



ORIGINAL

December 12, 2001
Via 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 S. Bayo
Director, Division of the Commission Clerk and Administrative Services
Florida Public Service Commission
2540 Shumard Oak Boulevard
Gerald L. Gunter Building, Room 270
Tallahassee, FL 32399-0850

011644-TI

**RE: ATMC, Inc.
Interexchange Carrier Application**

Dear Ms. Bayo,

Enclosed for filing are the original and six (6) copies of the above referenced application of ATMC, Inc., for authority to provide interexchange carrier services in Florida.

Enclosed is a check in the amount of \$250.00 to cover the filing fee.

Please acknowledge receipt of this filing by date-stamping the extra copy of this cover letter and returning it to my attention in the self-addressed, stamped envelope which has been provided for that purpose.

Questions pertaining to this application or tariff should be directed to my attention at (407) 740-8575.

Thank you for your assistance.

Sincerely,

Carey Roesel
Consultant to ATMC

Enclosure

cc: Bob Ellis, ATMC
File: ATMC - FL IXC
TMS: FLI0100

01 DEC 13 AM 9:57

DISTRIBUTION CENTER

DOCUMENT NUMBER-DATE

15543 DEC 13 01

FPSC-COMMISSION CLERK

Check received with filing and forwarded to Fiscal for deposit. Fiscal to forward a copy of check to RAR with proof of deposit.

Initials of person who forwarded check:

Am

FLORIDA PUBLIC SERVICE COMMISSION

**DIVISION OF REGULATORY OVERSIGHT
CERTIFICATION SECTION**

**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 \checkmark (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:

ATMC, 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):

ATMC, Inc.
9045 Haven Avenue, Suite 106
Rancho Cucamonga, CA 91730
Phone: 909-948-5700
Fax: 909-948-5720
Toll Free: 866-535-5700

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

Not Applicable

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:**

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

8. **If individual, provide:**

Name: Not applicable
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 #: Not applicable

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

Florida Secretary of State Corporate Registration #:

(The Company is presently obtaining Secretary of State authority in FL. This information will be provided once it is available.)

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): 88-048-3296

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 #:

Internet E-Mail Address:

Internet Website Address:

(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 checked="" type="checkbox"/> Hotels & motels | <input checked="" 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 th the Commission with regard to the following:

(a) the application:

Carey Roesel, Consultant
Consultant to ATMC, 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:

Bob Ellis
President and CEO
ATMC, Inc.
9045 Haven Avenue, Suite 106
Rancho Cucamonga, CA 91730
Phone: 909-948-5700
Fax: 909-948-5720
Toll Free: 866-535-5700

(c) Complaints/Inquiries from customers:

Tina Meseberg, Vice President of Operations
ATMC, Inc.
9045 Haven Avenue, Suite 106
Rancho Cucamonga, CA 91730
Phone: 909-948-5700 (extension 3701)
Fax: 909-948-5720
Toll Free: 866-535-5700

19. List the states in which the applicant:

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

California.

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

The Company is presently pursuing authority in AL, GA, TN, and TX.

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

California.

- (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 Exhibit II.

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.

Please see Exhibit III.

- 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

Please see Exhibit IV.

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 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:



Bob Ellis
President and CEO
ATMC, Inc.
9045 Haven Avenue, Suite 106
Rancho Cucamonga, CA 91730
Phone: 909-948-5700
Fax: 909-948-5720
Toll Free: 866-535-5700

Date

10/05/01

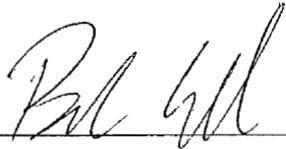
THIS PAGE MUST BE COMPLETED AND SIGNED

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:



Bob Ellis
President and CEO
ATMC, Inc.
9045 Haven Avenue, Suite 106
Rancho Cucamonga, CA 91730
Phone: 909-948-5700
Fax: 909-948-5720
Toll Free: 866-535-5700

10/05/01
Date

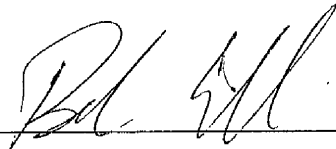
THIS PAGE MUST BE COMPLETED AND SIGNED

AFFIDAVIT

By my signature below, I the undersigned owner or 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:



Bob Ellis
President and CEO
ATMC, Inc.
9045 Haven Avenue, Suite 106
Rancho Cucamonga, CA 91730
Phone: 909-948-5700
Fax: 909-948-5720
Toll Free: 866-535-5700

10/05/01
Date

CURRENT FLORIDA INTRASTATE SERVICES

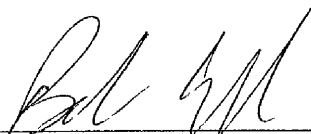
Applicant **has** () or **has not** () previously provided intrastate telecommunications in Florida.

If the answer is Has, fully describe the following:

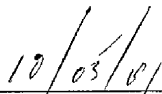
- a) What services have been provided and when did these services begin?

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

UTILITY OFFICIAL:



Bob Ellis
President and CEO
ATMC, Inc.
9045 Haven Avenue, Suite 106
Rancho Cucamonga, CA 91730
Phone: 909-948-5700
Fax: 909-948-5720
Toll Free: 866-535-5700



Date

CERTIFICATE TRANSFER, OR ASSIGNMENT STATEMENT

Not Applicable

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

Date

ATMC, Inc.

Exhibit I

Florida Secretary of State Certificate

(To be provided upon receipt.)

ATMC, Inc.

Exhibit II

Proposed Long Distance Tariff

TITLE PAGE
FLORIDA TELECOMMUNICATIONS TARIFF
OF
ATMC, Inc.

This tariff contains the descriptions, regulations, and rates applicable to the furnishing of resold telecommunication services provided by ATMC, Inc. ("ATMC") with principal offices located at 9045 Haven Avenue, Suite 106, Rancho Cucamonga, CA 91730. This tariff applies for services furnished within the State of Florida. This tariff is on file with the Florida Public Service Commission, and copies may be inspected, during normal business hours, at the Company's principal place of business.

Issued: December 13, 2001

Effective:

Issued by: Bob Ellis, President and CEO
9045 Haven Avenue, Suite 106
Rancho Cucamonga, CA 91730

FLI0100

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	PAGE	REVISION
1	Original *	26	Original *
2	Original *	27	Original *
3	Original *	28	Original *
4	Original *	29	Original *
5	Original *	30	Original *
6	Original *	31	Original *
7	Original *	32	Original *
8	Original *	33	Original *
9	Original *	34	Original *
10	Original *		
11	Original *		
12	Original *		
13	Original *		
14	Original *		
15	Original *		
16	Original *		
17	Original *		
18	Original *		
19	Original *		
20	Original *		
21	Original *		
22	Original *		
23	Original *		
24	Original *		
25	Original *		

* - indicates those pages included with this filing

Issued: December 13, 2001

Effective:

Issued by: Bob Ellis, President and CEO
9045 Haven Avenue, Suite 106
Rancho Cucamonga, CA 91730

FLi0100

TABLE OF CONTENTS

Title Sheet 1

Check Sheet 2

Table of Contents 3

Symbols 5

Tariff Format 6

Section 1.0 - Technical Terms and Abbreviations 7

Section 2.0 - Rules and Regulations 11

Section 3.0 - Description of Service 24

Section 4.0 - Rates 30

Issued: December 13, 2001

Effective:

Issued by: Bob Ellis, President and CEO
9045 Haven Avenue, Suite 106
Rancho Cucamonga, CA 91730

FLI0100

SUBJECT INDEX

Advance Payments 14

Applicable Law 22

Assignment and Transfer 12

Calculation of Distance 25

Cancellation or Interruption of Services 16

Cancellation or Termination of Service by Hospital or Customer 18

Check Sheet 2

Contracts 14

Cost of Collection and Repair 22

Demonstration of Calls 34

Deposits 14

Emergency Call Exemptions 33

Late Payment Charge 33

Liability of the Company 20

Limitations of Service 12

Minimum Call Completion Rate 24

Other rules 23

Promotional Offerings 34

Payment for Service 13

Rate Periods 26

Rates 30-31

Return Check Charge 33

Services offered by the Company 27

 Directory Assistance 29

 Operator Assisted Calling 27

 Special Rates for the Handicapped 32

 Switched Outbound Service 28

Special Contract Arrangements 34

Subject Index 4

Symbols 5

Table of Contents 3

Tariff Format 6

Taxes 15

Technical Terms and Abbreviations 7

Timing of Calls 26

Undertaking of the Company 11

Use of Service 19

Issued: December 13, 2001

Effective:

Issued by: Bob Ellis, President and CEO
9045 Haven Avenue, Suite 106
Rancho Cucamonga, CA 91730

FLi0100

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.

When changes are made in any tariff sheet, a revised sheet will be issued canceling the tariff sheet affected. Changes will be identified on the revised sheet(s) through the use of the above mentioned symbols.

Issued: December 13, 2001

Effective:

Issued by: Bob Ellis, President and CEO
9045 Haven Avenue, Suite 106
Rancho Cucamonga, CA 91730

FLi0100

TARIFF FORMAT

- A. Sheet Numbering** - Sheet numbers appear in the upper right corner of the page. Sheets are numbered sequentially. However, new sheets are occasionally added to the tariff. 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 their tariff approval process, the most current sheet number on file with the Commission is not always the tariff pages in effect. Consult the check sheet for 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.
- 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 pages are added, the check sheet is changed to reflect the revision. All revisions made in a given filing are designated by an asterisk (*). There will be no other symbols used on the check sheet if these are the only changes made to it (i.e., the format, etc. remains the same, just revised revision levels on some pages). 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.

Issued: December 13, 2001

Effective:

Issued by: Bob Ellis, President and CEO
9045 Haven Avenue, Suite 106
Rancho Cucamonga, CA 91730

FLi0100

SECTION 1.0 - TECHNICAL TERMS AND ABBREVIATIONS

Access - Access to ATMC's services are provided by one or more or a combination of the following methods: presubscription in equal access areas, direct access, 800, 950 and 101XXXX dialing sequences.

Authorization Code - A numerical code, one or more of which may be assigned to a Customer, to enable the Company to identify the origin of the Service User so the Company may rate and bill the call. All Authorization Codes shall be the sole property of the Company and no Customer shall have any property or other right or interest in the use of any particular Authorization Code. Automatic Numbering Identification ("ANI") may be used as or in connection with the Authorization Code.

Authorized User - A person or entity that accesses the Company's services. An Authorized User is responsible for compliance with this tariff.

Automatic Numbering Identification (ANI) - A type of signaling provided by a local exchange telephone company that automatically identifies the local exchange line from which a call originates.

Billed Party - The person or entity responsible for payment of the Company's Service(s): For a Direct Dialed Call, the person or entity responsible for payment is the Customer responsible for payment for local telephone service at the telephone used to originate an intrastate call. In the case of a Traveler Card call or Phone Home Card call the person or entity responsible for payment is the Customer of record of the Traveler Card or Phone Home Card used.

Central Office - A Local Exchange Carrier switching system where Local Exchange Carrier customer station loops are terminated for purposes of interconnection to each other and to trunks.

Channel - The term "Channel" denotes a path for electrical transmission between two or more points, the path having a band width designed to carry voice grade transmission.

Issued: December 13, 2001

Effective:

Issued by: Bob Ellis, President and CEO
9045 Haven Avenue, Suite 106
Rancho Cucamonga, CA 91730

FLi0100

SECTION 1.0 - TECHNICAL TERMS AND ABBREVIATIONS, (CONT'D.)

Collect Call - A billing arrangement whereby the originating caller may bill the charges for a call to the called party, provided the called party agrees to accept responsibility for the charges.

Commercial Credit Card Call - A billing arrangement by which a call may be charged to an authorized major commercial credit card.

Customer Dialed Calling Card Call - A service whereby the End User dials all of the digits necessary to route and bill the call.

Common Carrier - A company or entity providing telecommunications services to the public.

Commission - Refers to the Florida Public Service Commission (FPSC).

Customer - The term "Customer" denotes the person, partnership, association, joint stock company, trust, corporation, or governmental entity or any other entity that is responsible for payment of charges and for compliance with this tariff.

Customer - Provided Facilities - The term "Customer - Provided Facilities" denotes all communications facilities provided by the Customer and/or Authorized User other than those provided by the Company.

Direct Dialed Call - An intrastate telephone call that is automatically completed and billed to the telephone number from which the call originated without the automatic or live assistance of an operator.

Issued: December 13, 2001

Effective:

Issued by: Bob Ellis, President and CEO
9045 Haven Avenue, Suite 106
Rancho Cucamonga, CA 91730

FLi0100

SECTION 1.0 - TECHNICAL TERMS AND ABBREVIATIONS, (CONT'D.)

Equal Access - Has the meaning given that term in Appendix B of the Modification of Final Judgment entered August 24, 1982, in United States v. Western Electric, Civil Action No. 82-0192 (United States District Court, District of Colombia), as amended by the Court in its orders issued prior to October 17, 1990.

Equal Access Code - An access code that allows the public to obtain an equal access connection to the carrier associated with that code.

Exchange - The term "Exchange" denotes a unit established by the Local Exchange Carrier for the administration of communications service in a specified area that usually embraces a city, town or village and its environs. It consists of one or more Central Offices together with the associated facilities used in furnishing communications service within that area.

FPSC - Refers to the Florida Public Service Commission.

Intrastate Message Telecommunications Service ("MTS") - The term "Intrastate Message Telecommunications Services" denotes the furnishing of direct dialed intrastate switched service to the Customer for the completion of long distance voice and dial-up low speed data transmissions over voice grade channels between points wholly within the State of Florida.

Measured Charge - A charge assessed on a per minute or incremental basis in calculating a portion of the charges due for a completed call.

Operator Dialed Surcharge - This charge applies to calls when the user dials "00" only and any valid company operator access code and requests that the operator dial the destination number.

Operator Station Call - A service whereby the originating Customer requests the assistance of a Company Operator to place or bill the call. Calls billed collect or to a telephone company issued Calling Card, to an authorized Commercial Credit Card, or to a Third Party are Operator Station Calls unless the call is placed on a Person-to-Person basis.

Issued: December 13, 2001

Effective:

Issued by: Bob Ellis, President and CEO
9045 Haven Avenue, Suite 106
Rancho Cucamonga, CA 91730

FLi0100

SECTION 1.0 - TECHNICAL TERMS AND ABBREVIATIONS, (CONT'D.)

Personal Identification Numbers (PINS) - Code numbers used in connection with designated telephone numbers which allow intrastate calls to be categorized for various applications.

Person-to-Person Call - A service whereby the person originating the call specifies to the Company operator a particular person to be reached, a particular mobile station, a particular station, room number, department, or office to be reached through a PBX attendant.

Point(s) of Presence - The term "Point(s) of Presence" denotes the site(s) where the Company provides a network interface with facilities provided by Other Common Carriers, Local Exchange Carriers or Customers for access to the Company network configuration.

Premise - The term "Premise" denotes a building or buildings on contiguous property (except railroad rights-of-way, etc.) not separated by a public highway.

Service - Intrastate telecommunications service provided to a Customer or Authorized User by the Company.

Special Access Service - All exchange access not utilizing telephone company end office switches. This service includes dedicated access that connects end user to end user, end user to carrier, or carrier to carrier and may include analog or digital channels for voice, data or video transmissions.

Subscriber - Any person, firm, partnership, corporation, governmental agency or other entity that orders service from the Company on behalf of itself or on behalf of others. A Subscriber may, in the ordinary course of its operations, make telephones available to transient users of its premises for placing of intrastate calls. The Subscriber has a pre-existing business arrangement with the Company and may also be a Customer.

Third Party Billing - A billing arrangement by which the charges for a call may be billed to a telephone number that is different from the calling number and the called number.

Telecommunications - The transmission of voice communications or, subject to the transmission capabilities of the Service, the transmission of data, facsimile, signaling, metering, or any other form of intelligence.

Issued: December 13, 2001

Effective:

Issued by: Bob Ellis, President and CEO
9045 Haven Avenue, Suite 106
Rancho Cucamonga, CA 91730

FLi0100

SECTION 2.0 - RULES AND REGULATIONS**2.1 Undertaking of the Company**

Service is offered to Customers of the Company to provide direct dialed calls and operator assisted calls originating and terminating partially or wholly within the State of Florida using the Company's network configuration. The Company provides switched long distance network services for voice grade and low speed dial-up data transmission services. The Company does not undertake to transmit messages but furnishes the use of its facilities to its Customers for communications. All Services are provided subject to the terms and conditions set forth in this tariff. In the event of a conflict between a contract entered into by the Company and this tariff, the terms of this tariff shall prevail.

The Company's services are provided on a daily basis unless otherwise described herein, and are available twenty-four (24) hours per day, seven (7) days per week.

2.2 Use

2.2.1 Service is provided under this tariff may be used by Customers for any lawful telecommunications purpose for which the service is technically suited.

2.2.2 The services the Company offers shall not be used for any unlawful purpose.

2.2.3 A Customer may transmit or receive information or signals via the facilities of the Company. The Company's services are designed primarily for the transmission of voice-grade telephonic signals, except as otherwise stated in this tariff. A Customer may transmit any form of signal that is compatible with the Company's equipment, but the Company does not guarantee that its services will be suitable for purposes other than voice-grade telephonic communication except as specifically stated in this tariff.

Issued: December 13, 2001

Effective:

Issued by: Bob Ellis, President and CEO
9045 Haven Avenue, Suite 106
Rancho Cucamonga, CA 91730

FLi0100

SECTION 2.0 - RULES AND REGULATIONS**2.3 Limitations of Service**

- 2.3.1** Service will be furnished subject to the availability of the necessary facilities and/or equipment and subject to the provisions of this tariff.
- 2.3.2** The Company reserves the right to discontinue furnishing service, upon written notice, when necessitated by conditions beyond its control, or when the Customer is using the service in violation of the provisions of this tariff, or in violation of law.
- 2.3.3** 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.
- 2.3.4** Service may be limited or discontinued by the Company, without notice to the Customer, by blocking traffic to certain countries, cities, or NXX exchanges when the Company deems it necessary to take such action to prevent unlawful use of its service. Service will be restored as soon as it can be provided without undue risk.
- 2.3.5** The Company reserves the right to limit or to allocate the use of existing facilities, or of additional facilities offered by the Company, when necessary because of lack of facilities, or due to some other cause beyond the Company's control.

2.4 Assignment and Transfer

All facilities provided under this tariff are directly or indirectly controlled by ATMC and the Customer may transfer or assign the use of service or facilities without the prior express written consent of the Company. All regulations and conditions contained in this tariff shall apply to all such permitted assignees or transferees, as well as all conditions of service. Such transfer or assignment, when permitted, shall only apply where there is no interruption of the use or location of the service or facilities.

Issued: December 13, 2001

Effective: _____

Issued by: Bob Ellis, President and CEO
9045 Haven Avenue, Suite 106
Rancho Cucamonga, CA 91730

FLi0100

SECTION 2.0 - RULES AND REGULATIONS, (CONT'D.)

2.5 Payment for Service

The Customer is responsible for payment of all charges for services and equipment furnished to the Customer for transmission of calls via the Company.

All charges due by the Customer are payable to the Company or any agency duly authorized to receive such payments. Terms of payment shall be according to the rules and regulations of the agency and subject to the rules of regulatory agencies, such as the Florida Public Service Commission. Any objections to billed charges must be promptly reported to the Company or its billing agent. Adjustments to Customers' bills shall be made to the extent that circumstances exist which reasonably indicate that such changes are appropriate.

Issued: December 13, 2001

Effective:

Issued by: Bob Ellis, President and CEO
9045 Haven Avenue, Suite 106
Rancho Cucamonga, CA 91730

FLi0100

SECTION 2.0 - RULES AND REGULATIONS, (CONT'D.)

2.6 Deposits

The Company does not require a deposit from the Customer.

2.7 Advance Payments

The Company does not require advance payments from the Customer.

2.8 [Reserved for Future Use]

Issued: December 13, 2001

Effective:

Issued by: Bob Ellis, President and CEO
9045 Haven Avenue, Suite 106
Rancho Cucamonga, CA 91730

FLi0100

SECTION 2.0 - RULES AND REGULATIONS, (CONT'D.)**2.9 Taxes and Fees**

- 2.9.1** All state and local taxes (e.g., gross receipts tax, sales tax, municipal utilities tax) are not included in the rates under this tariff, but are listed as separate line items on the Customer's bill for services paid for in arrears.
- 2.9.2** To the extent that a municipality, other political subdivision or local agency of government, or Commission imposes upon and collects from the Company a gross receipts tax, occupation tax, license tax, permit fee, franchise fee, or regulatory fee, such taxes and fees shall, insofar as practicable and allowed by law, be billed pro rata to Customers receiving service from the Company within the territorial limits of such municipality, other political subdivision or local agency of government.
- 2.9.3** The Company may adjust its rates and charges or impose additional rates and charges in order to recover amounts it is required by governmental or quasi-governmental authorities to collect from or pay to others in support of statutory or regulatory programs. Such adjustments shall be listed in this tariff.

Issued: December 13, 2001

Effective:

Issued by: Bob Ellis, President and CEO
9045 Haven Avenue, Suite 106
Rancho Cucamonga, CA 91730

FLi0100

SECTION 2.0 - RULES AND REGULATIONS, (CONT'D.)**2.10 Cancellation or Interruption of Services****2.10.1 Interruption of Service**

Credit allowances for interruptions of service which are not due to the Company'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 2.13 herein. No credit is issued for outages less than ½ hour in duration. Credit for outages greater than ½ hour in duration is issued for fixed recurring monthly charges only. Outage credits are calculated in thirty (30) minute intervals. The amount of the credit is determined by pro-rating the monthly recurring charge for the time of the outage (in thirty-minute intervals). It shall be the obligation of the Customer to notify the Company immediately of any interruption in service for which a credit allowance is desired by the Customer. Before giving such notice, the Customer shall ascertain that the trouble is not within his or her control, or is not in wiring or equipment, if any, furnished by the Customer and connected to the Company's service. Interruptions caused by Customer-provided or Company-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.

Credit allowances for interruptions of service billed on a usage basis shall be limited to the rate applicable to the initial period of the call to compensate for re-establishment of the connection.

Issued: December 13, 2001

Effective:

Issued by: Bob Ellis, President and CEO
9045 Haven Avenue, Suite 106
Rancho Cucamonga, CA 91730

FLi0100

SECTION 2.0 - RULES AND REGULATIONS, (CONT'D.)**2.10 Cancellation or Interruption of Services, (Cont'd.)****2.10.1 Interruption of Service (Cont'd.)**

For purposes of credit computation every month shall be considered to have seven hundred and twenty (720) hours. For services with a monthly recurring charge, no credit shall be allowed for an interruption of continuous duration of less than four (4) hours. The Customer shall be credited for an interruption of four (4) or more hours at the rate of 1/720th of the monthly charge for the services affected for each hour that the interruption continues. The formula used for computation of credits is as follows:

$$\text{Credit} = A/720 \times B$$

A = outage time in hours (must be 4 or more)

B = total monthly recurring charge for affected service.

2.10.2 Service may be discontinued by ATMC by blocking traffic to certain countries, cities or NXX exchanges, or by blocking calls using certain Customer Authorization Codes, when ATMC deems it necessary to take action to prevent unlawful use of its service. ATMC may restore service as soon as it can be provided without undue risk.

2.10.3 If, for any reason, Service is interrupted, the Customer will only be charged for the service that was actually used.

2.10.4 Inspection, Testing and Adjustment

Upon reasonable notice, the facilities provided by the Company shall be made available to the Company for such tests and adjustments as may be deemed necessary for maintenance in a condition satisfactory to the Company. No interruption allowance will be granted for the time during which such tests and adjustments are made.

Issued: December 13, 2001

Effective:

Issued by: Bob Ellis, President and CEO
9045 Haven Avenue, Suite 106
Rancho Cucamonga, CA 91730

FLi0100

SECTION 2.0 - RULES AND REGULATIONS, (CONT'D.)

2.11 Cancellation or Termination of Service by Customer

The Customers may cancel service verbally or in writing at any time. The Company shall hold the Customer responsible for payment of all charges, including fixed fees, surcharges, etc., which accrue up to the cancellation date.

In the event the Customer executes a term commitment agreement with the Company, the Customer must cancel service and terminate the agreement in accordance with the agreement terms.

Issued: December 13, 2001

Effective:

Issued by: Bob Ellis, President and CEO
9045 Haven Avenue, Suite 106
Rancho Cucamonga, CA 91730

FLi0100

SECTION 2.0 - RULES AND REGULATIONS, (CONT'D.)

2.12 Use of Service

Service may be used for any lawful purpose for which it is technically suited. Customers reselling or rebilling ATMC's Florida intrastate service must have a Certificate of Public Convenience and Necessity as an interexchange carrier from the Florida Public Service Commission.

Issued: December 13, 2001

Effective:

Issued by: Bob Ellis, President and CEO
9045 Haven Avenue, Suite 106
Rancho Cucamonga, CA 91730

FLi0100

SECTION 2.0 - RULES AND REGULATIONS, (CONT'D.)**2.13 Liability of the Company**

- 2.13.1** The liability of the Company for any 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 shall not exceed an amount equivalent to the proportionate charges to the Customer for the period of service or the facility provided during which such interruption, delay, error, omission, or defect occurs.
- 2.13.2** The Company shall not be liable for any claim or loss, expense, or damage (including indirect, special, or consequential damage), for any interruption, delay, error, omission, or other 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 any act of God, fire, war, civil disturbance, or act of government, or by any other cause beyond the Company's direct control.
- 2.13.3** The Company shall not be liable for, and shall be fully indemnified and held harmless by the Customers against any claim or loss, expense, or damage, (i) for defamation, invasion of privacy, infringement of copyright or patent, unauthorized use of any trademark, trade name, 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 from the material data, information, or content revealed to, transmitted, processed, handled, or used by Company under this tariff, or (ii) for connecting, combining, or adapting Company's facilities with the Customer's apparatus or systems, or (iii) for any act or omission of the Customer, or (iv) for any personal injury or death of any person, or for any loss of or damage to Customer's premises or any other property, whether owned by Customer or others, caused directly or indirectly by the installation, maintenance, location, condition, operation, failure or removal of equipment or wiring provided by the Company if not directly caused by negligence of the Company.
- 2.13.4** The Company shall not be liable for any defacement of or damages to the premises of the Customer resulting from the furnishing of service which is not the direct result of the Company's negligence.

Issued: December 13, 2001

Effective:

Issued by: Bob Ellis, President and CEO
9045 Haven Avenue, Suite 106
Rancho Cucamonga, CA 91730

FLi0100

SECTION 2.0 - RULES AND REGULATIONS, (CONT'D.)

2.13 Liability of the Company, (Cont'd.)

2.13.5 The Company shall not be liable for any act or omission of any other entity furnishing to the Customer facilities or equipment used with the service furnished hereunder; nor shall the Company be liable for any damages or losses due in whole or in part to the failure of Customer-provided service, equipment or facilities.

2.13.6 Under no circumstances whatever shall the Company or its officers, directors, agents, or employees be liable for indirect, incidental, special or consequential damages.

Issued: December 13, 2001

Effective:

Issued by: Bob Ellis, President and CEO
9045 Haven Avenue, Suite 106
Rancho Cucamonga, CA 91730

FLi0100

SECTION 2.0 - RULES AND REGULATIONS, (CONT'D.)

2.14 Applicable Law

This tariff shall be subject to and construed in accordance with Florida law.

2.15 Cost of Collection and Repair

Customer is responsible for any and all costs incurred in the collection of monies due the Company including legal and accounting expenses.

Issued: December 13, 2001

Effective:

Issued by: Bob Ellis, President and CEO
9045 Haven Avenue, Suite 106
Rancho Cucamonga, CA 91730

FLi0100

SECTION 2.0 - RULES AND REGULATIONS, (CONT'D.)

2.16 Other Rules

2.16.1 ATMC reserves the right to validate the credit worthiness of Customers or Authorized Users through available verification procedures.

2.16.2 The Company reserves the right to discontinue service, limit service, or to impose requirements on Customers as required to meet changing regulations, rules or standards of the FPSC.

Issued: December 13, 2001

Effective:

Issued by: Bob Ellis, President and CEO
9045 Haven Avenue, Suite 106
Rancho Cucamonga, CA 91730

FLi0100

SECTION 3 - DESCRIPTION OF SERVICES

3.1 General

- 3.1.1 The Company provides telecommunications services between locations within the State of Florida as specified herein. The Company's service charges may be based upon call duration, time of day rate period, mileage, and/or call type.
- 3.1.2 Presubscribed service is offered from locations served with equal access end offices.
- 3.1.3 The Company's service is available twenty-four hours per day, seven days a week.
- 3.1.4 ATMC's Operator Assisted Service is provided for use by presubscribed Customers as well as transient Customers at host or Subscriber locations. Services arranged for the use of the transient public are subject to restrictions imposed by the Florida Public Service Commission and the Federal Communications Commission.

3.2 Minimum Call Completion Rate

The customer can expect a call completion rate of 99% per 100 calls attempted during peak use periods for all Feature Group D (1+) services. Carrier will engineer its switching systems on the basis that ninety-nine percent (99%) of the customers accessing their system will be served during the busy hour.

Issued: December 13, 2001

Effective:

Issued by: Bob Ellis, President and CEO
9045 Haven Avenue, Suite 106
Rancho Cucamonga, CA 91730

FLi0100

SECTION 3.0 - DESCRIPTION OF SERVICE, (CONT'D.)
3.3 Calculation of Distance

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

The serving wire centers of a call are determined by the area codes and exchanges of the origination and destination points.

The distance between the Wire Center of the Customer's equipment and that of the destination point is calculated by using the industry standard "V" and "H" coordinates.

Step 1 -Obtain the "V" and "H" coordinates for the Wire Centers serving the Customer and the destination point.

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 Wire Centers.

Formula:

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

Issued: December 13, 2001

Effective:

Issued by: Bob Ellis, President and CEO
9045 Haven Avenue, Suite 106
Rancho Cucamonga, CA 91730

FLi0100

SECTION 3.0 - DESCRIPTION OF SERVICE, (CONT'D.)

3.4 Timing of Calls

Billing for calls placed over the network is based in part on the duration of the call as follows, unless otherwise specified in this tariff.

- 3.4.1 Timing for all calls begins when the called party answers the call (i.e. when two way communications are established.) Answer detection is based on standard industry answer detection methods, including hardware and software answer detection.
- 3.4.2 Chargeable time for all calls ends when one of the parties disconnects from the call.
- 3.4.3 Minimum call duration and call timing increments for billing purposes is specified on a per-product basis in this tariff.
- 3.4.4 Usage charges are computed and rounded up to the nearest penny on a per call basis.
- 3.4.5 The Company will not intentionally bill for incomplete calls.

3.5 Rate Periods

The Company's services are not time of day or day of week sensitive. The same rates apply 24 hours per day, seven (7) days per week.

Issued: December 13, 2001

Effective:

Issued by: Bob Ellis, President and CEO
9045 Haven Avenue, Suite 106
Rancho Cucamonga, CA 91730

FLi0100

SECTION 3.0 - DESCRIPTION OF SERVICE, (CONT'D.)

3.6 Operator Assisted Calling

ATMC's Operator Assisted Service is provided for use by presubscribed Customers as well as transient Customers at host or Subscriber locations. Services arranged for the use of the transient public are subject to restrictions imposed by the Florida Public Service Commission and the Federal Communications Commission.

Issued: December 13, 2001

Effective:

Issued by: Bob Ellis, President and CEO
9045 Haven Avenue, Suite 106
Rancho Cucamonga, CA 91730

FLi0100

SECTION 3.0 - DESCRIPTION OF SERVICE, (CONT'D.)

3.7 Switched Outbound Service

Switched Outbound Service permits outward calling utilizing FGD switched access. Calls are billed in six (6) second increments following a minimum billing period of eighteen (18) seconds. Intrastate service is offered in conjunction with Interstate and International service.

Issued: December 13, 2001

Effective:

Issued by: Bob Ellis, President and CEO
9045 Haven Avenue, Suite 106
Rancho Cucamonga, CA 91730

FLi0100

SECTION 3.0 - DESCRIPTION OF SERVICE, (CONT'D.)

3.8 Directory Assistance

A Directory Assistance charge applies per intrastate directory assistance call. The customer may make two (2) requests for a telephone number per call. The Directory Assistance charge applies regardless of whether the operator is able to supply the requested number.

Issued: December 13, 2001

Effective:

Issued by: Bob Ellis, President and CEO
9045 Haven Avenue, Suite 106
Rancho Cucamonga, CA 91730

FLi0100

SECTION 4.0 - RATES

4.1 Operator Assisted Calling

Rate Per Minute: \$0.30

Operator Service Charges (per call):

Person-to-Person \$3.25

Station-to-Station \$1.75

4.2 Switched Outbound Service

Rate Per Minute: \$0.12

Issued: December 13, 2001

Effective:

Issued by: Bob Ellis, President and CEO
9045 Haven Avenue, Suite 106
Rancho Cucamonga, CA 91730

FLi0100

SECTION 4.0 - RATES, (CONT'D.)

4.3 Directory Assistance

Rate Per Call to Directory Assistance: \$1.15

Issued: December 13, 2001

Effective:

Issued by: Bob Ellis, President and CEO
9045 Haven Avenue, Suite 106
Rancho Cucamonga, CA 91730

FLi0100

SECTION 4.0 - RATES, (CONT'D.)**4.4 Special Rates for the Handicapped****4.4.1 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.

4.4.2 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.

4.4.3 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 calls 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 a call and shall not apply to per call charges such as a credit card surcharge.

Issued: December 13, 2001

Effective:

Issued by: Bob Ellis, President and CEO
9045 Haven Avenue, Suite 106
Rancho Cucamonga, CA 91730

FLI0100

SECTION 4.0 - RATES, (CONT'D.)

4.5 Emergency Call Exemptions

The following calls are exempted from all charges: Emergency calls to recognizable authorized civil agencies including police, fire, ambulance, bomb squad and poison control. The Company will only handle these calls if the caller dials all of the digits to route and bill the call. Credit will be given for any billed charges pursuant to this exemption on a subsequent bill after verified notification by the billed Customer within thirty (30) days of billing.

4.6 Return Check Charge

The Company does not charge a return check charge.

4.7 Late Payment Charge

The Company does not charge a late payment fee.

Issued: December 13, 2001

Effective:

Issued by: Bob Ellis, President and CEO
9045 Haven Avenue, Suite 106
Rancho Cucamonga, CA 91730

FLI0100

SECTION 4.0 - RATES, (CONT'D.)**4.8 Demonstration of Service**

From time to time the Company may demonstrate service for potential Hospitals by providing free use of its network on a limited basis for a period of time, not to exceed three (3) minutes. Demonstration of service and the type, duration or quantity of service provided will be at the Company's discretion.

4.9 Promotions

From time to time, the Company may provide promotional offerings to introduce a current or potential Customer to a service not being used by the Customer. These offerings may be limited to certain dates, times or locations and may waive or reduce recurring or non-recurring charges.

4.10 Special Contract Arrangements

At the option of the Company, services may be offered to a specific hospital at a reduced rate. The terms of the contract shall be mutually agreed upon between the Hospital and the Company and may include discounts off of rates contained herein. The terms of the contract will be based on term, volume commitment, or mix of term, volume, and other non-telecommunications services provided by the Company to the contracting hospital. Service shall be available to all similarly situated hospitals for a six (6) month period following the initial offering to the first Hospital as specific in each individual contract.

Issued: December 13, 2001

Effective:

Issued by: Bob Ellis, President and CEO
9045 Haven Avenue, Suite 106
Rancho Cucamonga, CA 91730

FLi0100

ATMC, Inc.

Exhibit III

Management Profiles

Corporate Resumes
ATMC, Inc.

Bob Ellis - President and Chief Executive Officer

Mr. Ellis started in a sales position in 1988 with a small reseller known as Thrifty-Tel where he gained basic knowledge of the switched one plus market for business users. Later that year he was solicited and hired by a company known as Comm-Systems. Comm-Systems provided Mr. Ellis with a week-long training course covering switched one plus and T-1 dedicated service. After completing the course he started out with the company as a Senior Executive. Mr. Ellis received recognition from the company, after only being there for 90 days, for being in the top five percent of the entire company.

In May of 1989 Mr. Ellis decided to become an independent agent for a company known as WCT and was the third largest producer for the company until it was sold to Frontier. In 1993 Mr Ellis entered into operator services serving the hospitality industry in the U.S. and in other countries.

To date, ATMC, Inc., now serves about one thousand hotels and airports internationally and has become its own provider of operator services and switchless resale of one plus long distance service. ATMC, Inc., as a provider is now concentrating on domestic service in which Mr. Ellis oversees its operations.

Tina P. Meseberg - Vice President of Operations

As Vice President of Operations, Ms. Meseberg manages customer service and the day to day operations of the company. Additionally, Ms. Meseberg is responsible for all Accounts Payable, Accounts Receivable, Payroll. Ms. Meseberg also audits call reports, manages sales report, and manages agreements with PTT and domestic carriers.

Prior to her present position with ATMC, Ms. Meseberg held positions of significant responsibility over operations with Starks & Associates and American Honda. In those positions Ms. Meseberg supervised large numbers of employees, handled Accounts Receivable, Accounts Payable, and Payroll, and assisted in the overall operations of the companies.

ATMC, Inc.

Exhibit IV

Financial Statements



December 6, 2001

To Whom It May Concern:

To the best of my knowledge and belief all financial statements for ATMC Inc. are true and correct.

Sincerely,

A handwritten signature in cursive script that reads "Tina Meseberg".

Tina Meseberg
Vice President of Operations

12/06/01

ATMC Inc.
Profit & Loss
 January through November 2001

	Jan - Nov '01
Ordinary Income/Expense	
Income	
Alternate Operator Services	32,133.70
Credit	200.97
Credit Card Monies	25,560.40
Harry S. Rinker	1,013.25
One Plus Sales	123,165.29
Operator Services	147,413.51
Total Income	329,487.12
Expense	
Auto Bank Withdrawal	1,559.58
Automobile Expense	541.00
Bank Service Charges	728.50
Business License	370.00
Cash Advancement	5,000.00
Certif. & Tarifs.	11,370.00
Contributions	1,000.00
Corporate Credit Card	22,795.08
Corporate Record Book	325.00
Corporate Taxes	7,270.37
Credit for Calls	78.88
Dues and Subscriptions	135.00
Equipment	7,705.00
Hotel Association Fees	129.87
Insurance	3,680.56
Investments	-30,027.82
JANITORAL SERVICES	70.00
Licenses and Permits	2,180.00
Miscellaneous	5,767.72
Office Supplies	472.48
Payroll Expenses	56,167.50
Payroll Processing	200.00
Payroll Taxes	12,846.09
Postage and Delivery	2,686.98
Printing and Reproduction	891.56
Professional Fees	
Commissions	42,876.23
Legal Fees	19,535.96
Typing Services	288.25
Web Design	7,943.00
Professional Fees - Other	10,826.48
Total Professional Fees	81,469.92
Rent	12,964.20
Repairs	
Building Repairs	3,000.00
Computer Repairs	89.21
Repairs - Other	565.00
Total Repairs	3,654.21
Severance Pay	35,992.45
Telephone	
Web Host	830.70
Telephone - Other	60,249.78
Total Telephone	61,080.48
Uncategorized Expenses	0.00

12/06/01

ATMC Inc.
Profit & Loss
January through November 2001

	<u>Jan - Nov '01</u>
Utilities	
Gas and Electric	826.92
Utilities - Other	102.23
Total Utilities	<u>929.15</u>
Total Expense	<u>310,033.76</u>
Net Ordinary Income	19,453.36
Other Income/Expense	
Other Income	
Credit from payment	48.13
LOAN	-9,200.00
Other Income	193.89
Total Other Income	<u>-8,957.98</u>
Net Other Income	<u>-8,957.98</u>
Net Income	<u><u>10,495.38</u></u>

12/06/01

ATMC Inc.
Balance Sheet
As of November 30, 2001

	<u>Nov 30, '01</u>
ASSETS	
Current Assets	
Checking/Savings	
Distribution to Stockholder	100,624.00
PFF Bank & Trust	1,336.21
Total Checking/Savings	<u>101,960.21</u>
Total Current Assets	<u>101,960.21</u>
TOTAL ASSETS	<u>101,960.21</u>
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Accounts Payable	
Employment Development Dept.	-105.85
Total Accounts Payable	<u>-105.85</u>
Credit Cards	
American Express	-10,553.72
Total Credit Cards	<u>-10,553.72</u>
Other Current Liabilities	
Payroll Liabilities	20,483.96
Total Other Current Liabilities	<u>20,483.96</u>
Total Current Liabilities	<u>9,824.39</u>
Total Liabilities	<u>9,824.39</u>
Equity	
Opening Bal Equity	50,654.59
Retained Earnings	30,985.85
Net Income	10,495.38
Total Equity	<u>92,135.82</u>
TOTAL LIABILITIES & EQUITY	<u>101,960.21</u>



CREDIT REFERENCES

Business Address: 9045 Haven Av., Ste. 106 ♦ Rancho Cucamonga, CA 91730

Phone: (909) 948-5700 ♦ Fax: (909) 948-5720

Bank: PFF Bank & Trust
Account Number: 398055301
Branch: Alta Loma, California
Phone: (888) 342-5733

Printer: Lasting Impressions Printing
Address: 9559 Center Av., Ste. M
Rancho Cucamonga, CA 91730
Phone: (909) 989-0016
(909) 989-0057 - Fax
Contact: Bob
Credit Line: \$5,000
Terms: Net 30

Printer: Sir Speedy
Address: 8628 Utica Av., Ste. 700
Rancho Cucamonga, CA 91730
Phone: (909) 980-9922
(909) 944-1398 - Fax
Contact: Laura
Credit Line: \$5,000
Terms: Net 30

Long Distance Wholesale: MCI
Address: P. O. Box 70928
Chicago, IL 60673-0928
Phone: (800) 263-4593
Phone: (800) 725-6425
Credit Line: \$20,000
Terms: Net 30

Long Distance Wholesale: Operator Service Company
Address: 9608 Utica Ave.
Lubbock, TX 79424
Phone: (800) 658-6041
Contact: Lena Smith
Credit Line:
Terms: Net 15th and 30th

Long Distance Wholesale: Dauphin Telecom
Address: 7, rue Perrinon BP 3371
Marigot 97068 St. Martin
Phone: 77 00 40 29 00 77
Contact:
Credit Line:
Terms: Net 15th and 30th

Credit Card: American Express Corporate
Account Number: 3732-719-7562
Monthly Payment:
Credit Line: Unlimited
Terms: Due on Receipt

Credit Card: Master Card
Account Number: 5588-3700-0008-4067
Monthly Payment:
Credit Line: \$5,000
Terms: Net 30