

VLA Associates, LLC

1075 Rosewood Drive, Grapevine, Texas 76051

December 11, 2000

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

001812 - TX

Re: Application to provide Authority as an Alternative Local Exchange Service within the State of Florida by Vitcom Corporation.

Dear Sirs:

Attached is an original application plus six (6) copies along with the \$250.00 filing fee for Vitcom Corporation. VLA Associates, LLC prepared the application as well as issued the filing fee of \$250.00 on behalf of Vitcom Corporation. If there, are any questions regarding the application please contact the following:

Mark Angell
1075 Rosewood Drive
Grapevine, TX 76051
(817) 329-7424 - telephone
(817) 421-4789 - facsimile

DEPOSIT

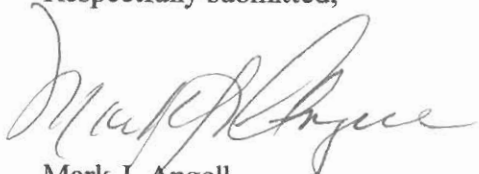
DATE

D399

DEC 22 2000

The Applicant is looking forward to conducting business within the State of Florida as a ALEC.

Respectfully submitted,



Mark J. Angell
VLA Associates, LLC

cc: Vitcom

MAIL ROOM
00 DEC 21 AM 11:57

(817) 329-7424 telephone (817) 421-4789 facsimile

DOCUMENT NUMBER DATE

16344 DEC 21 8

FPSC-RECORDS/REPORTING

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;

Vitcom Corporation

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

Vitcom Corporation

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

111 John Street
Suite 1400
New York, NY 10038

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

none

6. Structure of organization:

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

7. If individual, provide:

Name: _____

Title: _____

Address: _____

City/State/Zip: _____

Telephone No.: _____ Fax No.: _____

Internet E-Mail Address: _____

Internet Website Address: _____

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

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

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

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

F 00000005377

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: n/a

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

(a) The Florida Secretary of State registration number:

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

Name: _____

Title: _____

Address: _____

City/State/Zip: _____

Telephone No.: _____ Fax No.: _____

Internet E-Mail Address: _____

Internet Website Address: _____

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

(a) The Florida registration number: _____

14. **Provide F.E.I. Number(if applicable):** 13 - 4101490

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.

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.

none

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

(a) The application:

Name: Mark Angell

Title: Consultant

Address: 1075 Rosewood Dr.

City/State/Zip: Grapevine, TX 76051

Telephone No.: 817-329-7424 Fax No.: 817-421-4789

Internet E-Mail Address: mark.angell@gte.net

Internet Website Address: _____

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

Name: Mordy Friedman
Title: Operations Manager
Address: 111 John Street, Suite 1400
City/State/Zip: New York, NY 10038
Telephone No.: 212-571-4000 Fax No.: 212-571-4079

Internet E-Mail Address: mordy@vitcom.net
Internet Website Address: _____

(c) Complaints/Inquiries from customers:

Name: Josh Campos
Title: Manager
Address: 111 John Street, Suite 1400
City/State/Zip: New York, NY 10038
Telephone No.: 212-571-4000 Fax No.: 212-571-4079

Internet E-Mail Address: JCampos@vitcom.net
Internet Website Address: _____

17. **List the states in which the applicant:**

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

New York

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

California

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

New York

(d) has been denied authority to operate as an alternative local exchange 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

18. 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. **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.

THIS PAGE MUST BE COMPLETED AND SIGNED

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:

Zalmen Ashkenazi

Print Name

Pres. & CEO

Title

212-571-4800

Telephone No.



Signature

12-7-00

Date

212-571-4059

Fax No.

Address:

111 John Street

Suite 1400

New York, NY 10038

THIS PAGE MUST BE COMPLETED AND SIGNED

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:

Zalmen Ashkenazi

Print Name

Pres. & CEO

Title

212-571-4000

Telephone No.



Signature

12-7-00

Date

212-571-4059

Fax No.

Address:

111 John Street

Suite 1410

New York, NY 10038

INTRASTATE NETWORK (if available)

Chapter 25-24.825 (5), Florida Administrative Code, requires the company to make available to staff the alternative local exchange service areas only upon request.

1. **POP:** Addresses where located, and indicate if owned or leased.

1) _____ 2) _____

3) _____ 4) _____

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

1) _____ 2) _____

3) _____ 4) _____

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

POP-to-POP

OWNERSHIP

1) _____

2) _____

3) _____

4) _____

CERTIFICATE SALE, TRANSFER, OR ASSIGNMENT STATEMENT

I, (Name) _____
(Title) _____ of (Name of Company)

and current holder of Florida Public Service Commission Certificate Number # _____
_____, have reviewed this application and join in the petitioner's request for a:

- () sale
- () transfer
- () assignment

of the above-mentioned certificate.

UTILITY OFFICIAL:

Print Name

Signature

Title

Date

Telephone No.

Fax No.

Address: _____

Zalmen Ashkenazi
111 John St. Suite 1400
New York, N.Y. 10038
212-571-4000
e-mail:zalmen@vitcom.net

Mr. Ashkenazi has been involved in the Telecommunications industry for over 10 years. His vast knowledge and experience in the field of Telecommunications has propelled him to his current position as Chief Executive Officer, President, and Chief Technical Officer, of VITCOM Corporation. VITCOM Corp. is a global wholesale long distance carrier on a Voice Over Internet Protocol (VoIP) Network. VITCOM has one of the largest Clarent based networks, in the VoIP community, and intends on pursuing its (GLN) Global Local Network strategy, enabling it to provide voice, data, and fax over its IP network.

At an early age, Mr. Ashkenazi started a vendor owned pay phone business named TotalTel. In 1994, after the sale of TotalTel, Mr. Ashkenazi founded All World Communications - a Long Distance Service Provider, and Nations Telecom, a 1 Plus Reseller and Debit Card Provider, where he had 250 agents under his management.

In 1997, while still at Nations Telecom, Mr. Ashkenazi established TechNet International, seeking to pursue the then emerging technology of Voice over Internet Protocol (VoIP).

In December of 1999, VITCOM Corporation acquired Technet International, where Mr. Ashkenazi retains his current position. As of the first two quarters of 2000, VITCOM Corp. generated approximately \$8.5 million of revenues, mainly due to the leadership of Mr. Ashkenazi.

Mr. Ashkenazi graduated from the College of United Talmudical Academy in Monroe, New York.

Heather Cox

30 Avenue at Port Imperial #421, W. New York, NJ, 07093
e-mail: hcox@vitcom.net

- **Results-oriented, organized creative marketing and communications professional with a unique combination of business savvy and creative flair.**

Professional Qualifications

- Write, design and produce all creative materials utilizing desktop layout and publishing techniques (web content, marketing communications material, collateral, sales tools, direct response/mail, promotional materials, advertising and presentations)
- Edit various marketing communications vehicles for accuracy, style and layout
- Development and execution of successful marketing strategies and programs
- Key problem solver to daily project challenges
- Successfully administrate, manage and track multiple, multi-faceted projects concurrently
- Conceive innovative, effective marketing and sales supportive ideas and events for current and future implementation
- Supervise various staff (includes vendors, in-house staff and outsourced staff)
- Establish and maintain effective liaisons with various vendors, service providers and internal departments
- Schedule and oversee all project production schedules to include interaction with vendors and other internal departments

Experience

1999 – 2000	Director of Marketing/Sales <i>VITCOM Corporation, New York</i>
1997 – 1999	Major Account Manager <i>MCI/WCOM, New York</i>
1994 - 1997	Account Executive <i>Sprint Business, New York</i>
1991 – 1993	Business Development <i>Harris Exploration, New Orleans</i>

Education

May 1993 **Bachelor of Arts**
Major: Business Minor: Marketing
Tulane University, New Orleans, LA

Computer Skills

Fluent in desktop publishing, illustrative/drawing, graphics presentation, spreadsheet, database and word processing software programs for both the Apple/Macintosh and the IBM environments.

Managerial & Technical Capabilities

Managerial - Resumes attached

Technical - Resumes attached.

The Applicant will utilize the technical capabilities of the incumbent local exchange carrier (ILEC) because the Applicant will purchase services in unbundled network elements (UNE). The ILEC will manage the network elements on behalf of the Applicant.

Rashid Khan
222 Woodfield Road
W. Hempstead, NY 11552
(516)485-5688

EDUCATION:

University of Surrey, Guilford, United Kingdom, 1990-91
MSE, Concentration in Computer Integrated Manufacturing
Netherlands Institute of Management, Delft, Netherlands, 1986-87
MBA Degree, Concentration in Strategic Management and Finance
Liverpool University, Liverpool, England, 1975-79
B.Sc. in Mechanical Engineering
AT&T University of Sales Excellence, Cincinnati, USA, 1993
Bachelor of Sales

EXPERIENCE:

Vitcom Corporation

Director Carrier sales & Projects: present

Worked on different projects for settlement rates with PTT's and VOIP in four countries. Successfully signed contracts with two PTT's for settlement rates & established offices for Internet services with local partners overseas. Signed contracts with ISP bandwidth provider for our customers. Managed a team of sales professionals and project management and achieved targeted results.

Caricall Communications Inc. New York Branch, West Hempstead.

Director of Sales & Marketing, N.E Region: Dec. 1996 - July 1998.

Managed N.E region Branch, hired, trained and motivated personnel. Involved in decision making, planning sales & marketing strategies and implementing these strategies effectively. Working with different PTT's for a favourable settlement rates, Private lines and other services. Successfully signed agreement with National carriers and resellers. Signed new agents and resellers for our products, trained and motivated them. My team's revenue went to \$40 million.

AT&T Commercial Markets, Greater New York Branch, Melville, NY

Manager, International Account's Team 1991- 1996

Managed territory from Connecticut to Long Island and ten account executives and consultants from different ethnic background. My multi cultural team generated a revenue of 1.2 million dollars and consultants retained accounts worth over 10 millions dollars. Involved in hiring and training of account executives and multi-cultural team. Won a number of times manager of the month. As an account executive and consultant was responsible for maintaining an account base of 3.5 million dollars annually while actively pursuing OCC opportunities in the international market arena. The products sold were, long distance, private lines, cellular phone, pagers, internet and web hostings. Member of the various Professional Associations. Maintained a 500% average of monthly quota attainment. Won Salesperson of the Month Award numerous times; top ten Accounts manager in USA, won 200% Club Award; attended 1994 Achiever's Club Circle of Excellence.

Artistic Computers Inc. New York

Sales & Marketing Manager: 1991- 1992

Recruited, trained and motivated sales and marketing team and monitored their efficiency. Set targets for Account Executives and Sales associates. Selected programmers from overseas to write/ create new software. This team developed programs in more than five ethnic languages. Analyzed markets, developed and implemented Sales and Marketing plan. by virtue of this plan and team effort revenue increased by two folds.

CIM Development Center, Vasteras, Sweden

Project Consultant, January 1991-June 1991

Sponsored by the European Community and the University of Surrey to work on a six month project on Activity Based Costing System in Advanced Manufacturing Environment. Developed an Activity Based Costing System for the ABB Relays Sweden, which determines more accurate product cost.

Nassau Laboratories, New York

Manager of Finance & Marketing, 1987-90

Analyzed sales, marketing and financial records, developed sales and marketing strategies. Participated in trading activities, negotiated sales and service contracts. Selected personnel, involved in staff development and monitored their efficiency. Planned, managed and controlled the financial resources ensuring effective monitoring of budgeted revenue and to ensure that budget targets and strategic plans are met. Conducted business and market studies, SWOT analyses of the business and industry and identified new markets. Forecasted trends and developed strategic plans for entry into the new markets. Motivated the staff and personally implemented a new market plan increasing sales by 100% in the first year. Achieved all of the planned targets which increased revenue by three times within two years.

IRISL, Teheran, Iran

Project General Manager/Chief Engineer, 1979-86

Managed international marine/mechanical related projects; promoted five times. Supervised projects worth over \$300 million in Japan and South Korea; responsible for project management staff of 500 personnel. Participated in projects from feasibility studies to implementation stages. Acted as principal line of communication between head office and the builders. Selected personnel. Managed multimillion dollar budget; participated in strategic planning. Successfully introduced cost control measures; actively participated in machinery layout, propulsion systems, pipe diagrams, auxiliary machinery, main engine installation, auxiliary boilers, refrigeration plants, air compressors, air conditioning plants, and trial of machinery. Kept head office advised on issues regarding personnel, projects and finances. Projects completed on time and within the budget.

CONFERENCES & SEMINARS:

Finance in the Global Market, Strategies & Tactics for competing Globally, Technology through Global Switched Service, Getting Started with Networking, Handling Objections with building Rapport, Cross Cultural Business Negotiations & Communications, Getting past the Screener, Recognizing Buying Skills, Customer Focused Sale Approach & communication Skills, FMS, CIM Architecture and Key Technology, CIM/OSI Network Design and Implementation Technologies, CAD, Advanced Design Analysis Methods, Integrated Production Control and Management Systems (MRP, MRPII, JIT, and OPT), Software Engineering, TRA 1997, COMTEL 1997, ACTA 1998, COMTEL 1999.

Financial Statements

1. The Applicant has sufficient financial capability to provide service throughout the entire State of Florida as a certified local exchange carrier(CLEC) utilizing unbundled network elements (UNE) agreements of the incumbent local exchange carrier's (ILEC's).

See attached financial statements.

2. The Applicant has sufficient financial capability to maintain the requested service. The Applicant does have the financial ability to maintain the requested service(s) and the attached financial statements will indicate the ability.
3. The Applicant has sufficient financial capability to meet its lease and/or ownership obligations as the attached financials show.

APPENDIX A – Historical Financial Statements

**-Technet International, Inc.
Balance Sheet as of 12/31/99**

**-Technet International, Inc.
Statement of Operations for the year ended 12/31/99**

**-Vitcom Corporation
Balance Sheet as of 7/31/00**

**-Vitcom Corporation
Statement of Operations for the seven months ended 7/31/00**

TechNet International, Inc.

Balance Sheet

	11/30/99 (UNAUDITED)	12/31/99 (UNAUDITED)
CURRENT ASSETS		
Cash in bank	\$ (66,806)	\$ (114,205)
Accounts receivable	343,582	248,122
Advance payments	125,000	175,000
Total Current Assets	401,776	308,917
PROPERTY, PLANT & EQUIPMENT (Net)	8,404,277	7,621,482
OTHER ASSETS - Goodwill		1,296,496
Total Assets	\$ 8,806,053	\$ 9,226,895
LIABILITIES AND STOCKHOLDER'S EQUITY		
Security deposits from customers	\$ 366,954	\$ 371,955
Due to Clarent	4,000,000	4,000,000
Accounts payable and accrued expenses	707,430	693,606
Total Current Liabilities	5,074,384	5,065,561
LONG-TERM LIABILITIES		
Note Payable- GMCPG	1,400,000	1,400,000
Loans payable- other	2,028,853	2,026,853
Total long-term liabilities	3,428,853	3,426,853
Total liabilities	8,503,237	8,492,414
STOCKHOLDER'S EQUITY		
Common Stock	1,584	1,584
Convertible Notes Payable	3,954,352	4,061,613
Preferred Stock	-	-
Retained earnings(deficit)	(3,653,120)	(3,328,716)
Total Stockholder's Equity	302,816	734,481
Total Liabilities & Stockholder's Equity	\$ 8,806,053	\$ 9,226,895

TechNet International, Inc.
Statement of Operations

	Eleven Months - 11/30/99 (UNAUDITED)		Year Ended 12/31/99 (UNAUDITED)	
Gross Sales	\$ 8,091,437	100.0%	\$ 9,049,591	100.0%
Costs of Goods Sold	7,348,016	90.8%	8,277,748	91.5%
Gross Profit	743,421	9.2%	771,843	8.5%
Selling, General & Administrative Expenses	1,273,131	15.7%	1,445,166	16.0%
Earnings before Interest, Taxes, Depreciation and Amortization(EBITDA)	(529,710)	-6.5%	(673,323)	-7.4%
Other Income(Expenses)				
Depreciation			800,000	8.8%
Discontinued Operations - HemiMex	366,271	4.5%	366,271	4.0%
Discontinued Operations - China	309,813	3.8%	309,813	3.4%
Discontinued Operations - Taiwan	37,986	0.5%	37,986	0.4%
Reserve for A/Rec- H. Fass	853,294			
Reserve for A/Rec- C. Martin	442,963			
Interest expense - loans	298,927	3.7%	327,407	3.6%
Total Other Expenses	2,309,254	28.5%	1,841,477	20.3%
Net Income(Loss) Before Provision for Income Taxes	(2,838,964)	-35.1%	(2,514,800)	-27.8%
Provision for Income Taxes	-	0.0%	-	0.0%
Net income(Loss)	\$ (2,838,964)	-35.1%	\$ (2,514,800)	-27.8%

VITCOM CORPORATION AND SUBSIDIARY

Consolidated Balance Sheet - July 31, 2000

	Unaudited
CURRENT ASSETS	
Cash in bank	370,049
Accounts receivable - trade	1,038,816
Accounts receivable - Other	350,000
Advance payments	831,832
Prepaid expenses and other assets	-
Deferred Charges - Global Network	463,682
Due from CoLotel	441,952
Due from TechNet	-
Total Current Assets	3,496,331
PROPERTY, PLANT & EQUIPMENT(Net)	10,027,821
OTHER ASSETS	
Due from related parties	
OTHER ASSETS:	
Prepaid Insurance	15,255
Deposit on investment - HH	220,000
Deposit of Leashold Office	149,967
Goodwill	1,906,571
Organization expense	165,606
Total Other Assets	2,457,399
Total Assets	15,981,552
LIABILITIES AND STOCKHOLDER'S EQUITY	
Current portion of long-term debt	
Security deposits from customers	187,376
Due to Vitcom	-
Accounts payable and accrued expenses	1,114,397
Total Current Liabilities	1,301,773
LONG-TERM LIABILITIES	
Notes payable- other	166,667
Total long-term liabilities	166,667
Total liabilities	1,468,440
STOCKHOLDER'S EQUITY	
Common Stock	4,411,151
Preferred Stock	14,129,611
Retained earnings(deficit)	(4,027,651)
Total Stockholder's Equity	14,513,111
Total Liabilities & Stockholder's Equity	15,981,552

VITCOM CORPORATION AND SUBSIDIARY

Consolidated Statement of Operations Seven Months Ended July 31, 2000

	April, 2000		May, 2000		June, 2000		July, 2000		YTD July 2000	
	Unaudited		Unaudited		Unaudited		Unaudited		Unaudited	
Gross Sales	1,066,075	100.0%	1,274,852	100.0%	1,600,233	100.0%	1,566,219	100.0%	8,496,369	100.0%
Costs of Goods Sold	809,086	75.9%	996,563	78.2%	1,144,073	71.5%	1,248,591	79.7%	7,160,571	84.3%
Gross Profit	256,987	24.1%	278,289	21.8%	456,160	28.5%	317,628	20.3%	1,335,825	15.7%
Selling, General & Administrative Expenses	81,158	7.6%	230,963	18.1%	280,925	17.6%	357,878	22.8%	1,618,705	18.5%
Earnings before Interest, Taxes, Depreciation and Amortization(EBITDA)	175,829	16.5%	47,326	3.7%	175,235	11.0%	(40,250)	-2.6%	(282,880)	-3.3%
Other Income(Expenses)										
Depreciation	(70,000)	-6.6%	(70,000)	-5.5%	(70,000)	-4.4%	(128,332)	-8.2%	(538,332)	-6.3%
Interest Income	7,476	0.7%	5,788	0.5%	4,353	0.3%	2,156	0.1%	19,953	0.2%
Interest expense - loans	(42,934)	-4.0%	(60)	0.0%	-	0.0%	(24,469)	-1.6%	(161,401)	-1.9%
Total Other Expenses	(105,458)	-9.9%	(64,272)	-5.0%	(65,647)	-4.1%	(150,645)	-9.6%	(579,770)	-6.8%
Net Income(Loss) Before Provision for Income Taxes	70,371	6.6%	(16,946)	-1.3%	109,588	6.8%	(190,895)	-12.2%	(962,650)	-11.3%
Provision for Income Taxes	-		-		-		-		-	0.0%
Net Income(Loss)	70,371	6.6%	(16,946)	-1.3%	109,588	6.8%	(190,895)	-12.2%	(962,650)	-11.3%

VITCOM CORPORATION AND SUBSIDIARY

Consolidated Balance Sheet - August 31, 2000

ASSETS

CURRENT ASSETS

	<u>Consolidated</u>
Cash in bank	125,896
Accounts receivable - trade	1,378,211
Accounts receivable - JJ & Other	279,843
Advance payments	816,798
Deferred Charges - Global Network	523,697
Due from CoLotel	441,952
Due from TechNet	-

Total Current Assets 3,566,397

PROPERTY, PLANT & EQUIPMENT(Net)

9,866,913

OTHER ASSETS:

Prepaid Insurance	19,057
Investments in Subsidiaries	220,000
Deposit of Leashold Office	149,967
Goodwill	1,871,496
Organization expense	165,606

Total Other Assets 2,426,126

Total Assets 15,859,437

LIABILITIES AND STOCKHOLDER'S EQUITY

Security deposits from customers	219,876
Due to Vitcom	-
Accounts payable and accrued expenses	1,047,916

Total Current Liabilities 1,267,792

LONG-TERM LIABILITIES

Notes payable- other	145,833
Total long-term liabilities	145,833

Total liabilities 1,413,625

STOCKHOLDER'S EQUITY

Common Stock	4,411,151
Preferred Stock	14,129,612
Retained earnings(deficit)	(4,094,951)
Total Stockholder's Equity	14,445,812

Total Liabilities & Stockholder's Equity 15,859,437

VITCOM CORPORATION AND SUBSIDIARY

Consolidated Statement of Operations
Eight Months Ended August 31, 2000

	April, 2000 Unaudited		May, 2000 Unaudited		June, 2000 Unaudited		July, 2000 Unaudited		YTD July 2000 Unaudited		August, 2000 Unaudited		YTD August 2000 Unaudited	
Gross Sales	1,066,075	100.0%	1,274,652	100.0%	1,800,233	100.0%	1,566,219	100.0%	8,496,398	100.0%	1,847,922	100.0%	10,344,315	100.0%
Costs of Goods Sold	809,068	75.9%	998,563	78.2%	1,144,073	71.6%	1,246,591	79.7%	7,160,571	84.3%	1,543,488	83.5%	8,704,059	84.1%
Gross Profit	256,987	24.1%	276,289	21.8%	456,160	25.5%	317,628	20.3%	1,335,826	15.7%	304,434	16.5%	1,640,259	15.9%
Selling, General & Administrative Expenses	81,156	7.6%	230,963	18.1%	280,825	17.6%	357,676	22.8%	1,618,705	18.5%	245,326	13.3%	1,894,031	18.5%
Earnings before Interest, Taxes, Depreciation and Amortization(EBITDA)	175,829	16.5%	47,326	3.7%	175,235	11.0%	(40,250)	-2.6%	(292,880)	-3.3%	59,108	3.2%	(223,772)	-2.2%
Other Income(Expenses)	(70,000)	-6.6%	(70,000)	-5.5%	(70,000)	-4.4%	(126,332)	-8.2%	(536,332)	-6.3%	(66,832)	-4.8%	(624,164)	-6.0%
Depreciation	7,478	0.7%	5,788	0.5%	4,353	0.3%	2,156	0.1%	19,963	0.2%	817	0.0%	20,560	0.2%
Interest income	(42,934)	-4.0%	(60)	0.0%	-	0.0%	(24,469)	-1.6%	(161,401)	-1.9%	(6,117)	-0.3%	(167,518)	-1.6%
Interest expense - loans	(105,456)	-9.9%	(84,272)	-6.6%	(65,647)	-4.1%	(150,848)	-9.6%	(679,770)	-8.0%	(91,332)	-4.9%	(771,102)	-7.5%
Total Other Expenses														
Net Income(Loss) Before Provision for Incom	70,371	6.6%	(16,948)	-1.3%	109,588	6.8%	(190,895)	-12.2%	(902,650)	-11.3%	(32,224)	-1.7%	(994,674)	-9.6%
Provision for Income Taxes	-	-	-	-	-	-	-	-	-	0.0%	-	-	-	0.0%
Net Income(Loss)	70,371	6.6%	(16,948)	-1.3%	109,588	6.8%	(190,895)	-12.2%	(902,650)	-11.3%	(32,224)	-1.7%	(994,674)	-9.6%

Unaudited For Board of Directors Use Only

VITCOM CORPORATION AND SUBSIDIARY

Consolidated Statement of Operations
Eight Months Ended August 31, 2000

	YTD August 2000 Unaudited	
Gross Sales	10,344,318	100.0%
Costs of Goods Sold	8,704,059	84.1%
Gross Profit	1,640,259	15.9%
Selling, General & Administrative Expenses	1,864,031	18.5%
Earnings before Interest, Taxes, Depreciation and Amortization(EBITDA)	(223,772)	-2.2%
Other Income(Expenses)		
Depreciation	(624,164)	-6.0%
Interest income	20,580	0.2%
Interest expense - loans	(167,518)	-1.6%
Total Other Expenses	(771,102)	-7.5%
Net Income(Loss) Before Provision for Income Taxes	(994,874)	-9.6%
Provision for Income Taxes	-	0.0%
Net Income(Loss)	(994,874)	-9.6%

Unaudited For Board of Directors Use Only

VITCOM CORPORATION AND SUBSIDIARY

Consolidated Statement of Operations
Eight Months Ended August 31, 2000

UNAUDITED

	VITCOM		TechNet		Eliminations	Consolidated	
Gross Sales	4,280,945	100.0%	9,916,223	100.0%	3,852,851	10,344,318	100.0%
Costs of Goods Sold	3,854,276	90.0%	8,702,634	87.8%	3,852,851	8,704,059	84.1%
Gross Profit	426,669	10.0%	1,213,590	12.2%	0	1,640,259	15.9%
Selling, General & Administrative Expenses	558,685	13.1%	1,305,346	13.2%		1,864,031	18.0%
Earnings before Interest, Taxes, Depreciation and Amortization(EBITDA)	(132,015)	-3.1%	(91,756)	-0.9%	0	(223,772)	-2.2%
Other Income(Expenses)							
Depreciation	(74,164)		(550,000)	-5.5%	0	(624,164)	-6.0%
Interest income	20,580	0.5%		0.0%	0	20,580	-9.2%
Interest expense - loans	-	0.0%	(167,518)	-1.7%	0	(167,518)	-1.6%
Total Other Expenses	(53,584)	-1.3%	(717,518)	-7.2%	0	(771,102)	-7.5%
Net Income(Loss) Before Provision for Income Taxes	(185,599)	-4.3%	(809,274)	-8.2%		(994,874)	-9.6%
Provision for Income Taxes	-	0.0%	-	0.0%		-	0.0%
Net Income(Loss)	(185,599)	-4.3%	(809,274)	-8.2%		(994,874)	-9.6%

Unaudited For Board of Directors Use Only

VLA Associates, LLC
1075 Rosewood Drive, Grapevine, Texas 76051

December 11, 2000

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

001812-TV

Re: Application to provide Authority as an Alternative Local Exchange Service within the State of Florida by Vitcom Corporation.

Dear Sirs:

Attached is an original application plus six (6) copies along with the \$250.00 filing fee for Vitcom Corporation. VLA Associates, LLC prepared the application as well as issued the filing fee of \$250.00 on behalf of Vitcom Corporation. If there, are any questions regarding the application please contact the following:

Mark Angell
1075 Rosewood Drive
Grapevine, TX 76051
(817) 329-7424 - telephone
(817) 421-4789 - facsimile

DEPOSIT

DATE

D399

DEC 22 2000

The Applicant is looking forward to conducting business within the State of Florida as a ALEC.

Respectfully submitted,

Mark J. Angell

REDACTED

VLA ASSOCIATES LLC
1075 ROSEWOOD DR
GRAPEVINE, TX 76051

1477

32-115/1110
BRANCH 238

DATE 12-18-00

PAY TO THE ORDER OF

Florida Public Service Commission \$ 250.00/12

Two hundred fifty & 00/100

DOLLARS Security features included. Details on back.

CHASE The Chase Merchant Bank
Metropolitan Branch Region
201 Main Street
Dallas, TX 76102

MAIL

2 330 00

DOCUMENT NUMBER-DATE

16344 DEC 21 8

FPSC-RECORDS/REPORTING

FOR

