

SWIDLER BERLIN SHEREFF FRIEDMAN, LLP

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NEW YORK OFFICE
405 LEXINGTON AVENUE
NEW YORK, NY 10174

October 9, 2000

VIA OVERNIGHT MAIL

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

OCT 10 2000
RECEIVED FPSC
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RECORDS AND REPORTING

001550-TX

Re: Application of Broadband2Wireless U.S., Inc. for Authority to Provide Alternative Local Exchange Telecommunications Services Within the State of Florida

Dear Ms. Bayo:

Enclosed for filing on behalf of Broadband2Wireless US, Inc. ("BB2W" or "Applicant") please find an original and six (6) copies of BB2W's application for authority to provide alternative local exchange telecommunications services within the State of Florida. Also enclosed is a check in the amount of \$250.00 to cover the filing fee.

Please note that the financial statements included with Exhibit B contain confidential and proprietary information not generally available to the public. Therefore, the financial statements are enclosed in a sealed envelope. Disclosure of this financial information would cause harm to Applicant's business operations. Pursuant to Florida Statutes Section 364.183, Applicant respectfully requests that the information contained in the sealed envelope be given confidential treatment and that it not be made part of the public record or otherwise disclosed to the public.

Please date-stamp the enclosed extra copy of this filing and return in the self-addressed, stamped envelope provided. Should you have any questions concerning this filing, please do not hesitate to contact us at (202) 424-7500.

Respectfully submitted,

W. Todd Ensminger, Admitted in Pennsylvania
Kathy L. Cooper

Mess
FPSC-BUREAU OF RECORDS

Counsel for Broadband2Wireless US, Inc.

Application *Confidential*
DOCUMENT NUMBER-DATE DOCUMENT NUMBER-DATE

12975 OCT 11 8

12976 OCT 11 8

FPSC-RECORDS/REPORTING FPSC-RECORDS/REPORTING

Enclosures

cc: Paul Adams (BB2W)

This claim of confidentiality was filed by or on behalf of a "teleco" for Confidential DN 12976-00. The document is in locked storage pending advice on handling. To access the material, your name must be on the CASR. If undocketed, your division director must obtain written EXD/Tech permission before you can access it.

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:

Broadband2Wireless US, Inc. ("BB2W" or "Applicant")

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

Broadband2Wireless US, Inc.

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

88 Black Falcon Avenue

Boston, MA 02210

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

BB2W does not currently have an office in Florida. If BB2W does establish a Florida office in the future, BB2W will provide this information to the Commission, upon request.

6. Structure of organization:

- Individual Corporation
 Foreign Corporation Foreign Partnership
 General Partnership Limited Partnership
 Other _____

7. **If individual**, provide:

Name: Not Applicable

Title: _____

Address: _____

City/State/Zip: _____

Telephone No.: _____ **Fax No.:** _____

Internet E-Mail Address: _____

Internet Web site Address: _____

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

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

Not Applicable

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

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

BB2W was qualified to transact business in Florida on September 15, 2000. BB2W's registration number is F00000005188.

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

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

Not Applicable. BB2W will not use a fictitious name or d/b/a.

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

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

Not Applicable

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

Name: Not Applicable

Title: _____

Address: _____

City/State/Zip: _____

Telephone No.: _____

Fax No.: _____

Internet E-Mail Address: _____

Internet Web site Address: _____

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

(a) **The Florida registration number:** Not Applicable

14. Provide **F.E.I. Number** (if applicable): **043507625**

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 officer, director, or any of the ten largest stockholders of BB2W have previously been adjudged bankrupt, mentally incompetent, or found guilty of any felony or of any crime, nor will any such actions result from pending proceedings.

(b) an officer, director, partner or stockholder in any other Florida certificated telephone company.

No officer, director, or any of the ten largest stockholders of BB2W have previously been an officer, director, partner or stockholder in any other Florida certificated telephone company.

(c) If yes, give name of company and relationship. If no longer associated with company, give reason why not.

Not applicable

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

(a) The application:

Name: Kathy L. Cooper, Esq., W. Todd Ensminger, Esq.

Swidler Berlin Shereff Friedman, LLP

Title: Counsel for Broadband2Wireless US, Inc.

Address: 3000 K St., N.W., Suite 300

City/State/Zip: Washington, D.C. 20007-5116

Telephone No.: (202) 424-7500 **Fax No.:** (202) 424-7645

Internet E-Mail Address: klcooper@swidlaw.com; wtensminger@swidlaw.com

Internet Web site Address: http://www.swidlaw.com

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

Name: Paul Adams

Title: President, Chief Executive Officer, Treasurer, and Secretary

Address: Broadband2Wireless US, Inc., 88 Black Falcon Avenue

City/State/Zip: Boston, MA 02210

Telephone No.: (617) 701-4000 **Fax No.:** (617) 701-4100

Internet E-Mail Address: paul@bb2w.net

Internet Web site Address: http://www.bb2w.com

(c) Complaints/Inquiries from customers:

Name: Paul Adams

Title: President, Chief Executive Officer, Secretary, and Treasurer

Address: Broadband2Wireless US, Inc., 88 Black Falcon Avenue

City/State/Zip: Boston, MA 02210

Telephone No.: (866) BB2W-BUY (866-222-9289) **Fax No.:** (617) 701-4100

Internet E-Mail Address: Email may be sent via the Applicant's website.

Internet Web site Address: http://www.bb2w.com

17. List the states in which the applicant:

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

BB2W does not currently operate as an alternative local exchange company in any state.

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

BB2W will be applying for local exchange authorization in multiple states and currently is in the process of applying for local exchange authority in the following states: Arizona, California, Colorado, Connecticut, District of Columbia, Georgia, Illinois, Maryland, Massachusetts, Missouri, Nevada, New York, Oregon, Texas, and Washington.

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

BB2W currently is not certificated to operate as an alternative local exchange company in any state.

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

BB2W has not been denied authority to operate as an alternative local exchange company in any state.

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

BB2W has not had regulatory penalties imposed for violations of any telecommunications statutes.

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

BB2W has not been involved in civil court proceedings with an interexchange carrier, local exchange company, or other telecommunications entity.

18. Submit the following:

A. Financial capability. **Please see Exhibit B.**

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.

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

Please see Exhibit B.

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

Please see Exhibit C.

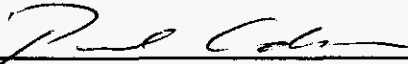
- C. **Technical capability:** give resumes of employees/officers of the company that would indicate sufficient technical experiences or indicate what company has been contracted to conduct technical maintenance.

Please see Exhibit C.

**** APPLICANT ACKNOWLEDGMENT STATEMENT ****

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

UTILITY OFFICIAL



Signature

10/5/00

Date

President, Chief Executive Officer, Secretary, and Treasurer
Title

(617) 701-4000
Telephone No.

Address: 88 Black Falcon Avenue

(617) 701-4100
Fax No.

Boston, MA 02210

ATTACHMENTS:

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

CERTIFICATE SALE, TRANSFER, OR ASSIGNMENT STATEMENT

1, (Name) **Not Applicable** _____,

(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)

BB2W does not currently own any facilities or switches in the State of Florida and has not finalized plans for implementing its intrastate network. BB2W will supply the Commission with any information concerning the construction or acquisition of facilities once it becomes 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) <u>To be determined</u> | 2) _____ |
| _____ | _____ |
| 3) _____ | 4) _____ |
| _____ | _____ |

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

- | | |
|----------------------------|----------|
| 1) <u>To be determined</u> | 2) _____ |
| _____ | _____ |
| 3) _____ | 4) _____ |
| _____ | _____ |

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

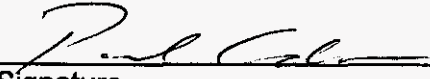
- | <u>POP-to-POP</u> | <u>OWNERSHIP</u> |
|----------------------------|------------------|
| 1) <u>To be determined</u> | _____ |
| 2) _____ | _____ |
| 3) _____ | _____ |
| 4) _____ | _____ |

AFFIDAVIT

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

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

UTILITY OFFICIAL:


Signature

10/5/00
Date

President, Chief Executive Officer, Secretary, and Treasurer
Title

(617) 701-4000
Telephone No.

Address: 88 Black Falcon Avenue
Boston, MA 02210

(617) 701-4100
Fax No.

EXHIBITS

Exhibit A	Certificate of Authority to Transact Business In Florida
Exhibit B	Financial Qualifications Written Explanation and Financial Statements Financial Qualifications Written Explanation Financial Statements [CONFIDENTIAL - FILED UNDER SEAL]
Exhibit C	Managerial and Technical Qualifications

Exhibit A

Certificate of Authority to Transact Business In Florida

State of Florida



Department of State

I certify from the records of this office that BROADBAND2WIRELESS US, INC., is a corporation organized under the laws of Delaware, authorized to transact business in the State of Florida, qualified on September 15, 2000.

The document number of this corporation is F0000005188.

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

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

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capitol, this the
Fifteenth day of September, 2000



CR2EO22 (1-99)

Katherine Harris

Katherine Harris
Secretary of State

Exhibit B

**Financial Qualifications Written Explanation
and Financial Statements**

Financial Qualifications Written Explanation

As evidenced by the financial statements attached hereto as Exhibit B, BB2W has sufficient financial capability to provide the requested service in the geographic area proposed to be served, to maintain the requested service, and to meet its lease or ownership obligations. BB2W was recently formed and, thus, the company does not have audited financials at this time. As demonstrated in the financial statement attached hereto, BB2W possesses substantial financial resources and can readily implement and provide the services proposed herein.

Financial Statements

(CONFIDENTIAL – FILED UNDER SEAL)

BB2W is a privately-held company and prefers that its financial statements are not made a part of the public record in any jurisdiction. BB2W is, therefore, submitting this financial information in a separate sealed envelope and respectfully requests that this information be given confidential treatment and that it not be made a part of the public record or otherwise be made available for public disclosure.

Broadband2Wireless U.S., Inc.
88 Black Falcon Avenue
Boston, MA 02210


Re: Unaudited Financial Statements


To whom it may concern:

Broadband2Wireless U.S., Inc. ("BB2W") has access to the financing and capital necessary to provide the requested service in the geographic area proposed to be served, to maintain the requested service, and to meet its lease or ownership obligations. BB2W does not have audited financial statements. BB2W, however, is providing its current unaudited financial statements to demonstrate its financial ability.

By my signature below, I attest to the accuracy of BB2W's unaudited financial statements filed with BB2W's Application for Authority to Provide Alternative Local Exchange Service within the State of Florida. I declare that to the best of my knowledge and belief the information is true and correct.

Executed on this 5th day of October, 2000

By: 
Chief Executive Officer
Broadband2Wireless U.S., Inc.

By: 
Vice President of Finance and Corporate Development
Broadband2Wireless U.S., Inc.

Subscribed to and sworn before me this 5th day of October, 2000.

Notary Public: 

My Commission Expires: _____
TRACY L. ABEL
Notary Public
My Commission Expires
March 3, 2006

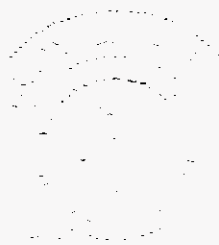


Exhibit C

Managerial and Technical Qualifications

Managerial and Technical Qualifications

BB2W's officers are well qualified to execute its business plan, to provide its proposed telecommunications services and to operate and maintain BB2W's facilities over which such services will be deployed.

BB2W is technically qualified to operate and manage its telecommunications operations in the State of Florida. Descriptions of the extensive telecommunications and managerial experience of BB2W's key personnel are attached hereto.

Senior Management Team

BB2W has assembled an outstanding and experienced team of industry professionals to achieve its mission of market leadership. The founding executive team has held key technical, marketing and financial positions at leading broadband and communications companies. The following summaries highlight management's extensive background:

Paul Adams, Co-Chairman, President, Chief Executive Officer, Secretary, and Treasurer

Mr. Adams is one of the founders of BB2W. He has significant entrepreneurial experience and a proven track record and broad expertise in broadband deployment and applications. Mr. Adams led the building and operation of broadband networks, serving commercial and residential markets domestically and abroad. He is a co-founder of RCN, the nation's largest over builder providing cable television, local, long distance, and internet service. Mr. Adams was also the chief operating officer of Flashcom, growing the company to a market capitalization of \$1 billion.

Ric Fulop, Co-Chairman

Mr. Fulop is one of the founders of BB2W and is a successful entrepreneur with experience in all aspects of broadband communications. He is also Chairman of Chinook Communications, a venture capital-backed company developing next generation high speed broadband access technology and is the founder and Vice-Chairman of Into Networks, the leading infrastructure software platform for broadband networks. His software is used in over 90% of the world's cable modem and DSL networks. He is also a Board member of Endeavor, the leading non-profit organization that promotes entrepreneurship in emerging market countries. He is regarded as a pioneer of the broadband internet industry and was selected by Red Herring magazine as one of the top 10 entrepreneurs for 1999.

Suzanne Oakley, Vice President of Finance and Corporate Development

Ms. Oakley is primarily responsible for building BB2W's financial team and developing new business initiatives for the company. She is heavily involved in managing BB2W's ongoing fundraising processes, financial operations, and strategic planning initiatives. She joins BB2W from CSP Associates, a boutique consulting firm located in Cambridge, Massachusetts, which focuses on strategic and transactional advisory services to broadband communications companies. During her two-year tenure as a Director at CSP, Ms. Oakley co-managed and helped grow the firm's two-person broadband industry focus group from start-up to \$1 million in revenues. Ms. Oakley was previously a Vice President, Institutional Equity Research for SG Cowen Securities. Her principal area of coverage was the communications services industry, including the Regional Bells and next generation carriers such as WorldCom. In addition, Ms. Oakley has more than eight years of financial management experience with Boston-area high-tech companies, and earned her CPA as a Senior Consultant with the Emerging Business Services Group of Deloitte Haskins & Sells in Boston, MA and Washington, DC. Ms. Oakley received her MBA from the MIT Sloan School of Management and her Bachelor of Science in Business Administration, cum laude from Georgetown University in Washington, DC.

Tchad Robinson, Vice President of Operations

Mr. Robinson is in charge of coordinating the wireless and wired activities of network deployment, project management responsibilities including management of site acquisition, RF engineering, and wired backhaul access. Prior to BB2W, he was an Associate for two years at the private equity firm of Bain Capital in Boston, where he evaluated and structured investment opportunities in the communications industry. Mr. Robinson also worked at McKinsey & Company, Clayton, Dubilier & Rice, Into Networks, and Jamcracker.com. Mr. Robinson received his MBA from Harvard Business School and a Bachelor of Arts in Economics from Harvard University where he graduated cum laude.

Simson L. Garfinkel, Network Architect

Mr. Garfinkel is a high-tech entrepreneur, a journalist, and an author. As an entrepreneur, he has been a founder or major player in several startups, including Vineyard.NET, the premiere Internet Service Provider of Martha's Vineyard, and Sandstorm Enterprises, the company that created the world's first commercial telephone scanner. Mr. Garfinkel has numerous responsibilities including creating BB2W's Internet security system, managing and recruiting the technical staff, and designing the code used for the pre-qualification planning, RF Survey, data warehouse, and automation software. As a journalist, Mr. Garfinkel writes a biweekly technology column that appears in Salon. Mr. Garfinkel is also a frequent contributor to Wired Magazine. His articles have appeared in more than 50 publications including ComputerWorld, Forbes, The New York Times, and Technology Review. Mr. Garfinkel is also the author or co-author of eight books, published by O'Reilly and Associates, Springer-Verlag, and IDG Books. Mr. Garfinkel has also been a keynote speaker at several conferences on network architecture internet security and internet protocol. Mr. Garfinkel is graduate of MIT's Media lab.

Tony Adams, Vice President of Network Engineering

Mr. Adams is in charge of designing and procuring circuits to support BB2W's wire line network. Mr. Adams also oversees the design and construction of BB2W's technical facilities across the country. Prior to BB2W, Mr. Adams spent 11 years with WorldCom where he was a Senior Manager in charge of Network engineering and operations for the Northeast region. Mr. Adams holds a BSEE from Northeastern University.

Jason Taylor, Director of Business Development

Mr. Taylor is responsible for managing Network deployment on the West Coast and for the OSS implementation (Order Management, Provisioning, Billing), U.S. network deployment and planning. Mr. Taylor's previous telecommunications experience includes serving as a manager at Pacific Bell Mobile Services. Mr. Taylor received his MBA degree from Harvard Business School and a Bachelors Degree in Science and Business Administration from the University of California at Berkeley.

Eric Bates, Senior Engineer

Mr. Bates has extensive experience working with TCP/IP, Unix systems, and Cisco products. He also is accomplished in CGI programming, Web server administration, wireless network

management, and small business administration. Since 1995, Mr. Bates has been Co-Founder, President, and Owner of Vineyard.NET, Martha's Vineyard's premiere ISP. The company has grown at 50% per year for five years. Mr. Bates' duties with Vineyard.Net included managing the company's reseller program, maintaining the company's proprietary accounting and Web-based administration system, and training technical staff. At BB2W, Mr. Bates has helped to establish the company's information technology by designing the customer-provisioning network and the RF configurations. Mr. Bates is also responsible for the design of Network Management System and OSS.

Brett Mellor, Business Development

Mr. Mellor is responsible for the creation and implementation of the Strategic Mapping functions, allowing the company to target for service the most attractive communities across the United States and abroad. Mr. Mellor has also contributed to the development of the BB2W Wireless Network Architecture and validation of the network design and equipment configuration. Mr. Mellor's previous telecommunications and engineering experience comes from Bolt, Baranek, and Newman (BBN), the precursor to GTE Internetworking, where he designed and built the wireless components of the BodyLAN Personal Area Network. Mr. Mellor began his career in RF circuit design with Lockheed Martin, where he also had the opportunity to script and perform demonstrations of stealth antenna technologies for the US Navy, Defense Advanced Research Projects Agency and others. Mr. Mellor holds a Bachelor of Science degree in Electrical Engineering from Rensselaer Polytechnic Institute in Troy, New York, where he continues to be engaged in Alumni affairs as President of the Alumni Association of Boston.

Liliane Zreik, Senior Director – Marketing

Ms. Zreik focuses on developing the BB2W line of products, defining marketing strategies for the direct and resale channels, and overseeing media programs. Ms. Zreik brings over 11 years of telecommunications experience to BB2W. She was a director with Verizon responsible for product definition and development, and service definition and deployment. Ms. Zreik managed the development and rollout of a large network element for 3 RBOCs. She also has significant experience in network unbundling (third party access) and Local Number Portability. Ms. Zreik was also a Senior Principal with Technology Solutions Company (now eLoyalty), where she focused on project management of call center implementations for large blue-chip clients. Ms. Zreik received her MBA degree from Harvard Business School in June 2000. She also holds a Bachelor of Science degree in Electrical Engineering from Syracuse University and a Master of Engineering degree in Electrical Engineering from Cornell University.

Lou Richie, Call Center Director

Mr. Richie is currently in charge of creating BB2W's Customer Service Center. His responsibilities include interviewing potential managers and customer service representatives, designing and conducting the training program for the CSR's, and developing the process for handling call flow at BB2W. Prior to BB2W, Mr. Richie was a call center manager for Price Wireless Communications in Atlanta. Prior to Price Wireless Communications, Mr. Richie helped launch Pacific Bell Mobile Services by creating the systems, processes and training which

enabled this company to bring PCS to California and Nevada. Mr. Richie received a Bachelor of Arts in History and Political Science at Clemson University.

SWIDLER BERLIN SHEREFF FRIEDMAN, LLP

3000 K STREET, NW, SUITE 300
WASHINGTON, DC 20007-5116
TELEPHONE (202) 424-7500
FACSIMILE (202) 424-7647

NEW YORK OFFICE
405 LEXINGTON AVENUE
NEW YORK, NY 10174

October 9, 2000

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Blanca S. Bayo, Director
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Division of Records and Reporting
2540 Shumard Oak Blvd.
Tallahassee, Florida 32399-0850

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Within the State of Florida**

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BROADBAND2WIRELESS 04-00
ONE MEMORIAL DRIVE 12TH FLOOR
CAMBRIDGE, MA 02142

FLEET NATIONAL BANK
BOSTON, MA 02106
5-13/110

1320

10/6/2000

PAY TO THE ORDER OF Florida Public Service Commission

\$ **250.00

Two hundred Fifty and 00/100*****

Florida Public Service Commission

12975-00
10/11/00

REDACTED

DOLLARS
Security features
included.
Details on back.

[Signature]

MEMO

