



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

June 22, 2001

Via Overnight

Blanca Bayo, Director
Division of Records and Reporting
Florida Public Service Commission
2540 Shumard Oak Blvd.
Tallahassee, FL 32399-0870

010885-TX

**RE: Initial Alternative Local Exchange Carrier Application of
Cima Telecom, Inc.**

Dear Ms. Bayo:

Enclosed for filing are the original and six copies of the above referenced application of Cima Telecom, Inc., to provide Alternative Local Exchange Carrier Service in Florida.

Also enclosed, please find a check in the amount of \$250.00 for the application filing fee. Questions pertaining to this application or tariff should be directed to my attention at (407) 740-8575.

Please acknowledge receipt of this filing by returning, file-stamped, the extra copy of this cover letter in the self-addressed, stamped envelope enclosed for this purpose.

Thank you for your assistance.

Sincerely,

Monique Byrnes
Consultant to
Cima Telecom, Inc.

MB/lk

cc: Walter Robinson, Cima
file: Cima - FL ALEC
tms: FLL0100

DOCUMENT NUMBER-DATE

07810 JUN 25 2001

FPSC-RECORDS/REPORTING

FLORIDA PUBLIC SERVICE COMMISSION

**DIVISION OF REGULATORY OVERSIGHT
CERTIFICATION SECTION**

APPLICATION FORM

for

**AUTHORITY TO PROVIDE
ALTERNATIVE LOCAL EXCHANGE SERVICE
WITHIN THE STATE OF FLORIDA**

Instructions

This form is used as an application for a certificate and for approval of the 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 12).

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
2450 Shumard Oak Boulevard
Tallahassee, Florida 32399-0850
(850) 413-6770**

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

**Florida Public Service Commission
Division of Regulatory Oversight
Certification Section
2450 Shumard Oak Boulevard
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 authority.

Approval of assignment of existing certificate: Example, a certificated company purchases an existing company and desires to retain the original certificate 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:**

Cima Telecom, Inc.

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

Not applicable

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

Name: Cima Telecom, Inc.
Street: 815 N.W. 57th Avenue, Suite 405
P.O. Box:
City: Miami
State: Florida
Zip Code: 33126

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

Name: Cima Telecom, Inc.
Street: 815 N.W. 57th Avenue, Suite 405
P.O. Box:
City: Miami
State: Florida
Zip Code: 33126

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: Not applicable
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:

The Florida Secretary of State corporate registration number: The company was originally registered in the State of Florida as Interdata Engineering, Inc. under document number 664537. The company has since changed its name to Cima Telecom, Inc. Please see Exhibit I.

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

The Florida Secretary of State corporate registration number: Not applicable

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

The Florida Secretary of State fictitious name registration number:

Not applicable

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

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 Website Address:

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

The Florida registration number: Not applicable

14. **Provide F.E.I. Number (if applicable):** 59-1974177

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 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.**

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

(a) The application:

Name: Monique Byrnes
Title: Consultant to Cima Telecom, Inc.
Address: P.O. Drawer 200
City, State, Zip: Winter Park, FL 32790-0200
Telephone No.: (407) 740-8575
Fax No.: (407) 740-0613
Internet E-Mail Address: mbyrnes@tminc.com
Internet Website Address: www.tminc.com

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

Name: Walter Robinson
Title: Chief Financial Officer
Address: 815 N.W. 57th Avenue, Suite 405
City, State, Zip: Miami, Florida 33126
Telephone No.: (305) 261-7778
Fax No.: (305) 261-2744
Internet E-Mail Address: wrobinson@cimatelecom.com
Internet Website Address: www.cimatelecom.com

(c) Complaints/Inquiries from customers:

Name: Walter Robinson
Title: Chief Financial Officer
Address: 815 N.W. 57th Avenue, Suite 405
City, State, Zip: Miami, Florida 33126
Telephone No.: (305) 261-7778
Fax No.: (305) 261-2744
Internet E-Mail Address: wrobinson@cimatelecom.com
Internet Website Address: www.cimatelecom.com

17. List the states in which the applicant:

(a) has operated as an alternative local exchange company

None

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

None

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

None

(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.**

Please see Exhibit I.

- 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.**

Please see Exhibit I.

- 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.*

Please see Exhibit II

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 III.

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 this application.

UTILITY OFFICIAL:



Walter Robinson, Chief Financial Officer

Cima Telecom, Inc.

815 N.W. 57th Avenue, Suite 405

Miami, FL 33126

Telephone: (305) 261-7778

Facsimile: (305) 261-2744

6/8/01

Date

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 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:



Walter Robinson, Chief Financial Officer
Cima Telecom, Inc.
815 N.W. 57th Avenue, Suite 405
Miami, FL 33126
Telephone: (305) 261-7778
Facsimile: (305) 261-2744

6/8/01
Date

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:
None

- 1) Leased: 2)
Lucent Excel Exchange Plus
815 NW 57th Avenue
Suite 405
Miami, FL 33126
- 3) 4)

2. **SWITCHES:** Address where located, by type of switch, and indicate if owned or leased:
None

- 1) Switch is leased: 2)
Lucent Excel Exchange Plus
815 NW 57th Avenue
Suite 405
Miami, FL 33126
- 3) 4)

3. **TRANSMISSION FACILITIES:** POP-to-POP facilities by type of facilities (microwave, fiber, copper, satellite, etc.) And indicate if owned or leased.
None

	<u>Type of POP-to POP</u>	<u>Owned or Leased</u>
1)	Not Applicable	
2)		
3)		
4)		

CERTIFICATE SALE, TRANSFER, OR ASSIGNMENT STATEMENT

I, (Name and 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:

Name, Title
Company
Street
City, State, Zip
Phone:
Fax:
Toll Free:

Date

NOT APPLICABLE

Cima Telecom, Inc.

Exhibit I

Secretary of State

and

Articles of Incorporation



Department of State

I certify the attached is a true and correct copy of the Articles of Amendment, filed on June 7, 2001, to Articles of Incorporation for INTERDATA ENGINEERING, INC. which changed its name to CIMA TELECOM, INC., a Florida corporation, as shown by the records of this office.

I further certify the document was electronically received under FAX audit number H01000072018. This certificate is issued in accordance with section 15.16, Florida Statutes, and authenticated by the code noted below.

The document number of this corporation is 664537.

Given under my hand and the Great Seal of the State of Florida, at Tallahassee, the Capital, this the Seventh day of June, 2001

Authentication Code: 401A00035000-060701-664537 -1/1



CR2EO22 (1-99)

Katherine Harris
 Katherine Harris
 Secretary of State



Department of State

I certify from the records of this office that INTERDATA ENGINEERING, INC., is a corporation organized under the laws of the State of Florida, filed on February 14, 1980.

The document number of this corporation is 664 537.

I further certify that said corporation has paid all fees due this office through December 31, 2000, that its most recent annual report/uniform business report was filed on January 28, 2000, and its status is active.

I further certify that said corporation has not filed Articles of Dissolution.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capitol, this the
Twenty third day of January, 2001



CR2E022 (1-99)

Katherine Harris

Katherine Harris
Secretary of State

State of Florida



Department of State

I certify that the attached is a true and correct copy of the Articles of Incorporation of

INTERDATA ENGINEERING, INC.

filed on the 14th day of February, A.D. 1980

The Charter Number for this corporation is 664 37



CORP 104 Rev. 5-79

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
18th day of February,
1980

[Signature]
Secretary of State

ARTICLES OF INCORPORATION
OF
INTERDATA ENGINEERING, INC.

FILED
MAY 29 1901
TALLAHASSEE
FLORIDA

ARTICLES OF INCORPORATION

The undersigned subscribers to these articles of incorporation each natural person competent to contract, hereby associate themselves to form a corporation under the laws of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit

ARTICLE I

NAME

The name of this corporation is:

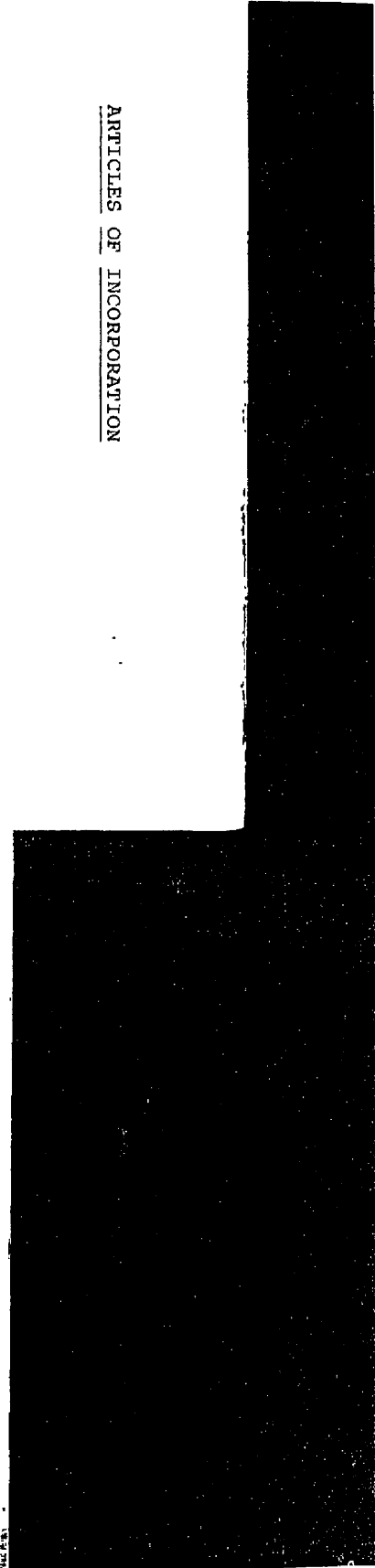
INTERDATA ENGINEERING, INC.

ARTICLE II

NATURE OF BUSINESS

The general nature of the business and the objects and purposes proposed to be transacted and carried on are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might or could do, viz:

1. To engage in the business of Data Processing, to install data processing systems; to trade in, deal in and with goods, wares, merchandise, equipment for data processing, real and personal property; to conduct and engage in the business of wholesale, purchase and sale merchandise, parts and machinery and to import and export such merchandise, and other accessories as well as sundry items, and all allied or incidental businesses thereto.
2. Generally, to make and perform contracts of any kind and description and for the purpose of attaining any of the objects of the corporation; to do and perform any other act or



natural person could do and exercise, and which now or hereafter may be authorized by law, and generally to do and perform any and all things necessary or incident to the performing and carrying out of the powers hereinabove specifically delegated or implied which the directors and stockholders may desire to do and as shall be authorized for individuals and which may not be in violation of the laws of the State of Florida.

3. To conduct business, have one or more offices, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property in this State, and in any of the several States, territories, possessions, and dependencies of the United States, the District of Columbia, and in foreign countries.

4. To own, buy, sell and lease equipment; to purchase, lease, exchange, hire or otherwise acquire lands or any interest therein, whatsoever and wheresoever situated; to improve, maintain, manage, and operate houses, buildings or other works of any description or any lands owned or leased by the corporation; to maintain and hold corporate meetings, whether of stockholders or directors within the State of Florida, or in any State or foreign country.

5. To borrow money from any person, firm, institution, dependence, organization or corporation and to make and issue notes, bills, bonds, debentures, and other evidences of indebtedness of all kinds, and to secure the same by pledge, mortgage or otherwise, without limit as to the amount and to provide for payment of the same by deposited cash, sinking funds, or otherwise.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is SIXTY (60)

ARTICLES OF INCORPORATION

shares of common stock, no par value.

ARTICLE IV

AMOUNT OF CAPITAL

The amount of capital with which this corporation will begin business is not less than FIVE HUNDRED (\$500.00) DOLLARS.

ARTICLE V

TERM OF EXISTENCE

This corporation shall have perpetual existence

ARTICLE VI

ADDRESS

The initial post office registered address of the principal office of this corporation in the State of Florida is 87 N.W. 87 Avenue, Suite 305, Miami, Florida 33172.

The Board of Directors may from time to time move the principal office to any other address in the State of Florida, and establish branches and subsidiaries in any place within or without the United States.

ARTICLE VII

DIRECTORS

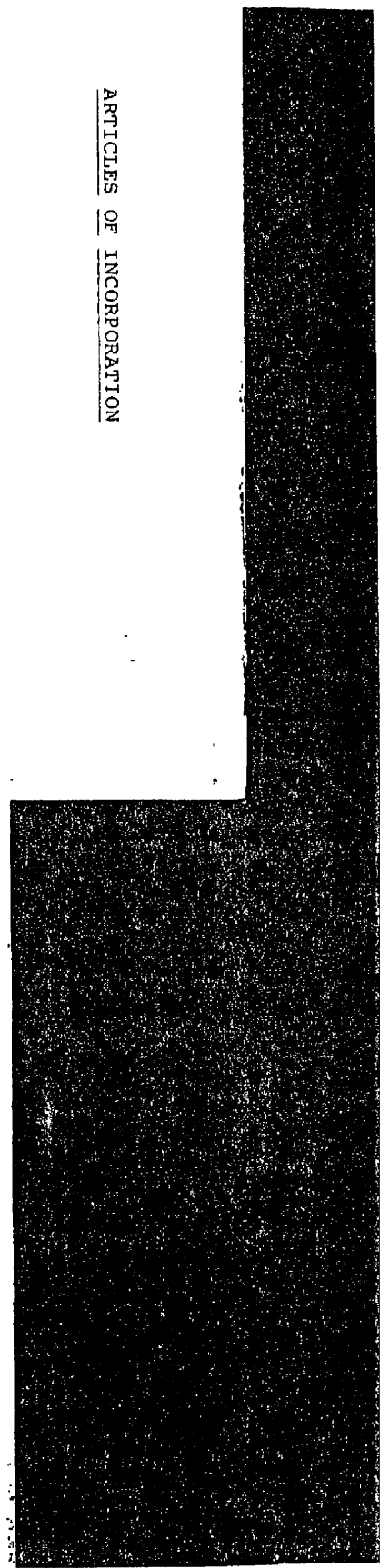
This corporation shall have TWO DIRECTORS initially. The number of directors may be increased or diminished from time to time by the laws adopted by the stockholders, but shall never be less than one. Officers and Directors of the corporation, whether stockholders or not, shall have full right and authority to deal businesswise with themselves or with other corporation of which they or any of them are officers, directors, or stockholders.

ARTICLE VIII

INITIAL BOARD OF DIRECTORS

The names and post office addresses of the members of the first Board of Directors, who subject to the provisions of the

ARTICLES OF INCORPORATION



ARTICLES OF INCORPORATION

Certificate of Incorporation, the by-laws and the corporation laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until their successors are elected and have qualified, are:

ALVARO RAMIREZ,
840 N.W. 87 Avenue, Suite 305,
Miami, Florida 33172

PRESIDENT

MARINO FALLA
840 N.W. 87 Avenue, Suite 305
Miami, Florida 33172

SECRETARY

ARTICLE IX

SUBSCRIBERS

The names and post office addresses of each subscriber of these Articles of Incorporation, the number of shares of stock each agrees to take and the value of the consideration therefor are:

ALVARO RAMIREZ
840 N.W. 87 Avenue, Suite 305
Miami, Florida 33172

30 SHARES

MARINO FALLA
840 N.W. 87 Avenue, Suite 305
Miami, Florida 33172

30 SHARES

ARTICLE X

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholders's meeting by majority of the stock entitled to vote thereon.

ARTICLE XI

REGISTER AGENT

Registered Agent should be ALVARO RAMIREZ, and his principal registered office at 840 N.W. 87 Avenue, Suite 305, Miami, Florida, United States of America.

Cima Telecom, Inc.

Exhibit II

Management Profiles

CIMA TELECOM, INC. MANAGEMENT PROFILES

Enrique P. Yunis, President

Mr. Yunis has been in the telecommunications business for more than 25 years. After becoming a Telecommunications engineer with the Chilean Navy, his post-graduate studies took him to the US, England, Spain and Israel, covering a wide range of related disciplines such as message switching systems, electromagnetic propagation, and international businesses.

He has been in charge of important engineering projects, including microwave digital networks, data switching systems, mobile radio networks and satellite earth stations. As General Director for the design, implementation and commissioning of the Chilean Maritime Telecommunications Network, one of the largest in the world, he made an extensive professional success by building a state-of-the-art ship-to-shore communications systems with more than 100 radio stations included.

Mr. Yunis has served for several years on the Board of Directors of Entel Chile and many other telecommunications companies in Chile, Argentina, Mexico, Colombia, Ecuador and the US. He has also served as a technical advisor for the Chilean Foreign Affairs Ministry, as consultant for several multinational enterprises, and as a professor of Systems Engineering and Mathematical Analysis. During 6 years, as President of Entel International S.A. he developed several new businesses by creating a network of operating companies covering 11 countries in Latin America and the US. Most recently he served as President and CEO of Americatel, an FCC licensed international carrier headquartered in Miami, FL.

A native of Santiago, Chile, and a current resident of Miami, Florida since 1995.

Alvaro Ramirez, Chief Technical Officer & Founder

Mr. Ramirez is an expert and leader in the field of global telecommunications development. He has been with Interdata Communications since he founded the company in 1981.

His professional carrier can best be summarized through the long list of Interdata accomplishments: First AT&T Computer System's International distributor for Latin America. Developed a Joint Venture with Control Data de Mexico and became the first Network Computer Integrator for Mexico. Mr. Ramirez's sales contributions to AT&T exceeded \$10,000,000.

Interdata became the first Value-added Distributor for AT&T Business Communication System in the Caribbean, deploying the first installations of Call Centers, Voice Processing and Messaging in Bermuda and The Bahamas.

In 1995, Interdata became the first Lucent Technology distributor in the Bahamas and from there, coordinated the design, installation, operation, implementation of a Global Private network for a financial institution, covering Eastern Europe, Western Europe, Russia and the former Soviets Republics. In a brief period Interdata generated over \$5,000,000 of business for Lucent Technologies.

Mr. Ramirez received a B.S. in Electronics Engineering (1978) from Universidad Javeriana in Bogota, Colombia and Graduate studies in Biomedical Engineering from University of Miami (1980). He is fully bicultural and fluent in English and Spanish.

W. Walter Robinson III, Chief Financial Officer

Mr. Robinson has over 15 years of broad-based experience in strategic consulting, international merchant banking and corporate finance where he actively participated, as either issuer or underwriter, in all phases of the capital fund raising process from venture equity to senior debt syndications. From that experience, he has developed a unique exposure and knowledge of the telecommunications and Internet industries.

Mr. Robinson started his career in 1987 in corporate finance with General Motors in its international finance group of their New York Treasurer's Office. Later, he began his investment banking career at the New York offices of Toronto-Dominion Securities (TD Waterhouse) where he held various positions within its Corporate Finance and Global Syndications Groups. He continued his career in international corporate finance as a Vice President with several other financial institutions including Credit Lyonnais.

Mr. Robinson began his career in global telecommunications in 1997 where he served as Chief Financial Officer of TPT Communications, which was successfully sold to Startec Global, a public company. Later he served as Chief Financial Officer and Director of Strategic Development for the \$900 million submarine fiber optic cable project (the "Magellan Cable") interconnecting major markets of Latin America. This company was also successfully sold.

Prior to joining Interdata Communications in January 2001, Mr. Robinson was Managing Director of Broadband Capital Advisors, a Miami-based financial and strategic consulting company focusing on the global telecommunications and Internet markets. Interdata Communications was a client of Broadband Capital Advisors.

Mr. Robinson holds a Bachelor of Arts in Mathematics and Chemistry from Vanderbilt University. He earned his Master of Business Administration degree from Duke University (Fuqua School of Business).

Cima Telecom, Inc.

Exhibit III

Financial Information

The attached Exhibit will demonstrate that the applicant has:

1. Sufficient financial capability to provide the requested service within the State of Florida;
2. Sufficient financial capability to maintain the requested service;
3. Sufficient financial capability to meet its lease or ownership obligations.

AFFIDAVIT

I, Walter W. Robinson, Chief Financial Officer of Cima, Telecom, Inc. certify that the attached unaudited financial statements of Cima Telecom, Inc., formally known as Interdata Engineering, Inc., are true and correct.

Walter W. Robinson

Walter Robinson, Chief Financial Officer
Cima Telecom, Inc.
815 N.W. 57th Avenue, Suite 405
Miami, FL 33126
Telephone: (305) 261-7778
Facsimile: (305) 261-2744

6/8/01

Date

Subscribed and sworn to before me

this 8th day of June, 2001.

Angelica M. Calabrese

Notary Public



INTERDATA ENGINEERING, INC.

FINANCIAL STATEMENTS

Years Ending December 31, 1999 and 2000

**Management Compilation
(Unaudited)**

BALANCE SHEET

Interdata Engineering, Inc.

(in U.S. dollars)	<u>December 31,</u> <u>1999</u>	<u>December 31,</u> <u>2000</u>
ASSETS		
Current Assets:		
Cash and cash equivalents	\$ 3,268	\$ 4,901
Accounts receivable:		
Customer	61,328	63,950
Affiliate	64,661	208,505
Prepaid expenses and other current assets	206	80,733
Total current assets	<u>129,463</u>	<u>358,089</u>
Property, Plant and Equipment:		
Furniture, fixtures and office equipment	3,870	3,870
Leasehold improvements	7,279	7,279
Assets under capital lease	5,193	32,557
Telecommunications equipment	271,349	210,000
Property, plant and equipment, gross	<u>287,691</u>	<u>253,706</u>
Less accumulated depreciation	(48,965)	(61,586)
Property, plant and equipment, net	238,726	192,120
Other Long-Term Assets:		
Security deposits	3,847	3,847
Total assets	<u>\$ 372,036</u>	<u>\$ 554,056</u>
 LIABILITIES AND STOCKHOLDERS' EQUITY		
Current Liabilities:		
Accounts payable	\$ 77,017	\$ 414,602
Income taxes payable and other accrued liabilities	112	100
Short-term debt	38,964	94,094
Total current liabilities	<u>116,093</u>	<u>508,796</u>
Long-term Liabilities:		
Shareholder loan	212,267	205,395
Capital lease obligations	9,040	92,724
Deferred taxes	-	-
Total long-term liabilities	<u>221,307</u>	<u>298,119</u>
Shareholders' Equity:		
Common stock	11,500	11,500
Additional paid-in capital	64,819	64,819
Accumulated surplus (deficit)	(41,683)	(329,178)
Total stockholders' equity	<u>34,636</u>	<u>(252,859)</u>
Total liabilities and stockholders' equity	<u>\$ 372,036</u>	<u>\$ 554,056</u>

BALANCE SHEET

Interdata Engineering, Inc.

(in U.S. dollars)	December 31, 2000	March 31, 2001
ASSETS		
Current Assets:		
Cash and cash equivalents	\$ 4,901	\$ 29,598
Accounts receivable:		
Customer	63,950	63,950
Affiliate companies	208,505	567,401
Prepaid expenses and other current assets	80,733	952
Total current assets	<u>358,089</u>	<u>661,901</u>
Property, Plant and Equipment:		
Furniture, fixtures and office equipment	3,870	7,895
Leasehold improvements	7,279	7,279
Assets under capital lease	32,557	32,557
Telecommunications equipment	210,000	253,363
Property, plant and equipment, gross	<u>253,706</u>	<u>301,094</u>
Less accumulated depreciation	<u>(61,586)</u>	<u>(61,418)</u>
Property, plant and equipment, net	192,120	239,676
Other Long-Term Assets:		
Security deposits	3,847	20,147
Total assets	<u>\$ 554,056</u>	<u>\$ 921,724</u>
 LIABILITIES AND STOCKHOLDERS' EQUITY		
Current Liabilities:		
Accounts payable	\$ 414,602	\$ 92,714
Income taxes payable and other accrued liabilities	100	664
Short-term debt	94,094	-
Total current liabilities	<u>508,796</u>	<u>93,378</u>
Long-term Liabilities:		
Long-term debt	-	-
Capital lease obligations	92,724	28,594
Shareholder loan	205,395	789,070
Total long-term liabilities	<u>298,119</u>	<u>817,664</u>
Shareholders' Equity:		
Common stock	11,500	11,500
Additional paid-in capital	64,819	564,819
Accumulated surplus (deficit)	<u>(329,178)</u>	<u>(565,637)</u>
Total stockholders' equity	<u>(252,859)</u>	<u>10,682</u>
Total liabilities and stockholders' equity	<u>\$ 554,056</u>	<u>\$ 921,724</u>

STATEMENT OF OPERATIONS

Interdata Engineering, Inc.

(in U.S. dollars)	Year ended December 31,	
	1999	2000
Revenue:		
Communication services revenue	\$ -	\$ 630,079
Engineering services revenue	275,146	35,522
Total revenue	<u>275,146</u>	<u>665,601</u>
Cost of Services:		
Cost of communication services	40,798	556,748
Cost of engineering services	191,966	6,988
Total cost of services	<u>232,764</u>	<u>563,736</u>
Gross Profit	<u>42,382</u>	<u>101,865</u>
Operating Expenses:		
Selling, general and administrative:		
<i>Payroll and benefits</i>	77,536	133,534
<i>Office rent and utilities and automobile lease and expense</i>	35,968	28,450
<i>Travel, entertainment</i>	36,422	12,434
<i>Postage and delivery</i>	1,461	772
<i>Office supplies</i>	3,255	2,992
<i>Dues and publications</i>	-	172
<i>Repairs and maintenance</i>	8,348	1,741
<i>Professional services</i>	23,585	42,722
<i>Miscellaneous</i>	1,704	1,260
Total selling, general and administrative	<u>188,279</u>	<u>224,077</u>
Depreciation and amortization	15,793	12,621
Total operating expenses	<u>204,072</u>	<u>236,698</u>
Operating Income (Loss)	<u>(161,690)</u>	<u>(134,833)</u>
Other Income (Expense):		
Interest income (expense)	41	(23,384)
Other income (expense)	4,444	4,052
Total other income (expense), net	<u>4,485</u>	<u>(19,332)</u>
Extraordinary item income (expense):		
Forgiveness of indebtedness	229,212	-
Write-off of accounts receivable	(70,264)	(64,957)
Write-down of fixed assets	(4,325)	(68,373)
Total extraordinary item income (expense)	<u>154,623</u>	<u>(133,330)</u>
Income (Loss) Before Income Taxes	<u>(2,582)</u>	<u>(287,495)</u>
Income tax expense (benefit)	-	-
Net Income (Loss)	<u>\$ (2,582)</u>	<u>\$ (287,495)</u>

STATEMENT OF CASH FLOWS

Interdata Engineering, Inc.

(in U.S. dollars)	Year ended December 31, 2000
Cash Flows From Operating Activities:	
Net income (loss)	\$ (287,495)
Adjustments:	
Depreciation and amortization	12,621
Deferred income taxes	-
Extraordinary items	133,330
Changes in current operating assets and liabilities:	
Accounts receivable	(211,423)
Prepaid expenses and other current assets	(80,527)
Accounts payable	337,585
Income taxes payable and other accrued liabilities	(12)
Total adjustments	<u>191,574</u>
Net cash provided by (used in) operating activities	<u>(95,921)</u>
Cash Flows From Investing Activities:	
Capital expenditures	(34,388)
(Increase) / decrease in other long-term assets	-
Net cash provided by (used in) investing activities	<u>(34,388)</u>
Cash Flows From Financing Activities:	
Proceeds from issuance of common stock	-
Borrowings (repayments) of short-term debt	55,130
Borrowings (repayments) of shareholder loan	(6,872)
Borrowings (repayments) of capital leases	83,684
Net cash provided by (used in) financing activities	<u>131,942</u>
Net Increase (Decrease) in Cash and Cash Equivalents	1,633
Cash and Cash Equivalents at Beginning of Year	<u>3,268</u>
Cash and Cash Equivalents at End of Year	<u>\$ 4,901</u>

Interdata Communications, Inc.

Financial Summary and Update

May 10, 2001

Background

Interdata Communications, Inc., and through its operating affiliates, (the "Company") is a facility-based provider of high quality voice, data and Internet services to Small to Medium Enterprises (SMEs), Internet Service Providers (ISPs) and Carriers in Latin America, USA and Europe.

The Company, headquartered in Miami, Florida, was formed in 1982 as a major computer and telecommunications equipment reseller for AT&T and later Lucent. From that position, Interdata developed solid expertise in the area of voice and data systems integration. Over the years, the Company has developed corporate networks in the Caribbean, Latin America and Europe, including Eastern Europe and former Soviet Republics.

In the late 1990s, the Company re-focused its business plan toward exploiting opportunities as a telecommunications service provider within emerging markets. Today, the Company and via affiliated group companies, are licensed carriers in the U.S., Spain, and Venezuela.

In early 2001, Interdata secured a fully-funded business plan by successfully closing on \$6.75 million of current round financing.

Financial Condition

1. Prior to Early 2001 Financing:

During the period between the late 1990s and early 2001, the Company was focused on re-shaping its business plan as an international service provider and successfully developing its initial IP-based network between Spain and the U.S. Once completed, Interdata sought-out and successfully closed on its current round of financing. Prior to this time, the Company naturally struggled as an early-stage development company and became in arrears with respect to some vendors; however, under no circumstances did the company ever default or failed to pay its existing creditors during this time.

2. Post 2001 Financing:

Now with new financing and executive management team, Interdata has now honored all its commitments from the past and significantly paid-off a vast majority of its vendor credit. As such, the Company has successfully re-capitalized its financial position to support future growth under its business plan. By Example, the company has recently closed on purchasing over \$1.0 million of telecommunications equipment and software in which it paid with cash. Furthermore, the company is successfully initiating new interconnection agreements with select wholesale carriers in various markets under competitive commercial terms.

At the end of 1Q01, the Company had approximately \$800,000 of available credit with its commercial bank.