY			
CURRENT LIABILITIES			
NOTES PAYABLE	\$7,768	\$1,284	\$2,937
SHAREHOLDERS' LOANS PAYABLE	<u>17,702</u>	<u>5,311</u>	<u>1,509</u>
TOTAL CURRENT LIABILITIES	25,470	6,595	4,446
STOCKHOLDER EQUITY			
CAPITAL STOCK	100	100	100
RETAINED EARNINGS BEGINNING OF YEAR	(14,044)	98,580	30,251
ADD NET INCOME FOR YEAR	<u>299,737</u>	<u>87,441</u>	<u>45,218</u>
TOTAL	285,693	186,021	75,469
LESS SHAREHOLDER DISTRIBUTIONS	<u>187,113</u>	<u>155,770</u>	<u>44,214</u>
RETAINED EARNINGS END OF YEAR	98,580	<u>30,251</u>	<u>31,255</u>
TOTAL STOCKHOLDER EQUITY	<u>\$98,680</u>	<u>\$30,351</u>	<u>\$31,355</u>
TOTAL LIABILITIES & EQUITY	\$124,150	\$36,946	\$35,801

SEE ACCOMPANYING COMPILATION STATEMENT

**INTELLIGENCE NETWORK ONLINE, INC.
STATEMENT OF INCOME & EXPENSES
FOR THE YEAR ENDING DECEMBER 31,**

	<u>1996</u>	<u>1997</u>	<u>1998</u>
REVENUES			
GROSS SALES	\$974,163	\$871,572	\$997,922
LESS COST OF CABLE LINES	<u>226,714</u>	<u>308,054</u>	<u>462,663</u>
GROSS PROFIT	\$747,449	\$563,518	\$535,259
EXPENSES			
SELLING & ADMINISTRATIVE EXPENSES			
SALARIES	\$182,756	\$224,105	\$266,318
RENTS	10,904	9,724	11,172
REPAIRS & MAINTENANCE	8,550	5,957	3,485
TAXES	15,453	19,749	22,121
DEPRECIATION	19,649	3,438	20,868
OFFICE & ADMINISTRATIVE EXPENSES	47,748	45,528	38,347
PROMOTION	5,536	8,928	5,149
TRAVEL & AUTO	12,841	1,633	35,761
SUPPLIES & POSTAGE	9,664	8,169	8,481
FREIGHT & SHIPPING	26,774	---	---
ENTERTAINMENT	7,686	6,363	10,312
INSURANCE	25,864	26,181	23,285
INTEREST	---	1,543	10,065
TELEPHONE & UTILITIES	34,973	24,443	16,550
LEGAL & ACCOUNTING	2,472	3,458	1,107
EQUIPMENT LEASING	36,842	86,858	---
EMPLOYEE BENEFITS	<u>---</u>	<u>---</u>	<u>17,020</u>
TOTAL EXPENSES	<u>\$447,712</u>	<u>\$601,847</u>	<u>\$490,041</u>
NET PROFIT FROM OPERATIONS	\$299,737	\$87,441	\$45,218

SEE ACCOMPANYING COMPILATION STATEMENT

Martin J. Greenberg, CPA
1318 Nelson Avenue
Clearwater, Fl. 33755
727-441 9918

June 14, 1999

Mr. George Pilat
Intelligence Network On Line, Inc.
PO Box 727
Clearwater, Fl. 33757

Dear Mr. Pilat,

I have compiled the accompanying Balance Sheet of Intelligence Network On Lines Inc. as of 12.31.96 and the statement of Income and Expenses for the period 1/1/96-12/31/96 in accordance with standards established by the American Institute of Certified Public Accountants.

A compilation is limited to presenting in the form of financial statements information that is the representation of management.

I have not audited or reviewed the accompanying balance sheet or the statement of income and expenses and, accordingly, do not express an opinion or any form of assurance on them.

The company's policy is to prepare its financial statements on the accounting basis used for income tax purposes, consequently, certain revenue and the related assets are recognized when received rather than when earned, and certain expenses are recognized when paid rather than when the obligation is incurred.

Accordingly, the accompanying balance sheet and income and expense statement is not intended to present the results of operations in conformity with generally accepted accounting principles.

Management has elected to omit the notes and the statement of cash flows required by generally accepted accounting principles. If the omitted disclosures were included in the financial statements, they might influence the user's conclusions about the company's results of operations. Accordingly, this statement of operations is not designed for those who are not informed about such matters.

Sincerely,


Martin J. Greenberg, CPA

Martin J. Greenberg, CPA
1318 Nelson Avenue
Clearwater, Fl. 33755
727-441 9918

June 14, 1999

Mr. George Pilat
Intelligence Network On Line, Inc.
PO Box 727
Clearwater, Fl. 33757

Dear Mr. Pilat,

I have compiled the accompanying Balance Sheet of Intelligence Network On Lines Inc. as of 12.31.97 and the statement of Income and Expenses for the period 1/1/97-12/31/97 in accordance with standards established by the American Institute of Certified Public Accountants.

A compilation is limited to presenting in the form of financial statements information that is the representation of management.

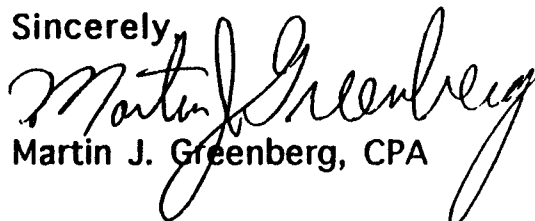
I have not audited or reviewed the accompanying balance sheet or the statement of income and expenses and, accordingly, do not express an opinion or any form of assurance on them.

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Sincerely,



Martin J. Greenberg, CPA

Martin J. Greenberg, CPA
1318 Nelson Avenue
Clearwater, Fl. 33755
727-441 9918

June 14, 1999

Mr. George Pilat
Intelligence Network On Line, Inc.
PO Box 727
Clearwater, Fl. 33757

Dear Mr. Pilat,

I have compiled the accompanying Balance Sheet of Intelligence Network On Lines Inc. as of 12.31.98 and the statement of Income and Expenses for the period 1/1/98-12/31/98 in accordance with standards established by the American Institute of Certified Public Accountants.

A compilation is limited to presenting in the form of financial statements information that is the representation of management.

I have not audited or reviewed the accompanying balance sheet or the statement of income and expenses and, accordingly, do not express an opinion or any form of assurance on them.

The company's policy is to prepare its financial statements on the accounting basis used for income tax purposes, consequently, certain revenue and the related assets are recognized when received rather than when earned, and certain expenses are recognized when paid rather than when the obligation is incurred.

Accordingly, the accompanying balance sheet and income and expense statement is not intended to present the results of operations in conformity with generally accepted accounting principles.

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Sincerely


Martin J. Greenberg, CPA

TITLE SHEET

FLORIDA TELECOMMUNICATIONS TARIFF

This tariff contains the descriptions, regulations, and rates applicable to the furnishing of service and facilities for telecommunications services provided by **Intelligence Network Online, Inc.**, with principal offices at 1224 Rogers Street, Clearwater 33756. This tariff applies for services furnished within the state of Florida. This tariff is on file with the Florida Public Service Commission, and copies may be inspected, during normal business hours, at the Company's principal place of business.

ISSUED: September 1, 1999

**BY: George R. Pilat, President
Intelligence Network Online, Inc.
1224 Rogers Street
Clearwater, Florida 33756**

EFFECTIVE: _____

CHECK SHEET

The sheets listed below, which are inclusive of this tariff, are effective as of the date shown at the bottom of the respective sheets(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.

SHEET	REVISION
1	Original
2	Original
3	Original
4	Original
5	Original
6	Original
7	Original
8	Original
9	Original
10	Original
11	Original
12	Original
13	Original

ISSUED: September 1, 1999

BY: George R. Pilat, President
Intelligence Network Online, Inc.
1224 Rogers Street
Clearwater, Florida 33756

EFFECTIVE: _____

TABLE OF CONTENTS

Title Sheet 1
Check Sheet 2
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Symbols Sheet 4
Tariff Format Sheet 5
Section 1 - Technical Terms and Abbreviations 6
Section 2 - Rules and Regulations 7
Section 3 - Description of Service 11
Section 4 - Rates 12

ISSUED: September 1, 1999

**BY: George R. Pilat, President
Intelligence Network Online, Inc.
1224 Rogers Street
Clearwater, Florida 33756**

EFFECTIVE: _____

SYMBOLS SHEET

The following are the only symbols used for the purposes indicated below:

- D - Delete Or Discontinue
- I - Change Resulting In An Increase To A Customer's Bill
- M - Moved From Another Tariff Location
- N - New
- R - Change Resulting In A Reduction To a Customer's Bill
- T - Change In Text Or Regulation But No Change In Rate Or Charge

ISSUED: September 1, 1999

BY: George R. Pilat, President
Intelligence Network Online, Inc.
1224 Rogers Street
Clearwater, Florida 33756

EFFECTIVE: _____

TARIFF FORMAT SHEET

- 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 also appear in the upper right corner of each page. These numbers are used to determine the most current sheet version on file with the FPSC. For example, the 4th revised Sheet 14 cancels the 3rd revised Sheet 14. Because of various suspension periods, deferrals, etc. the FPSC follows in their tariff approval process, the most current sheet number on file with the Commission is not always the tariff page in effect. Consult the Check Sheet for the sheet currently in effect.
- A. 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).l.
 - 2.1.1.A.1.(a).l.(i).
 - 2.1.1.A.1.(a).l.(i).(1).
- B. Check Sheets** - When a tariff filing is made with the FPSC, 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. remains 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 FPSC.

ISSUED: September 1, 1999

BY: George R. Pilat, President
Intelligence Network Online, Inc.
1224 Rogers Street
Clearwater, Florida 33756

EFFECTIVE: _____

SECTION 1 - TECHNICAL TERMS AND ABBREVIATIONS

Access Line - an arrangement which connects the customer's location to the company's network switching center.

Company or Carrier - Intelligence Network Online, Inc.

Customer - The person, firm, corporation or other entity which orders service and is responsible for payment of charges due and compliance with the Company's tariff regulations.

OC - Optical Carrier. A SONET optical signal. See OC-1.

OC-1 - Optical Carrier level-1. The optical counterpart of STS-1 (the basic rate, 51.480 Mbps, on which SONET is based). Direct electrical-to-optical mapping of the STS-1 signal with frame synchronous scrambling. All higher levels are direct multiples of OC-1 (i.e., **OC-3 = 3 times OC-1**, etc.).

OC-12 - SONET channel of 622.08 Mbps.

OC-48 - SONET channel of 2.4 Gbps, the highest level now available. SONET theoretically can be pushed as high as 13 Gbps.

SONET - Synchronous Optical NETWORK. A family of fiber-optic transmission rates from 51.84 Mbps to 13.32 Gbps, created to provide the flexibility needed to transport many digital signals with different capacities, and to provide a standard for manufacturers to design from. SONET is an optical interface standard that allows interworking of transmission products from multiple vendors (i.e., mid-span meets). It defines a physical interface, optical line rates known as Optical Carrier (OC) signals, frame format and an OAM&P protocol (Operations, Administration, Maintenance, And Provisioning). The OC signals have electrical called Synchronous Transport signals (STSs). The base rate is 51.84 Mb/s (OC/STS-1) and higher rates are direct multiples of the base rate.

Wire Center - the location where the telephone company terminates subscriber outside cable plant (i.e. their local lines) with the necessary testing facilities to maintain them. Usually the same location as a class 5 central office. A wire center might have one or several class 5 central offices, also called public exchanges or simply switches. A customer could get telephone service from one, several or all of these switches without paying extra. They would all be his local switch.

ISSUED: September 1, 1999

**BY: George R. Pilat, President
Intelligence Network Online, Inc.
1224 Rogers Street
Clearwater, Florida 33756**

EFFECTIVE: _____

SECTION 2 - RULES AND REGULATIONS

2.1 Undertaking of the Company.

The company's services and facilities are furnished for communications originating at specified points within the state of Florida under terms of this tariff.

The Company installs, operates, and maintains the communications services provided herein in accordance with the terms and conditions set forth under this tariff. It may act as the customer's agent for ordering access connection facilities provided by other carriers or entities when authorized by the customer, to allow connection of a customer's location to the Company's network. The customer shall be responsible for all charges due for such service arrangement.

The Company's services and facilities are provided on a monthly basis unless ordered on a longer term basis, and are available twenty-four hours per day, seven days per week.

The selling of IXC telecommunication service to uncertificated IXC resellers is prohibited.

2.2 Limitations.

2.2.1 Service is offered subject to the availability of facilities and provisions of this tariff.

2.2.2 The Company reserves the right to discontinue furnishing service, or limit the use of service necessitated by conditions beyond its control; or when the customer is using service in violation of the law or the provisions of this tariff.

2.2.3 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, except with 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.

2.2.4 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 for service.

2.2.5 Customers reselling or rebilling services must have a Certificate of Public Convenience and Necessity as an interexchange carrier for the Florida Public Service Commission.

ISSUED: September 1, 1999

BY: George R. Pilat, President
Intelligence Network Online, Inc.
1224 Rogers Street
Clearwater, Florida 33756

EFFECTIVE: _____

SECTION 2 - RULES AND REGULATIONS, continued

2.3 Liabilities of the Company.

- 2.3.1 The Company's liability for damages arising out of mistakes, interruptions, omissions, delays, errors, or defects in the transmission occurring in the course of furnishing service or facilities, and not caused by the negligence of its employees or its agents, in no event shall exceed an amount equivalent to the proportionate charge to the customer for the period during which the aforementioned faults in transmission occur.
- 2.3.2 the Company shall be indemnified and held harmless by the customer against:
- (A) Claims for libel, slander, or infringement of copyright arising out of the material, data, information, or other content transmitted over the Company's facilities.
 - (B) All other claims arising out of any act or omission of the customer in connection with any service or facility provided by the Company.

2.4 Interruption of Service.

- 2.4.1 Credit allowance for the interruption of service which is not due to the Company's testing or adjusting, negligence or the customer, or to the failure of channels or equipment provided by the customer, are subject to the general liability provisions set forth in 2.3.1 herein. It shall be the customer's obligation to notify the Company immediately of any service interruption for which a credit allowance is desired. Before giving such notice, the customer shall ascertain that the trouble is not being caused by any action or omission by the customer within his control, if any furnished by the customer and connected to the Company's facilities. No refund or credit will be made for the time that the Company stands ready to repair the service and the subscriber does not provide access to the Company for such restoration work.
- 2.4.2 No credit shall be allowed for an interruption of a continuous duration of less than twenty-four hours after the subscriber notifies the Company.

ISSUED: September 1, 1999

BY: George R. Pilat, President
Intelligence Network Online, Inc.
1224 Rogers Street
Clearwater, Florida 33756

EFFECTIVE: _____

SECTION 2 - RULES AND REGULATIONS, continued

2.4 Interruption of Service, cont.

2.4.3 The customer shall be credited for an interruption of more than twenty-four hours as follows:

Credit Formula:

$$\text{Credit} = A / B \times C$$

"A" - outage time in hours

"B" - total days in month

"C" - total monthly charge for affected facility

2.5 Disconnection of Service by Carrier.

The Company (carrier), upon 5 working days written notice to the customer, may discontinue service or cancel an application for service without incurring any liability for any of the following reasons:

2.5.1 Non-payment of any sum due to carrier for regulated service for more than thirty days beyond the date of rendition of the bill for such service.

2.5.2 A violation of any regulation governing the service under this tariff.

2.5.3 a violation of any law, rule or regulation of any government authority having jurisdiction over such service.

2.5.4 the Company has given the customer notice and has allowed a reasonable time to comply with any rule, or remedy, and deficiency as stated in Rule 25 - 4.113, F.A.C., Refusal or discontinuance of Service by Company.

2.6 Deposits.

The company does not require a deposit from the customer.

ISSUED: September 1, 1999

**BY: George R. Pilat, President
Intelligence Network Online, Inc.
1224 Rogers Street
Clearwater, Florida 33756**

EFFECTIVE: _____

SECTION 2 - RULES AND REGULATIONS, continued

2.7 Advance Payments.

For customers whom the Company feels an advance payment is necessary, the Company reserves the right to collect an amount not to exceed one (1) month's estimated charges as an advance payment for service. This will be applied against the next month's charges and if necessary a new advance payment will be collected for the next month.

2.8 Taxes.

All state and local taxes (i.e., gross receipts tax, sales tax, municipal utilities tax) are listed as separate lin items and are not included in the quoted rates.

2.9 Billing of Services.

All charges due by the subscriber are payable at any agency duly authorized to receive such payments. Any objection to billed charges should be promptly reported to the Company. Adjustments to customers' bills shall be made to the extent that records are available an/or circumstances exist which reasonably indicate that such charges are not in accordance with approved rates or that an adjustment may otherwise be appropriate.

2.10 Contract and Termination Liability.

The contracts for services by and between the Company and the Customer for services provided by the company to the Customer are for 1, 2, 3, 5, or 7 years. In the event that Customer terminates service in advance of the contracted term, Customer will be liable for a minimum of 50% of the contracted price or, in the event that more than 50% of the contracted term has elapsed, then Customer will be liable for 50% and a prorated portion of the contract price for any portion of the contract term in excess of 50%; OR in certain individual cases negotiated between the Company and the Customer, the Customer's termination liability will be subject to the Master Customer Agreement on file at the Company's headquarters..

ISSUED: September 1, 1999

BY: George R. Pilat, President
Intelligence Network Online, Inc.
1224 Rogers Street
Clearwater, Florida 33756

EFFECTIVE: _____

SECTION 3 - DESCRIPTION OF SERVICE

3.1 Timing of Usage.

All services provided by the Company are billed on a monthly basis or a prorated portion of a month.

3.2 Service Offerings.

3.2.1 SONET Transport. The term SONET Transport denotes the transport and termination of a SONET based service between two or more servicing wire centers that are interconnected by Company fiber optic facilities.

3.2.2 SONET Sub-Rate Services. The term SONET sub-rate services denotes the adaptation of signal format not directly compatible with SONET Transport for the purpose of delivering those services over SONET Transport.

SECTION 4 - RATES

4.1 Description of Charges.

4.1.1 Non-Recurring Charges.

4.1.1.A. SONET Transport.

Service	Contract Term/Years				
	1	2	3	5	7
OC-3	\$3,000	\$5,700	\$7,200	\$10,500	\$12,600
OC-12	\$4,500	\$8,550	\$10,800	\$15,750	\$18,900
OC-48	\$8,000	\$15,200	\$19,200	\$28,000	\$33,600

ISSUED: September 1, 1999

EFFECTIVE: _____

BY: George R. Pilat, President
Intelligence Network Online, Inc.
1224 Rogers Street
Clearwater, Florida 33756

SECTION 4 - RATES, continued

4.1.1.B. **SONET Sub-Rate Service.**

Non-recurring charges for SONET Sub-Rate Service will be determined on an individual case basis (ICB).

4.1.2 **Recurring Charges.**

4.1.2.A. **SONET Transport.**

Contract Term/Years Service	Contract Term/Years				
	1	2	3	5	7
OC-1***	\$285	\$541.50	\$684	\$997.50	\$1,197
OC-12	\$997	\$1,894	\$2,392	\$3,490	\$4,188
OC-48	\$3,192	\$6,065	\$7,660	\$11,172	\$13,406

*** - All of the prices quoted in the above chart, SONET Transport Recurring Charges, represent charges per mile.

4.1.2.B. **SONET Sub-Rate Service.**

Recurring charges for SONET Sub-Rate Services will be determined on an individual case basis (ICB).

4.2 **Payment of Services.**

4.2.1 **Late Payment Charges.**

Interest charges of 1.5% per month will be assessed on all unpaid balances more than thirty days old.

ISSUED: September 1, 1999

BY: George R. Pilat, President
Intelligence Network Online, Inc.
1224 Rogers Street
Clearwater, Florida 33756

EFFECTIVE: _____

SECTION 4 - RATES, continued

4.2.2 Return Check Charges.

A return check charge of \$25.00 will assessed for checks returned for unaffi8cient funds if the face value does not exceed \$50.00, \$30.00 if the face value does exceed \$50.00 but does not exceed \$300.00, \$40.00 if the face value exceeds \$300.0 or 5% of the value of the check, which ever is greater.

4.3 Restoration of Service.

A reconnection fee of \$25.00 per occurrence is charged when service is re-established for customers who had been disconnected for non-payment.

4.4 Special Promotions.

The Company will, from time to time, offer special promotions to its customers waiving certain charges.

4.5 Special Rates.

The company will from time to time and on a case by case basis provide its services at special discounted rates to governmental agencies, schools, charitable organizations, and not for profit corporations.

ISSUED: September 1, 1999

BY: George R. Pilat, President
Intelligence Network Online, Inc.
1224 Rogers Street
Clearwater, Florida 33756

EFFECTIVE: _____