E-ROSH CORPORATION ORIGINAL

March 12, 2002

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

020240-TI

RE: E-Rosh Corporation Application Form for Authority to Provide Interexchange Telecommunications Service Between Points Within the State of Florida

To Whom It May Concern,

Please find attached 1 original and 6 copies of the Application for E-Rosh Corporation.

Also, find a check in the amount of \$250.00, which will cover the filing fee.

Should there be any questions or concerns please contact this office at 305-468-1645.

Kind regards,

Lisette V. Winans On Behalf of E-Rosh Corporation

Enclosures

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

non who forwarded oheck:

85 16 MA 21 AAM SO

DISTRIBUTION CENTER

DOCUMENT NUMBER-DATE

03023 MAR 158

EDSC-COMMISSION CLERK

- 1. This is an application for $\sqrt{(check one)}$
 - (X) Original certificate (new company).
 - () Approval of transfer of existing certificate: $O_2O_24O TI$ <u>Example</u>, a certificated company purchases an existing certificated company and desires to retain the authority of both certificates.
 - () Approval of assignment of existing certificate: <u>Example</u>, a non-certificated company purchases an existing company and desires to retain the certificate of authority rather than apply for a new certificate.
 - () Approval of transfer of control: <u>Example</u>, a company purchases 51 % of a certificated company. The Commission must approve the new controlling entity.
- 2. Name of company:

E-Rosh Corp.

- 3. Name under which applicant will do business (fictitious name, etc.):
- 4. Official mailing address (including street name & number, post office box, city, state, zip code):

1150 Kane Concourse - 2nd Floor Bay Harbor, FL 33154

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

1150 Kane Concourse - 2nd Floor Bay Harbor, FL 33154

FORM PSC/CMU 31(12/96) Required by Commission Rule Nos. 25.24-470, 25-24.471, and 25-24.473, 25-24 480(2). Page 2 of 16

> DOCUMENT NUMPER DATE 03023 MAR 158 FPSC-COMMISSION CLERK

Select type of business your company will be conducting $\sqrt{(Check all that apply)}$

- **(X**) 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.
- **(X**) 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
 -) Foreign Corporation
 -) General Partnership
 -) Other

(X) Corporation) Foreign Partnership) Limited Partnership

8. If individual, provide:

FORM PSC/CMU 31 (12/96) Required by Commission Rule Nos. 25.24-470, Page 3 of 16 25-24.471, and 25-24.473, 25-24.480(2)

Address:
City/State/Zip:
Telephone No.: Fax No.:
Internet E-Mail Address:
Internet Website Address:
If incorporated in Florida. provide proof of authority to operate in Florida:
(a) The Florida Secretary of State Corporate Registration number:
If foreign corporation. Provide proof of authority to operate in Florida: (a) The Florida Secretary of State Corporate Registration number:
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:
If a limited liability partnership, provide proof of registration to operate in Florida: (a) The Florida Secretary of State registration number:
If a partnership, provide name, title and address of all partners and a copy of the partnership agreement.
Name:
Title:

FORM PSC/CMU 31(12/96) Required by Commission Rule Nos 25.24-470 25-24.471, and 25-24 473, 25-24.480(2) Page 4 of 16

City	/State/Zip:
Tele	phone No.: Fax No.:
Inter	net E-Mail Address:
Inter	net Website Address:
	oreign limited partnership. provide proof of compliance with the foreig ed partnership statute (Chapter 620.169, FS), if applicable.
(a) T	he Florida registration number:
Prov	ride <u>F.E.I Number</u> (if applicable): <u>65-1049379</u>
Prov (a)	ide the following (if applicable): 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?
	Fax No.
Nam	8:
Title	
	ess:
	State/Zip:
	phone No.:

FORM PSC/CMU 31(12/96) Required by Commission Rule Nos. 25.24-470 25-24.471, and 25-24 473, 25-24.480(2). Page 5 of 16

- 17. Who will receive the bills for your service?
 (X) Residential Customers
 () PATs providers
 - () Hotels & motels
 - () Universities
 - ()Other: (specify)
- (X) Business Customers() PATs station end-users
- () Hotel & motel guests
- () Universities dormitory residents
- 18. Who will serve as liaison to the Commission with regard to the following?
 - (a) <u>The application</u>:

Name: Mr. Kenneth Jacobi or Mr. Edward A. Maldonado, Esq.

Title: Regulatory Affairs

Address: 8181 NW 36th Street, Suite 4

City/State/Zip: Miami, Florida 33166

Telephone No.: <u>305-468-1645</u> Fax No.: <u>305-468-8509</u>

Internet E-Mail Address: <u>kjacobi@regnumgroup.com</u> Internet Website Address: <u>None</u>

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

Name: Jacob Serfati

Title: President

Address: 1150 Kane Concourse – 2nd Floor

City/State/Zip: Bay Harbor, FL 33154

Telephone No.: <u>305-866-9797</u> Fax No.: <u>305-866-9774</u> Internet E-Mail Address: Internet Website Address: www.e-rosh.com

FORM PSC/CMU 31(12/96) Required by Commission Rule Nos. 25.24-470, 25-24.471, and 25-24.473,25-24 480(2). Page 6 of 16 (C) <u>Complaints/Inquiries from customers</u>:

Name: Jacob Serfati

Title: President

Address: 1150 Kane Concourse – 2nd Floor

City/State/Zip: Bay Harbor, FL 33154

Telephone No.: <u>305-866-9797</u> Fax No.: <u>305-866-9774</u>

Internet E-Mail Address: N/A

Internet Website Address: www.e-rosh.com

- 19. List the states in which the applicant:
 - (a) Has operated as an interexchange telecommunications company. **None**
 - (b) has applications pending to be certificated as an interexchange telecommunications company. **None**
 - (C) is certificated to operate as an interexchange telecommunications company. <u>None</u>
 - (d) has been denied authority to operate as an interexchange telecommunications company and the circumstances involved. <u>NO</u>
 - (e) has had regulatory penalties imposed for violations of telecommunications statutes and the circumstances involved.
 <u>NO</u>
 - (f) has been involved in civil court proceedings with an interexchange carrier, local exchange company or other telecommunications entity, and the circumstances involved.
 <u>NO</u>

FORM PSC/CMU 31(12/96) Required by Commission Rule Nos. 25.24-470, 25-24.471, and 25-24.473, 25-24 480(2). Page 7 of 16 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.

<u>NO</u>

(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, <u>give reason why not</u>. **NO**

21. The applicant will provide the following interexchange carrier services $\sqrt{(check all that apply)}$:

a. _____ MTS with distance sensitive per minute rates

FORM PSC/CMU 31(12/96) Required by Commission Rule Nos. 25.24-470, 25-24.471, and 25-24.473, 25-24.480(2). Page 8 of 16

	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 e f	MTS for pay telephone service provider Block-of-time calling plan (Reach Out Florida, Ring America, etc.). 800 service (toll free)
g	NATO tampo consiste (builly convolution 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 mbक-oPSx.31.€44)mbs., DS-3, etc.)
i	Travel Services
	Method of access is 850
	Method of access is 800
k	Operator services
Requir	PSC/CMU 31 (12/96) ed by Commission Rule Nos. 25.24-470, 471, and 25-24.473, 25-24.480(2) Page 9 of 16

Available to presubscribed customers Available to non presubscribed customers (for example, to patrons of hotels, students in universities, patients in hospitals). Available to inmates

L 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. Financial capability.

The application <u>should contain</u> 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
- 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. <u>A written explanation</u> that the applicant has sufficient financial capability to provide the requested service in the geographic area proposed to be served.

2. <u>A written explanation</u> that the applicant has sufficient financial capability to maintain the requested service.

3. <u>A written explanation</u> that the applicant has sufficient financial capability to meet its lease or ownership obligations.

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

C. 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.

FORM PSC/CMU 31(12/96) Required by Commission Rule Nos. 25.24-470, 25-24 471, and 25-24.473, 25-24 480(2). Page 11 of 16

APPLICANT ACKNOWLEDGEMENT STATEMENT

- 1. **REGULATORY ASSESSMENT FEE: I understand that all** telephone companies must pay a regulatory assessment fee in the amount of .15 <u>of one</u> <u>percent</u> gross operating revenue derived from intrastate business. Regardless of its gross operating revenue of a company, minimum annual \$50 is required
- 2. **GROSS** RECEIPTS TAX: I understand that all telephone companies must pay a gross receipts tax of <u>two and one-half percent</u> 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:							
Signature Date: March 12, 2002 Title : President							
	_						
Address:	1150 Kane Concours	e – 2 nd Floor, Bay Harbor, FL 33154					
Telephone No.	<u>305-866-9797</u>	Fax No. <u>305-866-9774</u>					
ATTACHMENTS:							

A - CERTIFICATE~ SALE, TRANSFER, OR ASSIGNMENT STATEMENT

- **B CUSTOMER DEPOSITS AND ADVANCE PAYMENTS**
- C CURRENT FLORIDA INTRASTATE NETWORK
- **D-AFFIDAVIT FLORIDA TELEPHONE EXCHANGES AND EAS ROUTES GLOSSARY**

FORM PSC/CMU 31(12/96) Required by Commission Rule Nos. 25.24-470, 25-24 471, and 25-24.473, 25-24.480(2). Page 12 of 16

CERTIFICATE TRANSFER OR ASSESSMENT STATEMENT

1. Name:

Title:

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:

Signature	Date	
Title		
Address:		
Telephone No.	Fax No	

FORM PSC/CMU 31(12/96) Required by Commission Rule Nos. 25.24-470 25-24.471, and 25-24.473, 25-24.480(2) Page 13 of 16

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 i check one):

- (X) 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: Signature Date March 12, 2002

Title President

Address: 1150 Kane Concourse - 2nd Floor, Bay Harbor, FL 33154

Telephone No: <u>305-866-9797</u>

Fax No: <u>305-866-9774</u>

FORM PSC/CMU 31(12/96) Required by Commission Rule Nos. 25.24-470, 25-24.471, and 25-24.473, 25-24.480(2). Page 14 of 16

CURRENT FLORIDA INTRASTATE SERVICES ** APPENDIX C **

Applicant has (~) or has not (${\rm \textbf{X}}~$) previously provided interstate telecommunications in Florida.

If the answer is ~ fully describe the following:

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

If the services are not currently offered, when were they discontinued? b.) UTILITY OFFICIAL: Signature Date March 12, 2002 Title President

Address: 1150 Kane Concourse - 2nd Floor, Bay Harbor, FL 33154

Telephone No. <u>305-866-9797</u> Fax No. <u>305-866-9774</u>

FORM PSC/CMU 31(12/96) Required by Commission Rule Nos. 25.24-470, 25-24 471, and 25-24.473, 25-24.480(2).

Page 15 of 16

AFFIDAVIT

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

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

UTILITY OFFICIAL: Date March 12, 2002 Signature

Title President

Address: 1150 Kane Concourse - 2nd Floor, Bay Harbor, FL 33154

Telephone No. <u>305-866-9797</u>

Fax No. 305-866-9774

FORM PSC/CMU 31 (12196) Required by Commission Rule Nos 25.24-470 25-24.471, and 25-24.473,25-24.480(2).

State of Delaware Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "E-ROSH CORP.", FILED IN THIS OFFICE ON THE SIXTE DAY OF OCTOBER, A.D. 2000, AT 9 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS. $\Xi_{\rm H}^{\rm eq}$ 8

FILED DO OCT 27 PM 2: 57 SECRETALLY OF STATE FALLAMASSEE, FLORIDA



Edward J. Freel, Secretary of State AUTHENTICATION: 0722141 DATE: 10-06-00

3298920 8100 001506455

ESE FOUDDO0006039
ACCOUNT NO. : 072100000032
REFERENCE : 877009 7139083
AUTHORIZATION
COST LIMIT : S70.00
ORDER DATE : October 26, 2000
ORDER TIME : 11:39 AM
ORDER NO. : 877009-005
CUSTOMER NO: 7139083
CUSTOMER: Ms. Michelle Peraza Larrea & Ortega Attorneys At Suite 111 2300 Coral Way Miami, FL 33145
FOREIGN FILINGS NAME: E-ROSH CORP.
<u>XXXX</u> QUALIFICATION (TYPE: \underline{co})
please return the following as proof of filing: $\left(\begin{array}{c} 0 \\ \end{array} \right) $
CERTIFIED COPY XX PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING
CONTACT PERSON: Jeanine Reynolds EXT 1133

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TRANSMITTAL LETTER TRANSMITTAL LETTER Operations Division of Corporations Division of Corporations SUBJECT: E-Rost Corp. Name of corporation - must include suffix) Dear Sir or Madam: The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida. Please return all correspondence concerning this matter to the following: Vivian Williams (Name of Person) Larrea & Ortegra (Firm/Company) 2300 Coral Way, Suite 111 (Address) Miani, FL 33145 (City/State and Zip code) For further information concerning this matter, please call: MALLING ADDRESS: Registration Soction Division of Corporations Dist	•	0 - ′ ∵ The United States Corp. ⊃. Page 5 of 7 ≇1
TO: Registration Section Division of Corporations SUBJECT: E-Rosh Corp. (Name of corporation - must include suffix) Dear Sir or Madam: The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida, "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida. Please return all correspondence concerning this matter to the following:		
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The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida. Flease return all correspondence concerning this matter to the following: Vivian Williams (Name of Person) Larrea & Ortega (Firm/Company) 2300 Coral Way, Suite 111 (Address) Miami, FL 33145 (City/State and Zip code) For further information concerning this matter, please call: Miami, FL 305) 858-5558 (Name of Person) STREET ADDRESS: Registration Section Division of Corporations 40 E. Gaines St. Fo. Box 6327 Tallabassee, FL 32399 Tallabassee, FL 32399 Tallabassee, FL 32314 Enclosed is a check for the following amount: \$\frac{S70.00 Filing Fee}{Certificate of Status}		
"Certificate of Existence", and check are submitted to register the above referenced foreign constrained to transact business in Florida. Please return all correspondence concerning this matter to the following:	Dear Sir or Madam	
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Image: Street ADDRESS: (Area Code & Daytime Telephone Number) STREET ADDRESS: MAILING ADDRESS: Registration Section Registration Section Division of Corporations Division of Corporations 409 E. Gaines St. P.O. Box 6327 Tallahassee, FL 32399 Tallahassee, FL 32314 Enclosed is a check for the following amount: \$78.75 Filing Fee & S87.50 Filing Fee, Certificate of Status		
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(Name of Person) (Area Code & Daytime Telephone Number) STREET ADDRESS: MAILING ADDRESS: Registration Section Registration Section Division of Corporations Division of Corporations 409 E. Gaines St. P.O. Box 6327 Tallahassee, FL 32399 Tallahassee, FL 32314 Enclosed is a check for the following amount: \$78.75 Filing Fee & S87.50 Filing Fee, Certificate of Status	For further informa	tion concerning this matter, please call:
STREET ADDRESS: MAILING ADDRESS: Registration Section Registration Section Division of Corporations Division of Corporations 409 E. Gaines St. P.O. Box 6327 Tallahassee, FL 32399 Tallahassee, FL 32314 Enclosed is a check for the following amount: \$78.75 Filing Fee & S87.50 Filing Fee, Certificate of Status		
Registration Section Registration Section Division of Corporations Division of Corporations 409 E. Gaines St. P.O. Box 6327 Tallahassee, FL 32399 Tallahassee, FL 32314 Enclosed is a check for the following amount: \$78.75 Filing Fee & S78.75 Filing Fee & S87.50 Filing Fee, Certificate of Status		>r +cg~ ⊡vat"(305) 858-5558
Registration Section Registration Section Division of Corporations Division of Corporations 409 E. Gaines St. P.O. Box 6327 Tallahassee, FL 32399 Tallahassee, FL 32314 Enclosed is a check for the following amount: \$78.75 Filing Fee & S78.75 Filing Fee & S87.50 Filing Fee, Certificate of Status		>r +€g~ (305) 858-5558
Division of Corporations Division of Corporations 409 E. Gaines St. P.O. Box 6327 Tallahassee, FL 32399 Tallahassee, FL 32314 Enclosed is a check for the following amount: \$78.75 Filing Fee & \$78.75 Filing Fee & \$78.75 Filing Fee, Certificate of Status \$70.00 Filing Fee \$78.75 Filing Fee & \$78.75 Filing Fee & Certificate of Status		>r +€g~ (305) 858-5558
409 E. Gaines St. P.O. Box 6327 Tallahassee, FL 32399 Tallahassee, FL 32314 Enclosed is a check for the following amount: \$70.00 Filing Fee \$70.00 Filing Fee \$78.75 Filing Fee & \$\$87.50 Filing Fee, Certificate of Status	(Name of H	Or tog
Tallahassee, FL 32399 Tallahassee, FL 32314 Enclosed is a check for the following amount: \$70.00 Filing Fee \$70.00 Filing Fee \$78.75 Filing Fee & \$78.75 Filing Fee & \$87.50 Filing Fee, Certificate of Status Certificate of Status Certificate of Status	(Name of H STREET ADDRE: Registration Section	Or tog
Enclosed is a check for the following amount: \$\Box\$ \$\\$70.00 Filing Fee \$\Box\$ \$\\$78.75 Filing Fee \$\Box\$ \$\\$78.75 Filing Fee \$\Box\$ \$\\$87.50 Filing Fee, Certificate of Status Certified Copy Certificate of Status	(Name of H STREET ADDRE: Registration Section Division of Corpora	Or 709 Mat (305) 858-5558 Person) (Area Code & Daytime Telephone Number) SS: MAILING ADDRESS: n Registration Section ations Division of Corporations
□ \$70.00 Filing Fee □ \$78.75 Filing Fee & □ \$78.75 Filing Fee & □ \$87.50 Filing Fee, Certificate of Status Certified Copy Certificate of Statu	(Name of E (Name of E STREET ADDRE: Registration Section Division of Corpora 409 E. Gaines St.	Or tego
Certificate of Status Certified Copy Certificate of Statu	(Name of H STREET ADDRE: Registration Section Division of Corpora 409 E. Gaines St. Tallahassee, FL 32	Or 700 Mat (305) 858-5558 Person) (Area Code & Daytime Telephone Number) SS: MAILING ADDRESS: n Registration Section ations Division of Corporations P.O. Box 6327 Tallahassee, FL 32314
	(Name of H (Name of H STREET ADDRE: Registration Section Division of Corpora 409 E. Gaines St. Tallahassee, FL 32	Or 700 Mat (305) 858-5558 Person) (Area Code & Daytime Telephone Number) SS: MAILING ADDRESS: n Registration Section ations Division of Corporations P.O. Box 6327 Tallahassee, FL 32314
	(Name of H (Name of H STREET ADDRE: Registration Section Division of Corpora 409 E. Gaines St. Tallahassee, FL 32 Enclosed is a check	Or 709 Mat (305) 858-5558 Person) (Area Code & Daytime Telephone Number) SS: MAILING ADDRESS: n Registration Section ations Division of Corporations P.O. Box 6327 Tallahassee, FL 32314 c for the following amount: \$78.75 Filing Fee & S87.50 Filing Fee, Certificate of Status

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7.

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1.	E	-Rosh Corp.					0	
	words or abbre	pration; must include the word "INCORPOR viations of like import in language as will cle or partnership if not so contained in the name	arly	indicate th			ATION for Instead of a	FILED MIT 27 PM
2.	I	Delaware	3.	appl	ied	for	SS.	
	(State or count	try under the law of which it is incorporated)				(FEI number, if	applicable	PIN
4.	1	10/6/00	5.			ar corp. will cea:	6	2 23
	(Da	te of incorporation)		(Duration	r: Yea	ar corp. will cea:	se to exist of	perpetual")
6.		pon qualification						
	(Date first trans	acted business in Florida. If corporation has (SEE SECTIONS 607.1.	not	transacted			iseit "upon qui	alification.")
7.	2	2711 Centerville Road, Su	ite	≥ 400,	Wil	lmington, I	Delaware	19808
		(Principal office a	addr	ess)				
		same						
		(Current mailing a	addr	ess)				
8.		Internet Business		· · · · · · · · · · · · · · · · · · ·		·····		
	(Purpose	(s) of corporation authorized in home state of	r co	antry to be	carrie	d out in state of	Florida)	
9.	Name and <u>st</u>	reet address of Florida registered ager	ıt:	(P.O. Box	or M	[ail Drop Box]	NOT accepta	able)
	Name:	Corporation Service Company		<u>. </u>	-			
O	ffice Address:	1201 Hays Street						
		Tallahassee		, Flo	rida _	32301		
		(City)			_	(Zip code)		
10	Portstored	agent's acceptance:						
	-	agent s acceptance:						

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

ation Sezvice Company (Registered agent statement COURTNEY, ASST. V.P.

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

10:33	EDT	10/25/2000 - /	7	The	United	States	Corp.	۲.	Page 7 of	7 #1112111
	7	·· ····						17.16.00		n, 164, 1944, 1844) 23 − 19 C (20 Mart 24 - 20 Mart 20 Mart 24 - 20 Mart 24 M

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

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Chairman:	See attach	ed officers/direc	tors rider		
Address: _					
_				· · · · · · · · · · · · · · · · · · ·	~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~
Vice Chair	man:				- 50 0 - TI
Address: _					
-					10
Director:					PM 2:5
				· · · · · · ·	ORITE 5
					7
Director:					
		<u></u>			

B. OFFICERS

President: See attached officers/directors rider
Address:
Vice President:
Address:
Secretary:
Address:
Treasurer:
Address:
NOTE: If necessary you may attach an addendum to the application listing additional officers and/or directors.
13(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)
14. <u>Elias Obàdia, CEO, S, D</u> (Typed or printed name and capacity of person signing application)

Directors Rider

Elias Obadia Chief Executive Officer/Secretary/Director

4445 North Jefferson Avenue Miami Beach, Florida 33140

Jacob Serfati President/ Director

C/o 21205 Yacht Club drive Apt. 2904 Aventura, Florida 33180

Aquiba Benarroch Director

C/o 21205 Yacht Club Drive Apt. 1406 Aventura, Florida 33180

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E - ROSH CORP.

FINANCIAL STATEMENTS As of December 31, 2000 • •

E - ROSH CORP (A DEVELOPMENT STAGE COMPANY)

STATEMENT OF OPERATIONS FOR THE YEAR ENDED DECEMBER 31, 2000

	2 Months Ended Dec. 31, 2000
REVENUE INTEREST INCOME OTHER INCOME	\$
TOTAL REVENUE	\$ <u>859.75</u>
EXPENSES BANK SERVICE CHARGE LICENSES AND TAXES MISCELLANEOUS OFFICE SUPPLIES & EXPENSES SUPPLIES TRAVEL TECHNICAL FEES	\$
TOTAL EXPENSES	<u>\$ 18,125.44</u>
NET LOSS	<u>\$ (17,256.68)</u>

SEE ACCOUNTANT'S COMPILATION REPORT

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PAGE 05

E - ROSH CORP (A DEVELOPMENT STAGE COMPANY)

BALANCE SHEET AS OF DECEMBER 31, 2000

ASSETS

CURRENT ASSETS CASH ON HAND OR IN BANK	\$ 79,180.29	
TOTAL CURRENT ASSETS	\$	79,180.29
FIXED ASSETS FURNITURE AND FIXTURES COMPUTER & EQUIPMENT	\$ 2,800.00 7,751.43	
TOTAL FIXED ASSETS	\$	10,551.43
OTHER ASSETS ORGANIZATION EXPENSES SECURITY DEPOSITS	\$ 1,977.60 11,034.00	
TOTAL OTHER ASSETS	\$	13,011.60
TOTAL ASSETS	\$	102,743,32

LIABILITIES AND STOCKHOLDERS' EQUITY

LIABILITIES	NONE
STOCKHOLDERS' EQUITY CAPITAL STOCK NET LOSS FOR THIS PERIOD	\$ 120,000.00 (17,256.68)
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	\$ 102.743.32

SEE ACCOUNTANT'S COMPILATION REPORT



BankofAm Ica



Bank of America, N.A. P.O. Box 25118 Tampa, FL 33022-5118

Toll Free 1.888.BUSINESS(1.888 287 4637)

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Account Number:	
≦ 0 0 A Enclosures 0	23
Statement Period	
01/01/02 through 01/31/02	00091+

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Business Interest Maximizer Account

	Account Summ	nary Information	
Statement Period 01/01/02 throu Number of Deposits/Credits Number of Withdrawals/Debits	ngh 01/31/02 57 18	Statement Beginning Balance Amount of Deposits/Credits Amount of Withdrawals/Debits Statement Ending Balance	73,423,52 155,685,13 60,321,21 168,787,44
Number of Enclosures Number of Days in Cycle	0 31	Average Collected Balance Average Ledger Balance Scrvice Charge	79,659.73 81,199.73 20.00
	Interest	Information	
Amount of Interest Paid Annual Percentage Yield Earned This Statement Period	100.13 1.49%	Interest Paid Year-to-Date Withholding Year-to-Date	100.13 0.00

Deposits and Credits

Date Sector	meune Moune Moune	Description	Bank Reference
01/02	100.00	Counter Credit	813207540590159
01/02	100.00	First Data ;Des=deposit ;ID=481200143990 Eff Date: 020102;Indn:Phone ID *	902313652856415
01/02	60.00	American Express;Dcs=settlement;ID=4090881988 Eff Datc: 020102;Indn:E Rosh CORPO4090881988	902320023884269
01/02	50.00	Counter Credit	813207540590157
01/02	20.00	Counter Credit	813207540590161
01/02	20.00	First Data ;Des=deposit ;ID=481200143990 Eff Date: 020102;Indn:Phone ID	902320023697851
01/02	10.00	Counter Credit	813207540590163
01/07	170.00	First Data ;Dcs = deposit ;ID = 481,200143990 Eff Date: 020107;Indn:Phone ID	902320071381186
01/07	85.00	First Data :Des = deposit :ID = 481200143990 Eff Date: 020107;Indn:Phone ID	902320071381187
01/07	50.00	American Express:Des = settlement:ID = 4090881988 Eff Date: 020107;Indn:E Roch CORPO4090881988	902320071501086
01/07	25.00	Counter Credit	813207540669221

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E-ROSH CORP (COLLECTION ACCOUNT)

Page 2 of 4 Account Number: 28 E 0 0 A Enclosures 0 Statement Forlod 01/01/02 through 01/31/02 000914

State And

Business Interest Maximizer Account

Deposits and Credits - Continued

Date			Bank
Rosted	Amount	Description	Reference
01/07	20.00	First Data :Des=deposit ;ID=481200143990 Eff Date: 020107;Indn:Phone ID	902320040720147
01/07	10.00	Counter Credit	813207540669219
01/07	10.00	Counter Credit	813207540687972
01/08	100.00	Counter Credit	813207240957466
01/08	50.00	American Express;Des = scttlement;ID = 4090881988 Eff Date: 020108;Indn:E Rosh CORPO4090881988	902320072637852
01/09	1.30.00	Counter Credit	813207240093811
01/10	40,000.00	Counter Credit	813207740227280
01/10	325.00	First Data :Des=deposit ;ID=481200143990	902320094519877
01/10	020,00	Eff Date: 020110;Indn:Phone ID	
01/10	205.00	First Data : $Des = deposit$; $ID = 481200143990$	902320094519876
01/10	205.00	Eff Date: 020110;Indn:Phone ID	
0.5.15.0	10.00	Counter Credit	813207740227282
01/10	10.00	American Express;Des = settlement;ID = 4090881988	902320140156064
01/14	250.00	Eff Date: 020114;Indn:E Rosh CORPO4090881988	
		En Date: 020114, Indn:E Rosh CORF 04050001300	902320140104193
01/14	210.00	First Data ;Des=deposit ;ID=481200143990	.02020140104100
		Eff Date: 020114;Indn:Phone ID	902320140104229
01/14	125.00	First Data ;Des=deposit ;ID=481200143990	907970140104779
		Eff Date: 020114;Indn:Phone ID	000000140021017
01/14	80.00	First Data ;; Des=deposit ;ID=481200143990	902320140031017
01/14		Eff Date: 020114:Indn:Phone ID	50000014 S054040
01/14	75.00	American Express: Des = settlement: ID = 4090881988	902320117654940
01/14		Ef Dete 020114 Indu: F Rosh CORPO4090881988	
01/15	60.00	First Data ;Des=deposit ;ID=481200143990	902320140926710
01/15	00.00	Eff Date: 020115;Indn:Phone ID	
6.4. /R. M	10.00	First Data ; $Dcs = deposit$; $ID = 481200143990$	902320140926709
01/15	10,00	Eff Date: 020115;Indn:Phone ID	
	100.00	Counter Credit	813207240756917
01/16	160.00	First Data ;Des=deposit ;ID=481200143990	902320163616988
01/17	100.00	First Data ';Des=deposit ;1D=481200143990 Eff Date: 020117;Indn:Phone ID	
		First Data ; $Des = deposit$; $ID = 481200143990$	902820175306927
01/18	145.00	First Data ;Des=deposit ;ID=481200143990	
		Eff Date: 020118;Indn:Phone ID	902320175306926
01/18	25.00	First Data ;Des=deposit ;ID=481200143990	5050141,000001
		Eff Date: 020118;Indn:Phone ID	902320227511770
01/22	200.00	American Express;Des=settlement;ID=4090881988	00202020211022110
		Eff Date: 020122;Indn:E Rosh CORPO4090881988	902320227508356
01/22	50.00	A merican Express: $Dcs = settlement: 1D = 4090881988$	902520221508550
01/12		TE Data, 020122. Ddark Roch CDEP04090001200	902320227253027
01/22	40.00	First Data ; $Des = deposit$; $ID = 481200143990$	30402022120021
0 122		En Dete 020122 Indn Phone ID	902320227253026
01/22	25.00	First Data : $Des = deposit$: $D = 481200143990$	90402022720020
01722		Eff Date: 020122;Indn:Phone ID	000000000000000000000000000000000000000
01/22	20.00	First Data $:Des = deposit$ $:ID = 481200143990$	902320227252999
112/22	40.50	TA Deta: 020122. Indn. Phone ID	
01/23	70.00	First Data : $Des = deposit$: $ID = 481200143990$	902320227973933
0.4/ 20	10.00	Eff Date: 020123:Indn:Phone ID	
01/23	50.00	American Express; Des = settlement: ID = 4090881988	902320228271460
01/20	00.00	Eff Date: 020123:Inda:E Rosh CORPO4090881988	
		And A AN ANALY AND	



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E-ROSH CORP (COLLECTION ACCOUNT) Puge 3 of 4 Account Number E 0 0 A Enclosures 0 : Statement Period 01/01/02 through 01/33/02 0009

Business Interest Maximizer Account

Deposits and Credits - Continued

Date	Amount	Description	Bank Reference
01/23	25.00	First Data :Dcs=dcposit ;ID=481200143990 Eff Date: 020123;Indn:Phone ID	902320227973934
01/24	140.00	Counter Credit	813207240108701
01/24	30.00	Counter Credit	813207240106703
01/25	590.00	First Data ;Des=deposit ;ID=481200143990 Eff Date: 020125;Indn:Phone ID	902320242523664
01/25	125.00	American Express;Des = settlement;ID = 4090681988 Eff Date: 020125;Indn:E Rosh CORPO4090881988	902320242685873
01/25	50.00	First Data ;Des=deposit :ID=481200143990 Eff Date: 020125;Indn:Phone ID	902320242523665
01/28	500.00	American Express;Dez = settlement;ID = 4090881988 Eff Date: 020128;Indn:E Rosh CORPO4090881988	902320283988243
01/28	÷ 240.00	First Data ;Des=deposit ;ID=481200143990 Eff Date: 020128;Indn:Phone ID	902320283844121
01/28	160.00	First Data ;Des=deposit ;ID=481200143990 Eff Date: 020128;Indn:Phone ID	902320283935451
01/28	50.00	First Data ;Des=deposit ;ID=481200143990 Eff Date: 020128;Indn:Phone ID	902320283935420
01/28	25.00	Discover Bus Svc;Des = settlement;ID = 601101309823282 Eff Date: 020128;Indn:E Rosh Corporation	902320253385694
01/29	110.00	American Express;Des = settlement;ID = 4090881988 Eff Date: 020129;Indn:E Rosh CORPO4090881988	902320284912401
01/29	80.00	First Data :Dcs=deposit ;ID=431200143990 Eff Date: 020129:Indn:Phone ID	902320284372960
01/30	105.00	First Data :Des=deposit :ID=481200143990 Eff Date: 020130:Indn:Phone ID	902320296024929
01/30	10.00	American Express: Des = settlement; ID = 4090881988 Eff Date: 020130; Indn: E Rosh CORPO4090881988	902320296706343
01/31	110,000.00	Wire Type:Wire IN Date: 013102 Time:1323 Et Trn:020131024507 Fdref/Seq:031IV05683700000 Orig:Aventura Commercial Corp Orig Bk:Aventura Com	903701310024507
01/31 01/31	100.00 100.13	Mercial Corp ID:137030614 Counter Credit Interest Earned Withdrawals and Debits	813207740620065
		1	

Checks

Check	2- · · · · · · · · · · · · · · · · · · ·	Date	Bank
Number		Posted	Reforence
1029	20,000.00	01/08	813207240957465

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Other Debits



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E-ROSH CORP (COLLECTION ACCOUNT) Page 4 of 4 Account Number: E 0 0 A Enclosures 0 23 Statomant Period 01/07/02 through 01/31/02 000934

Business Interest Maximizer Account

Withdrawals and Debits - Continued

PARTY ANY GROUP T			
Patton			Familie
Sector Contraction of the sector of the sect	Toop	Description	Reference
01/02	20.39	Manaha Salution D	
	20.00	Merche-Solutions;Des = morch Fees;ID = 000941000012244	902320023636461
01/03	5.00	Eff Date: 020102;Indn:E Rosh Corporation	
01/00		American Express; Des = collection: ID = 4090881988	902320026156398
01/14	10,000.00	Eff Date: 020103;Indn:E Rosh CORPO4090881988 Online Banking transfer to Chk 7659	
	10,000,000	Confirmation# 1011029661	957201147529577
01/14	99.00	First Data ;Dcs=fee ;ID=481200143990	0000000 / 0000/
		Eff Date: 020114;Indn:Phone ID	902320140031096
01/14	29.00	First Data ; $Des = fee$; $ID = 481200143990$	BBBBBBBBBBBBB
		Eff Date: 020114:Indn:Phone ID	902320140031097
01/14	21.39	First Data ;Des=discount ;ID=481200143990	802290140020007
		Eff Date: 020114;Indn:Phone ID	902320140030997
01/14	6.39		902320140031098
		Eff Date: 020114;Indn:Phone ID	002020120001000
01/14	2.82	First Data $Des = discount$ $ID = 481200143990$	902320140030996
		Eff Date: 020114:Indn:Phone ID	
01/14	0.20	First Data :Des = fce ;ID = 481200143990	902320140031095
A		Eff Date: 020114;Indn:Phone ID	
01/14	0.02	First Data ;Des=fec ;ID=481200143990	902320140031094
		Eff Date: 020114;Indn:Phone ID	
01/18	10,000.00	Online Banking transfer to Ohk 7659	957201187528821
01.000		Confirmation# 1011371388	
01/22	100.00	Roturn Item Chargeback	959801220003293
01/22	5.00	Return Item Foc	959801220004724
01/31	20,000.00	Online Banking transfer to Chk 7659	957101317514915
01 (21	10.00	Confirmation# 1012496995 Wire Transfer Fee	902201210014000
01/31 01/31	2.00	Wire Transfer Fee	903701310014009 903701310014010
01/31	20.00	Fee For Transactions Exceeding The Legal Limit	505701310014010
VI/OI	20.00	The Lot transforme invessmily the next future	

Daily Ledger Balances

Deberning	Balanceouver	Date	Balance	Deta	Belance
01/01 01/02 01/03 01/07 01/08 01/09 01/10	$\begin{array}{c} 73,423.52\\ 73,763.13\\ 73.758.13\\ 74.128.13\\ 54.278.13\\ 54,408.13\\ 94,948.13\end{array}$	01/14 01/15 01/16 01/17 01/18 01/22 01/23	85,529.31 85,599.31 85,759.31 85,859.31 76,029.31 76,259.31 76,404.31	01/24 01/25 01/28 01/29 01/30 01/31	76.574.31 77.339.31 78.314.31 78,504.31 78.619.31 168,787.44

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Bank of America, N 4. Regional Center PO Box 31019 Tampa, FL 33631-3019 Toll Free 1.888.BUSINESS(1.888.287 4637) Page 1 of 4 Account Number. E 0 O A Enclosures 0 23 Statement Period (2/91/01 through 12/31/01 0013741

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Jullin Ilmilly shi he is a filler of the state of the 00006902 1 AT 0.269 13 01904 001 SCM999 11 E-ROSH CORP (COLLECTION ACCOUNT) 1150 KANE CONCOURSE FL 2 BAY HARBOR ISLANDS FL 33154-2057

Business Interest Maximizer Account

	Account Sum	mary Information	
Statement Period 12/01/01 through Number of Deposits/Credits Number of Withdrawals/Debits	12/31/01 39 10	Statement Beginning Balance Amount of Deposits/Credits Amount of Withdrawals/Debits Statement Ending Balance	20,955.85 102,688.27 50,220.60 73,423.52
Number of Enclosures Number of Days in Cycle	0 31	Average Collected Balance Average Ledger Balance Service Charge	64,910.49 64,942.36 0.00
	Interest	Information	
Amount of Interest Paid Annual Percentage Yield Earned	\$8.27	Interest Paid Year-to-Date Withholding Year-to-Date	3,316.30 0.00
This Statement Period	1.61%	WINNOSCHIE YEAR OF DREE	0.00

Deposits and Credits

Date Fosted	Amount	Description	Bant Sant Briterence
12/03	50,000.00	Wire Type:Wire IN Date: 120301 Time:1153 Et	903712030016876
•	x	Trn:011203016876 Fdref/Seq:011203018854 Orig:Martin E Lindenfeld ID:1010040079048 Snd Bk:F Irst Union Natl Of Florida ID:063000021 Pmt Dat:01	
12/03	100.00	1202150399 Phn/ American Express;Des=settlement;ID=4090381988	902313374691530
12/03	100.00	Eff Date: 011203; Indn: E Rosh CORPO4090881988	
1,2/04	60_00	Merche-Solutions; Des=march Dep ; ID=000941000012244	902313375252980
10/05	RE 00	Eff Date: 011204;Indn:E Rosh Corporation	902313386605165
1.2/05	\$5.00	Merche-Solutions;Des=merch Dep :ID=000941000012244 Eff Date: 011205:Indn:E Rosh Corporation	202010200003102
12/06	25.00	Merche-Solutions;Des=merch Dep ;ID=000941000012244	902313391020029
2.0.10.0	50.00	Eff Date: 011206;Indn:E Rosh Corporation	87 28052401 85000
12/06	20.00	Counter Credit	813207340195699 902313402960350
12/07	60.00	American Express;Des=settlement;ID=4090881988 Eff Date: 011207:Indn:E Rosh CORPO4090881988	002010402000000
12/07	10.00	Counter Credit	\$13207540384253

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Pege 1 of 3 Account Number, N 0 0 A Enclosures 0 23 Statement Period 11/01/91 (Brough 11/30/01 00138)

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Business Interest Maximizer Account

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Account Summary Information					
Statement Period 11/01/01 throug Number of Deposits/Credits Number of Withdrawals/Debits	h 11/30/01 24 12	Statement Beginning Balance Amount of Deposits/Credits Amount of Withdrawals/Debits Statement Ending Balance	39,425.89 61,723.14 80,193.18 20,955.85		
Number of Enclosures Number of Days in Cyclc	0 30	Average Collected Balance Average Ledger Balance Service Charge	59.682.48 59.685.82 0.00		
	Interest In	aformation			
Amount of Interest Paid	95.14	Interest Paid Year-to-Date Withholding Year-to-Date	3,228.03 0.00		
Annual Percentage Yield Earned This Statement Period	1.98%				

Deposits and Credits

Date	Amount	Description	Banle Banle Bolerchord
11/01	50.00	Merche-Solutions: Des = merch Dep ;ID = 0009+1000012244	902313045978605
11/02	50.000.00	Eff Date: 011101:Indn:E Rosh Corporation Wire Type:Wire IN Date: 110201 Time:1108 Et	903711020010935
5.17 0 2		Trn:011102010935 Forcf/Seq:011102010935/000667 Orig:Martin E Lindenfeld ID:1010040079048 Snd Bk:F Irst Union Nall Of Florida ID:063000021 Pint Det:01	
11/05	67.00	1102150267 Ref: Ilelene Sheinfeld Lindenfeld Merche-Solutions:Des=merch Dep ;ID=000941000012244 Eff Date: 011105;Indn:E Rosh Corporation	902313091860168
11/06	160.00	Merche-Solutions;Des=merch Dep ;ID=000941000012244 Eff Date: 011106:Indn:E Rosh Corporation	902313092199591
11/07	125.00	Merche-Solutions:Dcs=merch Dep ;ID=000941000012244 Eff Date: 011107:Indu:E Rosh Corporation	902313103412188
11/13	130.00	Merche-Solutions; Des = merch Dep :1D = 000941000012244 Eff Date: 011113; Indn:E Resh Corporation	902313170021342
13./13	125.00	Merche-Solutions;Dessmerch Dep ;ID = 000941000012244 Eff Date: 011113;Indn:E Rosh Corporation	902313170013545





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E-ROSH CORP (COLLECTION ACCOUNT) H Page 2 of 3 Account Number E 0 0 A Enclosures 0 23 Statement Period 11/01/01 (brongh 11/30/01 001383

Business Interest Maximizer Account

Deposits and Credits - Continued

Date			
Posted	Amount	Description	Bank
11/13	110.00	Merche-Solutions;Des = merch Dep ;ID = 000941000012244	A CONTRACTOR OF THE OWNER
T a / a a		BII Late: VIIII3 Indr.E Rosh Corporation	902313137159761
11/13	10.00	American Express: Des = settlement: $TD = 4090881988$	902313170255638
11/15	10.00	Eff Date: 011113;Indn:E Rosh CORPO4090881988 Merche-Solutions;Drs=merch Dop ;ID=000941000012244	
	3 0.00	Eff Date: 011115; Indn:L Rozh Corporation	902313183016822
11/15	10.00	Merche-Solutions:Des=merch Dep :ID=000941000012244	902313183016823
11/19	25.00	Eff Date: 011115:Indn:E Rosh Corporation	
11/10	25.00	Morcho-Solutions:Des=merch Dep ;ID=000941000012244 Eff Date: 011119;Indn:E Rosh Corporation	902313237212251
11/19	25.00	Merche-Solutions; Des = merch Dep : ID = 000941000012244	902313237212252
11/00	~ ~ ~ ~	Eff Date: 011119;Indn:E Rosh Corporation	
11/20	50.00	Amorican Express;Des = settlement;ID = 4090881988 Eff Date: 011120;Indn:E Rosh CORPO4090881988	902313237872327
11/21	10.000.00	Wire Type:Wire IN Date: 112101 Time:1653 Et	903711210028671
		Trn:011121028671 Fdref/Seg:011121020597	
		Orig:Rejected Wires IN Process ID:ID/9/Ac-02746507	
		Snd Bk:Wells Fargo Bank, N.A. ID:121000248 Pmt Dct:011121020597 Rtng Yr Imad 11/21 001084. UT	
11/21	100.00	Merche Solutions: Des = merch Dep $1D = 000941000012244$	902313240891231
11/00	100.00	Eff Date: 011121;Indn:E Rosh Corporation	
11/23	100.00	Merche-Solutions:Dcs=merch Dep ;ID=000941000012244 Eff Datc: 011123;Indn:E Rosh Corporation	902313252369793
11/27	200.00	American Express;Des = settlement;ID = 4090881985	902313304734578
		Eff Date: 011127;Indn:E Rosh CORPO4090881988	
11/28 11/29	100.00 10.00	Counter Credit. Marcha Salutions: Des = numer. Den : ID = 000941000012244	813207540193009
11/25	10.00	Merche-Solutions:Des=nierch Dep ;ID=000941000012244 Eff Date: 011129;Indn:E Rosh Corporation	902313327360686
11/30	110.00	Merche-Solutions; Des = merch Dep; ID = 000941000012244	902313331123449
11/00		Eff Date: 011130:Indn:E Rosh Corporation	
11/30	100.00	Merche-Solutions;Dez=merch Dep ;TD=000941000012244 Eff Date: 011130;Indn:E Rosh Corporation	902313331123450
11/30	10.00	American Express;Des=sottlement;ID=4090881988	902313331652237
	00 T (Eff Date: 011130;Indn:E Rosh CORPO4090881988	
11/30	96.14	Interest Earned	

Withdrawals and Debits

Ch	001	20
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Check Number	Amount	Date . Posted	Bank. Reference	Check Number	Anount	Date Rosted	Bank Reference
1022 1024 +	20,000.00 20,000.00	11/05 11/16	813207540630931 813207340032609	1025	20,000.00	11/30	\$13207340101925

" Preceding check (or checks) is outstanding, is included in summary listing, or has been included in a previous statement.





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E-ROSH CORP (COLLECTION ACCOUNT) Page 5 of 3 Account Number E 0 0 A Enclosures 0 20 Statement Period 13/01/01 through 12/30/01 00(38

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Business Interest Maximizer Account

Withdrawals and Debits - Continued

Other Debits

Date	Amount	-Deacription	Bank Star
11/02	107.18	Merche-Solutions:Des = merch Focs;ID = 000941000012244 Eff Date: 011102:Indn:E Rosh Corporation	902313057773095
11/02	10.00	Wire Transfer Fee	903711020008181
11/02	2.00	Wire Transfer Fee	903711020008182
11/21	10.000.00	Wire Type:Wire Out Date:112101 Time:1236 Et Trn:011121019059 Fdref/Seq:011121019059/001084 Bnf:Wells Fargo ID:9086976389 Bnf Bls:Wells Fargo B Ank, N.A. ID:121000248 Prot Det:01011121001409Nn	903711210019059
11/21	35.00	Wire Transfer Fee	903711210011390
11/21	2.00	Wire Transfer Foc	903711210011391
11/29	10,000.00	Wire Type:Wire Out Date:112901 Time:1523 Et Trn:011129030975 Fdref/Seq:011129030975/001544 BnfE-Rosh ID:9036976389 Bnf Bk:Wells Fargo Bank, N.A. ID:121000248 Pmt Det:01011129004361Nn	903711290030975
11/29 11/29	35.00 2.00	Wire Transfer Fee Wire Transfer Fee	903711290015677 903711290015678

Daily Ledger Balances

Date Balance Date Balance Date Balance							
11/01 11/02 11/05 11/06 11/07 11/13	39.475.39 89.356.71 69.423.71 69.583.71 69.708.71 70.083.71	11/15 11/16 11/19 11/20 11/21 11/23	$\begin{array}{c} 70,103.71\\ 50,103.71\\ 50.153.71\\ 50,203.71\\ 50,266.71\\ 50,366.71\\ 50,366.71\\ \end{array}$	11/27 11/28 11/29 11/30	50,566.71 50,666.71 40,639.71 20,955.85		

Message Center

Bank of America is no longer participating in the STAR network. Your ATM/Check Card will continue to be accepted at all PLUS ATMs and all Interlink merchants throughout the U.S., and your Check Card will continue to be accepted at all Visa merchants and ATMs worldwide. Most ATMs accept FLUS, and most merchants accept Interlink.

Please notice your statement's new look. Some of our customers told us that blank spaces at the top of statement pages resulted in generation of an additional page. Thanks to this feedback, we are now printing statement information in those spaces, reducing the length of your statement and soving paper.





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(COLLECTION ACCOUNT) 1150 KANE CONCOURSE FL 2 Page 1 of 2 Account Number 1 D 0 0 A Enclosures 0 Statement Period 10/01/01 through 10/31/01

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BAY HARBOR ISLANDS FL 33154-2057

and the second Business Interest Maximizer Account Account Summary Information 98,589.14 10/01/01 through 10/31/01 Statement Seginning Balanco Statement Period Amount of Deposits/Credits Amount of Withdrawals/Debits 995.26 Number of Deposits/Credits 7 6 Number of Withdrawals/Debits 60,158.51 Statement Ending Balance 39,425.89 Average Collected Balance 0 67.818.25 Number of Enclosures Average Ledger Balance Number of Days in Cycle 31 67,818.25 Service Charge 0.00 Interest Information Interest Paid Year-to-Date 3.131.89 133.26 Amount of Interest Paid Withholding Year-to-Date 0.00 Annual Percentage Yield Earned This Statement Period 2.34%

Deposits and Credits

Date	Amount	Description	Bank Reference
10/01	25.00	Merche-Solutions:Des = merch Dep :ID = 000941000012244	902312747352400
10/05	10.00	Eff Date: 011001;Indn:E Rosh Corporation Merche-Solutions;Des=merch Dep :ID=000941000012244	902312774654021
10/15	460.00	Eff Date: 011005:Índn:E Rosh Corporation Merche-Solutions:Des=merch Dep ;ID=000941000012244 Eff Date: 011015;Indn:E Rosh Corporation	902312884924045
10/29	100.00	Merche-Solutions, Des = merch, Dep : ID = 000941000012244 Eff Date: 011029:Indn:E Rosh Corporation	902313020355528
10/30	110.00	Merche-Solutions;Des=merch Dep ;ID=000941000012244	902313020772529
10/31	157.00	Eff Date: 011030:Indn:E Rosh Corporation Merche-Solutions;Des = merch Dep ;ID = 000941000012244 Eff Date: 011031;Indn:E Rosh Corporation	902313032516915
10/31	133.26	Interest Earned	

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Pege 2 of 2 Account Number E 0 0 A Enclosures 0 2 Statement Period 10/01/01 through 10/01/01 00130

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E-ROSH COR!' (COLLECTION ACCOUNT)

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			Withdrawals a	and Debits			
Checks							
Chock Number	Amount	Date	Bank Reference	Check Number	Amount	Date Posted	Bank Reference
1019 1020	20,000.00 20,000.00	10/01 10/16	813207540613775 813207540494027	1021	20,000.00	10/31	81320754059889
Other Debits				<u> </u>			
Date	Anguint S	Descript	lon				Bank Reference
10/01	86.51	Merche-	Solutions; Des = merch	Fees:ID = 00094	1000012244		902312746809299
10/02	25.00	Discover	: 011001;Indn:E Rosh Bus Svc;Des=settler : 011002:Indn:E Rosh	nent; ID = 601101	309823282		902312748370479
10/29	47.00	Merche-	Solutions:Des = merch : 011029;Indn:E Rosh	Adj ;ID = 00094	1000012244	. 1	902312997003045

Daily Ledger Balances

Date	Balance	Date		Date	Balance
10/01 10/02 10/05	78,527.63 78,502,63 78,512,63	10/15 10/16 10/29	78,972.63 58,972.63 59,025.63	10/30 10/31	59,135.63 39,425.89

Message Center

Bank of America offers nearly 13,000 ATMs where you may access your cash without an ATM feemore than any other bank. You may be charged a fee by Bank of America when using ATMs that do not prominently display the Bank of America name and logo. The owner of these ATMs, which may be an affiliale of Bank of America, may casess an additional fee.

In the wake of the tragic events of September 11, we extend our deepest sympathy and support to all affected by the devastation. Together we grieve, and together we are proving that America's spirit cannot be defeated. As we move forward, Banh of America remains focused on our professional responsibilities to help you manage your financial future.



Page 1 of 2

Business Interest Maximizer Account

Account Summary Information

Statement Period 09/01/01 throu Number of Deposits/Crodits Number of Withdrawals/Debits	ash 09/30/01 5 3	Statement Seginning Balance Amount of Deposits/Crodity Amount of Withdrawals/Debits Statement Ending Balance	135,387.29 336.80 40,134.95 98,589.14
Number of Enclosures Number of Days in Cycle	0 30	Average Collected Balance Average Ledger Balance Service Charge	102,544.39 109,644.39 0.00
	Interest In	formation	
Amount of Interest Paid Annual Percentage Yield Earned This Statement Period	265.80 3.90%	Interest Paid Year-to-Dete Withholding Year-to-Dete	2,⊅95.63 0.00

Deposits and Credits

Poeted Amount Description Bank 1.12 4. 1. 21 . - They :.. . . Reference v. 80.0

May Clar Cord allower and			
09/10	20.00	Mercha-Solutions: Des = merch Dec : ID = 00094100007 2244	902312502163143
		Eff Date: 010910; Inda: E Rosh Corporation	
09/10	10.00	Mercha-Solutions;Des = merch Dep ;ID = 000941000012244	902312502163142
	** **	Eff Date: 010910;Indn:E Rosh Corporation	902312601642203
09/17	30.00	Merche Solutions: Des = merch Des ; ID = 000841000012244	202312001042203
	10.00	Ef Date: 010917;Indn:E Roch Corporation Merche-Solutions:Desgmerch Dep ;ID=000941000012244	902312692175090
09/27	10.00	Eff Date: 010927:Indu:E Rosh Corporation	5050220021,5050
09/28	266.80	Interest Earned	
09/20	200.00	TIRE OF TRATING	

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Résumé

PERSONAL INFORMATION

Name	Jacob Serfati
ID Number	768-01-1513
Birth Place	Tetuán, Morocco.
Birth Date	April 01, 1.965.
Nationality	Venezuelan.
Marital Status	Married three children.
Titles	Electronic Engineer
Languages	Spanish and English
Home Address	21205 Yacht Club, Apt. 2904
	Aventura, FL 33180
Phone Number	(305) 866.9797
Email address	jserfati@hotmail.com

EDUCATION

Engineer – Universidad Simon Bolivar, Caracas - Venezuela (1982-87)

Colegio Cervantes – High School, Caracas – Venezuela (1977-82)

PROFESSIONAL EXPERIENCE

Company Title Period	Sensimedical Miami, Florida (US) President/Co-founder Current as of Feb. 2000
Company	Suministros Medicos Jayor
Company	Caracas - Venezuela
Title	President
Period	Current from 1991 to the present Caracas - Venezuela
Company	Pharmacia Laboratories Caracas - Venezuela
Title	Latin America Service Manager
Period	1988 to 1991
Company	Abbot Laboratories
Title	Caracas - Venezuela
Period	Services Engineer 1987 to 1988

Résumé

PERSONAL INFORMATION

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Name	Elias Obadía
ID Number	V-11.923.880.
Birth Place	Tetuán, Morocco.
Birth Date	April '19th, '1.964.
Nationality	Venezuelan.
Marital Status	Married three sons.
Titles	Computer Science Magister with Honor Mention
	Computer Engineer Cum Laude Mention
	Harvard Business School Post-Graduate studies
	Babson School Post-Graduate studies Advance Manag
C.I.V	51.639 (Engineer School ID)
Languages	Spanish and English (Hebrew read and write)
Home Address	4445 North Jefferson Ave. Miami Beach, FL 33140
Phone Number	(305) 502 38 76
Email address	eliaso@e-rosh.com
Mentions	
	Computer Science Magister. (4.8857 / 5) (Top 1 student from 45)
	Computer Engineer Cum Laude. (4.55 / 5) (Top 2 student from 280)
	Strategic Marketing Executive Program (Harvard Business School)
	Advance Management Executive Program (Babson Business School)
	High School Degree Magna Cum Laude. (19.7/20) (Top 1 student from 95)

PROFESSIONAL EXPERIENCE

Company	e-Rosh Corp.
Title Period	CEO 2001 Co-founder, Designer & Programmer of the e-Rosh Comm Service (IVR, WAP & WEB)
Company	Novell Inc, (NASDAQ: NOVL) Latin America offices, Ft Lauderdale, FL.
Title	Latin America Business Dev, Strategy & Planning (May '99 to Present)
Period	1999 to 2001. Promoted to Business Development Manager, Strategy and Planning for all the Latin America Region with local offices in Puerto Rico, Mexico, Panama, Venezuela, Colombia, Peru, Argentina, Uruguay, Brazil and Chile.
Company	Novell Venezuela, Subsidiary of Novell Inc (NASDAQ: NOVL)
Title	Country Manager (1996 to May '99).
Period	April 1996 to May '99. Started as the new Country Manager (General Manager). He took Venezuela from the 5 th sales position in Latin America to the top performer subsidiary, reaching the first 2 positions of Latin America during the following 5 quarters. Reorganized de subsidiary and increased the sales in approx. 113.3 % in one year. He was nominated as the main Executive in the IS area in the country in 1997 and in 1998.
Company	Microsoft Venezuela, Subsidiary of Microsoft Corp (NASDAQ: MSFT)
Title	Marketing & Sales Manager (1992 to 1996). MIS Manager (April 1991 to 1992).
Period	April 1991 to 1996. Started Microsoft operations ('1991) in Central-America, Caribbean, and North region of South-America (more than 30 countries, including Colombia, Peru, Ecuador, Puerto Rico, Panama and Guatemala), where finally were established local subsidiaries once the market conditions and sales figures reached the proper levels. He created and implemented the Sales and Marketing Plans for the initial launch of Microsoft in those countries, in which sales grew

over 1000% in the first year. He has around 400 press articles, press interviews, radio and TV appearances, and the unique successful launches of products such as Microsoft Windows 3.1, Windows '95 and Office '95, with sales that exceeded the original budget -over 100%- and historic events such the Windows '95 launch with 2500 attendees in the biggest South American auditorium. Mr. Obadia also created the original Sales Distribution Channel for this area in countries such as Peru, Ecuador, Colombia, Venezuela and Panama, and started the Large Account business with the main organizations of this region. Main Oil companies, banks, and telecommunication enterprises were originally added to the Microsoft customer list by him. In some cases, with key customers such as PDVSA, Maraven and Lagoven he got the opportunity to link them directly with Mr. Bill Gates -Microsoft Chairman- by establishing strategic meetings with him (Seattle WA '1992). During this period he was invited as main speaker in most important Computer and Telecommunication events of the area: Panama, Compuexpo (Colombia) and Inforven (Venezuela), among others. In 1994 he was invited to work as Microsoft Services & Support Director for Latin America by the current Microsoft International VP.

Languages, Logic, Computer Graphics and Artifitial Intelligence.

Company Step, Krygier Montilla y Asociados Local Arthur Andersen and then Deloit & Touch. Title General Manager Period April 1990 - April 1.991. Directed the whole operations (IS) of the biggest and most important consultant company nationwide, whose main partner was Mr. Albert Krygier President of the Worldwide Executive Association (London, 1990) Institution Simon Bolivar University Title Professor, Computer Science Dept. September 1983 - April 1990. Period Proffesor and Tutor of Information Technology, Programming

Company Title Period	Way Computer Systems. C.A. General Director July 1.988 - December 1.989. Developed the first User Interface Management System for the Apple Macintosh, presented to Mr. Larry Tesler - Apple Advance Tech. VP- (Coupertino CA, 1988). Mr. Obadia was also invited at that time to work with the Microsoft Developer team after the first developed training session - MS Windows 1.0 (Seattle, 1986 and 1988).
	1988).

Company	
Title	
Period	

Manapro C.A. Research & Development Manager July 1.983 - July 1.988. Developed top of the line applications for the Apple Lisa, Macintosh, IBM PC, including copy-protection systems, interpreters, platform libraries, etc.

EDUCATION

Post Graduate Studies Institution Period Title Specialization Magister Thesis	 Simon Bolivar University, Sartenejas, Caracas. 1.986 - 1.990 Computer Science Magister. Mark: 4.8857 (scale from 1 to 5) Artificial Inteligence. Computer Graphics. Distributed Systems. Programming Languages Environments. Design of a Programming Environment. The UIMS (User Interface Management System) is extended to create a system with graphic interface. Mention: Top Honor Mention. Tutor : Alex Teruel, PhD Oxford University
Institution	Harvard Business School, MA, USA.
Period	1.994
Title	Strategic Marketing Management
Specialization	• Business to Business
Institution	Babson Business School, MA, USA .
Period	1.998
Title	Advance Management

University

Institution	Simón Bolívar University, Sartenejas, Caracas.
Period	1.981- 1.985
Title	Computer Engineer
	Cum Laude Mention.
Specialization	• Compiler and Interpreter Theory
	(Programming Languages).
	Computer Architecture.
	Computer Graphics
Thesis	 Design and Implementation of a Graphic Programming
	Environment.
	This project was part of a special research between the IBM Research
	& Development Center and Simon Bolivar University. The
	environment has an interactive and incremental compiler for the
	Pascal programming language.
	Tutor : Proff. Jorge Vidart, PhD Grenoble University (Paris, France)
High School	

High School

Institution	Colegio Rambam, Caracas, Venezuela.	
Period	1.976 - 1.981.	
Title	Science Specialization/ High School degree. Magna Cum	Laude,
mention. 20 points (scale from 1 to	20)	

Primary School

Institution Period

Colegio Rambam, Caracas, Venezuela. Graduated in 1.976. Honor Mention after getting the highest mark of 20 points (scale from 1 to 20).

AUGUSTO R. MALAVE

EDUCATION

Bachelor in Science in Electrical Engineering (1984). Florida Atlantic University.

EMPLOYMENT HISTORY

Microdevices Worldwide (Telecommunication/ASP Company, Florida) Networking/Telecom Engineer

- Design, modeling, analysis and implementation of centralize and distributed networks, routing, switching, techniques, multiple accesses broadcast network, data communications software and hardware, packet-switched and circuit-switched network, and satellite and local/metropolitan networks.
- Oversight project development and implementation of WAN/LAN network configurations for voice over IP
- Management of Data/Telephone systems for present and future business and technical requirements.
- Design custom network systems and software applications on interfaces, wiring and communication equipments.
- Installed corporate telecommunications systems including Telco Switches, PBX, VoIP Gateways, Routers, Firewalls, Data Switches and DSU/TSU.
- Responsible for providing technical support for packet and switch circuit systems

CANTV (Telephone / Telecommunication Company, GTE Subsidiary in Venezuela) 1995 - 1997 Systems/Project Engineer

- Analysis of software applications on Client/Server PCs and Mainframe interfaces (IBM 3090).
- Network analysis for data transmissions, polling and collection applications over TCP/IP protocols for business and technical applications.
- Analysis on system integration for data sharing and transmission over virtual networks based on ATM, Frame Relay and T1s
- Advise on new products applications, configuration and implementations for data, video and voice communications to management and marketing groups.
- Advise and provide upper management with technical assistance necessary to develop and efficiently meet technical requirements.

PROFESIONAL EXPERIENCE & QUALIFICATIONS

- Working knowledge on networking environments under Win2K/NT, LINUX, and UNIX operating systems. Ability to fully utilize PC, workstations and mainframe to meet needs and provide engineering and business solutions.
- Working knowledge on MS Office-2K Developer Edition, MS SQL, MS Exchange Server and AutoCAD.
- Working knowledge on programming languages MS Visual BASIC and MS C++, IBM TSO, MVS/JCL, COBOL II, FORTRAN, and Pascal.
- Working knowledge of routing protocols TCP, UDP, ICMP, SNMP, SMTP, Telnet, IP, FTP, IRP, IGRP, EIGRP, OSPF and BGP.
- Experience with Cisco routes series 2600, 3600 and 7200.
- Excellent writing communication skills for specific application needs and utilize information to achieve business and technical requirements.
- Learns new system applications and strong desire to expand technical skill to improve departmental performance.
- Additional experience includes team management and leadership and outstanding customer service abilities.
- Fluent in Spanish

PERSONAL REFERENCES AND CONTACTS

- Alfredo Narain (anarain@mdev.com) Manager for Applications of New Products, Microdevices Worldwide Inc.
- Phillip Pang (ppang@click121.com) Manager for System & Application Developments, Click121.com Inc.
- Pedro Martin (pmart2@cantv.com.ve) Senior Manager for Telecom Operations, CANTV.

15734 NW 24th St. • Pembroke Pines, Florida 33028 • (954) 447-7736 • <u>amalave@yahoo.com</u>

Brief Business Plan

E-Rosh Corp. is a full service telecommunications company offering bundled services, which include local, long distance, paging, and Internet and voice mail. The concept is simple, one point of contact for all services, and one invoice. E-Rosh meets the requirements of customer needs by consolidating services and providing true 'Communications Management' i.e., quality products and services at competitive prices within targeted markets.

The recent Telecommunications Act has made it possible for E-Rosh to create the kind of Phone Company you've always wanted for your business and your home. For the first time in the history of the telephone, you will have a choice in local telephone service.

Fifteen years ago, the break-up of AT&T brought choice to long distance users. The shock waves rippled through the industry and ushered in an era of sweeping innovation and plunging telephone rates. During this time, the visionaries who would eventually form E-Rosh believed that choice and open competition would eventually come to the local telephone marketplace. Today, history is repeating itself.

The existing market opportunity for E-Rosh continues to be bright. With its operation already profitable, revenues and earnings are forecasted to continue and grow at above average rates.

With a clearly defined acquisition strategy, targeting small and fast growing businesses in the communications industry, E-Rosh's ability to continue to grow rapidly into a \$100+ million dollar corporation within the first 36 months of its corporate life is a goal well within its grasp.

Management has a relationship in place to help achieve and implement its funding and business goals. With the proper funding requirements defined, E-Rosh is poised to capitalize on its current relationships and will be able to build a niche business within the communication industry.

The credit-challenged market offers the greatest growth potential for E-Rosh in the near term. Being a switched-based provider with termination agreements in countries outside the USA offers an above average avenue of growth in both revenues and earnings for the company.

Small to medium sized business is today the target of the growing niche within the telecom industry. E-Rosh through its operating LEC's is addressing such markets.

The prepaid residential arena is a newly discovered segment, which opens the doors to providing local home telephone service on a prepaid basis.

The prepaid calling card industry is today a \$10 billion industry and still requires most customers to utilize them from public phones. PPRS (Pre Paid Residential Service) has an estimated market of more than 500,000 in California alone. The market for these users continues to grow monthly as Pacific Bell continues to turn off more than 5,000 every month.

A sale within the competitive arena of local business telephone service is of by nature very competitive and at times difficult. E-Rosh has compiled industry sales professionals that know the general workings of Telecom, and more importantly understand the aspects of true Tele-management.

Department leaders within E-Rosh have an excess of 40 years of combined local telecommunications experience. Within an industry whose deregulation is more of an adolescent than that of the field of genetic engineering, this much expertise within such a young, vibrant team is unprecedented.

E-Rosh Corp. is positioning itself as an international telecommunications Company specializing in supplying wholesale long distance services to re-sellers and switch-based carriers throughout the world.

With an international state-of-the-art network, featuring digital, international gateway switches in New York, Los Angeles and Miami, E-Rosh 's customers will be linked via state digital and fiber optic facilities.

It is E-Rosh 's strategic vision to take its single telecom service (block-time long distance to residential users) and leverage its success into a full-service, multi-national Telecommunications Company. E-Rosh 's has assembled a management team of professionals experienced in the technical, financial and marketing aspects of running an international telecommunications company. With the proceeds of the funding proposed in this business plan, E-Rosh is positioned to become a dominant player in the Telecommunications Service Industry.

E-Rosh Callback permits a person in any country to make intercontinental calls at economical US rates, instead of high local monopoly rates. Callback is the international consumers answer to artificially high long distance rates imposed by the majority of foreign telephone companies. The customer applies for the service by completing a sign-up form, which is then faxed or encrypted online and e-mailed to E-Rosh's order processing department.

Growth Strategies

The company intends to achieve significant growth in the communications industry including but not limited to:

Substantial increases in its current proven marketing method Private label, joint venture calling card agreement Charitable foundation alliances Piggyback marketing with other products on services Acquisition or merger of strategic partners such as: Regional service suppliers

PCS phone sales and PCS debit cards Paging companies

The recent Telecommunications Act has made it possible for E-Rosh to create the kind of Phone Company you have always wanted for your business and your home. For the first time in the history of the telephone, you will have a choice in local telephone service.

The Telecommunications act of 1996 opens the Window for E-Rosh; the Telecommunications Act of 1996 creates a new competitive environment that will benefit both consumers and business. The Federal Communications Commission and the U.S. Congress working in partnership with industry created the Telecom Act.

In February of 1996, The Telecom Act opened up local markets to competition by removing legal barriers that were prohibiting companies from entering the larger local telephone business on a nationwide basis. Formerly, local service was available only Through one of the local Bell companies in a single region in effect a regional monopoly.

The Telecom Act places some important limitations on local Bell companies and the big three long distance carriers. These limitations restrict them from offering both local and long distance service in their "Home" markets.

This means that your local Bell Company cannot be a full-service, single provider. The same is true for AT&T, MCI, and Sprint. E-Rosh, however, brings you the convenience and savings of bundled local, long distance today.

Conclusion

As you can see the telecommunications industry has just begun, over the next 5 years our company will expand. The overall telecommunications market grew by more than 11 percent in 2001, generating revenues of \$406.7 billion. The fastest growing segments were emerging technology, which was up 60 percent over 2002.

Over the years, the telecommunications industry has seen some dramatic changes. We've recognized those changes and re-engineered our company to provide competitive services. Our mission is to provide services that are flexible, scalable and competitive to support the multi-service telecommunications industry.

TITLE SHEET

FLORIDA TELECOMMUNICATIONS PRICE LIST

This price list contains the descriptions, regulations, service standards and rates applicable to the furnishing of service and facilities for local services telecommunications provided by E-Rosh Corp., with principal offices at 1150 Kane Concourse, 2nd Floor, Bay Harbor Island Florida 33431. This price list applies for services furnished within the state of Florida. This price list 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: Friday, March 13, 2002

EFFECTIVE: _____

Jacob Serfati- President 1150 Kane Concourse, 2nd Floor Bay Harbor Island Florida 33431

CHECK SHEET

The sheets listed below, which are inclusive of this price list, are effective as of the date shown at the bottom of the respective sheet(s) Original and revised sheets, as named below, comprise all changes from the original price list and are currently in effect as of the date of the bottom of this page.

<u>SHEET</u>	REVISION
1	Original
2	Original
3	Original
4	Original
5	Original
6	Original
7	Original
8	Original
9	Original
10	Original
11	Original
12	Original
13	Original
14	Original
15	Original
16	Original

ISSUED: Friday, March 13, 2002

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SYMBOLS SHEET

The following are the only symbols used for the purpose indicated below:

- D Delete or Discontinue
- I Change resulting in an Increase to a Customer's Bill
- M Moved from Another Price List 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

ISSUED: Friday, March 13, 2002

EFFECTIVE:

PRICE LIST FORMAT SHEETS

- A. <u>Sheet Numbering</u> Sheet numbers appear in the upper right corner of the page. Sheets are numbered sequentially. However, new sheets are occasionally added to the price list. 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. <u>Sheet Revision Numbers</u> -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 price list approval process, the most current sheet number on file with the Commission is not always the price list page in effect. Consult the Check Sheet for the sheet currently in effect.
- C. <u>**Paragraph Numbering Sequence**</u> -There is 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. 2.1.1.A.1.(a). I. (1). 2.1.1.A.1.(a). 2.1.1.A.1.(

ISSUED. Friday, March 13, 2002

PRICE LIST FORMAT SHEETS

D. <u>Check Sheets</u> - When a price list filing is made with the FPSC, an updated check sheet accompanies the price list filing The check sheet lists the sheets contained in the price list, 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 symbol used on this page 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 price list 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: Friday, March 13, 2002

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SECTION 1 - TECHNICAL TERMS AND ABBREVIATIONS

Access Line -	An arrangement that connects the customer's location to a E-Rosh Corp. network-switching center.
Company or Carrier -	E-Rosh Corp.
Customer -	The person, firm, corporation or other entity which orders service and is responsible for payment of charges due and compliance with the Company's price list regulations.
Day -	From 8:00 A.M. up to, but not including, 5:00 P.M. local time, Saturday through Friday.
Evening -	From 5:00 P.M. up to, but not including, 11:00 P.M. local time, Saturday through Friday.
Holidays -	E-Rosh Corp. recognized holidays are: New Year's Day, Memorial Day, July 4th, Labor Day, Thanksgiving and Christmas Day.
Night/Weekend -	From 11:00 P.M. up to, but not including 8:00 A.M. Saturday through Friday, and 8:00 A.M. Saturday up to, but not including, 6:00 P.M. Saturday.

ISSUED. Friday, March 13, 2002

SECTION 2 - RULES, REGULATIONS AND SERVICE QUALITY CRITERIA

2.1 Availability of Service

The Company's services and facilities are furnished for communications originating at specified points within the state of Florida under terms of this price list.

The Company's installs operates and maintains the communications services provided herein in accordance with the terms and conditions set forth under this price list. It may act as the customer's agent for ordering access connection facilities provided by other carriers or entities when authorized by the customer, to allow connection of a customer's location to the Company's network. The customer shall be responsible for all charges due for such service arrangements.

The Company's services and facilities are provided on a monthly basis unless ordered on a longerterm basis, and are available twenty-four hours per day, seven days per week.

2.2 Limitations.

- 2, 2, 1 Service is offered subject to the availability of facilities and provisions of this price list.
- 2 2.2 The Company's reserves the right to discontinue furnishing service or limit the use of service necessitated by conditions beyond its control: or when the customer is using service in violation of the law or the provisions of this price list.
- 2.2.3 All facilities provided under this price list are directly controlled by the Company and the customer may not transfer or assign the use of service or facilities, except with the express written consent of the Company. Such transfer or assignment shall only apply where there is no interruption of the use or location of the service or facilities.
- 2.2.4 Prior written permission from the Company is required before any assignment or transfer All regulations and conditions contained in this price list shall apply to all such permitted assignees or transferees, as well as all conditions for service.
- 2.2.5 Customers reselling or rebilling services must have a Certificate of Public Convenience and Necessity an Alternative Local Exchange Company from the Florida Public Service Commission

ISSUED: Friday, March 13, 2002

EFFECTIVE:

SECTION 2 - RULES, REGULATIONS AND SERVICE QUALITY CRITERIA Continue

2.3 Liabilities of the Company.

- 2.3.1 The Company's liability for damages arising out of mistakes, interruptions, omissions, delays, errors, or defects in the transmission occurring in the course of furnishing service or facilities, and not caused by the negligence of its employees or its agents, in no event shall exceed an amount equivalent to the proportionate charge to the customer for the period during which the aforementioned faults in transmission occur.
- 2.3.2 The Company shall be indemnified and held harmless by the customer against
 - (A) Claims for libel, slander, or infringement of copyright arising out of the material, data, and information or other content transmitted over the Company's facilities.
 - (B) All other claims arising out of any act or omission of the customer in connection with any service or facility provided by the Company

2.4 Interruption of Service.

- 2.4.1 Credit allowance for the interruption of service which is not due to the Company's testing or adjusting, negligence or the customer, or to the failure of channels or equipment provided by the customer, are subject to the general liability provisions set forth in 2. 3. 1 herein. It shall be the customer's obligation to notify the Company immediately of any service interruption for which a credit allowance is desired Before giving such notice, the customer shall ascertain that the trouble is not being caused by any action or omission by the customer within his control, if any, furnished by the customer and connected to the Company's facilities. No refund or credit will be made for the time that the Company stands ready to repair the service and the subscriber does not provide access to the Company for such restoration work.
- 2.4.2 No credit shall be allowed for an interruption of a continuous duration of less than twenty-four hours after the subscriber notifies the Company.
- 2.4.3 The customer shall be credited for an interruption of more than twenty-four hours as follows:

Credit Formula:

 $Credit = A/B \ge C$

"A" - outage time in hours "B" - 720 hours in month "C" - total monthly charge for affected facility

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SECTION 2 - RULES, REGULATIONS AND SERVICE QUALITY CRITERIA Continue

2.5 Disconnection of Service by Carrier.

The company (carrier), upon 5 working days written notice to the customer, may discontinue service or cancel an application for service without incurring any liability for any of the following reasons:

- 2.5.1 Non-payment of any sum due to carrier for regulated service for more than thirty days beyond the date of rendition of the bill for such service.
- 2.5.2 A violation of any regulation governing the service under this price list.
- 2.5.3 A violation of any law, rule, or regulation of any government authority having jurisdiction over such service.
- 2.5.4 The Company has given the customer notice and has allowed a reasonable time to comply with any rule, or remedy, and deficiency.

2.6 Deposits

The Company does not require a deposit from the customer.

2.7 Advance Payments

For customers whom the Company feels an advance payment is necessary, the Company reserves the right to collect an amount not to exceed one (1) month's estimated charges as an advance payment for service. This will be applied against the next month's charges and if necessary, a new advance payment will be collected for the next month.

2.8 <u>Taxes</u>

All state and local taxes (i. e., gross receipts tax, sales tax, municipal utilities tax) are listed as separate line items and is not included in the quoted rates.

2.9 Billing of Calls

All charges due by the subscriber are payable at any agency duly authorized to receive such payments. Any objection to billed charges should be promptly reported to the Company. Adjustments to customers' bills shall be made to the extent that records are available and/or circumstances exist which reasonably indicate that such charges are not in accordance with approved rates or that an adjustment may otherwise be appropriate.

ISSUED: Friday, March 13, 2002

EFFECTIVE:

SECTION 2 - RULES, REGULATIONS AND SERVICE QUALITY CRITERIA Continue

2.10 Emergency Telephone Number Service (911 Service)

Emergency Telephone Number Service (911 Service) is an arrangement of Company central office and trunking facilities whereby any telephone use who dials the number 911 will reach the emergency report center for the telephone from which the number is dialed or will be routed to an operator if all lines to an emergency report center are busy. If no emergency report center exists for a central office entity, a telephone user who dials the number 911 will be routed to an operator. The telephone user who dials the 911 numbers will not be charged for the call. During temporary disconnection for residential service 911 will not be disconnected for non-payment.

2.11 Customer Complaints and/or Billing Inquiries

Customers have the right to refer billing disputes and any other complaints to E-Rosh Corp. at 1150 Kane Concourse, 2nd Floor, Bay Harbor Island Florida 33431. E-Rosh Corp. Customer Service Department can be reached by dialing 1-305-866-9797. Fax 305-866-9774

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SECTION 3 - BASIC SERVICE DESCRIPTIONS

3.1 Prepaid Local Exchange Service

Prepaid Local Exchange Service is provided to business and residential customers for inbound and outbound calling within a local exchange calling area. Service is offered on a prepaid basis only All charges must be paid prior to activation. Monthly charges must be paid in order for service to continue uninterrupted. The quality of service provided to the customer will be equal to the service provided by the company's underlying carrier.

This service allows Customers unlimited calling each month within the local exchange calling area. Service also includes access to emergency agencies through 911, access to toll-free numbers (e.g., 800/888) and access to the local operator by dialing "0"

All other local and long distance services are blocked. Long distance calls placed through an operator must be on a collect or as a third party billing recipient.

3.2 Custom Calling Features

Any E-Rosh Corp. Customer Custom Calling Features, subscribing to Prepaid Local Exchange Service may obtain as listed below, where technically available.

Call Forwarding:	Permits the Customer to automatically transfer all incoming calls to another telephone number of their choice and restore it to normal operation at their discretion. Calls may only be forwarded to other telephone numbers within the same local exchange calling area.
Busy/No Answer Call Forwarding:	Transfers incoming lines when the Customer's line is busy. The numbers calls are transferred to is fixed by the Customer Calls may be transferred only to other telephone numbers within the same local exchange calling area.
Call Waiting:	Notifies the Customer, engaged in a call, of an incoming call through a tone signal. Customers may place the first call on hold and answer the waiting call by operation of the switchhook, and may alternate between the two calls.

ISSUED: Friday, March 13, 2002

SECTION 3 – BASIC SERVICE DESCRIPTIONS (Continue)

Three-Way Calling:	Permits the Customer to add a third party to an established connection. The third party must be within the same local exchange calling area.
Speed Dialing:	Permits the Customer to place calls to other telephone numbers by dialing a one or two digit code rather than the complete telephone number

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ISSUED: Friday, March 13, 2002

SECTION 4-RATE

4.1 Residential Monthly Charges

Customers are billed a one-time activation charge for each Prepaid Account and a monthly recurring charge for usage.

Activation fee:	\$69.95	
Monthly Usage Charge:	\$39.95	
Activation Fee Second Line:	\$35.95	
Second Line -	\$20.00	
Custom Calling Features		
Call Forwarding:		\$6.95
Busy/No Answer		\$6.95
Call Waiting		\$6.95
Three Way Calling		\$6.95
Speed Dialing		\$6.95
Package A (3 Features)		\$15.00
Package B (all Features)		\$25.00

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SECTION 4-RATES (continue)

4.2 Business Monthly Charges

Customers are billed a one-time activation charge for each Prepaid Account and a monthly recurring charge for usage.

Activation fee:	\$39.95	
Monthly Usage Charge:	\$29.95	
Activation Fee Second Line:	\$39.95	
Second Line	\$25.00	
Additional Lines	\$15.00	
Custom Calling Features		
Call Forwarding:		\$5.95
Busy/No Answer		\$5.95
Call Waiting		\$5.95
Three Way Calling		\$5.95
Speed Dialing		\$5.95
Package A (3 Features)		\$15.00
<u>Package B (all Features)</u>		\$25.00

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SECTION 5 - NON-BASIC SERVICE DESCRIPTION

5.1 <u>Telecommunications Relay Service</u>

For intrastate toll calls received from the relay service, the Company will when billing relay calls discount relay services calls by 50 percent off of the otherwise applicable rate for a voice nonrelay call except that were either the calling or called party indicates that either party is both hearing and visually impaired, the call 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 the call and shall not apply to per call charges such as a credit card surcharge.

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