

NORTHWESTERN

DIGITAL COMPANY

CK 10155
250.00

ORIGINAL

July 07, 2000

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

DEPOSIT DATE
D321 JUL 11 2000

To Whom It May Concern:

000827-77

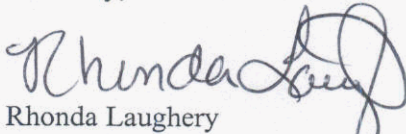
Northwestern Digital Company, a toll reseller of long distance telecommunications services, requests the Commissions acceptance of the enclosed application to certificate of convince and public necessity to resell telecommunications services in the State of Florida.

Enclosed are one original and six copies of the completed application and its attachments. An additional copy has been submitted to be stamped and returned in the self addressed stamped envelope provided, upon acceptance. The application includes the following attachments:

- Application for Certificate to provide and resell telecommunications services in Florida
- Attachment A- Unaudited Financials
- Attachment B- Affirmation of Financial Capabilities
- Attachment C- Managerial Capabilities
- Attachment D- Certificate of Authority
- Attachment E- Proposed Tariff

Check number 10155 in the amount of \$250.00 was submitted with the original application. If you have any other concerns or questions please feel free to call me. (303) 708-1000.
Thanks.

Sincerely,



Rhonda Laughery
Northwestern Digital Company

RECEIVED & FILED
[Signature]
FPSC-BUREAU OF RECORDS

DOCUMENT NUMBER-DATE
08310 JUL 10 8

ORIGINAL

060827-77

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

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

Instructions

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

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

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

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

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

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

2. Name of company:

Northwestern Digital Company

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

Northwestern Digital Company

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

373 Inverness Drive South, Suite 100

Englewood, Colorado 80112

5. Florida address (including street name & number, post office box, city, state, zip code): Northwestern Digital Comapany has no physical location in the State of Florida. Company does has a registered agent for process of service.: CT Corporations Systems

1200 South Pine Island Road, Plantation, Florida 33324

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

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

7. Structure of organization;

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

8. If individual, provide:

Name: N/A

Title: _____

Address: _____

City/State/Zip: _____

Telephone No.: _____ Fax No.: _____

Internet E-Mail Address: _____

Internet Website Address: _____

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

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

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

(a) **The Florida Secretary of State Corporate Registration number:**
F9900005933 (Attachment D)

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

(a) **The Florida Secretary of State fictitious name registration number:** N/A

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

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

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

Name: N/A

Title: _____

Address: _____

() Universities () Universities dormitory residents
() Other: (specify) _____

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

(a) The application:

Name: Betty Sutton

Title: Regulatory Affairs

Address: 373 Inverness Drive South, Suite 100

City/State/Zip: Englewood, Colorado 80112

Telephone No.: (303) 708-1000 **Fax No.:** (303) 708-1010

Internet E-Mail Address: bsutton@univance.com

Internet Website Address: _____

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

Name: Joel Vander Leest

Title: Vice President

Address: 373 Inverness Drive South

City/State/Zip: Englewood, Colorado 80112

Telephone No.: (303) 708-0380 **Fax No.:** (303) 975-8227

Internet E-Mail Address: nwdigital@nwdigital.org

Internet Website Address: www.nwdigital.org

(c) Complaints/Inquiries from customers:

Name: Joel Vander Leest

Title: Vice President

Address: 373 Inverness Drive South, Suite 100

City/State/Zip: Englewood, Colorado 80112

Telephone No.: (303) 708- 0380

Fax No.: (303) 975-8227

Internet E-Mail Address: nwdigital@nwdigital.org

Internet Website Address: www.nwdigital.org

19. List the states in which the applicant:

(a) has operated as an interexchange telecommunications company.

CO, CA, IN, IA, MD, MI, MT, NC, NH, NJ, TX, UT, and VA

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

AL, AR, AZ, GA, ID, IL, KY, MA, MO, OH, PA, RI, TN, WA, and WY.

All other remaining states will be applied to also,

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

CA, CO, IN, IA, MD, MI, MT, NC, NH, NJ, TX, UT, and VA.

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

None

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

None

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

None

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

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

None

(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.

Ray B. Ramirez and Jamie O'Steen are officers in another

telecommunications company called Univance Telecommunications

Inc. at 373 Inverness Drive South, Suite 100, Englewood CO 80112

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

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

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

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

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

c. x _____ **MTS with statewide flat rates per minute (i.e. not distance sensitive)**

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

d. _____ **MTS for pay telephone service providers**

e. _____ **Block-of-time calling plan (Reach Out Florida, Ring America, etc.).**

f. x _____ **800 service (toll free)**

g. _____ **WATS type service (bulk or volume discount)**

- Method of access is via dedicated facilities
- Method of access is via switched facilities

h. x _____ **Private line services (Channel Services)**
(For ex. 1.544 mbs., DS-3, etc.)

i. x _____ **Travel service**

- Method of access is 950
- Method of access is 800

j. _____ **900 service**

k. _____ **Operator services**

- _____ Available to presubscribed customers
- _____ Available to non presubscribed customers (for example, to patrons of hotels, students in universities, patients in hospitals).
- _____ Available to inmates

I. **Services included are:**

- _____ Station assistance
- _____ Person-to-person assistance
- _____ Directory assistance
- _____ Operator verify and interrupt
- _____ Conference calling

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

23. 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; ATTACHMENT A
2. income statement; and
3. statement of retained earnings.

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

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

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

See Attachments B

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

See Attachments B

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

See Attachments B

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

See Attachments C

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

See Attachments

**** APPLICANT ACKNOWLEDGMENT STATEMENT ****

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

UTILITY OFFICIAL

Signature

Joel Vanser Leest - Vice President

Title

Address: 373 Inverness Drive South, Suite 100

Englewood, Colorado 80112

Date

(303) 708-0380

Telephone No.

(303) 975-8227

Fax No.

ATTACHMENTS:

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

**** APPENDIX A ****

CERTIFICATE TRANSFER, OR ASSIGNMENT STATEMENT

I, (Name) N/A _____,

(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:

() transfer

() assignment

of the above-mentioned certificate.

UTILITY OFFICIAL:

Signature

Date

Title

Telephone No.

Address: _____

Fax No.

CUSTOMER DEPOSITS AND ADVANCE PAYMENTS

A statement of how the Commission can be assured of the security of the customer's deposits and advance payments may be provided in one of the following ways (applicant, please \checkmark check one):

- (x) The applicant will **not** collect deposits nor will it collect payments for service more than one month in advance.

- () The applicant intends to collect deposits and/or advance payments for more than one month's service and will file and maintain a surety bond with the Commission in an amount equal to the current balance of deposits and advance payments in excess of one month.
(The bond must accompany the application.)

UTILITY OFFICIAL:

Signature

Joel Vander Leest - Vice President

Title

Date

(303) 708-0380

Telephone No.

Address: 373 Inverness Drive South, Suite 100 (303) 975-8227

Fax No.

Englewood, CO 80112

CURRENT FLORIDA INTRASTATE SERVICES

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

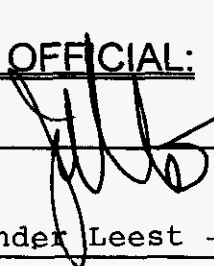
If the answer is has, fully describe the following:

a) What services have been provided and when did these services begin?

b) If the services are not currently offered, when were they discontinued?

UTILITY OFFICIAL:

Signature



Joel Vander Leest - Vice President

Title

Address: 373 Inverness Drive South Suite, #100

Englewood, Colorado 80112

7-6-00

Date

(303) 708- 0380

Telephone No.

(303) 975- 8227

Fax No.

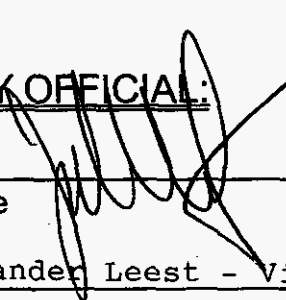
AFFIDAVIT

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

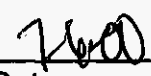
Further, I am aware that, pursuant to Chapter 837.06, Florida Statutes, "Whoever knowingly makes a false statement in writing with the intent to mislead a public servant in the performance of his official duty shall be guilty of a misdemeanor of the second degree, punishable as provided in s. 775.082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

UTILITY OFFICIAL:

Signature



Date



Joel Vander Leest - Vice President
Title

(303) 708-0380
Telephone No.

Address: 373 Inverness Drive South, Suite 100 (303) 975-8227
Englewood, Colorado 80112
Fax No.

ATTACHMENT A

Northwestern Digital Company

UNAUDITED FINANCIALS
QUARTER END 3/31/00

AFFIDAVIT

[Commonwealth/State] of Colorado :

: **ss.**

County of Douglas :

Joel Vander Leest , Vice-President of Northwestern Digital Company,

And

Lisa Fesler, Controller of Northwestern Digital Company,

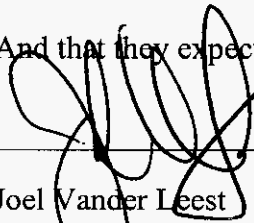
Being duly [sworn/affirmed] according to law, depose and say:

That they are authorized to and do make this affidavit for said corporation;

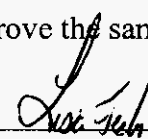
That they have read the forgoing Financial Statements as of March 31, 2000;

That the facts set forth in therein are true and correct to the best of their knowledge, information, and belief;

And that they expect said corporation to be able to prove the same at any hearing hereof.



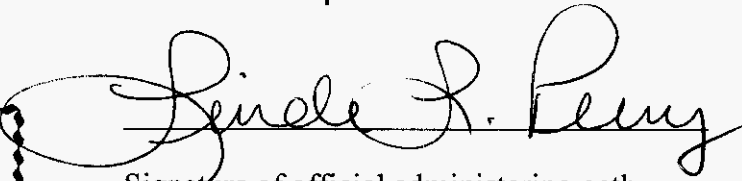
Joel Vander Leest
Vice-President
Northwestern Digital Company



Lisa Fesler
Controller
Northwestern Digital Company

Sworn and subscribed before me this 7 day of July, 2000.

LINDA L. PERRY
NOTARY PUBLIC
STATE OF COLORADO
My Commission Expires 9-25-2000



Signature of official administering oath

My Commission expires 9/25/00

Northwestern Digital Company
Balance Sheet
for 3 Periods Ending Friday, March 31, 2000

Ending Friday, March 31, 2000

Assets	
Current Assets	
Checking - US Bank #2218	166,008.79
Checking - US Bank #5780	14,986.51
Accounts Receivable - Other	154,391.52
Accounts Receivable - Employees	40.75
Accounts Receivable-Univance	533,573.71
Prepaid Expenses	8,225.03
Loans to Shareholders	1,429.00
Total Current Assets:	<u>878,655.31</u>
Fixed Assets	
Furniture & Fixtures	3,477.77
Accum Deprec-F&F	(20.70)
Machinery & Equipment	2,996.10
Accum Deprec-M&E	(2,996.10)
Total Fixed Assets:	<u>3,457.07</u>
Other Assets	
Organization Costs	397.47
Accum Amortization	(118.80)
Total Other Assets:	<u>278.67</u>
Total Assets:	<u><u>882,391.05</u></u>
Liabilities and Owner's Equity	
Liabilities	
Current Liabilities	
Accounts Payable - Trade	274,934.80
Accounts Payable - Univance	15,608.09
Accrued Liabilities	3,630.86
Royalties Payable-ELI	441.50
Loans from Shareholders	190.25
Total Current Liabilities:	<u>294,805.50</u>
Long-term Liabilities	
Note Payable - ELI	375,000.00
Note Payable-Univance	395,054.81
Total Long-term Liabilities:	<u>770,054.81</u>
Total Liabilities:	<u>1,064,860.31</u>
Capital	
Common Stock	1,429.00
Retained Earnings	(183,898.26)
Total Capital:	<u>(182,469.26)</u>
Total Liabilities and Owner's Equity:	<u><u>882,391.05</u></u>

Northwestern Digital Company
Statement of Income
 For Period Ending Friday, March 31, 2000
 and 3 Periods Ending Friday, March 31, 2000

	Period Ending Friday, March 31, 2000	Percentage	for 3 Periods of Year Ending Sunday, December 31, 2000	Percentage
Net Income (Loss)				
Operating Income (Loss)				
Gross Profit (Loss)				
Income				
Qwest Voice Usage Charges	241,219.24	83.20	504,201.05	66.49
Qwest P.Line Usage Charges	34,305.23	11.83	239,715.27	31.61
Univance Usage Charges	10,034.23	3.46	10,034.23	1.32
Univance Other Charges	4,499.12	1.55	4,499.12	0.59
Univance Credits	(141.83)	(0.05)	(141.83)	(0.02)
Total Income:	289,915.99	100.00	758,307.84	100.00
Cost of Sales				
COGS - Qwest Voice	261,363.97	90.15	521,684.55	68.80
COGS - Qwest P.Line	33,902.28	11.69	227,895.35	30.05
COGS-Univance Voice	8,739.14	3.01	8,739.14	1.15
Total Cost of Sales:	304,005.39	104.86	758,319.04	100.00
Total Gross Profit (Loss):	(14,089.40)	(4.86)	(11.20)	0.00
Operating and Non-Cash Expenses				
Operating Expenses				
Salary-Executive	12,984.63	4.48	27,200.03	3.59
Payroll Tax Exp-FUTA	0.00	0.00	42.45	0.01
Payroll Tax Exp-SUTA	44.00	0.02	151.50	0.02
Payroll Tax Exp-Medicare	181.74	0.06	382.95	0.05
Payroll Tax Exp-SS	777.12	0.27	1,637.57	0.22
Insurance - W/C	68.00	0.02	170.00	0.02
Insurance - Health	252.49	0.09	504.98	0.07
Contract Labor	1,557.92	0.54	3,738.92	0.49
Office Lease	416.55	0.14	1,249.65	0.16
Office Supplies	152.50	0.05	498.89	0.07
Printing Expense	503.61	0.17	690.98	0.09
Postage & Delivery	145.07	0.05	191.79	0.03
Telephone Expense	298.12	0.10	520.55	0.07
Cell Phone Expense	0.00	0.00	66.66	0.01
Bank Service Charges	0.00	0.00	20.00	0.00
Penalties & Interest	0.00	0.00	5.00	0.00
Donations	100.00	0.03	100.00	0.01
Dues & Subscriptions	0.00	0.00	200.00	0.03
Professional Fees - Legal	155.10	0.05	1,733.47	0.23
Professional Fees - Accounting	0.00	0.00	2,683.00	0.35
Professional Fees - Other	1,898.33	0.65	13,249.33	1.75
Professional Fees-Payroll	0.00	0.00	7.98	0.00
Telephone-3rd Party Ver.	3,058.75	1.06	3,990.00	0.53
Meals	43.00	0.01	470.44	0.06
Airfare	0.00	0.00	778.00	0.10
Travel- Other	0.00	0.00	31.50	0.00
Lodging	0.00	0.00	1,842.74	0.24
Entertainment Expense	0.00	0.00	290.00	0.04
Advertising & Promotion	985.00	0.34	985.00	0.13
Royalty Expense	441.50	0.15	441.50	0.06

Northwestern Digital Company
 Statement of Income
 For Period Ending Friday, March 31, 2000
 and 3 Periods Ending Friday, March 31, 2000

	Period Ending Friday, March 31, 2000	Percentage	for 3 Periods of Year Ending Sunday, December 31, 2000	Percentage
Net Income (Loss)				
Operating Income (Loss)				
Operating and Non-Cash Expenses				
Operating Expenses				
Tele-marketing Expenses	45,000.00	15.52	78,436.71	10.34
Miscellaneous Expense	0.00	0.00	(16.23)	0.00
Total Operating Expenses:	<u>69,063.43</u>	<u>23.82</u>	<u>142,295.36</u>	<u>18.76</u>
Total Operating and Non-Cash Expenses:	<u>69,063.43</u>	<u>23.82</u>	<u>142,295.36</u>	<u>18.76</u>
Total Operating Income (Loss):	<u>(83,152.83)</u>	<u>(28.68)</u>	<u>(142,306.56)</u>	<u>(18.77)</u>
Other Income				
Interest Income	1,324.86	0.46	5,926.32	0.78
Total Other Income:	<u>1,324.86</u>	<u>0.46</u>	<u>5,926.32</u>	<u>0.78</u>
Other Expenses				
Depreciation Expense	20.70	0.01	20.70	0.00
Amortization Expense	6.60	0.00	19.80	0.00
Interest Expense-Univance	2,547.95	0.88	7,479.46	0.99
Total Other Expenses:	<u>2,575.25</u>	<u>0.89</u>	<u>7,519.96</u>	<u>0.99</u>
Total Net Income (Loss):	<u>(84,403.22)</u>	<u>(29.11)</u>	<u>(143,900.20)</u>	<u>(18.98)</u>

ATTACHMENT B

Northwestern Digital Company

**AFFIRMATION OF
FINANCIAL CAPABILITIES**

NORTHWESTERN DIGITAL COMPANY

Application for Authority to Provide Interexchange
Telecommunications Services between points within the State of Florida

Northwestern Digital Company is a start-up company incorporated within the State of Colorado on October 5, 1998. Until the year 2000, the company remained dormant. Recently, telemarketers have been hired to acquire a customer base for Northwestern Digital in an effort to begin reselling long distance telecommunications services. Shareholders and officers of the company anticipate that sales will extend to forty-eight (48) of the contiguous United States by the end of 2000.

The benefit Northwestern Digital Company has over other start up companies is its abundance of managerial and technical experience. The officers and shareholders have worked numerous years combined with other businesses within the telecommunications industry and are therefore aware of the risks and rewards associated with nurturing a company within this industry.

Through the optimism and financial support of other businesses within the industry, Northwestern Digital Company is financially secure and able to provide and maintain the proposed services within the State of Florida. Because Northwestern Digital Company is a reseller, it does not need nor foresee it necessary to maintain the finances associated with purchasing/leasing switches in order to sell its products. These large financial obligations are the sole responsibility of its underlying carriers, Qwest Communications & MCI Worldcom.

ATTACHMENT C

Northwestern Digital Company

MANAGERIAL CAPABILITIES

JOEL VANDER LEEST

9909 South Boardwalk Drive
Littleton, Colorado 80126

(303) 683-9220

CAREER SUMMARY

Highly successful, innovative and results oriented executive with 11+ years professional experience in the competitive telecommunications environment. Excellent marketing and operational skills in all facets of national-level marketing and operational management, including: sales, sales management, recruiting, training, product development, profitability and cost of sale analysis, contract negotiations and coordinating marketing efforts with multiple sales channels. Consistent bottom-line focus. Excellent oral and written communication skills.

PROFESSIONAL EXPERIENCE

INACOM, Denver, CO, 1995-Present

Global, Fortune 500 technology management services and communications corporation.

National Manager of Network Services

Report directly to the Vice President of Communications. Responsible for managing an annual revenue stream of \$40 million from sales channels across the United States.

- Developed new strategic sales plans and products for sales channels. Including: negotiating \$350 million contract with large access provider, coordinating a new billing and tracking system, re-built compensation plans and incentives for all sales channels. Prepared P&L analysis, cash flow forecasts and executive summaries for implementation of new sales strategies.
- Re-structured the back office support team of 25 people to help identify and streamline appropriate job duties and ability to perform tasks based on priority. Increased employee efficiencies and reporting accuracy for the customer and the organization.
- Increased network billings to date by 105% in the last 18 months. Accomplished this goal by re-energizing two existing sales channels, including the direct and agent programs. Developed two new sales channels, an inside telesales team and outsourcing sales to various telesales companies throughout the country.
- Performed due diligence and business analysis on acquisition candidates for Inacom Communications. Prepared executive summaries including capital expenditures, new organizational options, P&L's and cash flow and return on investment analysis for executive committee review.

FIRST FEDERATED COMPANIES, Englewood, CO, 1989 to 1995

National, \$15 million AT&T reseller, specializing in sales and service of commercial AT&T network products.

Director of Sales

Responsible directly to President/CEO for all sales across the U.S. Oversaw sales efforts of 8 Branch Managers, approximately 80 outside Sales Executives and 15 inside Sales Executives. Controlled annual budget in excess of \$5 million.

- One of four original founders of 1989 start-up company. Firm grew from 4 to 50+ employees and \$0 to \$18.5 million revenue from annual sales.
-

- Initiated outside sales agency program by seeking and negotiating contracts with potential investors for working capital and opening new sales offices.
- Created and implemented training programs for all Sales Executives and their Managers
- Designed Quality Assurance Standards for customer service personnel who assured their confidence in product knowledge and handling customer objections, leading to increase in customer retention from 94% to 98%.
- Extensive experience in writing business plans, forecasting national sales revenues and cost-of-sales, P&L analysis and overall business operations.
- Within eight months of relocating and opening Chicago office, built \$200,000 per month customer base, utilizing 10 Sales Executives and a small administrative staff.
- Produced \$350,000 in new monthly billings by negotiating contracts to outsource telesales efforts. Within 4 months partnered with 5 new dealers. Aided dealers on-site for initial start-up and training.
- Solid knowledge of carrier tariffs and products available in the switched and switchless environments with extensive networking among upper-level decision makers in the telecommunications industry.

MCI TELECOMMUNICATIONS, 1987 to 1989

Multi-billion dollar, telecommunications company.

Senior Account Executive and Sales Trainer

Responsible for strategic sales to large commercial accounts. Developed weekly training programs for Denver Sales Executives.

- Maintained consistent standing in national sales objectives, top 15% of over 200 account executives.
- Originated \$1.8 million in new accounts.
- Achieved MCI's highest award, "Chairman's Inner Circle," for excellence in sales and team leadership. Consistently achieved over 150% of quota annually.

Cargill, INC., Minneapolis MN, 1985 to 1987

International conglomerate in all facets of raw material harvesting, processing and global distribution.

Responsible for cost accounting procedures and analysis of sophisticated processing plant. Directly reported to Manager of Corporate Accounting with full responsibility for review and analysis of plant's monthly and year-end P&L's. Generated individual product P&L's on a weekly and monthly basis. Supervised 13 people, including administrative, payables, receivables, inventory and MIS.

EDUCATION

B.A., Accounting, University of Wisconsin, Milwaukee, WI 1985

JAMIE J. O'STEEN
10722 Oak Pond Circle
Charlotte, NC 28277
Residence: (704) 814-0880
Business: (704) 708-5919

BACKGROUND SUMMARY:

More than fifteen years of sales and management experience in the telecommunications industry. Demonstrated ability and success in managing sales executives and deploying sales distribution channels. Excellent product and industry knowledge and the ability to develop and deploy across markets programs.

CAREER HISTORY:

Univance Telecommunications, Charlotte, NC 1997 – Present

Executive Vice President

Responsible for the overall management of retail, wholesale and agent sales programs.

- Negotiates and manages vendor and customer contracts.
- Directs the development and deployment of new products and services.
- Manages the development and implementation of sales distribution channels.

ICG Telecom Group, Denver, CO 1992 - 1997

Southeast Regional Manager - Agency Sales

Directed the development and deployment of ICG's agency sales program in the Southeast

- Obtained and directed the resources necessary to open a new agency sales office in Charlotte, N.C.
- Achieved 128% of quota in the first 45 days of business.
- Developed and implemented the business plan for agent recruitment and development in the Southeast.

Regional Carrier Account Manager

Managed ICG's market development and revenue generation for the carrier sector of business in the US West region.

- Obtained 400% of special access quota and 110% of switched access quota in 1997.
- Member of the 1996 Achievers Club for achieving 100% of annual quota.
- Member of the 1996 President's Club for achieving 100% of quarterly quota and 120% of annual quota.

- Obtained the highest annual monthly recurring revenue for a Regional Account Manger each year in the past five years at ICG.
- Managed 8.5% of ICG Telecom's billed revenue for the 1996 fiscal year.

Internet Communications Corp., Denver, CO

1989 - 1992

Vice President of Technical Services

Managed the overall direction of the company's technical resources including Carrier Operations, Network Engineering, Field Engineering, Customer Service, Network Operations, Installation and Maintenance.

- Accountability for a \$3.6 million dollar operating budget and a \$4.0 million dollar capital budget.
- Aligned the priorities of Technical Services with the company objectives.
- Provided analysis of the effectiveness of currently employed technologies; forecasted and planned cost effective migration to newer technologies.
- Developed and implemented long-range business plans and departmental policies.

First Financial Management Corporation, Denver, CO

1984 - 1989

Director of Network Systems

Profit and loss responsibility for FFMC's networking systems located in twenty-six states with data centers in Denver, San Diego, Chicago and Wichita. This included Network Operations, Engineering, Installation and Maintenance.

- Provided financial and operational accountability for networks that generated \$12 million in annual revenues.
- Directed and restructured the Network Systems department, which resulted in a turn-around from negative margin to a pre-tax net income of \$3 million on \$12 million in revenues.
- Developed and analyzed on a monthly basis corporate and branch operating budgets and capital expenses to effectively meet the company objectives within fiscal constraints.
- Developed long-term strategical plans to ensure that network capacity met current and future requirements. This included the planning for remote hardware and communications facilities; development and implementation of methodologies for analysis, installation coordination, and maintenance.

ACADEMIC TRAINING:

BSEE	Clemson University
MSEE	Syracuse University

SECURITY CLEARANCE:

Ray B. Ramirez
121 E. Fairchild Place
Highlands Ranch, CO 80126
(303) 470-6639

1993-2000

Univance Telecommunications
(Formerly "CSI Corp")

CEO & President – Responsible for the overall company operations, business, sales and marketing strategies, as well as overall financial stability of Univance. Directs all large vendor relationships and handles all large contract negotiations. Also responsible for all strategic partnerships and joint ventures to enhance company products and services. Manage and direct all senior and executive management. Manage the acquisition and negotiations of financing sources and banking relationships.

Highlights:

- *Grew from \$42,000 in annual revenue in 1993 to \$37,000,000 in 1999.*
- *Grew from 2 employees in 1993 to 70 in 1999.*
- *Current monthly revenue run rate suggests \$50,000,000 in 2000.*
- *Obtained Fortune 500 customers such as Time Warner, Toys R Us, Holiday Inns, Village Inns, Prime Star Satellite, City of Denver, County of Denver*
- *Developed wholesale programs in addition to retail, landing contracts with US West, Cable & Wireless, IXC Communications, Qwest, & Telco Communications*
- *Negotiated favorably priced contracts with MCI, AT&T, Qwest & Frontier Communications.*
- *Grew product set from traditional long distance service to dedicated T-1 services, Frame Relay, Conference Calling, Private Line DS-1 and DS-3 services, Optical Services, and ATM.*
- *Grew from zero Authorized Agents to over 6000 Authorized Agents throughout the U.S.*
- *Developed in-house billing systems to reduce cost of outsourcing.*
- *Developed proprietary Internet-based provisioning systems for Agents and Resellers to handle order entry and status reporting.*
- *Developed in-house training sessions for new employees.*
- *Maintained six of seven profitable years.*
- *Converted Univance into a completely automated company utilizing little or no manually driven processes.*

1984-1993

MCI Telecommunications

Served as Senior Manager in the Corporate Training Department where I developed sales, marketing and technical training materials introduced throughout the U.S. Prior to this position, served as Product Manager in the Marketing Department whereby I developed numerous new products and services resulting in excess of \$6.5 million in new sales and revenues in one year, and \$8.7 million in year two. Was awarded numerous accommodations for exceptional performance. Prior to product marketing, I served as a Major Account Manager in charge of sales of all major accounts in the Houston metropolitan area. Received the highest award given by MCI, the "Chairman's Inner Circle" award, three years consecutively for exceptional sales achievement.

1983-1984

ADP

Served as Regional Sales Director responsible for sales of micrographics, computers, forms, and printers throughout the southern portion of Texas. Received numerous accommodations for exceptional performance.

ATTACHMENT D

Northwestern Digital Company

CERTIFICATE OF AUTHORITY



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

November 16, 1999

BETTY SUTTON
UNIVANCE TELECOMM
373 INVERNESS DR., SOUTH
ENGLEWOOD, CO 80112

Qualification documents for NORTHWESTERN DIGITAL COMPANY were filed on November 15, 1999 and assigned document number F99000005933. Please refer to this number whenever corresponding with this office.

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

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

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

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

Michael Mays
Document Specialist
Division of Corporations

Letter Number: 799A00055002

ATTACHMENT E

Northwestern Digital Company

PROPOSED TARIFF

TITLE SHEET

FLORIDA TELECOMMUNICATIONS

This tariff contains the descriptions, regulations and rates applicable to the furnishing of service and facilities for telecommunications services provided by Northwestern Digital Company with principal offices at 373 Inverness Drive South, Suite 100, Englewood, CO 80112. This tariff applies for services furnished within the State of Florida. This tariff is on file with the Florida Public Service Commission, and copies may be inspected during normal business hours at the Company's principal place of business.

Issued: July 13, 2000

Effective:

Issued by:
Joel Vander Leest, Vice President
Northwestern Digital Company
373 Inverness Drive South, Suite 100
Englewood, CO 80112
(303) 708-0380

CHECK SHEET

Pages 1 through 25 of this tariff are effective as the date shown at the bottom of the respective sheet(s). Original and revised sheets as named below comprise all changes from the original tariff and are currently in effect as of the date on the bottom of this sheet.

Page	Revision
1	Original
2	Original
3	Original
4	Original
5	Original
6	Original
7	Original
8	Original
9	Original
10	Original
11	Original
12	Original
13	Original
14	Original
15	Original
16	Original
17	Original
18	Original
19	Original
20	Original
21	Original
22	Original
23	Original
24	Original
25	Original

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TABLE OF CONTENTS

Title Sheet 1

Check Sheet..... 2

Table of Contents..... 3

Symbols Sheet..... 4

Tariff Format Sheets..... 5

Section 1 – Technical Terms and Abbreviations.....7

Section 2 – Rules and Regulations..... 8

Section 3 – Description of Service..... 20

Section 4 – Rates..... 23

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CONCURRING CARRIERS

No Concurring Carriers

CONNECTING CARRIERS

No Connecting Carriers

OTHER PARTICIPATING CARRIERS

No Participating Carriers

EXPLANATION OF SYMBOLS

- D - to signify a discontinued or deleted rate or regulation
- I - to signify a rate increase
- M - to signify a matter moved or relocated without change
- N - to signify a new rate or regulation
- R - to signify a reduction
- T - to signify a change in text but no change in rate or regulation

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TARIFF FORMAT SHEETS

- A. Sheet Numbering – Page numbers appear in the upper right hand corner of the page. Pages are numbered sequentially. However, new pages are occasionally added to the tariff. When a new page is added between pages already in effect, a decimal is added; for example, a new page added between pages 14 and 15 would be numbered 14.1.

- B. Sheet Revision Numbers - Revision numbers also appear in the upper right corner of each page. These numbers are used to determine the most current page version on file with the FPSC. For example, the 4th revised Page 4 cancels the 3rd revised Sheet 14. Because of various suspension periods, deferrals, etc., the FPSC follows in its tariff approval process, the most current sheet number on file with the commission is not always the tariff page in effect. Consult the Check /sheet for the sheet currently in effect.

- C. Paragraph Numbering Sequence -- There are nine levels of paragraph coding. Each level of coding is subservient to its next higher level:

- 2
- 2.1
- 2.1.1
- 2.1.1.A
- 2.1.1.A.1
- 2.1.1.A.1.(a).
- 2.1.1.A.1.(a).I.
- 2.1.1.A.1.(a).I.(I).
- 2.1.1.A.1.(a).I.(I).(1).

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TARIFF FORMAT SHEETS

- D. Check Sheets – When a tariff filing with the FPSC, an updated check sheet accompanies the tariff filing. The check sheet lists the pages contained in the tariff, with a cross-reference to the current revision number. When new pages are added, the check sheet is changed to reflect the revision. All revisions made in a given filing are designated by an asterisk (*). There will be no other symbols used on this page if these are the only changes made to it (i.e., the format, etc. remain the same, just revised revision levels on some pages). The tariff used should refer to the latest check sheet to find out if a particular sheet is the most current on file with the FPSC.

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SECTION 1 – TECHNICAL TERMS AND ABBREVIATIONS

Company - Northwestern Digital Company

Customer – Person, firm, corporation or other entity which orders service and is responsible for payment of charges due and compliance with the Company's tariff regulations.

DIS. - Discount

ECO. - Economy

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SECTION 2 – RULES AND REGULATIONS

This tariff contains the regulations and rates applicable to the provision of long distance telecommunications Service by Northwestern Digital Company (hereinafter referred to as the "Company"), from its operating location(s) in the State of Florida. Service is furnished subject to transmission, atmospheric and like conditions.

2.1. Undertaking of the Company

2.1.1. Scope

The Company undertakes to provide Long Distance Telecommunications Service in accordance with the terms and conditions set forth in this tariff.

2.1.2 Shortage of Facilities

All service is subject to the availability of suitable facilities. The Company reserves the right to limit the length of communications or to discontinue services when necessary because of the lack of local facilities or the transmission medium capacity or because of any causes beyond its control.

2.1.3. Liability of the Company

Except as stated in this Section, the Company shall have no liability for damages of any kind arising out of or related to events, acts, rights or privileges contemplated in this tariff.

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2. RULES AND REGULATIONS (Cont'd)

2.1 Undertaking of the Company (Cont'd)

2.1.3 Liability of the Company (Cont'd)

(A) Northwestern Digital Company shall not be liable for any failure of performance hereunder or any claim or loss, expense of damages (including indirect, special or consequential damages) for any interruption, delay, error, mistake, omission, or other defect or misrepresentation in any service, facility (including services and facilities involved in emergency calling activity) or transmission provided under this tariff, if caused by any person or entity other than Northwestern Digital Company, by any malfunction of any service or facility provided by any other carrier, by an act of God, fire, war, explosion, vandalism, cable cut, storm, riot, civil disturbance, or act of government, or any other similar occurrence or cause beyond Northwestern Digital Company direct control.

(B) Northwestern Digital Company shall not be liable for, and shall be fully indemnifies and held harmless by customer against:

(1) Any claim or loss, expense, or damage (including indirect, special or consequential damage) for defamation, libel, slander, invasion, infringement or copyright or patent, unauthorized use of any trademark, tradename or service mark, unfair competition, interference with or misappropriation or violation of any contract, proprietary or creative right, or any other injury to any person, property or entity arising out of the material, data, information, or other content revealed to, transmitted by, or used by the Northwestern Digital Company under this tariff.

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2. RULES AND REGULATIONS (Cont'd.)

2.1 Undertaking of the Company (Cont'd)

2.1.3 Liability of the Company (Cont'd.)

- (2) Any claim or loss, expense, or damage (including indirect, special or consequential damage) for any act or omission of the customer or for any claim or loss, expense or damage due to the failure of Customer-provided equipment, facilities, or services.
- (3) Any claim or loss, expense, or damage (including indirect, special or consequential damage) for any personal injury or death of any person cause directly or indirectly by the installation, maintenance, location, condition, operation, failure, presence, use or removal of equipment or wiring provided by Northwestern Digital Company, if not caused by negligence of Northwestern Digital Company

2.1.4 Claims.

The Company shall be indemnified and saved harmless by the Customer from and against all loss, liability, damage and expense, including reasonable counsel fees, due to claims for libel, slander, or infringement of copyright in connection with the material transmitted over the Company's facilities; and any claim resulting from any act or omission of the Customer or patron(s) of the a Customer relating to the use of the Company's facilities.

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2. RULES AND REGULATIONS (Cont'd.)

2.1. Undertaking of the Company (Cont'd)

2.1.5 Provision of Equipment and Facilities

- (A) Except as otherwise indicated, Customer-provided equipment at the Customer's premises for use in connection with this service shall be so constructed, maintained and operated as to work satisfactorily with the facilities of the Company.
- (B) The Company shall not be responsible for the installation, operation or maintenance of any Customer-provided communications equipment. Where such equipment is connected to service furnished pursuant to this tariff, the responsibility of the Company shall be limited to the furnishing of services under this tariff and to the maintenance and operation of such services in the proper manner. Subject to this responsibility, the Company shall not be responsible for:
- (1) the through transmission of signals generated by Customer-provided equipment or for the quality of, or defects in, such transmission; or
 - (2) the reception of signals by Customer-provided equipment; or
 - (3) network control signaling where such signaling is performed by Customer-provided network control signaling equipment.

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2. RULES AND REGULATIONS (Cont'd.)

2.2 Prohibited Uses

Long distance telecommunications service shall not be used for any unlawful purpose.

2.3 Obligations of the Customer

2.3.1 Customer Premises Provisions

- (A) Customers shall provide the personnel, power and space required to operate all facilities and associated equipment installed on the premises of the Customer.
- (B) Customer shall be responsible for providing Company personnel access to premises of Customer at any reasonable hour for the purpose of testing the facilities or equipment of the Company.

2.3.2 Liability of the Customer

The Customer will be liable for damages to the facilities of Company caused by negligence or willful acts of its officers, employees, agents or contractors of Customer.

2.4 Use of Service

Use of Long Distance Telecommunications Service is considered an order for such service.

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2. RULES AND REGULATIONS (Cont'd.)

2.5 Customer Equipment and Channels

2.5.1 Interconnection of Facilities

- (A) Interconnection between Customer-provided and Company-provided service must be made by the Customer by leased channel or dial-up service. Where interconnection between Customer-provided and Company-provided service is not made by lease of Company facilities, interconnection must be made by the Customer at the Company's operating offices. Leased channels from the company for Long Distance Telecommunications Services are not covered by this tariff.
- (B) In order to protect the Company's facilities and personnel and the services furnished to other customers by the Company from potentially harmful effects, the signals applied to the Company's service shall be such as not to cause damage to the facilities of the Company. Any special interface equipment necessary to achieve the compatibility between facilities of the Company and the channels or facilities of others shall be provided at the Customer's expense.

2.5.2 Inspections

- (A) The Company may, upon notification of the Customer, at a reasonable time, make such tests and inspections as may be necessary to determine that the requirements regarding the equipment and interconnections are being complied with the installation, operation and maintenance of Customer-provided equipment and in the writing of the Customer channels to Company-owned facilities.

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2. RULES AND REGULATIONS (Cont'd.)

2.5. Customer Equipment and Channels (Cont'd.)

2.5.2 Inspections (Cont'd)

(B) If the protective requirements in connection with Customer-provided equipment are not being complied with, the Company may take such action as necessary to protect its facilities and personnel and will notify the Customer by registered mail in writing of the need for protection action. In the event that the Customer fails to advise the Company within 10 days after such notice is received or within the time specified in the notice that corrective action has been taken, the Company may take whatever additional action is deemed necessary, including the suspension of service, to protect its facilities and personnel from harm. The Company will upon request 24 hours in advance provide Customer with a statement of parameters that the Customer's equipment must meet.

2.6 Payment Arrangements

2.6.1 Payment for Services

(A) The Customer is responsible for payment of telecommunication services furnished by the Company. Federal, state and local sales use and excise taxes, where applicable, shall be added to the charges contained herein. It shall be the responsibility of the Customer to pay these taxes.

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2. RULES AND REGULATIONS (Cont'd.)

2.6 Payment Arrangements

2.6.1 Payment for Services

- (B) Bills are due and payable within fifteen days of the invoice date. If the Customer's net bill is not paid (payment received by the Company) within thirty (30) days after the invoice date listed on the bill, it shall become a delinquent bill and interest at the lesser of (1) the rate of one and one-half percent (3%) per month or (2) the highest rate allowed by law per month shall accrue upon any unpaid amount. If the Company initiates legal proceedings to collect any amount due hereunder and the Company substantial prevails in such proceedings then the defendant Customer shall pay the reasonable attorney's fees and cost of the Company in prosecuting such proceedings and appeal therefrom.
- (C) The Customer will be assessed a charge of twenty-five dollars (\$25.00) for each check submitted by the Customer to the Company which financial institution refuses to honor for insufficient funds or a non-existent account.
- (D) Customers are responsible for any previously unbilled charges for services prior to three months immediately preceding the date of the bill, except for collect calls, credit card calls, third party calls and "Error File" calls (those which cannot be billed due to the unavailability of complete billing information to the company) which shall have a six-month back billing period. In case of fraud, a back billing period of no more than three years will apply.

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2. RULES AND REGULATIONS (Cont'd.)

2.6. Payment Arrangements (Cont'd.)

2.6.2 Discontinuance of Service for Cause

Upon non-payment of any sum owing to the Company for more than 30 days beyond the date of rendition of the bill for service or upon violation of any of the terms or conditions governing the furnishing of service under this tariff, the Company may, after 24 hours advance notice in writing to the Customer, without incurring any liability, discontinue the furnishing of service under this tariff.

2.7. Interruption of Service

2.7.1 Credit allowance for the interruption of service which is not due to the Company's testing, adjusting, negligence of customer, or to the failure of equipment provided by the customer, are subject to the general liability provisions set forth in 2.1.3 herein. It shall be the obligation of the customer to notify the Company immediately of any interruption in service for which a credit allowance is desired. Before giving such notice, the customer shall ascertain that any equipment furnished by the customer and connected to the Company's facilities is not causing the trouble. No refund or credit will be made for the time that the Company stands ready to repair the service and the subscriber does not provide access to the Company for such restoration work.

2.7.2 No credit shall be allowed for an interruption of continuous duration of less than twenty-four hours after the subscriber notifies the Company.

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2. RULES AND REGULATIONS (Cont'd.)

2.7. Interruption of Service (Cont'd)

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

Credit Formula: $Credit = A / B \times C$
"A" – outage time in number of days
"B" – total days in month
"C" - total monthly charge for affected facility

2.8 Deposits

The Company does not require a deposit from the customer.

2.9 Advance Payments

For the customer from whom the Company feels an advance payment is necessary, the Company reserves the right to collect an amount not to exceed one (1) month's estimated charges as an advance payment for service. This will be applied against the next month's charges and if necessary a new advance payment will be collected for the next month.

2.10 Billing Procedures

All intraLATA and intrastate long distance services will be billed to the customer directly by the Company. All intraLATA and intrastate " Operator Service Calls" will be billed through the local telephone company by MCI World Com. MCI World Com calls will be identified by name " MCI World Com ".

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2. RULES AND REGULATIONS (Cont'd.)

2.11 Definitions

Access Line: A transmission path that connects a Customer premise to a Local Exchange Carrier's Central Office.

Call: A completed connection established between a calling station and one or more called stations.

Called Station: The station (i.e., telephone number) called, or the terminating point of call.

Calling Card: A card assigned by local telephone companies which enables users to bill telephone calls to their telephone company account.

Company: The term "Company" denotes Northwestern Digital Company

Customer: The person or legal entity which orders long distance service (either directly or through an agent) or is responsible for payment of tariff charges for services furnished to that Customer.

Operator Assisted: Calls wherein the end user dials "0" plus the called number and, with the assistance of an operator, chooses to bill the call to a third party number to provide billing and collection services on behalf of its customers, including the Company.

Customer Dialed Calling Card Station: A Calling Card call, which does not require intervention by an attended operator position to complete.

Operator Dialed Surcharge: Distant number calls that customer could dial but gets operator to dial (i.e., "O" or "OO").

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2. RULES AND REGULATIONS (Cont'd.)

2.11 Definitions (Cont'd)

Customer Dialed/Automated: Calls wherein the end user dials "0" plus the called number and chooses to bill the call to a calling card or the called number (collect call) and wherein call placement and recordation of billing information if performed without the assistance of a live operator.

Person-to-Person: Service for which the person originating the call specifies to the operator a particular person, mobile station, department, extension, or office to be reached.

Premises: A building on continuous property not separated by a public thoroughfare.

United States: The term "United States" designates the forty-eight (48) contiguous states and the District of Columbia, Hawaii, Alaska, Puerto Rico, the U.S. Virgin Islands, as well as the off-shore areas outside the boundaries of the coastal states of the forty-eight contiguous states to the extent that such areas appertain to and are subject to the jurisdiction and control of the United States.

Issued: July 13, 2000

Effective:

Issued by:
Joel Vander Leest, Vice President
Northwestern Digital Company
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(303) 708-0380

3. SERVICE OFFERINGS

3.1 Intrastate and Interstate Long Distance Telecommunications Service

3.1.1 Description of Services

Intrastate Long Distance Telecommunications Service consists of the furnishing of switched and dedicated telephone service between points within the State of Florida. Interstate Long Distance Telecommunications Service consists of the furnishing of switched and dedicated telephone service between points within the United States Mainland and between the Mainland and Alaska and Hawaii. Such services are available twenty-four (24) hours a day, seven days a week. All services are intended solely for the purposes of conducting legal and ethical business or for the personal use of the Company's residential customers.

The Company maintains its headquarters in Englewood, Colorado.

3.1.2 Types of Services

(A) Direct Dial (One Plus)

One plus service is a standard long-distance service for business and residential customers offered at discounted rate (compared to national long distance companies).

(B) 800 Service

800 Service is another standard long distance service provided to businesses for purposes of customer service or sales of products. Residential customers use 800 services to have friends or relatives call them free of charge

(C) Calling Card

Calling Card serviced enable a Customer to bill telephone calls to his account via a card assigned by the Company.

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3. SERVICE OFFERINGS (Cont'd.)

3.2. Timing of Calls

3.2.1 Beginning and Ending of Billing Charges for Calls

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

3.2.2 Billing Increments

Unless otherwise specified in this tariff, the minimum call duration for billing purposes is sixty-seconds for a connected call: calls beyond sixty seconds are billed in six-second increments.

3.2.3. Per Call Billing Charges

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

3.2.4. Uncompleted Calls

There will be no charges for uncompleted calls.

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3. SERVICE OFFERINGS (Cont'd.)

3.3 Billing of Calls

All charges due by the subscriber are payable at any agency duly authorized to receive such payments. Any objection to billed charges should be promptly reported to the Company. Adjustments to the customer's bills shall be made to the extent that records are available and/or circumstances exist which reasonably indicate that such charges are not in accordance with approved rates or that any adjustment may otherwise be appropriate.

3.4 Calculation of Distance

Because the company charges " flat rates" based on the length of the call rather than distance, there are no mileage sensitive products applicable to this tariff.

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4. RATES**4.1 Explanation of Rates for Intrastate, Interstate and Extended Long Distance Telecommunications Services**

The rates for the Company's Intrastate and Interstate Long Distance Telecommunications Service will depend on the length of the call. Rates are "flat" rated and apply to all contiguous Florida and contiguous U.S. calls regardless of distance. Non-mainland U.S. calls are charged by destination and are also "flat" rated. The Rate Schedules in this section represents maximum the rate for Intrastate, Interstate and Extended services.

The Company may request any customer to pay in advance for toll services based on a good faith estimate of traffic volumes.

4.2 Intrastate Rate Programs**4.2.1 Switched Access Intrastate Direct Dial (One Plus) Rates**

- 10.98 cents/min

4.2.2 Switched Access Intrastate 800 Service Rates

- ◆ 10.98 cents/min

4.2.3 Basic Intrastate Calling Cards - usage of cards within the 48 contiguous states

- ◆ 16.0 cents/min

4.3 Interstate Rate Schedule**4.3.1 Switched Access Interstate Direct Dial (One Plus) Rates**

- ◆ 5.9 cents/min

4.3.2 Switched Access Interstate 800 Service Rates

- ◆ 5.9 cents/min

4.3.3 Basic Interstate Calling Cards - usage of cards within the 48 contiguous states

- ◆ 17.0 cents/min

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4. RATES (Cont'd)4.4 Service Charges and Surcharges Per Call

Operator Assisted	\$0.60
800 Monthly Service Fee	\$3.00**

**If the combined usage of all services (One Plus, 800, And Calling Card) is less than \$45.00 per month a surcharge of \$3.00 is billed. If combined usage of all services is greater than \$45.00 per month the surcharge is waived.

4.5 Basic Extended Interstate - usage of cards to make calls within the 48 contiguous United States to/ from Alaska, Hawaii, Puerto Rico, and US Virgin Islands.

▪ Hawaii Inbound	22.0 cents/min
▪ Alaska Inbound	22.0 cents/min
▪ Puerto Rico Inbound	22.0 cents/min
▪ US Virgin Islands Inbound	22.0 cents/min

	DAY	NON- DAY
	(7:00am to 7:00pm)	(7:01am to 6:59pm)

▪ Hawaii Outbound	24.3 cents/min	23.0 cents/min
▪ Alaska Outbound	42.7 cents/min	41.5 cents/min
▪ Puerto Rico Outbound	28.7 cents/min	27.9 cents/min
▪ US Virgin Islands Outbound	34.0 cents/min	32.8 cents/min

4.6 Special Promotions

The Company will, from time to time, offer special promotions to its customers waiving certain charges. These promotions will be approved by FPSC with specific starting and ending dates.

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4. RATES (Cont'd)

4.7 Special Rates for Handicapped

(A) Directory Assistance

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

(B) Hearing and Speech Impaired Persons

Intrastate toll message rates for TDD users shall be equal to the intrastate rate of the assigned rate plan.

(C) Telecommunications Relay Stations

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

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CK, 10155
250.00

July 07, 2000

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

DEPOSIT DATE
D 3 2 1 JUL 1 1 2000

To Whom It May Concern:

000 827 - 77

Northwestern Digital Company, a toll reseller of long distance telecommunications services, requests the Commissions acceptance of the enclosed application to certificate of convenience and public necessity to resell telecommunications services in the State of Florida.

Enclosed are one original and six copies of the completed application and its attachments. An additional copy has been submitted to be stamped and returned in the self addressed stamped envelope provided, upon acceptance. The application includes the following attachments:

- Application for Certificate to provide and resell telecommunications services in Florida
- Attachment A- Unaudited Financials
- Attachment B- Affirmation of Financial Capabilities
- Attachment C- Managerial Capabilities
- Attachment D- Certificate of Authority
- Attachment E- Proposed Tariff

THE FACE OF THIS DOCUMENT HAS A COLORED BACKGROUND ON WHITE PAPER

NORTHWESTERN DIGITAL COMPANY
373 INVERNESS DR. S. STE. 100
ENGLEWOOD, CO 80112

usbank
24-Hour Banking
1-800-673-3555
23-2/1020

10155

TWO HUNDRED FIFTY AND XX / 100

DATE	AMOUNT
7/7/00	\$250.00

953002-01-00
PAY TO THE ORDER OF PSC - Florida

DOCUMENT NUMBER-DATE
08310 JUL 10 8

Lisa Fisher

SECURITY FEATURES INCLUDED. DETAILS ON BACK.
⑈010155⑈