

ORIGINAL

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In re: Complaint by BellSouth Tele-)
Communications, Inc., Regarding)
The Operation of a Telecommunications)
Company by Miami-Dade County in)
Violation of Florida Statutes and)
Commission Rules)

DOCKET NO. 050257-TL

FINAL EXHIBIT NOS. 172-178

20 of 29

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The Miami Herald

MARCH 11, 2006

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FINAL EDITION

MiamiHerald.com

MIAMI

Airport unveils upscale retail options

MIA showed off new retail stores opening in Central Terminal that it hopes will please passengers tired of dingy, no-name options.

BY STEVE HARRISON
sharrison@miamiherald.com

Passengers walking through the usually dreary Central Terminal at Miami International Airport may have noticed something new in recent weeks: Retail stores with recognizable names. Fetching merchandise. Inviting interiors.

After years of drab, no-name stores, MIA's efforts to improve shopping options for its 11 million passengers are starting to pay off. A Borders bookstore opened last week near Concourse G. A Brookstone opened in December, along with a high-end toy store, Mindworks.

"The retailing at this airport was stuck in the 1970s," said Henry Leace, owner of Havana Shirt Store, which will open this weekend.

After passengers consistently gave MIA poor marks in surveys for its retail and food choices, the airport has been trying to attract national brands — and shake up a system notorious for awarding contracts to the most politically connected, rather than best-quality, retailers.

Thirteen stores are already open; another seven will open by August.

John Stol of Colombia travels through MIA about 15 times a year. Browsing in a Hudson News on Friday, he said he appreciated the new stores.

"This is top of the line," he said. "Look, I'm going to spend \$30 or \$40

*TURN TO RETAIL, 27A

Final Exhibit
No. 172

MIAMI

Airport shops improve

DETAIL, FROM 1A

n magazines. The airport still looks horrible, but this step looks good."

The new stores are in concourses E, F, G and H. Proposals for a massive retail contract were due Friday for the still-under-construction North Terminal and the South Terminal, which is scheduled to open late this year or in the spring.

MIA previously handled its food and retail contracts through "management agreements." The airport spent its own money outfitting the stores, which meant less risk or retailers. In return, the airport received a high percentage of revenues compared to peer airports — about 30 percent on average, said Patricia Ryan, director of commercial operations for MIA.

The problem: Neither the airport or the vendors did much to keep the stores looking good. The enormous influence county commissioners have over awarding contracts at MIA discouraged some national chains from doing business at MIA; some brands such as Disney believed the airport was closed to outsiders.

PASSENGERS LOST

The result: Passengers were frustrated, and the lack of retail and restaurant options was another reason MIA lost passengers to Fort Lauderdale-Hollywood International Airport.

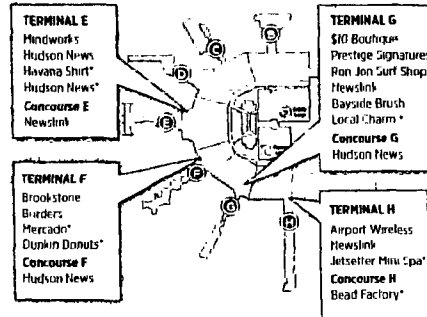
MIA's overhaul will increase the number of stores in the Central Terminal from nine to 23 and nearly double the retail space from 14,200 to 27,000 square feet.

But to entice brands such as Brookstone, MIA is receiving a much smaller percentage of sales. The average take of revenue is a little over 15 percent.

That means the airport must double the per-square-foot sales to break even.

AIRPORT RETAIL

New retail shops at Miami International Airport



Terminals represent ticketing areas
Concourse refers to areas past security checkpoints

* not open yet

SOURCE: Miami International Airport

THE MIAMI HERALD

"Our revenues aren't going to be much higher than they were in the past," Ryan said. "But it's important to recognize what consumers want. And when you do that, we'll have a much happier person traveling through Miami — and it's more likely they'll choose Miami again."

The five-year contract for Central Terminal retail stores was awarded to Westfield Concessions Management, an Australian firm. The stores were supposed to open by last summer, but unexpected problems involved in installing fire and safety systems in the old building caused a delay.

Sirgany Century, which operated most of the Central Terminal stores under management agreements, is no longer at the airport.

One concern about the new stores is whether there will be enough passenger traffic in 2007 for them to be profitable.

When the new, \$800 million South Terminal opens in

early 2007, many of the airlines now located in concourses F and G will leave. Faced with the prospect of empty concourses, MIA once considered mothballing Concourse G, but now it hopes it can house low-cost carriers such as JetBlue.

\$2 MILLION DEAL

Ryan noted that Westfield understood that 22 airlines such as Lufthansa, Air France and Alitalia would move when the terminal opens. The airport is guaranteed just under \$2 million from the deal.

Even if new carriers don't open in Central Terminal, she said, there will be plenty of traffic. Passengers connecting from Europe to Latin America with three- or four-hour layovers will walk the airport looking for something to do.

The stores' opening means the airport is trying to end what some called Central Terminal's "flea market" look, or the operation of some businesses in the corridors.

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Breaking news

Monday May 15 2006

Posted on Mon May 15, 2006

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MIA debuts retail shops

By Miami Herald Staff
 miamiherald.com

Miami International Airport is unveiling the grand opening of more than a dozen name-brand shops in its Terminal E today with the slogan, "100% Pure Miami Shopping," for airport users.

Mindwords, Brookstone and Havana Shirt Shop are among the name-brand stores opening with a ceremony being attended by county and business officials including County Mayor Carlos Alvarez and Greater Miami Convention and Visitors Bureau President and CEO William D. Tabert III.

MIA's Central Terminal Retail Program emphasizes local as well as name-brand shopping at the facility. Monday's grand opening comes during National Tourism Week.

For info on upcoming events in YOUR community, visit our website or call 305.751.4866

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Mia Airport

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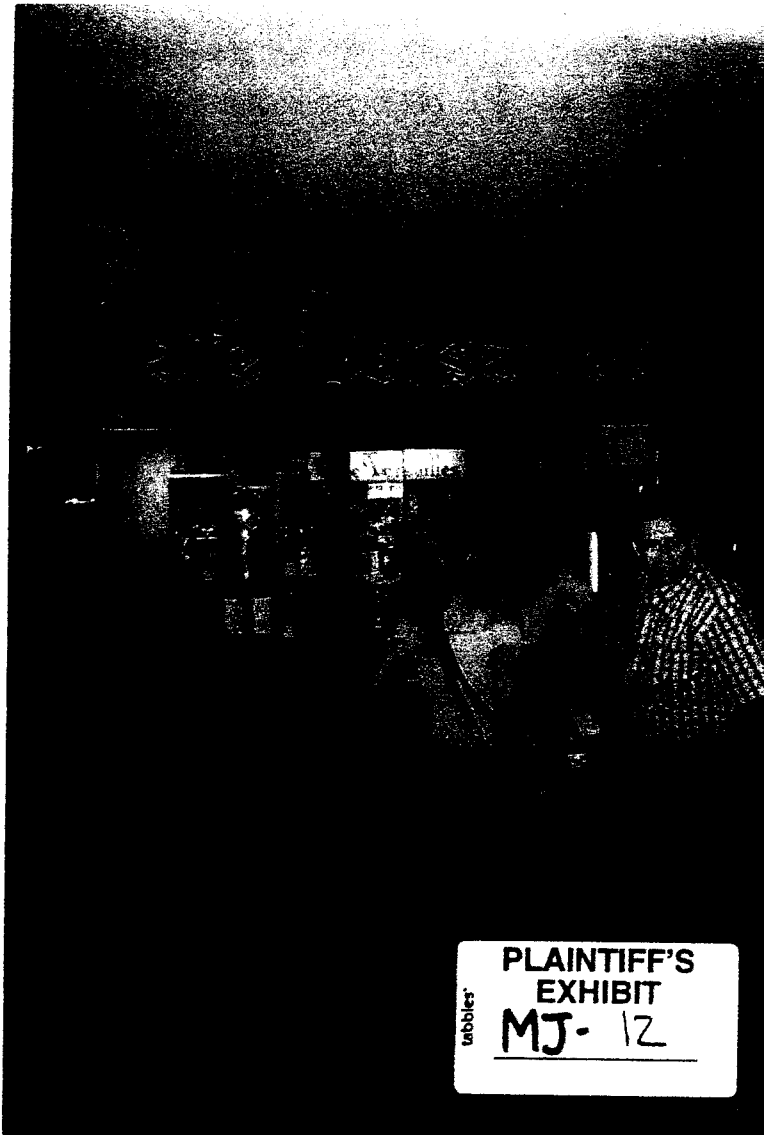
Miami Hotels

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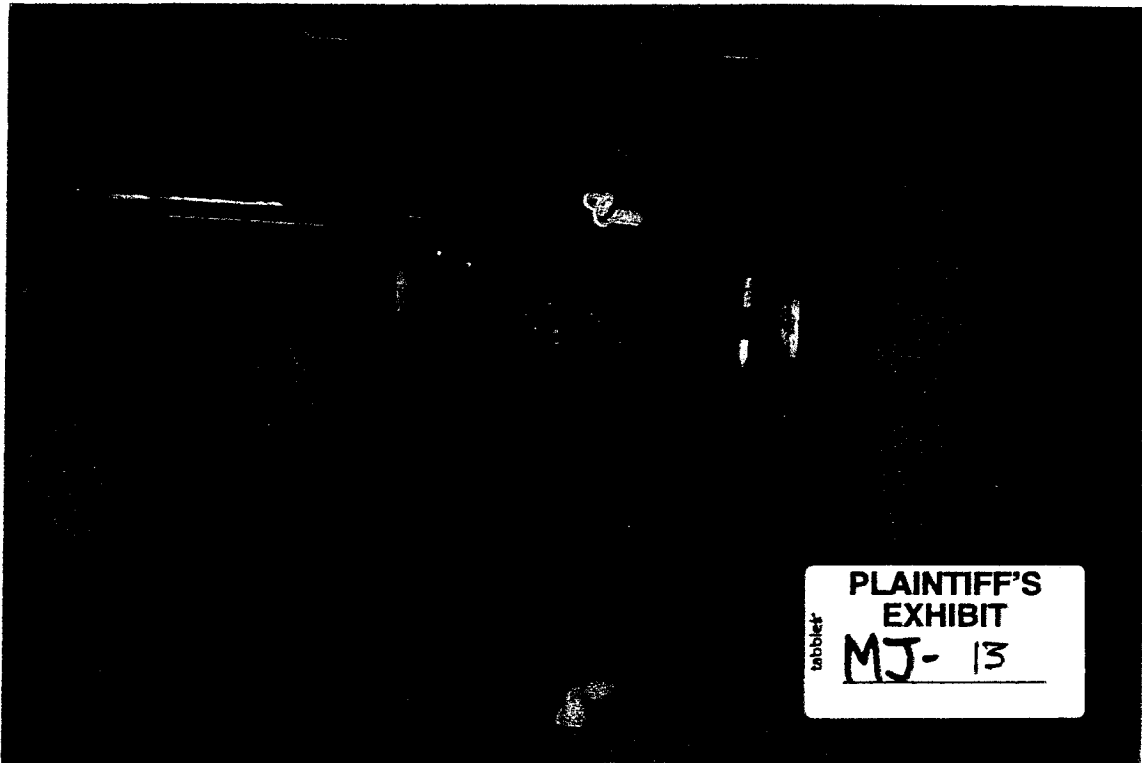




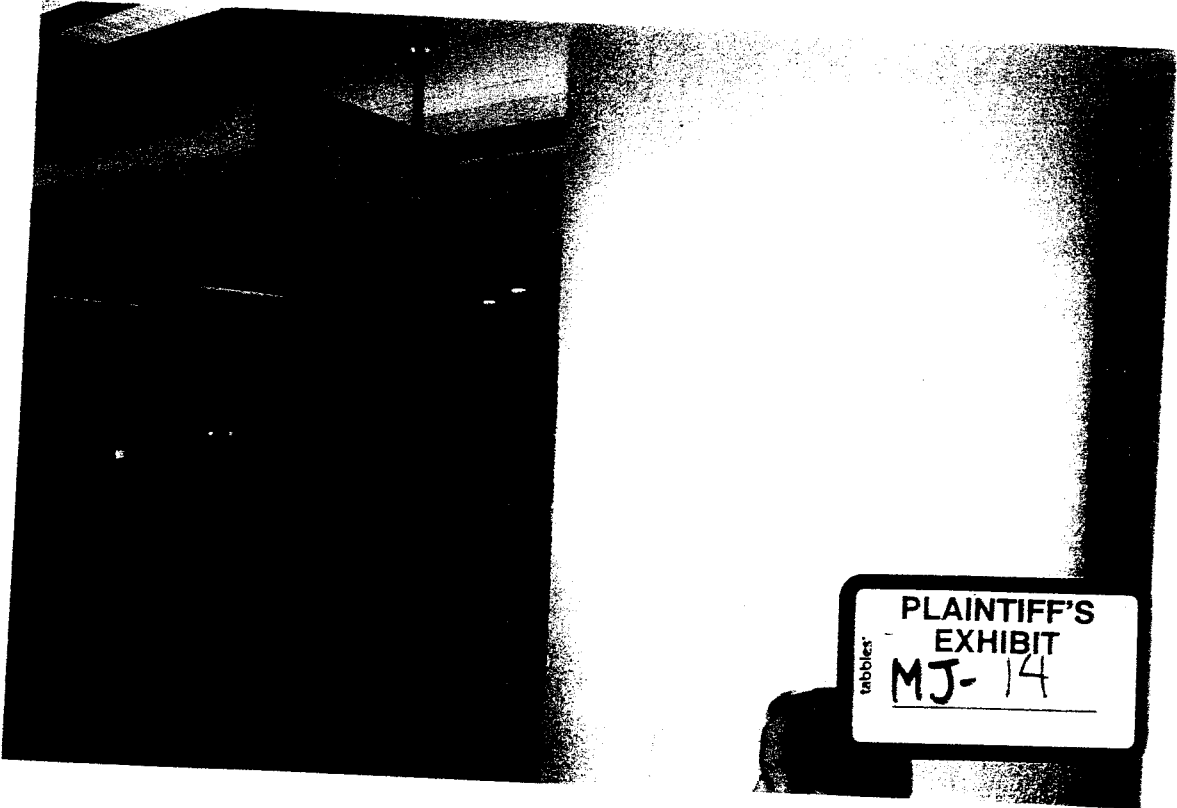
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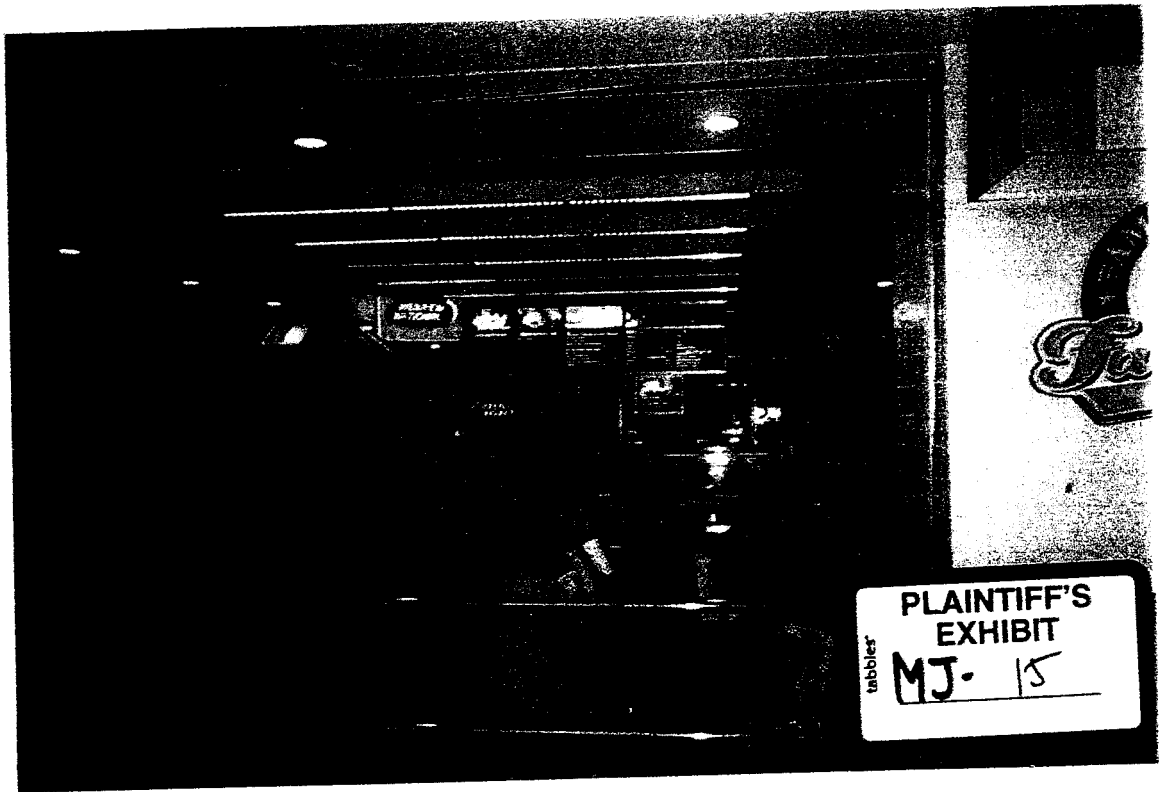
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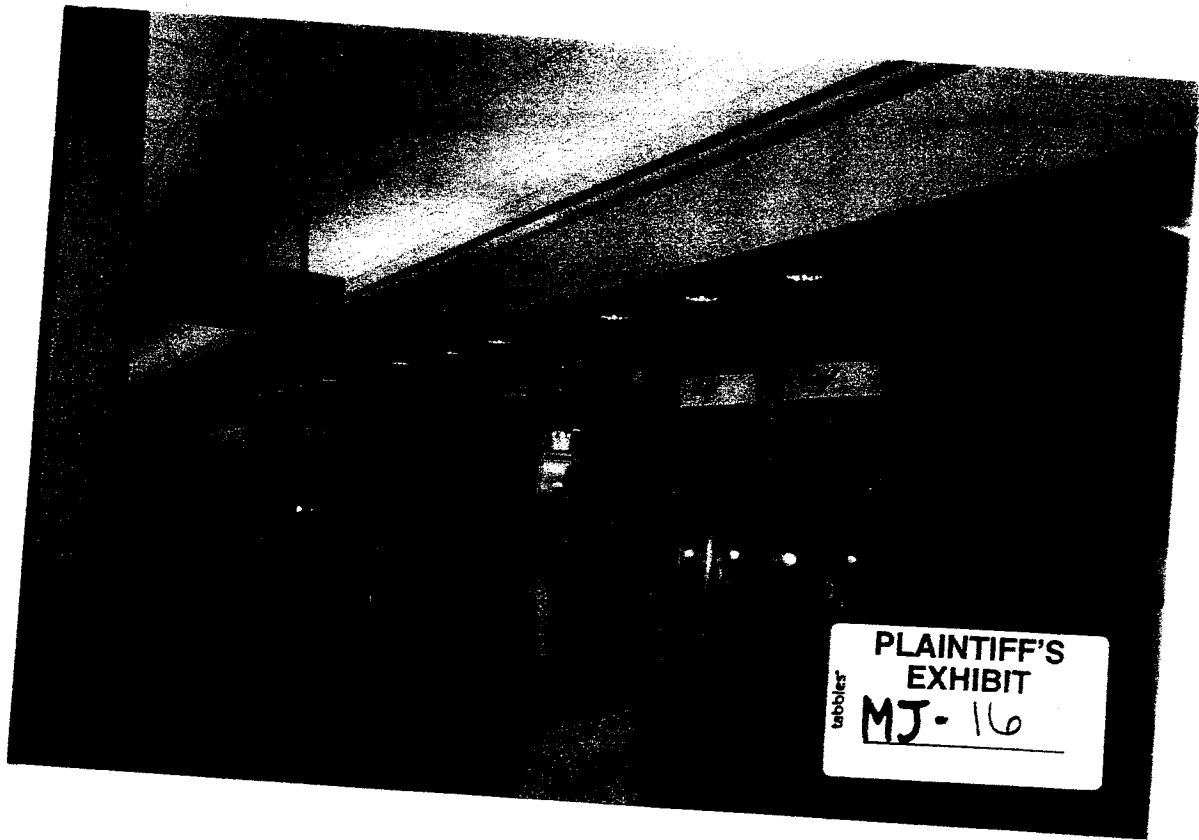
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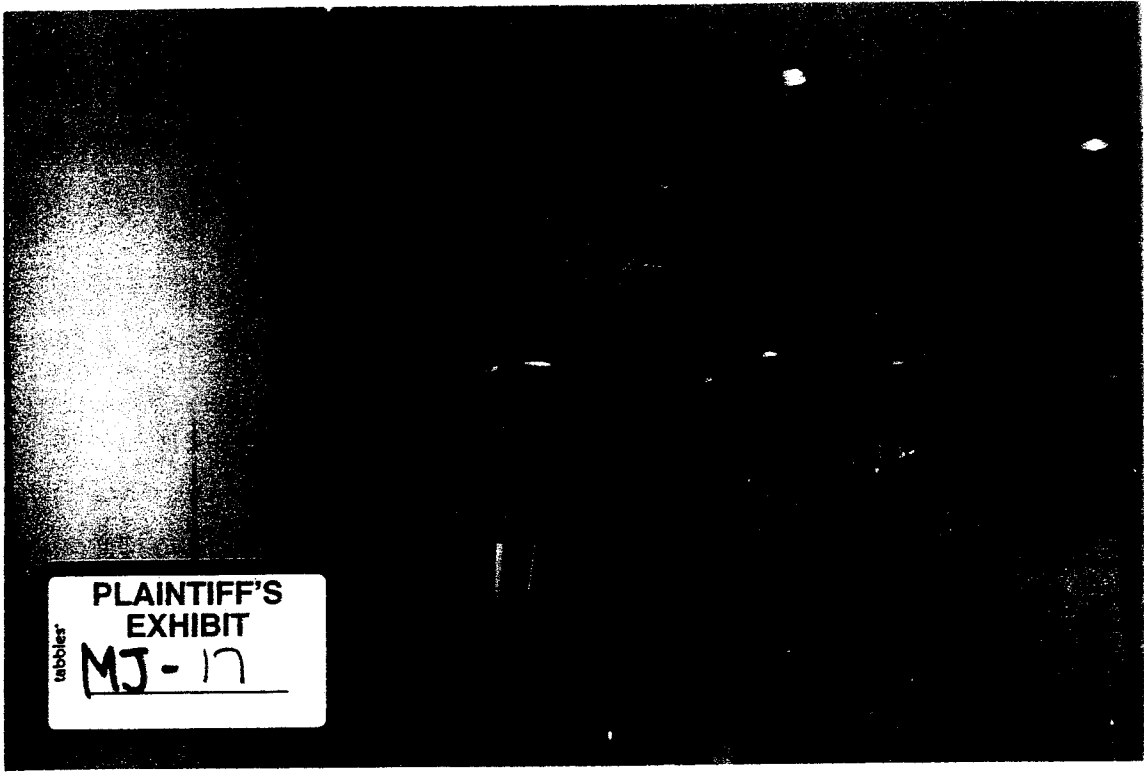


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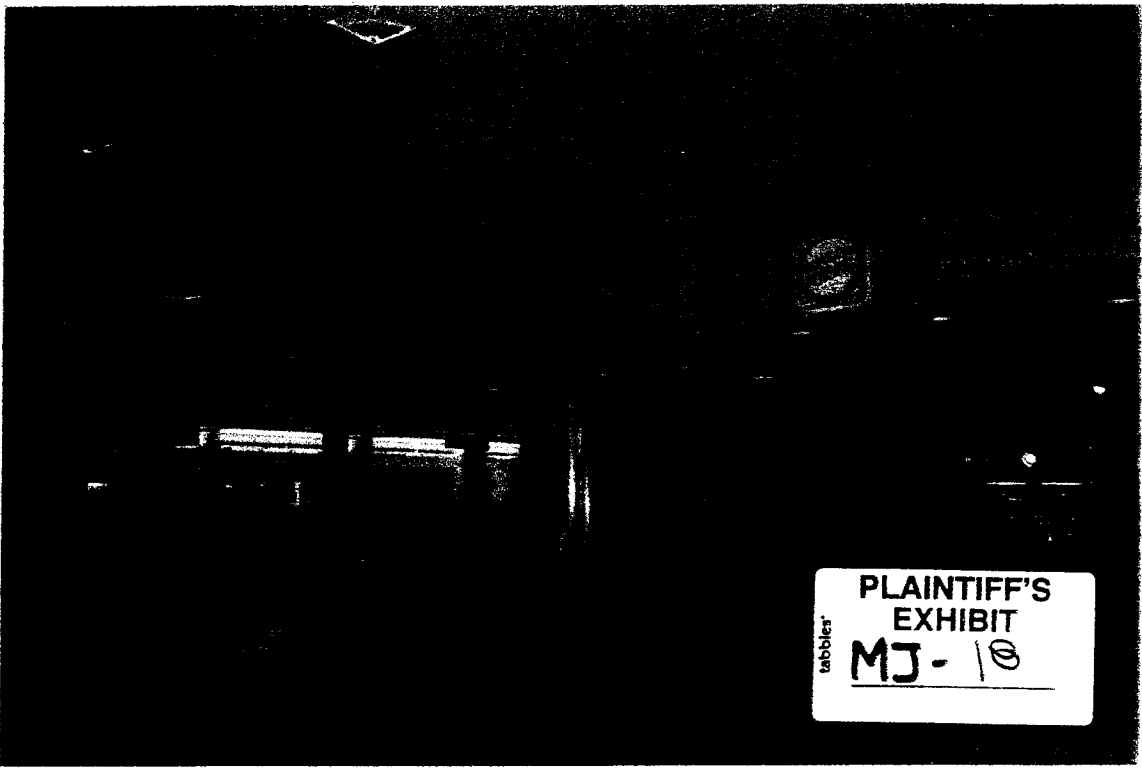


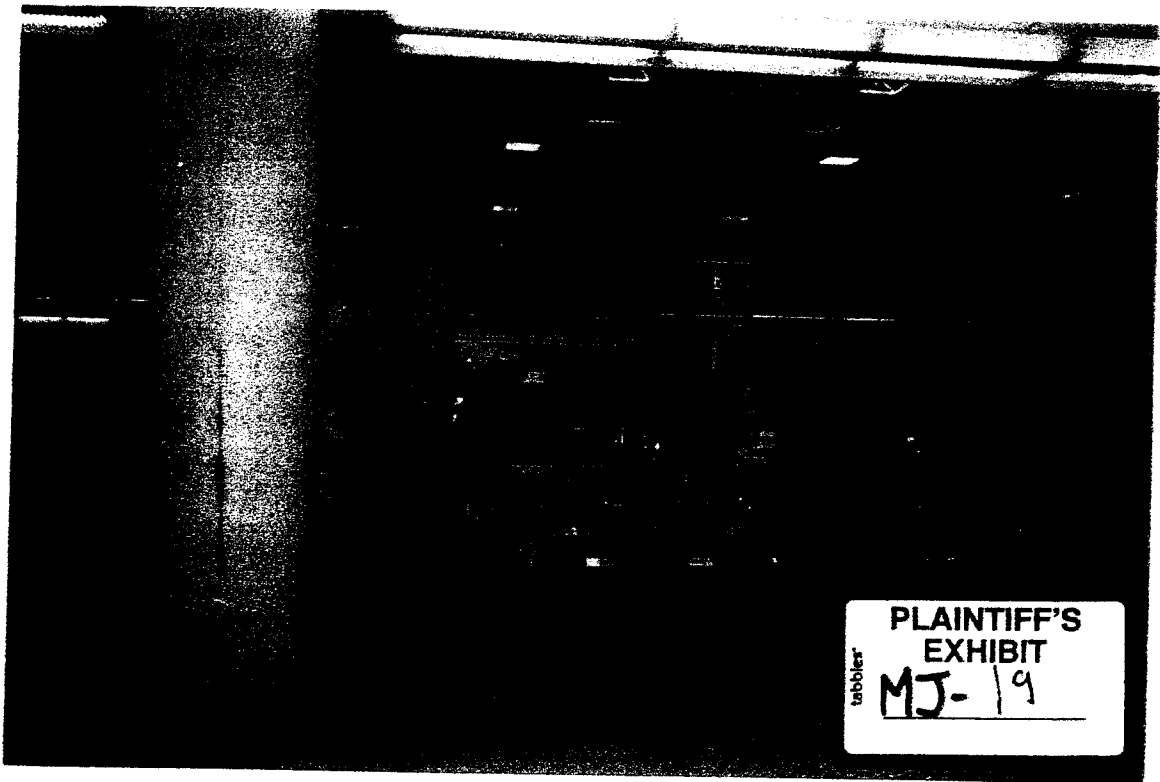
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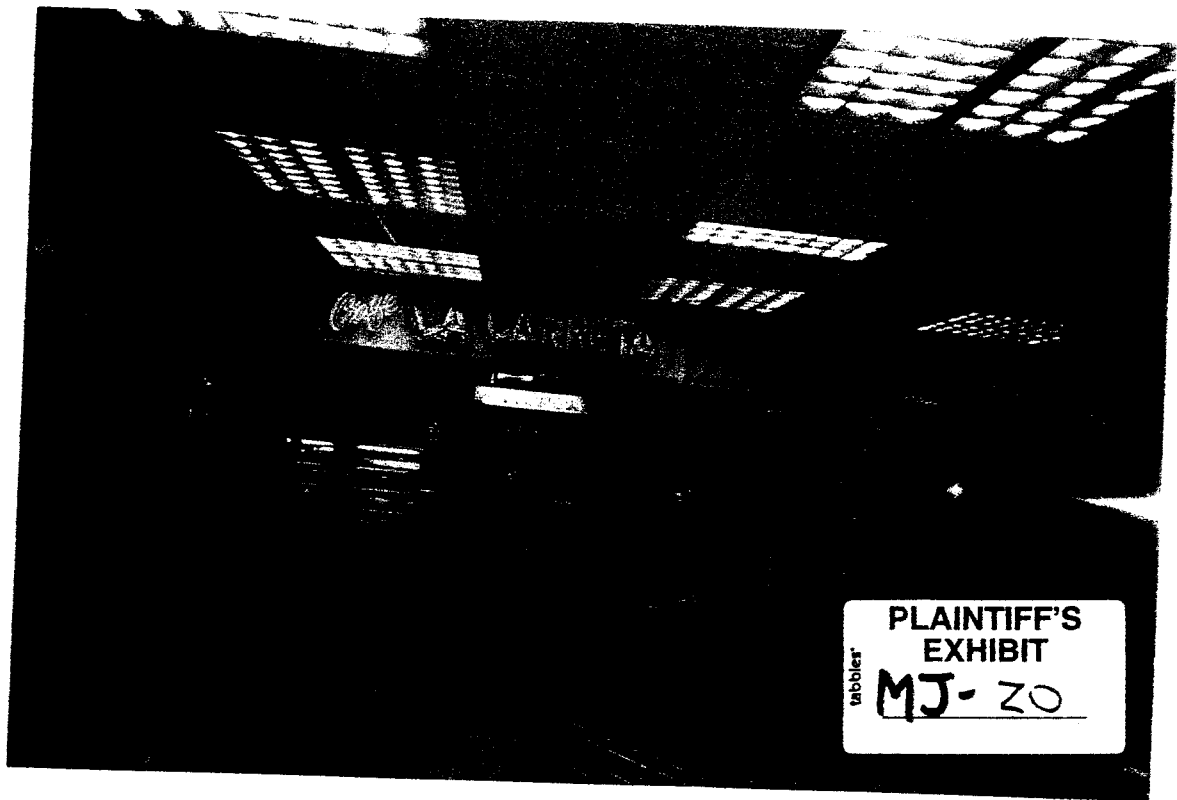




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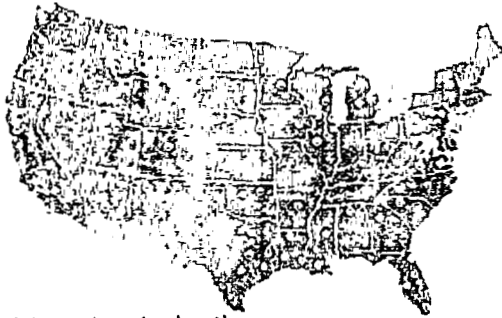


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CORPORATE OVERVIEW

Williams Communications Solutions, LLC (Williams)



• Sales and service locations

Our end-to-end network support solutions include a diverse portfolio of full service products from the industry's leading data, voice, and video manufacturers, as well as value-added services that include configuration, design, installation, maintenance, and monitoring of mission-critical voice and data networks.

Founded April 30, 1997, when WilTel Communications Systems and Nortel customer premise equipment sales and service merged to form the Williams company that currently serves more than 123,000 customer sites. We offer the industry's leading service and support organization with over 110 sales and service locations, 83 material distribution centers, 2,500 fully equipped service vehicles and a staff of 6,400 highly qualified communications professionals.

Williams & Nortel Networks

What do
you
want the
Internet
to be? "

As its largest authorized distributor, Williams Communications maintains a close relationship with Nortel Networks, a global telecommunications leader. Nortel Networks had 1999 revenues of \$22.2 billion and builds networks that power businesses worldwide. These networks apply high-capacity, digital communications technology to meet customer needs through the integration of products and services. Nortel Networks owns a thirty percent (30%) minority interest in Williams.

Williams Corporate Organization

With headquarters in Houston, TX, Williams operates throughout North America in four (4) territories: the Northeast, Central, West, and Canada, in addition to National Accounts and Federal Systems sales organizations. Each territory is managed by a senior vice president and general manager, providing a structure that effectively aligns the organization with customers on a localized basis.

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BS V. MDC(1) 000211



CORPORATE OVERVIEW - CONTINUED

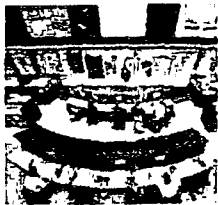


Williams Communications Solutions (NYSE: WCG) is a business unit of Williams Communications, one of the Williams Companies, Inc., (NYSE: WMB) based in Tulsa, OK. Williams Communications provides a full range of products and services that include network services – fiber-optic based multimedia transmission and professional telecommunications services and advanced network applications – value-added capabilities that target specialized markets and capitalize on the company's fiber-optic and satellite networks

Williams Sales Volume for the Last Three Years

Williams Communications Solutions, LLC (Williams) founded in 1997 had its revenues in 1999 grow by 160.3 million to \$1.7 billion, making Williams the largest North American single-source provider of business communications equipment and multimedia integration services for data, voice, video, and advanced applications

Williams Industry-Leading Service and Support



Backed by the extensive resources of the National Technical Resource Center (NTRC) in Houston, Williams is uniquely suited to offer customers world-class service and support with end-to-end network support solutions and round-the-clock service in support of business customers 24 hours a day, seven (7) days a week, 365 days a year

On-line, real-time monitoring services and comprehensive network services solutions from Williams Communications Solutions include: PBX monitoring, Simple Network Management Protocol (SNMP) monitoring of wide area networks (WANs) hubs, routers and switches, Internet technical support and Network Operating System support for Novell Netware, Banyan Vines and Microsoft Windows NT servers and hardware. The NTRC also features a fully automated and centralized order entry facility and an industry accredited multi-disciplined, engineering assistance center. In addition, a 22,000 square foot training center provides customers and employees with access to a high-tech facility that offers a wide range of technical certification and non-technical classes.





CORPORATE OVERVIEW - CONTINUED

NORTEL NETWORKS

CISCO SYSTEMS

NEC

Octel

INTEGRATED DATA SYSTEMS

3COM CORPORATION



SWITCHVIEW

Williams offers business customers proven and reliable communications solutions for their unique business needs. The company's strong alliances with best-in-class manufacturers and independent vendor relationships enable it to provide the most responsive business communications solutions to organizations throughout North America.

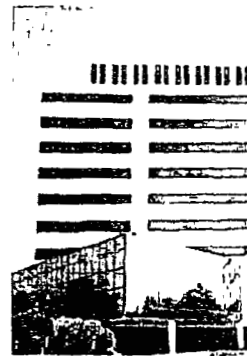
Williams is a powerful new technology resource in today's enterprise network environment with both a North American reach and an extensive local presence. The company's diverse product offerings include full-service data, voice, and video products from Nortel Networks, Cisco, NEC, OCTEL, and 3Com among others.

Advanced Services and Applications

Williams' extensive capabilities also include fully dimensional network systems integration services. Highly skilled specialists, from our Enterprise Integration Services (EIS), work with organizations to design, procure, install and support complex network environments deploying best-of-breed products from leading data manufacturers.

Williams is responding to the rapidly growing market of call centers by offering customers advanced call center solutions. Companies can rely on Williams Call Center Applications Team (CCAT) to provide a fully integrated call center application customized to their specific business environment.

Utilizing sophisticated call handling techniques and leading-edge technologies such as Computer Telephony Integration (CTI) and Integrated Voice Response (IVR), the call center experts at Williams are delivering leading-edge solutions to help organizations increase levels of responsiveness to their valued customers. Our CCAT provides pre-sales support and project integration, while our CTI lab team provides advanced software products and customized software solutions that provide the means to successfully weave the work of CTI and IVR products.



Williams CTI Lab in Woodbridge, NJ



CORPORATE OVERVIEW - CONTINUED

Williams and the Miami International Airport

Williams Communications Solutions, LLC, (Williams), owns and operates a "State-of-the-Art" fiber optic based Shared Airport Tenant Service's (SATS) Enterprise Network at Miami International Airport (MIA). Williams SATS's fiber optic network spans the approximately 25 square mile MIA complex with a network of eight million feet of fiber optic cable providing the only fiber optic network dedicated solely to MIA tenants. Williams' fiber based high-speed digital backbone provides the technologically advanced data, video, and voice applications required for the safe and efficient operation of the Airport.



Over seventy tenants at the Airport subscribe to Williams' services. The following is a partial list of those subscribers:



- Miami-Dade Aviation Department
- Centers for Disease Control
- American Airlines
- United Airlines
- TWA
- Continental Airlines
- British Airways
- Sirgany
- Miami Duty Free
- Host Marriott
- Dade County Fire & Police
- United States Department of Agriculture/APHIS

These subscribers have the option of selecting from a wide array of SATS's offerings that benefit their operations at MIA. An overview of the available SATS services includes: LAN connectivity between locations, subscribers, and software applications; LAN management; high and low speed digital data links; software for network applications; fiber optic and copper cables; toll fraud monitoring; fiber based cameras; ADA compliant systems; blue light phones for emergencies, paging systems; voice mail, design, engineering and installation of communications conduit and electrical systems, and telephone service.



CORPORATE OVERVIEW - CONTINUED

Examples of these services are: high-speed data links for the FAA, MIA Hotel, Continental Airlines, Money Exchange, United Airlines, and MDAD; fiber optic and high speed data cabling for American Airlines, Continental Airlines, British Airways, and MDAD, LAN hubs, routers, monitors, management, cabling, and maintenance for MDAD's Token Ring, and Ethernet LANs; data connectivity for Honeywell environmental monitoring circuits; ADA compliant text to speech Flight Information Display System (FIDS); communications conduit and electrical systems for American Airlines, United Airlines, all management firms, and MDAD; PC based emergency notification system for the MIA community; and the digital communications system that provides fiber based telephone service to approximately 8,000 phones at MIA.

Williams Service Excellence



To operate, manage, engineer, program, install, maintain, and market the SATS system requires, on a daily basis, a staff of thirty to forty persons. Williams and its subcontractors have the people, the experience, and the capability to professionally meet the SATS's staffing requirements. Williams's diverse staff includes highly skilled technicians and engineers from all

sectors of the Miami-Dade County Community. From an operational and technological standpoint the existing SATS system meets MDAD's and the MIA tenant's advanced communications requirements.

Your communications system from Williams comes with a warranty for one (1) year after installation on both parts and labor. Equally as important, it comes with the expertise and dedication of the Williams team of business communications professionals – the people who stand behind your system. The Williams account support team evaluates your system to ensure it meets your changing business needs and recommends ongoing strategies and enhancements to ensure that your organization is well positioned to achieve your overall business objectives.

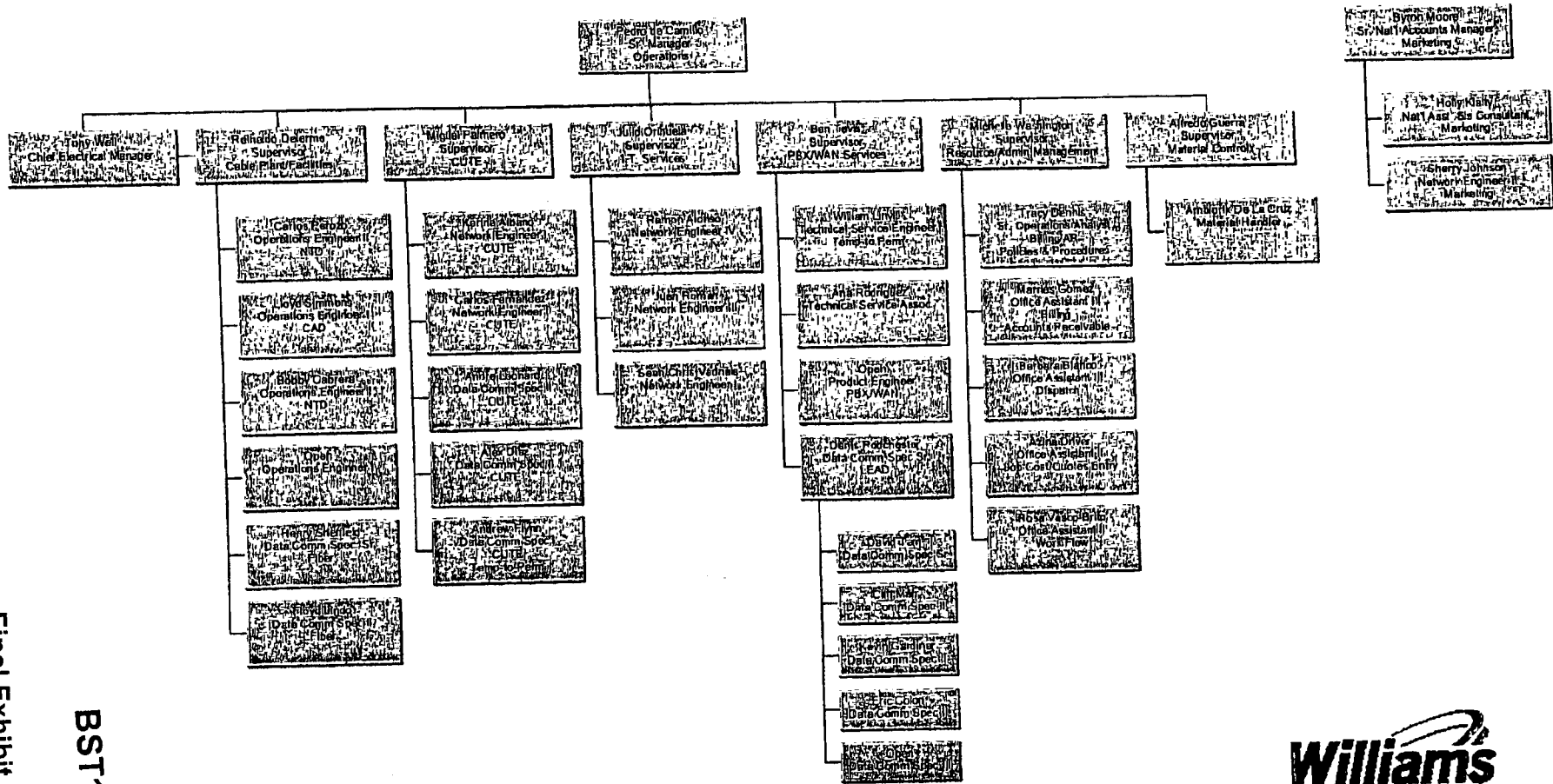


CORPORATE OVERVIEW - CONTINUED

At Williams, our employees are dedicated to the *Team Service* philosophy of *working together more effectively for the good of the customer*. We're mutually focused on our customers' success by supporting their changing business requirements with responsive and insightful business communications solutions. We're committed to helping our valued customers better serve their customers so that they can realize new levels of customer satisfaction and maintain an advantage in today's highly competitive marketplace.



Williams - MDAD Outsourcing - Organization Chart



Revised 3/23/01



Final Exhibit
No. 177

BST1691

Florida Airport Managers Association

Resolution

93-2

WHEREAS, the membership of the Florida Airport Managers Association includes every international airport, commercial service airport and reliever airport in Florida and a vast majority of the general aviation airports in the Sunshine State; and

WHEREAS, the Public Service Commission (PSC) currently has before it a petition in Docket No. 910869-TL relating to clarification of the rule regarding establishment of demarcation points for telephone service in Florida; and

WHEREAS, airports have a unique role in providing safe, efficient and secure air transportation services to passengers and cargo; and

WHEREAS, the PSC by Order No. 17111 in Docket No. 860455-TP confirmed the validity of "shared tenant service" (STS) as a telecommunication service authorized by section 364.339, Florida Statutes, and in such order also determined that "Airports are unique facilities, generally construed as being operated for the convenience of the traveling public," and that "Because of the unique nature of the airport, we consider it to be a single building," (page 18, Order No. 17111); and

WHEREAS, the PSC subsequently adopted rules relating to shared tenant services and provided in Rule No. 25-24.580 that "Airports are exempted from the STS rules due to the necessity to ensure the safe and efficient transportation of passengers and freight through the airport facility"; and

WHEREAS, the PSC also provided in Rule No. 25-24.575(1) that "all shared tenant service providers shall allow local exchange companies direct access to tenants who desire local service from the local exchange company instead of the shared tenant service provider"; and

WHEREAS, because of the aforesaid unique role played by airports, it is critically important for airports desiring to provide shared tenant services to be able to establish the demarcation points on and about the boundaries of the airports, in order for airports themselves to clarify where the local exchange company service should end and that of the airports should begin; and

WHEREAS, because of the complexity and constantly changing nature of building construction at airports, and because of the relative permanence of runways, taxiways and aircraft aprons, through which are or may be installed conduit and ductbanks for carrying telecommunication cables, it is both inconsistent with the security needs of the airport and difficult if not impossible to permit local exchange carriers to have direct access to customers by way of separate or parallel conduit and/or cable to be installed and maintained by the local exchange company; and

WHEREAS, airports desiring to provide STS at their facilities and to establish demarcation points at and about their boundaries should recognize the legitimacy of compensating local exchange carriers for their inside wire located on the airport campus beyond the demarcation points so established; and

WHEREAS, all tenants and users of an airport's terminal facility are fulfilling an aviation activity, given the airport's need for providing only those services that are required or expected by passengers or cargo companies and given the need for making certain that security and safety considerations are given absolute priority, and

WHEREAS, even though the PSC has stated in Order No. 17111 that extending local telephone sharing to "hotels, shopping malls and industrial parks" on the airport campus requires the airport to become certificated as an STS provider, the PSC should become

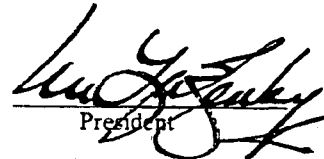
aware that tenants and users of air field facilities may or may not be fulfilling an aviation purpose, depending on their function and depending on whether the Federal Aviation Administration recognizes such activity as fulfilling an aviation function and permits the airport to expend airport funds to support such activity;

NOW, THEREFORE, BE IT RESOLVED by the FLORIDA AIRPORT MANAGERS ASSOCIATION, on behalf of itself and its constituent members (hereafter "FAMA"), at its annual meeting of 1993 held in Sanibel, Florida, that:

1. FAMA finds and determines that the preambles are true and correct;
2. FAMA urges the Public Service Commission to effect a change in the demarcation rules now applicable throughout Florida so that airports, desiring to provide STS services at their facilities, may determine the demarcation points at and about the boundaries of the airports,
3. FAMA urges the PSC to effect a change in its rules so that airports providing STS services at their facilities may comply with the direct access rules by permitting local exchange companies to make use of the airport's existing or planned conduit or cable, provided that the quality of such equipment is equal to or greater than that of the local exchange carrier and the compatibility of such equipment to that of the local exchange users;
4. FAMA urges the PSC to recognize that, for STS purposes, any tenant or user of a terminal facility of an airport is fulfilling an aviation purpose merely by being a tenant or user of such terminal facility and that no STS certification should be required for providing local telephone sharing to such tenants or users;
5. FAMA urges the PSC to recognize that a tenant or user of an airport field facility may or may not be fulfilling an aviation purpose depending on the activities of such tenant or user and depending on whether the Federal Aviation Administration recognizes such activity as an aviation activity and permits the expenditure of airport funds to support such activity; and
6. FAMA recognizes the legitimacy of the obligation of any airport, desiring to provide STS services and to establish demarcation points at such airports, to compensate the local exchange carrier for the carrier's inside wire located beyond such demarcation points, in accordance with rules or guidelines provided by the PSC.

ATTEST:


Secretary-Treasurer


President

Adopted by the Association at
its annual business meeting in
Sanibel Harbour, Florida, this
11th day of August, 1993

BST 18106

