



210 N. Park Ave.
Winter Park, FL
32789

December 13, 2001
Via Overnight Delivery

011649-TX

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

Ms. Blanca S. Bayo, Director
Division of Commission Clerk & Administrative Services
Florida Public Service Commission
2540 Shumard Oak Boulevard
Tallahassee, Florida 32399-0870

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

RE: Application of **Foxtel, Inc.** for authority to provide Alternative Local Exchange Service within the State of Florida

Dear Ms. Bayo:

Enclosed for filing are the original and six (6) copies of the initial application local exchange application of Foxtel, Inc. ("Foxtel"). Also enclosed is a check in the amount of \$250.00 for the filing fee.

Exhibit II to this application contains the financial statements of Foxtel, Inc., which have been filed under separate cover with a claim of confidentiality, as provided for under Chapter 364.183(1), Florida Statutes.

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

Questions regarding this filing may be directed to my attention at (407) 740-3004.

Sincerely,

Robin Norton
Consultant to Foxtel, Inc.

RN/mw

cc: Joe Wong - Foxtel
file: Foxtel - FL ALEC
tms: FLL0100

DOCUMENT NUMBER-DATE

15581 DEC 14 01

FPSC-COMMISSION CLERK

APPLICATION

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 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:

Foxtel, 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: Foxtel, Inc.
Street: 333 Holcomb Avenue, Suite 200
P.O. Box:
City: Reno
State: Nevada
Zip Code: 89502

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

Name: None
Street:
P.O. Box:
City:
State:
Zip Code:

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:

Not applicable.

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

The Florida Secretary of State corporate registration number:

Corporate charter number: F97000003906

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):** F.E.I. Number: 86-0874705.

15. **Indicate if any of the officers, directors, or any of the ten largest stockholders have previously been:**

(a) **adjudged bankrupt, mentally incompetent, or found guilty of any felony or of any crime, or whether such actions may result from pending proceedings. Provide explanation.**

None.

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

None.

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

(a) The application:

Name: Robin Norton
Title: Consultant to Foxtel, Inc.
Address: 210 North Park Avenue
City, State, Zip: Winter Park, FL 32789
Telephone No.: (407) 740-8575
Fax No.: (407) 740-0613
Internet E-Mail Address: rnorton@tminc.com
Internet Website Address: www.tminc.com

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

Name: Joe Wong
Title: Chief Financial Officer and Secretary
Address: 333 Holcomb Avenue, Suite 200
City, State, Zip: Reno, Nevada 89502
Telephone No.: (775) 786-6400
Fax No.: (775) 786-6443
Internet E-Mail Address: joew@amiresort.com
Internet Website Address: www.foxtelco.com

(c) Complaints/Inquiries from customers:

Name: Elizabeth Rasco
Title: Billing Administrator
Address: 333 Holcomb Avenue, Suite 200
City, State, Zip: Reno, Nevada 89502
Telephone No.: (888) 336-9835
Fax No.: (775) 786-6443
Internet E-Mail Address: erasco@foxtelco.com
Internet Website Address:

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.**

Foxtel is a provider of long distance services to temporary rental properties. Foxtel has been a certificated provider of these services in Florida since February 1998.

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.*

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 II.

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:



Tom Reardon, President and Chief Operating Officer
FoxTel, Inc.
333 Holcomb Avenue, Suite 200
Reno, Nevada 89502
Telephone: (775) 786-6400
Facsimile: (775) 786-6443
Toll Free: (888) 336-9835

12.04.01
Date

AFFIDAVIT

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

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

UTILITY OFFICIAL:



Tom Reardon, President and Chief Operating Officer

FoxTel, Inc.

333 Holcomb Avenue, Suite 200

Reno, Nevada 89502

Telephone: (775) 786-6400

Facsimile: (775) 786-6443

Toll Free: (888) 336-9835

12.04.01

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.

- 1) none 2)
- 3) 4)

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

- 1) none 2)
- 3) 4)

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

Type of POP-to POP Owned or Leased

- 1) none
- 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

FOXTEL, INC.

Exhibit I

Management Profiles

FOXTEL, INC.
PROFILES OF KEY PERSONNEL

FoxTel, Inc.'s management team includes the following professionals:

Tom Reardon	- President and Chief Operating Officer
Joe Wong	- Chief Financial Officer and Secretary
Penelope Posa	- Director of Sales and Marketing

Foxtel's key management personnel have solid backgrounds in successful business management and systems support for telecommunications services.

Tom Reardon, President and Chief Operating Officer

Mr. Reardon has over ten years of business experience, including sales, marketing and management. Mr. Reardon comes to Foxtel from Server Technology, Inc., where he served as National Sales Executive from June 2000 to April 2001. In this capacity, he was responsible for expanding, selling and managing the company's products for the CLEC market. Prior to joining Server Technology, Mr. Reardon founded MyMemoryBank.com in February 1999. As founder, Mr. Reardon was responsible for all aspects of the start-up company, including concept, funding, technology, marketing and staffing. From May 1997 to January 1999, Mr. Reardon served as Chief Operating Officer at Vector Communications, a specialized telecommunications provider of products and services to resort industry small business customers. His responsibilities included installation of systems, and service and maintenance support. Prior to Vector Communications, Mr. Reardon joined AMI Telecommunications Corporation in October 1991, in the position of a Regional Representative. From October 1992 to October 1997, he served as Chief Operating Officer and Vice President of Operations. In this capacity he was responsible for overseeing the company's operational service and technical support strategy program; developing product and system requirements based on marketplace, client and competitive inputs; writing all product plans to include marketing and technical specifications, product schedules, and supporting documentation to ensure timely development and support of quality products and services. Mr. Reardon was also instrumental in the development of an internal CRM software solution. He was a member of the Company's Board of Directors, and was an active participant in the acquisition of private company funding.

Joe Wong, Chief Financial Office and Secretary

Mr. Wong joined Foxtel in 1999 as Chief Financial Officer and Secretary. In this capacity, he is responsible for the financial organization of the company and ensures that fiduciary duties are accomplished. His duties include the production of corporate financial reports, preparation of tax returns, and compliance with regulatory requirements. Mr. Wong comes to Foxtel from ASIMCO Direct Investment Funds headquartered in Beijing, China, where he served as Chief Financial Officer. Prior to joining ASIMCO, Mr. Wong was with Arthur Andersen & Co. in Hong Kong, where he served in the capacity of Senior Auditor. He was responsible for new client business, financial audits, due diligence, and special projects. He also performed the work for financial audits, supervised staff accountants and prepared report/presentation deliverables to clients. Mr. Wong also served as the senior auditor for Arthur Andersen, LLP in Denver, Colorado.

FOXTEL, INC.
PROFILES OF KEY PERSONNEL, (Cont'd)

Penelope Posa, Director of Sales and Marketing

Ms. Penelope Posa has been the Director of Sales and Marketing of FoxTel, Inc. since its inception in August 1997. In the capacity of Director of Sales and Marketing, Ms. Posa is responsible for the strategic direction of the Company, evaluating and implementing market and service strategies, preparing market and product projections, establishing the sales and customer service policies of the Company and ensuring the products and services of the Company are properly supported by the Network and Technical staff. Prior to joining FoxTel, Inc., Ms. Posa has obtained sales and marketing experience in various capacities at Hyatt Hotels Corporation and at AMI Telecommunications.

FOXTEL, INC.

Exhibit II

Financial Statements

The confidential proprietary financial statements of Foxel, Inc. are submitted under separate cover with a claim of confidential treatment. Please handle in accordance with your established procedures for confidential material.