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Rodney L. Joyce
(202) 639-5602
rjoyce@shb.com

March 29, 2000

By Federal Express

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

000386-TI

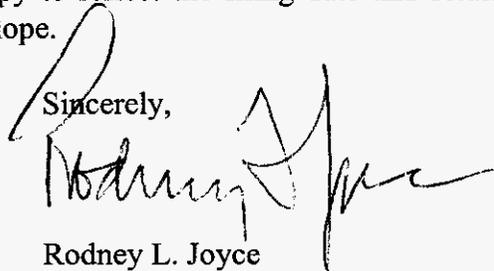
Re: TelZero, Inc. -- Application for Certificate to Provide
Interexchange Telecommunications Service

Dear Sir/Madam:

Enclosed for filing is the original and six copies of the application described above. Also enclosed is a check for \$250.00 to cover the filing fee for this application.

Please stamp the extra copy to reflect the filing date and return it to me in the enclosed self-addressed and prepaid envelope.

Sincerely,



Rodney L. Joyce

Enclosures

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

Initials of person who forwarded check:

RLJ

FLORIDA PUBLIC SERVICE COMMISSION
DIVISION OF TELECOMMUNICATIONS
BUREAU OF CERTIFICATION AND SERVICE EVALUATION

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

Instructions

- ◆ This form is used as an application for an original certificate and for approval of assignment or transfer of an existing certificate. In the case of an assignment or transfer, the information provided shall be for the assignee or transferee (See Appendix A).
- ◆ Print or Type all responses to each item requested in the application and appendices. If an item is not applicable, please explain why.
- ◆ Use a separate sheet for each answer which will not fit the allotted space.
- ◆ Once completed, submit the original and six (6) copies of this form along with a non-refundable application fee of \$250.00 to:

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

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

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

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

1. This is an application for $\sqrt{\quad}$ (check one):

Original certificate (new company).

Approval of transfer of existing certificate:

Example, a certificated company purchases an existing certificated company and desires to retain the authority of both certificates.

Approval of assignment of existing certificate:

Example, a non-certificated company purchases an existing company and desires to retain the certificate of authority rather than apply for a new certificate.

Approval of transfer of control:

Example, a company purchases 51 % of a certificated company. The Commission must approve the new controlling entity.

2. Name of company:

TelZero, Inc.

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

same as above

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

855 SW 78th Ave.

Plantation, FL 33324

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

Same as address in #4 above

6. Select type of business your company will be conducting (check all that apply):

- Facilities-based carrier** - company owns and operates or plans to own and operate telecommunications switches and transmission facilities in Florida.
- Operator Service Provider** - company provides or plans to provide alternative operator services for IXCs; or toll operator services to call aggregator locations; or clearinghouse services to bill such calls.
- Reseller** - company has or plans to have one or more switches but primarily leases the transmission facilities of other carriers. Bills its own customer base for services used.
- Switchless Rebiller** - company has no switch or transmission facilities but may have a billing computer. Aggregates traffic to obtain bulk discounts from underlying carrier. Rebills end users at a rate above its discount but generally below the rate end users would pay for unaggregated traffic.
- Multi-Location Discount Aggregator** - company contracts with unaffiliated entities to obtain bulk/volume discounts under multi-location discount plans from certain underlying carriers, then offers resold service by enrolling unaffiliated customers.
- Prepaid Debit Card Provider** - any person or entity that purchases 800 access from an underlying carrier or unaffiliated entity for use with prepaid debit card service and/or encodes the cards with personal identification numbers.

7. Structure of organization:

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

8. **If individual**, provide:

Name: _____

Title: _____

Address: _____

City/State/Zip: _____

Telephone No.: _____ Fax No.: _____

Internet E-Mail Address: _____

Internet Website Address: _____

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

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

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

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

_____ F00000000474 (See Att. 1)

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

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

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

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

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

Name:

Title:

Address:

City/State/Zip:

Telephone No.:

Fax No.:

Internet E-Mail Address:

Internet Website Address:

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

(a) **The Florida registration number:**

15. Provide **F.E.I. Number** (if applicable): **65-0986662**

16. Provide the following (if applicable):

(a) Will the name of your company appear on the bill for your services?
() Yes () No See Att. 2

(b) If not, who will bill for your services? See Att. 2

Name: _____

Title: _____

Address: _____

City/State/Zip: _____

Telephone No.: _____ Fax No.: _____

(c) How is this information provided?

17. Who will receive the bills for your service?

() Residential Customers

() Business Customers

() PATs providers

() PATs station end-users

() Hotels & motels

() Hotel & motel guests

() Universities () Universities dormitory residents
() Other: (specify) See Att. 2.

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

(a) The application:

Name: Rodney L. Joyce, Esq.
Title: Shook, Hardy & Bacon, L.L.P.
Address: 600 14th Street, N.W., Suite 800
City/State/Zip: Washington, DC 20005-2004
Telephone No.: (202) 783-8400 Fax No.: (202) 783-4211
Internet E-Mail Address: rjoyce@shb.com
Internet Website Address: shb.com

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

Name: Gavin Kahn
Title: Vice President and General Counsel, TelZero, Inc.
Address: 855 SW 78th Ave.
City/State/Zip: Plantation, FL 33324
Telephone No.: (954) 453-7000 Fax No.: (954) 453-7039
Internet E-Mail Address: gkahn@telzero.com
Internet Website Address: telzero.com

(c) Complaints/inquiries from customers:

Name: [not yet hired]
Title: Director of Customer Service, TelZero, Inc.

Address: 855 SW 78th Avenue
City/State/Zip Plantation, FL 33324
Telephone No.: (954) 453-7000 Fax No.: (954) 453-7039
Internet E-Mail Address: [Address to be assigned when position is filled.]
Internet Website Address: telzero.com

19. List the states in which the applicant:

(a) has operated as an interexchange telecommunications company.

none

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

none

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

none

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

none

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

none

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

none

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

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

N/A

- (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.

Michael Pardes, a TelZero officer, was a shareholder, officer and director of Network I, a long distance carrier. Network I was sold to Metromedia in 1985.

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

a. _____ **MTS with distance sensitive per minute rates**

- _____ Method of access is FGA
_____ Method of access is FGB
_____ Method of access is FGD
_____ Method of access is 800

b. _____ **MTS with route specific rates per minute**

- _____ Method of access is FGA
_____ Method of access is FGB
_____ Method of access is FGD
_____ Method of access is 800

- c. _____ **MTS with statewide flat rates per minute (i.e. not distance sensitive)**
- _____ Method of access is FGA
 _____ Method of access is FGB
 _____ Method of access is FGD
 _____ Method of access is 800
- d. _____ **MTS for pay telephone service providers**
- e. _____ **Block-of-time calling plan (Reach Out Florida, Ring America, etc.).**
- f. _____ **800 service (toll free)**
- g. _____ **WATS type service (bulk or volume discount)**
- _____ Method of access is via dedicated facilities
 _____ Method of access is via switched facilities
- h. _____ **Private line services (Channel Services)**
 (For ex. 1.544 mbs., DS-3, etc.)
- i. _____ **Travel service**
- _____ Method of access is 950
 _____ Method of access is 800
- j. _____ **900 service**
- k. _____ **Operator services**
- _____ Available to Presubscribed customers
 _____ Available to non presubscribed customers (for example, to patrons of hotels, students in universities, patients in hospitals).
 _____ Available to inmates

l. _____ **Services included are:**

- _____ Station assistance
- _____ Person-to-Person assistance
- _____ Directory assistance
- _____ Operator verify and interrupt
- _____ Conference calling
- m. _____ Other [See Att. 2]

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

See Att. 3

23. Submit the following:

A. Financial capability. See Att. 4

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 and loss statement, credit references, *credit bureau reports*, and *descriptions of business relationships with financial institutions*.

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

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

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

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

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

See Att. 5

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.

See Att. 5

**** APPLICANT ACKNOWLEDGMENT STATEMENT ****

1. **REGULATORY ASSESSMENT FEE:** I understand that all telephone companies must pay a regulatory assessment fee in the amount of .15 of one percent of its gross operating revenue derived from intrastate business. Regardless of the gross operating revenue of a company, a minimum annual assessment fee of \$50 is required.
2. **GROSS RECEIPTS TAX:** I understand that all telephone companies must pay a gross receipts tax of two and one-half percent on all intra and interstate business.
3. **SALES TAX:** I understand that a seven percent sales tax must be paid on intra and interstate revenues.
4. **APPLICATION FEE:** I understand that a non-refundable application fee of \$250.00 must be submitted with the application.

UTILITY OFFICIAL:

<u>Michael Purdes</u> Signature	<u>3/28/2000</u> Date
<u>President</u> Title	<u>954 453-7010</u> Telephone No.
<u>Address: 855 SW 78 Avenue</u> <u>Plantation, FL 33324</u>	<u>954 453 7109</u> Fax No.

ATTACHMENTS

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

****APPENDIX A****

NOT APPLICABLE

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 petitioners request for a:

() transfer

() assignment

of the above-mentioned certificate.

UTILITY OFFICIAL:

Signature

Date

Title

Telephone No.

Address: _____

Fax No.

CURRENT FLORIDA INTRASTATE SERVICES

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

If the answer is yes, 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:

Michael Pardo
Signature

3/28/2000
Date

President
Title

954 453 7010
Telephone No.

Address: 855 SW 78 Avenue

954 453 7109

Plantation, FL 33324

Fax No.

AFFIDAVIT

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

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

UTILITY OFFICIAL:

<u>Michael Pardo</u>	<u>3/28/2000</u>
Signature	Date
<u>President</u>	<u>954 453 7010</u>
Title	Telephone No.
Address: <u>855 SW 78 Avenue</u>	<u>954 453 7109</u>
<u>Plantation, FL 33324</u>	Fax No.

35190.1

Att. 1

State of Florida



Department of State

I certify from the records of this office that TELZERO, INC., is a corporation organized under the laws of Delaware, authorized to transact business in the State of Florida, qualified on January 26, 2000.

The document number of this corporation is F00000000474.

I further certify that said corporation has paid all fees due this office through December 31, 2000, and its status is active.

I further certify that said corporation has not filed a Certificate of Withdrawal.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capitol, this the
Twenty-sixth day of January, 2000



CR2EO22 (1-99)

Katherine Harris

Katherine Harris
Secretary of State

Att. 2

TelZero, Inc. will give consumers in Florida the ability to make in-state long distance calls for free. Rather than recover the costs of providing long distance service from those who use the TelZero service to make calls, the company instead will recover its costs from advertisers.

Callers will access the TelZero service by dialing a toll-free number. Once connected to the TelZero platform, a first-time caller will be asked to answer a few questions (such as the caller's sex and birth date) using the caller's telephone touchpad. After completing the survey, a unique PIN number will be assigned to that caller, and advertising messages lasting a total of one minute or less will be played to the caller. Those desiring to use the TelZero service also will be able to complete the survey and obtain a PIN by accessing TelZero's Internet website. Different advertising messages will be played to different callers based on the answers they give to the survey questions. Once the advertising messages end, the caller will place his or her long distance call. If a caller chooses to use the TelZero service to place additional long distance calls in the future, he or she will be asked to enter his or her PIN, answer a few questions, and listen to messages before placing his or her call.

People will be free to use or not use the TelZero service on a call-by-call basis. While some may choose to use the TelZero service for all long distance calls, others may use the service only occasionally. In either case, the caller will not be charged for using the service. Instead, TelZero will obtain revenue from the advertisers whose messages TelZero callers hear.

In response to questions 16 and 17, no one using the TelZero service to place long distance calls will receive a bill for using the service.

In response to question 21, none of the services listed in (a) through (l) describes the telecommunications service that TelZero will provide given that the TelZero service will permit a

person to place a call to any in-state number in another exchange for free. While the services in (a), (b), (c), (d), (e), (g), (i), and (j), like the TelZero service, permit users to call any in-state long distance number, the caller using each of these other services must pay to use the service whereas the caller uses the TelZero service free of charge. Nor is the TelZero service like the service described in (f) (i.e., “800 service”) since 800 service permits the user to call only toll-free numbers whereas the TelZero service permits the user to call any in-state telephone number. The TelZero service also is not like the service referred to in (h) (i.e., “private line service”) since private line service only permits communications between specified locations whereas the TelZero service permits calls from any phone in Florida to any other Florida phone. Finally, the TelZero service is not like the services referred to in (k) and (l) (i.e., “Operator services”) since those services only permit callers to call a specific number for a specific purpose (such as to find directory information or to obtain a conference call bridge) whereas the TelZero service permits the user to call any Florida phone number for any purpose.

Att. 3

TELZERO, INC.

Tariff No. 1
Original Page 1

INTEREXCHANGE TOLL SERVICES

TELZERO, INC.

Rates, Rules and Regulations for furnishing of
INTEREXCHANGE TELECOMMUNICATIONS SERVICE
Within the State of FLORIDA

This tariff contains the descriptions, regulations and rates applicable for the furnishing of INTEREXCHANGE telecommunications services provided by TELZERO, INC. 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: March 23, 2000

Effective: _____

Michael Pardes
TelZero, Inc.
855 SW 78th Avenue
Plantation, FL 33324

INTEREXCHANGE TOLL SERVICES

TABLE OF CONTENTS

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Issued: March 23, 2000

Effective: _____

Michael Pardes
TelZero, Inc.
855 SW 78th Avenue
Plantation, FL 33324

INTEREXCHANGE TOLL SERVICES

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 at the bottom of this page.

<u>SHEET</u>	<u>REVISION</u>
1	Original
2	Original
3	Original
4	Original
5	Original
6	Original
7	Original
8	Original
9	Original
10	Original
11	Original
12	Original

Issued: March 23, 2000

Effective: _____

Michael Pardes
TelZero, Inc.
855 SW 78th Avenue
Plantation, FL 33324

INTEREXCHANGE TOLL SERVICES

EXPLANATION OF SYMBOLS

When changes are made on any tariff page, a revised page will be issued canceling the tariff page affected; such changes will be identified through the use of the following symbols:

- (D) - the "Deletion/Discontinuance" of rates, regulations, and/or text.
- (I) - a rate "Increase."
- (M) - matter "Moved/Relocated" within the tariff with no change to the material.
- (N) - "New" text.
- (R) - a rate "Reduction."
- (T) - a change in tariff text but no change in rate or charge.

The above symbols will apply except where additional symbols are identified at the bottom of an individual page.

Issued: March 23, 2000

Effective: _____

Michael Pardes
TelZero, Inc.
855 SW 78th Avenue
Plantation, FL 33324

INTEREXCHANGE TOLL SERVICES

TARIFF FORMAT

- A. **Sheet Numbering** - Sheet numbers appear in the upper right corner of the page. Sheets are numbered sequentially. However, new sheets are occasionally added to the tariff. When a new sheet is added between sheets already in effect, a decimal is added. For example, a new sheet added between sheets 8 and 9 would be 8.1.
- 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 Florida Public Service Commission. For example, the 3rd revised Sheet 8 cancels the 2nd revised Sheet 8.
- C. **Paragraph Numbering Sequences** - 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).1
 - 2.1.1.A.1.(a).1.(i)
 - 2.1.1.A.1.(a).1.(i).(1)
- D. **Check Sheets** - When a tariff filing is made with the Commission, an updated check sheet accompanies the tariff filing. The check sheet lists the sheets contained in the tariff, with a cross reference to the current revision number. When new pages are added, the check sheet is changed to reflect the revision. All revisions made in a given filing are designated by an asterisk (*). There will be no other symbols used on this page if these are the only changes made to it (i.e., the format, etc. 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 Commission.

Issued: March 23, 2000

Effective: _____

Michael Pardes
TelZero, Inc.
855 SW 78th Avenue
Plantation, FL 33324

INTEREXCHANGE TOLL SERVICES

SECTION 1: TECHNICAL TERMS AND ABBREVIATIONS

Certain terms used generally throughout this tariff for services furnished by the Company are defined below.

1.1 Commission

The Florida Public Service Commission

1.2 Company

TELZERO, INC.

1.3 Contract

The agreement between a Customer and the Company under which service is furnished in accordance with applicable provisions of this Tariff.

1.4 Customer

The person, firm or corporation that places long distance telephone calls using the service provided under this Tariff.

1.5 LATA

A local access and transport area as defined in 47 U.S.C. § 153(25).

1.6 Tariff

The rules and regulations adopted and filed by the Company with the Commission.

Issued: March 23, 2000

Effective: _____

Michael Pardes
TelZero, Inc.
855 SW 78th Avenue
Plantation, FL 33324

INTEREXCHANGE TOLL SERVICES

1.7 User

Any person who uses telecommunications service provided by the Company under the jurisdiction of the Commission.

Issued: March 23, 2000

Effective: _____

Michael Pardes
TelZero, Inc.
855 SW 78th Avenue
Plantation, FL 33324

INTEREXCHANGE TOLL SERVICES

SECTION 2: RULES AND REGULATIONS

2.1 Undertaking of the Company

- 2.1.1 The Company undertakes to provide the service offered in this Tariff on the terms and conditions specified.
- 2.1.2 Service will be provided where facilities and the resale of underlying services are technologically and economically available and feasible. The furnishing of service under this Tariff is subject to the continuing availability of all necessary facilities and services.

2.2 Limitations of Service

- 2.2.1 The Company reserves the right to limit use of the service provided under this Tariff when necessary due to a shortage of necessary facilities or services or for any other cause beyond the Company's control, or when the Customer is using service in violation of law or the provisions of this Tariff.
- 2.2.2 Any Customer reselling or rebilling the service provided under this Tariff must first obtain a Certificate of Public Convenience and Necessity as an interexchange carrier from the Commission.

Issued: March 23, 2000

Effective: _____

Michael Pardes
TelZero, Inc.
855 SW 78th Avenue
Plantation, FL 33324

INTEREXCHANGE TOLL SERVICES

2.3 Liability of the Company

- 2.3.1 The Company is not liable to a Customer for losses (including actual, special, consequential, exemplary, or punitive losses) arising out of the furnishing of service under this Tariff.
- 2.3.2 The Company makes no express warranties or representations, either in fact or operation of law, statutory or otherwise, including warranties of merchantability and fitness for a particular use, except those expressly set forth herein.
- 2.3.3 The Company shall be indemnified and held harmless by Customer against all claims, suits, proceedings, expenses, losses, or liabilities (collectively "claims") arising from the use of the service pursuant to this Tariff involving:
- 2.3.3.A. Claims of third parties arising out of, resulting from, or related to use of the service provided under this Tariff.
- 2.3.3.B. Claims for libel, slander, invasion of privacy, or infringement of copyright arising from any communication using the service provided under this Tariff.
- 2.3.3.C. Claims for patent infringement arising from combining the service furnished pursuant to this Tariff with services or equipment not furnished by the Company.
- 2.3.3.D. All other claims arising out of any act or omission of Customer in connection with the service provided pursuant to this Tariff.

Customer agrees to defend Company against any such claim and to pay, without limitation, all litigation costs, reasonable attorney's fees and court cost, settlement payments, and any losses awarded or resulting from any such claim.

Issued: March 23, 2000

Effective: _____

Michael Pardes
TelZero, Inc.
855 SW 78th Avenue
Plantation, FL 33324

INTEREXCHANGE TOLL SERVICES

2.4 Disconnection of Service by Company

2.4.1 Upon violation of any material terms or conditions of this Tariff, the Company may refuse to provide service to a Customer.

2.4.2 Upon the adoption of any governmental regulatory order, direction, action, or request, the Company may immediately discontinue service.

2.5 Miscellaneous

2.5.1 Governmental Authorizations

The provision of service under this Tariff is subject to and contingent upon the Company obtaining and retaining such approvals, consents, governmental authorizations, licenses and permits, as may be required or be deemed necessary by Company. Company shall use reasonable efforts to obtain and keep in effect all such approvals, consents, authorizations, licenses and permits that may be required to be obtained by it. Company shall be entitled to take, and shall have no liability whatsoever for, any action necessary to bring the services into conformance with any rules, regulations, orders, decisions, or directives imposed by the Commission or the Federal Communications Commission or other applicable agency, and Customer shall fully cooperate in and take such action as may be requested by Company to comply with any such rules, regulations, orders, decisions or directives.

2.5.2 Assignment

The Company may, without obtaining consent from Customer, assign any rights, privileges, or obligations under this Tariff.

2.5.3 Application for Service

Service under this Tariff is provided upon acceptance by the Company of its standard service Contract completed by the Customer.

Issued: March 23, 2000

Effective: _____

Michael Pardes
TelZero, Inc.
855 SW 78th Avenue
Plantation, FL 33324

INTEREXCHANGE TOLL SERVICES

SECTION 3: DESCRIPTION OF SERVICE

3.1 Interexchange Toll Service

3.1.1 The service provided under this Tariff permits the Customer to make both intraLATA and interLATA toll calls on a non-pre-subscription basis (i.e., a Customer may decide to use or not to use the Company's service on a call-by-call basis). Calls that are made via the Company's service are completed by dialing a toll-free number in order to access the Company's network and then dialing the called party.

3.1.2 Minimum Call Completion Rate

A Customer can expect a call completion rate (i.e., number of calls completed ÷ number of calls attempted) of not less than 90% during peak use periods.

Issued: March 23, 2000

Effective: _____

Michael Pardes
TelZero, Inc.
855 SW 78th Avenue
Plantation, FL 33324

INTEREXCHANGE TOLL SERVICES

SECTION 4: RATES

A Customer uses the service provided under this Tariff by (1) calling a toll-free number, (2) then using the Customer's telephone touchpad in order to answer a brief questionnaire, (3) then listening to advertising messages no more than one minute in duration, and (4) then dialing the called number. The Company will not charge the Customer for using the service. Instead, the costs to provide service are recovered from revenues received from the sale of the advertising messages. The questionnaire that the Customer completes prior to dialing the called number is designed to elicit information from the Customer that helps the Company provide the Customer with advertising that is most likely to be of interest to that particular Customer.

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Michael Pardes
TelZero, Inc.
855 SW 78th Avenue
Plantation, FL 33324

Att. 4

TelZero Inc. is a new startup formed in January of this year. The company has only recently begun to raise capital. So far, TelZero's two controlling shareholders have committed in excess of \$1 million to finance the company's planned business operations in Florida.

Att. 5

Michael Pardes
855 SW 78th Avenue
Plantation, FL 33324
(954) 453-7010

EDUCATION: 1965 Graduate of New York University, Bachelor of Science Degree

EXPERIENCE: Proven Telecommunications Entrepreneur

- 1980 - Founder of Network I, a long distance company that was acquired by Metromedia in 1985 and ultimately became a part of MCI WorldCom.
- President and Chief Operating Officer of TelZero, Inc.
- 1983 - Founder of Network II, a partnership licensed to provide non-wireline cellular telephone service in the West Palm Beach, Florida market. Network II was later purchased by McCaw Communications.
- President of Action Communication Network, Inc. -- an audiotext information service provider and interactive voice response service bureau in 1987.
- President of American Telnet, Inc., an audiotext and interactive service bureau founded in 1992.
- Co-founder of CompTel (Competitive Telecommunications Association).
- Co-founder of the Association of Long Distance Telephone Companies (most commonly known as ALTEL).

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Tallahassee, Florida 32399-0850

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MAR 31 2000

000386-II

Re: TelZero, Inc. -- Application for Certificate to Provide
Interexchange Telecommunications Service

Dear Sir/Madam:

Enclosed for filing is the original and six copies of the application described above. Also enclosed is a check for \$250.00 to cover the filing fee for this application.

Please stamp the extra copy to reflect the filing date and return it to me in the enclosed self-addressed and prepaid envelope.

Sincerely,

THIS CHECK IS VOID WITHOUT A BLUE & RED BACKGROUND AND AN ARTIFICIAL WATERMARK ON THE BACK - HOLD AT AN ANGLE TO VIEW

TelZero, Inc.
Operating Account
855 SW 78th Ave.
Plantation, FL 33324

Gibraltar Bank
220 Alhambra Circle, 5th Floor
Coral Gables, FL 33134-5101
63-9045-2670

10020

DATE 3/2/00
AMOUNT ***250.00

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

TO THE ORDER OF FLORIDA PUBLIC SERVICE

DOCUMENT NO.
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3-30-00

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