



210 N. Park Ave.
Winter Park, FL
32789

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

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

July 9, 2003
Via Overnight Delivery

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

RE: **ONS-Telecom, LLC.**
Initial Application for Authority to Provide Alternative Local Exchange Service
within the State of Florida.

Dear Ms. Bayo:

Enclosed for filing are the original and six (6) copies of the above-referenced application and initial tariff of ONS-Telecom, LLC, for Local Exchange Authority. Also enclosed is a check in the amount of \$250.00 for the filing fee.

Exhibit III of this application contains the financial statements of ONS-Telecom, LLC, which are being filed, under separate cover, concurrently with this application.

Please acknowledge receipt of this filing by date-stamping the extra copy of this cover letter and returning it to me in the self-addressed, stamped envelope provided. Any questions you may have pertaining to this filing may be directed to me at (407) 740-8575 or via email at cneeld@tminc.com. Thank you for your assistance.

Sincerely,

Craig Neeld
Consultant to ONS-Telecom, LLC

cc: E. Kirby - Optical
file: Optical - FL CLEC
tms: FL10300

RECEIVED & FILED
lh
FPSC-BUREAU OF RECORDS

Check received with filing and forwarded
to Fiscal for deposit. Fiscal to forward
deposit information to Records.

In/Date of person who forwarded check
[Signature]

03 JUL 10 AM 9:51
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FPSC-COMMISSION CLERK

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ORIGINAL
FLORIDA PUBLIC SERVICE COMMISSION

DIVISION OF REGULATORY OVERSIGHT
CERTIFICATION SECTION

APPLICATION FORM
for

AUTHORITY TO PROVIDE
ALTERNATIVE LOCAL EXCHANGE SERVICE
WITHIN THE STATE OF FLORIDA

Instructions

This form is used as an application for a certificate and for approval of the assignment or transfer of an existing certificate. In case of an assignment or transfer, the information provided shall be for the assignee or transferee. (See Page 12).

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
2450 Shumard Oak Boulevard
Tallahassee, Florida 32399-0850
(850) 413-6770**

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

**Florida Public Service Commission
Division of Regulatory Oversight
Certification Section
2450 Shumard Oak Boulevard
Tallahassee, Florida 32399-0850
(850) 413-6600**

APPLICATION

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 authority.

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

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

2. **Name of company:**

ONS-Telecom, LLC

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

Not applicable

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

ONS-Telecom, LLC
2123 Whitfield Park Avenue
Sarasota, FL 34243

Or

ONS-Telecom, LLC
P.O. Box 1049
Tallevast, FL 34270

(For regulatory matters, please use the address listed in Response No.16b)

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

See No. 4 above.

6. Structure of organization:

- | | |
|---|--|
| <input type="checkbox"/> Individual | <input type="checkbox"/> Corporation |
| <input type="checkbox"/> Foreign Corporation | <input type="checkbox"/> Foreign Partnership |
| <input type="checkbox"/> General Partnership | <input type="checkbox"/> Limited Partnership |
| <input checked="" type="checkbox"/> Other: <u>Limited Liability Company</u> | |

7. If individual, provide:

Name: Not applicable
Title:
Address:
City, State, Zip:
Telephone No.: Fax No.:
Internet E-Mail Address:
Internet Website Address:

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

Florida Secretary of State Corporate Registration #: L02000010261

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

The Florida Secretary of State corporate registration number: Not applicable

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

Not applicable

The Florida Secretary of State fictitious name registration number:

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

Not applicable

The Florida Secretary of State registration Number:

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

Name: Not applicable
Title:
Address:
City, State, Zip:
Telephone No.: **Fax No.:**
Internet E-Mail Address:
Internet Website Address:

13. If a foreign limited partnership, provide proof of compliance with the foreign limited partnership statute (Chapter 620.169, FS), if applicable.

The Florida registration number: Not applicable

14. Provide F.E.I. Number (if applicable): 04-3654739

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

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

No officer, director or stockholder of the Company has been adjudged bankrupt, mentally incompetent, or found guilty of any felony or of any crime. No officer, director or stockholder of the Company is involved in proceedings which may result in such action.

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

No officer, director, partner or stockholder of the Company has been an officer, director or stockholder in any other Florida certificated telephone company.

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

(a) The application:

Name: Craig Neeld
Title: Consultant to ONS-Telecom, LLC
Address: P.O. Drawer 200
City, State, Zip: Winter Park, FL 32790-0200
Telephone No.: (407) 740-8575
Fax No.: (407) 740-0613
Internet E-Mail Address: cneeld@tminc.com
Internet Website Address: www.tminc.com

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

Name: Mr. M. Eston Kirby, Jr.
Title: Chief Operating Officer
Address: 4485 Tench Road, Suite 220
City, State, Zip: Suwanee, GA 30024
Telephone No.: (770) 271-5990
Fax No.: (678) 714-3914
Internet E-Mail Address: ekirby@opticalnetwork-solutions.com
Internet Website Address: www.opticalnetwork-solutions.com

(c) Complaints/Inquiries from customers:

Name: Ms. Jamie Benecke
Title: Customer Care Manager
Address: 1301 Shiloh Road, Suite 1652B
City, State, Zip: Kennesaw, GA 30144
Telephone No.: (678) 797-6530
Fax No.: (770) 405-3199
Internet E-Mail Address: jbenecke@opticalnetwork-solutions.com
Internet Website Address: www.opticalnetwork-solutions.com

17. List the states in which the applicant:

- (a) has operated as an alternative local exchange company**

Georgia

- (b) has applications pending to be certificated as an alternative local exchange company.**

none

- (c) is certificated to operate as an alternative local exchange company.**

Georgia

- (d) has been denied authority to operate as an alternative local exchange company and the circumstances involved.**

None

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

None

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

None

18. **Submit the following:**

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

Please see Exhibit II.

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

Please see Exhibit II.

- C. **Financial capability.**

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

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

1. The balance sheet;
2. Income statement; and
3. Statement of retained earnings.

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

ONS-Telecom does not have audited financial statements at this time. Please see Exhibit III for the unaudited balance sheet, income statement and statement of retained earnings of the parent company, Optical Network Solutions, LLC.

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

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

Please see Exhibit III.

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

UTILITY OFFICIAL:

M. Eston Kirby, Jr.

M. Eston Kirby, Jr., COO
ONS Telecom, LLC
4485 Tench Road, Suite 220
Suwanee, GA 30024
Telephone: (678) 797-6530
Facsimile: (770) 405-3199

Date *July 2, 2003*

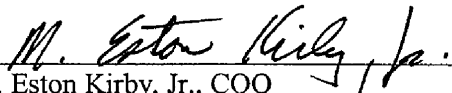
THIS PAGE MUST BE COMPLETED AND SIGNED

AFFIDAVIT

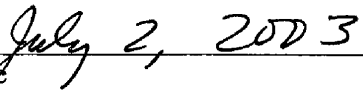
By my signature below, I, the undersigned officer, attest to the accuracy of the information contained in this application and attached documents and that the applicant has the technical expertise, managerial ability, and financial capability to provide alternative local exchange service in the State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

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

UTILITY OFFICIAL:



M. Eston Kirby, Jr., COO
ONS Telecom, LLC
4485 Tench Road, Suite 220
Suwanee, GA 30024
Telephone: (678) 797-6530
Facsimile: (770) 405-3199


Date

INTRASTATE NETWORK (if available)

Chapter 25-24.825 (5), Florida Administrative Code, requires the company to make available to staff the alternative local exchange service areas only upon request.

- 1. POP:** Addresses where located, and indicate if owned or leased:
None

- | | |
|----|----|
| 1) | 2) |
| 3) | 4) |

- 2. SWITCHES:** Address where located, by type of switch, and indicate if owned or leased:
None

- | | |
|----|----|
| 1) | 2) |
| 3) | 4) |

- 3. TRANSMISSION FACILITIES:** POP-to-POP facilities by type of facilities (microwave, fiber, copper, satellite, etc.) And indicate if owned or leased.
None

	<u>Type of POP-to POP</u>	<u>Owned or Leased</u>
1)	Not Applicable	
2)		
3)		
4)		

CERTIFICATE SALE, TRANSFER, OR ASSIGNMENT STATEMENT

I, (Name and Title), of (Name of Company) and current holder of Florida Public Service Commission Certificate Number # _____, have reviewed this application and join in the petitioner's request for a:

- Sale
- Transfer
- Assignment

of the above mentioned certificate.

UTILITY OFFICIAL:

Name, Title
Company
Street
City, State, Zip
Phone:
Fax:
Toll Free:

Date

NOT APPLICABLE

ONS-Telecom, LLC

Exhibit I

Florida Secretary of State Certificate

and

Articles of Organization

H020001158144

**Articles of Organization
of
ONS-Telecom, LLC
(A Florida Limited Liability Company)**

The undersigned organizer hereby adopts these Articles of Organization for the purpose of forming a Limited Liability Company under The Florida Limited Liability Company Act, Chapter 608 of the Florida Statutes (the "Act").

1. **NAME.** The name of this limited liability company (the "Company") is **ONS-Telecom, LLC.**

2. **DURATION.** The period of duration of the Company shall be perpetual.

3. **PURPOSE.** The purpose and business of the Company shall be to engage in any lawful act or activity which may be carried on by a limited liability company under the Act.

4. **MAILING ADDRESS AND STREET ADDRESS OF PRINCIPAL OFFICE AND REGISTERED OFFICE.** The mailing address and street address of the principal office and registered office of the Company is: 5909 21st Street East, Bradenton, Florida 34206.

5. **REGISTERED AGENT.** The name and address of the initial Registered Agent of the Company is: Michael D. Horlick, 1314 East Venice Avenue, Suite D, Venice, Florida 34292.

6. **MANAGEMENT BY MANAGERS.** The Members of the Company shall not be Managers by virtue of their status as Members. The Company shall be a manager-managed limited liability company and shall be managed by one or more Managers appointed by the Members. The name and address of the initial Managers who shall manage the Company are as follows:

- Linda C. Smith, 5909 21st Street East, Bradenton, Florida 34206
- Jerald H. Smith, 5909 21st Street East, Bradenton, Florida 34206

7. **ADDITIONAL MEMBERS.** New Members may be admitted only upon the unanimous written consent of the Members and in accordance with restrictions set forth in the Operating Agreement of the Company.

8. **LIMITED LIABILITY.** No Member or Manager or agent of the Company shall be liable under a judgment or decree, or order of a court, or in any other manner for any debt, obligation, or liability of the Company.

H020001158144

Michael D. Horlick, P.A.
1314 E. Venice Ave., Ste. D
Venice, FL 34292
(941) 484-5656
FL Bar #: 0292583

H020001158144

IN WITNESS WHEREOF the undersigned has executed these Articles of Organization as of the 29th day of April, 2002.



Michael D. Horlick, Registered Agent and
Authorized Representative of
ONS-Telecom, LLC

“Member”

H020001158144

H020001158144

ONS-Telecom, LLC

Certificate of Designation of Registered Agent

Having been designated Registered Agent to accept service of process for the above stated **ONS-Telecom, LLC**, at the place designated in this Certificate, the undersigned, **Michael D. Horlick**, whose address is 1314 East Venice Avenue, Suite D, Venice, Florida 34292, does hereby accept the designation and agree to act in that capacity, and agrees to comply with the provisions of Florida Statutes relative thereto.


Dated: April 29, 2002.



Michael D. Horlick, Registered Agent

H020001158144

State of Florida



Department of State

I certify the attached is a true and correct copy of the Articles of Organization of ONS-TELECOM, LLC, a limited liability company organized under the laws of the state of Florida, filed on April 29, 2002, as shown by the records of this office.

I further certify the document was electronically received under FAX audit number H02000115814. This certificate is issued in accordance with section 15.16, Florida Statutes, and authenticated by the code noted below.

The document number of this limited liability company is L02000010261.

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
Thirtieth day of April, 2002

Authentication Code: 102A00026461-043002-L02000010261-1/1



CR2E022 (1-99)

Katherine Harris
Katherine Harris
Secretary of State

ONS-Telecom, LLC

Exhibit II

Management Profiles

ONS-Telecom, LLC Management Profiles

Jerry Smith - CEO & President

Mr. Smith is a co-founder, CEO and President of ONS-Telecom. He is also President of Telemetry Systems, Inc., a company he founded in 1998. Telemetry Systems, Inc. has approximately 40 employees, and average annual revenues of \$3 million. Mr. Smith has 30 years of experience in the data/telecommunications installation, testing and engineering field, including the installation of large digital switching systems, SONET, ATM, Frame Relay and other transport technologies. Mr. Smith retired from GTE-Florida as installation manager of digital switching and transmission systems in the Southern Division.

Mr. Smith is a licensed Alarm Contractor in the State of Florida, a BISCO member, and sits on the technical advisory committee of Manatee Community College in Bradenton, Florida.

Eston Kirby - Chief Operating Officer

Mr. Kirby has worked for several CLECs prior to joining ONS-Telecom. His areas of responsibility have included Network Planning, Engineering and Regulatory groups. Before working directly for CLECs, Mr. Kirby worked as a consultant from 1996-1998. His telecommunications expertise is focused in the areas of network planning, engineering and marketing, which draws from over twenty years experience with BellSouth Telecommunications.

Mr. Kirby's experience includes staff and management positions in marketing, engineering and network with BellSouth Telecommunications, Inc. (1968-1996). Specific areas of marketing responsibility in the telecommunications industry have included telecommunications product development, life-cycle product management, product support and new service implementation.

Mr. Kirby holds a BA in Business Administration from Furman University in Greenville, SC.

Carl A. Griswell, Jr. - VP Engineering & Operations

Mr. Griswell retired from BellSouth Corporation with 37 years of experience in the telecommunications industry mainly in the Atlanta, Georgia area. Mr. Griswell held responsibilities for the ongoing operations, technical support, and management of the voice and data networks. Mr. Griswell's career has also included experience in technical training, training course development, staff support of Operations, Administration, and Maintenance processes, and new product development and implementation.

Prior to joining ONS-Telecom, Mr. Griswell was employed by Network Telephone Corporation, a CLEC start-up headquartered in Pensacola, Florida. During his employment with Network Telephone, he was Senior Director - Engineering and Deployment with responsibilities for Project Management, Engineering, Installation and Deployment of a VODSL network.

Mr. Griswell holds an Associates Degree in Mechanical Technology from DeKalb Technical Institute, Georgia.

Michael Horlick – Secretary & Treasurer

Mr. Horlick is an attorney in private practice in Venice, Florida with over 30 years of experience in the areas of taxation, business law, corporate finance and business transactions.

Mr. Horlick received his J.D. from the College of William & Mary in 1973 and graduated from Michigan State University in 1968 with a B.A. in Economics. He is admitted to practice in the State of Florida, the United States Supreme Court and the United States Tax Court.

**ONS-Telecom, LLC
Management Profiles (Cont'd)**

Jamie Benecke – Customer Service Manager

Ms. Benecke brings twenty years of experience to ONS-Telecom in the areas of project management and telecommunications technology. Her experience comes largely from her 17-year tenure at AT&T where she worked as a communications technician, billing fraud investigator and project manager. She also spent 10 years in the National Guard and U.S. Army Reserves, where she served in various communications and technical support roles.

Ms. Benecke holds a Master's Certificate in Project Management from George Washington University, a Bachelor's Degree in Principles of Marketing from Johnson C. Smith University, NC and a certificate in Electronics Engineering from Johnson County Community College, KS.

ONS-Telecom, LLC

Exhibit III

Financial Statements

The confidential Financial Statements of the Applicant are being filed under separate cover.

These documents demonstrate Applicant's financial ability to provide the proposed services. Applicant is a privately-held corporation and as such its Financial Statements are not public information, but rather constitute confidential and proprietary information. These Financial Statements are therefore submitted under seal. Applicant respectfully requests that this confidential information not be provided to any party other than members of staff who need to review the material for evaluation of applicant's fitness to provide service.

AFFIDAVIT

I, M. Eston Kirby, Jr., COO of ONS Telecom, LLC certify that the attached audited financial statements of ONS Telecom, LLC, are true and correct.

M. Eston Kirby Jr.

M. Eston Kirby, Jr., COO
ONS Telecom, LLC
4485 Tench Road, Suite 220
Suwanee, GA 30024
Telephone: (678) 797-6530
Facsimile: (770) 405-3199

July 2, 2003

Date

Subscribed and sworn to before me

this 2nd day of July, 2003.

Patricia C. Whitley
Notary Public



ONS-Telecom, LLC

Exhibit III

Financial Information

The attached Exhibit will demonstrate that the applicant has:

1. Sufficient financial capability to provide the requested service within the State of Florida;
2. Sufficient financial capability to maintain the requested service;
3. Sufficient financial capability to meet its lease or ownership obligations.