

ORIGINAL

# ARNALL GOLDEN & GREGORY, LLP

2800 ONE ATLANTIC CENTER  
1201 WEST PEACHTREE STREET • ATLANTA, GEORGIA 30309-3450  
TELEPHONE (404) 873-8500 • FACSIMILE (404) 873-8501

FIRST LIBERTY BANK TOWER  
SUITE 1000  
201 SECOND STREET  
MACON, GEORGIA 31201  
(912) 745-3344

WRITER'S DIRECT DIAL NUMBER  
404-873-8536  
WRITER'S DIRECT DIAL FACSIMILE  
404-873-8537

via FEDERAL EXPRESS

February 22, 2000

Florida Public Service Commission  
Division of Records and Reporting  
2530 Shumard Oak Boulevard  
Tallahassee, Florida 32399-0850

RECEIVED  
FLORIDA PUBLIC SERVICE COMMISSION  
00 FEB 23 AM 10:33  
MAIL ROOM

Re: PurePacket Communications of the South, Inc. 000245-TX

Dear Sir or Madam:

Enclosed please find an original and six (6) copies of the Application Form for Authority to Provide Alternative Local Exchange Service within the State of Florida with regard to the above-referenced company. In addition, we have enclosed our check in the amount of \$250.00 representing our application fee for same.

Thank you for your assistance in this matter, and if you have any questions or comments, please do not hesitate to call.

Very truly yours,

Anne E. Franklin

AEF:pm  
Enclosure

cc: PurePacket Communications of the South, Inc.  
Rebecca C. Stone, Esq.

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

Initials of person who forwarded check:  
RA

ORIGINAL

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

**DIVISION OF TELECOMMUNICATIONS**  
**BUREAU OF CERTIFICATION AND SERVICE EVALUATION**

**APPLICATION FORM**  
**for**  
**AUTHORITY TO PROVIDE**  
**ALTERNATIVE LOCAL EXCHANGE SERVICE**  
**WITHIN THE STATE OF FLORIDA**

000245-TX

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Instructions

- ◆ This form is used as an application for an original certificate and for approval of the 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**  
**2530 Shumard Oak Blvd.**  
**Tallahassee, Florida 32399-0850**  
**(850) 413-6770**

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

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

APPLICATION

1. This is an application for  (check on):
- Original certificate** (new company).
- Approval of transfer of existing certificate:** Example, a non-certificated company purchases an existing company and desires to retain the original certificate of authority.
- Approval of assignment of existing certificate:** Example, a certificated company purchases an existing company and desires to retain the certificate of authority of that company.
- 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:

PurePacket Communications of the South, Inc.

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

PurePacket Communications of the South, Inc.

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

47 Perimeter Center East, Suite 550

Atlanta, Georgia 30346

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

Not applicable

6. 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 _____                    |  |

7. **If individual**, provide:

**Name:** Not applicable

**Title:** \_\_\_\_\_

**Address:** \_\_\_\_\_

**City/State/Zip:** \_\_\_\_\_

**Telephone No.:** \_\_\_\_\_ **Fax No.:** \_\_\_\_\_

**Internet E-Mail Address:** \_\_\_\_\_

**Internet Website Address:** \_\_\_\_\_

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

(a) **The Florida Secretary of State corporate registration number:**

Not applicable

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

(a) **The Florida Secretary of State corporate registration number:**

\_\_\_\_\_

***Please see attached hereto at Exhibit "A" Applicant's Application for authority to operate within the State of Florida. As soon as Applicant receives its authority, it will file it with this Commission***

10. **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

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

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

\_\_\_\_\_

12. **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:** \_\_\_\_\_

13. **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

14. Provide **F.E.I. Number** (if applicable): 58-252606

15. 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. Provide explanation.

None of Applicant's officers, directors, or any of the ten largest stockholders have ever been adjudged bankrupt, mentally incompetent, or found guilty of any felony or of any crime.

(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.

No officer, director, or any of the ten largest stockholders of Applicant, have ever been an officer, director, partner or stockholder in any other Florida certificated telephone company.

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

(a) The application:

**Name:** Anne E. Franklin, Esq.

**Title:** \_\_\_\_\_

**Address:** Arnall Golden & Gregory, LLP, 1201 West Peachtree Street

One Atlantic Center, Suite 2800

**City/State/Zip:** Atlanta, Georgia 30339

**Telephone No.:** (404) 873-8536 **Fax No.:** (404) 873-8537

**Internet E-Mail Address:** Anne.Franklin@agg.com

**Internet Website Address:** www.agg.com

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

**Name:** Thomas Buttermore

**Title:** President

**Address:** 47 Perimeter Center East, Suite 550

**City/State/Zip:** Atlanta, Georgia 30346

**Telephone No.:** 770-294-5010 **Fax No.:** 770-522-8289

**Internet E-Mail Address:** tbuttermore@purepacket.com

**Internet Website Address:** Under construction

(c) Complaints/Inquiries from customers:

**Name:** Thomas Buttermore

**Title:** President

**Address:** 47 Perimeter Center East, Suite 550

**City/State/Zip:** Atlanta, Georgia 30346

**Telephone No.:** 770-294-5010 **Fax No.:** 770-522-8289

**Internet E-Mail Address:** tbuttermore@purepacket.com

**Internet Website Address:** Under construction

17. List the states in which the applicant:

(a) has operated as an alternative local exchange company.

Applicant has not operated as an alternative local exchange company in any state.

(b) has applications pending to be certificated as an alternative local exchange company.

Applicant or Applicant's affiliates have filed, or intend to file, applications in the states of Arizona, California, Colorado, Connecticut, Florida, Georgia, Indiana, Kansas, Louisiana, Minnesota, Missouri, New York, North Carolina, Nevada, Ohio, Oklahoma, Oregon, Pennsylvania, Rhode Island, Tennessee, Texas, Utah, Virginia and Wisconsin.

(c) is certificated to operate as an alternative local exchange company.

Applicant is not certified to operate as an alternative local exchange company in any state.

- (d) has been denied authority to operate as an alternative local exchange company and the circumstances involved.

Not Applicant nor any affiliates of Applicant have ever been denied authority to operate in any state.

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

Not Applicant nor any affiliates of Applicant have ever had regulatory penalties imposed for violations of telecommunications statutes.

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

Not Applicant nor any affiliates of Applicant have ever been involved in civil court proceedings with an interexchange carrier, local exchange company or other telecommunications entity.

18. 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.*



***Applicant possesses the financial resources necessary to provide reliable telecommunications services. Attached hereto at Exhibit "B" is Applicant's parent's verified Statement of Assets, Liabilities and Equity, dated December 8, 1999. Also attached at Exhibit "B" is a letter from an officer of Applicant's parent, PurePacket Communications, Inc. ("Parent") committing to financially support the operations of Applicant in the State of Florida. The amounts set forth in this Statement reflect monies recently received by Parent during its initial phase of venture funding. Applicant's financial resources are sufficient to allow Applicant to succeed in a rapidly changing telecommunications market and to meet consumer demands for innovative telecommunications services. As Applicant is newly-created and not yet providing services anywhere, it does not yet have an income statement or statement of retained earnings. Accordingly, Applicant respectfully requests a waiver of the requirement that it file an income statement and statement of retained earnings.***

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

1. **written explanation** that the applicant has sufficient financial capability to provide the requested service in the geographic area proposed to be served.

***Applicant believes that it has the financial capability to provide the requested service throughout the State of Florida. As stated above, attached hereto at Exhibit "B" is Parent's verified Statement of Assets, Liabilities and Equity, dated December 8, 1999. Also attached at Exhibit "B" is a letter from an officer of Parent committing to financially support the operations of Applicant in the State of Florida. The amounts set forth in this Statement reflect monies recently received by Parent during its initial phase of venture funding. Applicant's financial resources are sufficient to allow Applicant to succeed in a rapidly changing telecommunications market and to meet consumer demands for innovative telecommunications services.***

2. **written explanation** that the applicant has sufficient financial capability to maintain the requested service.

***Applicant believes that it will have sufficient financial capability to maintain the requested service through revenues received from the services it intends to provide and capital received from its investors. Attached hereto at Exhibit "B" is Parent's verified Statement of Assets, Liabilities and Equity, dated December 8, 1999. Also attached at Exhibit***

***"B" is a letter from an officer of Parent committing to financially support the operations of Applicant in the State of Florida. The amounts set forth in this Statement reflect monies recently received by Parent during its initial phase of venture funding. Applicant's financial resources are sufficient to allow Applicant to succeed in a rapidly changing telecommunications market and to meet consumer demands for innovative telecommunications services.***

3. **written explanation** that the applicant has sufficient financial capability to meet its lease or ownership obligations.

***Applicant believes that it will have sufficient financial capability to meet any future lease or ownership obligations through revenues received from the services provided and capital received from its investors in the State of Florida. Attached hereto at Exhibit "B" is Parent's verified Statement of Assets, Liabilities and Equity, dated December 8, 1999. Also attached at Exhibit "B" is a letter from an officer of Parent committing to financially support the operations of Applicant in the State of Florida. Applicant's financial resources are sufficient to allow Applicant to succeed in a rapidly changing telecommunications market and to meet consumer demands for innovative telecommunications services.***

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

***Please see Attachment "C" hereto.***

- 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.

***Please see Attachment "C" hereto.***

**\*\*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 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:

  
Signature

2/20/00  
Date

Chief Executive Officer

Title

Telephone No.: 678-366-4933

Address: 47 Perimeter Center East,  
Suite 550, Atlanta, GA 30346

Fax No.: 770-522-8289

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**ATTACHMENTS:**

- A - CERTIFICATE SALE, TRANSFER, OR ASSIGNMENT STATEMENT
- B - INTRASTATE NETWORK
- C - AFFIDAVIT

**CERTIFICATE SALE, TRANSFER, OR ASSIGNMENT STATEMENT**

I, (Name) \_\_\_\_\_

(Title) \_\_\_\_\_ of (Name of Company) \_\_\_\_\_  
\_\_\_\_\_

and current holder of Florida Public Service Commission Certificate Number#

\_\_\_\_\_, have reviewed this application and join in the petitioner's

request for a:

( ) sale

( ) transfer

( ) assignment

of the above-mentioned certificate.

UTILITY OFFICIAL:

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Date

\_\_\_\_\_  
Title

\_\_\_\_\_  
Telephone No.

Address: \_\_\_\_\_

\_\_\_\_\_  
Fax No.

\_\_\_\_\_  
\_\_\_\_\_

**INTRASTATE NETWORK (if available)**

Chapter 25-24.825 (5), Florida Administrative Code, requires the company to make available to staff the alternative local exchange service areas only upon request.

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

1) _____	2) _____
_____	_____
3) _____	4) _____
_____	_____

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

1) _____	2) _____
_____	_____
3) _____	4) _____
_____	_____

**3. TRANSMISSION FACILITIES:** POP-to-POP facilities by type of facilities (microwave, fiber, copper, satellite, etc.) and indicate if owned or leased.

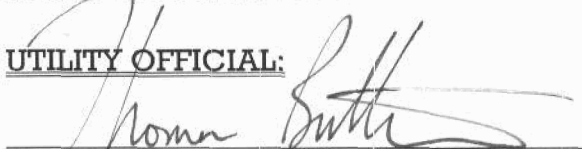
<u>POP-to-POP</u>	<u>OWNERSHIP</u>
1) _____	_____
2) _____	_____
3) _____	_____
4) _____	_____

**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

2/20/00  
\_\_\_\_\_  
Date

Chief Executive Officer  
\_\_\_\_\_  
Title

Telephone No. 678-366-4933

Address: 47 Perimeter Center East  
Suite 550, Atlanta, GA 30346

Fax No. 770-522-8289

Exhibit A

Applicant's Application for Authority to Transact Business in Florida

# APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

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

1. PurePacket Communications of the South, Inc.  
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION", or words or  
abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person  
or partnership if not so contained in the name at present.)

2. Delaware (State or country under the law of which it is incorporated) 3. 58-2502606  
(FEI number, if applicable)

4. February 9, 2000 (Date of incorporation) 5. Perpetual  
(Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))

7. 47 Perimeter Center East, Ste. 550, Atlanta, Georgia 30346  
(Current mailing address)

8. To engage in any activity within the purposes for which corporations may be organized.  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of  
Florida)

9. Name and street address of Florida registered agent:

Name: C T Corporation System  
Office Address: c/o C T Corporation System, 1200 South Pine  
Island Road  
Plantation, Florida, 33324  
(Zip Code)

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

C T Corporation System

(Registered agent's signature) (Officer)



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

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: see attached list of directors

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice Chairman: see attached list of directors

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: see attached list of directors

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

B. OFFICERS

President: see attached list of officers

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Secretary: \_\_\_\_\_

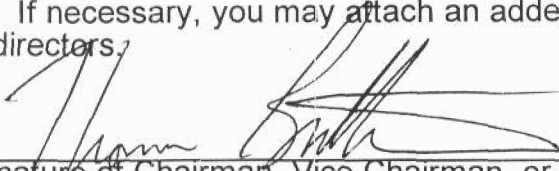
Address: \_\_\_\_\_  
\_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

\_\_\_\_\_

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.  \_\_\_\_\_  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Thomas Buttermore, President \_\_\_\_\_  
(Typed or printed name and capacity of person signing application)

Exhibit B

Financial Capability



### Certified Public Accountants

3949 Holcomb Bridge Road • Suite 100  
Norcross, Georgia 30092  
FAX 770 416-7714  
770-662-8848  
email cpas@nmcpas.com  
www.nmcpas.com

To the Stockholders of  
PurePacket Communications, Inc.  
Alpharetta, Georgia

We have compiled the accompanying Statement of Assets, Liabilities and Equity of PurePacket Communications, Inc., as of November 8, 1999 in accordance with Statements on Standards for Accounting and Review Services issued 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. We have not audited or reviewed the accompanying financial statements and, accordingly, do not express an opinion or any other form of assurance on them.

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

December 17, 1999


*Celebrating Our 12th Year of Helping Our Clients Keep More of What They Make!*

PUREPACKET COMMUNICATIONS, INC.  
STATEMENT OF ASSETS, LIABILITIES AND EQUITY  
DECEMBER 8, 1999

<b>ASSETS</b>		
Cash and Equivalents		\$7,133,338
Deposits		5,076
Equipment	\$7,340	
Less Accumulated Depreciation	<u>(87)</u>	
		7,253
Organizational Costs	52,574	
Less Accumulated Amortization	<u>(876)</u>	
		<u>51,698</u>
<b>TOTAL ASSETS</b>		<b>\$7,197,365</b> =====
<b>LIABILITIES</b>		
Accrued expenses		\$20,000
Notes Payable		<u>7,500,000</u>
<b>TOTAL LIABILITIES</b>		<b><u>7,520,000</u></b>
<b>EQUITY</b>		
Common Stock, \$0.01 par value, 14,001,000 authorized, 701,000 issued and outstanding		7,010
Series A Convertible Preferred Stock, \$0.01 par value, 7,500,000 authorized, 32,000 issued and outstanding		320
Additional Paid-in Capital		<u>95,670</u>
		103,000
Retained Earnings (Deficient)		<u>(425,635)</u>
<b>TOTAL EQUITY</b>		<b><u>(322,635)</u></b>
<b>TOTAL LIABILITIES AND EQUITY</b>		<b>\$7,197,365</b> =====

## AFFIDAVIT

By the signatures below, the undersigned officers of PurePacket Communications, Inc., attest that the Statement of Assets, Liability and Equity of PurePacket Communications, Inc. submitted with this application before the Florida Public Service Commission is true and correct.

A handwritten signature in cursive script, appearing to read "Thomas Buttermore", written over a horizontal line.

Thomas Buttermore  
Chief Executive Officer, President and Treasurer

PUREPACKET COMMUNICATIONS, INC.  
47 Perimeter Center East, Suite 550  
Atlanta, Georgia 30346

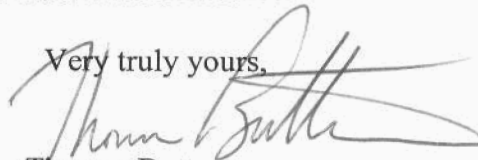
February 2, 2000

Florida Public Service Commission  
2540 Shumard Oak Blvd.  
Tallahassee, FL 32399

Dear Sir or Madam::

I am Chief Executive Officer of PurePacket Communications, Inc. Please take this letter as verification and confirmation that PurePacket Communications, Inc. will provide sufficient financial resources as necessary to support the operations in the State of Florida of its wholly-owned subsidiary, PurePacket Communications of the South, Inc. Please let me know if I may be of additional assistance.

Very truly yours,

A handwritten signature in black ink, appearing to read "Thomas Buttermore", written over the typed name and title.

Thomas Buttermore  
Chief Executive Officer

Exhibit C

Managerial and Technical Capability



## **Technical and Managerial Capability**

### **Thomas Buttermore, Chief Executive Officer and President**

Thomas Buttermore is currently the Chief Executive Officer and President of the Applicant. He is responsible for the overall direction and management of the Applicant. Prior to founding PurePacket Communications, Inc., Mr. Buttermore was the Executive Director of High Speed Data for MediaOne in Atlanta, Georgia from May, 1997 until November, 1999. At MediaOne, he was responsible the commercial services strategy and tactics, as well, as the marketing, sales, operations, engineering, support and local content strategy and operations for the MediaOne Express residential and small business highspeed cable modem products and circuit switched IP and Frame Relay data networking products. Prior to joining MediaOne, Mr. Buttermore was a Director at BellSouth Interactive Media Services and BellSouth.net responsible for application and product development of various BellSouth products, including web hosting and cable modem services. Prior to joining BellSouth, Mr. Buttermore served in leadership roles in various technology companies. He received a Masters of Business Administration from Georgia State University in 1998.

### **Ed Pimentel, Chief Technology Officer**

Ed Pimentel is currently the Chief Technology Officer of the Applicant. He is responsible for the design and deployment of the Applicant's advanced data and voice network, including the network operations center. Prior to founding the Applicant, Mr. Pimentel was responsible for the management of information technology, high speed data and internet engineering, research and development, convergent billing, and competitive local exchange carrier interconnection for MediaOne from 1994 until November, 1999. Additionally, he planned and engineered a web-based call center for MediaOne. Prior to joining MediaOne, Mr. Pimentel held technical leadership positions with BellSouth and US West designing and deploying network technology and large scale data centers.

### **Richard Batelaan, P.E., Vice President of Operations**

Richard Batelaan is currently the Chief Operations Officer of the Applicant. He is responsible for operations and customer care for the applicant. Prior to joining the Applicant in December, 1999, Mr. Batelaan was Vice President of Operations at BellSouth.net, where he was responsible for all operating units, including engineering, network operations, systems operations, customer operation and service planning for the delivery of BellSouth.net's internet services. Mr. Batelaan held various technical leadership positions at BellSouth since June, 1987. He received a Masters of Science - Information Networking from Carnegie-Mellon University in December, 1992.

**Mo Nikain, P.E., Vice President of Software Development**

Mo Nikain is currently the Chief Information Officer of the Applicant. He is responsible for product development and systems integration for the applicant. Prior to joining the Applicant in December, 1999, Mr. Nikain was Director of Operations Development at BellSouth. Mr. Nikain was responsible for operational support systems development and strategy. Prior to joining BellSouth, Mr. Nikain was Vice President of Research and Development for ISP Alliance in Atlanta, Georgia, where he was responsible for the development of online registration software and implementation of a real-time billing engine. Prior to joining ISP Alliance, Mr. Nikain held technical leadership positions at Objective Systems Integrators and BellSouth Science and Technology. Mr. Nikain received a Masters of Science - Electrical Engineering from Georgia Institute of Technology in December, 1989.