

NOWALSKY, BRONSTON & GOTHARD

A Professional Limited Liability Company

Attorneys at Law

Leon L. Nowalsky
Benjamin W. Bronston
Edward P. Gothard

3500 North Causeway Boulevard
Suite 1442
Metairie, Louisiana 70002
Telephone: (504) 832-1984
Facsimile: (504) 831-0892

Monica Borne Haab
EllenAnn G. Sands
Bruce C. Betzer

May 29, 2002

Florida Public Service Commission
Division of Administration
2540 Shumard Oak Blvd.
Gunter Building
Tallahassee, FL 32399-0850

020481-TI

RE: Universal Broadband Communications, Inc. d/b/a Business Savings Plan

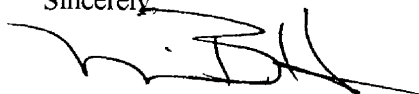
Dear Sirs:

Enclosed please find an original and six (6) copies of Application Form for authority to provide interexchange telecommunications service within the State of Florida, submitted on behalf of Universal Broadband Communications, Inc. d/b/a Business Savings Plan. Also enclosed is the requisite \$250.00 filing fee.

Please acknowledge receipt of this filing by returning a date stamped copy of this letter in the self-addressed envelope provided.

Thank you for your assistance. Please call with any questions.

Sincerely,



Monica Borne Haab

Enclosure
cc: Mark Ellis, UBC

DOCUMENT NUMBER DATE

05737 MAY 31 8

FPSC-COMMISSION CLERK

**** FLORIDA PUBLIC SERVICE COMMISSION ****

DIVISION OF REGULATORY OVERSIGHT
CERTIFICATION SECTION

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

020481-TI

Instructions

- ◆ This form is used as an application for an original certificate and for approval of assignment or transfer of an existing certificate. In the case of an assignment or transfer, the information provided shall be for the assignee or transferee (See Page 16).
- ◆ Print or Type all responses to each item requested in the application and appendices. If an item is not applicable, please explain why.
- ◆ Use a separate sheet for each answer which will not fit the allotted space.
- ◆ Once completed, submit the original and six (6) copies of this form along with a non-refundable application fee of \$250.00 to:

Florida Public Service Commission
Division of Records and Reporting
2540 Shumard Oak Blvd.
Tallahassee, Florida 32399-0850
(850) 413-6770

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

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

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

1. This is an application for (check one):
- Original certificate** (new company).
 - Approval of transfer of existing certificate:** Example, a non-certificated company purchases an existing company and desires to retain the original certificate of authority.
 - Approval of assignment of existing certificate:** Example, a certificated company purchases an existing company and desires to retain the certificate of authority of that company.
 - Approval of transfer of control:** Example, a company purchases 51% of a certificated company. The Commission must approve the new controlling entity.

2. Name of company:

Universal Broadband Communications, Inc.

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

Business Savings Plan

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

Universal Broadband Communications, Inc.

18200 Von Karman Ave., 10th Floor

Irvine, California 92612

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

None.

6. Select type of business your company will be conducting (check all that apply):

- Facilities-based carrier** - company owns and operates or plans to own and operate telecommunications switches and transmission facilities in Florida.

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

7. Structure of organization;

- | | |
|---------------------------|-------------------------|
| () Individual | () Corporation |
| (x) Foreign Corporation | () Foreign Partnership |
| () General Partnership | () Limited Partnership |
| () 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:**

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

Certificate of Authority attached as Exhibit A.

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

F010000 (Nevada Corporation)

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): 33-0930198

16. Provide the following (if applicable):

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

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

Name: _____

Title: _____

Address: _____

City/State/Zip: _____

Telephone No.: _____ Fax No.: _____

(c) How is this information provided?

Bills will be mailed in paper form with information provided.

17. Who will receive the bills for your service?

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

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

(a) The application:

Name: Monica Borne Haab

Title: Attorney - Nowalsky, Bronston & Gothard

Address: 3500 N. Causeway Blvd., Suite 1442

City/State/Zip: Metairie, Louisiana 70002

Telephone No.: (504) 832-1984 **Fax No.:** (504) 831-0892

Internet E-Mail Address: mborne@nbglaw.com

Internet Website Address: _____

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

Name: Mark Ellis

Title: President

Address: 18200 Von Karman Ave., 10th Floor

City/State/Zip: Irvine, CA 92612

Telephone No.: (949) ⁴⁷⁴⁻¹⁵⁰⁰ ~~567-1880~~ Fax No.: (949) ⁴⁷⁴⁻¹⁴⁰⁴ ~~567-1881~~

Internet E-Mail Address: mellis@ubcom.com

Internet Website Address: _____

(c) Complaints/Inquiries from customers:

Name: Chao Vang

Title: Customer Service Manager

Address: 18200 Von Karman Ave., 10th Floor

City/State/Zip: Irvine, CA 92612

Telephone No.: (949) ⁴⁷⁴⁻¹⁵⁰⁰ ~~567-1880~~ Fax No.: (949) ⁴⁷⁴⁻¹⁴⁰⁴ ~~567-1881~~

Internet E-Mail Address: _____

Internet Website Address: _____

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.

(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 \sqrt (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. X _____ **MTS with statewide flat rates per minute (i.e. not distance sensitive)**

- Method of access is FGA
- Method of access is FGB
- Method of access is FGD
- Method of access is 800

d. **MTS for pay telephone service providers**

e. **Block-of-time calling plan (Reach Out Florida, Ring America, etc.).**

f. **800 service (toll free)**

g. **WATS type service (bulk or volume discount)**

- Method of access is via dedicated facilities
- Method of access is via switched facilities

h. **Private line services (Channel Services)**
(For ex. 1.544 mbs., DS-3, etc.)

i. **Travel service**

- Method of access is 950
- Method of access is 800

j. **900 service**

k. **Operator services**

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

1. **Services included are:**

- _____ Station assistance
- _____ Person-to-person assistance
- _____ Directory assistance
- _____ Operator verify and interrupt
- _____ Conference calling

22. Submit the proposed tariff under which the company plans to begin operation. Use the format required by Commission Rule 25-24.485 (example enclosed).

Tariff attached as Exhibit B.

23. Submit the following:

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

Attached as Exhibit C.

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

Attached as part of Exhibit C.

C. Financial capability.

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

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:

All statements contained in Exhibit E.

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

THIS PAGE MUST BE COMPLETED AND SIGNED

APPLICANT ACKNOWLEDGMENT STATEMENT

1. **REGULATORY ASSESSMENT FEE:** I understand that all telephone companies must pay a regulatory assessment fee in the amount of .15 of one percent of its gross operating revenue derived from intrastate business. Regardless of the gross operating revenue of a company, a minimum annual assessment fee of \$50 is required.
2. **GROSS RECEIPTS TAX:** I understand that all telephone companies must pay a gross receipts tax of two and one-half percent on all intra and interstate business.
3. **SALES TAX:** I understand that a seven percent sales tax must be paid on intra and interstate revenues.
4. **APPLICATION FEE:** I understand that a non-refundable application fee of \$250.00 must be submitted with the application.

UTILITY OFFICIAL:

Mark Ellis

Print Name

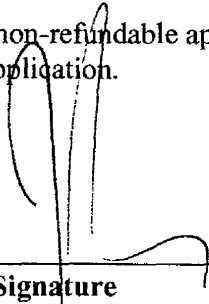
President

Title

474-1500
(949) ~~567-4886~~

Telephone No.

Fax No.



Signature

5/23/02

Date

474-1404
(949) ~~567-4881~~

Telephone No.

Address: 18200 Von Karman Ave., 10th Floor

Irvine, CA 92612

THIS PAGE MUST BE COMPLETED AND SIGNED

CUSTOMER DEPOSITS AND ADVANCE PAYMENTS

A statement of how the Commission can be assured of the security of the customer's deposits and advance payments may be provided in one of the following ways (applicant, please check one):

- (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:

Mark Ellis

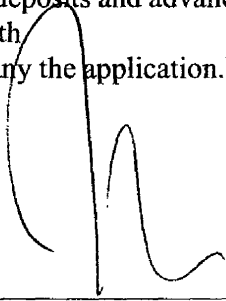
Print Name

President

Title

474-1500
(949) ~~567-1888~~

Telephone No.



Signature

5/23/02

Date

474-1404
(949) ~~567-1881~~

Fax No.

Address: 18200 Von Karman Ave., 10th Floor

Irvine, CA 92612

THIS PAGE MUST BE COMPLETED AND SIGNED

AFFIDAVIT

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

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

UTILITY OFFICIAL:

Mark Ellis _____

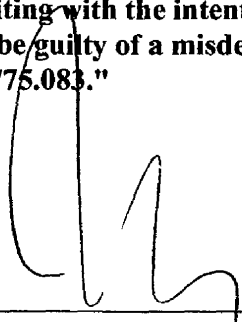
Print Name

President _____

Title

474-1500
(949) 567-1880 _____

Telephone No.



Signature

5/23/02

Date

474-1404
(949) 567-1881 _____
Fax No.

Address: 18200 Von Karman Ave., 10th Floor _____

Irvine, CA 92612 _____

CURRENT FLORIDA INTRASTATE SERVICES

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

If the answer is has, fully describe the following:

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

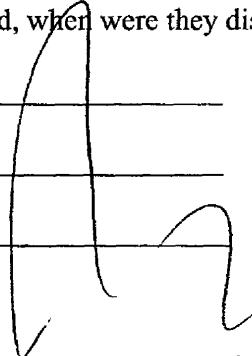
b) If the services are not currently offered, when were they discontinued?

UTILITY OFFICIAL:

Mark Ellis
Print Name

President
Title

474-1500
(949) 567-1880
Telephone No.


Signature

5/23/02
Date

474-1404
(949) 567-1881
Fax No.

Address: 18200 Von Karman Ave., 10th Floor
Irvine, CA 92612

CERTIFICATE TRANSFER, OR ASSIGNMENT STATEMENT

I, (Name) _____,

(Title) _____ of
_____ (Name of Company)

and current holder of Florida Public Service Commission Certificate Number

_____, have reviewed this application and join in the petitioner's request
for a:

() transfer

() assignment

of the above-mentioned certificate.

UTILITY OFFICIAL:

Print Name

Signature

Title

Date

Telephone No.

Fax No.

Address: _____

EXHIBIT A

CERTIFICATE OF AUTHORITY

05/29/02 FICTITIOUS NAME DOCUMENT SCREEN 10:54:20

SUMMARY FOR FILING: G02046900199	FILED: 02/15/2002
STATUS: ACTIVE	EXPIRES: 12/31/2007
Current Owners: 0001	County : LEON
Pages in all forms/attachments: 0001	Events filed: 0000
Name BUSINESS SAVINGS PLAN	

FEI: 33-0930198

Addr 18200 VON KARMAN AVENUE, 10TH FLOOR

- IRVINE, CA 92612
- 1) OWNER UNIVERSAL BROADBAND COMMUNICATIONS, INC.
- 18200 VON KARMAN AVENUE, 10TH FLOOR
- IRVINE, CA 92612

Charter #: F02000000053
 Fei #: 33-0930198

----- THIS IS NOT OFFICIAL RECORD; SEE DOCUMENTS IF QUESTION OR CONFLICT -----



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 4, 2002

NOWALSKY, BRONSTON & GOTHARD
3500 NORTH CAUSEWAY BLVD
STE 1442
METAIRIE, LA 70002

Qualification documents for UNIVERSAL BROADBAND COMMUNICATIONS, INC. were filed on January 2, 2002 and assigned document number F0200000053. Please refer to this number whenever corresponding with this office.

Your corporation is now qualified and authorized to transact business in Florida as of the file date.

The certification you requested is enclosed.

A corporation annual report/uniform business report will be due this office between January 1 and May 1 of the year following the calendar year of the file date. A Federal Employer Identification (FEI) number will be required before this report can be filed. If you do not already have an FEI number, please apply NOW with the Internal Revenue 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 any questions regarding this matter, please telephone (850) 245-6051, the Foreign Qualification/Tax Lien Section.

Michael Mays
Document Specialist
Division of Corporations

Letter Number: 202A00000420

State of Florida



Department of State

I certify from the records of this office that UNIVERSAL BROADBAND COMMUNICATIONS, INC., is a corporation organized under the laws of Nevada, authorized to transact business in the State of Florida, qualified on January 2, 2002.

The document number of this corporation is F02000000053.

I further certify that said corporation has paid all fees due this office through December 31, 2002, and its status is active.

I further certify that said corporation has not filed a Certificate of Withdrawal.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capitol, this the
Fourth day of January, 2002



CR2EO22 (1-99)

Katherine Harris

Katherine Harris
Secretary of State

EXHIBIT B

PROPOSED TARIFF

TITLE SHEET

FLORIDA TELECOMMUNICATIONS TARIFF

This tariff contains the descriptions, regulations, and rates applicable to the furnishing of service and facilities for telecommunications services provided by Universal Broadband Communications, Inc. d/b/a Business Savings Plan with principal offices at 18200 Von Karman Ave., 10th Floor, Irvine, California 92612. 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: May 29, 2002

EFFECTIVE:

By:

Mark Ellis, President
18200 Von Karman Ave., 10th Floor
Irvine, California 92612

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.

SHEET	REVISION
1	Original
2	Original
3	Original
4	Original
5	Original
6	Original
7	Original
8	Original
9	Original
10	Original
11	Original
12	Original
13	Original
14	Original
15	Original
16	Original
17	Original
18	Original

ISSUED: May 29, 2002

EFFECTIVE:

By:

Mark Ellis, President
18200 Von Karman Ave., 10th Floor
Irvine, California 92612

TABLE OF CONTENTS

Title Sheet..... 1
Check Sheet..... 2
Table of Contents..... 3
Symbols Sheet..... 4
Tariff Format Sheets..... 5
Section 1 - Technical Terms and Abbreviations..... 6
Section 2 - Rules and Regulations..... 7
Section 3 - Description of Service..... 12
Section 4 - Rates..... 16

ISSUED: May 29, 2002

EFFECTIVE:

By:

Mark Ellis, President
18200 Von Karman Ave., 10th Floor
Irvine, California 92612

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 Rate Or Charge

ISSUED: May 29, 2002

EFFECTIVE:

By:

Mark Ellis, President
18200 Von Karman Ave., 10th Floor
Irvine, California 92612

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 cancels the 3rd revised Sheet 14. Because of various suspension periods, deferrals, etc, the FPSC follows in their tariff approval process, the most current sheet number on file with the Commission is not always the tariff page in effect. Consult the Check Sheet for the sheet currently in effect.

C. Paragraph Numbering Sequence - There are various 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).

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.

ISSUED: May 29, 2002

EFFECTIVE:

By.

Mark Ellis, President
18200 Von Karman Ave., 10th Floor
Irvine, California 92612

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 - Universal Broadband Communications, Inc. d/b/a Business Savings Plan.

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 Monday 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, 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.

ISSUED: May 29, 2002

EFFECTIVE:

By:

Mark Ellis, President
18200 Von Karman Ave., 10th Floor
Irvine, California 92612

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 arrangement.

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.

The selling of IXC telecommunication service to uncertificated IXC resellers is prohibited.

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 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.

ISSUED: May 29, 2002

EFFECTIVE:

By:

Mark Ellis, President
18200 Von Karman Ave., 10th Floor
Irvine, California 92612

SECTION 2 - RULES AND REGULATIONS continued

2.2 Limitations (Cont.)

- 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 as an interexchange carrier for the Florida Public Service Commission.

2.3 Liabilities of the Company.

- 2.3.1 The Company's liability 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, unless ordered by the Commission.
- 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.

ISSUED: May 29, 2002

EFFECTIVE:

By:

Mark Ellis, President
18200 Von Karman Ave., 10th Floor
Irvine, California 92612

SECTION 2 - RULES AND REGULATIONS continued

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 of the customer, or to the failure of channels or equipment provided by the customer, are subject to the general liability provisions set forth in 2.3.1 herein. It shall be the customer's obligation to notify the Company immediately of any service interruption for which a credit allowance is desired. Before giving such notice, the customer shall ascertain that the trouble is not being caused by any action or omission by the customer within his control, if any, furnished by the customer and connected to the Company's facilities. No refund or credit will be made for the time that the Company stands ready to repair the service and the subscriber does not provide access to the Company for such restoration work.

2.4.2 No credit shall be allowed for an interruption of a continuous duration of less than twenty-four hours after the subscriber notifies the Company.

2.4.3 The customer shall be credited for an interruption of more than twenty-four hours as follows:

Credit Formula:

Credit = A/B x C

"A" - outage time in hours

"B" - total hours in month (720 hours)

"C" - total monthly charge for affected facility

ISSUED: May 29, 2002

EFFECTIVE:

By:

Mark Ellis, President
18200 Von Karman Ave., 10th Floor
Irvine, California 92612

SECTION 2 - RULES AND REGULATIONS continued

2.5 Disconnection of Service by Carrier.

The Company, upon five (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, or remedy, and deficiency as stated in Rule 25-4.113, F.A.C., Refusal or Discontinuance of Service by Company.

ISSUED: May 29, 2002

EFFECTIVE:

By:

Mark Ellis, President
18200 Von Karman Ave., 10th Floor
Irvine, California 92612

SECTION 2 - RULES AND REGULATIONS continued

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.

ISSUED: May 29, 2002

EFFECTIVE:

By:

Mark Ellis, President
18200 Von Karman Ave., 10th Floor
Irvine, California 92612

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 answers (i.e. when 2 way communication, often referred to as "conversation time" is possible.). When the called party answers 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 billing increments for each service is set forth in the individual product rate section.

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.

ISSUED: May 29, 2002

EFFECTIVE:

By

Mark Ellis, President
18200 Von Karman Ave., 10th Floor
Irvine, California 92612

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 (number of calls completed / number of calls attempted) of not less than 90% during peak use periods for all FG D services ("1+" dialing).

ISSUED: May 29, 2002

EFFECTIVE:

By:

Mark Ellis, President
18200 Von Karman Ave., 10th Floor
Irvine, California 92612

SECTION 3 - DESCRIPTION OF SERVICE continued

3.4 Service Offerings

3.4.1 1+ Long Distance Service

Long Distance service permits residential and business 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.

The Company offers switched Long Distance Service to residential and business customers under the plans set forth in Section 4.1.

3.4.2 Inbound 8XX Long Distance Service

Inbound 8XX Long Distance Service permits residential and business inbound 8XX 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.

The Company offers Inbound 8XX Long Distance Service to residential and business customers under the plans set forth in Section 4.1.

3.4.3 Travel Card Service

Travel Card Service is a calling card service offered to residential and business customers who subscribe to the Company's Long Distance Service calling plan. Customers using the Carrier's calling card service access the service by dialing a toll free number followed by an account identification number and the number being called. This service permits subscribers utilizing the Carrier's calling card to make calls at a single per minute rate. Calls billed in one minute increments.

ISSUED: May 29, 2002

EFFECTIVE:

By:

Mark Ellis, President
18200 Von Karman Ave., 10th Floor
Irvine, California 92612

SECTION 3 - DESCRIPTION OF SERVICE continued

3.4.4 **Operator Services**

The Company does not provide operator services at this time.

3.4.5 **Directory Assistance**

Listed telephone numbers will be provided to requesting customers at the per call charge set forth in Section 4. Customers may request up to 2 numbers per call.

ISSUED: May 29, 2002

EFFECTIVE:

By:

Mark Ellis, President
18200 Von Karman Ave., 10th Floor
Irvine, California 92612

SECTION 4 - RATES

4.1 **Long Distance Outbound Rates**

\$0.1200 per minute.

Billed with an initial 18 second increment and in 6 second increments thereafter.

4.2 **Long Distance Inbound Rates**

\$0.1200 per minute.

Billed with an initial 18 second increment and in 6 second increments thereafter.

4.3 **Calling Card Rates**

\$0.2000 per minute

Billed with an initial 18 second increment and in 6 second increments thereafter.

4.4 **Advanced Features**

\$15.00 installation fee.

\$15.00 monthly fee.

Advanced Features include:

- Verified Account Codes
- Tailored Call Coverage
- Extended Call Coverage
- Day of Week Routing
- Time of Day Routing

ISSUED: May 29, 2002

EFFECTIVE:

By:

Mark Ellis, President
18200 Von Karman Ave., 10th Floor
Irvine, California 92612

SECTION 4 - RATES (continued)

4.5 Directory Assistance

\$0.85 per call. (Up to 2 requests per call.)

4.6 Payment of Calls

4.6.1 Late Payment Charges

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

4.6.2 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, which ever is greater.

4.7 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 made part of this tariff.

ISSUED: May 29, 2002

EFFECTIVE:

By:

Mark Ellis, President
18200 Von Karman Ave., 10th Floor
Irvine, California 92612

SECTION 4 - RATES continued

4.8 Special Rates For The Handicapped

4.8.1. 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.

4.8.2. Hearing and Speech Impaired Persons

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

4.8.3. 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. The above discounts apply only to time-sensitive elements of a charge for the call and shall not apply to per call charges such as a credit card surcharge.

4.9 Pay Telephone (Payphone) Dial-Around Surcharge

A \$.25 surcharge shall be assessed for each call made from a pay telephone to an 800 number or using a travel card and dialing the carrier prefix in the form 101XXXX. Although collected on the customer's bill, this charge is reimbursed to pay telephone service provider.

ISSUED: May 29, 2002

EFFECTIVE:

By:

Mark Ellis, President
18200 Von Karman Ave., 10th Floor
Irvine, California 92612

EXHIBIT C

MANAGEMENT PROFILES

MANAGEMENT PROFILES

Mark Ellis, President/Secretary/Treasurer/Director:

Mr. Ellis is an assertive leader with solid management experience and proven ability and vision. From 1998 to 1999, Mr. Ellis was CEO of Telquest Communications, Inc., a start-up telecommunications firm. After one year in business, Mr. Ellis took over the sales and marketing management responsibilities and revenue grew to \$12+ million in annual sales. Mr. Ellis also was responsible for the development of short and long-term sales strategies, forecasting and day-to-day operations. Mr. Ellis not only built and supervised a top-notch sales staff, but also trained and mentored over 65 outstanding representatives. Mr. Ellis is perfectly equipped to analyze department and company needs, delegate authority appropriately, motivate managers and directors, and solve difficult problems in a high energy, fast paced environment. Mr. Ellis previously held a position with Northrop Corporation and International Aluminum Corporation. Mr. Ellis has a Bachelor of Science in Business Administration from AMS College and a Master of Science in Business Administration from Columbia State University.

EXHIBIT D

FINANCIAL DOCUMENTATION

The Company's unaudited financial statements are attached.

AFFIRMATION

I, Mark Ellis, President of Universal Broadband Communications, Inc. do hereby acknowledge that the information set forth in the attached financial statements is true and correct to the best of my knowledge and belief.



Mark Ellis, President
Universal Broadband Communications, Inc.

Sworn to and subscribed before me
this 20th day of May, 2001.



Notary Public

MONICA BORNE HAAB
Notary Public, State of Louisiana
My Commission is for Life.

BALANCE SHEET

JANUARY 31, 2002

ASSETS

Current Assets

B of A - General Checking	\$31,162.40	
B of A - Payroll Acct	3,152.46	
Accounts Receivable - Direct	61,350.00	
Prepaid Expenses	34,823.15	
Security Deposits	59,707.00	
	<hr/>	
TOTAL Current Assets		190,195.01

Fixed Assets

Furniture & Fixtures	25,052.97	
Leasehold Improvements	70,225.00	
	<hr/>	
TOTAL Fixed Assets		95,277.97

Other Assets

Customer List	171,193.00	
	<hr/>	
TOTAL Other Assets		171,193.00
		<hr/>
TOTAL ASSETS		<u>\$456,665.98</u>

JANUARY 31, 2002

LIABILITIES AND EQUITY

Current Liability

Accounts Payable	\$12,420.00	
Note Payable - NCI	159,926.44	
Worker's Comp Payable	(84.30)	

TOTAL Current Liability		<u>172,262.14</u>
-------------------------	--	-------------------

TOTAL LIABILITIES		<u>172,262.14</u>
-------------------	--	-------------------

Equity

Retained Earnings - Prior	(21,027.48)	
Retained Earnings-Current Year	28,829.32	
Capital Contributions	105,409.00	
Shareholder Stock - Common	171,193.00	

TOTAL Equity		<u>284,403.84</u>
--------------	--	-------------------

TOTAL LIABILITIES AND EQUITY		<u><u>\$456,665.98</u></u>
------------------------------	--	----------------------------

INCOME STATEMENT

FOR THE 1 PERIOD ENDED JANUARY 31, 2002

	PERIOD TO DATE		YEAR TO DATE	
	ACTUAL	PERCENT	ACTUAL	PERCENT
Revenue				
Sales - Direct Long Distance	\$78,952.00	100.0 %	78,952.00	100.0
TOTAL Revenue	78,952.00	100.0	78,952.00	100.0
Cost of Sales				
COS - MCI Minute Cost	32,891.00	41.7	32,891.00	41.7
TOTAL Cost of Sales	32,891.00	41.7	32,891.00	41.7
Gross Profit	46,061.00	58.3	46,061.00	58.3
Operating Expenses				
Employee Welfare	1,041.92	1.3	1,041.92	1.3
Insurance - General Liability	935.00	1.2	935.00	1.2
Office Expense	1,825.00	2.3	1,825.00	2.3
Payroll Taxes - Federal	564.92	.7	564.92	.7
Payroll Taxes - FUTA	(85.23)	(.1)	(85.23)	(.1)
Payroll Taxes - SUI	176.62	.2	176.62	.2
Postage & Delivery	1,185.00	1.5	1,185.00	1.5
Rent - Building	4,500.00	5.7	4,500.00	5.7
Salaries - Officers	5,538.45	7.0	5,538.45	7.0
TOTAL Operating Expenses	15,681.68	19.9	15,681.68	19.9
Net Income from Operations	30,379.32	38.5	30,379.32	38.5
Other Income & Expenses				
Depreciation Expense	(1,550.00)	(2.0)	(1,550.00)	(2.0)
TOTAL Other Income & Expenses	(1,550.00)	(2.0)	(1,550.00)	(2.0)
Earnings before Income Tax	28,829.32	36.5	28,829.32	36.5
Net Income (Loss)	\$28,829.32	36.5 %	28,829.32	36.5

BALANCE SHEET

DECEMBER 31, 2001

ASSETS

Current Assets

B of A - General Checking	\$12.40	
B of A - Payroll Acct	1,508.38	
Prepaid Expenses	34,823.15	
Security Deposits	59,707.00	

TOTAL Current Assets		96,050.93
----------------------	--	-----------

Fixed Assets

Furniture & Fixtures	25,052.97	
Leasehold Improvements	70,225.00	

TOTAL Fixed Assets		95,277.97
--------------------	--	-----------

TOTAL ASSETS		\$191,328.90
--------------	--	--------------

BALANCE SHEET

Universal Broadband Communications

DECEMBER 31, 2001

LIABILITIES AND EQUITY

Current Liability

Note Payable - NCI	\$209,926.44	
Accrued Payroll	2,076.86	
Accrued Vacation	353.08	

TOTAL Current Liability		<u>212,356.38</u>
-------------------------	--	-------------------

TOTAL LIABILITIES		<u>212,356.38</u>
-------------------	--	-------------------

Equity

Retained Earnings - Prior	(5,500.00)	
Retained Earnings - Current Year	(21,027.48)	
Shareholder Stock - Common	5,500.00	

TOTAL Equity		<u>(21,027.48)</u>
--------------	--	--------------------

TOTAL LIABILITIES AND EQUITY		<u><u>\$191,328.90</u></u>
------------------------------	--	----------------------------

INCOME STATEMENT

Universal Broadband Communications

FOR THE 12 PERIODS ENDED DECEMBER 31, 2001

	PERIOD TO DATE		YEAR TO DATE	
	ACTUAL	PERCENT	ACTUAL	PERCENT
Gross Profit	\$.00	.0 %	.00	.0
Operating Expenses				
Advertising	690.00	.0	1,520.00	.0
Bank Charges	18.48	.0	18.48	.0
Employee Welfare	353.08	.0	353.08	.0
Insurance - Workman's Comp	112.40	.0	112.40	.0
Legal & Attorney Fees	.00	.0	500.00	.0
Licenses & Permits	8,058.75	.0	8,058.75	.0
Office Expense	221.25	.0	221.25	.0
Payroll Taxes - Federal	423.69	.0	423.69	.0
Payroll Taxes - FUTA	185.54	.0	185.54	.0
Payroll Taxes - SUI	249.69	.0	249.69	.0
Salaries - Officers	7,384.60	.0	7,384.60	.0
Website Expense	2,000.00	.0	2,000.00	.0
TOTAL Operating Expenses	19,697.48	.0	21,027.48	.0
Net Income from Operations	(19,697.48)	.0	(21,027.48)	.0
Earnings before Income Tax	(19,697.48)	.0	(21,027.48)	.0
Net Income (Loss)	\$(19,697.48)	.0 %	(21,027.48)	.0

EXHIBIT E

CAPABILITY STATEMENTS

1. Although a start-up corporation, the Applicant has sufficient financial capability to provide the requested service in the geographic area proposed to be served. This is evidenced by the current assets set forth in its unaudited financial statements. (The Company has no audited financial statements.)
2. The Applicant will maintain the requested services from revenue generated from its ongoing operations. The Company is in the process of performing a transfer of control with a company which has an existing customer base in a majority of the states. This will provide an immediate customer base with associated revenue in those states. The Company is currently applying for independent certification in those states which do not allow for a transfer, such as Arkansas, Colorado, Connecticut, Delaware, Hawaii, Illinois, Kansas, Maryland, Minnesota, Missouri, Montana, North Carolina, North Dakota, New Jersey, Ohio, Oregon, South Carolina, Vermont, Washington, West Virginia, Wisconsin and Wyoming.
3. The Company has sufficient financial capability to meet any lease and ownership obligations.