

BINGHAM

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September 17, 2009

Via Overnight Mail

Ann Cole
Commission Clerk and Administrator Services
Florida Public Service Commission
2540 Shumard Oak Blvd.
Tallahassee, Florida 32399-0850

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COMMISSION
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**Re: Docket Nos. 090400-TI and 090401-TX
IntelPeer, Inc.'s Applications For Authority to Provide Competitive Local
Exchange Telecommunications Company Service and Interexchange Service
Within the State of Florida**

Dear Ms. Cole:

In response to the September 4, 2009 request of Toni Earhart of the Commission's staff, IntelPeer, Inc. ("IntelPeer"), by its undersigned counsel, respectfully submits the enclosed exhibits which contain updated Tariff No. 1, and bios for Messers. Harding, Smith, and Knudsen.

An original and six (6) copies of this response are provided. 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,

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

Counsel for IntelPeer, Inc.

- Boston
- Hartford
- Hong Kong
- London
- Los Angeles
- New York
- Orange County
- San Francisco
- Santa Monica
- Silicon Valley
- Tokyo
- Walnut Creek
- Washington, DC

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EXHIBIT 1

Tariff forwarded to RCP.
R.V.W. 9/18/09

EXHIBIT 2

William J. Harding
Board Member

Dr. Harding has served as a Managing Director of VantagePoint Venture Partners, a venture capital firm, since October 2007. Prior to joining VantagePoint Venture Partners, Dr. Harding was a Managing Director of Morgan Stanley & Co., President of Morgan Stanley Venture Partners and a Managing Member of several venture capital funds affiliated with Morgan Stanley, where he was employed from 1994 through 2007. Prior to Morgan Stanley, Dr. Harding was a General Partner of several venture capital partnerships affiliated with J.H. Whitney & Co.

Previously, Dr. Harding was associated with Amdahl Corporation, a computer systems manufacturer, from 1976 to 1985, serving in various technical and business development roles. Prior to Amdahl, Dr. Harding held several technical positions with Honeywell Information Systems.

Dr. Harding holds a Bachelor of Science in Engineering Mathematics and a Master of Science in Systems Engineering from the University of Arizona, and a Ph.D. in Engineering from Arizona State University. Dr. Harding also served as an officer in the Military Intelligence Branch of the United States Army Reserve.

Thomas Weilby Knudsen

Board Member

Thomas serves as managing partner of the venture capital firm NorthCap Partners, headquartered in Copenhagen, Denmark. Thomas started his career working with ERP and financial consulting before he started in the Internet and telecom sector, where he started up international activities in several European countries at TDC and Cybercity. Thomas joined the venture capital sector in 2002, where he has made a number of investments, exits and serves on the board of directors for several portfolio companies. Thomas holds an M.S. in economics and business administration from Aarhus University.

Todd Smith
108 Skylonda Drive
Woodside, CA 94062
(650) 851-3135

PROFESSIONAL EXPERIENCE:

3/07 – Present IntelePeer, Inc.

Corporate Controller

IntelePeer, Inc is a leader in VOIP telephony solutions and applications, currently privately held

- Responsible for all financial accounting, reporting and internal controls for Telecommunications Company with \$40Million annualized revenue.
- Implemented new financial accounting system and new chart of accounts.
- Developed and implemented a number of key policies and procedures including credit evaluation, travel and entertainment, PO and signature delegation authority.
- Managed relationship with Independent Auditors, BDO.
- Established and maintained key internal controls related to high volume billing, collection and payables.
- Managed a staff of 3 professionals responsible for all payable, accounts receivable, billing, cost accounting and general (high volume) transactional accounting functions.
- Supported and advised CFO on all key initiatives including preparation of monthly Board of Directors meetings
- Reduced the month end close process from 50+ days to 3 days, documented and optimized close functions.

2/01 – 3/07 SAP, AG - (NYSE: SAP)

Senior Director, Revenue Accounting (12/04-3/07)

- Responsible for all aspects of **SAP Americas'** revenue accounting which includes Canada, Latin America and the United States. Total annual revenue: \$4 billion (40% of total SAP AG).
- Responsible for all accounting for software license, consulting, maintenance, hosting and other professional services revenue for SAP Americas.
- Developed and implemented Revenue Recognition policies in accordance with GAAP.
- Responsible for all Revenue Accounting matters related to acquisitions, including due diligence and integration
- Supported Sales, Legal and Contract professionals in structuring deals compliant with GAAP and company policy.
- Responsible for establishing and maintaining an environment of internal controls for SAP Americas, including all Sarbanes Oxley compliance, documentation and certification.
- Managed a staff of 7 professionals who supported over 3,000 SAP Americas sales, legal, and contracts professionals.

Finance Director, Technology Platform Group (6/02- 12/04)

Technology Platform was the R&D "board area" of SAP, AG which included all core technology development. Reported directly to Co-CEO, Shai Agassi.

- Directed the budget process for a division with \$400 million in spending.
- Led the initiative to liquidate and reintegrate SAPMarkets and SAPPortals back into SAP, AG.
- Managed 8 staff to support a group of 1,700 employees, including budgets, forecast, actual and other management financial reporting.
- Responsible for the establishment of key internal controls in board area, in particular headcount management.

Todd Smith

Corporate Controller, SAPMarkets (2/01 to 6/02).

SAPMarkets was a wholly owned subsidiary of SAP, AG established for the purpose of going public and "spinning off" certain infrastructure technology in an IPO. In June 2002, a decision was made to integrate SAPMarkets back into the parent company rather than go public.

- Developed and maintained the revenue booking, forecast and pipeline reporting process.
- Supported the field sales and professional services organizations on all revenue accounting issues.
- Hired, trained and retained a professional staff capable of supporting an SEC compliant company.
- Implemented internal controls, procedures and policies in compliance with SAP standards.
- Managed all activities and process related to both internal and external audit teams.
- Supported CFO in all key initiatives, e.g. Board meetings, option repurchase, budgets, etc.

11/98 - 2/01 EMUSIC.COM INC. (NASDAQ: EMUS)

EMusic is a leading provider of music content on the internet, through its Rolling Stone.Com, and EMusic.com websites. In 2001, EMUS was acquired by the Universal-Vivendi group.

Corporate Controller

- Established company's financial accounting system and internal control functions.
- From 2/99 to 2/01, revenues grew from \$0 to \$20 million on an annualized basis..
- Managed a staff of 5 direct reports responsible for SEC reporting and royalty accounting.
- Responsible for all revenue recognition related issues.
- Completed \$90 million EMUS IPO on NASDAQ in September 1999.
- Completed \$30 million private placement in March, 1999.
- Integrated acquisitions of Rolling Stone.com and numerous other acquisitions.
- Responsible for all financial aspects of revenue generation related to the company's musical assets, including film, television and master use licensing.
- Responsible for all financial aspects of the company's musical asset acquisitions and licensing (i.e. record labels and music catalogs).

10/95 - 11/98 Applied Materials, Inc. (NASDAQ: AMAT)

Manufacturing Controller (4/98 to 11/98)

- Responsibilities included integration of Product Business Groups (PBG) on manufacturing control and commerce issues, change management, financial planning, and product transitions.
- Directed "lean manufacturing" initiatives resulting in significant reductions in costs, cycle time improvements inventory accuracy, financial integrity.
- Improved Inventory cycle count accuracy from mid 80's to consistent 99% range.

Assistant Corporate Controller (10/95 to 4/98)

- Directed professional staff of 5 people with responsibility for the following key finance functions:
- Management of global balance sheet and internal control review process;
- Mergers and Acquisitions, e.g., due diligence, financial reporting and integration;
- Finance policy development, technical guidance and training;
- Supported Corporate Controller with Audit Committee and Board of Director issues;
- Review of External Financial statements for compliance, e.g. SEC and Press releases.

Todd Smith

2/89 - 10/95 Borland International Inc. (NASDAQ: BURL)

International Controller (10/91 to 10/95)

- Provided direct financial support for President of International Business Group: established revenue targets and incentive plans; developed business models; provided financial analysis.
- Responsible for all accounting and control issues related to Borland's 20+ subsidiaries.
- Involved in the establishment of numerous subsidiaries in Asia and Europe.
- Responsible for consolidated financial statements, including forecasts, budgets and actuals.
- Principle involvement in the acquisition of Ashton Tate (\$440M deal) including integration of global operations and financial systems, pooling of interest accounting and SEC filings.
- Provided litigation support for Supreme Court case of Lotus v Borland.
- Direct involvement in the development and implementation of 7 major restructuring plans.
- Direct involvement in development and execution of plans to outsource mfg operations.
- Direct involvement in the divestiture of Paradox and Quattro Pro in a \$145M transaction.

Accounting and Financial Reporting Manager (2/89 to 10/91)

- Completed IPO of Borland on NASDAQ in October 1989. Secondary completed April, 1991.
- Reduced the amount of time to complete a month end close cycle from 6 weeks to 7 days.
- Significantly reduced the time and costs associated with Price Waterhouse engagement.
- Implemented cost accounting system, which eliminated large, unexplained variances.
- Developed accounting and management reporting systems, including corporate consolidations and "close package" used by management and independent auditors.
- Directed a successful settlement with insurance carriers of a \$3M business interruption claim.

12/86 - 2/89 Price Waterhouse & Company-San Jose, Ca.

- Performed financial audits and internal control reviews of high technology companies, including IBM, Rolm, Fairchild Semiconductor, Chips & Technologies and Borland;
- Developed specialized expertise in auditing computerized information systems;
- Completed all Certified Public Accounting requirements (Form E).

EDUCATION:

1986

University Of California, Los Angeles

Bachelors Degree-Economics & Finance, with Honors

Manager - UCLA men's track team 1984-85 seasons

CPA status- Passed all parts of CPA exam on first sitting.

Passed ethics exam

Form E's Completed

COMPUTER SKILLS:

Experienced in the evaluation and implementation of financial software systems. In depth understanding of Relational Database Management Systems. Power user of Excel and Access.