



December 6, 2000
Overnight Delivery

210 N. Park Ave.
Winter Park, FL
32789

P.O. Drawer 200
Winter Park, FL
32790-0200

Tel: 407-740-8575
Fax: 407-740-0613
tmi@tminc.com

Ms. Blanca Bayo, Director
Division of Records and Reporting
Florida Public Service Commission
2540 Shumard Oaks Boulevard
Tallahassee, Florida 32399-0850

ORIGINAL
DEPOSIT DATE
DS 95 DEC 11 2000
001765-77

RE: Application and Initial Tariff of **NxGen Networks, Inc.** for Authority to Provide Interexchange Telecommunications Services within the State of Florida.

Dear Ms. Bayo:

Enclosed for filing are the original and six (6) copies of the above-referenced application and initial tariff of NxGen Networks, Inc.

Also enclosed is a Technologies Management, Inc. check in the amount of \$250, to cover the filing fee.

Please acknowledge receipt of this filing by returning, filed stamped, the extra copy of this letter in the self-addressed stamped envelope provided for that purpose.

Any questions you may have regarding this application may be addressed to me at the above address, or by calling (407) 740-8575. Thank you for your assistance.

Sincerely,

Thomas M. Forte
Consultant to NxGen Networks, Inc.

TMF/hb

cc: Victoria Aguilar, NxGen
file: NxGen - FL
tms: FLi0000

RECEIVED - FPSC
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RECORDS AND REPORTING

RECEIVED & FILED

PUBLIC AFFAIRS RECORDS

DOCUMENT NUMBER-DATE

15803 DEC-88

FPSC-RECORDS/REPORTING

FLORIDA PUBLIC SERVICE COMMISSION

DIVISION OF REGULATORY OVERSIGHT
CERTIFICATION SECTION

ORIGINAL

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

Instructions

- ◆ This form is used as an original application for an original certificate and for approval of assignment or transfer of an existing certificate. In case of an assignment or transfer, the information provided shall be for the assignee or transferee (See Page 16).
- ◆ 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 Boulevard
Tallahassee, Florida 32399-0850
(850) 413-6770**

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

**Florida Public Service Commission
Division of Regulatory Oversight
Certification Section
2540 Shumard Oak Blvd.
Tallahassee, Florida 32399-0850
(850) 413-6480**

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 certificate of authority of that company.

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 a new controlling entity.

2. **Name of Company:**

NxGen Networks, Inc.

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

Not applicable.

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

NxGen Networks, Inc.
1700 Lincoln Street, Suite 1920
Denver, Colorado 80203
Phone: (303) 839-9150
Facsimile: (303) 839-9149

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

See #4 Above

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

- Facilities based carrier** - company owns and operates or plans to own and operate telecommunications switches and transmission facilities in Florida.
- Operator Service Provider** - company provides or plans to provide alternative operator services for IXCs; or toll operator services to call aggregator locations; or clearinghouse services to bill such calls.
- Reseller** - company has or plans to have one or more switches but primarily leases the transmission facilities of other carriers. Bills its own customer base for services used.
- Switchless Rebiller** - company has no switch or transmission facilities but may have a billing computer. Aggregates traffic to obtain bulk discounts from underlying carrier. Rebills end users at a rate above its discount but generally below the rate end users would pay for unaggregated traffic.
- Multi-Location Discount Aggregator** - company contracts with unaffiliated entities to obtain bulk/volume discounts under multi-location discount plans from certain underlying carriers. Then offers the 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:**

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

8. **If individual, provide:**

Name:

Title:

Address:

City, ST, Zip:

Telephone #:

Fax #:

Internet E-Mail Address:

Internet Website Address:

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

Florida Secretary of State Corporate Registration #: F00000005666

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

Florida Secretary of State Corporate Registration #: Not applicable

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

Florida Secretary of State fictitious name registration #: Not applicable

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

Florida Secretary of State registration #: Not applicable

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

Name:

Title:

Address:

City, ST, Zip:

Telephone #:

Fax #:

Internet E-Mail Address:

Internet Website Address:

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

Florida registration #: Not applicable

15. Provide **F.E.I. Number** (if applicable): 87-0621120

16. Provide the following (if applicable):

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

(b) If not, who will bill for your services?

Name:

Title:

Address:

City, ST, Zip:

Telephone #:

Fax #:

(c) How is this information provided?

Not applicable

17. Who will receive the bills for your service?

- | | |
|--|---|
| <input checked="" type="checkbox"/> Residential customers | <input checked="" type="checkbox"/> Business customers |
| <input type="checkbox"/> PATS providers | <input type="checkbox"/> PATS station end-users |
| <input type="checkbox"/> Hotels & motels | <input type="checkbox"/> Hotel & motel guests |
| <input type="checkbox"/> Universities | <input type="checkbox"/> Universities dormitory residents |
| <input checked="" type="checkbox"/> Other: Anyone who uses the Company's service | |

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

(a) the application:

Thomas M. Forte, Consultant
Consultant to NxGen Networks, Inc.
Technologies Management, Inc.
P.O. Drawer 200
Winter Park, Florida 32790-0200
Telephone: (407) 740-8575
Facsimile: (407) 740-0613
Internet E-Mail Address: tforte@tminc.com

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

Victoria T. Aguilar, Vice President Legal and Regulatory Affairs
NxGen Networks, Inc.
1700 Lincoln Street, Suite 1920
Denver, Colorado 80203
Phone: (303) 839-9150
Facsimile: (303) 839-9149
Internet E-Mail Address: vaguilar@ildc.net

(c) Complaints/Inquiries from customers:

Customer Service Manager
NxGen networks, Inc.
1700 Lincoln Street, Suite 1920
Denver, Colorado 80203
Phone: (303) 839-9150
Facsimile: (303) 839-9149
Internet E-Mail Address:

19. List the states in which the applicant:

- (a) has operated as an interexchange telecommunications company:**

None

- (b) has applications pending to be certificated as an interexchange telecommunications company:**

None

- (c) is certificated to operate as an interexchange telecommunications company:**

None, however, NxGen anticipates filing Competitive Local Exchange and Interexchange applications in 20 + states by December 31, 2000.

- (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.**

No officer, director or stockholder of the Company has been adjudged bankrupt, mentally incompetent, or found guilty of any felony or of any crime. No officer, director or stockholder of the Company is involved in proceedings which may result in such action.

- (b) **an officer, director partner or stockholder in any other Florida certificated telephone company. If yes, give name of company and relationship. If no longer associated with company, give reason why not.**

No officer, director, partner or stockholder of the Company is an officer director or stockholder in any other Florida certificated telephone company.

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. **MTS with statewide flat rates per minute (i.e. not distance sensitive)**
 Method of access is FGA
 Method of access is FGB
 Method of access is FGD
 Method of access is 800
- D. **MTS for pay telephone service providers.**
- E. **Block of time calling plan (Reach Out Florida, Ring America, etc.)**
- F. **800 Service (Toll free)**
- G. **WATS type service (Bulk or volume discount)**
 Method of access is via dedicated facilities
 Method of access is via switched facilities
- H. **Private line services (Channel Services) (For ex. 1.544 mbps, DS-3, etc.)**
- I. **Travel service**
 Method of access is 950
 Method of access is 800
- J. **900 service**
- K. **Operator Services**
 Available to presubscribed customers
 Available to non presubscribed customers (for example, patrons of hotels, students in universities, patients in hospitals.)
 Available to inmates
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).**

Please see Attachment I.

23. **Submit the following:**

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

B. 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.

C. Financial capability.

The application **should contain** the applicant's audited financial statements for the most recent 3 years. If the applicant does not have audited financial statements, it shall so be stated.

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

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

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

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

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:

A non-refundable application fee of \$250.00 must be submitted with the application.

UTILITY OFFICIAL:



Victoria T. Aguilar
Vice President Legal and Regulatory Affairs
NxGen Networks, Inc.
1700 Lincoln Street, Suite 1920
Denver, Colorado 80203
Phone: (303) 839-9150
Facsimile: (303) 839-9149

Nov 16, 2008
Date

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 check one):

- () 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 payment in excess of one month. (The bond must accompany the application).

UTILITY OFFICIAL:



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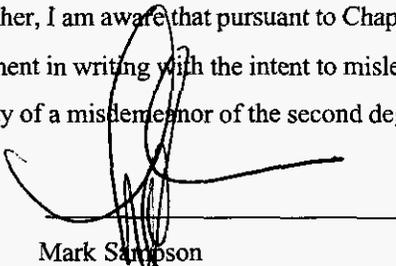
Nov 16, 2000
Date

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 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.

Official:



Mark Simpson

Title:

Chairman/CEO

Address:

1700 Lincoln Street, Suite 1920
Denver, Colorado 80203

Date:

Oct 18, 2000

Telephone:

(303) 839-9150

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:



Victoria T. Aguilar
Vice President Legal and Regulatory Affairs
NxGen Networks, Inc.
1700 Lincoln Street, Suite 1920
Denver, Colorado 80203
Phone: (303) 839-9150
Facsimile: (303) 839-9149

Nov 14, 2000

Date

CERTIFICATE TRANSFER, OR ASSIGNMENT STATEMENT

I, _____ of _____, 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:

Name

Signature

Title

Date

Telephone No.

Fax No.

Address:

NxGen Networks, Inc.

Attachment I

Proposed Tariff

TITLE SHEET

FLORIDA INTEREXCHANGE TELECOMMUNICATIONS TARIFF

OF

NxGen Networks, Inc.

This tariff contains the descriptions, regulations, and rates applicable to the furnishing of interexchange telecommunications services provided by NxGen Networks, Inc. ("NxGen") within the State of Florida. NxGen's principal offices are located at 1700 Lincoln Street, Suite 1920, Denver, CO 80203. This tariff is on file with the Florida Public Service Commission. Copies may be inspected during normal business hours at the Company's principal place of business.

Issued: December 7, 2000

Effective:

Issued by:

Mr. Mark Sampson
1700 Lincoln Street, Suite 1920
Denver, Colorado 80203

FLi9900

CHECK SHEET

Pages of this tariff, as indicated below, are effective as of the date shown at the bottom of the respective pages. Original and revised pages, as named below, comprise all changes from the original tariff and are currently in effect as of the date on the bottom of this page.

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 *

* - indicates those pages includes with this filing

Issued: December 7, 2000

Effective:

Issued by:

Mr. Mark Sampson
1700 Lincoln Street, Suite 1920
Denver, Colorado 80203

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Denver, Colorado 80203

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SYMBOLS

The following are the only symbols used for the purposes indicated below:

- D** - Delete or discontinue.
- I** - Change Resulting in an increase to a Customer's bill.
- M** - Moved from another tariff location.
- N** - New
- R** - Change resulting in a reduction to a Customer's bill.
- T** - Change in text or regulation, but no change in rate or charge.

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Denver, Colorado 80203

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TARIFF FORMAT

A. Sheet Numbering - Sheet numbers appear in the upper right corner of the page. Sheets are numbered sequentially. When a new sheet is added between sheets already in effect, a decimal is added. For example, a new sheet added between sheets 14 and 15 would be 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 sheet version on file with the FPSC. For example, the 4th revised Sheet 14 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 sheet 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).

D. Check Sheets - When a tariff filing is made with the FPSC, an updated Check Sheet accompanies the tariff filing. The Check Sheet lists the sheets contained in the tariff, with a cross reference to the current revision number. When new sheets 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 sheet if these are the only changes made to it (i.e., the format, etc. remain the same, just revised revision levels on some sheets.) The tariff user should refer to the latest check sheet to find out if a particular sheet is the most current on file with the FPSC.

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SECTION 1 - TECHNICAL TERMS AND ABBREVIATIONS

Access Line - An arrangement which connects the Customer's location to an NxGen Networks, Inc. switching center or designated point of presence.

Authorized User - A person, firm, corporation, or any other entity authorized by the Customer to communicate utilizing the Carrier's service.

Customer or End User - The person, firm, corporation or other entity which orders, cancels, amends or uses service and is responsible for payment of charges and compliance with the Company's tariff.

Company or Carrier - NxGen Networks, Inc. unless otherwise clearly indicated by the context.

Commission - The Florida Public Service Commission.

Day - From 8:00 AM up to but not including 5:00 PM local time Monday through Friday.

Equal Access - Where the local exchange company central office provides interconnection to interexchange carriers with Feature Group D circuits. In such end offices, customers presubscribe their telephone line(s) to their preferred interLATA carrier.

Evening - From 5:00 PM up to but not including 11:00 PM local time Sunday through Friday.

FPSC - Florida Public Service Commission.

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SECTION 1 - TECHNICAL TERMS AND ABBREVIATIONS, CONT'D.

Holidays - The Company observes the following holidays: New Year's Day, Independence Day, Labor Day, Thanksgiving Day and Christmas Day.

LEC - Local Exchange Company.

Night/Weekend - From 11:00 PM up to but not including 8:00 AM Sunday through Friday, and 8:00 AM Saturday up to but not including 5:00 PM Sunday.

NxGen - Used throughout this tariff to mean NxGen Networks, Inc.

V & H Coordinates - Geographic points which define the originating and terminating points of a call in mathematical terms so that the airline mileage of the call may be determined. Call mileage is used for the purposed of rating calls.

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Denver, Colorado 80203

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SECTION 2 - RULES AND REGULATIONS

2.1 Undertaking of NxGen Networks, Inc.

NxGen's services and facilities are furnished for communications originating at specified points within the state of Florida under terms of this tariff.

NxGen installs, operates, and maintains the communications services provided hereunder in accordance with the terms and conditions set forth under this tariff. NxGen may act as the Customer's agent for ordering access connection facilities provided by other carriers or entities, when authorized by the Customer, to allow connection of a Customer's location to the NxGen network. The Customer shall be responsible for all charges due for such service arrangement.

The Company's services and facilities are provided on a monthly basis unless otherwise provided, and are available twenty-four hours per day, seven days per week.

Issued: December 7, 2000

Effective:

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1700 Lincoln Street, Suite 1920
Denver, Colorado 80203

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SECTION 2 - RULES AND REGULATIONS, CONT'D.**2.2 Limitations**

- 2.2.1** Service is offered in Equal Access areas only.
- 2.2.2** Service is offered subject to the availability of the necessary facilities and equipment, or both facilities and equipment, and subject to the provisions of this tariff.
- 2.2.3** NxGen reserves the right to discontinue or limit service when necessitated by conditions beyond its control, or when the Customer is using service in violation of provisions of this tariff, or in violation of the law.
- 2.2.4** The Company does not undertake to transmit messages, but offers the use of its facilities when available, and will not be liable for errors in transmission or for failure to establish connections.
- 2.2.5** All facilities provided under this tariff are directly controlled by NxGen Networks, Inc. and the Customer may not transfer or assign the use of service or facilities without the express written consent of the Company. Such transfer or assignment shall only apply where there is no interruption of the use or location of the service or facilities.
- 2.2.6** Prior written permission from the Company is required before any assignment or transfer. All regulations and conditions contained in this tariff shall apply to all such permitted assignees or transferees, as well as all conditions of service.
- 2.2.7** Customers reselling or rebilling services must have a certificate of Public Convenience and Necessity as an interexchange carrier from the Florida Public Service Commission.

2.3 Use

Services provided under this tariff may be used for any lawful purpose for which the service is technically suited.

Issued: December 7, 2000

Effective:

Issued by:

Mr. Mark Sampson
1700 Lincoln Street, Suite 1920
Denver, Colorado 80203

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SECTION 2 - RULES AND REGULATIONS, CONT'D.**2.4 Liabilities of the Company**

- 2.4.1** NxGen's liability for damages arising out of mistakes, interruptions, omissions, delays, errors, or defects in transmission which occur in the course of furnishing service or facilities, in no event shall exceed an amount equivalent to the proportionate charge to the Customer for the period during which the faults in transmission occur.
- 2.4.2** The Company shall not be liable for claim or loss, expense or damage (including indirect, special or consequential damage), for any interruption, delay, error, omission, or defect in any service, facility or transmission provided under this tariff, if caused by any person or entity other than the Company, by any malfunction of any service or facility provided by any other carrier, by an act of God, fire, war, civil disturbance, or act of government, or by any other cause beyond the Company's direct control.
- 2.4.3** The Company shall not be liable for, and shall be fully indemnified and held harmless by Customer against any claim or loss, expense, or damage (including indirect, special or consequential damage) for defamation, libel, slander, invasion, infringement of copy-right 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, or used by the Company under this tariff; or for any act or omission of the Customer; or for any personal injury or death of any person caused directly or indirectly by the installation, maintenance, location, condition, operation, failure, presence, use or removal of equipment or wiring provided by the Company, if not directly caused by negligence of the Company.
- 2.4.4** No agent or employee of any other carrier shall be deemed to be an agent or employee of the Company.
- 2.4.5** The Company shall not be liable for any defacement of or damages to the premises of a Customer resulting from the furnishing of service which is not the direct result of the Company's negligence.

Issued: December 7, 2000

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1700 Lincoln Street, Suite 1920
Denver, Colorado 80203

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SECTION 2 - RULES AND REGULATIONS, CONT'D.**2.5 Deposits**

The Company does not require a deposit from the Customer.

2.6 Advance Payments

For Customers whom the Company feels an advance payment is necessary, NxGen 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 a new advance payment may be collected for the next month.

2.7 Taxes

All state and local taxes (i.e., gross receipts tax, sales tax, municipal utilities tax) are listed as separate line items and are not included in the quoted rates.

2.8 Terminal Equipment

The Company's facilities and service may be used with or terminated in Customer-provided terminal equipment or Customer-provided communications systems, such as a telephone set, PBX or key system. Such terminal equipment shall be furnished and maintained at the expense of the Customer, except as otherwise provided. The Customer is responsible for all costs at his or her premises, including personnel, wiring, electrical power, and the like, incurred in the use of the Company's service. When such terminal equipment is used, the equipment shall comply with the generally accepted minimum protective criteria standards of the telecommunications industry as endorsed by the Federal Communications Commission.

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Denver, Colorado 80203

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SECTION 2 - RULES AND REGULATIONS, CONT'D.**2.9 Installation and Termination**

Service is installed upon mutual agreement between the Customer and the Company. The service agreement does not alter rates specified in this tariff.

2.10 Payment for Service

The Customer is responsible for payment of all charges for services and equipment furnished to the Customer or to an Authorized User of the Customer by NxGen. All charges due by the Customer are payable to the Company or to the Company's authorized billing agent (such as a local exchange telephone company). Terms of payment shall be according to the rules and regulations of the billing agent and subject to the rules of regulatory agencies, such as the FPSC. Any objections to billed charges must be reported to the Company or its billing agent within sixty days after receipt of bill. Adjustments to Customer's bills shall be made to the extent that circumstances exist which reasonably indicate that such changes are appropriate.

2.11 Cancellation by Customer

Customer may cancel service by providing verbal or written notice to the Company.

2.12 Interconnection

Service furnished by NxGen may be connected with the services or facilities of other carriers. Such service or facilities, if used, are provided under the terms, rates and conditions of the other carrier. The Customer is responsible for all charges billed by other carriers for use in connection with NxGen's service. Any special interface equipment or facilities necessary to achieve compatibility between carriers is the responsibility of the Customer.

Issued: December 7, 2000

Effective:

Issued by:

Mr. Mark Sampson
1700 Lincoln Street, Suite 1920
Denver, Colorado 80203

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SECTION 2 - RULES AND REGULATIONS, CONT'D.**2.13 Refusal or Discontinuance by Company**

NxGen may refuse or discontinue service under the following conditions. Unless otherwise stated, the Customer will be given notice and allowed a reasonable time to comply with any rule or remedy any deficiency.

- (a) For non-compliance with and/or violation of any State or municipal law, ordinance or regulation pertaining to telephone service.
- (b) For the use of telephone service for any other property or purpose other than that described in the application.
- (c) For failure or refusal to provide the Company with a deposit or advance payment to insure payment of bills in accordance with the Company's regulations or failure to meet the Company's credit requirements. (See Sections 2.5 and 2.6 of this Tariff for the Company's current Deposit and Advance Payment practices.)
- (d) For neglect or refusal to provide reasonable access to the Company for the purpose of inspection and maintenance of equipment owned by the Company.
- (e) For non-compliance with and/or violation of the Commission's regulations or the Company's rules and regulations on file with the Commission, provided five (5) working days' written notice is given before termination.
- (f) For non-payment of bills for telephone service. Suspension or termination of service shall not be made without five (5) working days' written notice to the Customer, except in extreme cases.
- (g) Without notice in the event of Customer use of equipment in such a manner as to adversely affect the Company's equipment or the Company's service to others.

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SECTION 2 - RULES AND REGULATIONS, CONT'D.**2.13 Refusal or Discontinuance by Company (continued)**

- (h) Without notice in the event of tampering with the equipment furnished and owned by the Company.
- (i) Without notice in the event of unauthorized or fraudulent use of service. Whenever service is discontinued for fraudulent use of service, the Company may, before restoring service, require the Customer to make, at his own expense, all changes in facilities or equipment necessary to eliminate illegal use and to pay an amount reasonably estimated as the loss in revenues resulting from such fraudulent use.
- (j) For failure of the Customer to make proper application for service.
- (k) For Customer's breach of the contract for service between the Company and the Customer.
- (l) When necessary for the Company to comply with any order or request of any governmental authority having jurisdiction.
- (m) For periods of inactivity over sixty (60) days.

2.14 Inspection, Testing and Adjustment

Upon reasonable notice, the facilities provided by the Carrier shall be made available to the Carrier for tests and adjustments as may be deemed necessary by the Carrier for maintenance. No interruption allowance will be granted for the time during which such tests and adjustments are made when the interruption is less than twenty-four consecutive hours.

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SECTION 2 - RULES AND REGULATIONS, CONT'D.**2.15 Tests, Pilots, Promotional Campaigns and Contests**

The Carrier may conduct special tests, pilot programs, waivers and promotions at its discretion to demonstrate the ease of use, quality of service and to promote the sale of its services. Tests, promotions, waivers, etc. will have specific starting and ending dates. Promotions will be filed as part of this tariff and no single promotion will run longer than ninety (90) days over a twelve month period.

2.16 Interruption of Service

Credit allowances for interruptions of service which are not due to the Carrier's testing or adjusting, to the negligence of the Customer, or to the failure of channels, equipment or communications systems provided by the Customer, are subject to the general liability provisions set forth in Section 2.4 herein. It shall be the obligation of the Customer to notify Carrier immediately of any interruption in service for which a credit allowance is desired by Customer. Before giving such notice, Customer shall ascertain that the trouble is not within his or her control, or is not in wiring or equipment, if any, furnished by Customer and connected to Carrier's terminal. Interruptions caused by Customer-provided or Carrier-provided automatic dialing equipment are not deemed an interruption of service as defined herein since the Customer has the option of using the long distance network via local exchange company access.

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SECTION 3 - DESCRIPTION OF SERVICE

3.1 General

Service is offered to residential or business customers and is available from equal access originating end offices only.

3.2 Timing of Calls

3.2.1 Long distance usage charges are based on the actual usage of NxGen's network. The Company will determine that a call has been established through industry standard answer detection methods, including software detection and hardware answer detection, where available.

3.2.2 Chargeable time for a call ends upon disconnection by either party.

3.2.3 The minimum call duration and initial period for billing purposes is one minute.

3.2.4 Unless otherwise specified in this tariff, for billing purposes usage is measured and rounded to the next higher full minute.

3.2.5 No charges apply for incomplete calls.

3.2.6 Minimum Call Completion Rate

A Customer can expect a call completion rate (number of calls completed / number of calls attempted) of not less than 90% during peak use periods for all FG D services "1+" dialing).

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SECTION 3 - DESCRIPTION OF SERVICE, CONT'D.**3.3 Calculation of Distance**

Usage charges for all mileage sensitive products are based on the airline distance between the serving wire center locations associated with the originating and terminating points of the call.

The distance between the originating and terminating points is calculated by using the "V" and "H" coordinates of the serving wire centers as defined by BellCore (Bell Communications Research), in the following manner:

- Step 1 Obtain the "V" and "H" coordinates for the serving wire center of the originating and the destination points.
- Step 2 Obtain the difference between the "V" coordinates of each of the wire centers. Obtain the difference between the "H" coordinates.
- Step 3 Square the differences obtained in Step 2.
- Step 4 Add the squares of the "V" difference and "H" difference obtained in Step 3.
- Step 5 Divide the sum of the square obtained in Step 4 by ten (10). Round to the next higher whole number if any fraction results from the division.
- Step 6 Obtain the square root of the whole number obtained in Step 5. Round to the next higher whole number if any fraction is obtained. This is the distance between the originating and terminating serving wire centers of the call.

Formula:

$$\sqrt{\frac{(V_1 - V_2)^2 + (H_1 - H_2)^2}{10}}$$

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SECTION 3 - DESCRIPTION OF SERVICE, CONT'D.

3.4 NxGen Direct Dial Service

NxGen Direct Dial Service available to Customers who originate direct dialed calls within the State. This service permits origination of intrastate calls from diverse Customer's local exchange or dedicated access facilities.

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SECTION 4 - RATES

4.1 General

Each Customer is charged individually for each call placed through the Carrier. Charges are computed on an airline mileage basis as described in Section 3.3 of this tariff.

Rates vary by mileage band, time of day, day of week, call duration and product type.

Customers are billed based on their use of NxGen's long distance service. No installation charges or fixed monthly recurring charges apply. Volume discounts based on the customer's total monthly usage may apply.

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SECTION 4 - RATES, CONT'D.

4.2 Time of Day Rate Periods

The appropriate rates apply for day, evening and night/weekend calls based on the following chart.

	MON	TUES	WED	THUR	FRI	SAT	SUN
8:00 AM TO 5:00 PM *	DAYTIME RATE PERIOD						
5:00 PM TO 11:00 PM *	EVENING RATE PERIOD					EVE	
11:00 PM TO 8:00 AM *	NIGHT/WEEKEND RATE PERIOD						

* to, but not including

Calls are billed based on the rate in effect for the actual time period(s) during which the call occurs. Calls that cross rate period boundaries are billed the rates in effect in that boundary for each portion of the call.

4.3 Holiday Rates

The Company does not offer Holiday Rates.

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SECTION 4 - RATES, CONT'D.

4.4 NxGen Direct Dial Service

NxGen Direct Dial Service available to Customers who originate direct dialed calls within the State. This service permits origination of intrastate calls from diverse Customer's local exchange or dedicated access facilities.

4.4.1 Rate Plan A

	DAY		EVENING		NIGHT/WKND	
	1 st Minute	Ea. Addl. Minute	1 st Minute	Ea. Addl. Minute	1 st Minute	Ea. Addl. Minute
All Mileage Bands	\$0.2400	\$0.2400	\$0.1700	\$0.1700	\$0.1500	\$0.1500

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SECTION 4 - RATES, CONT'D.**4.5 Special Promotions**

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

4.6 Special Rates for the Handicapped**4.6.1 Directory Assistance**

There shall be no charge for up to fifty calls per billing cycle from 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.

4.6.2 Hearing and Speech Impaired Persons

Intrastate toll message rates for TDD users shall be evening rates for daytime calls and night rates for evening and night calls.

4.6.3 Telecommunications Relay Service

For intrastate toll calls received from the relay service, the Company will, when billing relay calls, discount relay service calls by 50 percent off of the otherwise applicable rate for a voice nonrelay 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 of the otherwise applicable rate for a voice nonrelay 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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NxGen Networks, Inc.

Attachment II

Secretary of State

NxGen Networks, Inc.

Attachment III

Financial Statements

NxGen Networks, Inc.
Financial Statement Overview

NxGen Networks, Inc. ("NxGen") is providing the financial statements of its subsidiary company, International Long Distance Corporation ("ILDC"), as the financial statements of NxGen. NxGen recently participated in a share exchange with International Long Distance Corporation through which it gained approximately 82% of the assets of ILDC (see Page 17 of the financial statement).¹ The company is in the process of merging ILDC into NxGen. As such, the financial statements of ILDC are in essence the financial statements of NxGen. All future financial statements issued by the company will bare the NxGen Networks, Inc. name.

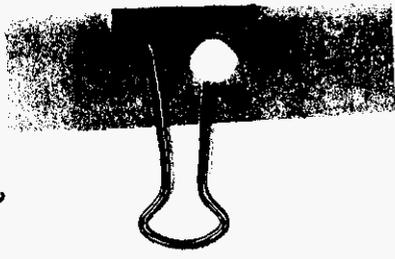
NxGen has access to additional sources of cash via cash infusions from stockholders, sale of preferred stock and other equity financing sources. NxGen also has access to credit financing sources via lines of credit, loans, capital leases on future purchases of equipment, etc. There are a myriad of options for NxGen to obtain additional sources of cash. At this point, NxGen does not anticipate needing to use any of these sources. NxGen expects their financing to come from the profits of the operation once they are certificated from the Public Utility/Service Commissions.

Summary

NxGen has established a strong team to support its venture into the telecommunications market. NxGen has and will outsource business functions to obtain expertise and provide a financial and technical competitive advantage in the industry.

As noted in the analysis documented above, NxGen has prepared prudently for its venture into the resold interexchange services market. NxGen has positioned itself to add large amounts of revenue growth while keeping expenses under control. NxGen has sufficient financial capability to provide the requested telecommunication services, sufficient financial capability to meet all lease and ownership obligations, and sufficient financial capability to maintain a large Customer base.

¹ NxGen Networks, Inc. was formed as a Nevada Corporation on November 26, 1980 as Avery, Armstrong & Associates, Architects and Engineers, Inc. On September 1, 1998, the company filed for a revival and changed Avery, Armstrong & Associates, Architects & Engineers, Inc. to Old Night, Inc. Again on August 31, 2000, Old Night, Inc. amended the corporation to NxGen Networks, Inc.



December 6, 2000
Overnight Delivery

210 N. Park Ave.
Winter Park, FL
32789

Ms. Blanca Bayo, Director
Division of Records and Reporting
Florida Public Service Commission
2540 Shumard Oaks Boulevard
Tallahassee, Florida 32399-0850

DEPOSIT

DATE

D395

DEC 11 2000

081765-77

P.O. Drawer 200
Winter Park, FL
32790-0200

RE: Application and Initial Tariff of NxGen Networks, Inc. for Authority to Provide Interexchange Telecommunications Services within the State of Florida.

Tel: 407-740-8575
Fax: 407-740-0613
tmi@tminc.com

Dear Ms. Bayo:

Enclosed for filing are the original and six (6) copies of the above-referenced application and initial tariff of NxGen Networks, Inc.

Also enclosed is a Technologies Management, Inc. check in the amount of \$250, to cover the filing fee.

Please acknowledge receipt of this mailing by returning, filed stamped, the extra copy of this letter in the self-addressed stamped envelope provided for that purpose.

Any questions you may have regarding this application may be addressed to me at the above address, or by calling (407) 740-8575. Thank you for your assistance.

Sincerely,

TECHNOLOGIES MANAGEMENT, INC.
P.O. BOX 200
WINTER PARK, FL 32790-0200
(407) 740-8575

AM SOUTH BANK
ORLANDO, FLORIDA
63-466/631

27979

11/2/2000

PAY TO THE ORDER OF Florida Public Service Commission

\$ **250.00

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

DOLLARS

Florida Public Service 119.07(1)(z), Florida Statutes: Bank account numbers
Records & Reporting or debit, charge, or credit card numbers given to an
2540 Shumard Oaks agency for the purpose of payment of any fee or debt
Tallahassee, FL 3230 owing are confidential and exempt from subsection (1)
MEMO: florida Public Service C and s.24(a), Art. 1 of the State Constitution . . .

TECHNOLOGIES MANAGEMENT, INC.