

SAN JUAN INTERNATIONAL, INC.
dba CHANCE TELECOM

ORIGINAL

April 16, 2002

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

020339-TI

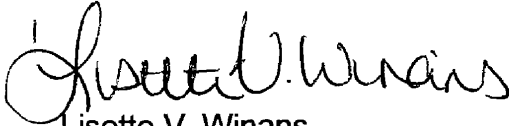
RE: San Juan International, Inc. dba Chance Telecom Application for an Interexchange Carrier License.

To Whom It May Concern,

Please find 1 original and 6 copies of the application for the above-mentioned company. Also, please find check # 632 for \$250.00. which will cover the filing fees.

Should there be any questions or concerns please contact me directly at 305-468-1645.

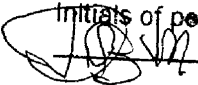
Kind regards,



Lisette V. Winans
On behalf of San Juan International, Inc. dba Chance Telecom

Enclosures

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

Initials of person who forwarded check:


02 APR 18 AM 10:06

DISTRIBUTION CENTER

DOCUMENT NUMBER-DATE

04296 APR 18 08

COMMISSION CLERK

1. This is an application for (check one)

020339-TI

Original certificate (new company).

Approval of transfer of existing certificate:

Example, a certificated company purchases an existing certificated company and desires to retain the authority of both certificates.

Approval of assignment of existing certificate:

Example, 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:

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

2. Name of company:

SAN JUAN INTERNATIONAL, INC. dba CHANCE TELECOM

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

CHANCE TELECOM

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

2200 S. DIXIE HWY
SUITE 704
COCONUT GROVE, FL 33133

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

2200 S. DIXIE HWY
SUITE 704
COCONUT GROVE, FL 33133

Select type of business your company will be conducting √ (Check all that apply)

- Facilities-based carrier** - company owns and operates or plans to own and operate telecommunications switches and transmission facilities in Florida.
- Operator Service Provider** - company provides or plans to provide alternative operator services for IXCs; or toll operator services to call aggregator locations; or clearinghouse services to bill such calls.
- Reseller** - company has or plans to have one or more switches but primarily leases the transmission facilities of other carriers. Bills its own customer base for services used.
- Switchless Rebiller** - company has no switch or transmission facilities but may have a billing computer. Aggregates traffic to obtain bulk discounts from underlying carrier. Rebills end users at a rate above its discount but generally below the rate end users would pay for unaggregated traffic.
- Multi-Location Discount Aggregator** - company contracts with unaffiliated entities to obtain bulk/volume discounts under multi-location discount plans from certain underlying carriers, then offers resold service by enrolling unaffiliated customers.
- Prepaid Debit Card Provider** - any person or entity that purchases 800 access from an underlying carrier or unaffiliated entity for use with prepaid debit card service and/or encodes the cards with personal identification numbers.

7. Structure of organization;

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

8. **If individual**, provide:

Name: _____

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:**
P99000065932

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

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

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:**

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

(a) **The Florida Secretary of State registration number:** _____

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

Name: _____

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: _____

15. Provide F.E.I Number (if applicable): 65-0996137

16. Provide the following (if applicable):

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

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

Fax No. _____

Name: _____

Title: _____

Address: _____

City/State/Zip: _____

Telephone No.: _____

(c) How is this information provided?

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

(a) The application:

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

Title: Regulatory Affairs

Address: 8181 NW 36TH Street

City/State/Zip: Miami, Florida 33166

Telephone No.: 305-468-1645

Fax No.: 305-468-8509

Internet E-Mail Address: kjacobi@regnumgroup.com

Internet Website Address: None

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

Name: William Chance

Title: President

Address: 2200 S. Dixie Hwy – Suite 704

City/State/Zip: Coconut Grove, FL 33133

Telephone No.: 305-644-8333

Fax No.: 305-644-8334

Internet E-Mail Address: None

Internet Website Address: None

(c) Complaints/Inquiries from customers:

Name: William Chance

Title: President

Address: 2200 S. Dixie Hwy – Suite 704

City/State/Zip: Coconut Grove, FL 33133

Telephone No.: 305-644-8333

Fax No.: 305-644-8334

Internet E-Mail Address: None

Internet Website Address: None

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.

Florida Only

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

None

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

None

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

None

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

None

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

(a) adjudged bankrupt, mentally incompetent, or found guilty of any felony or of any crime, or whether such actions may result from pending proceedings. If so, please explain.

None

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

None

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 provider**

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.) (For ex. 1.544 mbs., DS-3, etc.)

i. _____ **Travel Services**

_____ Method of access is 850

_____ Method of access is 800

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

I. **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 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:

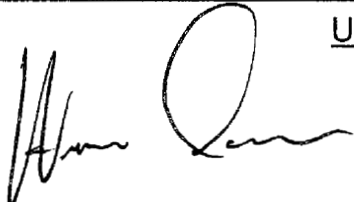
1. **A written explanation** that the applicant has sufficient financial capability to provide the requested service in the geographic area proposed to be served.
2. **A written explanation** that the applicant has sufficient financial capability to maintain the requested service.
3. **A written explanation** that the applicant has sufficient financial capability to meet its lease or ownership obligations.

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.

****APPLICANT ACKNOWLEDGEMENT 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 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 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.

<u>UTILITY OFFICIAL:</u>	
Signature 	Date: April 15, 2002
Title President	
Address: 2200 S. Dixie Hwy – Suite 704, Coconut Grove, FL 33133	
Telephone No. 305-644-8333	Fax No. 305-644-8334

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**

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. _____

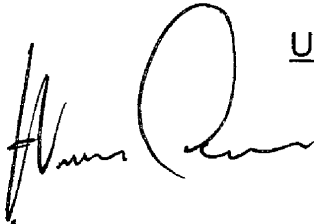
CUSTOMER DEPOSITS AND ADVANCE PAYMENTS

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 **April 15, 2002**

Title **President**

Address: **2200 S. Dixie Hwy, Suite 704, Coconut Grove, FL 33133**

Telephone No. **305-644-8333**

Fax No **305-644-8334**

CURRENT FLORIDA INTRASTATE SERVICES ** APPENDIX C **

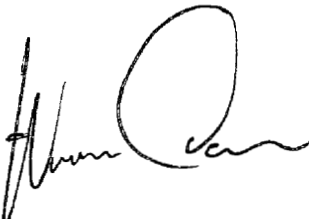
Applicant has () or has not (**X**) previously provided interstate telecommunications in Florida.

If the answer is ~ fully describe the following:

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

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

UTILITY OFFICIAL:

Signature 
Title **President**

Date **April 15, 2002**

Address: **2200 S. Dixie Hwy – Suite 704, Coconut Grove, FL 33133**

Telephone No. **305-644-8333** Fax No. **305-644-8334**

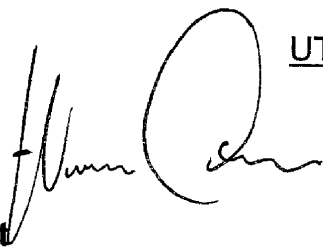
AFFIDAVIT

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:

Signature



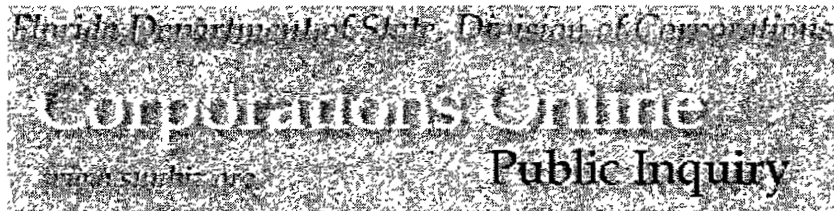
Date **April 15, 2002**

Title **President**

Address: **2200 S. Dixie Hwy- Suite 704, Coconut Grove, FL 33133**

Telephone No. **305-644-8333**

Fax No. **305-644-8334**



Florida Profit

SAN JUAN INTERNATIONAL, INC.

PRINCIPAL ADDRESS

2200 S. DIXIE HWY.
 STE. 704
 COCONUT GROVE FL 33133
 Changed 11/08/2001

MAILING ADDRESS

2200 S. DIXIE HWY.
 STE. 704
 COCONUT GROVE FL 33133
 Changed 11/08/2001

Document Number
 P99000065932

FEI Number
 650996137

Date Filed
 07/26/1999

State
 FL

Status
 ACTIVE

Effective Date
 NONE

Last Event
 AMENDMENT

Event Date Filed
 11/08/2001

Event Effective Date
 NONE

Registered Agent

Name & Address
CHANCE, SANDRA 220 S. DIXIE HWY STE 704 COCONUT GROVE FL 33133 Address Changed 11/08/2001

Officer/Director Detail

Name & Address	Title
ACEDVEDO, SEGUNDO 2200 S DIXIE HWY , STE 704 COCONUT GROVE FL 33133	D
CHANCE, WILLIAM 2200 S DIXIE HWY , STE 704 COCONUT GROVE FL 33133	PD

CHANCE, SANDRA 2200 S DIXIE HWY , STE 704 COCONUT GROVE FL 33133	SD
--	----

Report Year	Filed Date	Intangible Tax
2000	05/18/2000	
2001	03/12/2001	
2002	02/07/2002	

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 26, 1999

SAN JUAN INTERNATIONAL, INC.
C/O 451 S.W. 18TH ROAD
MIAMI, FL 33129

The Articles of Incorporation for SAN JUAN INTERNATIONAL, INC. were filed on July 26, 1999, and assigned document number P99000065932. Please refer to this number whenever corresponding with this office.

Enclosed is the certification requested. To be official, the certification for a certified copy must be attached to the original document that was electronically submitted and filed under FAX audit number H99000018290.

A corporation annual report will be due this office between January 1 and May 1 of the year following the calendar year of the file date year. A Federal Employer Identification (FEI) number will be required before this report can be filed. Please apply NOW with the Internal Revenue Service by calling 1-800-829-3676 and requesting form SS-4.

Please be aware if the corporate address changes, it is the responsibility of the corporation to notify this office.

Should you have questions regarding corporations, please contact this office at the address given below.

Neysa Culligan
Document Specialist
New Filings Section
Division of Corporations

Letter Number: 699A00038006

State of Florida



Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation of SAN JUAN INTERNATIONAL, INC., a Florida corporation, filed on July 26, 1999, as shown by the records of this office.

I further certify the document was electronically received under FAX audit number H99000018290. This certificate is issued in accordance with section 15.16, Florida Statutes, and authenticated by the code noted below

The document number of this corporation is P99000065932.

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
Twenty-sixth day of July, 1999

Authentication Code: 699A00038006-072699-P99000065932-1/1



CR2EO22 (1-99)

Katherine Harris

Katherine Harris
Secretary of State

ARTICLES OF INCORPORATION

OF

SAN JUAN INTERNATIONAL, INC.

THE UNDERSIGNED, for the purpose of forming a corporation under the Florida General Corporation Act hereby adopt the following articles of incorporation.

ARTICLE ONE

NAME

The name of the corporation is:

SAN JUAN INTERNATIONAL, INC.

ARTICLE TWO

DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE

PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR

CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is ONE HUNDRED (100), all of which shall be common shares without par value.

This instrument prepared by Mazen M. Sukkar, P.A.
Attorney at Law, Florida Bar #0717691.
Address: 2432 Hollywood Blvd., Hollywood, Florida 33020

ARTICLE FIVE

PREEMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation and securities of the corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

ARTICLE SIX

PRINCIPLE/REGISTERED OFFICE

The street and mailing address of the initial principle and registered office of the corporation is:

C/O 451 S.W. 18TH ROAD
MIAMI, FLORIDA 33129

The registered agent at such address is:

SANDRA CHANCE

ARTICLE SEVEN

DIRECTORS

The Board of Directors of the corporation shall consist of ONE member.

The names and addresses of the first board of directors are:

NAME	ADDRESS
SEGUNDO ACEVEDO	C/O 451 S.W. 18TH ROAD MIAMI, FLORIDA 33129

ARTICLE EIGHT

INCORPORATORS

The names and addresses of the incorporators are:

NAME	ADDRESS
SEGUNDO ACEVEDO	C/O 451 S.W. 18TH ROAD MIAMI, FLORIDA 33129

ARTICLE NINE

COMMENCEMENT OF EXISTENCE

The Corporation shall be deemed to commence its existence as of the date of filing these Articles of Incorporation.

IN WITNESS THEREOF, We have subscribed our names
this 22 day of July, 1999.


SEGUNDO ACEVEDO

ACKNOWLEDGMENT:

Having been named initial registered agent for the above stated corporation, at the initial registered office, designated, I hereby accept to act in this capacity and agree to comply with the provisions of Chapter 607, Florida Statutes, relative to keeping open said office.


SANDRA CHANCE

BRIEF BUSINESS PLAN

SAN JUAN INTERNATIONAL, INC DBA CHANCE TELECOM

San Juan International, Inc dba Chance Telecom will be offering the following discount international and US long distance calling services that deliver some of the best international telephone rates in the telecommunications industry, the best domestic long distance telephone rates, super discount calling cards and toll free 800/888# services.

All of these high quality long distance telephone services have been very carefully selected for value, quality, and broad appeal to the telecommunications services marketplace. We will offer the best prepaid calling cards, monthly billed post paid calling cards, the lowest international telephone rates without switching. It's all right here! You will find that all the long distance telephone services here offer technology which is at the forefront in the telecommunications industry, both in marketing and in Telecom services. Whether you need the lowest international telephone rates, the best US long distance telephone rates, or the best calling card telephone rates and service you have found a useful and true money saving resource!

San Juan International, Inc dba Chance Telecom. is a long distance telephone company, offering a wide variety of communication services to the international and domestic marketplace. San Juan International, Inc dba Chance Telecom day-to-day operation is managed by a core of highly skilled professionals, with a combined experience of 15 years in the US telecommunications industry.

San Juan International, Inc dba Chance Telecom has various direct contracts with underlying carriers. San Juan International, Inc dba Chance Telecom is constantly upgrading the various platforms offered to overseas and domestic customers. Each customer will be notified when a new or enriched service or feature is made available. San Juan International, Inc dba Chance Telecom has worldwide reach to the international marketplace.

Why new phone companies? The recent Telecommunications Act has made it possible for San Juan International, Inc dba Chance Telecom 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. The shock waves rippled through the industry and ushered in an era of sweeping innovation and plunging phone rates. During this time the visionaries who would eventually form San Juan International, Inc dba Chance Telecom believed that choice and open competition would eventually come to the local telephone marketplace. Today, history is repeating itself.

Long distance carriers. 1984 Divestiture begins. AT&T spins off seven local service providers and continues to sell long distance service.

Restrictions prevent long distance providers from selling local service; local service providers cannot sell long distance. 1991 The 1984 restrictions are lifted. Competition begins, allowing any company to enter the long distance marketplace. The Telecommunications Act of 1996 is passed. The final barriers to competition are removed, opening the way for San Juan International, Inc dba Chance Telecom to offer local, long distance, and Internet service. Local Bell companies and long distance carriers must wait until 1999 to offer both local and long distance service in their "Home" markets.

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

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.

Importantly for San Juan International, Inc dba Chance Telecom, 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 probably until 1999. The same is true for AT&T, MCI, and Sprint. San Juan International, Inc dba Chance Telecom, however, bring you the convenience and savings of bundled local, long distance, and Internet service today.

During this brief window of opportunity, San Juan International, Inc dba Chance Telecom has rolled-out a full range of telecommunications services -- all supported by a commitment to customer satisfaction that is already changing the common perception of what a phone company can be.

San Juan International, Inc dba Chance Telecom 's service, San Juan International, Inc dba Chance Telecom Calling Card permits a person in over 100 countries to make intercontinental calls at economical US rates, instead of high local monopoly rates. The customer applies for the service by completing a sign-up form, which is then faxed or e-mailed to San Juan International, Inc dba Chance Telecom 's order processing department.

The order is processed and the customer's account is ready for use within 48 to 72 hours, weekdays. Ongoing customer support is provided "San Juan International, Inc dba Chance Telecom primary goal of increasing shareholder wealth will continue to lead the Company's efforts in setting objectives and developing strategies. Geographically cluster telephone and wireless markets focus on smaller markets with excellent growth potential Telephone Operations - rural and suburban markets Wireless Operations - second-tier urban, rural and suburban markets Increase market share in geographic clusters Expand products and services offerings Grow customer base. Capitalize on additional revenue opportunities from existing customers.

"San Juan International, Inc dba Chance Telecom will deliver a level of personal service that will amaze small- and medium-sized businesses. When I call a company, I expect to speak with a real person who can handle my problem. That's a simple point that we'll deliver on. Customer care will be a primary focus for San Juan International, Inc dba Chance Telecom." Jeffery Peters. Chairman and CEO You may never think of your phone company the same way again. The reason is for the first time ever, you have a reliable alternative in local telephone service. What's more, you can now obtain local, long distance, and Internet service from a single phone company. And perhaps best of all, both of these firsts are available at lower prices and with an unprecedented level of customer satisfaction that makes it a pleasure doing business with San Juan International, Inc dba Chance Telecom.

Tailored to the needs of small- to medium-sized businesses, San Juan International, Inc dba Chance Telecom offers:

- * Local calling, long distance, and Internet access services from one convenient source.
- * The assistance of people totally committed to making your job simpler, your costs lower, and your business stronger.
- * One, easy-to-understand monthly statement for everything.
- * High quality service and features that you can rely on every hour of every day.

San Juan International, Inc dba Chance Telecom carefully chose its service offerings to complement each other. The result is a complete resource that can supply businesses with as many or as few services as they require. There's no reason to shop around in order to piece together a solution. San Juan International, Inc dba Chance Telecom does it all. Quickly. Simply. Reliably. And, of course, at a lower cost. In addition, San Juan International, Inc dba Chance Telecom provides high speed, digital broadband communications to other local, long distance, and mobile telephone carriers. Our Wireless Fiber service provides an affordable way for them to extend their networks and provide sophisticated voice and data services.

Personal Service: The San Juan International, Inc dba Chance Telecom Difference
Until now, personal service has been a missing link for most local telephone service customers. San Juan International, Inc dba Chance Telecom makes it a top priority. That's why when you call us, you'll hear a friendly voice eager to help -- not a computer or machine. We do everything in our power to meet your needs, simplify your phone service, and save you money. We're also great listeners. If we don't know your needs, we'll take the time to learn them. So you always get the right help. Every customer can count on San Juan International, Inc dba Chance Telecom to be there whenever you need answers.

T2U's products and services are specifically designed to meet the needs of international long distance companies throughout the world. In addition to providing international switched voice service to long distance carriers, San Juan International, Inc dba Chance Telecom provides services to prepaid/debit card companies, call back carriers and cellular operators, as well as many data users and Internet Service Providers (ISP's). As a transmission facility provider, virtually all voice and data applications are available. Whether for a small carrier routing selected international destinations to San Juan International, Inc dba Chance Telecom or for a major carrier routing millions of minutes per month, the company's commitment is the same, to provide the highest quality service at the best possible price.

In addition to the traditional switched long distance services San Juan International, Inc dba Chance Telecom also assists carrier customers by offering co-location space for equipment, partitioning of switches, and contract maintenance services. San Juan International, Inc dba Chance Telecom takes great pride in its proprietary information and billing systems. These fully-redundant systems allow the company, on a real-time basis, to monitor customer usage, determine cost-effective routing alternatives, and manage network efficiency. The data necessary to provide detailed management reports for a customer is also inherent in the system.

Simplicity A return to the way it used to be, Simple. You won't have to worry about calling 3 or 4 different telephone companies just to add a new telephone line or make a change in your local telephone service, San Juan International, Inc dba Chance Telecom can handle everything for you. Consolidated Billing San Juan International, Inc dba Chance Telecom will deliver any local telephone all in one easy to read monthly statement. Local Services We can do it all! All of your phone numbers, lines and features are available exactly as you have them now. Savings. Customer Service When you call regarding your account, your call will be answered by one of our Customer Service Representatives. Our Representatives can help you with your local telephone service, with just one telephone call.

It is the strategic vision of the company to take its single Telecom service(block-time long distance to residential user) and leverage its success onto a full service international telecommunications company.

A sale within the competitive arena of local business telephone service is of by nature very competitive and at times difficult. San Juan International, Inc dba Chance Telecom has compiled industry sales professionals that know the general workings of Telecom, and more importantly understand the aspects of true Tele-management. San Juan International, Inc dba Chance Telecom has an excess of 30 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.

San Juan International, Inc dba Chance Telecom 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

To establish our foundation to this market we first identified industry segments, which meet our criteria for participation:

- 1 Exponential growth potential
2. Substantial gross profit margins
3. Very high sales per employee
4. Low maintenance residual sales
5. Identifiable exit strategy

The following segments have been targeted:

1. CLEC pre-paid
2. CIC
3. International wholesales
4. Domestic and Intentional 1+ pre-paid and others
5. Debit cards

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 2000.

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.

7601 East Treasure Drive PH215,
North Bay Village, FL 33141

ivansie@aol.com
Phone: (305) 864 8002 home
Phone: (305) 801 7620 cell

Ivan A. Sierra

- Objective** Versatile professional experienced in sales, finance and operations. Result Oriented. Telecom and technology background with great management skills. A true team player with great handle for day-to-day situations and the ability to negotiate and close sales and strategic alliances. Highly entrepreneurial with experience in the Latin American and Caribbean marketplace.
- Experience**
- 2002-present CHANCE TELECOM Coconut Grove, FL
Chief Operating Officer
- Oversee operational and financial area of the company with emphasis on the business generation and cost reduction efforts on an ongoing basis.
- 2000-2002 LATINET Ltd. Miami, FL
VP Business Development
- Major accomplishments: Organized and managed International Accounts department that represents revenue increase of 15% the first year with improvement of operational margins by 12% in some key products. Signed service agreements with Carriers and technology partners
 - Instrumental in Sales coordination amongst the different business units. Responsible for Sales performance
 - Part of team creating Business Plan 2001-2005 and Sales and Marketing strategy
 - Leader in development of sales strategies within the organization (5 countries)
 - Overseeing operating and capital expenditure budgets directly related with area of responsibility
 - Representing the organization before business partners and service providers.
 - Communicating the company's philosophy and policies regarding new business and products
- 1999-2000 Telpan Communications USA Miami, FL
VP/General Manager Carrier Services
- Major accomplishments: increased revenue by 350% and net margin by 6% during first year. Negotiated successful business alliances that allowed fast growth.
 - Built the team and led the development of strategies and market research for growth in the International Long Distance business
 - Established goals and performance criteria for areas of responsibility. Measured performance on regular basis
 - Hands-on sales involvement managing key customer relationships.
 - In charge of sales and operations personnel
 - Representing the organization in its relationships with customers, suppliers
 - Supervised proper presentation of financial results and MIS reports
- 1998-1999 United Group Ltd. Miami, FL
Chief Executive Officer
- Major accomplishments: Startup initiative (Long Distance Reseller). Revenue growth of over 200% after first year. Kept margins stable through fast price erosion market. Merged with sister company

- (Telpan Communications) for strategic reasons.
- Led development of strategy to fulfill customer requirements. Established goals and performance criteria. Measured performance on regular basis.
- Active participant in sales and marketing efforts
- Grew customer base, surpassing expectations set by Board of Directors
- Leader to a team of sales and operations professionals
- Controlled operating and capital expenditure budgets
- Coordinated negotiations for acquisitions or sale of major assets
- Represented the organization before major customers, bankers, suppliers and shareholders
- Achieved high staff productivity and morale
- Managed financial structure of the company and investment decisions

1995–1998 Telpan Communications Panama & Miami, FL

Assistant Manager Finance

- Major accomplishments: Create the company’s first MIS for upper management. Transfer to Miami, FL to work on establishing a start-up operation in USA.
- Coordinated preparation of budgets. Acted as liaison for external/internal auditors
- Developed and implemented financial reporting systems and controls
- Represented the organization in its relationships with customers, bankers, suppliers and government
- Participated in project execution in a rapidly changing environment while achieving fast growth
- Assisted in successfully turning around start-up operation from “cost center” to “profit center”

Education 2000–2002 Barry University Miami Shores, FL

- **M.S., IT & Business Administration**
- Expected graduation: December 2002
- Current GPA- 3.8
- Relevant coursework: Emerging Technologies, Enterprise System Integration, Budgeting and Finance, Administrative Theory.

2000-2001 Barry University Miami Shores, FL

- **Post-Baccalaureate Certificate Information Systems**
- Final GPA- 4.0
- Relevant coursework: Internet/Intranets, Databases, Computer Programming, Computer Networks

1991-1996 Universidad Sta. Maria La Antigua Panama, Panama

- **B.B.A. major in Finance**
- **Post-Baccalaureate Certificate Banking Administration**
- Graduated Cum Laude, high GPA
- Relevant coursework: Financial and Actuarial Mathematics, Financial Markets, Financial Programming, International Finance, Financial Administration, Advance Accounting, Marketing

Interests Member of Non-Profit organizations including the South Florida Art Center, sports, reading, computers, the “Market”
Big Brothers Big Sisters of Florida (Participant)

Others Fluent in English and Spanish

Miller-Heinman Strategic Selling courses

Computer skills: MS Office suite, MS Access, ACT, C++

Author of various published articles on business, finance and telecomm

Fabian Borot

8145 N.W. 7th Street Apt. # 101
Miami, Fl 33126

Home: (305) 265-0403 Cell: (305) 588-6662
fborot@hotmail.com

EDUCATION:

Universidad de Oriente, Santiago de Cuba, Cuba
Major: Electronics & Telecommunications Engineer

**POST GRADUATE
EDUCATION:**

Introduction to ATM, X.25 and Frame Relay networks, ISDN services.
Currently working on Cisco Certification.

EXPERIENCE:

June 2001
To Present

Chance Telecom, Miami, Florida

Senior Technician

Responsible for the installation, configuration and maintenance of Muxes, Dacs, Frame Relay Switch, CSU/DSU, Harris Switch and VoIP Gateways. Record and monitor the daily status and quality of the network and deliver weekly reports to the Operations Manager. Design and install LANs. Responsible for the administration of the LAN. Installation and configuration of Cisco routers, Hubs and Catalyst switches. Installation and programming of PBXs. Responsible for Test and Acceptance Procedures with Service Providers. Troubleshooting of services over IP and satellite links.

July 2000 to
June 2001

TelPan Communications, Inc., Miami, Florida

NOC Technician

Responsible for the maintenance and upgrade of the telecommunication network in main office and customer premises. Turn up, troubleshoot, restore and provide technical assistance for digital circuits from 56k to DS3. Skilled configuring and using Eastern Research DACS (DNX-11), muxes such as MICOM, Nuera and RAD (Kilomux and Megaplex). Configuration and use of Lucent ATM switches (2300 and 1250.) Worked with frame relay and ISDN services. Setup and troubleshooting of videoconferences using Sprint services and point to point. Experience running coax and cat5 cables and making connectors for both. Troubleshooting of services over IP and satellite links. Responsible for opening and following up trouble tickets for customers and service providers.

Sept. 1997 to
June 2000

E.T.E.C.S.A., Guantanamo, Cuba

Telecommunications Engineer

Maintenance of transmission equipment. Responsible for opening and following up trouble tickets. Responsible for the designing and troubleshooting of transmission systems. Design, maintenance and installation of PBX (Alcatel and Infinity). Analysis of traffic in telecommunications network. Propose measures for more efficient monitoring of traffic. Automatic designs for electronic circuits. Designed software to monitor traffic to and from PBX.

**SPECIAL
SKILLS:**

Microsoft Office 2000 (Word, Excel, Access, PowerPoint, Works, Word Perfect, Outlook), Internet, OrCAD, Windows 95 – 2000, Windows XP, Windows NT, Programming in Visual Basics 6.0, Customer Service, Multi-meter, proficient in TCP/IP Protocols, Fireberd and T-berd. Also experienced in upgrading PCs.

LANGUAGES:

Spanish and English

REFERENCES:

Furnished upon request.

Income Statement	Jan-02 1	Feb-02 2	Mar-02 3	Apr-02 4	May-02 5	Jun-02 6	Jul-02 7	Aug-02 8	Sep-02 9	Oct-02 10	Nov-02 11	Dec-02 12	Jan-03 13	Feb-03 14	Mar-03 15
Revenues	184,593	202,943	209,031	215,302	221,761	228,414	235,267	242,325	249,594	257,082	264,795	272,738	280,921	289,348	298,029
Cost of Sales (COGS)	138,649	159,144	161,929	164,763	167,646	170,580	173,565	176,602	179,693	182,838	186,037	189,293	192,606	195,976	199,406
Gross Profit	45,944	43,799	47,102	50,539	54,115	57,834	61,701	65,722	69,901	74,244	78,757	83,445	88,315	93,372	98,623
	25%	22%	23%	23%	24%	25%	26%	27%	28%	29%	30%	31%	31%	32%	33%
Personnel Expense	5,579	8,839	19,140	19,140	19,140	19,140	22,620	22,620	24,360	24,360	24,360	24,360	26,796	26,796	26,796
Admin Expenses	25,266	24,720	24,720	24,720	24,720	24,720	24,720	24,720	24,720	24,720	24,720	24,720	24,720	24,720	24,720
Total SG&A Expenses	30,845	33,559	43,860	43,860	43,860	43,860	47,340	47,340	49,080	49,080	49,080	49,080	51,516	51,516	51,516
EBITDA (0)	15,099	10,240	3,242	6,679	10,255	13,974	14,361	18,382	20,821	25,164	29,677	34,365	36,799	41,856	47,107
Total EBITDA 1y	202,262														
Total EBITDA @ end-1y run-rate	412,386														
Depreciation SL (@ 450K 5y) Non-cash	7,667	7,727	7,788	7,851	7,915	7,982	8,050	8,121	8,194	8,269	8,346	8,425	8,507	8,591	8,678
Taxes (Intangible) yearly pay	1,250	1,250	1,250	1,250	1,250	1,250	1,250	1,250	1,250	1,250	1,250	1,250	1,250	1,250	1,250
CAPEX (assuming cash payment)	3,633	3,653	3,763	3,875	3,992	4,111	4,235	4,362	4,493	4,627	4,766	4,909	5,057	5,208	5,365
Total Non-op Expenses	12,550	12,630	12,801	12,976	13,157	13,343	13,535	13,733	13,936	14,146	14,362	14,584	14,814	15,050	15,293
Net Income (1)	2,549	(2,390)	(9,558)	(6,297)	(2,902)	631	826	4,649	6,885	11,018	15,315	19,781	21,985	26,806	31,814
Total Net Income 1y	40,507														
WK until break-even-point based on EBITDA (0)															
CAPEX															
Average revenue per customer	1,500														
Average price CAPEX needed per customer	900														

Apr-03	May-03	Jun-03	Jul-03	Aug-03	Sep-03	Oct-03	Nov-03	Dec-03	Jan-04	Feb-04	Mar-04	Apr-04	May-04	Jun-04	Jul-04	Aug-04	Sep-04	Oct-04	Nov-04	Dec-04
16	17	18	19	20	21	22	23	24	25	26	27	28	29	30	31	32	33	34	35	36
306,969	316,179	325,664	335,434	345,497	355,862	366,538	377,534	388,860	396,637	404,570	412,661	420,914	429,333	437,919	446,678	455,611	464,723	474,018	483,498	493,168
202,895	206,446	210,059	213,735	217,475	221,281	225,153	229,094	233,103	236,366	239,675	243,031	246,433	249,883	253,382	256,929	260,526	264,173	267,872	271,622	275,425
104,074	109,733	115,605	121,699	128,022	134,581	141,384	148,440	155,757	160,271	164,894	169,630	174,481	179,449	184,538	189,749	195,085	200,550	206,146	211,876	217,743
34%	35%	35%	36%	37%	38%	39%	39%	40%	40%	41%	41%	41%	42%	42%	42%	43%	43%	43%	44%	44%
26,796	26,796	26,796	26,796	26,796	26,796	26,796	26,796	26,796	29,476	29,476	29,476	29,476	29,476	30,949	30,949	30,949	30,949	30,949	30,949	30,949
24,720	24,720	24,720	24,720	24,720	24,720	24,720	24,720	24,720	24,720	24,720	24,720	24,720	24,720	24,720	24,720	24,720	24,720	24,720	24,720	24,720
51,516	51,516	51,516	51,516	51,516	51,516	51,516	51,516	51,516	54,196	54,196	54,196	54,196	54,196	55,669	55,669	55,669	55,669	55,669	55,669	55,669
52,558	58,217	64,089	70,183	76,506	83,065	89,868	96,924	104,241	106,075	110,699	115,435	120,285	125,254	128,868	134,079	139,416	144,881	150,477	156,207	162,074
8,767	8,860	8,954	9,052	9,153	9,256	9,363	9,473	9,586	9,664	9,743	9,824	9,907	9,991	10,077	10,165	10,254	10,345	10,438	10,533	10,629
1,250	1,250	1,250	1,250	1,250	1,250	1,250	1,250	1,250	1,250	1,250	1,250	1,250	1,250	1,250	1,250	1,250	1,250	1,250	1,250	1,250
5,525	5,891	5,862	6,038	6,219	6,406	6,598	6,796	4,866	4,760	4,855	4,952	5,051	5,152	5,255	5,360	5,467	5,577	5,688	5,802	
15,543	15,801	16,066	16,340	16,622	16,912	17,211	17,519	15,503	15,674	15,848	16,026	16,208	16,393	16,582	16,775	16,971	17,172	17,376	17,585	11,879
37,015	42,416	48,023	53,843	59,884	66,153	72,657	79,405	88,738	90,401	94,850	99,408	104,078	108,861	112,286	117,305	122,445	127,709	133,101	138,622	150,195

ALEJANDRO A. CRESPO & CO.
ACCOUNTANTS
ENROLLED TO PRACTICE BEFORE I.R.S.
9260 SUNSET DR. #117 MIAMI, FL 33173

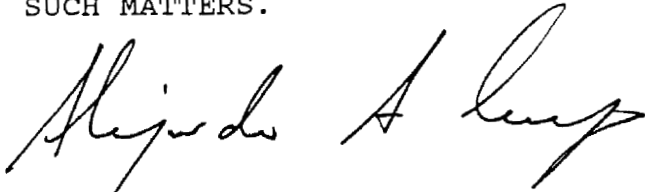
July 24, 2000

SAN JUAN INTERNATIONAL, INC.
451 S.W. 18TH ROAD
MIAMI, FL 33129

PURSUANT TO OUR RECENT ENGAGEMENT TO PROVIDE FINANCIAL DATA FOR SAN JUAN INTERNATIONAL, INC., (A CORPORATION) WE ATTACH THE FOLLOWING BALANCE SHEET AS OF JUNE 30, 2000 AND THE RELATED STATEMENT OF OPERATIONS FOR THE THREE MONTHS THEN ENDED.

THE STATEMENTS WERE PREPARED FROM THE BOOKS AND RECORDS OF SAN JUAN INTERNATIONAL, INC., ON AN ACCRUAL BASIS, IN CONFORMITY WITH RECOGNIZED FEDERAL INCOME TAX PRACTICES AND THE INTERNAL REVENUE CODE, AND ARE THE REPRESENTATION OF MANAGEMENT.

MANAGEMENT HAS ELECTED TO OMIT SUBSTANTIALLY ALL OF THE DISCLOSURES REQUIRED TO BE INCLUDED IN THESE FINANCIAL STATEMENTS. IF THE OMITTED DISCLOSURES WERE INCLUDED IN THE FINANCIAL STATEMENTS, THEY MIGHT INFLUENCE THE USER'S CONCLUSIONS ABOUT THE COMPANY'S FINANCIAL POSITION, RESULTS OF OPERATIONS AND CASH FLOWS. ACCORDINGLY THESE FINANCIAL STATEMENTS ARE NOT DESIGNED FOR THOSE WHO ARE NOT INFORMED ABOUT SUCH MATTERS.



ALEJANDRO A. CRESPO, EA, ATA, ABA

SAN JUAN INTERNATIONAL, INC.
(INCOME TAX BASIS)
BALANCE SHEET
JUNE 30, 2000

ASSETS

CURRENT ASSETS		
CASH	\$ 66,219.05	
TOTAL CURRENT ASSETS		\$ 66,219.05
PROPERTY AND EQUIPMENT		
EQUIPMENT	52,824.78	
TOTAL PROPERTY AND EQUIPMENT		52,824.78
TOTAL ASSETS		<u>\$ 119,043.83</u>

LIABILITIES AND STOCKHOLDERS' EQUITY

STOCKHOLDERS' EQUITY		
COMMON STOCK	\$ 120,000.00	
INCOME (LOSS-) FOR PERIOD	(956.17)	
TOTAL STOCKHOLDERS' EQUITY		\$ 119,043.83
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY		<u>\$ 119,043.83</u>

SEE ACCOMPANYING ACCOUNTANTS' REPORT

SAN JUAN INTERNATIONAL, INC.
(INCOME TAX BASIS)
BALANCE SHEET
SUBSIDIARY SCHEDULE
JUNE 30, 2000

CASH	
FIRST UNION	\$ (6,780.95)
FIRST UNION SWEEP ACCOUNT	73,000.00
	<hr/>
TOTAL	\$ 66,219.05
	<hr/> <hr/>

SEE ACCOMPANYING ACCOUNTANTS' REPORT

SAN JUAN INTERNATIONAL, INC.
(INCOME TAX BASIS)
STATEMENT OF OPERATIONS
FOR THE THREE MONTHS ENDED JUNE 30, 2000

	— Year to Date —	
	Actual	Percent
* SALES	\$ 1,075.00	100.0
* GROSS PROFIT	1,075.00	100.0
OPERATING EXPENSES		
BANK CHARGES	244.56	22.7
DUES AND SUBSCRIPTIONS	151.00	14.0
LICENSES AND TAXES	1,157.02	107.6
OFFICE EXPENSES	1,400.17	130.2
PROFESSIONAL FEES	50.00	4.7
* TOTAL OPERATING EXPENSES	3,002.75	279.3
* INCOME FROM OPERATIONS	(1,927.75)	(179.3)
OTHER INCOME		
INTEREST INCOME	971.58	90.4
* TOTAL OTHER INCOME	971.58	90.4
* NET INCOME OR (LOSS)	\$ (956.17)	(88.9)

SEE ACCOMPANYING ACCOUNTANTS' REPORT

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SAN JUAN INTERNATIONAL, INC.
 General Ledger

Page: 1
 P.E. Date: 6/30/00

Account	Description	Date	S	Empl	Ref	Current	Balance
51	BALANCE SHEET						
52	ASSETS						
100	CURRENT ASSETS						
103	CASH						
10301	FIRST UNION						0.00
	JOURNAL ENTRIES	6/30	1		JE 01	244.56-	
	JOURNAL ENTRIES	6/30	1		JE 01	1,650.00-	
	CASH RECEIPTS	6/30	2		CR 5-6	4,315,566.58	
	CASH RECEIPTS	6/30	2		CR-4	120,000.00	
	JOURNAL ENTRIES	6/30	1		JE 01	4,375,000.00-	
	CASH DISBURSEMENTS	6/30	3		CD 4-6	65,452.97-	
						6,780.95-*	6,780.95-*
10302	FIRST UNION SWEEP ACCOUNT						0.00
	CASH RECEIPTS	6/30	2		CR-06	73,000.00	
						73,000.00 *	73,000.00 *
115	EXCHANGE						0.00
	CASH RECEIPTS	6/30	2		CR 5-6	4,302,000.00-	
	CASH RECEIPTS	6/30	2		CR 5-6	11,520.00-	
	CASH RECEIPTS	6/30	2		CR-06	73,000.00-	
	JOURNAL ENTRIES	6/30	1		JE 01	4,375,000.00	
	FIDELITY INVESTMENTS	4/30	3		T-9	11,518.32	
	JOURNAL ENTRIES	6/30	1		JE 02	1.68	
						0.00-*	0.00-*
120	PREPAID EXPENSES						
160	PROPERTY AND EQUIPMENT						
167	EQUIPMENT						0.00
	JOURNAL ENTRIES	6/30	1		JE 01	1,650.00	
	KENNETH M. DOLER	4/30	3		T-1	275.00	
	SEGUNDO ACEVEDO	4/30	3		T-6	564.44	
	SEGUNDO ACEVEDO	4/30	3		T-7	875.00	
	SEGUNDO ACEVEDO	4/30	3		T-8	2,723.00	
	COBALT NETWORKS	5/15	3		1001	3,423.00	
	VIC MANZO	6/03	3		1002	400.00	
	DELL COMPUTER	6/15	3		1003	3,216.19	
	ADAPTIVE BROADBAND	6/15	3		1004	21,930.00	
	WILLIAM CHANCE	6/25	3		1010	1,268.65	
	WILLIAM CHANCE	6/25	3		1017	202.50	
	WORLD STAR DEVELOPMENT	6/27	3		1019	9,400.00	
	PERSONAL COMMUNICATION	6/29	3		1020	6,897.00	
						52,824.78 *	52,824.78 *

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SAN JUAN INTERNATIONAL, INC.
 General Ledger

Page: 2
 P.E. Date: 6/30/00

Account	Description	Date	S	Empl	Ref	Current	Balance
180	OTHER ASSETS						
198	LIABILITIES AND						
199	+ STOCKHOLDERS' EQUITY						
200	CURRENT LIABILITIES						
201	NOTES PAYABLE-CURRENT						
204	PAYROLL TAXES PAYABLE						
210	ACCRUED EXPENSES						
230	LONG TERM DEBT						
231	NOTES PAYABLE						
260	OTHER LIABILITIES						
270	STOCKHOLDERS' EQUITY						
271	COMMON STOCK						0.00
CASH RECEIPTS		6/30	2		CR-4	120,000.00- 120,000.00-*	120,000.00-*
299	STATEMENT OF OPERATIONS						
300	INCOME						
301	SALES						0.00
CASH RECEIPTS		6/30	2		CR 5-6	1,075.00- 1,075.00-*	1,075.00-*
400	COST OF SALES						
499	GROSS PROFIT						
500	OPERATING EXPENSES						
514	BANK CHARGES						0.00
JOURNAL ENTRIES		6/30	1		JE 01	244.56 244.56 *	244.56 *
534	DUES AND SUBSCRIPTIONS						0.00
WILLIAM CHANCE		6/25	3		1015	116.00	
WILLIAM CHANCE		6/25	3		1018	35.00 151.00 *	151.00 *

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 Run Time: 15:35:18

SAN JUAN INTERNATIONAL, INC.
 General Ledger

Page: 3
 P.E. Date: 6/30/00

Account	Description	Date	S	Empl	Ref	Current	Balance
549	LICENSES AND TAXES						0.00
	DEPARTMENT OF STATE	4/27	3		T-2	150.00	
	WILLIAM CHANCE	4/30	3		T-3	135.00	
	WILLIAM CHANCE	4/27	3		T-4	408.00	
	WILLIAM CHANCE	6/25	3		1016	464.02	
						1,157.02 *	1,157.02 *
551	OFFICE EXPENSES						0.00
	SEGUNDO ACEVEDO (COMPUTER)	4/30	3		T-5	426.00	
	WILLIAM CHANCE	6/25	3		1005	400.00	
	WILLIAM CHANCE	6/25	3		1006	35.00	
	WILLIAM CHANCE	6/25	3		1007	229.23	
	WILLIAM CHANCE	6/25	3		1008	32.96	
	WILLIAM CHANCE	6/25	3		1009	7.45	
	WILLIAM CHANCE	6/25	3		1011	162.21	
	WILLIAM CHANCE	6/25	3		1012	89.00	
	WILLIAM CHANCE	6/25	3		1013	20.00	
	JOURNAL ENTRIES	6/30	1		JE 02	1.68-	
						1,400.17 *	1,400.17 *
567	PROFESSIONAL FEES						0.00
	WILLIAM CHANCE	4/27	3		T-10	50.00	
						50.00 *	50.00 *
599	INCOME FROM OPERATIONS						
600	OTHER INCOME						
602	INTEREST INCOME						0.00
	CASH RECEIPTS	6/30	2		CR 5-6	971.58-	
						971.58-*	971.58-*
650	OTHER EXPENSES						
999	NET INCOME OR (LOSS)						

	Total Debits					128,827.53 *	128,827.53
	Total Credits					128,827.53-*	128,827.53-

*** In Balance ***

CLS 075.000
Run Date: 7/24/00
Run Time: 15:35:39

SAN JUAN INTERNATIONAL, INC.
Current Period
JOURNAL ENTRIES

Page: 1
P.E. Date: 6/30/00

S	Bat	Ref	Date	Empl	Description	Account	Amount
1	-	0	JE 01	6/30/00	JOURNAL ENTRIES	514	244.56
1	-	0	JE 01	6/30/00	JOURNAL ENTRIES	10301	244.56-
1	-	0	JE 01	6/30/00	JOURNAL ENTRIES	167	1,650.00
1	-	0	JE 01	6/30/00	JOURNAL ENTRIES	10301	1,650.00-
1	-	0	JE 01	6/30/00	JOURNAL ENTRIES	115	4,375,000.00
1	-	0	JE 01	6/30/00	JOURNAL ENTRIES	10301	4,375,000.00-
							0.00 *
1	-	0	JE 02	6/30/00	JOURNAL ENTRIES	115	1.68
1	-	0	JE 02	6/30/00	JOURNAL ENTRIES	551	1.68-
							0.00 *

4 Debit Transactions	4,376,896.24 *
4 Credit Transactions	4,376,896.24-*

8 Total Transactions: In Balance

CLS 075.000
Run Date: 7/24/00
Run Time: 15:35:39

SAN JUAN INTERNATIONAL, INC.
Current Period
CASH RECEIPTS

Page: 2
P.E. Date: 6/30/00

S	Bat	Ref	Date	Empl	Description	Account	Amount
2	- 0	CR 5-6	6/30/00		CASH RECEIPTS	10301	4,315,566.58
2	- 0	CR 5-6	6/30/00		CASH RECEIPTS	301	1,075.00-
2	- 0	CR 5-6	6/30/00		CASH RECEIPTS	115	4,302,000.00-
2	- 0	CR 5-6	6/30/00		CASH RECEIPTS	115	11,520.00-
2	- 0	CR 5-6	6/30/00		CASH RECEIPTS	602	971.58-
							0.00 *
2	- 0	CR-06	6/30/00		CASH RECEIPTS	10302	73,000.00
2	- 0	CR-06	6/30/00		CASH RECEIPTS	115	73,000.00-
							0.00 *
2	- 0	CR-4	6/30/00		CASH RECEIPTS	10301	120,000.00
2	- 0	CR-4	6/30/00		CASH RECEIPTS	271	120,000.00-
							0.00 *

							3 Debit Transactions
							4,508,566.58 *
							6 Credit Transactions
							4,508,566.58-*

							9 Total Transactions: In Balance

CLS 075.000
Run Date: 7/24/00
Run Time: 15:35:39

SAN JUAN INTERNATIONAL, INC.
Current Period
CASH DISBURSEMENTS

Page: 3
P.E. Date: 6/30/00

S	Bat	Ref	Date	Empl	Description	Account	Amount
3	-	0	1001	5/15/00	COBALT NETWORKS	167	3,423.00
3	-	0	1002	6/03/00	VIC MANZO	167	400.00
3	-	0	1003	6/15/00	DELL COMPUTER	167	3,216.19
3	-	0	1004	6/15/00	ADAPTIVE BROADBAND	167	21,930.00
3	-	0	1005	6/25/00	WILLIAM CHANCE	551	400.00
3	-	0	1006	6/25/00	WILLIAM CHANCE	551	35.00
3	-	0	1007	6/25/00	WILLIAM CHANCE	551	229.23
3	-	0	1008	6/25/00	WILLIAM CHANCE	551	32.96
3	-	0	1009	6/25/00	WILLIAM CHANCE	551	7.45
3	-	0	1010	6/25/00	WILLIAM CHANCE	167	1,268.65
3	-	0	1011	6/25/00	WILLIAM CHANCE	551	162.21
3	-	0	1012	6/25/00	WILLIAM CHANCE	551	89.00
3	-	0	1013	6/25/00	WILLIAM CHANCE	551	20.00
3	-	0	1015	6/25/00	WILLIAM CHANCE	534	116.00
3	-	0	1016	6/25/00	WILLIAM CHANCE	549	464.02
3	-	0	1017	6/25/00	WILLIAM CHANCE	167	202.50
3	-	0	1018	6/25/00	WILLIAM CHANCE	534	35.00
3	-	0	1019	6/27/00	WORLD STAR DEVELOPMENT	167	9,400.00
3	-	0	1020	6/29/00	PERSONAL COMMUNICATION	167	6,897.00
3	-	0	CD 4-6	6/30/00	CASH DISBURSEMENTS	10301	65,452.97-
3	-	0	T-1	4/30/00	KENNETH M. DOLER	167	275.00
3	-	0	T-10	4/27/00	WILLIAM CHANCE	567	50.00
3	-	0	T-2	4/27/00	DEPARTMENT OF STATE	549	150.00
3	-	0	T-3	4/30/00	WILLIAM CHANCE	549	135.00
3	-	0	T-4	4/27/00	WILLIAM CHANCE	549	408.00

CLS 075.000
Run Date: 7/24/00
Run Time: 15:35:39

SAN JUAN INTERNATIONAL, INC.
Current Period
CASH DISBURSEMENTS

Page: 4
P.E. Date: 6/30/00

S	Bat	Ref	Date	Empl	Description	Account	Amount
3	-	0	T-5		4/30/00	SEGUNDO ACEVEDO (COMPUTER)	551 426.00
3	-	0	T-6		4/30/00	SEGUNDO ACEVEDO	167 564.44
3	-	0	T-7		4/30/00	SEGUNDO ACEVEDO	167 875.00
3	-	0	T-8		4/30/00	SEGUNDO ACEVEDO	167 2,723.00
3	-	0	T-9		4/30/00	FIDELITY INVESTMENTS	115 11,518.32

29 Debit Transactions							65,452.97 *
1 Credit Transactions							65,452.97-*

30 Total Transactions:					In Balance		

ALEJANDRO A. CRESPO & CO.
ACCOUNTANTS
ENROLLED TO PRACTICE BEFORE I.R.S.
9260 S.W. 72ND STREET
SUITE #117
MIAMI, FLORIDA 33173

June 22, 2001

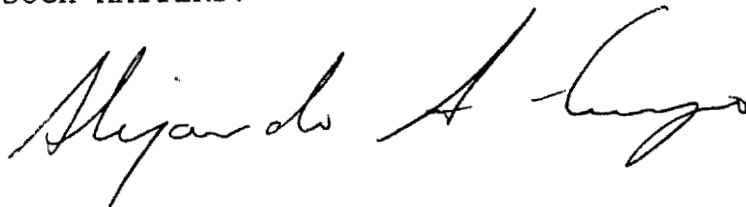
SAN JUAN INTERNATIONAL, INC.
451 S.W. 18TH ROAD
MIAMI, FL 33129

PURSUANT TO OUR RECENT ENGAGEMENT TO PROVIDE FINANCIAL DATA FOR SAN JUAN INTERNATIONAL, INC., (A CORPORATION) WE ATTACH THE FOLLOWING BALANCE SHEET AS OF MARCH 31, 2001 AND THE RELATED STATEMENTS OF OPERATIONS AND CASH FLOWS FOR THE NINE MONTHS THEN ENDED.

THE STATEMENTS WERE PREPARED FROM THE BOOKS AND RECORDS OF SAN JUAN INTERNATIONAL, INC., ON AN ACCRUAL BASIS, IN CONFORMITY WITH RECOGNIZED FEDERAL INCOME TAX PRACTICES AND THE INTERNAL REVENUE CODE, AND ARE THE REPRESENTATION OF MANAGEMENT.

THESE FINANCIAL STATEMENTS ARE PRESENTED ON AN INTERIM BASIS AND THE END OF THE YEAR ADJUSTMENTS FOR INVENTORY, ACCOUNTS RECEIVABLE, ACCOUNTS PAYABLE AND THE PROVISION FOR INCOME TAXES, IF APPLICABLE, ARE NOT PRESENTED. THEREFORE THESE FINANCIAL STATEMENTS ARE FOR INTERNAL USE ONLY.

MANAGEMENT HAS ELECTED TO OMIT SUBSTANTIALLY ALL OF THE DISCLOSURES REQUIRED TO BE INCLUDED IN THESE FINANCIAL STATEMENTS. IF THE OMITTED DISCLOSURES WERE INCLUDED IN THE FINANCIAL STATEMENTS, THEY MIGHT INFLUENCE THE USER'S CONCLUSIONS ABOUT THE COMPANY'S FINANCIAL POSITION, RESULTS OF OPERATIONS AND CASH FLOWS. ACCORDINGLY THESE FINANCIAL STATEMENTS ARE NOT DESIGNED FOR THOSE WHO ARE NOT INFORMED ABOUT SUCH MATTERS.



ALEJANDRO A. CRESPO, EA, ATA, ABA

SÁN JUAN INTERNATIONAL, INC.
(INCOME TAX BASIS)
BALANCE SHEET
MARCH 31, 2001

ASSETS

CURRENT ASSETS		
CASH	\$	11,752.08
ACCOUNTS RECEIVABLE		32,682.04
		44,434.12
PROPERTY AND EQUIPMENT		
OFFICE EQUIPMENT		25,106.82
TELECOM EQUIPMENT		246,401.00
ACCUMULATED DEPRECIATION		(14,500.00)
		257,007.82
TOTAL ASSETS		\$ 301,441.94

LIABILITIES AND STOCKHOLDERS' EQUITY

CURRENT LIABILITIES		
ACCOUNTS PAYABLE-TRADE	\$	9,765.21
		9,765.21
OTHER LIABILITIES		
LOANS FROM STOCKHOLDERS		152,000.00
		152,000.00
STOCKHOLDERS' EQUITY		
COMMON STOCK		120,000.00
RETAINED EARNINGS (AAA)		(956.17)
INCOME (LOSS-) FOR PERIOD		20,632.90
		139,676.73
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY		\$ 301,441.94

SEE ACCOMPANYING ACCOUNTANTS' REPORT

SAN JUAN INTERNATIONAL, INC.
(INCOME TAX BASIS)
BALANCE SHEET
SUBSIDIARY SCHEDULE
MARCH 31, 2001

CASH	
FIRST UNION	\$ 11,752.08
TOTAL	<u>\$ 11,752.08</u>

SEE ACCOMPANYING ACCOUNTANTS' REPORT

SAN JUAN INTERNATIONAL, INC.
(INCOME TAX BASIS)
STATEMENT OF OPERATIONS
FOR THE NINE MONTHS ENDED MARCH 31, 2001

	— Year to Date —	
	Actual Percent	
* SALES	\$ 850,349.01	100.0
COST OF SALES		
PURCHASES	403,516.96	47.5
FREIGHT	4,449.08	0.5
	407,966.04	48.0
* TOTAL COST OF SALES		
* GROSS PROFIT	442,382.97	52.0
OPERATING EXPENSES		
ADVERTISING	39.99	0.0
AUTO EXPENSES	1,711.97	0.2
BANK CHARGES	2,236.96	0.3
COMMISSIONS	131,691.52	15.5
COMPUTER SUPPORT & SUPPLY	1,818.33	0.2
CONTRACT SERVICES	139,111.26	16.4
DEPRECIATION	14,500.00	1.7
DUES AND SUBSCRIPTIONS	888.38	0.1
ENTERTAINMENT	2,901.11	0.3
LICENSES AND TAXES	1,154.30	0.1
OFFICE EXPENSES	10,890.76	1.3
OFFICE SALARIES	42,628.00	5.0
OFFICERS' SALARIES	13,000.00	1.5
PAYROLL TAXES	5,127.21	0.6
PROFESSIONAL FEES	2,600.00	0.3
RENT	15,864.01	1.9
RENTAL OF EQUIPMENT	8,612.27	1.0
REPAIRS AND MAINTENANCE	4,886.21	0.6
TELEPHONE	5,027.41	0.6
TRAVEL	17,448.54	2.1
	422,138.23	49.6
* TOTAL OPERATING EXPENSES		
* INCOME FROM OPERATIONS	20,244.74	2.4
OTHER INCOME		
INTEREST INCOME	388.16	0.0
	388.16	0.0
* TOTAL OTHER INCOME		
* NET INCOME	\$ 20,632.90	2.4

SEE ACCOMPANYING ACCOUNTANTS' REPORT

SAN JUAN INTERNATIONAL, INC.
(INCOME TAX BASIS)
STATEMENT OF CASH FLOWS
FOR THE NINE MONTHS ENDED MARCH 31, 2001

INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS

	<u>Year to Date</u>
CASH FLOWS FROM OPERATING ACTIVITIES:	
NET INCOME	\$ 20,632.90
NON CASH ITEMS IN NET INCOME:	
DEPRECIATION	14,500.00
NET NON CASH ITEMS	<u>14,500.00</u>
CHANGES IN ASSETS/LIABILITIES:	
ACCOUNTS RECEIVABLE	(32,682.04)
ACCOUNTS PAYABLE	9,765.21
TOTAL ADJUSTMENTS	<u>(22,916.83)</u>
NET CASH FROM OPERATIONS	12,216.07
CASH FLOWS FROM INVESTING ACTIVITIES:	
PURCHASE OF EQUIPMENT	(218,683.04)
NET CASH FROM INVESTING ACTIVITIES	<u>(218,683.04)</u>
CASH FLOWS FROM FINANCING ACTIVITIES:	
NET BORROWING, STOCKHOLDERS	152,000.00
NET CASH USED FOR FINANCING	<u>152,000.00</u>
NET INCREASE(DECREASE) IN CASH	<u>(54,466.97)</u>
BEGINNING CASH & EQUIVALENTS	66,219.05
ENDING CASH & EQUIVALENTS	<u>\$ 11,752.08</u>

SUPPLEMENTAL INFORMATION

SEE ACCOMPANYING ACCOUNTANTS' REPORT

ALEJANDRO A. CRESPO & CO.
ACCOUNTANTS
ENROLLED TO PRACTICE BEFORE I.R.S.
9260 S.W. 72ND STREET
SUITE #117
MIAMI, FLORIDA 33173


September 8, 2001

SAN JUAN INTERNATIONAL, INC.
451 S.W. 18TH ROAD
MIAMI, FL 33129

PURSUANT TO OUR RECENT ENGAGEMENT TO PROVIDE FINANCIAL DATA FOR SAN JUAN INTERNATIONAL, INC., (A CORPORATION) WE ATTACH THE FOLLOWING BALANCE SHEET AS OF JUNE 30, 2001 AND THE RELATED STATEMENT OF OPERATIONS FOR THE TWELVE MONTHS THEN ENDED.

THE STATEMENTS WERE PREPARED FROM THE BOOKS AND RECORDS OF SAN JUAN INTERNATIONAL, INC., ON AN ACCRUAL BASIS, IN CONFORMITY WITH RECOGNIZED FEDERAL INCOME TAX PRACTICES AND THE INTERNAL REVENUE CODE, AND ARE THE REPRESENTATION OF MANAGEMENT.

MANAGEMENT HAS ELECTED TO OMIT SUBSTANTIALLY ALL OF THE DISCLOSURES REQUIRED TO BE INCLUDED IN THESE FINANCIAL STATEMENTS. IF THE OMITTED DISCLOSURES WERE INCLUDED IN THE FINANCIAL STATEMENTS, THEY MIGHT INFLUENCE THE USER'S CONCLUSIONS ABOUT THE COMPANY'S FINANCIAL POSITION, RESULTS OF OPERATIONS AND CASH FLOWS. ACCORDINGLY THESE FINANCIAL STATEMENTS ARE NOT DESIGNED FOR THOSE WHO ARE NOT INFORMED ABOUT SUCH MATTERS.



ALEJANDRO A. CRESPO, EA, ATA, ABA

SAN JUAN INTERNATIONAL, INC.
(INCOME TAX BASIS)
BALANCE SHEET
JUNE 30, 2001

ASSETS

CURRENT ASSETS		
CASH	\$	37,478.44
ACCOUNTS RECEIVABLE		75,108.84
		112,587.28
TOTAL CURRENT ASSETS		\$ 112,587.28
PROPERTY AND EQUIPMENT		
FURNITURE AND FIXTURES		5,293.86
OFFICE EQUIPMENT		27,948.24
TELECOM EQUIPMENT		325,598.38
ACCUMULATED DEPRECIATION		(52,860.00)
		305,980.48
TOTAL PROPERTY AND EQUIPMENT		305,980.48
TOTAL ASSETS		\$ 418,567.76

LIABILITIES AND STOCKHOLDERS' EQUITY

CURRENT LIABILITIES		
ACCOUNTS PAYABLE-TRADE	\$	74,736.53
ACCRUED EXPENSES		33,909.45
INCOME TAXES PAYABLE		2,471.00
		111,116.98
TOTAL CURRENT LIABILITIES		\$ 111,116.98
OTHER LIABILITIES		
LOANS FROM STOCKHOLDERS		22,000.00
		22,000.00
TOTAL OTHER LIABILITIES		22,000.00
STOCKHOLDERS' EQUITY		
COMMON STOCK		277,000.00
RETAINED EARNINGS (AAA)		(956.17)
INCOME (LOSS-) FOR PERIOD		9,406.95
		285,450.78
TOTAL STOCKHOLDERS' EQUITY		285,450.78
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY		\$ 418,567.76

SEE ACCOMPANYING ACCOUNTANTS' REPORT

SAN JUAN INTERNATIONAL, INC.
(INCOME TAX BASIS)
BALANCE SHEET
SUBSIDIARY SCHEDULE
JUNE 30, 2001

CASH	
FIRST UNION	\$ 36,476.19
FIRST UNION SWEEP ACCOUNT	1,002.25
TOTAL	<u>\$ 37,478.44</u>
ACCRUED EXPENSES	
ACCOUNTING FEES	\$ 2,850.00
COMMISSIONS	31,059.45
TOTAL	<u>\$ 33,909.45</u>
INCOME TAXES PAYABLE	
FEDERAL	\$ 1,990.00
STATE (FLORIDA)	481.00
TOTAL	<u>\$ 2,471.00</u>

SEE ACCOMPANYING ACCOUNTANTS' REPORT

SAN JUAN INTERNATIONAL, INC.
(INCOME TAX BASIS)
STATEMENT OF OPERATIONS
FOR THE TWELVE MONTHS ENDED JUNE 30, 2001

	— Year to Date — Actual Percent	
* SALES	\$1,585,753.59	100.0
COST OF SALES		
PURCHASES	855,309.02	53.9
FREIGHT	6,443.37	0.4
* TOTAL COST OF SALES	861,752.39	54.3
* GROSS PROFIT	724,001.20	45.7
* OPERATING EXPENSES	712,807.21	45.0
* INCOME FROM OPERATIONS	11,193.99	0.7
OTHER INCOME		
INTEREST INCOME	683.96	0.0
* TOTAL OTHER INCOME	683.96	0.0
* INCOME BEFORE PROVISION FOR INCOME TAXES	11,877.95	0.7
PROVISION FOR INC. TAXES		
FEDERAL	1,990.00	0.1
STATE	481.00	0.0
* TOTAL PROVISION FOR INC.	2,471.00	0.2
* NET INCOME	\$ 9,406.95	0.6

SEE ACCOMPANYING ACCOUNTANTS' REPORT

SAN JUAN INTERNATIONAL, INC.
(INCOME TAX BASIS)
STATEMENT OF OPERATIONS
SCHEDULE OF OPERATING EXPENSES
FOR THE TWELVE MONTHS ENDED JUNE 30, 2001

	— Year to Date —	
	Actual Percent	
OPERATING EXPENSES		
ADVERTISING	\$ 39.99	0.0
AUTO EXPENSES	2,577.00	0.2
BANK CHARGES	3,739.19	0.2
COMMISSIONS	162,750.97	10.3
COMPUTER SUPPORT & SUPPLY	5,719.14	0.4
CONTRACT SERVICES	209,736.93	13.2
DEPRECIATION	52,860.00	3.3
DUES AND SUBSCRIPTIONS	1,115.38	0.1
ENTERTAINMENT	5,652.82	0.4
INSURANCE HEALTH	1,237.00	0.1
INSURANCE-LIFE	1,135.60	0.1
LICENSES AND TAXES	1,415.25	0.1
OFFICE EXPENSES	19,419.72	1.2
OFFICE SALARIES	62,493.38	3.9
OFFICERS' SALARIES	32,500.00	2.0
PAYROLL TAXES	8,358.71	0.5
POSTAGE	31.89	0.0
PROFESSIONAL FEES	5,600.00	0.4
RENT	31,250.23	2.0
RENTAL OF EQUIPMENT	58,900.22	3.7
REPAIRS AND MAINTENANCE	7,052.66	0.4
TELEPHONE	12,311.98	0.8
TRAVEL	26,058.88	1.6
UTILITIES	850.27	0.1
	\$ 712,807.21	45.0
* TOTAL	\$ 712,807.21	45.0

SEE ACCOMPANYING ACCOUNTANTS' REPORT

ALEJANDRO A. CRESPO & CO.
ACCOUNTANTS
ENROLLED TO PRACTICE BEFORE I.R.S.
9260 S.W. 72ND STREET
SUITE #117
MIAMI, FLORIDA 33173

November 6, 2001

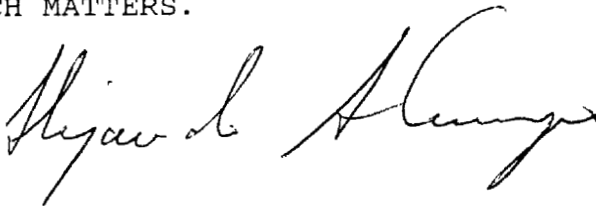
SAN JUAN INTERNATIONAL, INC.
2200 SOUTH DIXIE HIGHWAY
SUITE #704
COCONUT GROVE, FL 33133

PURSUANT TO OUR RECENT ENGAGEMENT TO PROVIDE FINANCIAL DATA FOR SAN JUAN INTERNATIONAL, INC., (A CORPORATION) WE ATTACH THE FOLLOWING BALANCE SHEET AS OF SEPTEMBER 30, 2001 AND THE RELATED STATEMENTS OF OPERATIONS AND CASH FLOWS FOR THE THREE MONTHS THEN ENDED.

THE STATEMENTS WERE PREPARED FROM THE BOOKS AND RECORDS OF SAN JUAN INTERNATIONAL, INC., ON AN ACCRUAL BASIS, IN CONFORMITY WITH RECOGNIZED FEDERAL INCOME TAX PRACTICES AND THE INTERNAL REVENUE CODE, AND ARE THE REPRESENTATION OF MANAGEMENT.

THESE FINANCIAL STATEMENTS ARE PRESENTED ON AN INTERIM BASIS AND THE END OF THE YEAR ADJUSTMENTS FOR INVENTORY, ACCOUNTS RECEIVABLE, ACCOUNTS PAYABLE AND THE PROVISION FOR INCOME TAXES, IF APPLICABLE, ARE NOT PRESENTED. THEREFORE THESE FINANCIAL STATEMENTS ARE FOR INTERNAL USE ONLY.

MANAGEMENT HAS ELECTED TO OMIT SUBSTANTIALLY ALL OF THE DISCLOSURES REQUIRED TO BE INCLUDED IN THESE FINANCIAL STATEMENTS. IF THE OMITTED DISCLOSURES WERE INCLUDED IN THE FINANCIAL STATEMENTS, THEY MIGHT INFLUENCE THE USER'S CONCLUSIONS ABOUT THE COMPANY'S FINANCIAL POSITION, RESULTS OF OPERATIONS AND CASH FLOWS. ACCORDINGLY THESE FINANCIAL STATEMENTS ARE NOT DESIGNED FOR THOSE WHO ARE NOT INFORMED ABOUT SUCH MATTERS.



ALEJANDRO A. CRESPO, EA, ATA, ABA

SAN JUAN INTERNATIONAL, INC.
(INCOME TAX BASIS)
BALANCE SHEET
SEPTEMBER 30, 2001

ASSETS

CURRENT ASSETS		
CASH	\$	(3,869.51)
ACCOUNTS RECEIVABLE		32,961.68
PREPAID EXPENSES		3,306.25
		<hr/>
TOTAL CURRENT ASSETS		\$ 32,398.42
PROPERTY AND EQUIPMENT		
FURNITURE AND FIXTURES		13,333.01
OFFICE EQUIPMENT		34,067.07
TELECOM EQUIPMENT		465,348.02
ACCUMULATED DEPRECIATION		(75,355.00)
		<hr/>
TOTAL PROPERTY AND EQUIPMENT		437,393.10
OTHER ASSETS		
DEPOSITS		200.00
		<hr/>
TOTAL OTHER ASSETS		200.00
		<hr/>
TOTAL ASSETS		<u>\$ 469,991.52</u>

SEE ACCOMPANYING ACCOUNTANTS' REPORT

SAN JUAN INTERNATIONAL, INC.
(INCOME TAX BASIS)
BALANCE SHEET
SEPTEMBER 30, 2001

LIABILITIES AND STOCKHOLDERS' EQUITY

CURRENT LIABILITIES		
NOTES PAYABLE-CURRENT	\$ 46,634.08	
ACCOUNTS PAYABLE-TRADE	58,936.03	
ACCRUED EXPENSES	39,234.95	
INCOME TAXES PAYABLE	481.00	
	<hr/>	
TOTAL CURRENT LIABILITIES		\$ 145,286.06
LONG TERM DEBT		
NOTES PAYABLE	28,000.04	
	<hr/>	
TOTAL LONG TERM DEBT		28,000.04
OTHER LIABILITIES		
LOANS FROM STOCKHOLDERS	68,360.78	
	<hr/>	
TOTAL OTHER LIABILITIES		68,360.78
STOCKHOLDERS' EQUITY		
COMMON STOCK	277,000.00	
RETAINED EARNINGS (AAA)	8,450.78	
INCOME (LOSS-) FOR PERIOD	(57,106.14)	
	<hr/>	
TOTAL STOCKHOLDERS' EQUITY		228,344.64
		<hr/>
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY		\$ 469,991.52
		<hr/> <hr/>

SEE ACCOMPANYING ACCOUNTANTS' REPORT

SAN JUAN INTERNATIONAL, INC.
(INCOME TAX BASIS)
BALANCE SHEET
SUBSIDIARY SCHEDULE
SEPTEMBER 30, 2001

CASH	
FIRST UNION	\$ (4,874.29)
FIRST UNION SWEEP ACCOUNT	1,004.78
TOTAL	<u>\$ (3,869.51)</u>
PREPAID EXPENSES	
INTEREST	\$ 3,306.25
TOTAL	<u>\$ 3,306.25</u>
NOTES PAYABLE-CURRENT	
TELPRO INTERNATIONAL, INC	\$ 46,634.08
TOTAL	<u>\$ 46,634.08</u>
ACCRUED EXPENSES	
ACCOUNTING FEES	\$ 1,800.00
COMMISSIONS	31,059.45
SALARIES	6,375.50
TOTAL	<u>\$ 39,234.95</u>
INCOME TAXES PAYABLE	
STATE (FLORIDA)	\$ 481.00
TOTAL	<u>\$ 481.00</u>
NOTES PAYABLE	
TELPRO INTERNATIONAL, INC	\$ 28,000.04
TOTAL	<u>\$ 28,000.04</u>

SEE ACCOMPANYING ACCOUNTANTS' REPORT

SAN JUAN INTERNATIONAL, INC.
(INCOME TAX BASIS)
STATEMENT OF OPERATIONS
FOR THE THREE MONTHS ENDED SEPTEMBER 30, 2001

	— Year to Date —	
	Actual	Percent
	—————	
* SALES	\$ 258,965.09	100.0
COST OF SALES		
PURCHASES	10,791.35	4.2
FREIGHT	378.59	0.1
	11,169.94	4.3
* TOTAL COST OF SALES		
* GROSS PROFIT	247,795.15	95.7
* OPERATING EXPENSES	304,952.20	117.8
	(57,157.05)	(22.1)
OTHER INCOME		
INTEREST INCOME	50.91	0.0
	50.91	0.0
* TOTAL OTHER INCOME		
* INCOME BEFORE PROVISION FOR INCOME TAXES	(57,106.14)	(22.1)
* NET INCOME	\$ (57,106.14)	(22.1)

SEE ACCOMPANYING ACCOUNTANTS' REPORT

SAN JUAN INTERNATIONAL, INC.
(INCOME TAX BASIS)
STATEMENT OF OPERATIONS
SCHEDULE OF OPERATING EXPENSES
FOR THE THREE MONTHS ENDED SEPTEMBER 30, 2001

	— Year to Date —	
	Actual Percent	
OPERATING EXPENSES		
AUTO EXPENSES	\$ 462.86	0.2
BANK CHARGES	1,488.37	0.6
COMPUTER SUPPORT & SUPPLY	560.00	0.2
CONTRACT SERVICES	136,586.78	52.7
DEPRECIATION	22,495.00	8.7
DUES AND SUBSCRIPTIONS	30.00	0.0
ENTERTAINMENT	1,040.23	0.4
INSURANCE	98.31	0.0
INSURANCE-HEALTH	3,501.00	1.4
INSURANCE-LIFE	744.00	0.3
INTEREST	395.55	0.2
LICENSES AND TAXES	1,087.00	0.4
OFFICE EXPENSES	7,321.88	2.8
OFFICE SALARIES	22,534.75	8.7
OFFICERS' SALARIES	19,375.50	7.5
PAYROLL TAXES	2,959.31	1.1
PENALTIES	99.00	0.0
POSTAGE	47.97	0.0
PROFESSIONAL FEES	525.00	0.2
RENT	16,561.28	6.4
RENTAL OF EQUIPMENT	53,021.39	20.5
REPAIRS AND MAINTENANCE	8,306.57	3.2
TELEPHONE	3,217.09	1.2
TRAVEL	2,493.36	1.0
* TOTAL	\$ 304,952.20	117.8

SEE ACCOMPANYING ACCOUNTANTS' REPORT

SAN JUAN INTERNATIONAL, INC.
(INCOME TAX BASIS)
STATEMENT OF CASH FLOWS
FOR THE THREE MONTHS ENDED SEPTEMBER 30, 2001

INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS

	<u>Year to Date</u>
CASH FLOWS FROM OPERATING ACTIVITIES:	
NET INCOME	\$ (57,106.14)
NON CASH ITEMS IN NET INCOME:	
DEPRECIATION	22,495.00
NET NON CASH ITEMS	<u>22,495.00</u>
CHANGES IN ASSETS/LIABILITIES:	
ACCOUNTS RECEIVABLE	42,147.16
PREPAID EXPENSES	(3,306.25)
DEPOSITS	(200.00)
ACCOUNTS PAYABLE	(15,800.50)
ACCRUED EXPENSES	5,325.50
INCOME TAXES PAYABLE	(1,990.00)
TOTAL ADJUSTMENTS	<u>26,175.91</u>
NET CASH FROM OPERATIONS	(8,435.23)
CASH FLOWS FROM INVESTING ACTIVITIES:	
PURCHASE OF FURNISHINGS	(8,039.15)
PURCHASE OF EQUIPMENT	(145,868.47)
NET CASH FROM INVESTING ACTIVITIES	<u>(153,907.62)</u>
CASH FLOWS FROM FINANCING ACTIVITIES:	
NET BORROWING, SHORT TERM	46,634.08
NET BORROWING, LONG TERM	28,000.04
NET BORROWING, STOCKHOLDERS	46,360.78
NET CASH USED FOR FINANCING	<u>120,994.90</u>
NET INCREASE(DECREASE) IN CASH	<u>(41,347.95)</u>
BEGINNING CASH & EQUIVALENTS	37,478.44
ENDING CASH & EQUIVALENTS	<u>\$ (3,869.51)</u>
SUPPLEMENTAL INFORMATION	
INTEREST PAID	\$ 395.55

SEE ACCOMPANYING ACCOUNTANTS' REPORT

ALEJANDRO A. CRESPO & CO.
ACCOUNTANTS
ENROLLED TO PRACTICE BEFORE I.R.S.
9260 S.W. 72ND STREET
SUITE #117
MIAMI, FLORIDA 33173

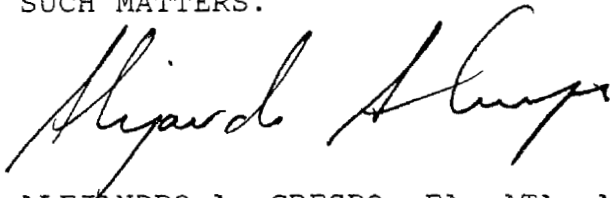
February 4, 2002

SAN JUAN INTERNATIONAL, INC.
2200 SOUTH DIXIE HIGHWAY
SUITE #704
COCONUT GROVE, FL 33133

PURSUANT TO OUR RECENT ENGAGEMENT TO PROVIDE FINANCIAL DATA FOR SAN JUAN INTERNATIONAL, INC., (A CORPORATION) WE ATTACH THE FOLLOWING BALANCE SHEET AS OF DECEMBER 31, 2001 AND THE RELATED STATEMENT OF OPERATIONS FOR THE SIX MONTHS THEN ENDED.

THE STATEMENTS WERE PREPARED FROM THE BOOKS AND RECORDS OF SAN JUAN INTERNATIONAL, INC., ON AN ACCRUAL BASIS, IN CONFORMITY WITH RECOGNIZED FEDERAL INCOME TAX PRACTICES AND THE INTERNAL REVENUE CODE, AND ARE THE REPRESENTATION OF MANAGEMENT.

MANAGEMENT HAS ELECTED TO OMIT SUBSTANTIALLY ALL OF THE DISCLOSURES REQUIRED TO BE INCLUDED IN THESE FINANCIAL STATEMENTS. IF THE OMITTED DISCLOSURES WERE INCLUDED IN THE FINANCIAL STATEMENTS, THEY MIGHT INFLUENCE THE USER'S CONCLUSIONS ABOUT THE COMPANY'S FINANCIAL POSITION, RESULTS OF OPERATIONS AND CASH FLOWS. ACCORDINGLY THESE FINANCIAL STATEMENTS ARE NOT DESIGNED FOR THOSE WHO ARE NOT INFORMED ABOUT SUCH MATTERS.



ALEJANDRO A. CRESPO, EA, ATA, ABA

Bank Activity		Ledger Activity	
Begin Bank Balance	264.36	Begin Ledger Balance	4,874.29-
Deposits from Statement	1,150,925.84	Total Debit Activity	1,150,925.84
Charges from Statement	1,151,171.81	Total Credit Activity	1,161,292.59
Ending Bank Balance	18.39	Ending Ledger Balance	15,241.04-
Outstanding Checks(-)	15,259.43	Checks not Recorded(-)	0.00
Deposits in Transit	0.00	Deposits not Recorded	0.00
Other Additions	0.00	Other Additions	0.00
Other Deductions(-)	0.00	Other Deductions(-)	0.00
Adj. Bank Balance	15,241.04-	Adj. Book Balance	15,241.04-
Unadjusted Checkbook Bal	0.00	In Balance	0.00
Correct Balance	15,241.04-		
Adjustment Needed	15,241.04-		

Reconciled through Check No.: 1536-218

Open Bank Transactions

Outstanding Checks:

196	2,511.56	SEGUNDO ACEVEDO	10/31/01
200	2,511.56	SEGUNDO ACEVEDO	11/15/01
204	2,511.56	SEGUNDO ACEVEDO	11/30/01
209	2,511.56	SEGUNDO ACEVEDO	12/14/01
214	2,511.56	SEGUNDO ACEVEDO	12/31/01
215	731.27	FABIAN BOROT	12/31/01
1530	50.00	D.R.F.	12/27/01
1531	1,052.11	MANUEL LARA	12/26/01
1532	180.00	ANACOM	12/26/01
1534	38.25	FEDERAL EXPRESS	12/27/01
1536	650.00	YIPES	12/27/01
* Total	15,259.43		

SAN JUAN INTERNATIONAL, INC.
(INCOME TAX BASIS)
BALANCE SHEET
DECEMBER 31, 2001

ASSETS

CURRENT ASSETS		
CASH	\$ (14,234.09)	
ACCOUNTS RECEIVABLE	9,463.24	
	<hr/>	
TOTAL CURRENT ASSETS		\$ (4,770.85)
PROPERTY AND EQUIPMENT		
FURNITURE AND FIXTURES	13,333.01	
OFFICE EQUIPMENT	34,067.07	
TELECOM EQUIPMENT	480,661.41	
ACCUMULATED DEPRECIATION	(97,850.00)	
	<hr/>	
TOTAL PROPERTY AND EQUIPMENT		430,211.49
OTHER ASSETS		
DEPOSITS	200.00	
	<hr/>	
TOTAL OTHER ASSETS		200.00
TOTAL ASSETS		<hr/> <hr/> \$ 425,640.64

SEE ACCOMPANYING ACCOUNTANTS' REPORT

SAN JUAN INTERNATIONAL, INC.
(INCOME TAX BASIS)
BALANCE SHEET
DECEMBER 31, 2001

LIABILITIES AND STOCKHOLDERS' EQUITY

CURRENT LIABILITIES		
NOTES PAYABLE-CURRENT	\$ 26,426.93	
ACCOUNTS PAYABLE-TRADE	73,570.15	
ACCRUED EXPENSES	32,630.45	
TOTAL CURRENT LIABILITIES		\$ 132,627.53
LONG TERM DEBT		
NOTES PAYABLE	28,000.04	
TOTAL LONG TERM DEBT		28,000.04
OTHER LIABILITIES		
LOANS FROM STOCKHOLDERS	67,231.49	
TOTAL OTHER LIABILITIES		67,231.49
STOCKHOLDERS' EQUITY		
COMMON STOCK	277,000.00	
RETAINED EARNINGS (AAA)	8,450.78	
INCOME (LOSS-) FOR PERIOD	(87,669.20)	
TOTAL STOCKHOLDERS' EQUITY		197,781.58
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY		\$ 425,640.64

SEE ACCOMPANYING ACCOUNTANTS' REPORT

SAN JUAN INTERNATIONAL, INC.
(INCOME TAX BASIS)
BALANCE SHEET
SUBSIDIARY SCHEDULE
DECEMBER 31, 2001

CASH	
FIRST UNION	\$ (15,241.04)
FIRST UNION SWEEP ACCOUNT	1,006.95
	<hr/>
TOTAL	\$ (14,234.09)
	<hr/> <hr/>
NOTES PAYABLE-CURRENT	
TELPRO INTERNATIONAL, INC	\$ 26,426.93
	<hr/>
TOTAL	\$ 26,426.93
	<hr/> <hr/>
ACCRUED EXPENSES	
ACCOUNTING FEES	\$ 575.00
COMMISSIONS	31,059.45
SALARIES	996.00
	<hr/>
TOTAL	\$ 32,630.45
	<hr/> <hr/>
NOTES PAYABLE	
TELPRO INTERNATIONAL, INC	\$ 28,000.04
	<hr/>
TOTAL	\$ 28,000.04
	<hr/> <hr/>

SEE ACCOMPANYING ACCOUNTANTS' REPORT

SAN JUAN INTERNATIONAL, INC.
(INCOME TAX BASIS)
STATEMENT OF OPERATIONS
FOR THE SIX MONTHS ENDED DECEMBER 31, 2001

	<u>Current</u>		<u>Year to Date</u>	
	Actual	Percent	Actual	Percent
* SALES	\$ 391,417.69	100.0	\$ 650,382.78	100.0
COST OF SALES				
PURCHASES	79,654.93	20.4	90,446.28	13.9
FREIGHT	354.45	0.1	733.04	0.1
* TOTAL COST OF SALES	80,009.38	20.4	91,179.32	14.0
* GROSS PROFIT	311,408.31	79.6	559,203.46	86.0
* OPERATING EXPENSES	341,983.25	87.4	646,935.45	99.5
* INCOME FROM OPERATIONS	(30,574.94)	(7.8)	(87,731.99)	(13.5)
OTHER INCOME				
INTEREST INCOME	11.88	0.0	62.79	0.0
* TOTAL OTHER INCOME	11.88	0.0	62.79	0.0
* INCOME BEFORE PROVISION FOR INCOME TAXES	(30,563.06)	(7.8)	(87,669.20)	(13.5)
* NET INCOME	\$ (30,563.06)	(7.8)	\$ (87,669.20)	(13.5)

SEE ACCOMPANYING ACCOUNTANTS' REPORT

SAN JUAN INTERNATIONAL, INC.
(INCOME TAX BASIS)
STATEMENT OF OPERATIONS
SCHEDULE OF OPERATING EXPENSES
FOR THE SIX MONTHS ENDED DECEMBER 31, 2001

	Current		Year to Date	
	Actual	Percent	Actual	Percent
OPERATING EXPENSES				
ADVERTISING	\$ 650.00	0.2	\$ 650.00	0.1
AUTO EXPENSES	757.34	0.2	1,220.20	0.2
BANK CHARGES	1,213.92	0.3	2,702.29	0.4
COMMISSIONS	4,106.06	1.0	4,106.06	0.6
COMPUTER SUPPORT & SUPPLY	574.99	0.1	1,134.99	0.2
CONTRACT SERVICES	217,038.54	55.4	353,625.32	54.4
DEPRECIATION	22,495.00	5.7	44,990.00	6.9
DONATIONS	300.00	0.1	300.00	0.0
DUES AND SUBSCRIPTIONS	0.00	0.0	30.00	0.0
ENTERTAINMENT	1,104.22	0.3	2,144.45	0.3
INSURANCE	0.00	0.0	98.31	0.0
INSURANCE-HEALTH	1,578.85	0.4	5,079.85	0.8
INSURANCE-LIFE	744.00	0.2	1,488.00	0.2
INTEREST	1,234.46	0.3	1,630.01	0.3
LICENSES AND TAXES	148.50	0.0	1,235.50	0.2
OFFICE EXPENSES	4,667.07	1.2	11,988.95	1.8
OFFICE SALARIES	20,397.90	5.2	42,932.65	6.6
OFFICERS' SALARIES	19,970.50	5.1	39,346.00	6.0
PAYROLL TAXES	3,573.39	0.9	6,532.70	1.0
PENALTIES	0.00	0.0	99.00	0.0
POSTAGE	0.00	0.0	47.97	0.0
PROFESSIONAL FEES	575.00	0.1	1,100.00	0.2
RENT	9,778.50	2.5	26,339.78	4.0
RENTAL OF EQUIPMENT	20,646.42	5.3	73,667.81	11.3
REPAIRS AND MAINTENANCE	2,233.60	0.6	10,540.17	1.6
TELEPHONE	5,295.80	1.4	8,512.89	1.3
TRAVEL	2,899.19	0.7	5,392.55	0.8
* TOTAL	341,983.25	87.4	646,935.45	99.5

SEE ACCOMPANYING ACCOUNTANTS' REPORT



Commercial Checking

01 2090002445684 036 140 27 44 96,566 _____



SAN JUAN INTERNATIONAL, INC
D/B/A/ CHANCE TELECOM
2200 S DIXIE HIGHWAY
SUITE 704
COCONUT GROVE FL 33133

CB

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Commercial Checking

1/01/2002 thru 1/31/2002

Account number: 2090002445684
Account holder(s): SAN JUAN INTERNATIONAL, INC
D/B/A/ CHANCE TELECOM

Taxpayer ID Number: 650996137

Account Summary

Opening balance 1/01	\$18.39
Deposits and other credits	589,202.03 +
Checks	23,318.93 -
Other withdrawals and service fees	520,884.96 -
Closing balance 1/31	\$45,016.53

Deposits and Other Credits

Date	Amount	Description
1/02	71,000.99	CAPITAL MARKETS/INVESTMENT ACTIVITY 01-02 077906141 SWPCP BUY CUSTOMER 000080047
1/03	70,000.54	CAPITAL MARKETS/INVESTMENT ACTIVITY 01-03 077920475 SWPCP BUY CUSTOMER 000080047
1/04	69,000.48	CAPITAL MARKETS/INVESTMENT ACTIVITY 01-04 077935522 SWPCP BUY CUSTOMER 000080047
1/07	69,001.44	CAPITAL MARKETS/INVESTMENT ACTIVITY 01-07 077945824 SWPCP BUY CUSTOMER 000080047
1/08	31,000.22	CAPITAL MARKETS/INVESTMENT ACTIVITY 01-08 077967367 SWPCP BUY CUSTOMER 000080047
1/09	559.34	FUNDS TRANSFER (ADVICE 020109001831) RCVD FROM CORESTATES INTL /BANCO CUSCATLAN ORG = IGNACIO PRADA SAN JOSE COSTA RICA RFB = CUSCR02-119 OBI = REF = 0201081590002042 01/09/02 05:49AM
1/09	25,830.90	FUNDS TRANSFER (ADVICE 020109029058) RCVD FROM PNC NATL BK OF NJ/PNC BANK NEW J ORG = ITXC CORP RFB = 020109021446 OBI = DEC 16-31 TERMINATIO REF = 020109021446 01/09/02 04:07PM
1/10	6,733.82	AUTOMATED CREDIT IDT TELECOM LLC PAYMENTS CO. ID. 1522304573 020110 CCD MISC CHANCE TELECOM

Deposits and Other Credits continued on next page.



Commercial Checking

02

2090002445684 036 140

27 44

96,567

Deposits and Other Credits *continued*

Date	Amount	Description
1/10	31,000.22	CAPITAL MARKETS/INVESTMENT ACTIVITY ✓ 01-10 077996282 SWPCP BUY CUSTOMER 000080047
1/11	30,000.21	CAPITAL MARKETS/INVESTMENT ACTIVITY ✓ 01-11 078011471 SWPCP BUY CUSTOMER 000080047
1/14	30,000.63	CAPITAL MARKETS/INVESTMENT ACTIVITY ✓ 01-14 078026537 SWPCP BUY CUSTOMER 000080047
1/15	18,073.00	FUNDS TRANSFER (ADVICE 020115034527) RCVD FROM INTERCREDIT BANK /INTERCREDIT BANK ORG = ECUADORTELECOM S.A. RFB = 98021673 OBI = REF = 98021673 01/15/02 03:54PM
1/16	31,000.22	CAPITAL MARKETS/INVESTMENT ACTIVITY ✓ 01-16 078051918 SWPCP BUY CUSTOMER 000080047
1/18	2,362.96	AUTOMATED CREDIT IDT TELECOM LLC PAYMENTS ✓ CO. ID. 1522304573 020118 CCD MISC CHANCE TELECOM
1/22	454.00	DEPOSIT ✓
1/22	27,155.65	FUNDS TRANSFER (ADVICE 020122040578) RCVD FROM PNC NATL BK OF NJ/PNC BANK NEW JER ORG = ITXC CORP RFB = 020122032725 OBI = JAN 1-15 TERMINATION REF = 020122032725 01/22/02 05:41PM
1/23	57,794.49	FUNDS TRANSFER (ADVICE 020123016694) ✓ RCVD FROM NATIONSBANK RICHM/ ORG = PRIMUS TELECOMMUNICATIONS INC RFB = 20020123001687N OBI = INVOICE CHANCE 232 REF = 020123015417 01/23/02 12:41PM
1/25	866.00	DEPOSIT ✓
1/25	1,277.88	AUTOMATED CREDIT IDT TELECOM LLC PAYMENTS ✓ CO. ID. 1522304573 020125 CCD MISC CHANCE TELECOM
1/25	5,448.40	DEPOSIT ✓
1/30	521.98	DEPOSIT ✓
1/31	10,118.66	AUTOMATED CREDIT IDT TELECOM LLC PAYMENTS ✓ CO. ID. 1522304573 020131 CCD MISC CHANCE TELECOM

Total \$589,202.03



Commercial Checking

03 2090002445684 036 140 27 44 96,568

Checks

Number	Amount	Date	Number	Amount	Date	Number	Amount	Date
0215	731.27	1/03	1537	2,449.50	1/09	1547	6,763.00	1/14
0220*	743.56	1/22	1538	1,881.75	1/15	1548	3,500.00	1/22
0221	132.98	1/16	1539	312.51	1/10	1549	9.09	1/28
0222	1,475.18	1/16	1540	3.86	1/11	1550	1,027.46	1/28
0223	264.37	1/17	1541	121.39	1/14	1551	650.00	1/30
1530*	50.00	1/02	1542	23.47	1/14	1552	215.00	1/28
1532*	180.00	1/14	1543	1.05	1/16	1556*	313.18	1/29
1534*	38.25	1/02	1544	186.19	1/14	Total	\$23,318.93	
1535	378.73	1/04	1545	100.00	1/10			
1536	650.00	1/07	1546	1,117.14	1/09			

* Indicates a break in check number sequence

Other Withdrawals and Service Fees

Date	Amount	Description
1/02	108.00	AUTOMATED DEBIT FOUNDATION HLTH INDIVIDUAL CO. ID. 3650453436 020102 PPD MISC 595930128
1/02	118.00	AUTOMATED DEBIT FOUNDATION HLTH INDIVIDUAL CO. ID. 3650453436 020102 PPD MISC 261378484
1/02	201.50	WITHDRAWAL CITIBANK 76505 01/01 2 MOTT STREET NY NY 2018N194524
1/02	70,000.00	SWEEP INVESTMENT TRANSFER
1/03	260.00	AUTOMATED DEBIT BC/BS OF FLORIDA BC/BS PREM CO. ID. 0000000100 020103 PPD MISC 331PE2594793103
1/03	69,000.00	SWEEP INVESTMENT TRANSFER
1/04	25.79	PURCHASE EXXONMOBIL91 0471 01/02 4828800166502 NEWARK DE 2018V378000
1/04	69,000.00	SWEEP INVESTMENT TRANSFER
1/07	10.94	PURCHASE SHELL NO.539831000 01/03 4828800166502 DILLON SC 2018V062510
1/07	23.45	PURCHASE AMOCO 0801 01/03 4828800166502 BATTLEBORO NC 2018V799003
1/07	23.89	PURCHASE TEXACO INC 2404922 01/03 4828800166502 JACKSONVILLE FL 2018V000802
1/07	29.85	PURCHASE J2 *EFAX PLUS SERV 01/05 4828800166502 323-817-3205 CA 2018Z000824
1/07	64.31	PURCHASE HAMPTON INNS 01/04 4828800166502 PALM COAST FL 2018V212050
1/07	69.99	PURCHASE STARBAND 01/04 4828800166502 800-478-2722 VA 2018Z115279

391107
cancellation #
3/14/02

Other Withdrawals and Service Fees continued on next page.

Other Withdrawals and Service Fees *continued*

Date	Amount	Description
1/07	2,800.00	FUNDS TRANSFER (ADVICE 020107024451) SENT TO PACIFIC NATIONAL / BNF = JULIO TERAN NARANJO OBI = REF:NEW SITE RFB = 01/07/02 03:09PM
1/07	12,816.30	FUNDS TRANSFER (ADVICE 020107024306) SENT TO OCEAN BANK / BNF = NEXTE TELECOM,INC OBI = REF:ENERSTO GARCIA RFB = 01/07/02 02:42PM
1/07	20,939.02	FUNDS TRANSFER (ADVICE 020107024589) SENT TO PACIFIC NATIONAL / BNF = RICHARD CELI NUNEZ OBI = REF:DECEMBER 1ST THUR 15TH 2001 RFB = 01/07/02 02:43PM
1/07	31,000.00	SWEEP INVESTMENT TRANSFER
1/08	5,829.18	FUNDS TRANSFER (ADVICE 020108017143) SENT TO APPLE BANK FOR SA/ BNF = INTEGRATED TECHNOLOGIES OBI = REF 50% UPTO DEC 31ST RFB = 01/08/02 01:07PM
1/08	8,000.00	FUNDS TRANSFER (ADVICE 020108017607) SENT TO OCEAN BANK / BNF = TELPAN COMMUNICATIONS CORP OBI = RFB = 01/08/02 01:12PM
1/08	8,000.00	FUNDS TRANSFER (ADVICE 020108017530) SENT TO PACIFIC NATIONAL / BNF = JULIO TERAN NARANJO OBI = REF: 50% FOR DEC 1 THRU DEC 15 RFB = 01/08/02 01:27PM
1/09	29.41	PURCHASE TEXACO INC 9100218 01/07 4828800166502 MIAMI FL 2018V000949
1/09	307.00	PURCHASE LANCHILE AIR045724 01/07 4828800166653 800-735-5526 FL 3019V230900
1/09	559.00	PURCHASE LANCHILE AIR045724 01/07 4828800166653 800-735-5526 FL 3019V230900
1/09	31,000.00	SWEEP INVESTMENT TRANSFER
1/10	82.61	AUTOMATED DEBIT PAYCHEX EIB INVOICE CO. ID. 9000000040 020110 CCD MISC X07462800006820
1/10	487.43	COMMERCIAL SERVICE CHARGES FOR DECEMBER 2001
1/10	6,655.64	FUNDS TRANSFER (ADVICE 020110020740) SENT TO PACIFIC NATIONAL / BNF = JULIO TARAN NARANJO OBI = REF DECEMBER 1ST THRU 15TH 100 RFB = 01/10/02 01:38PM
1/10	30,000.00	SWEEP INVESTMENT TRANSFER
1/11	30,000.00	SWEEP INVESTMENT TRANSFER

Other Withdrawals and Service Fees continued on next page.



Commercial Checking

06

2090002445684 036 140

27 44

96,571

Other Withdrawals and Service Fees *continued*

Date	Amount	Description
1/24	20,524.00	FUNDS TRANSFER (ADVICE 020124008107) SENT TO PACIFIC NATIONAL / BNF = JULIO TERAN NARANJO OBI = REF: DEC.16TH - 31ST RFB = 01/24/02 10:58AM
1/24	26,924.74	FUNDS TRANSFER (ADVICE 020124007968) SENT TO PACIFIC NATIONAL / BNF = RICHARD CELI NUNEZ OBI = REF: DEC.16TH -31ST RFB = 01/24/02 10:25AM
1/25	2,403.95	FUNDS TRANSFER (ADVICE 020125011760) SENT TO BANK OF AMERICA N/ BNF = TELINTEL LIMITED LTD OBI = RFB = 01/25/02 10:59AM
1/28	51.88	PURCHASE MOON THAI & JAPANE 01/24 4828800166502 CORAL GABLES FL 2018V123129
1/28	1,244.16	FUNDS TRANSFER (ADVICE 020128026338) SENT TO APPLE BANK FOR SA/ BNF = INTERGRATED TECHNOLOGIES INC OBI = JANUARY 1-15 2002 RFB = 01/28/02 03:11PM
1/28	6,049.16	FUNDS TRANSFER (ADVICE 020128026510) SENT TO OCEAN BANK / BNF = NEXTE TELECOM INC OBI = RFB = 01/28/02 03:11PM
1/29	79.85	PURCHASE BARNES & NOBLE #27 01/27 4828800166502 CORAL GABLES FL 2018V404316
1/29	111.00	PURCHASE TROPICAL CHINESE R 01/27 4828800166502 MIAMI FL 2018V900202
1/30	4,533.84	AUTOMATED DEBIT TELPRO INT'L NOTE PAY CO. ID. 0080202357 020130 CCD MISC 65-0996137
1/31	332.20	PURCHASE WWW.BIDPAY.COM 01/30 4828800166502 800-350-5952 NY 2018Z004069
1/31	2,007.91	AUTOMATED DEBIT PAYCHEX TPS TAXES CO. ID. 1161124166 020131 CCD MISC 00615025 7890
1/31	2,151.45	INTL FUNDS TRANSFER (ADVICE 020131009278) SENT TO JPMORGAN CHASE BA/BANCO CONTINENTAL BNF = ALEYDA ESTHER PI RFB = AMT = 2151.45 CUR = USD RATE = REF = 01/31/02 10:17AM
Total	\$520,884.96	



Commercial Checking

05 2090002445684 036 140 27 44 96,570 _____

Other Withdrawals and Service Fees *continued*

Date	Amount	Description
1/15	15.99	PURCHASE STAMPS.COM 01/14 4828800166502 STAMPS.COM CA 2018Z004083
1/15	56.68	PURCHASE BellSouth Internet 01/14 4828800166502 800-436-8638 GA 2018Z000167
1/15	1,900.89	AUTOMATED DEBIT PAYCHEX TPS TAXES CO. ID. 1161124166 020115 CCD MISC 00615025 7827
1/15	5,829.18	FUNDS TRANSFER (ADVICE 020115005686) SENT TO APPLE BANK FOR SA/ BNF = INTERGRADED TECHNOLOGIES OBI = RE:DEC 16 THUR 31 100% RFB = 01/15/02 09:16AM
1/15	31,000.00	SWEEP INVESTMENT TRANSFER
1/16	2,280.00	FUNDS TRANSFER (ADVICE 020116011730) SENT TO BANCO POPULAR NOR/ BNF = INTL TELEPHONE NETWORKS OBI = RFB = 01/16/02 11:24AM
1/16	2,300.00	FUNDS TRANSFER (ADVICE 020116025201) SENT TO COMMERCE BANK, NA/COMMERCE BANK SHO BNF = QUINTUM TECHNOLOGIES INC OBI = RFB = 01/16/02 03:10PM
1/16	2,700.00	FUNDS TRANSFER (ADVICE 020116011508) SENT TO OCEAN BANK / BNF = MIAMI TELESITE, LLC OBI = RFB = 01/16/02 11:23AM
1/16	7,250.00	FUNDS TRANSFER (ADVICE 020116011621) SENT TO PACIFIC NATIONAL / BNF = JULIO TERAN NARANJO OBI = RFB = 01/16/02 11:28AM
1/18	100.00	AUTOMATED DEBIT EQUITABLE LIFE INS. CO. ID. 9413799001 020118 PPD MISC 151211888
1/18	148.00	AUTOMATED DEBIT EQUITABLE LIFE INS. CO. ID. 9413799001 020118 PPD MISC 151211861
1/22	21.65	PURCHASE RAPID CAR WASH 01/20 4828800166502 MIAMI FL 2018V181454
1/22	23.93	PURCHASE CITGO7038 PEREZ AU 01/20 4828800166502 MIAMI FL 2018V158543
1/24	3,403.19	FUNDS TRANSFER (ADVICE 020124008045) SENT TO PACIFIC NATIONAL / BNF = RAFAEL ECHEVERRIA PENA OBI = REF: DEC.16TH - 31ST RFB = 01/24/02 10:26AM

Other Withdrawals and Service Fees continued on next page.



Commercial Checking

07

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96,572

Daily Balance Summary

<u>Dates</u>	<u>Amount</u>	<u>Dates</u>	<u>Amount</u>	<u>Dates</u>	<u>Amount</u>
1/02	503.63	1/11	873.98	1/23	98,815.67
1/03	512.90	1/14	23,600.56	1/24	47,963.74
1/04	108.86	1/15	989.07	1/25	53,152.07
1/07	682.55	1/16	15,850.08	1/28	44,555.32
1/08	9,853.59	1/17	15,585.71	1/29	44,051.29
1/09	781.78	1/18	17,700.67	1/30	39,389.43
1/10	877.63	1/22	41,021.18	1/31	45,016.53



Commercial Checking

08

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96,573

Customer Service Information

For questions about your statement or billing errors, contact us at:

Phone number

Address

Business Checking, CheckCard & Loan Accounts
Commercial Checking & Loan Accounts
TDD (For the Hearing Impaired)

1-800-566-3862
1-800-222-3862
1-800-388-2234

FIRST UNION NATIONAL BANK
P.O. BOX 2870
JACKSONVILLE FL 32231

To Balance Your Account

<p>1. Compare your account register to your account statement for unrecorded transactions (such as ATM, CheckCard, interest earned, fees, etc.) Your new account register total should match the adjusted balance in line 6 below.</p> <p>_____ 2. Write in the closing balance shown on the front of account statement.</p> <p>_____ 3. Write in any deposits you have made since the date of this statement.</p> <p>_____</p> <p>_____</p> <p>_____ 4. Add together amounts listed above in steps 2 and 3.</p> <p>_____ 5. In the section to the right, list and total all checks and withdrawals that you have made that are not reported on your account statement. Write in the total here.</p> <p>_____ 6. Subtract the amount in line 5 from the amount in line 4. This is your adjusted balance and should match the balance in Step 1 above.</p>	List Outstanding Checks and Withdrawals			
	Ck. No.	Amount	Ck. No.	Amount
			Total	

In Case of Errors or Questions About Your Electronic Transfers: Telephone us at 1-800-222-3862 or write to us at FIRST UNION, POST OFFICE BOX 563966, CHARLOTTE NC 28256-3966, as soon as you can, if you think your statement or receipt is wrong or if you need more information about a transfer on the statement or receipt. We must hear from you no later than 60 days after we sent you the FIRST statement on which the error or problem appeared.

1. Tell us your name and account number (if any).
 2. Describe the error or the transfer you are unsure about, and explain as clearly as you can why you believe there is an error or why you need more information.
 3. Tell us the dollar amount of the suspected error.
- We will investigate your complaint and will correct any error promptly. If we take more than 10 business days to do this, we will credit your account for the amount you think is in error. You will have use of the money during the time it takes us to complete our investigation.



Commercial Checking

02 2090002445684 036 140 30 44 96,575

Deposits and Other Credits *continued*

Date	Amount	Description
2/26	36,805.23	FUNDS TRANSFER (ADVICE 020226025759) RCVD FROM PNC NATL BK OF NJ/PNC BANK NEW JER ORG = ITXC CORP RFB = 020226017809 OBI = FEB 1-15 TERMINATION REF = 020226017809 02/26/02 03:34PM

Total \$149,829.36

Checks

Number	Amount	Date	Number	Amount	Date	Number	Amount	Date
0225	808.53	2/05	1555	4,224.00	2/04	1568	48.95	2/19
0226	271.51	2/01	1557*	247.50	2/05	1569	11.36	2/19
0227	1,475.18	2/01	1558	1,700.00	2/04	1570	7,085.00	2/19
0228	408.56	2/05	1559	1,000.00	2/06	1571	1,000.00	2/15
0230*	743.56	2/25	1560	122.16	2/19	1572	2,700.00	2/15
0231	293.67	2/15	1561	13.38	2/11	1573	852.08	2/20
0232	1,475.18	2/15	1562	5,141.92	2/05	1576*	3.86	2/25
0233	400.08	2/19	1563	2,449.50	2/11	1578*	600.00	2/25
0564*	315.41	2/11	1565*	1,000.00	2/15	Total	\$37,464.12	
1553*	42.32	2/05	1566	950.00	2/11			
1554	25.49	2/04	1567	2,054.92	2/14			

* Indicates a break in check number sequence

Other Withdrawals and Service Fees

Date	Amount	Description
2/01	108.00	AUTOMATED DEBIT FOUNDATION HLTH INDIVIDUAL CO. ID. 3650453436 020201 PPD MISC 595930128
2/01	118.00	AUTOMATED DEBIT FOUNDATION HLTH INDIVIDUAL CO. ID. 3650453436 020201 PPD MISC 261378484
2/04	212.99	PURCHASE BEST BUY 0000 02/02 4828800166502 MIAMI FL 2018V295557
2/04	260.00	AUTOMATED DEBIT BC/BS OF FLORIDA BC/BS PREM CO. ID. 0000000100 020204 PPD MISC 331PH3594793103
2/06	8,100.00	FUNDS TRANSFER (ADVICE 020206015764) SENT TO BANK OF AMERICA N/ BNF = TELINTEL LTD OBI = RFB = 02/06/02 12:42PM
2/07	3,000.00	FUNDS TRANSFER (ADVICE 020207030425) SENT TO APPLE BANK FOR SA/ BNF = INTEGRATED TECHNOLOGIES OBI = 1/15/02-1/31/02 RFB = 02/07/02 04:54PM

Other Withdrawals and Service Fees continued on next page.



Commercial Checking

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96,576

Other Withdrawals and Service Fees *continued*

Date	Amount	Description
2/07	7,417.58	FUNDS TRANSFER (ADVICE 020207030281) SENT TO PACIFIC NATIONAL / BNF = JULIO TERAN NARANJO OBI = 1/1/02-1/15/02 RFB = 02/07/02 05:36PM
2/07	28,825.60	FUNDS TRANSFER (ADVICE 020207030073) SENT TO PACIFIC NATIONAL / BNF = RICHARD CELI NUNEZ OBI = 1/1/02-1/15/02 RFB = 02/07/02 04:53PM
2/08	31.03	PURCHASE AU BON PAIN 02/07 4828800166502 MIAMI FL 2018V000484
2/11	25.00	PURCHASE SUNPASS 02/08 4828800166502 888-8655352 FL 2018V014140
2/11	128.56	AUTOMATED DEBIT PAYCHEX EIB INVOICE CO. ID. 9000000040 020211 CCD MISC X07677900007318
2/11	460.17	COMMERCIAL SERVICE CHARGES FOR JANUARY 2002
2/13	29.85	PURCHASE J2 *EFAX PLUS SERV 02/12 4828800166502 323-817-3205 CA 2018Z000292
2/14	11.19	PURCHASE DAILY BREAD #1 02/13 4828800166653 MIAMI FL 3019V204511
2/14	56.83	PURCHASE BellSouth Internet 02/13 4828800166502 800-436-8638 GA 2018Z000330
2/14	93.66	PURCHASE OFFICE DEPOT #281 02/12 4828800166653 MIAMI FL 3019V409694
2/15	15.99	PURCHASE STAMPS.COM 02/14 4828800166502 STAMPS.COM CA 2018Z004090
2/15	30.00	PURCHASE PBI*POSTAGE METER 02/14 4828800166502 800-640-7058 CT 2018Z000369
2/15	1,884.82	AUTOMATED DEBIT PAYCHEX TPS TAXES CO. ID. 1161124166 020215 CCD MISC 00615025 7953
2/15	6,791.00	FUNDS TRANSFER (ADVICE 020215030669) SENT TO OCEAN BANK / BNF = TELPAN COMMUNICATIONS OBI = FOR FEBRUARY BILLING RFB = 02/15/02 02:48PM
2/19	150.00	PURCHASE BED BATH & BEYOND 02/16 4828800166502 MIAMI FL 2018V554000
2/19	9,104.87	FUNDS TRANSFER (ADVICE 020219032994) SENT TO BANK OF AMERICA N/ BNF = TELINTEL LTD OBI = UPTO JAN 27, 2002 RFB = 02/19/02 03:14PM
2/21	9.53	PURCHASE MAIL BOX ETC. #279 02/19 4828800166653 1111111111 FL 3019V251050

Other Withdrawals and Service Fees continued on next page.



Commercial Checking

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96,577

Other Withdrawals and Service Fees *continued*

Date	Amount	Description
2/21	100.00	AUTOMATED DEBIT EQUITABLE LIFE INS. CO. ID. 9413799001 020221 PPD MISC 151211888
2/21	122.70	PURCHASE OFFICE DEPOT # 281 02/19 4828800166653 MIAMI FL 3019V412220
2/21	148.00	AUTOMATED DEBIT EQUITABLE LIFE INS. CO. ID. 9413799001 020221 PPD MISC 151211861
2/21	3,184.10	FUNDS TRANSFER (ADVICE 020221024025) SENT TO APPLE BANK FOR SA/ BNF = INTERGRATED TECHNOLOGIES INC OBI = JAN 16-31,2002 RFB = 02/21/02 02:35PM
2/21	6,416.37	FUNDS TRANSFER (ADVICE 020221024430) SENT TO PACIFIC NATIONAL / BNF = JULIO TERAN NARANJO OBI = JAN 16-31,2002 RFB = 02/21/02 03:20PM
2/21	23,984.00	FUNDS TRANSFER (ADVICE 020221024258) SENT TO PACIFIC NATIONAL / BNF = RICHARD CELI NUNEZ OBI = JAN 16-31,2002 RFB = 02/21/02 02:36PM
2/25	34.72	PURCHASE THE HOME DEPOT 277 02/21 4828800166502 MIAMI FL 2018V010173
2/26	65.11	PURCHASE MACARONI GR1320000 02/24 4828800166502 MIAMI FL 2018V228180
2/26	69.99	PURCHASE STARBAND 02/25 4828800166502 800-478-2722 VA 2018Z291152
2/28	2,266.92	AUTOMATED DEBIT TELPRO INT'L NOTE PAY CO. ID. 0080202357 020228 CCD MISC 65-0996137
2/28	3,162.35	AUTOMATED DEBIT PAYCHEX TPS TAXES CO. ID. 1161124166 020228 CCD MISC 00615025 8009
2/28	11,439.51	FUNDS TRANSFER (ADVICE 020228026208) SENT TO PACIFIC NATIONAL / BNF = JULIO TARAN NARANJO OBI = REF: FEB 1-15, 2002 RFB = 02/28/02 01:46PM

Total \$117,858.44

Daily Balance Summary

Dates	Amount	Dates	Amount	Dates	Amount
2/01	84,854.75	2/07	31,492.32	2/14	25,512.78
2/04	78,432.27	2/08	31,461.29	2/15	46,371.27
2/05	71,783.44	2/11	27,119.27	2/19	49,403.37
2/06	70,735.50	2/13	27,089.42	2/20	48,551.29

Daily Balance Summary continued on next page



Commercial Checking

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SAN JUAN INTERNATIONAL, INC
D/B/A/ CHANCE TELECOM
2200 S DIXIE HIGHWAY
SUITE 704
COCONUT GROVE FL 33133

CB

3/01/2002 thru 3/29/2002

Commercial Checking

Account number: 2090002445684
Account holder(s): SAN JUAN INTERNATIONAL, INC
D/B/A/ CHANCE TELECOM

Taxpayer ID Number: 650996137

Account Summary

Opening balance 3/01	\$39,523.33
Deposits and other credits	204,449.36 +
Checks	74,439.39 -
Other withdrawals and service fees	83,104.96 -
Closing balance 3/29	\$86,428.34

Deposits and Other Credits

Date	Amount	Description
3/01	2,775.00	DEPOSIT
3/01	9,586.38	AUTOMATED CREDIT IDT TELECOM LLC PAYMENTS CO. ID. 1522304573 020301 CCD MISC CHANCE TELECOM
3/06	33,676.39	FUNDS TRANSFER (ADVICE 020306028809) RCVD FROM NATIONSBANK RICHM/ ORG = PRIMUS TELECOMMUNICATIONS INC RFB = 20020306003275N OBI = INVOICE CHANCE 260 REF = 020306029653 03/06/02 04:06PM
3/08	262.50	DEPOSIT
3/08	8,424.36	AUTOMATED CREDIT IDT TELECOM LLC PAYMENTS CO. ID. 1522304573 020308 CCD MISC CHANCE TELECOM
3/13	17,383.90	FUNDS TRANSFER (ADVICE 020313018547) RCVD FROM PNC NATL BK OF NJ/PNC BANK NEW JER ORG = ITXC CORP RFB = 020313012862 OBI = FEB 16-28 TERMINATIO REF = 020313012862 03/13/02 01:31PM
3/14	987.00	FUNDS TRANSFER (ADVICE 020314001489) RCVD FROM FIRST UNION NATIO/BANCO DEL PACIFI ORG = LATINET RAMTELECOM ATAHUALPA 346 NU RFB = 0500CAM020313223 OBI = /RFB/CUSTOMER DEPOSI REF = 0203132351000347 03/14/02 05:15AM
3/14	26,949.38	FUNDS TRANSFER (ADVICE 020314028769) RCVD FROM NATIONSBANK RICHM/ ORG = PRIMUS TELECOMMUNICATIONS INC RFB = 20020314003134N OBI = INVOICE CHANCE 265 REF = 020314029114 03/14/02 03:49PM

Deposits and Other Credits continued on next page.



Commercial Checking

02

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29,137

Deposits and Other Credits *continued*

Date	Amount	Description
3/15	17,617.12	DEPOSIT
3/18	202.31	FUNDS TRANSFER (ADVICE 020318025306) RCVD FROM BANK OF NEW YORK,/BANCO ATLANTICO ORG = CHANCE TELECOM RFB = FTJ0203181102344 OBI = REF = FTJ0203181102344 03/18/02 03:04PM
3/18	643.17	FUNDS TRANSFER (ADVICE 020318001885) RCVD FROM FIRST UNION NATIO/BANCO CUSCATLAN ORG = IGNACIO PRADA SAN JOSE, COSTA RICA RFB = CUSCR02-1551 OBI = REF = 0203170001002214 03/18/02 05:44AM
3/18	4,167.01	AUTOMATED CREDIT IDT TELECOM LLC PAYMENTS CO. ID. 1522304573 020318 CCD MISC CHANCE TELECOM
3/22	4,234.70	AUTOMATED CREDIT IDT TELECOM LLC PAYMENTS CO. ID. 1522304573 020322 CCD MISC CHANCE TELECOM
3/25	873.61	DEPOSIT
3/25	13,227.82	FUNDS TRANSFER (ADVICE 020325008228) RCVD FROM AMERICAN EXPRESS /BANCO DEL PACIFI ORG = RAM TELECOM RFB = 0500CAM020322098 OBI = /RFB/REEMBOLSO DE GA REF = 020322021609 03/25/02 10:15AM
3/26	11,301.68	FUNDS TRANSFER (ADVICE 020326028295) RCVD FROM NATIONSBANK RICHM/ ORG = PRIMUS TELECOMMUNICATIONS INC RFB = 20020326003346N OBI = INVOICE CHANCE 325 REF = 020326028164 03/26/02 03:40PM
3/27	925.50	DEPOSIT
3/27	20,581.82	AUTOMATED CREDIT IDT TELECOM LLC PAYMENTS CO. ID. 1522304573 020327 CCD MISC CHANCE TELECOM
3/28	30,629.71	FUNDS TRANSFER (ADVICE 020328008498) RCVD FROM PNC NATL BK OF NJ/PNC BANK NEW JER ORG = ITXC CORP RFB = 020328005071 OBI = MARCH 1-15 TERMINATI REF = 020328005071 03/28/02 09:44AM

Total \$204,449.36

Checks

Number	Amount	Date	Number	Amount	Date	Number	Amount	Date
0235	277.05	3/01	0239	1,972.75	3/01	0244	400.08	3/18
0236	1,475.18	3/01	0241*	743.56	3/21	0245	1,157.35	3/15
0237	366.16	3/04	0242	486.67	3/15	0246	1,972.75	3/19
0238	1,157.35	3/01	0243	1,475.18	3/15	0249*	354.62	3/29

* Indicates a break in check number sequence

Checks continued on next page



Commercial Checking

03

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29,138

Checks continued

Number	Amount	Date	Number	Amount	Date	Number	Amount	Date
0250	1,475.18	3/29	1594*	6,300.00	3/06	1610	450.00	3/19
1575*	150.00	3/11	1595	1,000.00	3/04	1611	2,000.00	3/21
1577*	28.35	3/04	1596	44.50	3/11	1612	7,110.78	3/22
1579*	22.50	3/04	1597	44.40	3/11	1613	1,027.46	3/18
1580	0.62	3/04	1598	678.59	3/07	1614	18.13	3/20
1581	133.00	3/18	1599	454.78	3/11	1615	95.10	3/22
1583*	122.00	3/18	1600	2,449.50	3/12	1616	3.88	3/22
1585*	650.00	3/06	1601	28.78	3/13	1617	1,096.84	3/20
1586	1,000.00	3/07	1602	1,027.46	3/11	1618	6,870.48	3/22
1587	2,000.00	3/06	1603	7,543.00	3/13	1620*	1,631.33	3/20
1588	34.66	3/06	1604	134.16	3/15	1621	3,040.00	3/21
1589	2,775.00	3/01	1605	24.13	3/18	1624*	17.10	3/27
1590	5,757.30	3/08	1606	215.20	3/15			
1591	27.04	3/06	1607	852.09	3/18			
1592	1,800.00	3/06	1609*	2,467.35	3/19			
						Total	\$74,439.39	

* Indicates a break in check number sequence

Other Withdrawals and Service Fees

Date	Amount	Description
3/01	108.00	AUTOMATED DEBIT FOUNDATION HLTH INDIVIDUAL CO. ID. 3650453436 020301 PPD MISC 595930128
3/01	118.00	AUTOMATED DEBIT FOUNDATION HLTH INDIVIDUAL CO. ID. 3650453436 020301 PPD MISC 261378484
3/01	741.97	PURCHASE AMAZON.COM *SUPER 03/01 4828800166502 800-201-7575 WA 2018V260009
3/04	17.30	PURCHASE UHAUL GREATER 0078 02/27 4828800166502 MIAMI FL 2018V296457
3/04	144.05	PURCHASE OFFICE DEPOT # 281 03/01 4828800166653 MIAMI FL 3019V264156
3/04	269.00	AUTOMATED DEBIT BC/BS OF FLORIDA BC/BS PREM CO. ID. 0000000100 020304 PPD MISC 331PH3594793103
3/06	29.85	PURCHASE J2 *EFAX PLUS SERV 03/06 4828800166502 323-817-3205 CA 2018Z290001
3/06	69.99	PURCHASE STARBAND 03/05 4828800166502 800-478-2722 VA 2018Z291152
3/06	162.00	PURCHASE CYBERNET 03/04 4828800166502 734-668-2567 MI 2018V237200
3/07	212.99	PURCHASE COMPUSA #615 03/06 4828800166502 MIAMI FL 2018V254170

Other Withdrawals and Service Fees continued on next page.



Commercial Checking

04

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29,139

Other Withdrawals and Service Fees *continued*

Date	Amount	Description
3/07	1,300.01	FUNDS TRANSFER (ADVICE 020307020627) SENT TO PACIFIC NATIONAL / BNF = JULIO TERAN NARANJO OBI = REF FEB 1 THRU 15 RFB = 03/07/02 02:36PM
3/07	29,061.07	FUNDS TRANSFER (ADVICE 020307020532) SENT TO PACIFIC NATIONAL / BNF = RICHARD CELI NUNEZ REF FEB 2 THRU OBI = RFB = 03/07/02 01:43PM
3/11	25.00	PURCHASE SUNPASS 03/10 4828800166502 888-8655352 FL 2018V290141
3/11	40.00	WITHDRAWAL DORAL OFFICE 03/09 4995 NW 72ND AVEN MIAMI FL 2018F004127
3/11	92.61	AUTOMATED DEBIT PAYCHEX EIB INVOICE CO. ID. 9000000040 020311 CCD MISC X07854900017419
3/11	266.93	COMMERCIAL SERVICE CHARGES FOR FEBRUARY 2002
3/11	330.15	PURCHASE COMTEK COMPUTERS 03/09 4828800166502 MIAMI FL 2018V262069
3/11	529.62	PURCHASE F.I. COMPUTERS SYS 03/09 4828800166502 MIAMI FL 2018V260100
3/12	15.83	PURCHASE PUBLIX 03/11 134 SW 13TH ST MIAMI FL 3019H060061
3/12	25.52	PURCHASE RADIO SHACK 0019 03/10 4828800166502 MIAMI FL 2018V257433
3/13	15.99	PURCHASE STAMPS.COM 03/12 4828800166502 STAMPS.COM CA 2018Z250040
3/13	3,600.00	FUNDS TRANSFER (ADVICE 020313021818) SENT TO PACIFIC NATIONAL / BNF = JULIO TARAN NARANJO OBI = RFB = 03/13/02 02:26PM
3/14	56.83	PURCHASE BellSouth Internet 03/13 4828800166502 800-436-8638 GA 2018Z240004
3/15	50.00	PURCHASE SUNPASS 03/14 4828800166502 888-8655352 FL 2018V240141
3/15	3,695.34	AUTOMATED DEBIT PAYCHEX TPS TAXES CO. ID. 1161124166 020315 CCD MISC 00615025 8066
3/18	26.62	PURCHASE WALGREEN 0003 03/16 4828800166502 MIAMI FL 2018V261420
3/19	6.33	PURCHASE RADIO SHACK 0019 03/17 4828800166502 MIAMI FL 2018V287433
3/19	56.34	PURCHASE OFFICE DEPOT # 281 03/17 4828800166502 MIAMI FL 2018V284208
3/20	100.00	AUTOMATED DEBIT EQUITABLE LIFE INS. CO. ID. 9413799001 020320 PPD MISC 151211888

Other Withdrawals and Service Fees continued on next page.



Commercial Checking

05 2090002445684 036 142 54 44 29,140 _____

Other Withdrawals and Service Fees *continued*

Date	Amount	Description
3/20	148.00	AUTOMATED DEBIT EQUITABLE LIFE INS. CO. ID. 9413799001 020320 PPD MISC 151211861
3/20	212.00	PURCHASE M D C C WOLFSON BU 03/18 4828800166653 305-2372473 FL 3019V260217
3/20	347.88	PURCHASE GRAYBAR ELECTRIC C 03/19 4828800166502 3053250910 FL 2018V230100
3/21	1,695.32	FUNDS TRANSFER (ADVICE 020321020586) SENT TO PACIFIC NATIONAL / BNF = RAFAEL ECHEVERRIA PENA OBI = REF: FEB 16-28TH, 2002 RFB = 03/21/02 01:59PM
3/21	13,662.21	FUNDS TRANSFER (ADVICE 020321020827) SENT TO PACIFIC NATIONAL / BNF = JULIO TERAN NARANJO OBI = REF: FEB 16-28 2002 RFB = 03/21/02 02:36PM
3/21	18,602.47	FUNDS TRANSFER (ADVICE 020321020720) SENT TO PACIFIC NATIONAL / BNF = RICHARD SELI NUNEZ OBI = REF: FEB 16-28TH 2002 RFB = 03/21/02 02:00PM
3/26	1,500.00	FUNDS TRANSFER (ADVICE 020326022994) SENT TO H P EMPLOYEES FED/ BNF = JOSE L LANDIVAR OBI = 50% OF PREPAID PLATFORM RFB = 03/26/02 02:18PM
3/26	2,000.00	INTL FUNDS TRANSFER (ADVICE 020326023565) SENT TO JPMORGAN CHASE BA/BANCO CONTINENTAL BNF = ALEYDA ESTHER PI RFB = AMT = 2000.00 CUR = USD RATE = REF = 03/26/02 02:26PM
3/28	84.00	PURCHASE NASDAQ-100 OPEN 03/27 4828800166502 CORAL GABLES FL 2018V234242
3/28	381.22	PURCHASE LANCHILE AIR045725 03/26 4828800166653 800-735-5526 FL 3019V232309
3/29	3,304.52	AUTOMATED DEBIT PAYCHEX TPS TAXES CO. ID. 1161124166 020329 CCD MISC 00615025 8119

Total \$83,104.96

Daily Balance Summary

Dates	Amount	Dates	Amount	Dates	Amount
3/01	43,259.41	3/11	31,685.73	3/18	76,100.89
3/04	41,411.43	3/12	29,194.88	3/19	71,148.12
3/06	64,014.28	3/13	35,391.01	3/20	67,593.94
3/07	31,761.62	3/14	63,270.56	3/21	27,850.38
3/08	34,691.18	3/15	73,673.78	3/22	18,004.84

Daily Balance Summary continued on next page



Commercial Checking

06

2090002445684 036 142

54 44

29,141

Daily Balance Summary *continued*

<u>Dates</u>	<u>Amount</u>	<u>Dates</u>	<u>Amount</u>	<u>Dates</u>	<u>Amount</u>
3/25	32,106.27	3/27	61,398.17	3/29	86,428.34
3/26	39,907.95	3/28	91,562.66		

TITLE SHEET

FLORIDA TELECOMMUNICATIONS TARIFF

This tariff contains the description, regulations, and rates applicable to the furnishing of service and facilities for telecommunications services provided by San Juan International, Inc dba Chance Telecom with principal offices at 2200 South Dixie, Suite 704, Miami, Florida 33133 This tariff applies for services furnished within the State of Florida. This tariff is on file with the Florida Public Service Commission, and copies may be inspected during normal business hours at the Company's principal place of business.

ISSUED April 16, 2002

EFFECTIVE: _____

By:

William Chance- President
2200 South Dixie, Suite 704
Miami Shores, Florida 33133

CHECK SHEET

The sheets listed below, which are inclusive of this tariff, 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 tariff and are currently in effect as of the date of the bottom of this page.

<u>SHEET</u>	<u>REVISION</u>
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
17	Original
18	Original
19	Original

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By:

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TABLE OF CONTENTS

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SYMBOLS SHEET

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

- D - Delete or Discontinue
- I - Change Resulting In An Increase to a Customer's Bill
- M - Moved From Another Tariff Location
- N - New
- R - Change Resulting In A Reduction To A Customer's Bill
- T - Change in Text Or Regulation But No Change In A Rate Or Charge

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TARIFF FORMAT SHEETS

- A. Sheet Numbering - Sheet numbers appear in the upper right corner of the page. Sheets are numbered sequentially. However, new sheets are occasionally added to the tariff. When a new sheet is added between sheets already in effect, a decimal is added. For example, a new sheet added between sheets 14 and 15 would be 14.1.

- B. Sheet Revision Numbers - Revision numbers also appear in the upper right corner of each page. These numbers are used to determine the most current sheet version on file with the FPSC. For example, the 4th revised Sheet 14. Because of various suspension periods, deferrals, Etc., the FPSC follows in their tariff approval process, the most current sheet number on file with the Commission is not always the tariff page in effect. Consult the Check Sheet for the sheet currently in effect.

- C. Paragraph Numbering Sequence - There are nine levels of paragraph coding. Each level of coding is subservient to its next higher level:
 - 2.
 - 2.1.
 - 2.1.1.
 - 2.1.1.A.
 - 2.1.1.A.1
 - 2.1.1.A.1.(a).
 - 2.1.1.A.1.(a) I.
 - 2.1.1.A.1 (a) I. (i).
 - 2.1.1.A.1 (a) I. (i). (1).

- D. Check Sheets - When a tariff filing is made with the FPSC, an updated check sheet accompanies the tariff filing. The check sheet lists the sheets contained in the tariff, with a cross reference to the current revision number. When new pages are added, the check sheet is changed to reflect the revision. All revisions made in a given filing are designated by an asterisk (*). There will be no other symbols used on 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 tariff user should refer to the latest check sheet to find out if a particular sheet is the most current on file with the FPSC.

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SECTION 1 - TECHNICAL TERMS AND ABBREVIATIONS

Access Line - An arrangement, which connects the customer's location to the Company's network switching center.

Authorization Code - A numerical code, one or more of which are available to a customer to enable him/her to access the carrier, and which are used by the carrier both to prevent unauthorized access to its facilities and to identify the customer for billing purposes.

Company or Carrier - San Juan International, Inc dba Chance Telecom

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 tariff regulations.

Day - From 8:00 AM up to, but not including, 5:00 PM local time, Sunday through Friday.

Evening - From 5:00 PM up to, but not including, 11:00 PM local time, Sunday through Friday.

Holidays - The Company's recognized holidays are New Year's Day, Memorial Day, July 4th, Labor Day, Thanksgiving Day, and Christmas Day.

Night/Weekend - From 11:00 PM, up to, but not including, 8:00 AM Sunday through Friday, and 8:00 AM Saturday, up to, but not including, 5:00 PM Sunday.

Prepaid Account - An inventory of Telecom Units purchased in advance by the Customer, and associated with one and only one Authorization Code as contained in a specific Prepaid Calling Card.

Prepaid Calling Card - A card issued by the Company, containing an Authorization Code which identifies a specific Prepaid Account of Telecom Units, which enables calls to be processed, account activity to be logged, and balances to be maintained, on a prepayment basis.

Peak

Off Peak

Telecom Unit - A measurement of telecommunications service equivalent to one minute of usage between any two points within the State of Florida.

Telecommunications - The transmission of voice communications or, subject to the transmission capabilities of the services, the transmission of data, facsimile, signaling, metering, or other similar communications.

Underlying Carrier - The telecommunications carrier whose network facilities provide the technical capability and capacity necessary for the transmission and reception of Customer telecommunications traffic.

ISSUED April 16, 2002

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By:

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SECTION 2 - RULES AND REGULATIONS

2.1 Undertaking of the Company.

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

The Company installs, operates and maintains the communications services provided herein in accordance with the terms and conditions set forth under this tariff. 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 longer term 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 tariff.

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 tariff.

2.2.3 All facilities provided under this tariff 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 tariff 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 interexchange carrier from the Florida Public Service Commission.

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.

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EFFECTIVE: _____

By:

William Chance- President
2200 South Dixie, Suite 704
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SECTION 2 - RULES AND REGULATIONS continued

2.3 Limitations (Cont.)

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, 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, or equipment 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:

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

"A" - outage time in hours

"B" - 720 hours in month

"C" - total monthly charge for affected facility

ISSUED April 16, 2002

EFFECTIVE: _____

By:

William Chance- President
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SECTION 2 - RULES AND REGULATIONS continued

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 tariff.
- 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, remedy, or deficiency as stated in Rule 25-4.113, F.A.C., Refusal or Discontinuance of Service by Company.

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 Taxes

All state and local taxes (i. e., gross receipts tax, sales tax, municipal utilities tax) are listed as separate line items and are 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.

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By:

William Chance- President
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SECTION 3 - DESCRIPTION OF SERVICE

3.1 Timing of Calls

3.1.1 When Billing Charges Begin and End For Phone Calls

The customer's long distance usage charge is based on the actual usage of the Company's network. Usage begins when the called party picks up the received, (i.e. when 2-way communication, often referred to as "conversation time" is possible.) When the called party picks up is determined by hardware answer supervision in which the local telephone company sends a signal to the switch or the software utilizing audio tone detection. When software answer supervision is employed, up to 60 seconds of ringing is allowed before it is billed as usage of the network. A call is terminated when the calling or called party hangs up.

3.1.2 Billing Increments

The minimum call duration for billing purposes is 1 minute for a connected call and calls beyond 1 minute are billed in 1-minute increments, unless otherwise stated in this tariff.

3.1.3 Per Call Billing Charges

Billing will be rounded up to the nearest penny for each call.

3.1.4 Uncompleted Calls

There shall be no charges for uncompleted calls.

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By:

William Chance- President
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SECTION 3 - DESCRIPTION OF SERVICE continued

3.2 Calculation of Distance

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

The airline mileage between rate centers is determined by applying the formula below to the vertical and horizontal coordinates associated with the rate centers involved. The Company uses the rate centers that are produced by Bell Communications Research in the NPA-NXX V & H Coordinates Tape and Bell's NECA Tariff No. 4.

FORMULA:

The square
root of:

$$\frac{(V1 - V2)^2 + (H1 - H2)^2}{10}$$

3.3 Minimum Call Completion Rate

A customer can expect a call completion rate of not less than 90% during peak use periods for all FG D services ("1+" dialing).

3.4 Service Offerings

3.4.1 1+ Long Distance Service

Long Distance Service is offered to residential and business customers. The service permits direct dialed outbound calling at a single per minute rate. Service is provided from presubscribed, dedicated or shared use access lines. Calls are billed in one-minute increments. Monthly recurring charges or minimum monthly billing requirements apply.

3.4.2 800 / 888 (Inbound) Long Distance Service

800 / 888 (Inbound) Long Distance Service is offered to residential and business customers. Service is provided from presubscribed, dedicated or shared use access lines. Calls are billed in One Minute increments, with One Minute call duration. A minimum monthly service charge requirement applies. Customers whose monthly usage is less than the minimum will be billed the minimum amount.

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By:

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SECTION 3 - DESCRIPTION OF SERVICE continued**3. 4. 3 Prepaid Calling Card Service**

This service permits use of Prepaid Calling Cards for placing long distance calls. Customers may purchase Prepaid Calling Cards Service at a variety of retail outlets or through other distribution channels. Prepaid Calling Cards Service is available at a variety of face values ranging from five dollars (\$5.00), in one-dollar (\$1.00) increments. Prepaid Calling Cards Service is accessed using the Prepaid Calling Cards Service toll-free number printed on the card. The caller is prompted by an automated voice response system to enter his/her Authorization Code, and then to enter the terminating telephone number. Processor tracks the call duration on a real time basis to determine the number of Telecom Units consumed. The total consumed Telecom Units for each call is deducted from the remaining Telecom Unit balance on the Customer's Prepaid Calling Cards Service. All calls must be charged against Prepaid Calling Card that has a sufficient telecom Unit balance. A Customer's call will be interrupted with an announcement when the balance is about to be depleted. In order to continue the call, the Customer can either call the toll-free number on the back of the Service and "recharge" the balance on the card using a nationally recognized credit card, or the Customer can throw the card away and purchase a new one. The Company will terminate calls in progress if the balance on the Prepaid Calling Cards Service is insufficient to continue the call and the Customer fails to enter the number of another valid Prepaid Calling Cards Service prior to termination.

A card will expire on the date indicated on the card, or if no date is specified, 12 months from the date of first usage, or the date of last recharge, whichever is later. The Company will not refund unused balances. A credit allowance for is applicable to calls that are interrupted due to poor transmission, one-way transmission, or involuntary disconnection of a call. To receive the proper credit, the Customer must notify the Company at the designated toll-free customer service number printed on the and furnish the called number, the trouble experienced (e.g. cut-off, noisy circuit, etc.), and the approximate time that the call was placed. When a call charged to a Prepaid Calling Cards Service is interrupted due to cut-off, one-way transmission, or poor transmission conditions; the Customer will receive a credit equivalent of one Telecom Unit. Credit allowances for calls pursuant to Prepaid Calling Cards Service do not apply for interruptions not reported promptly to the Company or interruptions that are due to the failure of power, equipment or systems not provided by the Company. Credit for failure of service shall be allowed only when such failure is caused by or occurs due to causes within the control of the Company. The Company will block all calls beginning with the NPA "900" and NXX "976" calls, therefore such calls cannot be completed.

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By:

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SECTION 3 - DESCRIPTION OF SERVICE continued

Reserved for further Services

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EFFECTIVE: _____

By:

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SECTION 4 - RATES

4.1. SERVICE CHARGES

4.1.1. 1+ Residential Long Distance Services

<u>Rate Plan</u>	<u>Rate Per Minute</u>	<u>Monthly Service Charge</u>	<u>800/888 Option Monthly Service Charge</u>
R1	\$.0955	None	\$3.00
R2	\$.0755	3.00	\$3.00

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SECTION 4 - RATES, Continued4.1. **SERVICES CHARGES, Continued**4.1.2. **1+Business Long Distance Services**

<u>Rate Plan</u>	<u>Monthly Volume</u>	<u>Rate Per Minute</u>	<u>Monthly Service Charge</u>
B1S	\$0-\$250	\$.0935	\$9.00
B2S	\$251-\$1000	\$.0825	\$7.00
B3S	Over \$1001	\$.0700	\$3.00

4.1.3. **Dedicated Long Distance Services**

<u>Rate Plan</u>	<u>Monthly Volume</u>	<u>Peak Rate Per Minute</u>	<u>Off-Peak Rate Per Minute</u>	<u>Monthly Service Charge</u>
B1D	\$0-\$250	\$.1145	\$.0989	\$100.00
B2D	\$251-\$1000	\$.1040	\$.0889	\$100.00
B3D	\$5001-\$7500	\$.0930	\$.0769	\$ 80.00
B4D	\$7501-\$10000	\$.0850	\$.0639	\$ 50.00
B5D	\$10001-\$125000	\$.0706	\$.0550	\$ 0.00

Installation Charge for Dedicated Service is \$150.00 per line.

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SECTION 4 - RATES, Continued

4.2. MISC. CHARGES

4.2.1. Payphone Surcharge

A surcharge will be added to any completed. Intrastate toll access code and subscriber 800/888 type calls placed from a public or semi-public Pay Phone.

4.2.2. Per Call Surcharge

A surcharge per call will be added for every call that is connected. If an Answer Machine, Fax Machine, Voice Mail or Pager answers it will be considered connected.

4.2.3. Maintenance Surcharge

A weekly surcharge applies to some cards that have been used at least once.

4.2.4. Directory Assistance

The Company provides Directory Assistance as an ancillary service exclusively to its customers. Directory Assistance is accessible by dialing "1", the area code of the desired number and "555-1212".

Directory Assistance, per call: \$.75

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SECTION 4 - RATES continued**4.3. Prepaid Calling Cards****Prepaid Calling Card#1**

Rate per minute:	\$.089
Maintenance Surcharge:	\$.35
Per Call Surcharge	\$.00
Payphone Surcharge:	\$.35

Prepaid Calling Card#2

Rate per minute:	\$.099
Maintenance Surcharge	\$.25
Per Call Surcharge	\$.25
Payphone Surcharge	\$.35

Prepaid Calling Card#3

Rate per minute:	\$.065
Maintenance Surcharge	\$.35
Per Call Surcharge	\$.00
Payphone Surcharge	\$.35

Prepaid Calling Card#4

Rate per minute:	\$.085
Maintenance Surcharge	\$.25
Per Call Surcharge	\$.25
Payphone Surcharge	\$.35

Prepaid Calling Card#5

Rate per minute:	\$.059
Maintenance Surcharge	\$.45
Per Call Surcharge	\$.35
Payphone Surcharge	\$.35

Prepaid Calling Card#6

Rate per minute:	\$.08
Maintenance Surcharge	\$.50
Per Call Surcharge	\$.49
Payphone Surcharge	\$.35

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SECTION 4 - RATES continued

Prepaid Calling Card#8

Rate per minute:	\$.065
Maintenance Fee:	\$.25
Per Call Surcharge	\$.49
Payphone Surcharge	\$.35

Prepaid Calling Card#9

Rate per minute:	\$.059
Maintenance Surcharge	\$.15
Per Call Surcharge	\$.25
Payphone:	\$.35

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By:

William Chance- President
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Miami Shores, Florida 33133

SECTION 4 - RATES continued

4.4 Payment of Calls

4.4.1. Late Payment Charges

Interest charges of 1.5% per month will be assessed on all unpaid balances more than thirty days old.

4.4.2. Return Check Charges

A return check charge of \$25.00 will be assessed for checks returned for insufficient funds if the face value does not exceed \$50.00, \$30.00 if the face value does exceed \$50.00 but does not exceed \$300.00, \$40.00 if the face value exceeds \$300.00 or 5% of the value of the check, whichever is greater.

4.4.3. Restoration of Service

A reconnection fee of \$25.00 per occurrence is charged when service is re-established for customers who had been disconnected for non-payment.

4.4.4. Special Promotions

The company will, from time to time, offer special promotions to its customers waiving certain charges. These promotions will be approved by the FPSC with specific starting and ending dates, and will be part of this tariff.

4.5 Special Rates For The Handicapped

4.5.1. Directory Assistance

There shall be no charge for up to fifty calls per billing cycle from lines or trunks serving individuals with disabilities. The Company shall charge the prevailing tariff rates for every call in excess of 50 within a billing cycle.

4.5.2. Hearing and Speech Impaired Persona

Interstate toll message rates for TDD users shall be evening rates for daytime calls and night rates for evening and night calls.

4.5.3. Telecommunications Relay Service

For intrastate toll calls received from the relay service, the Company will when billing relay calls discount relay service calls by 50 percent off of the otherwise applicable rate for a voice nonrelay call except that where either the calling or called party indicates that either party is both hearing and visually impaired, the call shall be discounted 60 percent off of the otherwise applicable rate for a voice nonrelay call.

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