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**APPLICATION FORM
FOR AUTHORITY TO
PROVIDE
SHARED TENANT
SERVICE WITHIN THE
STATE OF FLORIDA**

DOCUMENT NUMBER - DATE

03368 MAR 16 8

FPSC-RECORDS/REGISTRATION

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

**DIVISION OF COMMUNICATIONS
BUREAU OF SERVICE EVALUATION**

**APPLICATION FORM
for
AUTHORITY TO PROVIDE SHARED TENANT SERVICE
WITHIN THE STATE OF FLORIDA**

INSTRUCTIONS

- A. This form is used as an application for an original certificate and for approval of the assignment or transfer of an existing certificate. In case of an assignment or transfer, the information provided shall be for the assignee or transferee (See Appendix A).
- B. Print or type all responses 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. Once completed, submit the original and six (6) copies of this form along with a non-refundable application fee of \$100.00 to:

Florida Public Service Commission
Division of Records and Reporting
2540 Shumard Oak Blvd.
Tallahassee, Florida 32399-0850
(850) 413-6770

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

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

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

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

2. Name of company:

Cypress Communications, Inc.

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

Cypress Communications of South Florida, Inc.

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

Fifteen Piedmont Center

Suite 710

Atlanta, GA 30305

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

1401 Brickell Ave., Suite 309

Miami, FL 33131

6. Structure of organization:

- () Individual (X) Corporation
() Foreign Corporation () Foreign Partnership
() General Partnership () Limited Partnership
() Other, _____

7. If individual, provide:

Name : _____

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) Florida Secretary of State corporate registration number: _____.

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

- (a) Florida Secretary of State Corporate registration number: F99000005375.

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

- (a) Florida Secretary of State fictitious name registration number: F99000005375.

11. If applicant is a limited liability partnership, provide proof or 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.

a. Name : _____
Title : _____
Address: _____
City/State/Zip: _____
Telephone No.: _____ Fax No.: _____
Internet E-Mail Address: _____
Internet Website Address: _____

b. Name : _____
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: _____

14. Provide FEID Number(if applicable): 58-2330270

15. Who will bill for your services.

Name : Cypress Communications, Inc.
Address: Fifteen Piedmont Center, Suite 710
City/State/Zip: Atlanta, GA 30305
Telephone Number: 404-869-2500

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

(a) The application:

Name : Eric D. Edmondson

Title : Attorney, Arent Fox Kintner Plotkin & Kahn, PLLC

Address: 1050 Connecticut Avenue, N.W.

City/State/Zip: Washington, D.C. 20036

Telephone No.: 202/857-6160 **Fax No.**: 202/857-6395

Internet E-Mail Address: edmondse@arentfox.com

Internet Website Address: www.arentfox.com

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

Name : Robert W. McCarthy

Title : Vice President and General Counsel

Address: Fifteen Piedmont Center, Suite 710

City/State/Zip: Atlanta, GA 30305

Telephone No.: 404/869-2500 **Fax No.**: 404/869-2525

Internet E-Mail Address: rmccarthy@cypresscom.net

Internet Website Address: www.cypresscom.net

(c) Complaints/Inquiries from customers:

Name : Robert W. McCarthy

Title : Vice President and General Counsel

Address: Fifteen Piedmont Center, Suite 710

City/State/Zip: Atlanta, GA 30305

Telephone No.: 404/869-2500 **Fax No.**: 404/869-2525

Internet E-Mail Address: rmccarthy@cypresscom.net

Internet Website Address: www.cypresscom.net

17. List the states in which the applicant:

- (a) has applications pending to be certificated as a shared tenant service provider.

N/A

- (b) is certificated to operate as a shared tenant service provider.

N/A

- (c) has been denied authority to operate as a shared tenant service provider and the circumstances involved.

N/A

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

N/A

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

N/A

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

a. Adjudged bankrupt, mentally incompetent, or found guilty of any felony or of any crime, or whether such actions may result from pending proceedings. If so, provide explanation.

None.

b. 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.

19. Submit the following:

A. Financial capability.

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

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

NOTE: This documentation may include, but is not limited to, financial statements, a projected profit and loss statement, credit references, credit bureau reports, and descriptions of business relationships with financial institutions.

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

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

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

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

**** APPENDIX A ****

CERTIFICATE 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

CERTIFICATE TRANSFER OR ASSIGNMENT STATEMENT
() transfer
() assignment

of the above-mentioned certificate.

(Address) _____
(City) _____ of

UTILITY OFFICIAL

and current holder of _____ Signature _____ Florida Public Service Commission

Certificate Number _____ have reviewed this
Title _____ Telephone No. _____
application and join in the petitioner's request for a

Address: _____
() transfer Fax No. _____

() assignment

of the above-mentioned certificate

UTILITY OFFICIAL

**** APPENDIX C ****

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 interexchange telecommunications 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.

I will comply with all current and future Commission requirements regarding shared tenant service. I understand that I am required to pay a regulatory assessment fee (minimum of \$50.00 per calendar year) and pay gross receipts tax. Furthermore, I agree to keep the Commission advised of any changes in the names or addresses listed in the application within 10 days of the change.

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: Bert W. McCarthy

Date: 13 March 00

Printed Name: Robert W. McCarthy

Title: Vice President & General Counsel

Address: Cypress Communications, Inc.

404/869-2500

Fifteen Piedmont Center

Telephone No.

404/869-2525

Suite 710

Fax No.

Atlanta, GA 30305

Item No. 19

All financial information requested in Item 19 is provided in the attached Prospectus, which was published in connection with Cypress Communications, Inc.'s initial public offering. The Prospectus is on file with the U.S. Securities and Exchange Commission. All financial information contained in the Prospectus has been affirmed by Cypress Communications' chief executive officer as being true and correct.

The portions of the Prospectus relevant to each topic of information are set forth below.

A. Financial Capability

Cypress Communications' audited financial statements for the past three years are reproduced at pages F-3 through F-6 of the Prospectus.

Cypress Communications has sufficient financial capability to provide and maintain Shared Tenant Services to its customers in Miami, as well as to meet its related lease or ownership obligations. As of September 30, 1999, the Company's total capitalization was roughly \$10.2 million dollars. The Company's private placement of approximately \$79 million of equity securities in October and November, 1999, and its recent successful offering of 11,500,000 shares of common stock for net cash proceeds of approximately \$179 million, have further enhanced the Company's capitalization and liquidity. *See* Prospectus at pp. 17-19.

B. Managerial Capability

Resumes of executive officers, key employees and directors are included in the Prospectus at pages 52 through 56.

C. Technical Capability

Resumes of officers and key employees with relevant telecommunications experience are included in the Prospectus at pages 52 through 55. A description of the Company's customer service and technical support services is included at page 45.