

080173-TX

FLORIDA PUBLIC SERVICE COMMISSION
DIVISION OF COMPETITIVE MARKETS AND ENFORCEMENT
APPLICATION FORM
for
AUTHORITY TO PROVIDE COMPETITIVE LOCAL EXCHANGE
TELECOMMUNICATIONS COMPANY SERVICE
WITHIN THE STATE OF FLORIDA

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COMMISSION
CLERK

Instructions

- A. This form is used as an application for an original certificate and for approval of sale, assignment or transfer of an existing certificate. In the case of a sale, assignment or transfer, the information provided shall be for the purchaser, assignee or transferee (See Page 8).
- B. Print or type all responses to each item requested in the application. If an item is not applicable, please explain.
- C. Use a separate sheet for each answer which will not fit the allotted space.
- D. Once completed, submit the original and two (2) copies of this form along with a non-refundable application fee of \$400.00 to:

**Florida Public Service Commission
Division of the Commission Clerk and Administrative Services
2540 Shumard Oak Blvd.
Tallahassee, Florida 32399-0850
(850) 413-6770**

CMP 1 E. A filing fee of \$400.00 is required for the sale, assignment or transfer of an existing
COM _____ certificate to another company (Chapter 25-24.815, F.A.C.).

CTR _____ F. If you have questions about completing the form, contact:
ECR _____

GOL _____ **Florida Public Service Commission
Division of Competitive Markets and Enforcement
2540 Shumard Oak Blvd.
Tallahassee, Florida 32399-0850
(850) 413-6600**
GPC _____
RCA _____
SCR _____
SGA _____

SEC _____
OTH _____
FORM PSC/CMP-8 (01/06)
Required by Commission Rule Nos. 25-24.810,
and 25-24.815

Note: To complete this interactive form
using your computer, use the tab key
to navigate between data entry fields.

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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 rather than apply for a new certificate.

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

2. Name of company: Preferred Long Distance, Inc.

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

Preferred Long Distance, Inc.

4. Official mailing address:

Street/Post Office Box: 16830 Ventura Boulevard, Suite 350
City: Encino
State: California
Zip: 91436

5. Florida address:

Street/Post Office Box: Applicant will not maintain offices in Florida.
City:
State:
Zip:

6. Structure of organization:

Individual
 Foreign Corporation
 General Partnership
 Other,

Corporation
 Foreign Partnership
 Limited Partnership

7. **If individual**, provide:

Name: Inapplicable
Title:
Street/Post Office Box:
City:
State:
Zip:
Telephone No.:
Fax No.:
E-Mail Address:
Website Address:

8. **If incorporated in Florida**, provide proof of authority to operate in Florida. The Florida Secretary of State corporate registration number is: Inapplicable

9. **If foreign corporation**, provide proof of authority to operate in Florida. The Florida Secretary of State corporate registration number is: FO8000000860

10. **If using fictitious name (d/b/a)**, provide proof of compliance with fictitious name statute (Chapter 865.09, FS) to operate in Florida. The Florida Secretary of State fictitious name registration number is: Inapplicable

11. **If a limited liability partnership**, please proof of registration to operate in Florida. The Florida Secretary of State registration number is: Inapplicable

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

Name: Inapplicable
Title:
Street/Post Office Box:
City:
State:
Zip:
Telephone No.:
Fax No.:
E-Mail Address:
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 is: Inapplicable

14. Provide **F.E.I. Number**(if applicable): 95-4529940

15. Who will serve as liaison to the Commission in regard to the following?

(a) The application:

Name: Andrew O. Isar
Title: Miller Isar, Inc.
Street name & number: 7901 Skansie Avenue, Suite 240
Post office box:
City: Gig Harbor
State: WA
Zip: 98335
Telephone No.: 253.851.6700
Fax No.: 866.474.3630
E-Mail Address: aisar@millerisar.com
Website Address: www.millerisar.com

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

Name: Keith Nussbaum
Title: Executive Vice President
Street name & number: 16830 Ventura Boulevard, Suite 350
Post office box:
City: Encino
State: California
Zip: 91436
Telephone No.: 818.380.9090
Fax No.: 818.380.9099
E-Mail Address: Keith@preferredlongdistance.com
Website Address: <http://www.preferredld.com/>

(c) Complaints/Inquiries from customers:

Name: Keith Nussbaum
Title: Executive Vice President
Street/Post Office Box: 16830 Ventura Boulevard, Suite 350
City: Encino
State: California
Zip: 91436
Telephone No.: 818.380.9090
Fax No.: 818.380.9099
E-Mail Address: Keith@preferredlongdistance.com
Website Address: <http://www.preferredld.com/>

16. List the states in which the applicant:

(a) has operated as a Competitive Local Exchange Telecommunications Company.

Applicant currently operates in the States of California, Colorado, Illinois, Iowa, Minnesota, New Mexico, Texas, Utah, and Washington.

(b) has applications pending to be certificated as a Competitive Local Exchange Telecommunications Company.

Applicant has applications pending to be certificated as a Competitive Local Exchange (and interexchange) Telecommunications Company in the States of Indiana, Missouri, Ohio, and Wisconsin.

(c) is certificated to operate as a Competitive Local Exchange Telecommunications Company.

Please refer to response in 16(a) supra.

(d) has been denied authority to operate as a Competitive Local Exchange Telecommunications Company and the circumstances involved.

Applicant has never been denied authority to operate as a Competitive Local Exchange Carrier or other telecommunications service provider.

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

Applicant has not been the subject of regulatory penalties imposed for violations of telecommunication statutes or regulations.

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

Applicant has not been the subject of civil court proceedings with an interexchange carrier, local exchange company, or other telecommunications entity.

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

(a) adjudged bankrupt, mentally incompetent (and not had his or her competency restored), or found guilty of any felony or of any crime, or whether such actions may result from pending proceedings. If so, provide explanation.

No officer, director, or stockholder has been adjudged bankrupt, mentally incompetent, nor been found guilty of any felony or crime.

(b) granted or denied a competitive local exchange certificate in the State of Florida (this includes active and canceled competitive local exchange certificates). If yes, provide explanation and list the certificate holder and certificate number.

No officer, director, or stockholder has been granted or denied a competitive local exchange certificate in the State of Florida.

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

No officer, director, or stockholder is an officer, director, partner or stockholder in any other Florida certificated or registered telephone company.

18. Submit the following:

(a) Managerial capability: resumes of employees/officers of the company that would indicate sufficient managerial experiences of each.

(b) Technical capability: resumes of employees/officers of the company that would indicate sufficient technical experiences or indicate what company has been contracted to conduct technical maintenance.

(c) Financial Capability: applicant's audited financial statements for the most recent three (3) years. If the applicant does not have audited financial statements, it shall so be stated. 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.

THIS PAGE MUST BE COMPLETED AND SIGNED

REGULATORY ASSESSMENT FEE: I understand that all telephone companies must pay a regulatory assessment fee. Regardless of the gross operating revenue of a company, a minimum annual assessment fee, as defined by the Commission, is required.

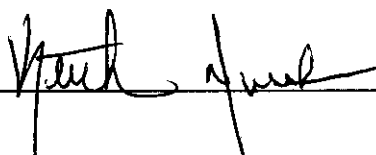
RECEIPT AND UNDERSTANDING OF RULES: I acknowledge receipt and understanding of the Florida Public Service Commission's rules and orders relating to the provisioning of competitive local exchange telecommunications company (CLEC) service in Florida.

APPLICANT ACKNOWLEDGEMENT: 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 competitive local exchange telecommunications company service in the State of Florida. I have read the foregoing and declare that, to the best of my knowledge and belief, the information is true and correct. I attest that I have the authority to sign on behalf of my company and agree to comply, now and in the future, with all applicable Commission rules and orders.

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

Company Owner or Officer

Print Name: Keith Nussbaum
Title: Executive Vice President
Telephone No.: 818.380.9090
E-Mail Address: Keith@preferredlongdistance.com

Signature:  _____

Date: 3/19/08

FLORIDA PUBLIC SERVICE COMMISSION
DIVISION OF COMPETITIVE MARKETS AND ENFORCEMENT
APPLICATION FORM
For
AUTHORITY TO PROVIDE COMPETITIVE LOCAL EXCHANGE
TELECOMMUNICATIONS COMPANY SERVICE
WITHIN THE STATE OF FLORIDA

LISTING OF EXHIBITS

EXHIBIT	ITEM
A	Evidence of Managerial Capability
B	Technical Capability
C	Confidential Financial Statements
D	Evidence of Authority to Transact Business in Florida

DOCUMENT NUMBER-DATE

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EXHIBIT A
Evidence of Managerial Capability
(Attached)

DOCUMENT NUMBER-DATE

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MANAGEMENT EXPERIENCE

Applicant's senior officers possess the managerial and technical capability to effectively provide reliable telecommunications service, as demonstrated below. Applicant's senior management team has successfully provided telecommunications services to the public for more than a decade.

Jerome ("Jerry") Nussbaum, Chief Executive Officer, Chief Financial Officer and Secretary

Mr. Nussbaum has been in the telecommunications industry since 1988. From 1988 to 1991, he was Vice Chairman and Chief Financial Officer for Data Line Service Company. During his tenure there, he was responsible for telecommunications data networks for more than 100 financial institutions in California. From 1991 to 1994, Mr. Nussbaum was Chief Executive Officer of Interactive Communications, Inc. He was responsible for the start-up of the company, which provides a switch-based telecommunications network for residential and commercial customers across the United States. Mr. Nussbaum served as Chief Financial Officer for Addtel Communications, Inc., a switchless based reseller of long distance telephone services to small commercial and residential customers in California, Arizona and Nevada until founding Preferred in 1995.

Keith Nussbaum, Executive Vice President

Mr. Nussbaum has served as Executive Vice President of Preferred Long Distance, Inc. since 1997. Prior to joining the company he served as Director of Music Business Affairs for Universal Television from 1996 to 1997 where he was responsible for legal affairs involving music in all television programs produced by Universal Studios. Mr. Nussbaum has also worked as an Associate litigator for various law firms in Southern California prior to joining Universal Television. Mr. Nussbaum earned his J.D. in 1993 at the University of San Diego School of Law.

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EXHIBIT B
Technical Capability

Applicant's primary technical capability relies primarily upon the technical network capability of its underlying carrier(s), through the lease of unbundled network elements. Applicant maintains a dedicated in-house customer service organization that has long-standing customer support experience. Applicant's managerial team also has long-standing industry experience and more than a decade of experience in providing reliable telecommunications services in California and elsewhere.

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EXHIBIT C
Confidential Financial Statements

(Attached)

PLEASE TAKE NOTICE THAT the Applicant considers its financial statements, consisting of income statement, balance sheet, and statement of retained earnings herein, to be proprietary and confidential. The data contained in these documents reveal the size, nature, and scope of the Applicant's business and financial operations to competitors and potential competitors. Therefore, the Applicant requests that the Commission treat the Applicant's financial information as proprietary to maintain the confidentiality of the data contained therein. Applicant submits this financial information under protective seal, accordingly. Applicant requests further that the confidentiality of the enclosed proprietary statements be retained only until determined no longer necessary for retention by the Commission, and then destroyed. Applicant's financial statements are unaudited. The attached Verification attests to the accuracy of the attached statements.

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VERIFICATION OF FINANCIAL INFORMATION

STATE OF CALIFORNINA)
) ss. Encino
COUNTY OF LOS ANGELES)

I, Keith Nussbaum, under the pains and penalty of perjury, declare that I am the Executive Vice President of Preferred Long Distance, Inc. ("Preferred"), and that I am authorized to make this affidavit on behalf of Preferred, the Applicant in the instant proceeding. Preferred has submitted financial information, including a balance sheet, income statement and retained earnings statements, as Exhibit C to the Instant application. I attest to the accuracy, integrity and objectivity of the financial information submitted herewith.

Preferred Long Distance, Inc.

By: [Signature]
Keith Nussbaum

Subscribed and sworn to before me this 20 day of March, 2008.

[Signature]
Notary Public in and for the State
of California, residing at
2079 W. GARAT Smokey CT
Westlake VIL CA 91362



My Commission Expires: NOV 1, 2009

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EXHIBIT D
Evidence of Authority to Transact Business in Florida
(Attached)

DOCUMENT NUMBER-DATE

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February 27, 2008

FLORIDA DEPARTMENT OF STATE
Division of Corporations

PREFERRED LONG DISTANCE, INC.
16830 VENTURA BLVD., STE. 350
ENCINO, CA 91436

Qualification documents for PREFERRED LONG DISTANCE, INC. were filed on February 26, 2008 and assigned document number F0800000860. 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.

This document was electronically received and filed under FAX audit number E08000049686.

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 1-800-829-4933 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 contact this office at (850) 245-6962.

Valerie Herring
Regulatory Specialist II
New Filing Section
Division of Corporations

Letter Number: 408A00012203

P.O BOX 6327 - Tallahassee, Florida 32314

DOCUMENT NUMBER-DATE

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

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

1. Preferred Long Distance, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "In.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. California

(State or country under the law of which it is incorporated)

3.

95-4529940

(FEI number, if applicable)

4. 05/10/1995

(Date of incorporation)

5.

Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon filing

(Date first transacted business in Florida, if prior to registration)
(833 SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 16830 Ventura Blvd., Ste. 350, Encino, CA 91436

(Principal office address)

16830 Ventura Blvd., Ste. 350, Encino, CA 91436

(Current mailing address)

8. Telecommunication services

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: NRAI Services, Inc.

Office Address: 2731 Executive Park Dr., Ste 4

Weston

(City)

, Florida 33331

(Zip code)

10. Registered agent's acceptance:

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

NRAI Services, Inc.



Carol Shelton, Asst. Secretary

(Registered agent's signature)

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

DOCUMENT NUMBER-DATE

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

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Claudia Nussbaum

Address: 16830 Ventura Blvd., Ste. 350

Encino, CA 91436

Director: Jerome Nussbaum

Address: 16830 Ventura Blvd., Ste. 350

Encino, CA 91436

B. OFFICERS

President: Jerome Nussbaum

Address: 16830 Ventura Blvd., Ste. 350

Encino, CA 91436

Vice President: Keith Nussbaum

Address: 16830 Ventura Blvd., Ste. 350

Encino, CA 91436

Secretary: Jerome Nussbaum

Address: 16830 Ventura Blvd., Ste. 350, Encino, CA 91436

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Keith Nussbaum
(Signature of Director or Officer listed in number 12 of the application)

14. KEITH NUSSBAUM EXECUTIVE VICE PRESIDENT
(Typed or printed name and capacity of person signing application)

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**State of California
Secretary of State**

**CERTIFICATE OF STATUS
DOMESTIC CORPORATION**

I, DEBRA BOWEN, Secretary of State of the State of California, hereby certify:

That on the 10th day of May, 1995, **PREFERRED LONG DISTANCE, INC.** became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute
this certificate and affix the Great Seal
of the State of California this day of
February 21, 2008.



Debra Bowen

DEBRA BOWEN
Secretary of State

NP-26 (REV 1/2007)

pam

DOCUMENT NUMBER - ~~DAF~~ ^{CCRP 08 00731}

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