

LAW OFFICES
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ORIGINAL
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COMMISSION
CLERK

February 19, 2002

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

020146-TI

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

Ladies/Gentlemen:

On behalf of my client, NEXTELCOM CORP., I enclose for filing the original and six (6) copies of the Application of NEXTELCOM CORP. for Authority to Provide Interexchange Telecommunications Service Between Points Within the State of Florida together with my client's check in the amount of \$250.00.

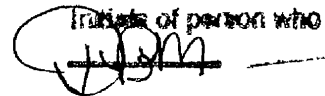
Please date stamp the additional copy of the Application and return it to me for my files in the enclosed self-addressed, stamped letter.

Very truly yours,


James R. C. Dickey

Check received with \$250.00 and
forwarded to Fiscal for
Fiscal to forward check to RAR
to RAR with proof of deposit.

Initials of person who forwarded check:



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**** 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

020146-TI

Instructions

- ◆ This form is used as an application for an original certificate and for approval of assignment or transfer of an existing certificate. In the 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 Blvd.
Tallahassee, Florida 32399-0850
(850) 413-6770

Note: **No filing fee is required** for an assignment or transfer of an existing certificate to another company.

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

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

1. This is an application for (check one):

Original certificate (new company).

Approval of transfer of existing certificate: Example, a non-certificated company purchases an existing company and desires to retain the original certificate of authority.

Approval of assignment of existing certificate: Example, a certificated company purchases an existing company and desires to retain the certificate of authority of that company.

Approval of transfer of control: Example, a company purchases 51% of a certificated company. The Commission must approve the new controlling entity.

2. Name of company:

Nextelcom Corp

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

Same

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

1160 NW 159Dr

Miami Fl 33169

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

1160 NW 159 Drive

Miami Fl 33169

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.
- (x) **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 resold service by enrolling unaffiliated customers.
- (x) **Prepaid Debit Card Provider** - any person or entity that purchases 800 access from an underlying carrier or unaffiliated entity for use with prepaid debit card service and/or encodes the cards with personal identification numbers.

7. Structure of organization;

- | | |
|-------------------------|-------------------------|
| () Individual | (x) Corporation |
| () Foreign Corporation | () Foreign Partnership |
| () General Partnership | () Limited Partnership |
| () Other _____ | |

8. **If individual**, provide:

Name: N/A
Title: _____
Address: _____
City/State/Zip: _____

Telephone No.: _____ Fax No.: _____
Internet E-Mail Address: _____
Internet Website Address: _____

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

(a) **The Florida Secretary of State Corporate Registration number:**
P970000498484

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

(a) **The Florida Secretary of State Corporate Registration number:**
N/A

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

(a) **The Florida Secretary of State fictitious name registration number:**
N/A

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

(a) **The Florida Secretary of State registration number:** N/A

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

Name: _____ N/A _____

Title: _____

Address: _____

City/State/Zip: _____

Telephone No.: _____ Fax No.: _____

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.

(a) The Florida registration number: _____ N/A _____

15. Provide F.E.I. Number (if applicable): _____ 65-0758167 _____

16. Provide the following (if applicable):

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

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

Name: _____ N/A _____

Title: _____

Address: _____

City/State/Zip: _____

Telephone No.: _____ Fax No.: _____

(c) How is this information provided?

By CDR/Invoice

17. Who will receive the bills for your service?

- Residential Customers Business Customers
 PATs providers PATs station end-users
 Hotels & motels Hotel & motel guests
 Universities Universities dormitory residents
 Other: (specify) _____

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

(a) The application:

Name: Dickey, Jim

Title: General Counsler

Address: 1160 NW 159 Drive

City/State/Zip: Miami, FL 33169

Telephone No.: 305-577-9700 Fax No.: 305-577-9774

Internet E-Mail Address: jdickey@terratecom.net

Internet Website Address: Under Construction

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

Name: Carlos Rodriguez

Title: Vice President

Address: 1160 NW 159 Drive

City/State/Zip: Miami Fl 33169

Telephone No.: 305-5779700 Fax No.: 305-577-9774

Internet E-Mail Address: crodriguez@Terratelecom.net

Internet Website Address: www.terratelecom.net

(c) Complaints/Inquiries from customers:

Name: Carlos Rodriguez

Title: Vice. President

Address: 1160 NW 159 Drive

City/State/Zip: Miami Fl 33169

Telephone No.: 305-577-9700 Fax No.: 305-577-9774

Internet E-Mail Address: crodriguez @Terratelecom.net

Internet Website Address: www.Terratelecom.net

19. List the states in which the applicant:

(a) has operated as an interexchange telecommunications company.

N/A

N/A

(b) has applications pending to be certificated as an interexchange telecommunications company.

N/A

(c) is certificated to operate as an interexchange telecommunications company.

N/A

(d) has been denied authority to operate as an interexchange telecommunications company and the circumstances involved.

N/A

(e) has had regulatory penalties imposed for violations of telecommunications statutes and the circumstances involved.

N/A

(f) has been involved in civil court proceedings with an interexchange carrier, local exchange company or other telecommunications entity, and the circumstances involved.

N/A

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

(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

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 mbs., 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, to patrons of hotels, students in universities, patients in hospitals).
- Available to inmates

1. **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).

23. Submit the following:

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

B. Technical capability; give resumes of employees/officers of the company that would indicate sufficient technical experiences or indicate what company has been contracted to conduct technical maintenance.

C. Financial capability.

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

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

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

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

Further, the following (which includes supporting documentation) should be provided:

1. **A written explanation** that the applicant has sufficient financial capability to provide the requested service in the geographic area proposed to be served.
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.

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:** I understand that a non-refundable application fee of \$250.00 must be submitted with the application.

UTILITY OFFICIAL:

Joel Esquenazi

Print Name

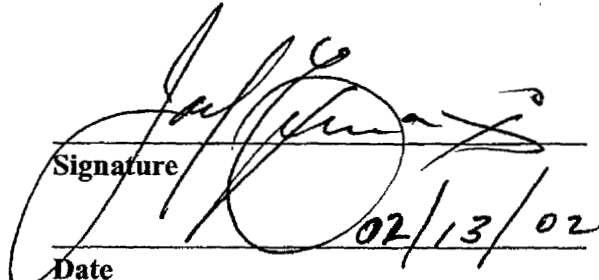
President

Title

305-577-9700

Telephone No.

Fax No.


Signature

Date

02/13/02

Address:

1160 NW 159 Drive

Miami Fl 33169

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.

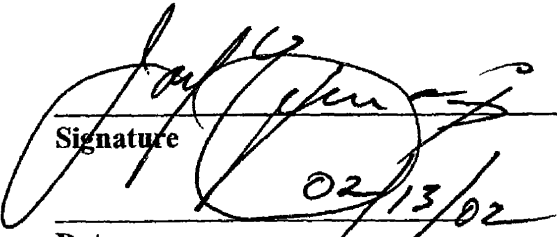
- () The applicant intends to collect deposits and/or advance payments for more than one month's service and will file and maintain a surety bond with the Commission in an amount equal to the current balance of deposits and advance payments in excess of one month.
 (The bond must accompany the application.)

UTILITY OFFICIAL:

Joel Esquenazi
Print Name

President
Title

305-577-9700
Telephone No.


Signature

02/13/02
Date

Address: 1160 NW 159 Drive
Miami Fl 33169

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 interexchange telecommunications 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.

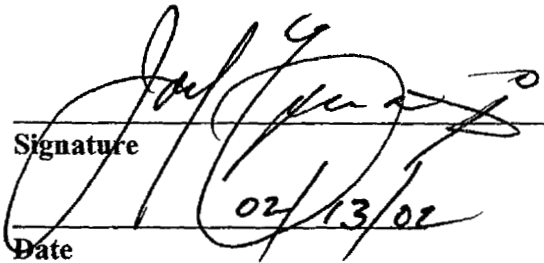
Further, I am aware that, pursuant to Chapter 837.06, Florida Statutes, "Whoever knowingly makes a false statement in writing with the intent to mislead a public servant in the performance of his official duty shall be guilty of a misdemeanor of the second degree, punishable as provided in s. 775.082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

UTILITY OFFICIAL:

Joel Esquenazi
Print Name

President
Title

305-577-9700
Telephone No.


Signature

02/13/02
Date

Fax No.

Address: 1160 nw 159 Drive

Miami FL 33169

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:

Joel Esquenazi

Print Name

President

Title

305-577-9700

Telephone No.

Signature

Date

Fax No.


02/13/02

Address: 1160 nW 159 Drive

Miami Fl 33169

CERTIFICATE TRANSFER, OR ASSIGNMENT STATEMENT

I, (Name) Joel Esquenazi

(Title) President of
Terra Telecommunications (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:

() transfer

() assignment.

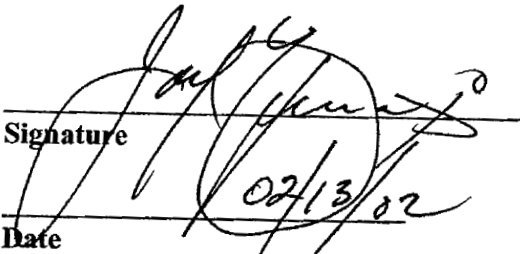
of the above-mentioned certificate.

UTILITY OFFICIAL:

Joel Esquenazi
Print Name

President
Title

305-577-9700
Telephone No.


Signature

02/13/02
Date

Fax No.

Address: 1160 NW 159 Drive
Miami Fl 33169

Paragraph 23. A.

Management

Joel Esquenazi is a co-founder, President and Chief Executive Officer of Terra. He has more than 17 years of experience in telecommunications and development of network communications infrastructures. Mr. Esquenazi was involved in the satellite sales business and was a top account executive at ITT. He left ITT to provide a more customized service for his clients by starting Telecommunications Services Inc. and World Access Communications Corp., a wholly owned subsidiary of Terra Telecommunications Corp.

Carlos A. Rodriguez is our other co-founder, Executive Vice President and Chief Operating Officer of the Company and has over 14 years of experience in the telecommunications industry. Mr. Rodriguez previously held a position as Vice President, of facilities management for SunTrust Bank. He was instrumental in the development of Telecommunications Services Inc, and subsequently helped co-found World Access Communications Corp. Mr. Rodriguez was a founder of the "Young Latin Businessman's Association". He graduated with a B.A. in Business Management from the University of South Florida in 1987.

James R. C. Dickey, Esq. is a Vice President and our General Counsel. He specializes in the area of General Business Law, Commercial Litigation, Corporate Loan Workouts and Collections, Mergers and Acquisitions, Computer Hardware and Software Acquisition Agreements, and Securities Law. Before working with Terra, Mr. Dickey has served as in-house counsel for several banks and savings associations. Mr. Dickey has also served as counsel to various public and privately held firms advising them in a wide variety of corporate and securities matters. He is a graduate of the University of Miami Law School.

Luciano Garavaglia is Director of International Carrier Sales of Terra Telecommunications Corp. He has more than 7 years of experience in the telecommunications industry. Before working with Terra, he was in charge of the Latin-American Region in Telefonica de Argentina. He graduated with B.A. in Argentine Catholic University. 1998.

Technical Staff

23. B. The Company has agreements with its parent, Terra Telecommunications Corp which, in turn, employs a staff of 10 engineering technical personnel and provides 24/7 response times to technical support needs of its clients

Addendum to Financial Data

23.C.

- 1.** The Company intends to provide pre-paid cards and reseller services to wholesalers and retailers throughout the State of Florida. The Company believes that the amount of revenues will allow it to provide the subject services in the geographical area proposed to be served.
- 2.** The Company has been in business and has been a FCC licensed carrier since 1998. Based upon the financial statements attached hereto, the Company believes it has the capability to maintain the requested services.
- 3.** The Company has the financial capability to meet its lease or ownership obligations.

NEXTELCOM CORPORATION
BALANCE SHEET
AS OF
DECEMBER 31,2001

Bs 20012/19/02

	Period 12/2001	Period 12/2000	Dollar Variance
ASSETS			
----- Current Assets -----			
Citibank Checking		\$27.19	(\$27.19)
Bank Of America Checking Account.	\$32,193.25		\$32,193.25
Accounts Receivable - Trade	\$431,928.19	\$187,410.96	\$244,517.23
Prepaid Expenses	\$82,491.66	0	\$82,491.66
Due From Shareholder - C. Rodriguez	\$25.00	\$25.00	\$0.00
Due From Shareholder - J. Esquenazi	\$75.00	\$75.00	\$0.00
Total Current Assets	\$546,713.10	\$187,538.15	\$359,174.95
----- Fixed Assets -----			
Billing Software	\$6,400.00		\$6,400.00
Resurgengs-Guatemala	\$74,587.00	\$74,587.00	\$0.00
Resurgens El Salvador	\$74,587.00	\$74,587.00	\$0.00
Acc.Depr.-Telecom Equipment	(\$140,458.14)	(\$90,733.50)	(\$49,724.64)
Total Fixed Assets	\$15,115.86	\$58,440.50	(\$43,324.64)
----- Investments & Advances -----			
Terra Telecom Holding	\$5,460,067.44	\$2,298,205.93	\$3,161,861.51
Total Investments & Advances	\$5,460,067.44	\$2,298,205.93	\$3,161,861.51
Total ASSETS	\$6,021,896.40	\$2,544,184.58	\$3,477,711.82
LIABILITIES			
----- Current Liabilities -----			
Accounts Payable - Trade	\$33,211.52	0	\$33,211.52
Total Current Liabilities	\$33,211.52	\$0.00	\$33,211.52
EQUITY			
----- Equity -----			
Common Stock	\$100.00	\$100.00	\$0.00
Retained Earnings	\$2,544,084.58	(\$1,599,232.10)	\$4,143,316.68
Total Equity	\$2,544,184.58	(\$1,599,132.10)	\$4,143,316.68
Year-to-date Net Inc	\$3,444,500.30	\$4,143,316.68	(\$698,816.38)
Total EQUITY	\$5,988,684.88	\$2,544,184.58	\$3,444,500.30
Total Liabilities and Equity	\$6,021,896.40	\$2,544,184.58	\$3,477,711.82

Bs 20012/19/02

Nextelcom Corporation
Income Statement
YTD December 2001 Actual vs. YTD December 2000 Actual

	Actual for: December 2001	Actual for December 2000	Dollar Variance
SALES			
----- Sales -----			
Sales - Long Distance Services Wholesale	3,818,183.38	562,803.89	3,255,379.49
Gain On Settlement WAX		3,774,108.22	(3,774,108.22)
Total Sales	3,818,183.38	4,336,912.11	(518,728.73)
Total SALES	3,818,183.38	4,336,912.11	(518,728.73)
COST OF GOODS SOLD			
----- Cost of Sales -----			
Cost Of Sales - Long Distance Services	202,914.66		202,914.66
Total Cost of Sales	202,904.66		202,904.66
Total COST OF GOODS SOLD	202,904.66		202,904.66
Gross Margin	3,615,278.72	4,336,912.11	(721,633.39)
EXPENSES			
----- Operating Expenses -----			
Advertising - National	4,792.76		4,792.76
Bank Charges & Late Charges	1,349.34	173.84	1,175.50
Commissions	1,679.13		1,679.13
Consulting Services Latin America.	14,625.00		14,625.00
Courier - US	182.53		182.53
Dep Comp-Equip.Resurgens	49,724.64	146,680.57	(96,955.93)
Insurance - Health	2,046.36		2,046.36
Legal	437.50		437.50
Licenses & Permits	1,075.45	150.00	925.45
Office - Supplies	302.96		302.96
Printing - Forms	1,800.00		1,800.00
Others Salaries-Sales.	49,658.32		49,658.32
Support (Computer & SBT)	3,312.50		3,312.50
Telephone - Office	2,505.09		2,505.09
Temporary Labor-Calling Card	31,299.20		31,299.20
Travel - US	525.50		525.50
Trav US-Calling Card	1,246.51		1,246.51
Fica Tax-Exp-Fica-Sales.	3,708.51		3,708.51
Futa Tax-Exp/Futa-Sales.	114.66		114.66

Nextelcom Corporation
Income Statement
YTD December 2001 Actual vs. YTD December 2000 Actual

Suta Tax-Exp/Suta-Sales.	396.15		396.15
Total Operating Expenses	170,782.11	147,004.41	23,777.70
----- Financial Expenses -----			
Interest Expense - Other Borrowings		46,591.02	(46,591.02)
Total Financial Expenses		46,591.02	(46,591.02)
Total EXPENSES	170,782.11	193,595.43	(22,813.32)
Net Income from Operations	3,444,496.61	4,143,316.68	(698,820.07)
OTHER INCOME			
----- Other Income (Expenses) -----			
Other Income	3.69		3.69
Total Other Income (Expenses)	3.69		3.69
Total OTHER INCOME	3.69		3.69
Net Income after taxes	<u>3,444,500.30</u>	<u>4,143,316.68</u>	<u>(698,816.38)</u>