

090401-TX

Ron W. Del Sesto, Jr.
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RECEIVED-FPSC
09 AUG 11 AM 11:32
COMMISSION
CLERK

August 10, 2009

Via Overnight Mail

Blanca S. Bayó
Commission Clerk and Administrator Services
Florida Public Service Commission
2540 Shumard Oak Blvd.
Tallahassee, Florida 32399-0850

Re: **IntelePeer, Inc.'s Application For Authority to Provide Competitive Local Exchange Telecommunications Company Service Within the State of Florida**

Dear Ms. Bayó:

On behalf of IntelePeer, Inc., enclosed for filing are an original and six (6) copies of the application for authority to provide competitive local exchange telecommunications company service within the state of Florida. Also enclosed is a check in the amount of \$400.00 to cover the application filing fee.

Please note that the financial information attached as Exhibit 3 to the original copy of the application is proprietary and confidential, and thus, is being submitted under seal. Applicant respectfully requests that the information be accorded confidential treatment and that it not be made a part of the public record or otherwise be made available for public disclosure. This information is provided in a sealed envelope attached only to the original copy of the application.

Please date-stamp the extra copy of this filing and return it in the enclosed self-addressed, stamped envelope. Should you have any questions please do not hesitate to contact Nguyen Vu at (202) 373-6254.

Respectfully submitted,

Nph

Ron W. Del Sesto, Jr.
Nguyen T. Vu

Counsel for IntelePeer, Inc.

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

Initials of person who forwarded check

[Handwritten Signature]

- COM _____
- ECR _____
- GCL 1
- OPC _____
- RCP _____
- SSC _____
- SGA _____
- ADM _____
- CLK *None*

- Boston
- Hartford
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- San Francisco
- Santa Monica
- Silicon Valley
- Tokyo
- Walnut Creek
- Washington

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DOCUMENT NUMBER-DATE

08317 AUG 11 09

FPSC-COMMISSION CLERK

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

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

- E. A filing fee of **\$400.00** is required for the sale, assignment or transfer of an existing certificate to another company (Chapter 25-24.815, 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

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.

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: **IntelePeer, Inc. ("IntelePeer" or "Applicant")**

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

IntelePeer, Inc.

4. Official mailing address:

Street/Post Office Box: **2855 Campus Ave., Suite 200**

City: **San Mateo**

State: **California**

Zip: **94403**

5. Florida address:

Street/Post Office Box: **c/o CSC, 1201 Hays Street**

City: **Tallahassee**

State:

Zip: **32301**

6. Structure of organization:

Individual
 Foreign Corporation
 General Partnership
 Other,

Corporation
 Foreign Partnership
 Limited Partnership

7. **If individual**, provide: **N/A**

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: **F09000002732**. **A copy of IntelPeer's authorization from the Secretary of State to operate in Florida is attached as Exhibit 1.**

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:

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.

14. Provide **F.E.I. Number**(if applicable): **68-0556257**

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

(a) The application:

Name: **Ronald W. Del Sesto, Jr. and Nguyen T. Vu**
Title: **Counsel for IntelPeer, Inc.**
Street name & number: **2020 K Street**
Post office box:
City: **Washington**
State: **DC**
Zip: **2006**
Telephone No.: **202-373-6254**
Fax No.: **202-373-6001**
E-Mail Address: **r.delsesto@bingham.com; nguyen.vu@bingham.com**
Website Address: **www.bingham.com**

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

Name: **Andre Simone**
Title: **Chief Financial Officer**
Street name & number: **2855 Campus Drive, Suite 200**
Post office box:
City: **San Mateo**
State: **California**
Zip: **94403**
Telephone No.: **(650) 525-9200**
Fax No.: **(650) 287-2628**
E-Mail Address: **asimone@intelepeer.com**
Website Address: **www.intelepeer.com**

(c) Complaints/Inquiries from customers:

Name: **Andre Simone**
Title: **Chief Financial Officer**
Street/Post Office Box: **2855 Campus Drive, Suite 200**
City: **San Mateo**
State: **California**
Zip: **94403**
Telephone No.: **(650) 525-9200**
Fax No.: **(650) 287-2628**
E-Mail Address: **asimone@intelepeer.com**
Website Address: **www.intelepeer.com**

16. List the states in which the applicant:

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

IntelPeer has not operated as a Competitive Local Exchange Telecommunications Company in any jurisdiction. IntelPeer is in the process of obtaining authority to provide facilities-based and/or resold local exchange and interexchange services in most if not all states.

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

New York, Massachusetts, Washington, and the District of Columbia.

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

IntelPeer is not currently authorized in any jurisdiction. IntelPeer is in the process of obtaining authority to provide facilities-based and/or resold local exchange and interexchange services in most if not all states.

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

IntelPeer has not been denied authorization to provide telecommunications services.

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

IntelPeer has not had regulatory penalties imposed 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.

IntelPeer has not been involved in 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.

Not applicable.

(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.

Not applicable.

(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.

Not applicable.

18. Submit the following:

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

Please see Exhibit 1.

(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.

Please see Exhibit 1.

(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.

Since IntelPeer is a newly formed entity, IntelPeer does not have audited financial statements. Therefore, IntelPeer provides *pro forma* financial statements along with an affirmation from Chief Financial Officer of IntelPeer that the financial statements are true and correct. IntelPeer is a privately held corporation that maintains that its financial information is proprietary and

confidential. The information contained in the financial statements is commercially sensitive, non-public information which is internally generated and not available to competitors of IntelePeer, and that the disclosure of such information could place IntelePeer at a significant competitive disadvantage if it is made available to such competitors. A copy of IntelePeer's financial information demonstrating its financial qualifications, labeled Exhibit 2 hereto, is provided under seal.

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.

VERIFICATION

This application shall be verified under oath.

OATH

State of California)
County of San Mateo)) ss

Todd Smith makes oath and says that he is Vice President, Corporate Controller
(Insert here the name of affiant) (Insert the official title of the affiant)

of IntelPeer, Inc.
(Insert here the exact legal title or name of the Applicant)

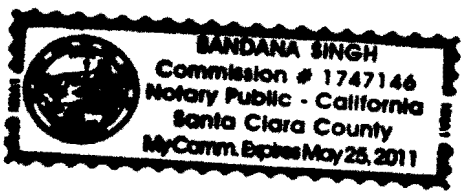
that he has examined the foregoing application and that to the best of his knowledge, information,
and belief, all statements of fact contained in the said application are true, and the said application
is a correct statement of the business and affairs of the above-named applicant in respect to each and
every matter set forth therein.

[Handwritten signature]
(Signature of affiant)

Subscribed and sworn to before me, a Notary Public/ Bandana Singh
(Title of person authorized to administer oaths)

in the State and County above named, this 6th day of Aug., 2009.

[Handwritten signature]
(Signature of person authorized to administer oath)



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: **Todd Smith**
Title: **VP, Corporate Controller**
Telephone No.: **(650) 525-9200**
E-Mail Address: **asimone@intelepeer.com**

Signature:  _____

Date: 8/22/09

Exhibit 1

Authorization to Operate in Florida



FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 9, 2009

MIKE SCHIRMER
INTELEPEER, INC.
1100 DEXTER AVENUE NORTH
SEATTLE, WA 98109

Qualification documents for INTELEPEER, INC. were filed on July 7, 2009 and assigned document number F09000002731. 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 1-800-829-4933 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) 245-6062.

Eula Peterson
Regulatory Specialist II
New Filing Section
Division of Corporations

Letter Number: 209A00023610

State of Florida



Department of State

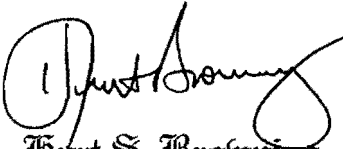
I certify the attached is a true and correct copy of the application by INTELEPEER, INC., a Delaware corporation, authorized to transact business within the State of Florida on July 7, 2009 as shown by the records of this office.

The document number of this corporation is F09000002731.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capitol, this the
Ninth day of July, 2009



CR2EO22 (01-07)


Kurt S. Browning
Secretary of State

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. IntelePeer, Inc.

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

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

2. Delaware

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

3. 68-0556257

(FEI number, if applicable)

4. 10/05/2006

(Date of incorporation)

5. Perpetual

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

6. 01/01/2009

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

7. 2855 Campus Drive, Suite 200 San Mateo, CA 94403

(Principal office address)

1100 Dexter Avenue North Seattle, WA 98109

(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: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301

(City)

(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.

Allison Quigley
(Registered agent's signature)

Allison Quigley, Assistant VP

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.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: See Attached

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See Attached

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. [Signature]

(Signature of Director or Officer listed in number 12 of the application)

14. Todd Smith, VP / Controller

(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IntelePeer, Inc.

Officers:

Name	Address				Title
	Physical Address	City	State	Zip	
Frank Fawzi	2855 Campus Drive, Suite 200	San Mateo	CA	94403	President / CEO
Haydar Haba	2855 Campus Drive, Suite 200	San Mateo	CA	94403	Secretary / Founder
Phillip Andre Simone	2855 Campus Drive, Suite 200	San Mateo	CA	94403	Treasurer / CFO
Todd Smith	2855 Campus Drive, Suite 200	San Mateo	CA	94403	VP / Controller

Board of Directors:

Name	Address				Title
	Physical Address	City	State	Zip	
Frank Fawzi	2855 Campus Drive, Suite 200	San Mateo	CA	94403	Chairman
Haydar Haba	2855 Campus Drive, Suite 200	San Mateo	CA	94403	Director
Thomas W. Knudsen	Sundkrogsgade 7, P.O. Box 2672, DK-2100	Copenhagen	Denmark	-	Director
William J. Harding	1001 Bayhill Drive, Suite 300	San Bruno	CA	94066	Director

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 09 JUL -7 PM 4: 17
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "INTELEPEER, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRD DAY OF JUNE, A.D. 2009.

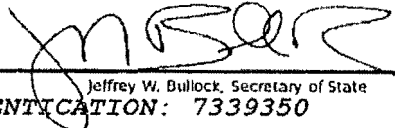
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



4231218 8300

090586213

You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7339350

DATE: 06-03-09

Exhibit 2

Managerial and Technical Capability

Haydar Haba, Founder & Chief Visionary Officer

An established expert in the telecommunications industry, Mr. Haba founded the company after a thorough study of the issues limiting global communication and realizing the future of SIP-based VoIP communications.

Mr. Haba has over 18 years experience in the communications industry. Prior to IntelePeer™, Mr. Haba was Founder and Chief Technology Officer of Telco 214, an emerging leader in the international voice market that was successful in winning large market share from AT&T, MCI and Sprint. Mr. Haba began his career at Symetrics Industries, a publicly traded defense communications and computer telephony integrator.

Mr. Haba is recognized internationally as an innovative and revolutionizing force within the communications industry. His knowledge and opinions on global communications and the future of VoIP have been featured commentary in print and broadcast media. Mr. Haba has completed PhD course work in Electrical Engineering and holds Bachelor of Science and Masters degrees from Florida Institute of Technology.

Frank Fawzi, Chief Executive Officer & Chairman of the Board

In 2007, Frank M. Fawzi joined IntelePeer as CEO. Mr. Fawzi is the guiding force in supporting the company's growth efforts in its drive to be the leading innovator of communications services and applications for top-tier carriers, voice service providers, enterprise software and web companies.

Between 1991 and 2001, Mr. Fawzi founded, built, and subsequently sold CommTech Corporation, a leader in the communications software sector, to ADC, a leading provider of broadband solutions for the telecommunication industry for \$178M. He also served on the Communications Board of the New Jersey Technology Council, which named CommTech #1 mid-stage company of the year in 1997.

Prior to founding CommTech, Mr. Fawzi worked with AT&T Bell Laboratories and other divisions of AT&T. While at AT&T, he was the lead data communications architect on a team responsible for AT&T being awarded a \$1.4 billion contract from the U.S. Internal Revenue Service (IRS).

Mr. Fawzi received a Bachelor of Science in Engineering and Computer Science and a Masters of Science in Management Information Systems from Stevens Institute of Technology, and has participated in the Wharton Executive Management Program at the University of Pennsylvania.

Andre Simone, Chief Financial Officer

Mr. Simone was CFO at Dimatix which was acquired by Fuji Film. Previously he had been CFO at SAP Markets Inc., which was sold to SAP; ACTA Technology, where he completed private financing and prepared the company for an IPO and subsequent acquisition by Business Objects; and ADAC Laboratories, a publicly traded company later acquired by Philips, where he was responsible for acquisitions, investor relations and finance.

Earlier in his career, Simone held a variety of positions including foreign currency manager at Hewlett Packard and consultant at Bain & Company.

Simone holds an MBA from the University of Pennsylvania's Wharton School and a B.S. degree from Stanford University with Distinction.

Exhibit 3

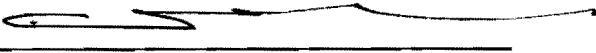
Financial Statements (Under Seal)

CONFIDENTIAL

FINANCIAL STATEMENTS VERIFICATION

The undersigned Vice President, Corporate Controller of IntelPeer, Inc. ("IntelPeer") affirms that the unaudited financial statements provided as Exhibit 3 to the Application of IntelPeer for Authority to Provide Competitive Local Exchange Telecommunications Company Service in the State of Florida are true and correct to the best of my knowledge, information, and belief.

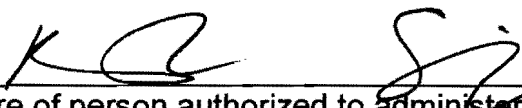
I declare under penalty of perjury that the foregoing is true and correct. Executed this ___ day of August, 2009.



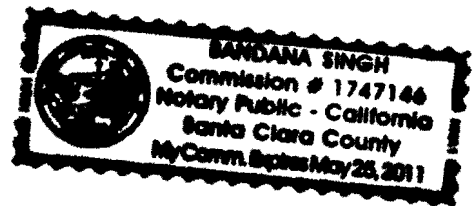
Todd Smith
Vice President, Corporate Controller
IntelPeer, Inc.

Subscribed and sworn to before me, a Notary Public Bandana Singh
(Title of person authorized to administer oaths)

in the State and County above named, this 6th day of Aug., 2009.



(Signature of person authorized to administer oath)



COMMISSIONERS:
MATTHEW M. CARTER II, CHAIRMAN
LISA POLAK EDGAR
KATRINA J. MCMURRIAN
NANCY ARGENZIANO
NATHAN A. SKOP

STATE OF FLORIDA



OFFICE OF COMMISSION CLERK
ANN COLE
COMMISSION CLERK
(850) 413-6770

Public Service Commission

ACKNOWLEDGEMENT

DATE: August 11, 2009

TO: Ron W. Del Sesto, Jr., Bingham Law Firm

FROM: Ruth Nettles, Office of Commission Clerk

RE: Acknowledgement of Receipt of Confidential Filing

This will acknowledge receipt of a CONFIDENTIAL DOCUMENT filed in Docket Number 090401 or, if filed in an undocketed matter, concerning Exhibit 3, and filed on behalf of Intelepeer, Inc. The document will be maintained in locked storage.

If you have any questions regarding this document, please contact Marguerite Lockard, Deputy Clerk, at (850) 413-6770.

DOCUMENT NUMBER-DATE
08318 AUG 11 09
FPSC-COMMISSION CLERK

CAPITAL CIRCLE OFFICE CENTER • 2540 SHUMARD OAK BOULEVARD • TALLAHASSEE, FL 32399-0850
An Affirmative Action/Equal Opportunity Employer

PSC Website: <http://www.floridapsc.com>

Internet E-mail: contact@psc.state.fl.us