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080214

FSH Communications, LLC
100 West Monroe Street
Suite 2101
Chicago, Illinois 60603

Telephone: 312.269.9937
Facsimile: 312.269.9943

Michael L. Johnson
Executive Vice President
General Counsel
312.269.9937 x12
mike.johnson@fshcommunications.com

08 APR 11 11:04 AM

April 10, 2008

Express Mail Delivery

Florida Public Service Commission
Division of the Commission Clerk &
Administrative Services
2540 Shumard Oak Blvd.
Tallahassee, Florida 32399-0850
850.413.6770

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Signature of person who forwarded check

Re: FSH Communications, LLC
(Application of Certificate of Authority)

- CMP 1
- COM _____
- CTR _____
- ECR _____
- GCL _____
- OPC _____
- RCA _____
- SCR _____
- SGA _____
- SEC _____
- OTH 1

Dear Sir/Madam,

Enclosed please find our application for a Certificate of Authority to provide pay telephone service within the State of Florida, submitted along with the applicable filing fee.

Should you have any questions regarding this matter, please feel free to contact me at the above address. I thank you for your attention to this matter.

Sincerely,

Michael L. Johnson

DOCUMENT NUMBER-DATE

02826 APR 11 8

FPSC-COMMISSION CLERK

FLORIDA PUBLIC SERVICE COMMISSION
DIVISION OF COMPETITIVE MARKETS AND ENFORCEMENT

APPLICATION FORM
for
AUTHORITY TO PROVIDE PAY TELEPHONE SERVICE
WITHIN THE STATE OF FLORIDA

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 and appendices. 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 **\$250.00** to:

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

- E. A filing fee of **\$250.00** is required for the sale, assignment or transfer of an existing certificate to another company (Chapter 25-24.512, F.A.C.).
- F. If you have questions about completing the form, contact:

Florida Public Service Commission
Division of Competitive Markets and Enforcement
2540 Shumard Oak Blvd.
Tallahassee, Florida 32399-0850
(850) 413-6600

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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 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.

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

2. Name of company: FSH Communications, LLC

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

FSH Communications, LLC

4. Official mailing address:

Street/Post Office Box: 100 W. Monroe Street, Suite 2101
City: Chicago
State: IL
Zip: 60603

5. Florida address:

Street/Post Office Box: Corporation Service Company, 1201 Hays Street
City: Tallahassee
State: FL
Zip: 32301

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, Limited Liability Company (Please see Attachment A) | | |

7. **If individual**, provide:

Name:
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:

9. **If foreign corporation**, provide proof of authority to operate in Florida. The Florida Secretary of State corporate registration number is: M08000001503

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:

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

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

Name:
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:

14. Provide **F.E.I. Number**(if applicable): 20-0869547

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

(a) The application:

Name: Carol McGuane
Title: Director - Regulatory Affairs
Street name & number: 19814 Skyridge Road
Post office box:
City: Mount Vernon
State: WA
Zip: 98274
Telephone No.: 360-848-7918
Fax No.: 360-848-7918
E-Mail Address: carol.mcguane@fshcommunications.com
Website Address: www.fshcommunications.com

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

Name: Michael L. Johnson
Title: Executive V.P. - General Counsel & Secretary
Street name & number: 100 W. Monroe Street, Suite 2101
Post office box:
City: Chicago
State: IL
Zip: 60603
Telephone No.: 312-269-9937
Fax No.: 312-269-9943
E-Mail Address: mike.johnson@fshcommunications.com
Website Address: www.fshcommunications.com

(c) Complaints/Inquiries from customers:

Name: Carol McGuane
Title: Director - Regulatory Affairs
Street/Post Office Box: 19814 Skyridge Road
City: Mount Vernon
State: WA
Zip: 98274
Telephone No.: 360-848-7918
Fax No.: 360-848-7918
E-Mail Address: carol.mcguane@fshcommunications.com
Website Address: www.fshcommunications.com

16. List the states in which the applicant:

(a) has operated as a Pay Telephone Service provider.

Please see Attachment B.

(b) has applications pending to be certificated as a Pay Telephone Service provider.

Please see Attachment B.

(c) is certificated to operate as a Pay Telephone Service provider.

Please see Attachment B.

(d) has been denied authority to operate as a Pay Telephone Service provider and the circumstances involved.

FSH Communications, LLC has not been denied authority to operate as a Pay Telephone Service Provider in any state for which it has filed an application.

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

FSH Communications, LLC has had no regulatory penalties imposed on it for violations of telecommunications statutes.

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

With the exception of two matters described in Attachment C, FSH Communications, LLC has not been involved in any 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, the member managers of FSH Communications, LLC have not been adjudged bankrupt, mentally incompetent, or found guilty of any felony or of any crime and there are no pending proceedings which involve the member managers.

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

No, the member managers of FSH Communications, LLC have not been denied a pay telephone certificate in the State of Florida.

(c) 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, the member managers of FSH Communications, LLC have not been an officer, director, partner or stockholder in any other Florida certificated telephone company.

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.

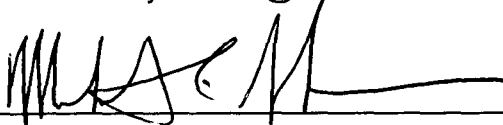
RECEIPT AND UNDERSTANDING OF RULES: I acknowledge receipt and understanding of the Florida Public Service Commission's rules and orders relating to the provisioning of pay telephone service (PATS) in Florida.

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 alternative access vendor 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: Michael L. Johnson
Title: Executive V.P. - General Counsel & Secretary
Telephone No.: 312-269-9937
E-Mail Address: mike.johnson@fshcommunications.com

Signature:  _____

Date: 4-10-08

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DIVISION OF COMPETITIVE MARKETS AND ENFORCEMENT
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6. Structure of organization:

FSH Communications, LLC is a Delaware Member Managed Limited Liability Company and is authorized to do business in the State of Florida. A copy of our Certificate of Authority to Transact Business in Florida is attached.

The members are:

Donald V. Goens
Chief Executive Officer
100 W. Monroe Street, Suite 2101
Chicago, IL 60603

Michael L. Johnson
Executive Vice President – General Counsel & Secretary
100 W. Monroe Street, Suite 2101
Chicago, IL 60603

Michael Tatom
Executive Vice President – Business Development & Strategy
8441 Colonial Drive
Lone tree, CO 80124

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16. List the states in which the applicant:

(a) has operated as a Pay Telephone Service provider:

FSH Communications, LLC operates or has operated as a Pay Telephone Service Provider in Alabama, Arizona, Arkansas, California, Colorado, Georgia, Idaho, Illinois, Indiana, Iowa, Kansas, Michigan, Minnesota, Missouri, Montana, Nebraska, Nevada, New Mexico, North Dakota, Ohio, Oklahoma, Oregon, South Dakota, Texas, Utah, Washington, Wisconsin, and Wyoming.

(b) has applications pending to be certified as a Pay Telephone provider:

As of this filing, FSH Communications, LLC has no other applications pending to be certified as a Pay Telephone Service Provider. However, FSH Communications, LLC will be filing applications in the very near future in Kentucky, Louisiana, Maryland, North Carolina, South Carolina, Tennessee, and Virginia.

(c) is certificated to operate as a Pay Telephone Service provider:

FSH Communications, LLC is registered to do business in all states noted in (a) above and is certified to operate as a Pay Telephone Service Provider in those states which require certification for the provision of pay telephone service. Those states are: Alabama, Arizona, Arkansas, Georgia, Idaho, Illinois, Michigan, Minnesota, Missouri, New Mexico, Oklahoma, Texas, and Washington.

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16. List the states in which the applicant:

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

(i) FSH is a party defendant and counterclaimant in a Texas District Court breach of contract action. This case involves the sales and purchase of pay telephone assets.

(ii) FSH is a party defendant in a patent infringement action in the U.S. District Court for the Eastern District of Texas. Plaintiff is an inmate services platform provider who alleges patent infringement by FSH (through FSH's third party vendor) in the deployment of inmate calling services technology).

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