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Monica R. Borne
EllenAnn G. Sands

ORIGINAL

February 2, 2000

Via Overnight Delivery

000132-TI

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

RE: Telemanagement Systems, Inc.

Dear Ms. Hawkins:

Enclosed please find an original and six (6) copies of Application Form for authority to provide interexchange telecommunications service within the State of Florida, submitted on behalf of Telemanagement Systems, Inc. The requisite \$250.00 filing fee is also enclosed.

Please acknowledge receipt of this filing by returning a date stamped copy of this letter in the self-addressed envelope provided.

Thank you for your assistance. Please call with any questions.

Sincerely,



Monica R. Borne

RECEIVED & FILED
mes
FPSC-BUREAU OF RECORDS

Enclosure

cc: Tymory Davis, TSI

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

Initials of person who forwarded check:

mes

DOCUMENT NUMBER-DATE
01541 FEB-38
FPSC-RECORDS/REPORTING

**** 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

ORIGINAL

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 Blvd.
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 Aggreqator** - 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 an uncertificated company).
 - Approval for transfer of control** (To another certificated company).
3. Name of corporation, partnership, cooperative, joint venture or sole proprietorship:
TeleManagement Systems, Inc.
4. Name under which the applicant will do business (fictitious name, etc.):
Same as 3 above.
5. National address (including street name & number, post office box, city, state and zip code).
**3000 S. Jamaica Court, Suite 250
Aurora, Colorado 80014**
6. Florida address (including street name & number, post office box, city, state and zip code):
None.
7. Structure of organization;
- | | |
|---|--|
| <input type="checkbox"/> Individual | <input type="checkbox"/> Corporation |
| <input checked="" 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 limited 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 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. **Exhibit A.**
Corporate charter number: F99000002400.

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

**CT Corporation System
Tallahassee, FL 32301**

(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.**

(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 company, give reason why not. **No.**

10. Who will serve as liaison with the Commission in regard to (please give name, title, address and telephone number):
- (a) The application;
Monica R. Borne, Attorney
3500 N. Causeway Blvd., Suite 1442
Metairie, LA 70002
Ph. (504) 832-1984; Fx. (504) 831-0892
 - (b) Official point of contact for the ongoing operations of the company;
Tymory Davis
3000 S. Jamaica Court, Suite 250
Aurora, Colorado 80014
Ph. (303) 369-2552; Fx. (303) 369-2550
 - (c) Tariff;
Monica R. Borne, Attorney
3500 N. Causeway Blvd., Suite 1442
Metairie, LA 70002
Ph. (504) 832-1984; Fx. (504) 831-0892
 - (d) Complaints/Inquiries from customers;
Christy Bodaness
3000 S. Jamaica Court, Suite 250
Aurora, Colorado 80014
Ph. (303) 369-2552; Fx. (303) 369-2550
11. List the states in which the applicant:
- (a) Has operated as an interexchange carrier.
See Exhibit B.
 - (b) Has applications pending to be certificated as an interexchange carrier.
See Exhibit B.
 - (c) Is certificated to operate as an interexchange carrier.
See Exhibit B.
 - (d) Has been denied authority to operate as an interexchange carrier 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.

FORM PSC/CMU 31 (11/95)

Required by Commission Rule Nos. 25-24.471, 25-24.473, and 25-24.480(2).

12. What services will the applicant offer to other certificated telephone companies: **None.**
- () Facilities. () Operators.
 () Billing and Collection. () Sales.
 () Maintenance.
 () Other: _____
13. Do you have a marketing program?
Yes.
14. Will your marketing program:
- (✓) Pay commissions?
 () Offer sales franchises?
 () Offer multi-level sales incentives?
 () Offer other sales incentives?
15. Explain any of the offers checked in question 14 (To whom, what amount, type of franchise, etc.).
Commissions are paid based on volume of sales.
16. Who will receive the bills for your service (Check all that apply)?
- (✓) Residential customers. (✓) Business customers.
 () PATS providers. () PATS station end-users.
 () Hotels & motels. () Hotel & motel guests.
 () Universities. () Univ. dormitory residents.
 () 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.
- (b) Name and address of the firm who will bill for your service.
In-house billing.

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

A. Financial capability. **Exhibit C.**

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.

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. **Exhibit D.**

C. Technical capability. **Exhibit E.**

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). **Exhibit F.**

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 FOD

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 mbs., 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 to 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 at the interexchange carrier services that were checked in services included (above)
 1+ telephone number for long distance and 800 access for travel cards.
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 requiremeEE5 regarding interexchange service.
6. **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:

Robert Marro
Signature

1/18/00
Date

Robert Marro

President
Title

(303) 369-2552
Telephone No.

FORM PSC/CMU 31 (11/95)

Required by Commission Rule Nos. 25-24.471, 25-24.473, and 25- 24.480(2).

**** APPENDIX A ****

CERTIFICATE TRANSFER STATEMENT

I, (TYPE NAME) _____,
(TITLE) _____, of (NAME or COMPANY)
_____, 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.

UTILITY OFFICIAL::

Signature

Date

Title

Telephone No.

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).

The Company will utilize the services of only Commission certificated underlying carriers which are in compliance with all EAEA requirements contained in Rule 25.24.471(4)(a).

6. **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::

Robert Marro
Signature

1/18/00
Date

Robert Marro

President
Title

(303) 369-2552
Telephone No.

**** 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.

All service areas statewide.

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 ****

<u>Extended Service Area</u>	<u>with</u>	<u>These Exchanges</u>
PENSACOLA:		Cantonment, Gulf Breeze Pace, Milton Holley-Navarre.
PANAMA CITY:		Lynn Haven, Panama City Beach, Youngstown-Fountain and Tyndall AFB.
TALLAHASSEE:		Crawfordville, Havana, Monticello, Panacea, Sopchoppy and St. Marks.
JACKSONVILLE:		Baldwin, Ft. George, Jacksonville Beach, Callahan, Maxville, Middleburg Orange Park, Ponte Vedra and Julington.
GAINESVILLE:		Alachuar Archer, Brooker, Hawthorne, High Springs, Melrose, Micanopy, Newberry and Waldo.

OCALA: Bellevue, Citra, Dunnellon,
Forest Lady Lake (B21),
McIntosh, Oklawaha,
Orange Springs, Salt Springs and
Silver Springs Shores.

DAYTONA BEACH: New Smyrna Beach.

TAMPA: Central None
East Plant City
North Zephyrhills
South Palmetto
West Clearwater

CLEARWATER: St. Petersburg, Tampa-West and
Tarpon Springs.

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
Creek, 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.

**** APPENDIX E ****

**** GLOSSARY ****

ACCESS CODE: The term denotes a uniform five or seven digit code assigned to an individual IXC. The five digit code has the form 10XXX and the seven digit code has the form 950-XXXX.

BYPASS: Transmission facilities that go direct from the local exchange end user to an IXC point of presence, thus bypassing the local exchange company.

CARRIERS CARRIER: An IXC that provides telecommunications service, mainly bulk transmission service, to other IXCs only.

CENTRAL OFFICE: A local operating unit by means of which connections are established between subscribers' lines and trunk or toll lines to other central offices within the same exchange or other exchanges. Each three (3) digit central office code (NXX) used shall be considered a separate central office unit.

CENTRAL OFFICE CODE: The term denotes the first three digits (NXX) of the seven (7) digit telephone number assigned to a customer's telephone exchange service.

COMMISSION: The Florida Public Service Commission.

COMPANY, TELEPHONE COMPANY, UTILITY: These terms may be used interchangeably herein and shall mean any person, firm, partnership or corporation engaged in the business of furnishing communication service to the public under the jurisdiction of the Commission.

DEDICATED FACILITY: The term denotes a transmission circuit which is permanently for the exclusive use of a customer or a pair of customers.

END USER: The term denotes any individual, partnership, association, corporation, governmental agency or any other entity which (A) obtains a common line, uses a pay telephone or obtains interstate service arrangements in the operating territory of the company or (B) subscribes to interstate services provided by an IXC or uses the services of the IXC when the IXC provides interstate service for its own use.

FORM PSC/CMU 31 (11195)

Required by Commission Rule Nos. 25-24.471, 25-24.4EE' and 25- 24.480(2).

EQUAL ACCESS EXCHANGE AREAS: EAEA means a geographic area, configured based on 1987 planned toll center/access tandem areas, in which local exchange companies are responsible for providing equal access to both carriers and customers of carriers in the most economically efficient manner.

EXCHANGE: The entire telephone plant and facilities used in providing telephone service to subscribers located in an exchange area. An exchange may include more than one central office unit.

EXCHANGE (SERVICE) AREA: The territory, including the base rate suburban and rural areas served by an exchange, within which local telephone service is furnished at the exchange rates applicable within that area.

EXTENDED AREA SERVICE: A type of telephone service furnished under tariff provision whereby subscribers of a given exchange or area may complete calls to, and receive messages from, one or more other contiguous exchanges without toll charges, or complete calls to one or more other exchanges without toll message charges.

FACILITIES BASED: An IXC that has its own transmission and/or switching equipment or other elements of equipment and does not rely on others to provide this service.

FOREIGN EXCHANGE SERVICES: A classification of exchange service furnished under tariff provisions whereby a subscriber may be provided telephone service from an exchange other than the one from which he would normally be served.

FEATURE GROUPS: General categories of unbundled tariffs to stipulate related services.

- Feature Group A:** Line side connections presently serving specialized common carriers.
- Feature Group B:** Trunk side connections without equal digit or code dialing.
- Feature Group C:** Trunk side connections presently serving AT&T-C.
- Feature Group D:** Equal trunk access with subscription.

INTEREXCHANGE COMPANY: Means any telephone company as defined in Section 364.02(4), F.S. (excluding Payphone Providers), which provides telecommunication service between exchange areas as those areas are described in the approved tariffs of individual local exchange companies.

INTER-OFFICE CALL: A telephone call originating in one central office unit or entity but terminating in another central office unit or entity both of which are in the same designated exchange area.

INTRA-OFFICE CALL: A telephone call originating and terminating within the same central office unit or entity.

INTRASTATE COMMUNICATIONS: The term denotes any communications in Florida subject to oversight by the Florida Public Service Commission as provided by the laws of the State.

INTRA-STATE TOLL MESSAGE: Those toll messages which originate and terminate within the same state.

LOCAL ACCESS AND TRANSPORT AREA: LATA means the geographic area established for the administration of communications service. It encompasses designated exchanges, which are grouped to serve common social, economic and other purposes.

LOCAL EXCHANGE COMPANY (LEC): Means any telephone company, as defined in Section 364.02(4), F.S., which, in addition to any other telephonic communication service, provides telecommunication service within exchange areas as those areas are described in the approved tariffs of the telephone company.

OPTIONAL CALLING PLAN: An optional service furnished under tariff provisions which recognizes a need of sane subscribers for extended area calling without imposing the cost on the entire body of subscribers.

900 SERVICE: A service similar to 800 service, except this service is charged back to the customer based on first minute plus additional minute usage.

PIN NUMBER: A group of numbers used by a company to identify their customers.

PAY TELEPHONE SERVICE COMPANY: Means any telephone company, other than a Local Exchange Company, which provides pay telephone service as defined in Section 364.335(4), F.S.

FORM PSC/CMU 31 (11/95)
Required by Commission Rule Nos. 25-24.471, 25-24.473, and 25- 24.480(2).

POINT OF PRESENCE (POP): Bell-coined term which designates the actual (physical) location of an IXC's facility. Replaces some applications of the term "demarcation point."

PRIMARY SERVICE: Individual line service or party line service.

RESELLER: An IXC that does not have certain facilities but purchases telecommunications service from an IXC and then resells that service to others.

STATION: A telephone instrument consisting of a transmitter, receiver, and associated apparatus so connected as to permit sending and/or receiving telephone messages.

SUBSCRIBER, CUSTOMER: These terms may be used interchangeably herein and shall mean any person, firm, partnership, corporation, municipality, cooperative organization, or governmental agency supplied with communication service by a telephone company.

SUBSCRIBER LINE: The circuit or channel used to connect the subscriber station with the central office equipment.

SWITCHING CENTER: Location at which telephone traffic, either local or toll, is switched or connected from one circuit or line to another. A local switching center may be comprised of several central office units.

TRUNK: A communication channel between central office units or entities, or private branch exchanges.

ATTACHMENTS:

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

FORM PSC/CMU 31 (11/95)

Required by Commission Rule Nos. 25-24.471, 25-24.473, and 25-24.480(2).

EXHIBIT A

CERTIFICATE OF AUTHORITY



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 11, 1999

C T CORPORATION SYSTEM

TALLAHASSEE, FL

Qualification documents for TELEMANAGEMENT SYSTEMS, INC. were filed on May 10, 1999 and assigned document number F99000002400. Please refer to this number whenever corresponding with this office.

Your corporation is now qualified and authorized to transact business in Florida as of the file date.

A corporation annual report will be due this office between January 1 and May 1 of the year following the calendar year of the file date. A Federal Employer Identification (FEI) number will be required before this report can be filed. If you do not already have an FEI number, please apply NOW with the Internal Revenue by calling 1-800-829-3676 and requesting form SS-4.

Please be aware if the corporate address changes, it is the responsibility of the corporation to notify this office.

Should you have any questions regarding this matter, please telephone (850) 487-6091, the Foreign Qualification/Tax Lien Section.

Buck Kohr
Corporate Specialist
Division of Corporations

Letter Number: 899A00025655

EXHIBIT B

The Company is currently certified or registered, as applicable, and operating in Colorado.

The Company currently has application(s) pending in California.

EXHIBIT C

FINANCIAL DOCUMENTATION

The Company does not have audited financial statements. In support of its financial capability to provide the requested services, the Company has provided its most current financial statements.

In additional support of the Company's ability to provide the proposed services on a continuous basis, while meeting all lease obligations, the Company has attached a Statement of Financial Capability and supporting financial documentation.

**TELEMANAGEMENT SYSTEMS INC.
BALANCE SHEET AS OF 9/30/99**

ASSETS

Current Assets

Cash	\$ 60,011.05
Accounts Receivable	\$ 282,574.93
Due from Employees	\$ 6,525.69
Employee Garnishments	\$ 174.80
Due from Stockholder	\$ 4,728.74
Service Deposits	\$ 6,589.84

Total Current Assets **\$ 360,605.05**

Other Assets

Fixed Assets	\$ 38,207.92
Less: Accum Deprec	\$ (1,840.65)
Total Net Fixed Assets	\$ 36,367.27
Loans to Officers	\$ 209,782.21
Organizational Costs	\$ 3,116.87
Start-up Costs	\$ 2,500.00

Total Other Assets **\$ 251,766.35**

Total Assets **\$ 612,371.40**

LIABILITIES AND EQUITY

Current Liabilities

Accounts Payable	\$ 284,351.11
Lease Payable - High Plains Fin	\$ 11,334.06
Loan Payable	\$ 30,300.00
Sales Tax Payable	\$ 26,252.12
Simple IRA Deposits	\$ 999.00

Total Current Liabilities **\$ 353,236.29**

EQUITY

Opening Balance - Equity	\$ (0.22)
Equity Investment	\$ 105,957.11
Disbursements	\$ (32,870.91)
Retained Earnings	\$ (72,038.55)
Net Income	\$ 258,087.68

Total Equity **\$ 259,135.11**

Total Liabilities and Equity **\$ 612,371.40**

Difference **\$ -**

**TELEMANAGEMENT SYSTEMS INC.
INCOME STATEMENT AS OF 9/30/99**

Account Name	Balance	Account Name	Balance
Income		Expenses - Cont.	
Sales	\$ 2,303,640.81	Postage and Delivery Exp	\$ 5,145.58
Customer Bills	\$ 586,320.60	Commissions	\$ 141,095.50
Management Fees	\$ 43,496.20	Printing and Reproduction	\$ 1,611.71
Other Income	\$ 6,397.08	Training	\$ 1,895.00
Total Income	\$ 2,939,854.69	Professional Fees	\$ 16,380.77
Expenses		Recruiting	\$ 1,027.82
Advertising	\$ 1,135.46	Rent	\$ 18,047.78
Local Service Resell	\$ 7,104.20	Repairs	\$ 153.24
Cellular Resell	\$ 6,097.54	Taxes	\$ 6,419.71
Customers Invoices	\$ 565,529.82	Telephone Exp	\$ 10,717.28
PICC US West	\$ 88,573.25	Internal Pagers	\$ 223.06
Bank Service Charges	\$ 161.15	Travel And Entertainment	\$ 28,949.36
Internet Resell Exp	\$ 54,304.54	Misc Exp	\$ 12,800.52
Equip Resell	\$ 198,527.72	Total Expenses	\$ 2,684,586.75
Freight	\$ 1,454.85	Net Ordinary Income	\$ 255,267.94
Services Resell	\$ 23,813.98	Other Income	
Labor - Subcontracts	\$ 60,952.36	Interest Income	\$ 2,201.06
US West Misc Chgs	\$ 980,208.10	Finance Charges Income	\$ 746.94
Dues and Subs	\$ 69.00	Total Other Income	\$ 2,948.00
Benefits Cost	\$ 29,326.66	Other Expense	
Simple IRA Employ Cont	\$ 4,159.57	Other Exp's	\$ 128.26
Interest Exp	\$ 2,567.20	Total Other Expense	\$ 128.26
Licenses and Permits	\$ 4,327.58	Net Income	\$ 258,087.68
Billing Materials	\$ 18,527.98		
Office Supplies	\$ 19,303.28		
Payroll Expenses	\$ 373,975.18		

11/03/99

Telemanagement Systems, Inc.
Profit and Loss
 January through December 1996

	Jan - Dec '96
Ordinary Income/Expense	
Income	
4050 · Sales	894,731.34
4075 · CUSTOMER BILLS	86,039.90
4076 · Management Fees	1,525.40
Total Income	982,296.64
Gross Profit	982,296.64
Expense	
6020 · Advertising	1,291.03
6025 · CUSTOMERS INV	86,039.90
6037 · LD Other	43,357.16
6060 · Bank Service Charges	51.00
6075 · INTERNET RESELL EXPENSE	1,100.17
6110 · Amortization Expense	368.13
6150 · Equipment resell	120,366.63
6155 · Services Resell	17,131.26
6160 · Labor - Subcontracts	42,213.28
6165 · USWest Misc Charges	265.35
6170 · Dedicated Access Expense	14,841.01
6180 · FGD/FGB EXPENSE	54,421.11
6190 · Long Haul Network	278,157.04
6200 · Depreciation Expense	5,184.43
6220 · Dues and Subscriptions	571.42
6240 · Equipment Rental	3,004.83
6380 · Business Insurance	1,055.86
6390 · Life Insurance	1,713.80
6415 · Health Insurance	1,898.22
6440 · Interest Expense	30.80
6500 · Licenses and Permits	65.00
6530 · Miscellaneous	1,063.59
6540 · Billing Materials	11,003.08
6550 · Office Supplies - Non Billing	1,754.14
6560 · Payroll Expenses	191,300.64
6580 · Payroll Taxes	11,147.51
6610 · Postage and Delivery - nonbill	604.22
6615 · Commission	10,237.66
6620 · Printing and Reproduction	4,327.51
6630 · Training	860.71
6640 · Professional Fees	8,739.05
6690 · Rent	11,249.32
6710 · Repairs	1,095.14
6820 · Taxes	32,908.65
6870 · Telephone Expenses	6,224.39
6900 · Travel & Ent	7,299.36
Total Expense	972,942.40
Net Ordinary Income	9,354.24
Other Income/Expense	
Other Income	
7010 · Interest Income	4,421.40
7030 · Other Income	0.00
Total Other Income	4,421.40
Other Expense	
8010 · Other Expenses	0.00
Total Other Expense	0.00
Net Other Income	4,421.40
Net Income	13,775.64

11/03/99

Telemangement Systems, Inc.
Profit and Loss
 January through December 1998

	Jan - Dec '98
Ordinary Income/Expense	
Income	
4050 · Sales	2,341,701.39
4075 · CUSTOMER BILLS	836,966.22
4076 · Management Fees	24,745.03
Total Income	3,203,412.64
Cost of Goods Sold	
5000 · Cost of Goods Sold	2,039.54
Total COGS	2,039.54
Gross Profit	3,201,373.10
Expense	
6020 · Advertising	1,047.36
6023 · Local Service Resell	3,822.40
6024 · Cellular Resell	27,475.22
6025 · CUSTOMERS INV	861,677.28
6037 · LD Other	174,111.81
6038 · PiCC US West	21,833.01
6050 · Allowances	818.88
6060 · Bank Service Charges	181.74
6075 · INTERNET RESELL EXPENSE	17,300.25
6110 · Amortization Expense	368.13
6150 · Equipment resell	459,873.47
6155 · Services Resell	28,955.18
6160 · Labor - Subcontracts	112,656.80
6165 · USWest Misc Charges	123.75
6170 · Dedicated Access Expense	36,803.77
6175 · Data Services	238,733.83
6180 · FGD/FGB EXPENSE	37,479.48
6190 · Long Haul Network	413,425.80
6220 · Dues and Subscriptions	276.09
6240 · Equipment Rental	676.42
6380 · Business Insurance	1,239.00
6381 · Worker's Compensation Insurance	450.00
6390 · Life Insurance	3,226.73
6415 · Health Insurance	14,827.29
6418 · Simple IRA Employer Contributio	3,555.20
6440 · Interest Expense	906.49
6500 · Licenses and Permits	95.00
6530 · Miscellaneous	9,305.59
6540 · Billing Materials	11,962.72
6550 · Office Supplies - Non Billing	14,288.25
6560 · Payroll Expenses	516,451.22
6580 · Payroll Taxes	36,414.61
6610 · Postage and Delivery - nonbill	5,192.43
6615 · Commission	21,374.15
6620 · Printing and Reproduction	4,720.69
6630 · Training	3,700.56
6640 · Professional Fees	24,510.65
6680 · Recruiting	3,268.06
6690 · Rent	26,179.94
6710 · Repairs	2,369.39
6820 · Taxes	854.39
6870 · Telephone Expenses	19,208.50
6871 · Internal Pagers	230.28
6900 · Travel & Ent	33,234.10
Total Expense	3,195,205.91
Net Ordinary Income	6,167.19
Other Income/Expense	
Other Income	
7010 · Interest Income	15,747.28
7030 · Other Income	468.57

11/03/99

Telemangement Systems, Inc.
Profit and Loss
January through December 1998

	<u>Jan - Dec '98</u>
7031 - Finance Charge	2,297.70
Total Other Income	<u>18,513.55</u>
Other Expense	
8010 - Other Expenses	1,655.98
8012 - Charitable Donations	513.00
Total Other Expense	<u>2,168.98</u>
Net Other Income	<u>16,344.57</u>
Net Income	<u><u>22,511.76</u></u>

11/03/99

Telemangement Systems, Inc.
Profit and Loss
 January through December 1997

	Jan - Dec '97
Ordinary Income/Expense	
Income	
4050 · Sales	1,876,810.70
4075 · CUSTOMER BILLS	452,577.79
4076 · Management Fees	10,134.73
Total Income	2,339,523.22
Cost of Goods Sold	
5000 · Cost of Goods Sold	679.81
Total COGS	679.81
Gross Profit	2,338,843.41
Expense	
6020 · Advertising	2,154.07
6024 · Cellular Resell	12,395.91
6025 · CUSTOMERS INV	436,063.96
6037 · LD Other	204,554.38
6050 · Allowances	3,119.68
6060 · Bank Service Charges	7.00
6075 · INTERNET RESELL EXPENSE	2,224.31
6110 · Amortization Expense	368.13
6150 · Equipment resell	420,433.37
6155 · Services Resell	25,668.23
6160 · Labor - Subcontracts	152,258.28
6165 · USWest Misc Charges	96.49
6170 · Dedicated Access Expense	44,237.89
6175 · Data Services	89,998.84
6180 · FGD/FGB EXPENSE	61,883.36
6190 · Long Haul Network	402,506.90
6200 · Depreciation Expense	2,271.22
6220 · Dues and Subscriptions	256.27
6240 · Equipment Rental	1,762.63
6380 · Business Insurance	969.94
6381 · Worker's Compensation Insurance	819.00
6390 · Life Insurance	2,057.76
6415 · Health Insurance	7,667.65
6440 · Interest Expense	105.57
6500 · Licenses and Permits	840.00
6530 · Miscellaneous	1,064.91
6540 · Billing Materials	11,992.55
6550 · Office Supplies - Non Billing	9,241.32
6560 · Payroll Expenses	311,205.18
6580 · Payroll Taxes	27,600.47
6610 · Postage and Delivery - nonbill	4,411.65
6615 · Commission	28,024.66
6620 · Printing and Reproduction	2,698.63
6630 · Training	1,886.19
6640 · Professional Fees	11,531.17
6680 · Recruiting	857.39
6690 · Rent	13,909.88
6710 · Repairs	1,894.50
6820 · Taxes	3,565.17
6870 · Telephone Expenses	13,549.44
6900 · Travel & Ent	19,294.54
Total Expense	2,337,448.49
Net Ordinary Income	1,394.92
Other Income/Expense	
Other Income	
7010 · Interest Income	10,175.07
7030 · Other Income	1,317.91
Total Other Income	11,492.98
Other Expense	

11/03/99

Telemanagement Systems, Inc.

Profit and Loss

January through December 1997

	<u>Jan - Dec '97</u>
8010 · Other Expenses	3,471.63
8012 · Charitable Donations	500.00
Total Other Expense	<u>3,971.63</u>
Net Other Income	<u>7,521.35</u>
Net Income	<u><u>8,916.27</u></u>

11/03/99

Telemanagement Systems, Inc.
Profit and Loss
 January through December 1998

	Jan - Dec '98
Ordinary Income/Expense	
Income	
4050 · Sales	2,341,701.39
4075 · CUSTOMER BILLS	836,966.22
4076 · Management Fees	24,745.03
Total Income	3,203,412.64
Cost of Goods Sold	
5000 · Cost of Goods Sold	2,039.54
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Expense	
6020 · Advertising	1,047.36
6023 · Local Service Resell	3,822.40
6024 · Cellular Resell	27,475.22
6025 · CUSTOMERS INV	861,677.28
6037 · LD Other	174,111.81
6038 · PICC US West	21,833.01
6050 · Allowances	818.88
6060 · Bank Service Charges	181.74
6075 · INTERNET RESELL EXPENSE	17,300.25
6110 · Amortization Expense	368.13
6150 · Equipment resell	459,873.47
6155 · Services Resell	28,955.18
6160 · Labor - Subcontracts	112,656.80
6165 · USWest Misc Charges	123.75
6170 · Dedicated Access Expense	36,803.77
6175 · Data Services	238,733.83
6180 · FGD/FGB EXPENSE	37,479.48
6190 · Long Haul Network	413,425.80
6220 · Dues and Subscriptions	276.09
6240 · Equipment Rental	676.42
6380 · Business Insurance	1,239.00
6381 · Worker's Compensation Insurance	450.00
6390 · Life Insurance	3,226.73
6415 · Health Insurance	14,827.29
6418 · Simple IRA Employer Contributio	3,555.20
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6500 · Licenses and Permits	95.00
6530 · Miscellaneous	9,305.59
6540 · Billing Materials	11,962.72
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6580 · Payroll Taxes	36,414.61
6610 · Postage and Delivery - nonbill	5,192.43
6615 · Commission	21,374.15
6620 · Printing and Reproduction	4,720.69
6630 · Training	3,700.56
6640 · Professional Fees	24,510.65
6680 · Recruiting	3,268.06
6690 · Rent	26,179.94
6710 · Repairs	2,369.39
6820 · Taxes	854.39
6870 · Telephone Expenses	19,208.50
6871 · Internal Pagers	230.28
6900 · Travel & Ent	33,234.10
Total Expense	3,195,205.91
Net Ordinary Income	6,167.19
Other Income/Expense	
Other Income	
7010 · Interest Income	15,747.28
7030 · Other Income	468.57

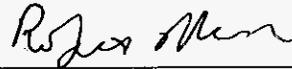
11/03/99

Telemangement Systems, Inc.
Profit and Loss
January through December 1998

	<u>Jan - Dec '98</u>
7031 - Finance Charge	2,297.70
Total Other Income	<u>18,513.55</u>
Other Expense	
8010 - Other Expenses	1,655.98
8012 - Charitable Donations	513.00
Total Other Expense	<u>2,168.98</u>
Net Other Income	<u>16,344.57</u>
Net Income	<u><u>22,511.76</u></u>

STATEMENT OF FINANCIAL CAPABILITY

The Company is financially capable to provide the requested service in the geographic areas proposed and will be able to maintain such services and meet any and all lease or ownership obligations as evidenced by its financial statements submitted with this Application. In addition, should additional funding become necessary, the Company would have access to additional capital as set forth in the supporting documentation attached.



Robert Marro, President
TeleManagement Systems, Inc.

Dated: 1/19, 2000.

ADDITIONAL SOURCES OF FUNDING

The following officers agree to contribute additional funding in the amount of \$10,000.00 each should such additional funding become necessary to continue operations in the future:

Terri Marro
6296 South Macon Way
Englewood, CO 80111
Ph. (303) 779-8735

Christy Bodaness
11346 East Berry
Englewood, CO 80111
Ph. (303) 220-8552

George Marro
11460 West 39th Place
Wheat Ridge, CO 80033
Ph. (303) 940-8005

EXHIBIT D

MANAGEMENT PROFILES

Christy Bodaness
11346 East Berry Drive
Englewood, CO 80111
(303) 220-8552

TELEMANAGEMENT SYSTEM, INC.

9/94 – present

VP Customer Service

- Manage, support and train Customer Service team.
- Responsible for selection, design, implementation and maintenance of all telecommunication equipment and services for clients
- Accountable for customer satisfaction.
- Support technical and sales in design, configuration process.
- Develop and implement Customer Service procedures / policies.

SAFEWAY STORES INC.

12/75 – 9/94

Telecommunication Implementation Manager 5/93 – 9/94

Evaluated, recommended and managed all voice telecom related services and equipment, changes and purchases. Includes phone equipment, network equipment, local service, long distance, wireless and related software applications. Responsible for 6 Retail Divisions, 100+ warehouse and supply facilities, 2000 plus retail stores throughout the United States and Canada. Reported to Corporate Director of Telecommunications.

Telecommunication Senior Analysis 6/85 – 5/93

Responsibilities similar to Implementation Manger position, but for Denver Division, a 6 state region. Included Division Headquarters, 10 warehouses and supply facilities and 200+ retail stores.

EDUCATION

BA Science
University of Northern Colorado 5/78

Multiple Telephony and Administration classes and certifications 5/85 – present

Robert Dennis Marro

Overview

I have extensive experience in the Telecommunications industry with over 17 years. My involvement ranges from sales and marketing, to customer service and technical installations.

Experience

1994–Present TeleManagement Systems, Inc. Aurora, CO

President

- Started firm in 1994
- Firm involved in consulting for complex Telecom Applications
- Managed Local, Long Distance, PBXs, WANs and data networks
- Projected Sales in 1999 in the \$4.5 million dollar range

1985–1994 MCI Englewood, CO

Senior Manager for Carriers Sales

- Managed Sales and customer service for 12 state region
- Develop Carrier Program from \$13 million to over \$100 million.
- Develop LEC/ILEC product and services
- Worked with Regulatory division of company on various tariffing issues
- Worked with International Sales for Canada

National Account Manager

- Started original National Account program for Company
- Managed Customer Support groups for National Customers

1983–1985 One Call Denver, CO

Account Manager

- Worked with Mobile Radio Customers
- Managed Initial Roll-out of Cellular service in the Denver Market
- Expanded sales to include new account accounts.

Education

Colorado State University Ft Collins, CO
1970-76 Business Administration

George Marro

11460 W 39th Pl
Wheat Ridge, CO 80033
303-940-8005 (W) 303-369-2552 (H)

Work experience

2/98 to present

TeleManagement Systems, Inc.
Aurora, CO

VP of IS. Overseeing WAN networking and billing systems. Lead in technical support for Long Distance, Local service and WANs

7/96 - 1/98

CARDtools Systems
San Jose, CA

Staff Application Engineer. Providing sales support for CARDtools, a real-time embedded design tool. Responsible for product demonstration and enhancements, customer design and benchmark modeling.

11/95 - 7/96

Qualix
San Mateo, CA

Technical manager leading a team of support professionals supporting high availability software.

12/93 - 11/95

Microtec Research/Ready Systems
Santa Clara, CA

Senior Support Engineer. Provide support for Spectra and Velocity product lines.

8/92 - 12/93

Ready Systems
Sunnyvale, CA

Technical Manager Sales US. Responsible for pre- and post-sales resolution of customer's technical issues. Provided technical guidance to field application engineers and customer support application engineers. Assisted in the resolution of low-level technical issues pertaining to integration and design in customer's custom hardware.

5/92 - 7/92

Wind River Systems
Alameda, CA

Senior Application Engineer, performing customer support for VxWorks.

6/91 - 4/92 Ready
Systems

Ready Systems
Sunnyvale, CA

Senior Application Engineer. Provide customer support for VRTX/Velocity product on Sun and VAX platforms.

9/87 - 12/90

California Association for Research in Astronomy
Kamuela, HI

Software engineer. Responsible for network, database, error logging and system monitoring design and code for the W.M. Keck Observatory Drive Control System (DCS). The DCS is based on two 68020s, Micro-VAX II, GPX and VaxStations 2000 and 3200. The 68020s are running VxWorks based on the real-time kernel VRTX. Also responsible for software configuration management.

2/83 - 9/87

TRW
Redondo Beach, CA

Software System Engineer. Worked on proposal, design, system engineering and code for a spacecraft simulator, a network of 68010s (VRTX kernels) and a Micro-VAX II (VMS). Designed and coded all of the low-level Ethernet and VRTX interface software. Performed system engineering tasks such as timing and sizing requirements, single board computer selection and code, and design reviews of other software units in the system.

5/82 - 8/82

Front Range Resources
Boulder, CO

Programming consultant for geophysical application code. (VAX/VMS experience)

8/80 - 5/82

University of Colorado
Boulder, CO

Research Assistant at Cooperative Institute for Research in Environmental Science (CIRES). Performed system programming on a PDP 11/70 operating under UNIX. Maintained code for remote seismic terminal, a Z80/Micro-engine-based system running UCSD Pascal and C/PM, and for the analysis of earthquake data on a PDP 11/34 running RSZ 11M.

Education

1980-1982

University of Colorado
Boulder, CO

Graduate Studies in Computer Science (Operating Systems)

1975-1980

University of Colorado
Boulder, CO

Major: Mathematics

Minor: Computer Science

References

References available on request.

EXHIBIT E

TECHNICAL CAPABILITY

The Company will provide service on a pure resale basis. Therefore, its technical capability is reliant on that of its underlying service provider whose technical capability has been proven to this Commission. The Company will utilize the underlying services of Frontier.

EXHIBIT F

PROPOSED TARIFF

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 TeleManagement Systems, Inc. with principal offices at 3000 S. Jamaica Court, Suite 250, Aurora, Colorado 80014. 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: February 2, 2000

EFFECTIVE:

By:

Robert Marro, President
3000 S. Jamaica Court, Suite 250
Aurora, Colorado 80014

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 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.

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
14	Original
15	Original
16	Original
17	Original
18	Original
19	Original

ISSUED: February 2, 2000

EFFECTIVE:

By:

Robert Marro, President
3000 S. Jamaica Court, Suite 250
Aurora, Colorado 80014

TABLE OF CONTENTS

Title Sheet..... 1
Check Sheet..... 2
Table of Contents..... 3
Symbols Sheet..... 4
Tariff Format Sheets..... 5
Section 1 - Technical Terms and Abbreviations..... 6
Section 2 - Rules and Regulations..... 7
Section 3 - Description of Service..... 12
Section 4 - Rates..... 16

ISSUED: February 2, 2000

EFFECTIVE:

By:

Robert Marro, President
3000 S. Jamaica Court, Suite 250
Aurora, Colorado 80014

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: February 2, 2000

EFFECTIVE:

By:

Robert Marro, President
3000 S. Jamaica Court, Suite 250
Aurora, Colorado 80014

TARIFF FORMAT SHEETS

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.

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 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: February 2, 2000

EFFECTIVE:

By:

Robert Marro, President
3000 S. Jamaica Court, Suite 250
Aurora, Colorado 80014

SECTION 1 - TECHNICAL TERMS AND ABBREVIATIONS

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

Authorization Code - A numerical code, one or more of which are available to a customer to enable him/her to access the carrier, and which are used by the carrier both to prevent unauthorized access to its facilities and to identify the customer for billing purposes.

Company or Carrier - TeleManagement Systems, 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.

Day - From 8:00 AM up to but not including 5:00 PM local time Monday through Friday.

Evening - From 5:00 PM up to but not including 11:00 PM local time Sunday through Friday.

Holidays - The Company's recognized holidays are New Year's Day, Memorial Day, July 4th, Labor Day, Thanksgiving Day, Christmas Day.

Night/Weekend - From 11:00 PM up to but not including 8:00 AM Sunday through Friday, and 8:00 AM Saturday up to but not including 5:00 PM Sunday.

ISSUED: February 2, 2000

EFFECTIVE:

By:

Robert Marro, President
3000 S. Jamaica Court, Suite 250
Aurora, Colorado 80014

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.

ISSUED: February 2, 2000

EFFECTIVE:

By:

Robert Marro, President
3000 S. Jamaica Court, Suite 250
Aurora, Colorado 80014

SECTION 2 - RULES AND REGULATIONS continued

2.2 Limitations (Cont.)

- 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.

2.3 Liabilities of the Company.

- 2.3.1 The Company's liability 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, unless ordered by the Commission.
- 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.

ISSUED: February 2, 2000

EFFECTIVE:

By:

Robert Marro, President
3000 S. Jamaica Court, Suite 250
Aurora, Colorado 80014

SECTION 2 - RULES AND REGULATIONS continued

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 of 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.

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

Credit Formula:

Credit = $A/B \times C$

"A" - outage time in hours

"B" - total hours in month (720 hours)

"C" - total monthly charge for affected facility

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SECTION 2 - RULES AND REGULATIONS continued

2.5 Disconnection of Service by Carrier.

The Company, upon five (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.

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SECTION 2 - RULES AND REGULATIONS continued

2.6 Deposits

The Company does not require a deposit from the customer.

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 line items and are not included in the quoted rates.

2.9 Billing of Calls

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 and/or circumstances exist which reasonably indicate that such charges are not in accordance with approved rates or that an adjustment may otherwise be appropriate.

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SECTION 3 - DESCRIPTION OF SERVICE

3.1 Timing of Calls

3.1.1 When Billing Charges Begin and End For Phone Calls

The customer's long distance usage charge is based on the actual usage of the Company's network. Usage begins when the called party answers (i.e. when 2 way communication, often referred to as "conversation time" is possible.). When the called party answers is determined by hardware answer supervision in which the local telephone company sends a signal to the switch or the software utilizing audio tone detection. When software answer supervision is employed, up to 60 seconds of ringing is allowed before it is billed as usage of the network. A call is terminated when the calling or called party hangs up.

3.1.2 Billing Increments

The billing increments for each service is set forth in the individual product rate section.

3.1.3 Per Call Billing Charges

Billing will be rounded up to the nearest penny for each call.

3.1.4 Uncompleted Calls

There shall be no charges for uncompleted calls.

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SECTION 3 - DESCRIPTION OF SERVICE continued

3.2 Calculation of Distance

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

The airline mileage between rate centers is determined by applying the formula below to the vertical and horizontal coordinates associated with the rate centers involved. The Company uses the rate centers that are produced by Bell Communications Research in the NPA-NXX V & H Coordinates Tape and Bell's NECA Tariff No. 4.

FORMULA:

The square

root of:

$$\frac{(V1 - V2)^2 + (H1 - H2)^2}{10}$$

3.3 Minimum Call Completion Rate

A customer can expect a call completion rate (number of calls completed / number of calls attempted) of not less than 90% during peak use periods for all FG D services ("1+" dialing).

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SECTION 3 - DESCRIPTION OF SERVICE continued

3.4 Service Offerings

3.4.1 1+ Long Distance Service

Long Distance service permits direct dialed outbound calling at a single per minute rate. Service is provided from presubscribed, dedicated or shared use access lines. Calls are billed in six second increments, with a thirty second minimum call duration.

The Company offers switched Long Distance Service to residential and business customers under the plans set forth in Section 4.1. The plans offered to customers are based upon prior actual usage or reasonable estimated usage at the time of subscription. If the customers usage commitment is not met after the first 3 months of service, the customers rates may be raised to the rate plan associated with the customers actual usage.

3.4.2 Inbound 800/888 Long Distance Service

Inbound 800/888 Long Distance Service permits inbound 800/888 calling at a single per minute rate. Service is provided from presubscribed, dedicated or shared use access lines. Calls are billed in six second increments, with a thirty second minimum call duration.

The Company offers Inbound 800/888 Long Distance Service to residential and business customers under the plans set forth in Section 4.2. The plans offered to customers are based upon prior actual usage or reasonable estimated usage at the time of subscription. If the customers usage commitment is not met after the first 3 months of service, the customers rates may be raised to the rate plan associated with the customers actual usage

3.4.3 Travel Card Service

Travel Card Service is a calling card service offered to residential and business customers who subscribe to the Company's Long Distance Service calling plan. Customers using the Carrier's calling card service access the service by dialing a 1-800 number followed by an account identification number and the number being called. This service permits subscribers utilizing the Carrier's calling card to make calls at a single per minute rate. Calls are billed in one (1) minute increments after the initial minimum period of one (1) minute. The plans offered to customers are based upon prior actual usage or reasonable estimated usage at the time of subscription. If the customers usage commitment is not met after the first 3 months of service, the customers rates may be raised to the rate plan associated with the customers actual usage.

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SECTION 3 - DESCRIPTION OF SERVICE continued

3.4.4 **Operator Services**

The Company does not provide operator services at this time.

3.4.5 **Directory Assistance**

Listed telephone numbers will be provided to requesting customers at the per call charge set forth in Section 4. Customers may request up to 2 numbers per call.

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SECTION 4 - RATES

4.1 Outbound Service

4.1.1 Switched Access Outbound Rates

\$0.1530 per minute

Billed in eighteen second increments.

4.1.2 Dedicated Access Outbound Rates

A \$2.40 per mile charge will be incurred for each private line T-1 dedicated access line.

\$0.0836 per minute.

Billed in eighteen second increments.

4.2 Inbound Service

4.2.1 Switched Access Inbound Rates

\$0.1530 per minute.

Billed in eighteen second increments.

4.2.2 Current Dedicated Access Inbound Rates

A \$2.40 per mile charge will be incurred for each private line T-1 dedicated access line.

\$0.0836 per minute.

Billed in eighteen second increments.

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SECTION 4 - RATES continued

4.3 **Travel Card Rates**

\$0.2300 per minute.

Billed in eighteen second increments.

Per call surcharge: None.

4.4 **Directory Assistance**

\$0.85 per call. (Up to 2 requests per call.)

4.5 **Payment of Calls**

4.5.1 **Late Payment Charges**

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

4.5.2 **Return Check Charges**

A return check charge of \$25.00 will be assessed for checks returned for insufficient 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 \$300.00 or 5% of the value of the check, which ever is greater.

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SECTION 4 - RATES continued**4.6 Restoration of Service**

A reconnection fee of \$22.00 per occurrence is charged when service is re-established for switched access customers who have been disconnected for non-payment. Dedicated customers will be charged the cost of reinstallation by the local telephone company.

4.7 Special Promotions

The company will, from time to time, offer special promotions to its customers waiving certain charges. These promotions will be approved by the FPSC with specific starting and ending dates and will be made part of this tariff.

4.8 Special Rates For The Handicapped**4.8.1. Directory Assistance**

There shall be no charge for up to fifty calls per billing cycle from lines or trunks serving individuals with disabilities. The Company shall charge the prevailing tariff rates for every call in excess of 50 within a billing cycle.

4.8.2. Hearing and Speech Impaired Persons

Intrastate toll message rates for TDD users shall be evening rates for daytime calls and night rates for evening and night calls.

4.8.3. Telecommunications Relay Service

For intrastate toll calls received from the relay service, the Company will when billing relay calls discount relay service calls by 50 percent off of the otherwise applicable rate for a voice nonrelay call except that where either the calling or called party indicates that either party is both hearing and visually impaired, the call shall be discounted 60 percent off of the otherwise applicable rate for a voice nonrelay call. The above discounts apply only to time-sensitive elements of a charge for the call and shall not apply to per call charges such as a credit card surcharge.

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SECTION 4 - RATES continued

4.9 Pay Telephone (Payphone) Dial-Around Surcharge

A \$.30 surcharge shall be assessed for each call made from a pay telephone to an 800 number or using a travel card and dialing the carrier prefix in the form 101XXXX. Although collected on the customer's bill, this charge is reimbursed to pay telephone service provider.

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