



TELECOM CERTIFICATION & FILING, INC.

485 MADISON AVENUE

NEW YORK, NEW YORK 10022-5803

TEL (212) 546-9090

FAX (212) 753-8101

e-mail: dklein@telfile.com

April 27, 2000

VIA FEDERAL EXPRESS

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

Re: URJET Backbone Network, Inc.

000511-TX

Dear Sir or Madam:

Enclosed for filing, please find one original, six (6) copies of URJET Backbone Network, Inc.'s Application for a Certificate of Convenience and Necessity to provide resold and facilities-based competitive local exchange carrier telecommunications services in the State of Florida, along with its associated Price List.

In addition, I have also enclosed check #2057 in the amount of Two Hundred Fifty Dollars (\$250.00) to be applied towards the costs for filing.

At your earliest convenience, please date stamp and return the copy of this cover letter to me in the enclosed postage prepaid self-addressed envelope.

Should you have any questions, or require additional information, please contact me at your convenience.

Sincerely,

David O. Klein

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:

Enc.

AR/2112/36243

DOCUMENT NUMBER - DATE

05230 APR 28 8

FPSC-RECORDS/REPORTING



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D288 MAY 01 2000

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Sincerely,

David O. Klein

Enc.

AR/2112/36243

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

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
2540 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 one):

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:

URJET Backbone Network, Inc.

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

URJET Backbone Network, Inc.

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

2030 Main Street, 5th Floor

Irvine, CA 92614

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

CT Corporation System, 1200 South Pine Island Road, Plantation, Florida 33324

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

_____ N/A _____

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

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

_____ 911948363 _____

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:**

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: _____

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 **F.E.I. Number**(if applicable): 91-1948363

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.

No. _____

(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.

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

(a) The application:

Name: David O. Klein, COO

Title: Representative of URJET Backbone Network, Inc.

Address: 485 Madison Avenue, 15th Floor

City/State/Zip: New York, New York 10022

Telephone No.: (212) 546-9090 **Fax No.:** (212) 753-8101

Internet E-Mail Address: dklein@telfile.com

Internet Website Address: Telfile.com

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

Name: Brandon B. Powell, Esq.

Title: Executive Vice President and General Counsel

Address: 2030 Main Street, 5th Floor

City/State/Zip: Irvine, CA 92614

Telephone No.: (949) 260-8100 **Fax No.:** (949) 723-2181

Internet E-Mail Address: bpowell@ijnt.net

Internet Website Address: ijnt.net

(c) Complaints/Inquiries from customers:

Name: Customer Care Center

Title: _____

Address: 2030 Main Street, 5th Floor

City/State/Zip: Irvine, CA 92614

Telephone No.: (800) 965-7069 **Fax No.:** _____

Internet E-Mail Address: _____

Internet Website Address: _____

17. List the states in which the applicant:

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

N/A

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

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

Texas and California

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

N/A

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

N/A

- (f) 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. 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.*

Financial Statements and Pro Forma documentation are collectively attached to Application as Exhibit 3 and 4.

FORM PSC/CMU 8 (11/95)
Required by Commission Rule Nos. 25-24.805,
25-24.810, and 25-24.815

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.

See Attached Application.

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

See Attached Application.

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

See Attached Application.

B. **Managerial capability:** give resumes of employees/officers of the company that would indicate sufficient managerial experiences of each. Attached to Application as Exhibit 2.

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.

Attached to Application as Exhibit 2.

**** 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:

Brandon Powell 4/4 2000
Signature Brandon B. Powell, Esq. Date

Executive Vice President and General Counsel (949) 260-8100
Title Telephone No.

Address: 2030 Main Street, 5th Floor (949) 723-2181
Irvine, CA 92614 Fax No.

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) N/A

2) _____

3) _____

4) _____

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

1) Not installed yet

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.

POP-to-POP

OWNERSHIP

1) N/A

2) _____

3) _____

4) _____

**STATE OF FLORIDA
PUBLIC SERVICE COMMISSION**

In the Matter of the Application of)
URJET Backbone Network, Inc.)
for a Certificate of Public) Docket No. _____
Convenience and Necessity to)
Provide Local Exchange)
Telecommunications Services.)

**APPLICATION FOR A CERTIFICATE OF
PUBLIC CONVENIENCE AND NECESSITY**

URJET Backbone Network, Inc. (hereinafter "URJET") hereby requests that the Florida Public Service Commission ("PSC") issue a Certificate of Public Convenience and Necessity granting URJET authority to provide resold and facilities-based local exchange services in the State of Florida. In support thereof, the following information is provided:

1. Name and Address of Applicant

The full name of the Applicant and its business address is:

URJET Backbone Network, Inc.
2030 Main Street, 5th Floor
Irvine, CA 92614
(949) 260-8100

The Representative of the Applicant to whom the PSC is requested to direct correspondence is:

David O. Klein, COO
Telecom Certification & Filing, Inc.
485 Madison Avenue, 15th Floor
New York, NY 10022
(212) 546-9090

The Representative of the Applicant to whom the Commission is requested to direct other correspondence is:

Brandon Powell, Esq.
Executive Vice President/General Counsel
2030 Main Street, 5th Floor
Irvine, CA 92614
(949) 260-8100

The Registered Agent in the State of Florida is:

CT Corporation System
1200 South Pine Island Road
Plantation, Florida 33324

2. Certificate of Incorporation

URJET is a privately-owned Nevada corporation. URJET was incorporated in the State of Nevada on January 21, 1999. URJET is certified to do business as a foreign corporation in the State of Florida. A copy of its Articles of Incorporation and Certificate of Authority are collectively attached hereto as Exhibit 1.

3. Shareholders and Officers

URJET's Officers and Directors are as follows:

Jon H. Marple - Chief Executive Officer and Chairman; Director and Officer
Mary Blake - Vice-Chairman and Secretary; Director and Officer
Winston Johnson - Chief Technical Officer; Director and Officer
Jerral R. Pulley - Executive Vice President Marketing; Director and Officer
Robert B. Santore - Director
Jeffrey R. Matsen - Director
Joseph A. Wheelock - Chief Financial Officer; Director
Mark C. Icenhower - Vice President Strategic Accounts; Officer
Joseph M. Bradley - Vice President of Operations; Officer
John J. Nally - Vice President Sales; Officer
Michael E. Phillips - Vice President of Network Operations; Officer
Louis M. DiGregorio - Vice President Network Architecture; Officer
Brandon B. Powell - Executive Vice President and General Counsel; Officer

They can be reached at URJET's primary place of business at 2030 Main Street, 5th Floor, Irvine, CA 92614, (949) 260-8100

URJET has the technical and managerial resources necessary to provide customers in the State of Florida with high-quality local exchange telecommunications services.

URJET also has the financial ability to provide the services contemplated herein. URJET's management possesses extensive management, financial and technical experience in the telecommunications, radio and Internet industries. A list of the Officers and Directors of URJET, together with their managerial qualifications is attached hereto as Exhibit 2.

Customer complaints can be addressed to:

Customer Care Center
URJET Backbone Network, Inc.
2030 Main Street, 5th Floor
Irvine, CA 92614
(800) 965-7069

4. Financial Qualifications

URJET is a subsidiary of Universal Broadband Networks. URJET is financially qualified to render the proposed service because it, and its holding company, Ubee Network Enterprises, Inc., are owned 100% by their parent company, Universal Broadband Networks. Universal Broadband Networks was originally incorporated under the name of ijnt.net, Inc. and has only recently changes its corporate name from ijnt.net, Inc. to Universal Broadband Networks. In demonstration of its financial qualifications, financial statements of ijnt.net, Inc. for the fiscal year ending March 31, 1999 and the quarter period ending June 30, 1999 are attached hereto as Exhibit 3. In support of its financial qualifications, URJET submits Pro Forma documentation, including income statements and capital expenditures, as attached hereto as Exhibit 4. These

statements demonstrate that URJET has the financing and working capital necessary to fulfill any obligations it may undertake with respect to the operation and maintenance of its network.

5. Current Business Transactions

URJET has received resold and facilities-based local exchange telecommunications authorization in the states of California and Texas. URJET is in the process of petitioning all of the remaining states of the Union for resold and facilities-based local exchange telecommunications authority. In no instance has an application been denied or rejected.

6. The Services to be Offered by Applicant

URJET seeks authorization to provide resold and facilities-based competitive local exchange carrier services within the State of Florida. Although URJET does not intend to offer services in the rural areas, to the extent any incumbent local exchange carrier (“ILEC”) or competitive local exchange carrier (“CLEC”) in Florida is granted a small or rural carrier exemption pursuant to §251 (f) of the Federal Telecommunications Act of 1996 in the future, then URJET Backbone Network, Inc. will seek authority to operate in such service area(s) as well.

URJET initially plans to offer local exchange services to business and residential customers located in Florida. Exchange services include, but will not be limited to the following:

1. A basic local exchange service option for residential customers;
2. IntraNPA (intra area code) directory assistance service, free telephone directories with one free listing (white pages), and free 900 prefix call blocking;
3. Services for the Hearing impaired;
4. Lifeline Services;
5. Emergency or 911 service;

6. URJET will offer interLATA equal access at the same time it begins to offer its basic local exchange service;
7. Local exchange access services to single-line and multi-line customers (including basic business and residential lines, direct inward/outward PBX trunk service, Centrex services and ISDN); and
8. Switched and special carrier access services to other common carriers on an equal basis.

Initially, URJET Backbone Network, Inc. intends to provide competitive local exchange services to Florida consumers in Florida's ILEC carrier territories utilizing a Class 5 switch. URJET's services will utilize this switch and any other facilities-based or resold network elements that it may determine are necessary or economically prudent in furtherance of its telecommunications business. URJET may supplement this service with other resold services provided by ILECs, CLECs and/or interexchange carriers. Where economically prudent, URJET may also install additional facilities where warranted by demand. URJET's services will be available on a full-time basis, 24 hours a day, seven days a week.

URJET asserts that the local exchange services that it proposes to offer will satisfy the minimum standards established by the Commission. URJET agrees to meet the minimum basic local service standards, including quality of service and billing standards, as the Commission requires of the ILECs with which URJET seeks to compete.

7. Communications Network and Technical Support

URJET will offer services to its subscribers through the resale of other carriers' facilities and network elements in conjunction with its own network elements and its Class 5 switch. This switch will provide both tandem and end office functions. URJET will also construct its own additional facilities, where warranted, the selection of which will be based upon URJET's analysis of facility cost, suitability and quality of service. At the present time, URJET plans to deploy facilities-based local telephone service through the deployment of a Class 5 switch through which URJET has, to date, provided other IP-only network services.

All facilities, other than URJET's switch, to be used in connection with the provisioning of the proposed services are those of the State's ILECs, and, as such, are already constructed and in operation in accordance with any necessary federal and State authorizations.

URJET will, through interconnection with other carriers, offer 911 and enhanced 911 emergency service, directory assistance and operator assisted dialing, dual party relay services and other miscellaneous services currently provided by existing local exchange carriers.

URJET services will be available on a full-time basis, 24 hours a day, seven days a week. Customer Service support will also be available 24 hours a day, seven days a week by calling (800) 965-7069.

8. How Competition will be Enhanced if the Applicant is Allowed to Enter the Market.

URJET proposes to provide various voice and data communications services offered by communications common carriers and to package and provide these services for the specialized functions and needs of its customers. In particular, services will be acquired from underlying communications common carriers at bulk rates and will be resold to Applicant's customers, so that customers will benefit from reduced pricing. In addition, URJET will interconnect with the networks of ILECs. The experienced management, technical and operations expertise of the URJET team will enable URJET to begin offering competitive high quality service immediately upon the grant of the authority requested herein.

In addition to the reduced pricing, the introduction of the URJET services will promote competition and lead to greater efficiencies and more rapid introduction of new technologies in the use of local telephone service. Thus, Commission grant of this Application will significantly serve the public interest through enhanced competition in the market for local services through the addition of a well managed new entrant into the market.

9. Formal Complaints

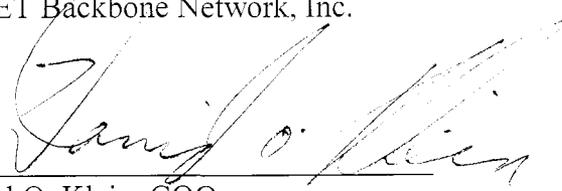
No officer, director, or shareholder, nor any of the URJET's business operations, have been involved in any formal complaint or other investigatory or enforcement proceeding.

CONCLUSION

In view of the foregoing, URJET Backbone Network, Inc. respectfully submits that the Public Convenience and Necessity would be served by grant of its petition for certification to operate as a resold and facilities-based provider of local telephone services within the State of Florida.

Respectfully submitted,

URJET Backbone Network, Inc.

By: 

David O. Klein, COO

Telecom Certification & Filing, Inc.

485 Madison Avenue, 15th Floor

New York, NY 10022

(212) 546-9090

Representative of URJET Backbone Network, Inc.

STATE OF CALIFORNIA)
) :ss.:
COUNTY OF ORANGE)

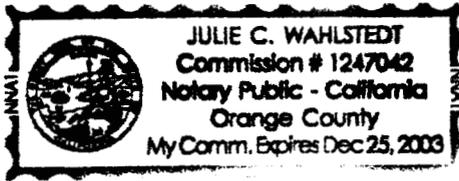
VERIFICATION

I, Brandon Powell, declare that I am the Executive Vice President and General Counsel of URJET Backbone Network, Inc., the Applicant. I verify that, based upon information and belief, I have knowledge of the statements in the foregoing Application and I declare that they are true and correct. In addition, I hereby assert my willingness to comply with all the rules and regulations that the Commission may lawfully impose upon URJET's provision of service.

Brandon Powell

Brandon Powell, Esq.

Sworn to me before, the undersigned Notary Public on this the 5th day of MARCH, 2000.



Julie C. Wahlstedt
Notary Public

Julie C. Wahlstedt
Print or Type Name

EXHIBIT 1

FILED
IN THE OFFICE OF THE
SECRETARY OF STATE OF THE
STATE OF NEVADA

JAN 21 1999

No. C1389-99
Dean Heller
DEAN HELLER, SECRETARY OF STATE

ARTICLES OF INCORPORATION
OF
URJET BACKBONE NETWORK

FIRST. The name of the corporation is URJET BACKBONE NETWORK.

SECOND. Its registered office in the State of Nevada is located at One East First Street, Reno, Nevada 89501. The name of its resident agent at that address is The Corporation Trust Company of Nevada.

THIRD. The corporation is authorized to issued only Common Shares, and the total number of shares which the corporation is authorized to issue is One Hundred Thousand (100,000); all of such shares shall be without par value.

FOURTH. The governing board of this corporation shall be known as directors, and the number of directors may from time to time be increased or decreased in such manner as shall be provided by the bylaws of this corporation.

The names and addresses of the first board of directors, which shall be Three (3) in number, are as follows:

NAME	ADDRESS
Jon H. Marple	2800 LaFayette, #D Newport Beach, CA 92663
Mary Blake	2800 LaFayette, #D Newport Beach, CA 92663
Jeffrey R. Messen	5001 Birch Street Newport Beach, CA 92660

FIFTH. The name and address of the sole incorporator signing the Articles of Incorporation are as follows:

NAME	ADDRESS
J. Pena	818 W. 7th Street, Los Angeles, CA 90017.

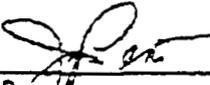
SIXTH. No director of this corporation shall have any liability to the Corporation or any of its shareholders for monetary damages for any action taken or failure to take action as a Director except liability for:

- Amount of financial benefit received by Director to which not entitled;
- Intentional infliction of harm on Corporation or shareholders;
- Unlawful distribution; or,
- Intentional violation of criminal law.

SEVENTH. The Corporation is authorized to provide indemnification of Directors, Officers and Agents for breach of duty to the Corporation and its stockholders through bylaw provisions or through agreements with the Officers, Directors, and Agents, or both.

EIGHTH. Each shareholder shall be entitled to as many votes as shall equal the number of votes which would be entitled to cast for the election of directors with respect to his shares of stock multiplied by the number of directors to be elected, and he may cast all of such votes for a single director or may distribute them among the number.

THE UNDERSIGNED, being the sole incorporator hereinbefore named, for the purpose of forming a corporation pursuant to the General Corporation Law of the State of Nevada, does make and file these articles of incorporation, hereby declaring and certifying that the facts herein stated are true, and accordingly have hereunto set my hands this 21st day of January, 1999.

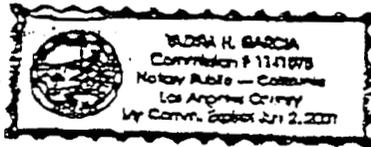


J. Pena/Incorporator

STATE OF California)
County of Los Angeles)SS

On this the 21st day of January, 1999, before me, Yadira E. Garcia, a Notary Public, personally appeared J. Pina, personally known to me to be the person(s) whose name (s) is/are subscribed to the within instrument and acknowledged to me that ~~he/she/they~~ executed the same in ~~his/her/their~~ authorized capacity(ies), and that by ~~his/her/their~~ signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.



(Stamp)

[Signature]
Notary Public

CERTIFICATE OF ACCEPTANCE OF APPOINTMENT
BY RESIDENT AGENT

The Corporation Trust Company of Nevada hereby accepts the appointment as Resident Agent of the above named corporation.

The Corporation Trust Company of Nevada
Resident Agent

[Signature]
ASSISTANT SECRETARY

By: _____
D. F. Hickey, Assistant Secretary

Date January 21, 1999

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: _____

00 MAR -2 PM 3:32
DEPARTMENT OF STATE
CORPORATION DIVISION

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. Jeffrey R. Matsen, Executive Vice President
(Typed or printed name and capacity of person signing application)

00 MAR -2 PM 3:32
DEPARTMENT OF STATE
CORPORATION

OFFICERS AND DIRECTORS of UrJet Backbone Network, a Nevada Corporation

The address for all Officers and Directors is: 2800 Lafayette #D, Newport Beach, CA 92663

Jon H. Marple	President, Chief Executive Officer and Chairman of the Board of Directors
Mary E. Blake	Vice Chairman, Secretary
Jeffrey R. Matsen	Executive Vice President, Assistant Secretary and Director
Joseph A. Wheelock	Chief Financial Officer and Director
Winston W. D. Johnson	Vice President, Chief Technical Officer and Director
Joseph M. Bradley	Vice President Operations and Director
Robert B. Santore, Jr.	Director
Brandon B. Powell	Vice President and General Counsel
Jerral R. Pulley	Vice President, Marketing and Director

00 MAR -2 PM 3: 32
SECRETARY OF CORPORATIONS
STATE OF CALIFORNIA

EXHIBIT 2

LIST OF URJET BACKBONE NETWORK, INC.
OFFICERS AND DIRECTORS

Jon H. Marple - Chief Executive Officer and Chairman; Director and Officer
Mary Blake - Vice-Chairman and Secretary; Director and Officer
Winston Johnson - Chief Technical Officer; Director and Officer
Jerral R. Pulley - Executive Vice President Marketing; Director and Officer
Robert B. Santore - Director
Jeffrey R. Matsen - Director
Joseph A. Wheelock - Chief Financial Officer; Director
Mark C. Icenhower - Vice President Strategic Accounts; Officer
Joseph M. Bradley - Vice President of Operations; Officer
John J. Nally - Vice President Sales; Officer
Michael E. Phillips - Vice President of Network Operations; Officer
Louis M. DiGregorio - Vice President Network Architecture; Officer
Brandon B. Powell - Executive Vice President and General Counsel; Officer
ijnt.net, Inc. - Sole Shareholder

They can be reached at URJET's primary place of business at 2030 Main Street, Irvine,
CA 92614, (949) 260-8100.

JON H. MARPLE, J.D., CHAIRMAN.

Mr. Marple's background is in law and management. Upon graduation from the University of Washington College of Law in 1966, Mr. Marple taught Business Law and Constitutional Law in the Ohio State University system while beginning his law practice with George, Greek, King, McMahon and McConnaughy in Columbus, Ohio. Leaving the law firm in 1969, Mr. Marple served as a Senior Trial Attorney for the U.S. Department of Justice in Washington D.C., and worked as an assistant to the Deputy Attorney General. At the Justice Department, Mr. Marple was part of the Government's trial staff on the "Pentagon Papers" case, and participated as trial counsel in several other momentous cases. From Justice, Mr. Marple moved to the Federal Communications Commission, where he served as an assistant to General Counsel, Richard Wiley, and as a Senior Appellate Counsel, representing the FCC before the Federal Courts. During his FCC tenure, several of Mr. Marple's written briefs were presented to the U.S. Supreme Court; and he frequently represented the Commission before Federal Appellate courts in matters pertaining to telecommunications and broadcasting. In 1972, Mr. Marple moved to the prestigious Washington, D.C. communications law firm of Dow, Lohnes and Albertson, where he practiced communications law for several years before acquiring standard broadcast facility KRKO in Everett, Washington, in 1976. As owner-operator of KRKO, Mr. Marple was involved in all phases of radio programming and operation. One year after his acquisition of the station, KRKO's sales had doubled. Mr. Marple also owned minority interests in several other broadcast properties in the Northwest until 1983.

Over the next several years, Mr. Marple consulted and advised the industry and acquired FCC allocated spectrum, founding Marrco Communications in 1991 to consolidate these activities and holdings. UrJet Backbone Network was incorporated with Mary E. Blake (Mr. Marple and Ms. Blake are husband and wife), in January of 1997. UrJet Backbone Network combined Mr. Marple's knowledge of spectrum allocation and broadcasting with emerging technologies which permitted the use of FCC-allocated spectrum for high-speed Internet access and other broadband functions.

Mr. Marple's chief skills include leadership, management, finance, mergers and acquisitions, FCC spectrum allocation and acquisition, sales, and marketing. He is perhaps the only person in the country who has been a high-level associate at the FCC, a member of a leading communications law firm, and the entrepreneur of broadcasting, Internet, and Web development companies.

Mr. Marple is the father of four and enjoys a wide range of activities including tennis, ocean kayaking, and skiing. He and Ms. Blake live in Newport Beach, California.

MARY E. BLAKE, VICE PRESIDENT, DIRECTOR.

Ms. Blake is the co-founder and a major shareholder of UrJet Backbone Network. After attending Sam Houston State University for two years, Ms. Blake, who was a member of the track team, transferred to her father's and grandfather's alma mater, Texas A&M University in College Station, Texas. For the next two years she was a member of the first co-ed class (class of '75), majoring in Economics with minors in Marketing and Management.

Ms. Blake brings 23 years of business management experience to UrJet Backbone Network. Immediately after college, she managed Channel Pipe & Supply, a small Texas oil & gas company located in Houston, Texas, until she was recruited by Southwestern Bell Telephone Co. There she continued her business education through their world-renowned Management Training Program. While at Southwestern Bell, she worked as a Business Office Supervisor, handling the sales, service, and collection of over 25,000 accounts. Additionally, Ms. Blake worked with Directory Advertising, and conducted a 6-month ergonomic study of Cubicles and Productivity. Ms. Blake also supervised the set-up of the first Word Processing Division and supervised the first Phone Store in the Bell System. She was eventually invited to work in Washington as a Bell lobbyist.

As co-founder, Ms. Blake heads all administrative and "daily" functions of the Company, as well as non-technical system set-ups.

Ms. Blake's interests run to art (she is a collector), design, and gardening. She has extensive experience in yacht design and was featured as an award winning interior yacht designer in *Sea Magazine*.

WINSTON W.D. JOHNSON, CHIEF TECHNICAL OFFICER AND VICE PRESIDENT OF
URJET BACKBONE NETWORK.

Winston Johnson, Chief Technology Officer, has devoted his life to the implementation of network technology and increasing the availability and utility of that technology for the public at large. His personal mission is to develop and deploy technologies that can provide benefits to ordinary people and the less fortunate as well as sophisticated businesses.

Mr. Johnson has been involved in the world of technology since the mid-1970s. He coordinated and integrated the first video telephone and video e-mail applications based on an ATM Network throughout 1994 and 1995, which culminated in the first successful video telephone application on July 28, 1995. Furthermore, Mr. Johnson's expertise in this area has been well recognized by his major clients, such as Pacific Bell and the Whittaker Corporation, who have deployed his contributions into existing high technology products.

Winston Johnson also has an extensive background in the Music Industry. One of his many accomplishments includes the development of the Winsonic Process, a digital compression technology that produces superior sound recordings. The Winsonic Process is also used to retain digitally compressed music and video's true sound and appearance so that it will be of the highest quality when transported over a telecommunication's network. Mr. Johnson has also been instrumental in the development of an audio and video transport Network that allows record and film companies, and various other industries, to record and distribute high end voice, data, audio and video files throughout the world.

Winston Johnson received his B.S. degree in Business, with a minor in music, from Florida A&M University in 1980. He also studied music composition at Stetson University, Berkeley Music School and Florida State University. Mr. Johnson has continued and expanded his education on the job, learning at the side of such notable mentors as Dr. David Jensen of Dartmouth University's on Department of Defense projects and Dr. Tom Soon, of Pacific Bell and SBC's development labs. Dr. William George of the USC Radiology Department and Dr. Eisman at Charles R. Drew University were instrumental in Winston's deployment of the first radiology file transport over integrated ATM networks. Mr. Johnson has numerous other "firsts" to his credit, and has been a pioneer in network solution development for 15 years.



Joseph M. Bradley

Page 1 of 2

23590 Tapatia Road,
Carrington Ranch,
Ca. 92548
(949) 289 3245

Objective: Chief Executive Officer position within a newly formed company or subsidiary preferably related to the telecommunications, internet, software, or personal computer industry.

Education

Bachelor of Business Administration
Major in Economics – May, 1992
University of California at Berkeley

Master in Business Administration in Progress
2 years Completed (96-98) University of California
at Davis

Executive Education in Finance and Marketing
University of Pennsylvania Advanced Management Program – 1995
Wharton School of Business
Philadelphia, Pennsylvania

Skill

Strong Leadership and Interpersonal skills. Large Team Management, Strong Vision and ability to develop strategic initiatives to accomplish goals. Results Oriented. Strong Problem Solving. Public Speaking and Presentation. Portfolio Management and Analysis. Business Planning. Financial Analysis and Strategic Planning. Solid Knowledge of Telecommunications, Internet, Software, and Personal Computer industry.

Work Performance

Urjet Backbone Network, Los Angeles, California 12/99 - Present

Vice President of Operations and Officer of UBNetworks

Responsible for all operations concerning provisioning, maintenance, and network surveillance for all products and network elements of UBNetworks. This includes voice, DSL, high-speed transport products, DS3, OC-12, etc. All responsibilities associated with operational planning, strategy, and customer care also reside in my organization. The position also is responsible for the entire sales organization delivering a projected \$64M in annual revenues.

Pacific Bell, San Ramon, California 11/98 – 12/99

General Manager, Data Communications Group

Responsible for all operations concerning high end products within the state of California encompassing but not limited to Pacific Bell DSL, and ISDN. The organization encompasses nearly 1,000 employees and growing. The position includes responsibility for all maintenance and provisioning of the products both center support and field technicians. I was brought into the position to improve DSL service performance within an extremely aggressive timeframe; *within 4 months DSL on-time delivery performance had gone from 60% to a record 98% on-time delivery.*

Pacific Bell, San Ramon, California 10/97 – 11/98

Chief Financial Officer – Network Services

Responsible for all financial, strategic, and business planning functions associated with managing a budget of \$1.4 Billion in expense and \$900 Million in capital in the Network Services organization to include instilling financial discipline and providing strategic direction to 21,000 employees with a direct organization of 50 employees. Also responsible for the Market Area Planning Teams within Pacific Bell. This would include \$9 Billion in Revenue and \$8 Billion in Expense with a \$1.3 Billion Net Income Target. *Under my leadership was the first time that Network Services ever made its financial targets resulting in a team award payout of 120%.*



Joseph M. Bradley

Page 2 of 2

23590 Tapatia Road,
Carrington Ranch,
Ca. 92548
(949) 289 3245

Objective: Chief Executive Officer position within a newly formed company or subsidiary preferably related to the telecommunications, internet, software, or personal computer industry.

Work Performance (Continued)

Pacific Bell, Sacramento, California

10/95-10/97

Director of Finance – Network Operations

Responsible for all financial functions associated with managing a budget of \$400 Million in the Network Operations group to include instilling financial discipline and providing leadership to 4,400 employees with a direct staff of 25 employees. Human Resources Director responsibilities include force management, force planning and succession planning. **Received highest organizational award in the company, President's Award for outstanding financial and service results.**

Pacific Bell, Los Angeles, California

4/95-10/95

Marketing/Finance Director – Ethnic Markets Group

Responsible for all financial operations associated with managing \$500 Million in revenue and \$40 Million in expense to include budgeting, project analysis and evaluation, business controls and audit review. Responsible for strategic planning and the use of process management throughout the organization. Primary focus on revenue generation and revenue management. Operation responsibilities included managing the Force Management Center which handled call volumes for six different centers to ensure proper service level delivery to our customers and cost per call targets as well as meeting other efficiency numbers. Center had responsibility of ensuring Service Representatives in Marketing Centers were maximizing resources to fullest extent. **Highest margin improvement within any marketing organization of 56% within 6 months.**

Pacific Bell, Los Angeles, California

3/94 - 4/95

Operations Manager -Customer Service Bureau

Responsible for the business plan creation and financial management of the Customer Service Bureau. This involved managing \$200 Million in expense and \$50M in capital. Primary focus was in accelerated hiring, training, and overtime management of a newly formed organization with and improved rate of customer service defined by the number of trouble tickets resolved with the customer on-line. Operational responsibilities included call center management and process analysis. **Organization exceeded financial savings by \$10 Million and improved up front ticket resolution by 40%.**

Pacific Bell, Los Angeles, California

4/93 - 3/94

Supervisor -Residence Service Center

Responsible for supervising 15 service representatives in the residence business offices. The group was responsible for ordering and collections. Primary focus was placed on revenue generation, closure rate, efficiency index, and customer service. **Upon arrival the overall ranking of my team was last at out of 7 managers, within 8 months we were ranked #1 and set a record for overall efficiency at 90%.**

Pacific Bell, Los Angeles, California

6/92 - 4/93

Advisor- Finance, Sacramento Business Unit

Responsible for financial analysis and expense budgeting for the Sacramento Business Unit, \$500M in expense. **Created the first automated benchmarking system and operational improvement program resulting in closing and end of year expense pressure of \$12M.**

MICHAEL E. PHILLIPS**1999 to Present TACIT COMMUNICATIONS, PRINCIPAL**

Responsible for Project Management on major accounts. Specialization in Interconnection Engineering for wireless and wireline networks. Experience includes world-wide system deployments, managing and co-ordinating all aspects of telecommunications network development including systems design and engineering; technology review and selection; facilities acquisition and construction; and equipment installation and optimization.

1997 to 1999 MILLICOM INTERNATIONAL, CHIEF TECHNICAL CONSULTANT

Consultant for Millicom's East African project in Tanzania. Responsible for all RF design, Microwave backbone design, Site Acquisition, Network Construction, Equipment Installation, Network Operation, Maintenance, Ordering of Equipment, Recommending Vendors, Billing System, Network Control Center, and all other engineering applications relating to the project.

Direct responsibility over all of the engineering and operation departments for the entire company. Recently approved a \$24 million construction budget for 1998 TACS build out. Ongoing responsibilities include restructuring company divisions and departments for more efficient project management.

Involved in acquisition of other African cellular operators and/or new markets.

1996 to 1997 COMSTAR CELLULAR, MANAGING DIRECTOR

Comstar operates the first GSM cellular network in West Africa and in the Ivory Coast.

Responsibilities included running all day to day operations of the company. Responsible for constructing all of the cell sites and switching centers for the company's networks. Developed the company's billing system, accounting system, and spread spectrum LAN network interconnecting 3 office locations. Negotiated the first interconnect agreement in the country on behalf of Comstar, hired majority of the company's executive personnel and set up the channels of product distribution and dealer network. Supervisorial responsibility over all company employees.

In addition to the company development and network functions described above, I managed all sales and marketing activities, engineering, and financial aspects of the company on an ongoing basis. There were 4 directors that reported to me with the assigned task of running their departments.

1994 to 1996 LCC. LLC. ARLINGTON, VA, BUSINESS DEVELOPMENT

Responsible for PCS business development for the designated entity market for this technology. Performed network design for all phases of interconnect deployment for all PCS clients in North

America. This includes LEC, IXC, OCC, and tariff agreements. Conducted detailed financial analysis for switch and leased circuit terminations.

Designed affiliate relationship agreements for nation-wide installation roll-out plans for PCS clients that depended upon consultant agreements to deploy their networks. This included certifying all vendors responsible for installing and optimizing electronic equipment.

1992 to 1994 MILLICOM INTERNATIONAL, TECHNICAL CONSULTANT

Responsible for all phases of construction of Millicom's nation-wide cellular telephone network in the Philippines. This included installation of buildings, cellular infrastructure, and microwave systems to all cell sites and the Public Switch Telephone Network.

Directly involved in planning and growth requirement in line with frequency co-ordination to achieve proper channel allocation for minimum interference. Provided equipment forecast for a 10 year \$1 billion capital budget.

This position reported directly to the Vice-Chairman and was responsible for 85 employees.

1990 to 1992 PHILLIPS CONSULTING CO., LOS ANGELES CA, PRESIDENT

Set up networks for telecommunication companies with specialization in cellular network design including all Telco interconnection, IXC, LEC, and OCC traffic connections.

Proficiency in "least cost routing" and route diversity. Developed cost models on present services with figures for alternative interconnect method load and capacity.

Performed microwave feasibility studies and recommended path connection. Co-ordinated microwave vendor installations for new cellular locations.

1989 to 1990 WILLIAMS TELECOMMUNICATION, LOS ANGELES DISTRICT
SUPERVISOR

Responsible for WTC Operations Department projects and personnel within a district comprised of a fiber optic network composed of multiple NEC 560 MB systems from Kansas City to Los Angeles. This also included a 1.2 GB over-build between Los Angeles and San FranStar Telecom.

Position entailed job title development, setting of performance objectives, hiring of new personnel, and budget management.

Also responsible for ensuring all field technicians and area supervisors were performing to WTC standards.

1987 to 1989 **SYSTEM ONE, HOUSTON TX., MANAGER ENGINEERING SUPPORT**

Member of planning and design team for Texas Air affiliates Continental and Eastern Airlines. This included fiberoptic, voice, and data networks (approximately 10,000 fiber miles).

Network installation and trouble shooting responsibility for ten city hub sites throughout the nation. Each site was designed with two Signalling System 7 interface platforms.

Interface with regional carriers and local exchange carriers.

1984 to 1987 **GTE MOBILNET, HAYWARD CA., TECHNICAL SUPERVISOR**

Joined company as a System Engineer and was promoted to Technical Supervisor directly accountable for the start-up and management of the GTE Mobilnet Cellular Network in San FranStar Telecom/San Jose Bay Area.

Responsibilities included maintenance and operation of all switching, transmission, data, testing, and ancillary equipment. This included maintaining relationships with the various interconnecting carriers.

1983 to 1984 **ATLANTIC RICHFIELD, LOS ANGELES CA., NETWORK
CONTROLLER**

Maintained six earth stations for corporate voice, data, and video communications.

Maintained one of four tandem voice switches for internal communications.

Researched and resolved corporate communication problems.

1977 to 1983 **GENERAL TELEPHONE, SANTA MONICA, CA, COMMUNICATION
TECHNICAN**

Installed and repaired all trunking network interface equipment for a toll tandem network. Maintained computerized switching equipment.

Researched/diagnosed trouble areas in hardware, software, and trunking.

Assigned in conversion from Matrix Switch to a 4 ESS full digital technological switch.

1976 to 1982

CALIFORNIA AIR NATIONAL GUARD, COMPTON CA
COMMUNICATION SUPERVISOR

Trained new recruits. Installed and maintained all base communications.

ACADEMIC EDUCATION

University California Los Angeles
Telecommunications Engineering
Los Angeles City College
Business Administration
United States Air Force
Telecommunications Science

LOUIS DiGREGORIO

Statement of Qualifications

Overview of Skills:

Project Management... Network Engineering... E911... Switching... SS7 Signaling... Trunking... Cable Plant... CATV... Emergency Disaster Planning... Satellite... Voice... Data... Video... Fiber Optics... Microwave... Digital/Analog... Two-Way Radio... Multiplexing... Management Systems... Billing Systems... ATM... PCS... CDMA... TDMA... LANS... X25... TCPIP... SNA... ISDN

1997 to Present TELIGENT NETWORK ENGINEER (CONTRACTOR)

Teligent is a CLEC providing local dial-tone over a microwave radio / ATM network. Teligent utilizes Wireless Access nodes, Northern Telecom's Magellan Passport ATM switch and a DMS-250 to transport and process Voice and Data over their network.

Responsibilities include:

- Project Management of Telecommunications Projects
- E911 Management
- Network Engineering & Design of Voice & Data networks.
- Management and planing for NPA/ NXX Codes, and serving rate centers.
- Design of Entrance Facilities, E911, PSTN Tandem , and SS7 Interconnect.
- Management and design of Transmissions networks (Microwave, Sonet Ring, ATM)
- Provisioning of Switch, DACS, and Transmission equipment.
- Circuit design, Inventory and management of circuits .
- Interface with LEC's, IXC's, and Long Distance Carriers.

1996 to 1997 SPRINT PCS INTERCONNECT ENGINEER

Sprint PCS provides mobile telephone service using CDMA technology. Mobile. Calls are made to cell and transported to centralized switches (Lucent 5E) via fiber and Microwave facilities.

Responsibilities included:

- Project management for implementation of Transmission networks.
- Network & Emergency disaster planing.
- Engineering & Design of Entrance facilities, PSTN , SS7 .
- Transmissions networks (Microwave, SONET Ring,)
- Provisioning of Switch, DACS, and Transmission equipment.
- Manager for circuit ordering & provisioning.
- Interface with LEC's, IXC's, and Long Distance Carriers.
-

1995 to 1996 (CP&L) CAROLINA POWER & LIGHT
NETWORK ENGINEER (CONTRACTOR)

Carolina Power & Light provides power to cities in North Carolina, South Carolina, and Tennessee. Carolina Power & Light provides telecommunications services to its customer centers and power plants over its extensive fiber backbone.

Responsibilities Included:

- Project management of telecommunications projects.
- Network engineering on CP&L's fiber and microwave network
- Circuit design, and provisioning of transmission equipment.
- Battery Power Plant design.

1995 to 1995 GE CAPITAL RESCOM PROJECT MANAGER (CONTRACTOR)

GE Capital RESCOM provides telephone and cable TV services to apartment complexes across the USA.

Responsibilities Included:

- Project management for the implementation of a new Billing System..
- Management of GE Capital personnel.
- Managed the integration of new customers with the billing and E911/ALI database.
- Interfacing with computer programmers to write code to rate telephone calls, produce revenue reports , and to inventory customer databases.

1986 to 1995 COUNTY OF ORANGE SENIOR TELECOM ENGINEER

1986 the County of Orange implemented a private telephone network (OCTNET). The network implementation consisted of the installation and integration of 26 NTI PBX switches, and SL 100 Central office Switch, a Microwave / fiber back-haul Network, and a telephone management system.

Responsibilities Included

Project management of Orange County's telecommunications projects.

- Network engineering and design for OCTNET voice and data projects.
- Writing Technical Specs for Request for Proposals (RFP)
- Reviewing request For Quotes (RFQ)
- Emergency disaster planing
- Manager of the county Customer Care / Network Control Center.
- Managed Data Backups, the monthly production of telephone billing, and revenue reports.

- Responsible for testing software functionality of the management system.

1981 to 1986

ATLANTIC RICHFIELD CORPORATION
TELECOM ENGINEER

Arco's nation wide network provided voice and data services to their regional Hubs across the USA. Traffic was back-hauled via a nation wide Microwave backbone system and a Digital satellite system with earth stations in Phila. PA., Denver CO, Plano TX, Los Angeles CA and Anchorage Alaska.

Responsibilities Included

- Provide maintenance and support for ARCO'S nation wide telecommunications network.
- Alarm monitoring, diagnosing of troubles, and performing remote diagnostics from the Los Angeles Network Control Center.
- Administrate ARCO's Satellite System (TDMA)
- Maintenance of switch, multiplex, microwave, and earth station equipment Los Angeles.
- Work with programmers to write code and test ARCO's Management system CMS.

ACADEMIC EDUCATION / TECHNICAL TRAINING

Radio Electronic Technical Schools (R.E.T.S.)

ASSOCIATE IN ARTS (AA) DEGREE

NABER; National Association of Business and Educational Radio

FCC General Radio / Telephone Operator' License

TRAINING & CERTIFICATION

Lucent

CL 3800: 5ESS - PCS Macro Cell Engineering

CL 100: 5ESS Traffic Engineering

DDM-2000 OC-3 Fiber Multiplexer

FT-2000 OC-48 Fiber Multiplexer

Northern Telecom

Magellan

Northern

SI-100 LAN Star Data

ATM Switch

OC12/ OC48 Fiber MUX

SL-1 NT Installation and Maintenance

SI-1 Maintenance and engineering

Digital Corporation
New Bridge
ITT
TeleSystems
Farinon

VMS Utilities and Commands
3600/3645 T1 Multiplexers
PCM / D448 Maintenance
TDMA Satellite Operations
DM4A - 90 Microwave Radio
MX-3 Multiplexers, Qwest, Local Area Networks

MANAGEMENT TRAINING

County Of Orange

Interactive Management
Effective Supervision

BRANDON POWELL, GENERAL COUNSEL.

Mr. Powell has served as general counsel and in general business administration and planning with UrJet Backbone Network since June, 1998. Mr. Powell is a member of the California and New Mexico State Bar Associations and has broad experience in corporate and business law, contracts, construction law, civil litigation and estate planning and administration.

During private practice with Langlois, MacDonald & Webster of Sacramento, Coryell, Hickey & Ives of Santa Fe, New Mexico and the Powell Law Firm of Albuquerque, Mr. Powell represented a diverse clientele in cases involving estate, employment and business law, probate disputes, personal injury, and other matters in State and Federal Courts at the trial and appeals levels, including practice before the New Mexico Supreme Court.

He received the Lawyers Care Pro Bono Award from the New Mexico Bar Association in 1996 for extensive service to developmentally disabled clients. Mr. Powell has represented public and private corporations and individuals in general business, litigation and taxation matters. As an associate attorney with Langlois, MacDonald & Webster in Sacramento, CA, where he gained much of his experience in estate planning, municipal law, and personal injury. Mr. Powell was also a law clerk with Littler, Mendelson, Fastiff, Tichy & Mathiason, a national labor and employment law firm, in its San Francisco headquarters.

Mr. Powell holds a juris doctorate from the University of the Pacific's McGeorge School of Law in Sacramento. He earned the American Jurisprudence Award in estate planning and is a member of the Federalist Society. He received his pre-law education at California State University, Fullerton, Brigham Young University and the University of California Irvine, majoring in German, in which he maintains fluency. Mr. Powell also completed a minor in marine biology, culminating in a cooperative research project with the University of Washington Marine Laboratory at Friday Harbor.

CRAIG A. HEWITT, CHIEF FINANCIAL OFFICER.

Mr. Hewitt possesses a graduate level educational background in finance and accounting from California State University Fullerton. Mr. Hewitt studied marketing, computer science and management at the undergraduate level, also at California State University Fullerton. His professional experience spans more than twelve years in the finance and accounting field. Mr. Hewitt has experience in asset management, wholesale distribution, retail, healthcare and particularly high technology and computer software. His position within the organization encompasses finance and operations, with substantial involvement in the company's mergers and acquisitions. Prior to UrJet Backbone Network, Mr. Hewitt facilitated a quarter billion dollar merger in the computer software industry where HNC Software of San Diego, CA acquired CompReview, Inc. of Newport Beach, CA.

Mr. Hewitt has been involved in preparing several companies for mergers, initial public offerings, obtaining financing, and entering into partnership and joint venture arrangements. Mr. Hewitt sits on the board of directors of Metallurgical Testing Laboratories of City of Industry, CA. He also is a member of the Financial Executives Institute, Orange County, CA chapter.

EXHIBIT 3

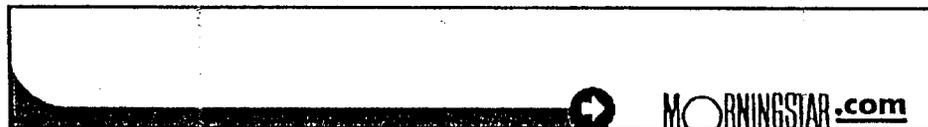


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INTERJET NET CO (IJNT)

Symbol(s): [Go!](#)

[SYMBOL LOOKUP](#)
[STOCK COMPARISON](#)

Quote	Chart	Intraday Chart	News	Evaluator
Analysts Research <i>new!</i>	Analyst Estimates <i>new!</i>	Insider Trading	Profile	Fundamentals
Financial Statements	SEC Filings	Rate & Discuss <i>new!</i>	Where is...?	

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

Amendment No. 1 to
FORM 10-KSB

[x] Annual Report Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 [No Fee Required]

For the fiscal year ended March 31, 1999

Transition Report Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 [No Fee Required]

For the transition period from _____ to _____

Commission file number 0-24408

IJNT.net, Inc.
(Exact name of small business issuer in its charter)

DELAWARE
(State or other jurisdiction of incorporation or organization)

33-0611753
(I.R.S. Employer Identification No.)

2800 Post Oak Blvd.
Houston, Texas
(Address of principal executive offices)

77056
(Zip Code)

Registrant's telephone number, including area code: (713) 462-4222

Securities registered pursuant to Section 12(b) of the Act: None

Securities registered pursuant to Section 12(g) of the Act: Common Stock, par value \$.001

Indicate by check mark whether the issuer (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the issuer was required to file such reports) and (2) has been subject to such filing requirements for the past 90 days.

YES X NO

Check if disclosure of delinquent filers in response to Item 405 of Regulation S-B is not contained in this form, and no disclosure will be contained, to the best of issuer's knowledge, in definitive proxy or information statements incorporated by reference in part III of this Form 10-KSB or any amendment to this Form 10-KSB. [X]

State issuer's revenues for its most recent fiscal year: \$1,552,194

The aggregate market value of the voting stock held by non-affiliates of the issuer as of July 8, 1999 was equal to \$35,719,159 based on the average bid and ask price of \$3.75

The number of shares outstanding of the issuer's classes of Common Stock as of July 8, 1999:

Common Stock, \$.001 Par Value - 17,183,756 shares

DOCUMENTS INCORPORATED BY REFERENCE: NONE

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EXPLANATORY NOTE

This Annual Report on Form 10-KSB/A ("Form-KSB/A") is being filed as Amendment No. 1 to the Registrant's Annual Report on Form 10-KSB for the fiscal year ended March 31, 1999 filed with the Securities and Exchange Commission on July 13, 1999 ("Form 10-KSB") for the purpose of making amendments to Item 7 of Part II (in particular, changes to the Balance Sheet, the Consolidated Statements of Changes in Stockholders' Equity, Note 1 - Summary of Significant Accounting Policies, Note 3 - Related Party Transactions and Note 5 - Licenses and Other, and the addition of new Note 10 - Redeemable Preferred Stock) and Item 13 of Part III of IJNT.net, Inc.'s Annual Report on Form 10-KSB.

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IJNT.net, Inc.
Form 10-KSB/A
FOR THE FISCAL YEAR ENDED MARCH 31, 1999

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PART II

Item 7. FINANCIAL STATEMENTS AND SUPPLEMENTARY DATA

The selected financial data presented below for the years ended March 31, 1999 and March 31, 1998 were derived from the consolidated financial statements of the Company, which were audited by Smith & Company, independent certified public accountants, and which are included elsewhere in this Form 10-KSB. This selected consolidated financial data should be read in conjunction with "Management's

Discussion and Analysis of Financial Condition and Results of Operations" and the Company's consolidated financial statements (including the notes thereto) included elsewhere in this Form 10-KSB.

As the Company was not involved in operations prior to the acquisition of IJNT, Inc., the financial data has not been presented in a comparative format.

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IJNT.net, Inc.
and Subsidiaries
Condensed Consolidated Income Statement
For the Years Ended March 31, 1999 and March 31, 1998

	March 31, 1999	March 31, 1998
	-----	-----
Sales	\$ 1,552,194	\$ 147,057
Cost of Sales	543,657	66,405
	-----	-----
GROSS PROFIT	1,008,537	80,652
General and Administrative Costs	5,851,475	2,044,431
Depreciation and Amortization	270,173	82,874
Interest and Bank Charges	24,240	10,071
	-----	-----
TOTAL OPERATING EXPENSES	6,145,888	2,137,376
Net Operating Loss	(5,137,351)	(2,056,724)
Other Income (Expense)		
Interest Income	65,474	12,947
Acquisition Costs	(1,510)	(351,707)
	-----	-----
NET LOSS	\$ (5,073,387)	\$ (2,395,484)
	=====	=====
Earnings (Loss) per Common Share	\$ (.35)	\$ (0.21)
	=====	=====

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INDEX TO CONSOLIDATED FINANCIAL STATEMENTS

IJNT.NET, INC. CORPORATION
AND SUBSIDIARIES

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Item 13. EXHIBITS AND REPORTS ON FORM 8-K

(a) Exhibits. The following exhibits of the Company are included herein

Exhibit No.	Document Description	Sequential Page No.
3.	Certificate of Incorporation and Bylaws 3.1 Articles of Incorporation(1) 3.2 Bylaws(1)	-
27.1	Financial Data Schedule	19
99.1	Appraisal of Acquired Channel Rights	20
(1)	Incorporated by reference to such exhibit as filed with the Company's registration statement on Form 10-SB, File No. 0-24408	

(b) Reports on Form 8-K
None filed during the fourth quarter

7

Smith
&
Company

A Professional Corporation of Certified Public Accountants

Board of Directors
IJNT.net, Inc.
Salt Lake City, Utah

INDEPENDENT AUDITOR'S REPORT

We have audited the accompanying consolidated balance sheet of IJNT.net, Inc. and Subsidiaries as of March 31, 1999, and the related consolidated statements of operations, changes in stockholders' equity, and cash flows for the years ended March 31, 1999 and 1998. These consolidated financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these consolidated financial statements based on our audit.

We conducted our audit in accordance with generally accepted auditing standards. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the consolidated financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of IJNT.net, Inc. and Subsidiaries as of March 31, 1999 and the results of their operations, changes in stockholders' equity, and cash flows for the years ended March 31, 1999 and 1998 in conformity with generally accepted accounting principles.

Our audit was made for the purpose of forming an opinion on the consolidated financial statements taken as a whole. The information in Schedule 1 is

presented for purposes of additional analysis and is not a required part of the basic financial statements. Such information has been subjected to the auditing procedures applied in the audit of the basic financial statements, and in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

Smith & Company
 CERTIFIED PUBLIC ACCOUNTANTS

Salt Lake City, Utah
 July 7, 1999

10 West 100 South, Suite 700 o Salt Lake City, Utah 84101-1554
 Telephone: (801) 575-8297 Facsimile: (801) 575-8306
 E-mail: smith&co@smithandcocpa.com
 Members: American Institute of Certified Public Accountants
 Utah Association of Certified Public Accountants

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IJNT.net, INC. AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEET

	March 31, 1999

ASSETS	
CURRENT ASSETS	
Cash in bank	\$ 902,757
Accounts receivable - Trade	291,642
Stockholder receivable (Note 3)	79,693
Other receivables	207,980
Inventory	86,645
Prepaid expenses	300,720

	TOTAL CURRENT ASSETS
	1,869,437
PROPERTY AND EQUIPMENT (Notes 1 and 4)	2,313,953
OTHER ASSETS	
Deposits	65,422
Organization costs (Note 1)	6,743
Licenses and other (Note 5)	2,072,423

TOTAL OTHER ASSETS	2,144,588

	\$ 6,327,978
	=====
LIABILITIES AND STOCKHOLDERS' EQUITY	
CURRENT LIABILITIES	
Accounts payable	\$ 283,249
Accrued liabilities	200,266
Income taxes payable	4,811
Note payable	0
Loans from stockholders (Note 3)	156,690
Current portion of long-term debt (Note 6)	26,497

TOTAL CURRENT LIABILITIES	671,513
LONG-TERM LIABILITIES (Note 6)	195,679

TOTAL LIABILITIES	867,192
REDEEMABLE PREFERRED STOCK (Note 10)	
Series A Preferred stock \$.01 par value:	
Authorized 1,000,000 shares;	
Issued and outstanding 2,000 shares	2,364,260
STOCKHOLDERS' EQUITY	
Common stock, \$.001 par value:	
Authorized 20,000,000 shares;	
Issued and outstanding 15,975,129 shares	15,975
Additional paid-in capital	10,727,136
Retained deficit	(7,646,585)

TOTAL STOCKHOLDERS' EQUITY	3,096,526

	\$ 6,327,978
	=====

See Notes to the Consolidated Financial Statements.

IJNT.net, INC. AND SUBSIDIARIES
 CONSOLIDATED STATEMENTS OF OPERATIONS

	Years ended March 31,	
	1999	1998
	-----	-----
Sales	\$ 1,552,194	\$ 147,057
Cost of sales	543,657	66,405
	-----	-----
GROSS PROFIT	1,008,537	80,652
General and administrative expenses (Schedule 1)	5,851,475	2,044,431
Depreciation and amortization (Note 1)	270,173	82,874
Interest and bank charges	24,240	10,071
	-----	-----
	6,145,888	2,137,376
Net operating loss	(5,137,351)	(2,056,724)
Other Income (Expense)		
Interest income	65,474	12,947
Acquisition costs	(1,510)	(351,707)
	-----	-----
NET LOSS	\$ (5,073,387)	\$ (2,395,484)
	=====	=====
EARNINGS (LOSS) PER COMMON SHARE		
Net income (loss)	\$ (.35)	\$ (.21)
	=====	=====
Weighted average number of common shares used to compute net income (loss) per weighted average share	14,372,270	11,528,021
	=====	=====

See Notes to the Consolidated Financial Statements.

IJNT.net, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY

	Series A Preferred Stock Shares	Amount	Common Stock Shares	Amount	Additional Paid-In Capital	Retain Deficit
Balances at 3/31/97	0	\$ 0	10,388,886	\$ 10,389	\$ 1,677,259	\$ (17,391)
Issue stock for note payable 7/31/97			155,000	155	1,400	
Stock split 2.339936535 for 1 7/31/97			776,677	776	(776)	
Sale of shares in private placement 8/20/97			680,000	680	1,325,320	
Issue shares to acquire Access Comm. 1/1/98			211,000	211	421,789	
Issue shares for services 1/27/98			15,000	15	31,485	
Sale of shares in private placement 1/27/98			69,620	70	146,064	
2/1/98			48,200	48	101,172	
3/1/98			9,762	10	20,490	
3/10/98			500,000	500	890,635	
Net loss						(2,391)
Balances at 3/31/98	0	0	12,854,145	12,854	4,614,838	(2,571)
Issued stock to acquire WebIt 4/17/98 (net of \$43,878 acquisition costs)			20,000	20	15,102	
Issued stock for services: 4/17/98			20,637	21	82,527	
7/2/98			11,500	11	45,988	
7/8/98			30,000	30	119,970	
8/7/98			2,000	2	7,998	
8/18/98			38,000	38	116,962	
9/14/98			22,000	22	87,978	
10/9/98			10,000	10	19,990	
10/23/98			89,550	90	223,785	
11/20/98			20,000	20	59,980	
Sale of shares in private placement 7/7/98			100,000	100	204,860	
Sale of Reg. S shares 7/15/98			700,000	700	1,829,857	
Issue stock to acquire						

MRHM, Inc. 8/4/98 (net of \$100,000 acquisition costs)			37,163		37		107,463
Sale of Reg. D shares 8/18/98			563,950		564		1,156,619
Issue stock for warrants 8/24/98			512,821		513		999,487
Issue stock to retire debt 8/24/98			70,000		70		69,930
Sale of Series A Preferred shares 12/31/98 (net of \$200,000 commissions)	2,000		1,800,000				
Issue additional shares to settle prior year acquisition of Access Comm. 1/12/99			30,333		30		(4,518)
Issue stock for services:							
2/1/99			118,334		118		266,133
2/4/99			25,091		25		49,975
3/1/99			41,886		42		88,752
Issue stock for assets:							
2/17/99			200,000		200		499,800
3/31/99			207,719		208		688,170
Issue stock to acquire Global Broadband 2/22/99 (net of \$590,000 acquisition costs)			250,000		250		(60,250)
Recognition of Beneficial Conversion Feature of Redeemable Preferred Stock (Note 10)							564,260
Net loss							(564,260)
							(5,073,387)
Balances at 3/31/99	2,000	\$	2,364,260	15,975,129	\$	15,975	\$ 10,727,136
							\$ (7,641,000)

See Notes to the Consolidated Financial Statements.

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IJNT.net, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS

	Years ended March 31,	
	1999	1998
OPERATING ACTIVITIES		
Net loss	\$ (5,073,387)	\$ (2,395,484)

Add items not requiring the use of cash		
Stock issued for services	1,170,467	31,500
Amortization and depreciation	270,173	82,874
Acquisition costs	0	351,707
Changes in assets and liabilities:		
Accounts receivable	254,922	(39,912)
Inventory	(41,811)	(44,834)
Prepaid expenses	(288,612)	(12,108)
Accounts payable	(106,495)	401,262
Accrued liabilities	153,874	(41,108)
Income taxes	4,011	800
	-----	-----
NET CASH REQUIRED BY OPERATING ACTIVITIES	(3,656,858)	(1,665,303)
INVESTING ACTIVITIES		
Purchase equipment	(1,323,229)	0
Deposits	(56,515)	(8,907)
Organization costs	(401)	(8,978)
	-----	-----
NET CASH REQUIRED BY INVESTING ACTIVITIES	(1,380,145)	(17,885)
FINANCING ACTIVITIES		
Sale of preferred stock	1,800,000	0
Sale of common stock	4,192,700	1,690,664
Proceeds from loans	0	83,690
Principal payments on loans and leases	(116,243)	(27,863)
	-----	-----
NET CASH PROVIDED BY FINANCING ACTIVITIES	5,876,457	1,746,491
	-----	-----
INCREASE IN CASH AND CASH EQUIVALENTS	839,454	63,303
Cash and cash equivalents at beginning of period	63,303	0
	-----	-----
CASH AND CASH EQUIVALENTS AT END OF PERIOD	\$ 902,757	\$ 63,303
	=====	=====
Supplemental Disclosures of Cash Flow Information		
Cash paid during the period for:		
Interest	\$ 24,240	\$ 10,071

Noncash investing and financing activities

During the period ended March 31, 1999, the Company issued 745,215 shares of common stock for assets valued at \$1,246,512, and the Company issued 70,000 shares to satisfy debt. Equipment at a cost of \$377,344 was acquired by incurring contracts and leases payable in the same amount.

See Notes to the Consolidated Financial Statements.

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IJNT.net, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

March 31, 1999

NOTE 1: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Principles of Consolidation

The consolidated financial statements for 1998 include the accounts of the Company and its wholly-owned subsidiaries IJNT, Inc., which was incorporated January 15, 1997 under the laws of the State of Nevada, and Access Communications, Inc., a Texas corporation, which was purchased January 1, 1998. The consolidated financial statements for 1999 include the accounts of the Company and its wholly-owned subsidiaries IJNT, Inc., Access Communications, Inc., WebIt of Utah, Inc., a Utah corporation purchased April 17, 1998; UrJet Backbone Network, Inc., which was incorporated in December 1998 under the laws of Nevada; Man Rabbit House Multimedia, Inc., a California corporation purchased August 14, 1998; and Global Broadband Services, Inc., a Nevada corporation purchased February 22, 1999. All significant intercompany balances and transactions have been eliminated in consolidation.

Business Activity

The Company was incorporated on June 11, 1992 in Delaware as Picometrix, Inc. On August 8, 1997 the name was changed to Interjet Net Corporation. During the year ended March 31, 1999, the name was changed to IJNT.net Corporation, then to IJNT International, Inc. and finally to IJNT.net, Inc. The Company acquired the bulk of its assets July 31, 1997 with the acquisition of IJNT, Inc. The Company and its subsidiaries are engaged in the business of providing wireless internet access through microwave technology, dial-up internet access, web site design, web hosting services, fiber backbone connectivity, and a variety of telecommunications carrier services.

Basis of Accounting

The consolidated financial statements are prepared using the accrual basis of accounting where revenues are recognized when

earned and expenses are recognized when incurred. Wireless internet service requires certain hardware items which must be installed at the customer's location. The sale of the equipment and installation labor are recognized as revenue in the period in which it was installed. Internet access revenue is recognized monthly as it is billed. Web site development services revenue is recognized based on stages of development, typically over a period of one to three months, as the stages are authenticated by the customer.

Earnings (Loss) Per Share

Earnings (loss) per share amounts are calculated based on the weighted average number of shares outstanding during the period.

Organization costs

Organization costs are being amortized over a five year period.

Property and Equipment

Property and equipment are depreciated over their estimated useful lives. Depreciation and amortization are computed using straight-line methods over an estimated life of five to seven years.

Cash and Cash Equivalents

For financial statement purposes, the Company considers all highly liquid investments with an original maturity of three months or less when purchased to be cash equivalents.

Income Taxes

The Company records the income tax effect of transactions in the same year that the transactions enter into the determination of income, regardless of when the transactions are recognized for tax purposes. Tax credits are recorded in the year realized.

The Company utilizes the liability method of accounting for income taxes as set forth in Statement of Financial Accounting Standards No. 109, "Accounting for Income Taxes" (SFAS 109). Under the liability method, deferred taxes are determined based on the difference between the financial statement and tax bases of assets and liabilities using enacted tax rates in effect in the years in which the differences are expected to reverse. An allowance against deferred tax assets is recorded when it is more likely than not that such tax benefits will not be realized.

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IJNT.net, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (continued)

March 31, 1999

Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenues and expenses during the reporting period. Estimates also affect the disclosure of contingent assets and liabilities at the date of the financial statements. Actual results could differ from these estimates.

NOTE 2: FORMER DEVELOPMENT STAGE COMPANY

The Company was in the development stage from its inception until December 31, 1997. Commencing January 1, 1998, the Company has sufficient revenue through operations of its subsidiaries that management considers it to be no longer in the development stage.

NOTE 3: RELATED PARTY TRANSACTIONS

During 1997, the Company's subsidiary, IJNT, Inc. acquired assets valued at \$699,000 from an officer in exchange for 1,000 shares of common stock. The officer paid costs of \$321,252 on behalf of IJNT, Inc. as additional consideration for the stock. The assets were recorded on IJNT, Inc.'s books at their historical cost to the officer.

In March 1999, the Company acquired channel rights from a related party for \$450,000, which was the book value of the acquired assets on the books of the seller. The Company obtained an independent appraisal supporting such valuation as an approximation of the market value of the acquired assets.

The officers and directors of the Company are involved in other business activities and may, in the future, become involved in other business opportunities. If a specific business opportunity becomes available, such persons may face a conflict in selecting between the Company and their other business interests. The Company has not formulated a policy for the resolution of such conflicts.

At March 31, 1999, the Company owed two stockholders \$156,690, payable within the next 12 months without interest. At that date the Company was owed \$79,693 by a stockholder, payable within the next 12 months without interest.

NOTE 4: PROPERTY AND EQUIPMENT

Property and equipment as of March 31, 1999 are summarized as follows:

Cost	Depreciation	Net Book Value
------	--------------	----------------

Furniture	\$ 180,075	\$ 40,940	\$ 139,135
Equipment	620,145	118,534	501,611
Transmission Equipment	1,865,789	202,144	1,663,645
Leased Vehicle	12,749	3,187	9,562
	<u>\$ 2,678,758</u>	<u>\$ 364,805</u>	<u>\$ 2,313,953</u>

NOTE 5:

LICENSES AND OTHER

The Company owns various MMDS, ITFS, and LPTV (wireless cable) licenses to operate in various cities. The Company has also recently purchased customer bases from two entities and signed a non-compete agreement with an officer. These assets are recorded at cost and amortized on a straight-line basis over the life of the assets (up to 10 years). The Company reviewed publicly available documents concerning acquisitions of similar licenses and rights by the following companies:

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IJNT.net, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (continued)
March 31, 1999

1. Sprint's acquisition of Videotron USA for approximately \$108.0 million in May 1999.
2. Antilles Wireless, LLC acquisition of wireless cable channel rights from American Telecasting, Inc. for approximately \$6.2 million in April 1999.
3. MCI Worldcom Inc.'s acquisition of entire capital stock of CAI for approximately \$408.0 million in April 1999.
4. Sprint's acquisition of People's Choice TV Corp. for approximately \$100.2 million in April 1999.

The Company has also consulted with Mr. Andrew Nestor, an industry expert, regarding the valuation of its licenses and lease rights. Based on the above-described research and analysis, management believes that the cost of assets as carried on the books is an appropriate approximation of the fair value of such licenses and lease rights.

A summary is as follows:

MMDS Channel rights (see Note 3)	\$	450,000
LPTV rights and licenses (see Note 3)		699,000
ITFS rights		634,746
Customer bases		238,677
Non-compete agreement		50,000

	\$	2,072,423
		=====

NOTE 6: LONG-TERM LIABILITIES
 Long-term debt at March 31, 1999 is detailed as follows:

	Interest Rate	Payment	Principal Balance Current	Principal Balance Long-term
	-----	-----	-----	-----
Vehicle contract	9.75	\$ 1,099	\$ 13,183	\$ 19,097
Vehicle contract	13.30	378	4,536	8,384
Vehicle lease	9.90	531	8,778	3,604
Note payable to consultant	0	0	0	133,344
Note payable to corporation	0	0	0	31,250
	-----	-----	-----	-----
			\$ 26,497	\$ 195,679
			=====	=====

Scheduled principal reductions of the debt are as follows:

2000	\$	26,497
2001		175,969
2002		19,710

	\$	222,176
		=====

NOTE 7: COMMITMENTS AND CONTINGENCIES
 The Company conducts its operations in leased facilities under noncancellable operating leases expiring through 2001. In addition, the Company leases equipment under noncancellable operating leases expiring through 2007. The minimum future rental commitments under operating leases are as follows:

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (continued)
 March 31, 1999

Year ending March 31,	Facilities	Equipment	Total
2000	\$ 535,002	\$ 82,028	\$ 617,030
2001	487,272	71,400	558,672
2002	466,272	71,400	537,672
2003	434,404	71,400	505,804
Beyond 2003	185,334	71,400	256,734
	\$ 2,108,284	\$ 367,628	\$ 2,475,912

Payments under these leases (included in general and administrative expenses) were \$317,417 for the year ended March 31, 1999 and \$190,944 for the year ended March 31, 1998.

NOTE 8:

INCOME TAXES

No federal income taxes were due for the years ended March 31, 1999 or 1998.

At March 31, 1999, the Company has a federal net operating loss carryover of approximately \$7,500,000. The federal loss will expire starting March 31, 2012.

At March 31, 1999, the Company has a deferred tax asset in the amount of \$0. There is a potential asset based on future reduction of income taxes using the net operating loss carryforward. The amount has been reserved 100% due to the Company's losses. Management believes that the Company will realize sufficient income in the future to utilize the net operating loss carryforward. However, since future income can only be estimated, there is not sufficient basis for recognition of any deferred tax asset at this time.

NOTE 9:

ACQUISITION OF SUBSIDIARIES

The Company issued 548,496 shares to acquire subsidiaries (treated as purchase transactions) as follows:

January 1, 1998

Access Communications, Inc.

241,333

April 17, 1998	WebIt of Utah, Inc.	20,000
August 4, 1998	Man Rabbit House Multimedia, Inc.	37,163
February 22, 1999	Global Broadband Services, Inc.	250,000

		548,496
		=====

NOTE 10: REDEEMABLE PREFERRED STOCK

At December 1, 1998, The Company issued 2,000 shares of Series A Preferred Stock with \$0.01 par value and \$1,000 liquidation value. The base carrying value (net of \$200,000 commissions) is \$1,800,000. These shares were immediately convertible (at the shareholder's option) to common stock at a 20% discount from the average closing price for the five days immediately preceding a request for conversion. Based on the quoted closing prices (OTCBB: LJNT) for the period from November 25-30, 1998, the 2,000 shares could have been immediately converted to 687,285 shares of common stock with fair market value of \$2,364,260. A Beneficial Conversion Feature in the amount of \$564,260 has been recognized in the balance sheet, along with an immediate offset to additional paid-in capital because the Company has not retained earnings from which to pay dividends. At March 31, 1999 none of the preferred shares had been converted.

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SCHEDULE 1

IJNT.net, Inc. AND SUBSIDIARIES

CONSOLIDATED GENERAL AND ADMINISTRATIVE EXPENSES

	Years ended March 31,	
	1999	1998
	-----	-----
Accounting	\$ 51,375	\$ 26,035
Automobile expense	42,368	35,947
Bad debts	554	0
Computer expense	116,268	85,311
Consulting	646,727	131,489
Insurance	106,034	48,280

Lease - channel	70,620	136,682
Legal	269,548	82,852
Marketing and advertising	567,073	60,933
Meals and entertainment	57,306	25,779
Office expense	360,572	72,215
Outside services	117,211	40,061
Payroll taxes and benefits	215,154	60,666
Postage	54,203	23,005
Relocation expense	7,755	5,310
Repairs and maintenance	7,294	4,039
Rent expense	317,417	190,944
Salaries	2,154,535	713,482
Taxes and licenses	13,459	9,498
Telephone	473,651	113,928
Travel	202,351	177,975
	-----	-----
	\$ 5,851,475	\$ 2,044,431
	=====	=====

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SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized September 15, 1999.

IJNT.net, Inc.

By: /s/ Jon Marple
Jon H. Marple
President

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the Registrant and in the capacities indicated on September 15, 1999.

By: /s/ Jon H. Marple President, Treasurer, Chief Executive Officer,

Jon H. Marple Chief Financial Officer and Chairman

By: /s/ Mary E. Blake Vice President, Secretary and Director

 Mary E. Blake

By: /s/ Richard W. Torney Director

 Richard W. Torney

By: /s/ Robert B. Santore Director, Web Site Design Director

 Robert B. Santore

By: /s/ Jeffrey R. Matsen Director

 Jeffrey R. Matsen

EXHIBIT INDEX

Exhibit No.	Document Description	Sequential Page No.
3.	Certificate of Incorporation and Bylaws 3.1 Articles of Incorporation(1) 3.2 Bylaws(1)	-
27.1	Financial Data Schedule	19
99.1	Appraisal of Acquired Channel Rights	20
(1)	Incorporated by reference to such exhibit as filed with the Company's registration statement on Form 10-SB, File No. 0-24408	

EX-27

2

FINANCIAL DATA SCHEDULE

5

This schedule contains summary financial information extracted from IJNT.net, Inc. March 31, 1999 financial statements and is qualified in its entirety by reference to such financial

statements.

1,000

YEAR	
MAR-31-1999	
MAR-31-1999	902,757
	0
	291,642
	0
	86,645
	1,869,437
	2,678,758
	364,805
	6,327,978
671,513	
	0
0	
	2,364,260
	15,975
	3,080,551
6,327,978	
	1,552,194
	1,552,194
	543,657
	6,121,648
	1,510
	0
24,240	
	(5,073,387)
	0
(5,073,387)	
	0
0	
	0
	(5,073,387)
	(.35)
	(.35)

EX-99.1

3

APPRAISAL OF MMDS, ITFS & MDS FREQUENCIES

August 30, 1999

Bryan Kjosa
Consultant
1201 N. Pines Rd
Spokane, WA 99206

Re: Appraisal of MMDS, ITFS, & MDS Frequencies

To Whom It May Concern:

I have worked within all aspects of the MMDS industry including site selection, FCC licensing, system build out, customer installation, and system brokerage. I have spent the majority of my time researching and watching what is happening within the wireless cable industry over the last decade.

We have witnessed the time in which companies prospered and pursued technology only to have the FCC bog down the entire industry and nearly wipe it out. For those fortunate few who have gained their frequency blocks from the FCC, I firmly believe these frequencies are the future in many diverse ways. These highly sought after frequencies should be protected as the values will rise year after year. These frequencies are no longer obtainable from the FCC, and therefor any one who owns these frequencies will be able to name their price when a larger entity approaches for a buy-out.

I find that each of the following channel systems and the associated values are well within industry standards. When valuing MMDS/ITFS frequencies I find that the history and the potential of the industry provide the most stable, reliable formula in which any system valuation can be made. Knowing that each and every system is different and that the consumer in each market will behave similar to consumers in other different markets allows us to assume that history will generally reproduce itself again in any given market. Knowing previous acquisitions within the industry over time and various statistics such as channel capacity and demographics, will define a market easily. In this case we are dealing with frequencies, operational or not, within the spectrum range of 2.1 to 2.7 ghz. We can look at past acquisitions within the last 12 months, typically amongst public companies due to ease of gaining access to information. Additional value is given to a system that is built and operational, however, cash flow determines that value quite easily.

This industry is largely based on speculation and most reasonable people believe that the opportunities are huge. Typically success requires the entrepreneurial savvy possessed by the individuals within this industry and the technological advances that are happening each and every day.

I have had the opportunity over the last several years to research the following projects. Each of the below listed projects breaks down the valuation, location

and capacity.

\$300,000 Erie, PA - Seven Channels

\$150,000 Columbia, KY - Eight Channels...

\$50,000 Lewiston, ID - Eight Channels....

\$585,000 Beaumont, TX - 28 Channels...

I have attached press releases from three recent acquisitions. A brief overview will simply backup the values assigned to the above systems.

4/6/99 American Telecasting, Inc. sale to Antilles Wireless, LLC
Markets in Billings, MT
Grand Island, NE
Rapid City, SD

Cash sale price of 6.2 million dollars less \$500,000 to be held in escrow for a year

Peoples Choice TV Corp sale to Sprint Corp
Stock purchase for \$103 million Dollars and assume 332 million in debt

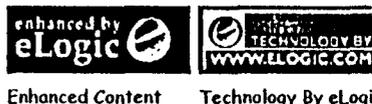
4-16-99 CAI sale to MCI WorldCom
Entire 17 million shares for \$24.00 equaling \$408 million

The worlds largest communications companies are willing to spend nearly a billion dollars for control of three bankrupt MMDS companies. It is easy to see that all frequency is very valuable with or without cash flow, easily justifying the above values.

Sincerely,

Bryan Kjosa

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INTERJET NET CO (IJNT)

Symbol(s):

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[STOCK COMPARISON](#)

Quote	Chart	Intraday Chart	News	Evaluator
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Financial Statements	SEC Filings	Rate & Discuss <i>new!</i>	Where is...?	

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 10-QSB

(Mark One)

Quarterly Report pursuant to Section 13 or 15(d) of the Securities and Exchange Act of 1934 For the quarter period ended: June 30, 1999

or

[] Transition report pursuant to Section 13 or 15(d) of the Securities and Exchange Act of 1934 For the transition period from:

Commission file number: 0-24408

IJNT.net, Inc.
(Exact name of registrant as specified in its charter)

Delaware 33-0611753
(State or other jurisdiction of (IRS Employer
incorporation or organization) Identification Number)

2800 Post Oak Boulevard, Houston, Texas 77056
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (713) 462-4222

Indicate by check mark whether the registrant (1) has filed all reports to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes X No

The number of shares outstanding of the registrant's common stock on August 10, 1999 was 17,419,031

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PART I - FINANCIAL INFORMATION

ITEM 1. Financial Statements.

The following Consolidated Financial Statements of the Company and its subsidiaries and related notes are included herein:

Consolidated Balance Sheet as of June 30, 1999;

Consolidated Statements of Income for the three months ended June 30, 1999 and June 30, 1998;

Consolidated Statement of Cash Flows for the three months ended June 30, 1999 and June 30, 1998;

Notes to Consolidated Financial Statements.

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IJNT.net, Inc.
 CONSOLIDATED BALANCE SHEET
 June 30, 1999

ASSETS

Current Assets

Cash	\$	764,447
Account Receivable		670,704
Prepaid Expenses		90,676
Other Receivables		207,980
Inventory		166,338

Total Current Assets ----- 1,900,145

Property, Plant, and Equipment

2,812,360

Other Assets

Organizational Costs		6,743
Deposits		179,287
Licenses and Other		2,121,918

 2,307,948

TOTAL ASSETS \$ 7,020,453
 =====

LIABILITIES & STOCKHOLDERS EQUITY

Current Liabilities

Accounts Payable	\$	510,648
Accrued Liabilities		122,874
Payroll Withholding & Other		54,787
Income Taxes Payable (State)		4,811
Loans from Stockholders		16,690
Current Portion of Long-term Debt		19,873

Total Current Liabilities ----- 729,683

Long-term Debt

191,430

Total Liabilities 921,113

Stockholders Equity

Series A Preferred Stock, \$.01 par value:
 Authorized 1,000,000 shares;

Issued and Outstanding 3,200 shares	32
Additional Paid-in Capital - Preferred Stock	3,589,968
Common Stock, \$.001 par value;	
Authorized 20,000,000 shares;	
Issued and Outstanding 17,183,756	17,184
Additional Paid-in Capital	11,789,777
Retained Earnings (Deficit)	(9,297,621)

Total Stockholders Equity	6,099,340

TOTAL LIABILITIES & STOCKHOLDERS EQUITY	\$ 7,020,453
	=====

See Notes to Consolidated Financial Statements.

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IJNT.net, Inc.
CONSOLIDATED STATEMENTS OF INCOME
Three months ended June 30, 1999 and 1998

	1999	1998
	-----	-----
Revenues	\$ 1,153,251	\$ 179,851
Cost of Sales	508,658	97,270
	-----	-----
Gross Profit	644,593	82,581
General & Administrative Expenses		
Professional Services	195,656	142,537
Salaries - Officers	88,250	52,200
Salaries - Others	738,127	226,139
Payroll Taxes & Benefits	69,749	26,860
Office Expenses	74,893	19,193
Advertising & Marketing	282,337	105,253
Auto Expense	24,936	7,816
Travel & Entertainment	81,722	96,730
Computer Expenses	18,666	9,067
Depreciation & Amortization	167,377	40,609
Channel Lease Payments	0	13,750
Equipment Lease Payment	0	11,281

Postage & Delivery	18,479	10,848
Insurance	32,325	23,227
Interest Expenses	0	7
Rent	131,365	36,020
Temporary Help & Outside Services	2,703	11,107
Tower Lease Payments	0	4,640
Telephone Expense	352,695	24,002
Taxes - Other	1,999	3,656
	-----	-----
Total General & Administrative Expenses	2,281,279	864,942
Interest Income	0	1,080
Provision for Income Tax	14,352	0
	-----	-----
NET PROFIT (LOSS)	\$ (1,651,038)	\$ (781,281)
	=====	=====

See Notes to Consolidated Financial Statements.

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IJNT.net, Inc.
 CONSOLIDATED STATEMENTS OF CASH FLOWS
 Three months ended June 30, 1999 and 1998

	1999	1998
	-----	-----
OPERATING ACTIVITIES		
Net Income (Loss)	\$ (1,651,038)	\$ (781,281)
Adjustments:		
Depreciation and Amortization	167,377	40,609
Expenses Paid with Common Stock	0	88,948
Changes in current accounts	(31,155)	(162,564)
	-----	-----
Net Cash Required by Operating Activities	(1,514,816)	(814,288)
INVESTING ACTIVITIES		
Purchase of Inventory	(79,693)	(165,677)
Purchase of Fixed Assets	(665,782)	(104,407)
Deposits and Other	(163,360)	0
	-----	-----

Net Cash Required by Investing Activities	(908,835)	(270,084)
FINANCING ACTIVITIES		
Loans	0	(4,250)
Repayment of Loans	(4,249)	(17,540)
Sale of Common Stock	2,289,590	1,486,620
Net Cash Provided (Required) by Investing Activities	2,285,341	1,464,830
Increase (Decrease) in Cash and Cash Equivalents	(138,310)	380,458
Cash and Cash Equivalents at Beginning of Period	902,757	63,303
Cash and Cash Equivalents at End of Period	\$ 764,447	\$ 443,761

See Notes to Consolidated Financial Statements.

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INTERJET NET CORPORATION
 NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
 Three Months Ended June 30, 1999

NOTE 1: BASIS OF PRESENTATION

The accompanying unaudited condensed consolidated financial statements of IJNT.net, Inc. and its wholly-owned subsidiaries IJNT, Inc., Access Communications, Inc., WebIt of Utah, Inc., UrJet Backbone Network, Inc., Man Rabbit House Multimedia, Inc., and Global Broadband Services, Inc. have been prepared in accordance with generally accepted accounting principals for interim financial information and with the instructions to Form 10-Q and Rule 10-01 of Regulation S-X. Accordingly, they do not include all of the information and footnotes required by generally accepted accounting principals for complete financial statements. In the opinion of the Company's management, all adjustments (consisting of normal accruals) considered necessary for a fair presentation of these financial statements have been included.

NOTE 2: CAPITALIZATION

The Company was incorporated in the State of Delaware under the name Picometrix, Inc. on June 11, 1992 and authorized 20,000,000 shares of \$0.01 par value common stock. On June 30, 1997 the Company effected a 2.3399365-for-1 share forward

stock split. The split increased the total outstanding shares from 579,600 to 1,356,377. On August 8, 1997 the Company issued 9,964,286 shares of post forward-split stock to IJNT, Inc. (formerly known as InterJet Net, Inc.) in conjunction with the purchase of all of the outstanding stock of IJNT, Inc.

Over the past two years, the Company has entered into various private placement offerings as well as offerings under Regulations D and S of the Securities and Exchange Act of 1933.

On December 4, 1998, the Company entered into an Agreement with Private Investors (the "Investors") whereby the Investors purchased 2,000 shares of the Company's Preferred Series A Stock (the "Preferred Stock") for a price of \$1.8 million. In May of 1999, the agreement was amended to include an additional 2000 shares of Preferred Series A Stock, which netted an additional \$ 1.8 million to the Company. Through June 30, 1999 approximately 800 shares of Preferred Stock has been converted to 800,000 shares of Common Stock. The Preferred Stock has a par value of \$.01 per share. A dividend of 8% per annum accrues on unconverted Preferred Shares held by the investors. The investors have the ability to convert the Preferred Stock into Common Stock of the Company at a rate of 1,000 shares of Common Stock for each share of Preferred Stock converted. The Company has the ability to put additional shares of Preferred Stock to the Investors based on the market price and average daily volume of shares traded of the Company's common stock. The maximum total investment, which can be made by the investors under the Agreement, is \$10 million.

NOTE 3: RELATED PARTY TRANSACTIONS

The officers and directors of the Company are involved in other business activities and may, in the future, become involved in other business opportunities. If a specific business opportunity becomes available, such persons may face a conflict in selecting between the Company and their business interests. The Company has not formulated a policy for the resolution of such conflicts, except that the Company has adopted a policy that its executives are not permitted to accept positions to serve as directors of any organization which does business with the Company without the prior approval of the Company's CEO.

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INTERJET NET CORPORATION
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (continued)
Three Months Ended June 30, 1999

NOTE 4: INCOME TAXES

The Company has available at March 31, 1999, net operating loss carry forwards of approximately \$9.3 million which may provide future tax benefits which expire starting in June of 2010.

NOTE 5: WARRANTS OR OPTIONS TO PURCHASE COMMON STOCK

At June 30, 1999, there are outstanding no outstanding warrants or options purchase shares of the Company's common stock. As described in Note 2 above, the outstanding Preferred Series A Stock is convertible into shares of common stock in the Company.

NOTE 6: SUBSEQUENT EVENTS

See "PART II - Item 5. Other Information".

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ITEM 2. Management's Discussion and Analysis of Financial Condition and Results of Operations.

The Company produced gross revenues of \$1,153,251 for the quarter ended on June 30, 1999. This represents an increase of 541 % when compared to the revenue of \$179,851 for the quarter ended June 30, 1998.

The Man Rabbit House subsidiary, which was acquired in August of 1998, contributed \$354,612 in revenues for the current quarter.

The Salt Lake City system generated gross revenues of \$171,110 an increase of 212% compared with revenues of \$54,801 in the same period a year ago. The wireless subscriber base in Salt Lake increased to 273 as of June 30, 1999. This is a 170% increase from the 101 subscribers signed up as of June 30, 1998. Currently, there are 1898 dial-up subscribers on the Salt Lake systems. The gross revenues from wireless subscribers totaled \$18,208 in the current quarter.

Similarly, the revenues of the Beaumont system increased to \$118,301 from \$7,095 in the quarter ended June 30, 1998. This represents an increase of 1567 %.

The Houston office generated gross revenues of \$187,224 in the quarter ended June 30, 1999, compared with gross revenues of \$117,955 in the same period last year. This represents an increase of 59 %. The Houston system has been expanded to offer wireless Internet access in the current quarter. This development is expected to dramatically increase revenues in the upcoming quarters.

The Northern California operations have been added since the beginning of this calendar year. The current quarter's revenues totaled \$27,432.

UrJet Backbone Network ("UBN") is a wholly owned subsidiary of the Company that was formed in the last quarter of 1998 to deploy fiber backbone connectivity and a variety of telecommunications carrier services. Competitive Local Exchange Carrier (CLEC) registration is currently pending in several states. Upon approval of this registration, UBN will compete with local telephone companies to deliver various telecommunication services to customers. UBN's fiber backbone is now in place in such markets as Los Angeles, San Francisco and Orange County. Los Angeles, Dallas, Houston, Salt Lake City, Phoenix, San Diego and several other major markets should be fully connected by the end of the 1999 calendar year. UBN also has rights to fiber routes and collocation/interconnection facilities in 13 major cities across the U.S. In the current quarter, UBN will begin recognizing revenues in fiscal Q2, 1999. The revenues of UBN are expected to increase greatly after the granting of CLEC status, which is anticipated soon.

The Company's loss for the three months ended June 30, 1999 was equal to \$1,651,038. This is compared to a loss for the three-month period ended June 30, 1998 of \$781,281. The current quarter's loss increased dramatically due to the aggressive expansion of the Company's business. The expenses are primarily attributable to the Company's Selling, General and Administrative Expenses of which salaries, professional fees and marketing made up the largest amount. The increased expenses also reflect the activity of the newly acquired and incorporated subsidiaries of the Company.

Total salaries of \$826,377 were paid or accrued for the three months ended June 30, 1999. This equated to 36.2 % of the total expenses for the quarter that totaled \$2,281,279. This salary expense is compared to \$278,339 (which was 32.2% of total expenses of \$864,942) incurred by the Company in the three months ended June 30, 1998. The Company incurred expenses of \$195,656 in professional fees, including attorneys, accountants, engineers and consultants. This amount represented 8.6 % of total G&A expenses for the quarter. In the same quarter a year ago, \$142,537 was expended on professional fees, or 16.5%

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of total expenses for the quarter. The Company anticipates continuing to incur a large amount of professional fees as it continues to rapidly expand. The total cost advertising and marketing increased this quarter to \$282,337 (or 12.4 % of total G&A expenses) compared to \$105,253 for the three months ended June 30, 1998. This represented 12.2% total expenses for the quarter.

The Company has current assets totaling \$1,900,145 at June 30, 1999 with total net working capital of \$1,170,462. This equates to a current ratio of approximately 2.60.

PART II - OTHER INFORMATION

ITEM 5. Other Information.

On or about July 30, 1999, the Company entered into a Master Purchase Agreement and secured line of credit agreement with Nortel Networks, a Canadian corporation which manufactures telecommunications equipment. Under the terms of the Agreement, Nortel Networks will provide the Company with \$7 million in operating capital, to be repaid from future public equity fundraising by the Company. Nortel Networks will also deliver \$8.2 million worth of equipment to the Company for installation in its Los Angeles office and surrounding locations as part of a network being built to offer DSL (Digital Subscriber Line) service and other telecommunications services to the Company's customers. The Agreement also extends a \$37 million line of credit to the Company to purchase goods and services from Nortel Networks over the next two years for the buildout of the DSL network. The network planned by Nortel and the Company's engineers under the agreement will accommodate DSL service, other dial-up and high-speed Internet access services, traditional telephone service, fax, video, audio and videoconferencing services, as well as other data transport products and services. The network is scalable such that additional locations may be added to the network in the future as components without altering the core of the network. Initially, Nortel will deliver a DMS-500 telecommunications switch, and an extensive list of associated hardware and software, including one-megabit modems(TM) for customer premises equipment and StarHub(TM) network access devices. The Company anticipates placing the first customers on the network in service in October 1999, and placing approximately 15,000 DSL subscribers on the network in Phase I of the network development.

ITEM 6. Exhibits and Reports on Form 8-K

Reports of Form 8-K

None.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Dated: August 16, 1999

IJNT.net, Inc.

s:/ Jon H. Marple
Jon H. Marple, Chairman
and Chief Financial Officer

s:/ Mary E. Blake
Mary E. Blake, Vice President and
Director

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EX-27
2
FDS - 10QSB

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This schedule contains summary financial information extracted from IJNT.net, Inc. June 30, 1999 financial statements and is qualified in its entirety by reference to such financial statements.

0000925739
IJNT.net, Inc.

3-MOS
MAR-31-2000
JUN-30-1999

	764,447
	0
	670,704
	0
	166,338
	1,900,145
	3,168,758
	(356,398)
	7,020,453
729,683	
	0
0	
	32
	17,184
	6,082,124
7,020,453	
	1,153,251
	1,153,251
	508,658
	2,281,279
	0
	0
	0
	(1,636,686)
	(14,352)
(1,651,038)	
	0

0
0
(1,651,038)
(.10)
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EXHIBIT 4

UBNetworks
Income Statement
Tier 1 (Initial Five Markets)
Revised 11/18/99

	TOTAL Year 1		TOTAL Year 2		TOTAL Year 3		TOTAL Year 4
Subscribers							
Total Network Subscribers	25,400		31,471		35,404		39,865
Revenue							
Installation Fees	2,404,123	6%	86,731	0%	97,616	0%	109,868
Monthly Recurring Fees	24,041,231	60%	29,777,556	61%	33,514,902	61%	37,721,317
ISP and Custom Feature Fees	15,126,665	38%	18,735,942	39%	21,087,468	39%	23,734,131
Total Revenue	<u>41,572,018</u>	104%	<u>48,600,229</u>	100%	<u>54,699,985</u>	100%	<u>61,565,316</u>
Cost of Goods							
Access Fees	27,437,532	69%	29,160,137	60%	29,537,992	54%	33,245,270
Total Cost of Goods	<u>27,437,532</u>	69%	<u>29,160,137</u>	60%	<u>29,537,992</u>	54%	<u>33,245,270</u>
Gross Profit	<u>14,134,486</u>	35%	<u>19,440,091</u>	40%	<u>25,161,993</u>	46%	<u>28,320,045</u>
Sales and Marketing Allocation	25,600,000	64%	481,954	1%	542,443	1%	610,525
General and Administrative Allocation	5,875,184	15%	6,527,818	13%	5,460,237	10%	6,145,545
Debt Fees	555,000	1%	3,156,269	6%	1,827,314	3%	498,358
Total Operating Expenses	<u>59,467,716</u>	149%	<u>39,326,176</u>	81%	<u>37,367,986</u>	68%	<u>40,499,698</u>
Earnings Before Income Tax/Depreciation	<u>(17,895,698)</u>	-45%	<u>9,274,050</u>	19%	<u>17,332,000</u>	32%	<u>21,065,617</u>
Depreciation	7,400,000	19%	7,400,000	15%	7,400,000	14%	7,400,000
Amortization	-	0%	-	0%	-	0%	-
Earnings Before Income Tax	<u>(25,295,698)</u>	-63%	<u>1,874,050</u>	4%	<u>9,932,000</u>	18%	<u>13,665,617</u>
Income Tax	(10,118,279)	-25%	749,620	2%	3,972,800	7%	5,466,247
Net Income	<u>(15,177,419)</u>	-38%	<u>1,124,430</u>	2%	<u>5,959,200</u>	11%	<u>8,199,370</u>

UBNetworks
Cashflow Statements
Tier 1

	Q1	Q2	Q3	Q4	Q5	Q6
Beginning Cash	\$ -	\$ 28,495,773	\$ 18,281,646	\$ 15,466,526	\$ 14,000,552	\$ 12,637,643
Equity Investment	\$ 30,000,000	\$ -	\$ -	\$ -	\$ -	\$ -
Debt - Working Capital	\$ 7,000,000	\$ (7,000,000)	\$ -	\$ -	\$ -	\$ -
Profit/(loss) from Operations	\$ (11,302,352)	\$ (6,012,253)	\$ (4,665,120)	\$ (3,315,974)	\$ 28,445	\$ 195,268
Tranche A - Principle/Interest	\$ -	\$ -	\$ -	\$ -	\$ 3,241,354	\$ 3,241,354
Depreciation	\$ 1,850,000	\$ 1,850,000	\$ 1,850,000	\$ 1,850,000	\$ 1,850,000	\$ 1,850,000
Debt Capitalization	\$ 948,125	\$ 948,125	\$ -	\$ -	\$ -	\$ -
Ending Cash	\$ 28,495,773	\$ 18,281,646	\$ 15,466,526	\$ 14,000,552	\$ 12,637,643	\$ 11,441,557

Q7	Q8	Q9	Q10	Q11	Q12	Q13	Q14
\$ 11,441,557	\$ 10,783,874	\$ 10,309,186	\$ 11,066,009	\$ 12,043,278	\$ 13,245,117	\$ 14,675,770	\$ 16,339,610
\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
\$ 733,671	\$ 916,667	\$ 2,148,176	\$ 2,368,624	\$ 2,593,193	\$ 2,822,007	\$ 3,055,194	\$ 3,292,885
\$ 3,241,354	\$ 3,241,354	\$ 3,241,354	\$ 3,241,354	\$ 3,241,354	\$ 3,241,354	\$ 3,241,354	\$ 3,241,354
\$ 1,850,000	\$ 1,850,000	\$ 1,850,000	\$ 1,850,000	\$ 1,850,000	\$ 1,850,000	\$ 1,850,000	\$ 1,850,000
\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
\$ 10,783,874	\$ 10,309,186	\$ 11,066,009	\$ 12,043,278	\$ 13,245,117	\$ 14,675,770	\$ 16,339,610	\$ 18,241,141

**UBNetworks
Capital Expenditures
Tier 1**

	Q8	Q9	Q10	Q11	Q12	Q13	Q14
--	----	----	-----	-----	-----	-----	-----

Equipment

- Tier 1
- Tier 2
- Tier 3

		\$ -				\$ -	
Total	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Cumulative Total	\$ 37,000,000	\$ 37,000,000	\$ 37,000,000	\$ 37,000,000	\$ 37,000,000	\$ 37,000,000	\$ 37,000,000
Depreciation	\$ 1,850,000	\$ 1,850,000	\$ 1,850,000	\$ 1,850,000	\$ 1,850,000	\$ 1,850,000	\$ 1,850,000

**UBNetworks
Capital Expenditures
Tier 1**

Q15	Q16
-----	-----

Equipment

- Tier 1
- Tier 2
- Tier 3

Total	\$ -	\$ -
Cumulative Total	\$ 37,000,000	\$ 37,000,000
Depreciation	\$ 1,850,000	\$ 1,850,000

**UBNetworks
Balance Sheet
Tier 1**

	Q1	Q2	Q3	Q4	Q5
Assets:					
Cash/Working Capital	\$ 28,495,773	\$ 18,281,646	\$ 15,466,526	\$ 14,000,552	\$ 12,637,643
Equipment	\$ 37,000,000	\$ 37,000,000	\$ 37,000,000	\$ 37,000,000	\$ 37,000,000
Depreciation	\$ 1,850,000	\$ 3,700,000	\$ 5,550,000	\$ 7,400,000	\$ 9,250,000
Total Assets:	\$ 63,645,773	\$ 51,581,646	\$ 46,916,526	\$ 43,600,552	\$ 40,387,643
Liabilities:					
Debt-Equipment/Working Capital	\$ 44,948,125	\$ 38,896,250	\$ 38,896,250	\$ 38,896,250	\$ 35,654,896
Total Liabilities:	\$ 44,948,125	\$ 38,896,250	\$ 38,896,250	\$ 38,896,250	\$ 35,654,896
Shareholders Equity:					
Paid In Capital	\$ 30,000,000	\$ 30,000,000	\$ 30,000,000	\$ 30,000,000	\$ 30,000,000
Retained Earnings	\$(11,302,352)	\$(17,314,604)	\$(21,979,724)	\$(25,295,698)	\$(25,267,253)
Total Shareholders Equity:	\$ 18,697,648	\$ 12,685,396	\$ 8,020,276	\$ 4,704,302	\$ 4,732,747
Total Liabilities and Shareholders Equity:	\$ 63,645,773	\$ 51,581,646	\$ 46,916,526	\$ 43,600,552	\$ 40,387,643
Variance	\$ -	\$ -	\$ -	\$ -	\$ -

Q6	Q7	Q8	Q9	Q10	Q11	Q12	Q13
\$ 11,441,557	\$ 10,783,874	\$ 10,309,186	\$ 11,066,009	\$ 12,043,278	\$ 13,245,117	\$ 14,675,770	\$ 16,339,610
\$ 37,000,000	\$ 37,000,000	\$ 37,000,000	\$ 37,000,000	\$ 37,000,000	\$ 37,000,000	\$ 37,000,000	\$ 37,000,000
\$ 11,100,000	\$ 12,950,000	\$ 14,800,000	\$ 16,650,000	\$ 18,500,000	\$ 20,350,000	\$ 22,200,000	\$ 24,050,000
\$ 37,341,557	\$ 34,833,874	\$ 32,509,186	\$ 31,416,009	\$ 30,543,278	\$ 29,895,117	\$ 29,475,770	\$ 29,289,610
\$ 32,413,542	\$ 29,172,188	\$ 25,930,834	\$ 22,689,480	\$ 19,448,126	\$ 16,206,772	\$ 12,965,418	\$ 9,724,064
\$ 32,413,542	\$ 29,172,188	\$ 25,930,834	\$ 22,689,480	\$ 19,448,126	\$ 16,206,772	\$ 12,965,418	\$ 9,724,064
\$ 30,000,000	\$ 30,000,000	\$ 30,000,000	\$ 30,000,000	\$ 30,000,000	\$ 30,000,000	\$ 30,000,000	\$ 30,000,000
\$(25,071,985)	\$(24,338,314)	\$(23,421,648)	\$(21,273,471)	\$(18,904,848)	\$(16,311,655)	\$(13,489,648)	\$(10,434,454)
\$ 4,928,015	\$ 5,661,686	\$ 6,578,352	\$ 8,726,529	\$ 11,095,152	\$ 13,688,345	\$ 16,510,352	\$ 19,565,546
\$ 37,341,557	\$ 34,833,874	\$ 32,509,186	\$ 31,416,009	\$ 30,543,278	\$ 29,895,117	\$ 29,475,770	\$ 29,289,610
\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -

JUNT.NET

Q14	Q15	Q16
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\$ 18,241,141	\$ 20,385,002	\$ 22,775,971
\$ 37,000,000	\$ 37,000,000	\$ 37,000,000
\$ 25,900,000	\$ 27,750,000	\$ 29,600,000
\$ 29,341,141	\$ 29,635,002	\$ 30,175,971
\$ 6,482,710	\$ 3,241,356	\$ 2
\$ 6,482,710	\$ 3,241,356	\$ 2
\$ 30,000,000	\$ 30,000,000	\$ 30,000,000
\$ (7,141,569)	\$ (3,606,354)	\$ 175,969
\$ 22,858,431	\$ 26,393,646	\$ 30,175,969
\$ 29,341,141	\$ 29,635,002	\$ 30,175,971
\$ -	\$ -	\$ -

IJNT.net
Income Statement

DSL, Phone & ISP
Consolidated Summary

Residential Data

Revenue

	Q1	Q2	Q3	Q4	Q5	Q6
DSL Installation Fees	\$ 25,992	\$ 43,320	\$ 44,620	\$ 45,958	\$ 1,379	\$ 1,420
DSL Monthly Recurring Fees	\$ 259,920	\$ 433,200	\$ 446,196	\$ 459,582	\$ 473,369	\$ 487,570
ISP Revenue	\$ 54,150	\$ 90,250	\$ 82,958	\$ 95,746	\$ 98,619	\$ 101,577
Total Revenue	\$ 340,062	\$ 566,770	\$ 583,773	\$ 601,286	\$ 573,367	\$ 590,568

Cost of Goods

Access Fees	187,034	311,724	321,075	330,707	286,683	295,284
Total Cost of Goods	\$ 187,034	\$ 311,724	\$ 321,075	\$ 330,707	\$ 286,683	\$ 295,284
Gross Profit	\$ 153,028	\$ 255,047	\$ 262,698	\$ 270,579	\$ 286,683	\$ 295,284

IJNT.net
 Income Statement

DSL, Phone & ISP
 Consolidated Summary

Residential Data

Revenue

	Q7	Q8	Q9	Q10	Q11
DSL Installation Fees	\$ 1,463	\$ 1,507	\$ 1,552	\$ 1,598	\$ 1,646
DSL Monthly Recurring Fees	\$ 502,198	\$ 517,263	\$ 532,781	\$ 548,765	\$ 565,228
ISP Revenue	\$ 104,624	\$ 107,763	\$ 110,996	\$ 114,326	\$ 117,756
Total Revenue	\$ 608,285	\$ 626,533	\$ 645,329	\$ 664,689	\$ 684,630

Cost of Goods

Access Fees	304,142	313,267	290,398	299,110	308,083
Total Cost of Goods	\$ 304,142	\$ 313,267	\$ 290,398	\$ 299,110	\$ 308,083

Gross Profit

	\$ 304,142	\$ 313,267	\$ 354,931	\$ 365,579	\$ 376,546
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IJNT.net
Income Statement

DSL, Phone & ISP
Consolidated Summary

Residential Data

	Q12	Q13	Q14	Q15	Q16
Revenue					
DSL Installation Fees	\$ 1,696	\$ 1,747	\$ 1,799	\$ 1,853	\$ 1,909
DSL Monthly Recurring Fees	\$ 582,185	\$ 599,650	\$ 617,640	\$ 636,169	\$ 655,254
ISP Revenue	\$ 121,288	\$ 124,927	\$ 128,675	\$ 132,535	\$ 136,511
Total Revenue	\$ 705,169	\$ 726,324	\$ 748,113	\$ 770,557	\$ 793,674
Cost of Goods					
Access Fees	317,326	326,846	336,651	346,751	357,153
Total Cost of Goods	\$ 317,326	\$ 326,846	\$ 336,651	\$ 346,751	\$ 357,153
Gross Profit	\$ 387,843	\$ 399,478	\$ 411,462	\$ 423,806	\$ 436,520

IJNT.net
Income Statement
DSL, Phone & ISP

Consolidated Summary

Resd'l Phone

Revenue

	Q1	Q2	Q3	Q4	Q5
Resd'l Installation Fees	\$ 79,059	\$ 131,765	\$ 135,718	\$ 139,789	\$ 4,194
Resd'l Recurring Fees	\$ 790,590	\$ 1,317,650	\$ 1,357,180	\$ 1,397,895	\$ 1,439,832
Resd'l Custom Feature Fees	\$ 790,590	\$ 1,317,650	\$ 1,357,180	\$ 1,397,895	\$ 1,439,832
Total Revenue	\$ 1,660,239	\$ 2,767,065	\$ 2,850,077	\$ 2,935,579	\$ 2,883,857

Cost of Goods

Access Fees	913,131	1,521,886	1,567,542	1,614,569	1,441,929
Total Cost of Goods	\$ 913,131	\$ 1,521,886	\$ 1,567,542	\$ 1,614,569	\$ 1,441,929

Gross Profit

	\$ 747,108	\$ 1,245,179	\$ 1,282,535	\$ 1,321,011	\$ 1,441,929
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Q8	Q9	Q10
4,583	\$ 4,720	\$ 4,862
1,573,343	\$ 1,620,543	\$ 1,669,160
1,573,343	\$ 1,620,543	\$ 1,669,160
3,151,269	\$ 3,245,807	\$ 3,343,181
1,575,634	1,460,613	1,504,431
1,575,634	\$ 1,460,613	\$ 1,504,431
1,575,634	\$ 1,785,194	\$ 1,838,749

JNT.net
Income Statement
DSL, Phone & ISP

Consolidated Summary

Resd'l Phone

	Q11	Q12	Q13	Q14	Q15
Revenue					
Resd'l Installation Fees	\$ 5,007	\$ 5,158	\$ 5,312	\$ 5,472	\$ 5,636
Resd'l Recurring Fees	\$ 1,719,234	\$ 1,770,811	\$ 1,823,936	\$ 1,878,654	\$ 1,935,013
Resd'l Custom Feature Fees	\$ 1,719,234	\$ 1,770,811	\$ 1,823,936	\$ 1,878,654	\$ 1,935,013
Total Revenue	\$ 3,443,476	\$ 3,546,781	\$ 3,653,184	\$ 3,762,779	\$ 3,875,663
Cost of Goods					
Access Fees	1,549,564	1,596,051	1,643,933	1,693,251	1,744,048
Total Cost of Goods	\$ 1,549,564	\$ 1,596,051	\$ 1,643,933	\$ 1,693,251	\$ 1,744,048
Gross Profit	\$ 1,893,912	\$ 1,950,729	\$ 2,009,251	\$ 2,069,529	\$ 2,131,615

**IJNT.net
Income Statement
DSL, Phone & ISP**

Consolidated Summary

Resd'l Phone	Q16
Revenue	
Resd'l Installation Fees	\$ 5,805
Resd'l Recurring Fees	\$ 1,993,064
Resd'l Custom Feature Fees	\$ 1,993,064
Total Revenue	\$ 3,991,933
Cost of Goods	
Access Fees	1,796,370
Total Cost of Goods	\$ 1,796,370
Gross Profit	\$ 2,195,563

IJNT.net
 Income Statement
 DSL, Phone & ISP

Consolidated Summary

Resd'l Phone

Revenue

	Q1	Q2	Q3	Q4	Q5
Resd'l Installation Fees	\$ 79,059	\$ 131,765	\$ 135,718	\$ 139,789	\$ 4,194
Resd'l Recurring Fees	\$ 790,590	\$ 1,317,650	\$ 1,357,180	\$ 1,397,895	\$ 1,439,832
Resd'l Custom Feature Fees	\$ 790,590	\$ 1,317,650	\$ 1,357,180	\$ 1,397,895	\$ 1,439,832
Total Revenue	\$ 1,660,239	\$ 2,767,065	\$ 2,850,077	\$ 2,935,579	\$ 2,883,857

Cost of Goods

Access Fees	913,131	1,521,886	1,567,542	1,614,569	1,441,929
Total Cost of Goods	\$ 913,131	\$ 1,521,886	\$ 1,567,542	\$ 1,614,569	\$ 1,441,929
Gross Profit	\$ 747,108	\$ 1,245,179	\$ 1,282,535	\$ 1,321,011	\$ 1,441,929

IJNT.net
Income Statement
DSL, Phone & ISP

Consolidated Summary

Resd'l Phone

Revenue

	Q6	Q7	Q8	Q9	Q10
Resd'l Installation Fees	\$ 4,319	\$ 4,449	\$ 4,583	\$ 4,720	\$ 4,862
Resd'l Recurring Fees	\$ 1,483,027	\$ 1,527,517	\$ 1,573,343	\$ 1,620,543	\$ 1,669,160
Resd'l Custom Feature Fees	\$ 1,483,027	\$ 1,527,517	\$ 1,573,343	\$ 1,620,543	\$ 1,669,160
Total Revenue	\$ 2,970,373	\$ 3,059,484	\$ 3,151,269	\$ 3,245,807	\$ 3,343,181

Cost of Goods

Access Fees	1,485,186	1,529,742	1,575,634	1,460,613	1,504,431
Total Cost of Goods	\$ 1,485,186	\$ 1,529,742	\$ 1,575,634	\$ 1,460,613	\$ 1,504,431

Gross Profit

	\$ 1,485,186	\$ 1,529,742	\$ 1,575,634	\$ 1,785,194	\$ 1,838,749
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IJNT.net
 Income Statement
 DSL, Phone & ISP

Consolidated Summary

Resd'l Phone	Q11	Q12	Q13	Q14	Q15
Revenue					
Resd'l Installation Fees	\$ 5,007	\$ 5,158	\$ 5,312	\$ 5,472	\$ 5,636
Resd'l Recurring Fees	\$ 1,719,234	\$ 1,770,811	\$ 1,823,936	\$ 1,878,654	\$ 1,935,013
Resd'l Custom Feature Fees	\$ 1,719,234	\$ 1,770,811	\$ 1,823,936	\$ 1,878,654	\$ 1,935,013
Total Revenue	\$ 3,443,476	\$ 3,546,781	\$ 3,653,184	\$ 3,762,779	\$ 3,875,663
Cost of Goods					
Access Fees	1,549,564	1,596,051	1,643,933	1,693,251	1,744,048
Total Cost of Goods	\$ 1,549,564	\$ 1,596,051	\$ 1,643,933	\$ 1,693,251	\$ 1,744,048
Gross Profit	\$ 1,893,912	\$ 1,950,729	\$ 2,009,251	\$ 2,069,529	\$ 2,131,615

**LJNT.net
Income Statement
DSL, Phone & ISP**

Consolidated Summary

Resd'l Phone	Q16
Revenue	
Resd'l Installation Fees	\$ 5,805
Resd'l Recurring Fees	\$ 1,993,064
Resd'l Custom Feature Fees	\$ 1,993,064
Total Revenue	\$ 3,991,933
Cost of Goods	
Access Fees	1,796,370
Total Cost of Goods	\$ 1,796,370
Gross Profit	\$ 2,195,563

IJNT.net
Income Statement
DSL, Phone & ISP

Consolidated Summary

DSL Comm'i Data

Revenue

	Q1	Q2	Q3	Q4	Q5
DSL Installation Fees	\$ 263,277	\$ 438,795	\$ 451,959	\$ 465,518	\$ 13,966
DSL Monthly Recurring Fees	\$ 2,632,770	\$ 4,387,950	\$ 4,519,589	\$ 4,655,176	\$ 4,794,831
ISP Revenue	\$ 1,239,210	\$ 2,065,350	\$ 2,127,311	\$ 2,191,130	\$ 2,256,864
Total Revenue	\$ 4,135,257	\$ 6,892,095	\$ 7,098,858	\$ 7,311,824	\$ 7,065,661

Cost of Goods

Access Fees	2,274,391	3,790,652	3,904,372	4,021,503	3,532,830
Total Cost of Goods	\$ 2,274,391	\$ 3,790,652	\$ 3,904,372	\$ 4,021,503	\$ 3,532,830
Gross Profit	\$ 1,860,866	\$ 3,101,443	\$ 3,194,486	\$ 3,290,321	\$ 3,532,830

IJNT.net
Income Statement
DSL, Phone & ISP

Consolidated Summary

DSL Comm'l Data

Revenue

	Q6	Q7	Q8	Q9	Q10
DSL Installation Fees	\$ 14,384	\$ 14,816	\$ 15,261	\$ 15,718	\$ 16,190
DSL Monthly Recurring Fees	\$ 4,938,676	\$ 5,086,837	\$ 5,239,442	\$ 5,396,625	\$ 5,558,524
ISP Revenue	\$ 2,324,570	\$ 2,394,307	\$ 2,466,136	\$ 2,540,120	\$ 2,616,324
Total Revenue	\$ 7,277,630	\$ 7,495,959	\$ 7,720,838	\$ 7,952,463	\$ 8,191,037

Cost of Goods

Access Fees	3,638,815	3,747,980	3,860,419	3,578,609	3,685,967
Total Cost of Goods	\$ 3,638,815	\$ 3,747,980	\$ 3,860,419	\$ 3,578,609	\$ 3,685,967

Gross Profit

	\$ 3,638,815	\$ 3,747,980	\$ 3,860,419	\$ 4,373,855	\$ 4,505,070
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**IJNT.net
Income Statement
DSL, Phone & ISP**

Consolidated Summary

DSL Comm'l Data

Revenue

DSL Installation Fees
DSL Monthly Recurring Fees
ISP Revenue
Total Revenue

	Q11	Q12	Q13	Q14	Q15	Q16
DSL Installation Fees	\$ 16,676	\$ 17,176	\$ 17,691	\$ 18,222	\$ 18,769	\$ 19,332
DSL Monthly Recurring Fees	\$ 5,725,279	\$ 5,897,038	\$ 6,073,949	\$ 6,256,167	\$ 6,443,853	\$ 6,637,168
ISP Revenue	\$ 2,694,813	\$ 2,775,658	\$ 2,858,927	\$ 2,944,695	\$ 3,033,036	\$ 3,124,027
Total Revenue	\$ 8,436,768	\$ 8,689,871	\$ 8,950,568	\$ 9,219,085	\$ 9,495,657	\$ 9,780,527

Cost of Goods

Access Fees
Total Cost of Goods

Access Fees	3,796,546	3,910,442	4,027,755	4,148,588	4,273,046	4,401,237
Total Cost of Goods	\$ 3,796,546	\$ 3,910,442	\$ 4,027,755	\$ 4,148,588	\$ 4,273,046	\$ 4,401,237

Gross Profit

Gross Profit	\$ 4,640,223	\$ 4,779,429	\$ 4,922,812	\$ 5,070,497	\$ 5,222,611	\$ 5,379,290
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JNT.net
 Income Statement
 DSL, Phone & ISP

Consolidated Summary

Commercial Phone

	Q1	Q2	Q3	Q4	Q5	Q6
Revenue						
Comm'l Installation Fees	\$ 22,491	\$ 37,485	\$ 38,610	\$ 39,768	\$ 1,193	\$ 1,229
Comm'l Recurring Fees	\$ 224,910	\$ 374,850	\$ 386,096	\$ 397,678	\$ 409,609	\$ 421,897
Comm'l Custom Feature Fees	\$ 375,071	\$ 625,118	\$ 643,871	\$ 663,187	\$ 683,083	\$ 703,575
Total Revenue	\$ 622,472	\$ 1,037,453	\$ 1,068,576	\$ 1,100,633	\$ 1,093,885	\$ 1,126,701
Cost of Goods						
Access Fees	342,359	570,599	587,717	605,348	546,942	563,351
Total Cost of Goods	\$ 342,359	\$ 570,599	\$ 587,717	\$ 605,348	\$ 546,942	\$ 563,351
Gross Profit	\$ 280,112	\$ 466,854	\$ 480,859	\$ 495,285	\$ 546,942	\$ 563,351

JNT.net
 Income Statement
 DSL, Phone & ISP

Consolidated Summary

Commercial Phone

Revenue

	Q7	Q8	Q9	Q10	Q11
Comm'l Installation Fees	\$ 1,266	\$ 1,304	\$ 1,343	\$ 1,383	\$ 1,425
Comm'l Recurring Fees	\$ 434,554	\$ 447,591	\$ 461,018	\$ 474,849	\$ 489,094
Comm'l Custom Feature Fees	\$ 724,683	\$ 746,423	\$ 768,816	\$ 791,880	\$ 815,637
Total Revenue	\$ 1,160,502	\$ 1,195,317	\$ 1,231,177	\$ 1,268,112	\$ 1,306,155

Cost of Goods

Access Fees	580,251	597,659	554,029	570,650	587,770
Total Cost of Goods	\$ 580,251	\$ 597,659	\$ 554,029	\$ 570,650	\$ 587,770
Gross Profit	\$ 580,251	\$ 597,659	\$ 677,147	\$ 697,462	\$ 718,385

**IJNT.net
Income Statement
DSL, Phone & ISP**

Consolidated Summary

Commercial Phone

	Q12	Q13	Q14	Q15	Q16
Revenue					
Comm'l Installation Fees	\$ 1,467	\$ 1,511	\$ 1,557	\$ 1,603	\$ 1,651
Comm'l Recurring Fees	\$ 503,767	\$ 518,880	\$ 534,446	\$ 550,480	\$ 566,994
Comm'l Custom Feature Fees	\$ 840,106	\$ 865,309	\$ 891,268	\$ 918,006	\$ 945,546
Total Revenue	\$ 1,345,340	\$ 1,385,700	\$ 1,427,271	\$ 1,470,089	\$ 1,514,192
Cost of Goods					
Access Fees	605,403	623,565	642,272	661,540	681,386
Total Cost of Goods	\$ 605,403	\$ 623,565	\$ 642,272	\$ 661,540	\$ 681,386
Gross Profit	\$ 739,937	\$ 762,135	\$ 784,999	\$ 808,549	\$ 832,806

TITLE SHEET

FLORIDA TELECOMMUNICATIONS PRICE LIST

This price list contains the descriptions, regulations, service standards, and rates applicable to the furnishing of service and facilities for local telecommunications services provided by URJET Backbone Network, Inc., with offices at 2030 Main Street, 5th Floor, Irvine, CA 92614. This price list applies to local services furnished within the State of Florida. This price list 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: April 28, 2000

Effective: July 28, 2000

Issued By:

Brandon B. Powell, Esq., Executive Vice President
URJET Backbone Network, Inc.
2030 Main Street, 5th Floor
Irvine, CA 92614

EXPLANATION OF SYMBOLS

- (C) - To signify changed conditions or regulation.
- (D) - To signify discontinued rate, regulation or condition.
- (I) - To signify increase.
- (K) - To signify that material has been transferred to another sheet or place in the Price List.
- (M) - To signify that material has been transferred from another sheet or place in the Price List.
- (N) - To signify new rate, regulation, condition or sheet.
- (O) - To signify no change. *
- (R) - To signify reduction.
- (T) - To signify a change in text for clarification.

* The use of the symbol "O" shall be discretionary unless its use in the interest of clarity is evident or specifically requested by the Commission.

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SECTION 1 - DEFINITIONS

Authorized User: An end user authorized by the customer to use the service.

Collect Call: A billing arrangement where a call is billed to the called station.

Commission: The Florida Public Service Commission.

Customer: The person, firm, corporation or other entity which orders or uses service and, has agreed by signature or otherwise to honor the terms of the service herein, and is responsible for the payment of rates and charges for service to call customer locations and for compliance with Price List regulations.

Measured Service: The provision of intrastate long distance measured time communications telephone service to customers who access the carrier's service at its switching and call processing equipment by means of access facilities obtained from a local exchange common carrier. Carrier is responsible for arranging for the access lines.

Operator Station: A call that is completed with the assistance of an operator and billed to the calling party.

Person-to-Person: A call for which the person originating the call specifies to the operator a particular person, department or extension that is to be reached. Person-to-Person charges only apply when the call is completed to the requested party or when the calling party agreed to talk to another person.

Third Party Billing: Service option that allows a call to be billed to an account different from that of the calling or called party.

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SECTION 2- SERVICES, LOCATIONS, PRICES AND CHARGES

1. DESCRIPTION OF SERVICE

- a. URJET Backbone Network, Inc. intends to provide resold and facilities-based local exchange telecommunications services throughout the State of Florida, excluding rural areas. URJET intends to provide its proposed services indiscriminately to both residential and business customers in the State of Florida.
- b. Timing of calls begins when the called station is answered, as determined by standard industry methods generally in use for ascertaining answer, including hardware answer supervision in which the local telephone Company sends a signal to the switch or the software utilizing audio tone detection. The Company does not bill for incomplete calls.

2. LOCATION OF SERVICE

URJET Backbone Network, Inc. intends to provide resold and facilities-based local exchange telecommunications services throughout the State of Florida, excluding rural areas.

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SECTION 2- SERVICES, LOCATIONS, PRICES AND CHARGES (Cont'd)

3. PRICES AND CHARGES

<u>SERVICE</u>	<u>RATE(S)</u>
Inside Wire Installation Charge	
Flat Jack Installation Charge	
Per Order, per premises	
-1st Jack	\$50.00
-Each Additional, Wired	\$12.00
-Each Additional, Unwired	\$50.00
Flat Wire Installation Charge	
Per wall, per wire pull, Residence	\$50.00
Flat Wire Installation Charge	
Per wall, per wire pull, Business	\$50.00
Flat Inside Wire Maintenance Charge	
Per Premises Visit, Residence	\$30.00
Per Premises Visit, Business	\$30.00

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URJET Backbone Network, Inc.
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Irvine, CA 92614

SECTION 2- SERVICES, LOCATIONS, PRICES AND CHARGES (Cont'd)

3. PRICES AND CHARGES (Cont'd)

<u>SERVICE</u>	<u>RATE(S)</u>
Inside Wire Maintenance and Installation	
Inside Wire Installation Charge	
Flat Jack Installation Charge	
Per order, per premises	
-1st Jack	\$30.00
Inside Wire Maintenance and Installation	
Monthly Inside Wire Maintenance Option	
Inside Wire Monthly	
Maintenance Option	
(Per residence account)	\$1.00

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Brandon B. Powell, Esq., Executive Vice President

URJET Backbone Network, Inc.

2030 Main Street, 5th Floor

Irvine, CA 92614

SECTION 2- SERVICES, LOCATIONS, PRICES AND CHARGES (Cont'd)

3. PRICES AND CHARGES (Cont'd)

<u>SERVICE</u>	<u>RATE(S)</u>
Call Charges	
Usage Charges	
-Local Calls	\$0.15
Per Call Service Charges	
Customer Dialed Calling Card	\$0.30
Person to Person	\$2.00
3rd Number Billed	\$0.80
All other Operator Assistance	\$0.80

Issued: April 28, 2000

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URJET Backbone Network, Inc.
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SECTION 2- SERVICES, LOCATIONS, PRICES AND CHARGES (Cont'd)

3. PRICES AND CHARGES (Cont'd)

<u>SERVICE</u>	<u>RATE(S)</u>
CUSTOM CALLING SERVICE	
Connection Charges	\$10.00
CLASS SERVICES	
Connection Charges	\$10.00
CENTREX SERVICE FEATURES	
Connection Charges	\$10.00
BUSY VERIFICATION AND INTERRUPT SERVICE	
Rates	
Verification Charge, each request	\$2.50
Interrupt Charge, each request	\$2.50
TRAP CIRCUIT SERVICE	
Rates	
Per Request	\$2.50

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URJET Backbone Network, Inc.

2030 Main Street, 5th Floor

Irvine, CA 92614

SECTION 2- SERVICES, LOCATIONS, PRICES AND CHARGES (Cont'd)

3. PRICES AND CHARGES (Cont'd)

<u>SERVICE</u>	<u>RATE(S)</u>
DIRECTORY ASSISTANCE SERVICE	
Rates, per call	\$0.75
LOCAL OPERATOR SERVICE	
Local Operator Assistance, per call	\$0.75

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2030 Main Street, 5th Floor
Irvine, CA 92614

SECTION 2- SERVICES, LOCATIONS, PRICES AND CHARGES (Cont'd)

3. PRICES AND CHARGES (Cont'd)

<u>SERVICE</u>	<u>RATE(S)</u>
BLOCKING SERVICE	
Rates and Charges	
900 and 700 Blocking	
-Residential	\$0.00
-Business (up to 200 lines)	\$5.00
900, 971, 974, and 700 Blocking	
-Residential	\$0.00
-Business (up to 200 lines)	\$5.00
Third Number Billed and Collect Call Restriction	
-Residential	\$1.00
-Business (up to 200 lines)	\$1.00

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SECTION 2- SERVICES, LOCATIONS, PRICES AND CHARGES (Cont'd)

3. PRICES AND CHARGES (Cont'd)

<u>SERVICE</u>	<u>RATE(S)</u>
Toll Restriction	
-Residential	\$2.50
-Business (up to 200 lines)	\$2.50
Toll Restriction Plus	
-Residential	\$2.50
-Business (up to 200 lines)	\$2.50
 BLOCKING SERVICE	
Direct Inward Dialing Blocking (Third Party and Collect Call)	
-Initial Activation	\$25.00
-Subsequent Activation (per line)	\$5.00
 CUSTOMIZED NUMBER SERVICE	
Set-up Charges	
Residential Customer	\$25.00
Business Customer	\$50.00

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SECTION 2- SERVICES, LOCATIONS, PRICES AND CHARGES (Cont'd)

3. PRICES AND CHARGES (Cont'd)

<u>SERVICE</u>	<u>RATE(S)</u>	
Flat Rate Service		
Recurring and Nonrecurring Charges		
Nonrecurring Connection Charge:	\$25.00	Residential & Business
Monthly Recurring Charges:		
-Each Service Line	\$12.00	
-Voice Mail Option	\$10.00	Per line
Custom Calling Features (per line, per month)		
-Each Feature	\$5.00	
-Package of 3 features	\$10.00	
-Package of 6 features	\$11.00	
-Package of 9 features	\$12.00	

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SECTION 2- SERVICES, LOCATIONS, PRICES AND CHARGES (Cont'd)

3. PRICES AND CHARGES (Cont'd)

<u>SERVICE</u>	<u>RATE(S)</u>	
CLASS Features (per line, per month)		
-Each Feature	\$5.00	
-Package of 3 features	\$10.00	
-Package of 6 features	\$11.00	
-Package of 9 features	\$12.00	
Message Rate Service		
Nonrecurring Connection Charge	\$25.00	
Monthly Recurring Charges:		
-Each Base Service Line	\$12.00	
-Voice Mail Option, per line	\$2.00 - \$10.00	
Message Usage Charges		
Per Message	\$.10	No mandatory Minimum

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SECTION 2- SERVICES, LOCATIONS, PRICES AND CHARGES (Cont'd)

3. PRICES AND CHARGES (Cont'd)

<u>SERVICE</u>	<u>RATE(S)</u>
Key Residential Line Service	
Nonrecurring Connection Charge:	\$25.00
Monthly Recurring Charges:	
-Each Service Line	\$12.00
-Voice Mail Option, per line	\$10.00
Custom Calling Features (per line, per month)	
-Each feature	\$5.00
-Package of 3 features	\$10.00
-Package of 6 features	\$11.00
-Package of 9 features	\$12.00

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SECTION 2- SERVICES, LOCATIONS, PRICES AND CHARGES (Cont'd)

3. PRICES AND CHARGES (Cont'd)

<u>SERVICE</u>	<u>RATE(S)</u>
Key Residential Line Service	
Flat Rate Key Residential Line Service	
CLASS Features (per line, per month)	
-Each feature	\$5.00
-Package of 3 features	\$10.00
-Package of 6 features	\$11.00
-Package of 9 features	\$12.00
Message Rate Key Residential Line Service	
Nonrecurring Connection Charge:	\$25.00
Monthly Recurring Charges:	
-Each Base Service Line	\$12.00
-Voice Mail Option, per line	\$2.00 - \$10.00

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SECTION 2- SERVICES, LOCATIONS, PRICES AND CHARGES (Cont'd)

3. PRICES AND CHARGES (Cont'd)

<u>SERVICE</u>	<u>RATE(S)</u>
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Message Rate Key Residential Line Service

Custom Calling Features:
(per line, per month)

-Each Feature	\$2.50
-Package of 3 features	\$10.00
-Package of 6 features	\$11.00
-Package of 9 features	\$12.00

Message Key Residential Line Service

CLASS Features

-Each feature	\$5.00
-Package of 3 features	\$10.00
-Package of 6 features	\$11.00
-Package of 9 features	\$12.00

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SECTION 2- SERVICES, LOCATIONS, PRICES AND CHARGES (Cont'd)

3. PRICES AND CHARGES (Cont'd)

<u>SERVICE</u>	<u>RATE(S)</u>
----------------	----------------

Key Residential Line Service

Message Rate Key Residential Line Service (Cont'd)

Per Message	\$0.10
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Basic Business Line Service

Flat Rate Basic Business Line Service

Nonrecurring Connection Charge:	\$25.00
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Monthly Recurring Charges:

-Each Service Line	\$25.00
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-Voice Mail Option, per line	\$10.00
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SECTION 2- SERVICES, LOCATIONS, PRICES AND CHARGES (Cont'd)

3. PRICES AND CHARGES (Cont'd)

<u>SERVICE</u>	<u>RATE(S)</u>
Basic Business Line Service	
Custom Calling Features (per line, per month)	
-Each feature	\$5.00
-Package of 3 features	\$10.00
-Package of 6 features	\$11.00
-Package of 9 features	\$12.00
Flat Rate Basic Business Line Service	
CLASS Features (per line, per month)	
-Each feature	\$5.00
-Package of 3 features	\$10.00
-Package of 6 features	\$11.00
-Package of 9 features	\$12.00

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SECTION 2- SERVICES, LOCATIONS, PRICES AND CHARGES (Cont'd)

3. PRICES AND CHARGES (Cont'd)

<u>SERVICE</u>	<u>RATE(S)</u>	
Message Rate Basic Business Line Service		
Nonrecurring Connection Charge:	\$25.00	
Monthly Recurring Charges:		
-Each Basic Service Line	\$12.00	No mandatory minimum
Custom Calling Features: (per line, per month)		
-Each feature	\$5.00	
-Package of 3 features	\$10.00	
-Package of 6 features	\$11.00	
-Package of 9 features	\$12.00	

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SECTION 2- SERVICES, LOCATIONS, PRICES AND CHARGES (Cont'd)

3. PRICES AND CHARGES (Cont'd)

<u>SERVICE</u>	<u>RATE(S)</u>
Basic Business Line Service	
Message Rate Basic Business Line Service	
CLASS Features (per line, per month)	
-Each feature	\$5.00
-Package of 3 features	\$10.00
-Package of 6 features	\$11.00
-Package of 9 features	\$12.00
Message Usage Charges Per Message	\$0.10

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SECTION 2- SERVICES, LOCATIONS, PRICES AND CHARGES (Cont'd)

3. PRICES AND CHARGES (Cont'd)

<u>SERVICE</u>	<u>RATE(S)</u>
Business Key System Line Service	
Nonrecurring Connection Charge:	\$5.00
Monthly Recurring Charges:	
-Flat Rate Business Key	\$25.00
-Message rate Business key	\$12.00
Business Key System Line Service	
Custom Calling Features (per line, per month)	
-Each feature	\$5.00
-Package of 3 features	\$10.00
-Package of 6 features	\$11.00
-Package of 9 features	\$12.00

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SECTION 2- SERVICES, LOCATIONS, PRICES AND CHARGES (Cont'd)

3. PRICES AND CHARGES (Cont'd)

<u>SERVICE</u>	<u>RATE(S)</u>
Business Key System Line Service	
Recurring and Nonrecurring Charges	
CLASS Features (per line, per month)	
-Each feature	\$5.00
-Package of 3 features	\$10.00
-Package of 6 features	\$11.00
-Package of 9 features	\$12.00
Message Usage Charges	
Per Message	\$0.10

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SECTION 2- SERVICES, LOCATIONS, PRICES AND CHARGES (Cont'd)

3. PRICES AND CHARGES (Cont'd)

<u>SERVICE</u>	<u>RATE(S)</u>
Shared Tenant Service	
Flat Rate Shared Tenant Service Per Service Line:	
Nonrecurring Connection Charge:	\$12.00
Monthly Recurring Charges:	
-Each Service Line	\$12.00
Custom Calling Features (per line, per month)	
-Each feature	\$5.00
-Package of 3 features	\$10.00
-Package of 6 features	\$11.00
-Package of 9 features	\$12.00

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SECTION 2- SERVICES, LOCATIONS, PRICES AND CHARGES (Cont'd)

3. PRICES AND CHARGES (Cont'd)

<u>SERVICE</u>	<u>RATE(S)</u>	
Shared Tenant Service		
Flat Rate Shared Tenant Service		
CLASS Features (per line, per month)		
-Each feature	\$5.00	
-Package of 3 features	\$10.00	
-Package of 6 features	\$11.00	
-Package of 9 features	\$12.00	
Message Rate Tenant Service		
Nonrecurring Connection Charge:	\$5.00	
Monthly Recurring Charges:		
-Each Base Service Line	\$12.00	No mandatory minimum

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SECTION 2- SERVICES, LOCATIONS, PRICES AND CHARGES (Cont'd)

3. PRICES AND CHARGES (Cont'd)

<u>SERVICE</u>	<u>RATE(S)</u>
Custom Calling Features: (per line, per month)	
-Each feature	\$5.00
-Package of 3 features	\$10.00
-Package of 6 features	\$11.00
-Package of 9 features	\$12.00
Shared Tenant Service	
Message Rate Shared Tenant Service	
CLASS Features (per line, per month)	
-Each feature	\$5.00
-Package of 3 features	\$10.00
-Package of 6 features	\$11.00
-Package of 9 features	\$12.00

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SECTION 2- SERVICES, LOCATIONS, PRICES AND CHARGES (Cont'd)

3. PRICES AND CHARGES (Cont'd)

<u>SERVICE</u>	<u>RATE(S)</u>
Message Usage Charges	
Per Message	\$.10
Centrex Service	
Basic Centrex (Flat Rated)	
Per Station Line:	
Nonrecurring Connection Charge:	\$100.00
Monthly Recurring Charges:	
Term	
24 Months	\$55.00
36 Months	\$55.00
60 Months	\$55.00
84 Months	\$55.00

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SECTION 2- SERVICES, LOCATIONS, PRICES AND CHARGES (Cont'd)

3. PRICES AND CHARGES (Cont'd)

<u>SERVICE</u>	<u>RATE(S)</u>
DS1 Port Charges for DS1 Interconnection (per 24 Centrex Changes):	\$250.00
Centrex Service	
Enhanced Centrex (Flat Rate)	
Per Station Line:	
Nonrecurring Connection Charges:	\$100.00
Centrex Service - Enhanced (Flat Rate)	
Monthly Recurring Charges:	
Term	
24 months	\$55.00
36 months	\$55.00
60 months	\$55.00
84 months	\$55.00

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SECTION 2- SERVICES, LOCATIONS, PRICES AND CHARGES (Cont'd)

3. PRICES AND CHARGES (Cont'd)

<u>SERVICE</u>	<u>RATE(S)</u>
DS1 Port Charges for DS1 Interconnection (per 24 Centrex Channels):	\$250.00
Centrex Service	
Premium Centrex (Flat Rate)	
Per Station Line:	
Nonrecurring Connection Charge:	\$250.00

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SECTION 2- SERVICES, LOCATIONS, PRICES AND CHARGES (Cont'd)

3. PRICES AND CHARGES (Cont'd)

<u>SERVICE</u>	<u>RATE(S)</u>
Centrex Service	
Premium Centrex (Flat Rate)	
Monthly Recurring Charges:	
Term	
24 months	\$55.00
36 months	\$55.00
60 months	\$55.00
84 months	\$55.00
DS1 Port Charges for DS1 Interconnection (per 24 Centrex Channels):	\$250.00

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SECTION 2- SERVICES, LOCATIONS, PRICES AND CHARGES (Cont'd)

3. PRICES AND CHARGES (Cont'd)

<u>SERVICE</u>	<u>RATE(S)</u>
Direct Inward Dialing	
Each Group of 20 Numbers	\$5.00
Each Group of 100 Numbers	\$20.00
Terminal Numbers:	
1-10 lines in terminal group	\$10.00
11-20 lines in terminal group	\$12.00
21 + lines in terminal group	\$20.00
RESTORAL CHARGE	
Business:	\$25.00
Residence:	\$25.00

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SECTION 2- SERVICES, LOCATIONS, PRICES AND CHARGES (Cont'd)

3. PRICES AND CHARGES (Cont'd)

<u>SERVICE</u>	<u>RATE(S)</u>
MOVES, ADDS AND CHANGES	
Per Move:	
Residence:	\$25.00
Business:	\$25.00
Per Add:	
Residence:	\$25.00
Business:	\$25.00
Per Change:	
Residence:	\$25.00
Business:	\$25.00
TROUBLE ISOLATION CHARGE	
Per Premises Visit, Residence	\$30.00
Per Premises Visit, Business	\$30.00

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SECTION 2- SERVICES, LOCATIONS, PRICES AND CHARGES (Cont'd)

3. PRICES AND CHARGES (Cont'd)

<u>SERVICE</u>	<u>RATE(S)</u>
INSIDE WIRE INSTALLATION CHARGE	
Flat Jack Installation Charge Per Order, Per Premises	
-1st Jack	\$50.00
-Each Additional, Prewired	\$12.00
-Each Additional, Unwired	\$50.00
Flat Wire Installation Charge Per Wall, per wire pull, Residence	\$50.00
Flat Wire Installation Charge Per Wall, per wire pull, Business	\$50.00
Returned Check Charge:	\$10.00
Permanent Usage Charge	\$0.15 (Per Minute)
Call Forwarding	\$14.95 per month, \$0.25 per minute after 20 minutes of use each month.
Connection Charges	\$10.00

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SECTION 2- SERVICES, LOCATIONS, PRICES AND CHARGES (Cont'd)

3. PRICES AND CHARGES (Cont'd)

<u>SERVICE</u>	<u>RATE(S)</u>
Customer Originated Trace	\$10.00 per call
Verification Charge	\$0.25 (Per request)
Interruption Charge	\$0.25 (Per request)
Requested Service Suspensions	
First Month or Partial Month	\$40.00 Per request
Each Additional Month (Up to 1 Year Limit)	\$20.00 Per request
Local Operator Assistance - Flat Rate Customers	\$0.00
Teleconferencing	\$0.25 per minute after 20 minutes of use each month
Special DID rates for collocated customers:	
DS1 port charge including 20 numbers - per month	\$240 - \$540
ISDN PRI including 20 numbers - per month	\$240 - \$960
Co-location rack rental - per month	\$300
Rack Installation charge non recurring	\$1200
DePICing Service	\$5.00

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SECTION 3 - RULES AND REGULATIONS

1. ADOPTION OF RULES OR REGULATORY AUTHORITIES

- a. The rules regulating Competitive Classified Companies presubscribed by the Commission are adopted and by this reference are made a part of this Price List unless otherwise waived by order of the Commission.

2. INTERCONNECTION

- a. Interconnection with the facilities or service of other carriers shall be under the applicable terms and conditions of the other carrier's tariffs. The customer is responsible for taking all necessary legal steps for interconnecting customer-provided terminal equipment or communications systems with carrier's facilities. The customer shall secure all licenses, permits, right-of-way, and other arrangements necessary for such interconnection. Any special interface equipment of facilities necessary to achieve compatibility between the facilities of the carrier and other participating carriers shall be provided at the customer's expense.

3. APPLICATION FOR SERVICE

- a. Application for service may be verbally or in writing. The name(s) of the customer(s) desiring to use the service must be set forth in the application for service.

4. DEPOSITS

- a. Deposits and/or advanced payments are not required.

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SECTION 3 - RULES AND REGULATIONS (Cont'd)

5. PAYMENT AND BILLING

- a. Service is provided and billed on a monthly basis in arrears.
- b. Initial billing for set-up and installation charges or monthly service fees will commence for any new customer until the customer has actually been placed in service.
- c. Billing will be payable upon receipt and past due 15 days after issuance.

6. CANCELLATION BY CUSTOMER

- a. Cancellation of service by the customer can be made either verbally or in writing as follows:
 - i. Where an application for service is canceled by the customer prior to the start of any design work or installation of facilities, no charge applies.
 - ii. When an application which requires special design work is canceled after the design work has begun, the Company may collect charges equal to the cost incurred for the associated design work to date.
 - iii. If cancellation is requested after completion of an installation, it will be treated as a discontinuance of service. Any minimum contract requirements of prescribed service will be applicable.

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SECTION 3 - RULES AND REGULATIONS (Cont'd)

7. DISCONNECTION OF SERVICE BY CARRIER

- a. The carrier may discontinue for any of the following reasons:
 - i. Non payment of bills;
 - ii. Tampering with the Company's property;
 - iii. Vacation of the premises by subscriber;
 - iv. Violation of rules, service agreements, or filed price list;
 - v. Use of subscriber equipment which adversely affects the Company's service to its other subscribers;
 - vi. Fraudulent obtaining or use of service;
 - vii. Unlawful use of service or use of service for unlawful purposes.
- b. Except in case of danger to life or property, fraudulent use, impairment of service, or violation of law, the carrier will, prior to disconnection, mail written notice of the pending disconnection to the subscriber. The Company will not disconnect service prior to the eighth business day following mailing of the notice. In the alternative, the Company may provide delivered notice and disconnect not prior to 5:00 p.m. of the next business day.
- c. Before service is disconnected, the Company will make a good faith effort, by two attempts during reasonable hours, to reach the subscriber by telephone to advise the subscriber of the pending disconnection and the reasons therefor. The Company will maintain a log or record of the attempts, showing the telephone number called and the time of call. In the alternative, the Company may provide personal notice.

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SECTION 3 - RULES AND REGULATIONS (Cont'd)

7. DISCONNECTION OF SERVICE BY CARRIER (Cont'd)

c. (Cont'd)

Telephone or personal contact need not be attempted when the Company has attempted such contact in any two billing periods during a consecutive twelve-month period and the Company has notified the subscriber in writing that telephone or personal contact will not be attempted in the future before disconnecting service.

- d. All notices of delinquency or pending disconnection will include details pertinent to the situation and describe how the subscriber can make contact with the Company to resolve any differences. All notices must accurately state amounts owing for service(s) which are subject to disconnection. A new notice will be required in cases where information is incorrect.
- e. Except in case of danger to life or property, no disconnection shall be made on Saturdays, Sundays, legal holidays, or on any other day on which the Company cannot reestablish service on the same or following day.
- f. When the Company has reason to believe service is to other than the subscriber of record, the Company shall undertake reasonable efforts to inform occupants of the service address of the impending disconnection. In this case, at the request of the service users, a minimum period of five days will be allowed to permit the service users to arrange for continued service.

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SECTION 3 - RULES AND REGULATIONS (Cont'd)

7. DISCONNECTION OF SERVICE BY CARRIER (Cont'd)

- g. Where service is provided to a hospital, medical clinic with resident patients, or nursing home, notice of pending disconnection shall be provided to the secretary, Florida State Department of Social and Health Services, as well as to the subscriber. Upon request from the secretary or designee, a delay in disconnection of no less than five business days from the date of notice will be allowed so that the department may take whatever steps are necessary in its view to protect the interests of the resident patients.
- h. Service will not be totally disconnected while a subscriber is pursuing any remedy or appeal provided for by Commission rules, provided any amounts not in dispute are paid when due.
- i. Service will be restored when the causes of discontinuance have been removed and when payment or satisfactory arrangements for payment of all proper charges due from the customer has been made as provided for in the Price List of the carrier.

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SECTION 3 - RULES AND REGULATIONS (Cont'd)

8. INTERRUPTION OF SERVICE

- a. The Company will follow the Commission's rules in the case of major outage and/or service interruption.
- b. It is the obligation of the customer to notify the carrier of any interruptions in service. Before giving such notice, the customer shall ascertain that the trouble is not being caused by any action or omission of the customer, not within the customer's control, or is not in writing or equipment connected to the terminal of the carrier.
- c. All reported interruptions of service will be restored within two working days, excluding Sundays and holidays, except those caused by emergency situations, unavoidable catastrophes and force majeure.

9. RESTORATION OF SERVICE

- a. The use and restoration of service in emergencies shall be in accordance with Part 64, Subpart D of the Federal Communications Commission's Rules and Regulations, which specifies the priority system for such activities and in compliance with the Commission's rules.

10. TAX ADJUSTMENT

- a. The Company concurs in the Municipal Utility Occupation tax schedules of each Local Exchange Company tariff in the State of Florida to the extent those local taxes are both current and applicable to the services the Company provides. This amount will be separately stated on each bill to the customer.

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VIA FEDERAL EXPRESS

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 Division of Records and Reporting
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 Tallahassee, FL 32399-0850

DEPOSIT DATE
 D288 # MAY 02 2000
 000511-TX

Re: URJET Backbone Network, Inc.

Dear Sir or Madam:

Enclosed for filing, please find one original, six (6) copies of URJET Backbone Network, Inc.'s Application for a Certificate of Convenience and Necessity to provide resold and facilities-based competitive local exchange carrier telecommunications services in the State of Florida, along with its associated Price List.

In addition, I have also enclosed check #2057 in the amount of Two Hundred Fifty Dollars (\$250.00) to be applied towards the costs for filing.

At your earliest convenience, please date stamp and return the copy of this cover letter to me in the enclosed postage prepaid self-addressed envelope.

UrJet Backbone Network

2800 Lafayette, Ste. D Newport Beach, CA 92663
 949-723-2183

WELLS FARGO BANK
 11-24/1210

2057

PAY: Two Hundred Fifty and 00/100-----US Dollar

DATE
 04/24/2000

AMOUNT \$ *****250.00

TO THE ORDER OF Florida Public Service Comm.
 2540 Shumard Oak Blvd
 Talahassee, FL 32399-0850

05230-00
 4/28/00

Security features included. Details on back.

MP