



March 24, 2010  
Via Overnight Delivery  
RECEIVED--FPSC  
10 MAR 26 AM 10:44  
COMMISSION CLERK  
100146-TX

Ms. Ann Cole, Commission Clerk  
Division of the Commission Clerk & Administrative Services  
Florida Public Service Commission  
2540 Shumard Oak Boulevard  
Tallahassee, Florida 32399-0850

RE: Local Application & Initial Tariff for **MassComm, Inc.**

Dear Ms. Cole:

Enclosed for filing are the original and two (2) copies of an application for Authority to Provide Competitive Local Exchange Services within the State of Florida submitted on behalf of MassComm, Inc. d/b/a Mass Communications. Also enclosed is our company check in the amount of \$400 to cover the filing fee.

Please acknowledge receipt of this filing by returning, filed stamped, the extra copy of this letter in the self-addressed stamped envelope provided for that purpose.

Any questions you may have regarding this application may be addressed to me at 407-740-3001 or via email to [tforte@tminc.com](mailto:tforte@tminc.com). Thank you for your assistance.

Sincerely,

Thomas M. Forte  
Consultant to MassComm, Inc.

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

Initials of person who forwarded check:

TMF/ks  
Enclosures

cc: Darren Mass  
file: MassComm - FL Local  
tms: FL11000

COM \_\_\_\_\_  
APA \_\_\_\_\_  
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RAD 3 sets Tariff forwarded.  
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DISTRIBUTION CENTER

DOCUMENT NUMBER DATE  
02156 MAR 26 09  
FPSC-COMMISSION CLERK

**F100000496943**

Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H10000049694 3)))



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Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations  
Fax Number : (850)617-6381

From: Account Name : CORPORATION SERVICE COMPANY  
Account Number : I20000000195  
Phone : (850)521-1000  
Fax Number : (850)558-1575

RECEIVED  
10 MAR -4 AM 11:23  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\*

Email Address: \_\_\_\_\_

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10 MAR -4 AM 10:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FOREIGN PROFIT/NONPROFIT CORPORATION  
MASSCOMM, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$70.00

*MRD 3/5*

Electronic Filing Menu

Corporate Filing Menu

Help

DOCUMENT NUMBER DATE  
02156 MAR 26 09

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. MASSCOMM, 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. NY (State or country under the law of which it is incorporated) 3. (PEF number, if applicable)

4. 01/11/2008 (Date of incorporation) 5. PERPETUAL (Duration: Year corp. will cease to exist or "perpetual")

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

7. 65 Broadway Suite 1803 NEW YORK, NEW YORK 10006 (Principal office address)

65 Broadway Suite 1803 NEW YORK, NEW YORK 10006 (Current mailing address)

8. Resold long distance telecommunications (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.

Corporation Service Company
by: [Signature] Assistant 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.

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10 MAR -4 AM 10:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED  
10 MAR -4 AM 10:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: Darren Mass

Address: 65 Broadway Suite 1803 NEW YORK, NEW YORK 10006

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: Darren Mass

Address: 65 Broadway Suite 1803 NEW YORK, NEW YORK 10006

Director: \_\_\_\_\_

Address: \_\_\_\_\_

B. OFFICERS

President: Darren Mass

Address: 65 Broadway Suite 1803 NEW YORK, NEW YORK 10006

Vice President: Darren Mass

Address: 65 Broadway Suite 1803 NEW YORK, NEW YORK 10006

65 Broadway Suite 1803 NEW YORK, NEW YORK 10006

Secretary: Darren Mass

Address: 65 Broadway Suite 1803 NEW YORK, NEW YORK 10006

Treasurer: Darren Mass

Address: 65 Broadway Suite 1803 NEW YORK, NEW YORK 10006

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

13. Darren Mass  
(Signature of Director or Officer listed in number 12 of the application)

14. Darren Mass, Vice President, Director + COO  
(Typed or printed name and capacity of person signing application)

**FILED**

10 MAR -4 AM 10:09

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**State of New York  
Department of State } ss:**

I hereby certify, that the Certificate of Incorporation of MASSCOMM INC. was filed on 01/21/2008, with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is an existing corporation.

\*\*\*

*Witness my hand and the official seal  
of the Department of State at the City  
of Albany, this 04th day of February  
two thousand and ten.*



Daniel Shapiro  
First Deputy Secretary of State





FLORIDA DEPARTMENT OF STATE  
Division of Corporations

March 17, 2010

MASS COMMUNICATIONS  
65 BROADWAY, SUITE 1803  
NEW YORK, NY 10006

Subject: **MASS COMMUNICATIONS**

REGISTRATION NUMBER: **G10000023958**

This will acknowledge the filing of the above fictitious name registration which was registered on March 16, 2010. This registration gives no rights to ownership of the name.

Each fictitious name registration must be renewed every five years between January 1 and December 31 of the expiration year to maintain registration. Three months prior to the expiration date a statement of renewal will be mailed.

If the mailing address of this business changes, please notify this office in writing, or through the link provided on our website [www.sunbiz.org](http://www.sunbiz.org) for Address & FEI/EIN Changes. Please reference the original registration number.

Enclosed is your certificate(s) as requested.

Should you have any questions regarding this matter you may contact our office at (850) 245-6058.

Kathy Ashton  
Reinstatement Section  
Division of Corporations

Letter No. 110A00006664

**APPLICATION FOR REGISTRATION OF FICTITIOUS NAME**

Note: Acknowledgements/certificates will be sent to the address in Section 1 only.

Section 1

1. **MASS Communications**  
 Fictitious Name to be Registered (see instructions if name includes "Corp" or "Inc")  
65 Broadway  
Suite 1803  
 Mailing Address of Business  
New York NY 10006  
 City State Zip Code  
 3. Florida County of principal place of business: Seminole  
 (see instructions if more than one county)  
 FEI Number: 77-0710759

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 10 MAR 16 PM 3:26  
 SECT. 1  
 TALLAHASSEE  
 610000023958  
 03/16/10--01007--005 \*\*80.00

This space for office use only

Section 2

**A. Owner(s) of Fictitious Name If Individual(s): (Use an attachment if necessary):**

1. Last First M.I. Address City State Zip Code

2. Last First M.I. Address City State Zip Code

**B. Owner(s) of Fictitious Name If other than an Individual: (Use attachment if necessary):**

1. **MASSCOMM Inc**  
 Entity Name  
65 Broadway, Suite 1803  
 Address  
New York NY 10006  
 City State Zip Code  
 Florida Document Number F10000001113  
 FEI Number: 77-0710759  
 Applied for  Not Applicable

2. Entity Name Address City State Zip Code Florida Document Number FEI Number:  
 Applied for  Not Applicable

Section 3

I the undersigned, being an owner in the above fictitious name, certify that the information indicated on this form is true and accurate. In accordance with Section 865.09, F.S., I further certify that the fictitious name to be registered has been advertised at least once in a newspaper as defined in chapter 50, Florida Statutes, in the county where the principal place of business is located. I understand that the signature below shall have the same legal effect as if made under oath.

[Signature] 03-12-10 darren.mass@masscommgroup.com  
 Signature of Owner Date E-mail address: (to be used for future renewal notification)  
 Phone Number: 212-201-8033

Section 4

**FOR CANCELLATION COMPLETE SECTION 4 ONLY:  
 FOR FICTITIOUS NAME OR OWNERSHIP CHANGE COMPLETE SECTIONS 1 THROUGH 4:**

I (we) the undersigned, hereby cancel the fictitious name \_\_\_\_\_  
 \_\_\_\_\_, which was registered on \_\_\_\_\_ and was assigned  
 registration number \_\_\_\_\_

Signature of Owner Date Signature of Owner Date

Mark the applicable boxes  Certificate of Status — \$10  Certified Copy — \$30  
**NON-REFUNDABLE PROCESSING FEE: \$50**

# State of Florida



Department of State

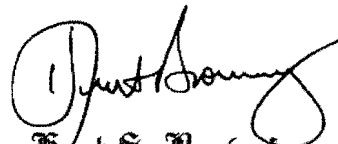
I certify that the attached is a true and correct copy of the Application For Registration of Fictitious Name of MASS COMMUNICATIONS, registered with the Department of State on March 16, 2010, as shown by the records of this office.

The Registration Number of this Fictitious Name is G10000023958.

Given under my hand and the  
Great Seal of the State of Florida  
at Tallahassee, the Capital, this the  
Seventeenth day of March, 2010



CR2EO22 (01-07)

  
Kurt S. Browning  
Secretary of State



100 146-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

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**

DOCUMENT NUMBER: DATE  
 U2156 MAR 26 2  
 FPSC-COMMISSION CLERK

**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:** MassComm, Inc.

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

Mass Communications

4. **Official mailing address:**

Street/Post Office Box: 65 Broadway, Suite 1803  
City: New York  
State: New York  
Zip: 10006

5. **Florida address:**

Street/Post Office Box:  
City:  
State:  
Zip:

6. **Structure of organization:**

- |   |  |
|---|--|
| <input type="checkbox"/> Individual                     | <input type="checkbox"/> Corporation         |
| <input checked="" type="checkbox"/> Foreign Corporation | <input type="checkbox"/> Foreign Partnership |
| <input type="checkbox"/> General Partnership            | <input type="checkbox"/> Limited Partnership |
| <input type="checkbox"/> Other                          |  |

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: N/A

9. **If foreign corporation**, provide proof of authority to operate in Florida. The Florida Secretary of State corporate registration number is: F10000001113

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: G10000023958

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

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: N/A

14. Provide **F.E.I. Number**(if applicable): 77-0710759

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

**(a) The application:**

Name: Darren Mass  
Title: Chairman of the Board & Chief Executive Officer  
Street name & number: 65 Broadway, Suite 1803  
Post office box:  
City: New York  
State: New York  
Zip: 10006  
Telephone No.: 212-201-8033  
Fax No.: 212-214-0400  
E-Mail Address: [Darren.mass@masscommgroup.com](mailto:Darren.mass@masscommgroup.com)  
Website Address: [www.masscommgroup.com](http://www.masscommgroup.com)

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

Name: Darren Mass  
Title: Chairman of the Board & Chief Executive Officer  
Street name & number: 65 Broadway, Suite 1803  
Post office box:  
City: New York  
State: New York  
Zip: 10006  
Telephone No.: 212-201-8033  
Fax No.: 212-214-0400  
E-Mail Address: [Darren.mass@masscommgroup.com](mailto:Darren.mass@masscommgroup.com)  
Website Address: [www.masscommgroup.com](http://www.masscommgroup.com)

**(c) Complaints/Inquiries from customers:**

Name: Darren Mass  
Title: Chairman of the Board & Chief Executive Officer  
Street name & number: 65 Broadway, Suite 1803  
Post office box:  
City: New York  
State: New York  
Zip: 10006  
Telephone No.: 212-201-8033  
Fax No.: 212-214-0400  
E-Mail Address: [Darren.mass@masscommgroup.com](mailto:Darren.mass@masscommgroup.com)  
Website Address: [www.masscommgroup.com](http://www.masscommgroup.com)

**16. List the states in which the applicant:**

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

The Company is operating as a CLEC in Connecticut, Michigan, New Jersey, New York and Pennsylvania.

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

The Company has applications pending in Illinois and Massachusetts, as well as this Florida application.

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

The Company is certificated as a CLEC in California (February 2009), Connecticut, Michigan, New Jersey, New York and Pennsylvania.

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

The Company has not been denied authority in any state.

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

The Company has not had any regulatory penalties imposed in any state.

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

The Company has not been involved in any civil court proceedings with an interexchange, local exchange 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.

(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.

(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.

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.



**CERTIFICATE SALE, TRANSFER,**  
**OR**  
**ASSIGNMENT STATEMENT**

As current holder of Florida Public Service Commission Certificate Number \_\_\_\_\_, I have reviewed this application and join in the petitioner's request for a

- sale
- transfer
- assignment

of the certificate.

**Company Owner or Officer**

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

Signature: \_\_\_\_\_ Date: \_\_\_\_\_



**MassComm, Inc. d/b/a Mass Communications**

**EXHIBIT A**

**MANAGERIAL AND TECHNICAL CAPABILITY**

The attached resumes of key management demonstrate that **MassComm, Inc. d/b/a Mass Communications** has sufficient managerial and technical capabilities to provide local exchange telecommunications services in Florida.

## Resumes of Key Management Employees

### Darren R. Mass

#### **Chairman of the Board & Chief Executive Officer**

Darren R. Mass serves as President and Chief Executive Officer of MASS Communications, and is responsible for the vision, leadership, and direction of the company. His vision and passion for the telecommunication industry emanated from his years of experience in various roles, including senior management, engineering and service backgrounds. Darren's extensive knowledge of the industry has played a significant factor in determining the proper formula for quality, professionalism and support. With Customer Service, dedication and passion as his vision, Darren has been able to provide MASS Communications with the direction needed, to lead the industry to the next level.

#### Education

BS - Rochester Institute of Technology, Telecommunications Engineering

#### Certifications

Telecommunications Network Management, Voice Communications, Data Communications

### Marc Gold

#### **Vice Chairman & Chief Operating Officer**

Marc Gold serves as Chief Operating Officer of MASS Communications, and is responsible for the daily operations associated with carrying out the vision of the company. Marc has served as President of OptiCom Solutions, Inc. for the past 5 years and was recognized as the 2006 Agent of the Year for PAETEC Communications. Marc has been a major contributor on the Agent Advisory Board for PAETEC, which brings an insiders perspective to sales and marketing in the Telecommunications industry.

#### Education

BS - State University of Albany, Marketing and Management

MBA - Zicklin School of Business at Baruch College, Computer Information Systems

### David L. Schwed

#### **Director & Chief Information Officer**

David L. Schwed serves as the Chief Information Officer of MASS Communications and is responsible for managing the information technology organization. In addition he plays a critical role in formulating the company's strategic direction. David has over 11 years of information technology and risk management experience working in the financial services sector. He has held numerous IT management positions and has served as a Vice President in the Internal Audit department of a major global financial institution. David is a Certified Information Systems Auditor and is a member of BITS (a not-for-profit, CEO-driven financial service industry consortium made up of 100 of the largest financial institutions in the US).

#### Education

BS - State University of New York, Business, Management and Economics

#### Certification

Certified Information Systems Auditor (CISA)

#### Affiliations

BITS-Information Systems Audit and Control Association

**Resumes of Key Management Employees  
(Continued)**

**Brian S. Mass**

**Director & Chief Financial Officer**

Brian S. Mass serves as Chief Financial Officer, and as such, is responsible for maintaining and reporting the financial health of the company. Responsibilities also include overseeing such finance-related departments as Treasury, Accounting, Accounts Payable, Investor Relations, and Payroll. Mr. Mass comes to MASS Communications from Citigroup where he served as a Vice President in the Global Technology Investment Banking division. Mr. Mass has over 10 years of experience including public and private financings; mergers and acquisitions; tax; regulatory compliance; systems; and management experience.

Education

BA - Northwestern University, Economics

**Chris Bantoft**

**Director**

Mr. Bantoft has played a key role in the Telecommunications industry for more than twenty years. His resume demonstrates multiple successes, including the development of several thriving Alternate Channel programs. Most recently Mr. Bantoft was at PAETEC as President of the Western Region and Executive Vice President of Agent Channel Sales. Chris was responsible for sales and field engineering for 17 markets in 8 Western States, with 190 employees, plus the national Channel sales organization, where he led 13 VP's/ Directors and 60 Channel Managers. His total P&L responsibility exceeded \$500 million. In 2006-7 Chris was President of Alternate Channels, which included PAETEC's Wholesale and Reseller operations. Prior to joining PAETEC in 2001, Chris founded a consulting and recruiting services firm and acted as its President and Chief Executive Officer. From April 1998 to May 2000, Mr. Bantoft served as President and Chief Operating Officer of WorldxChange Communications, where he managed the development of thirteen international subsidiaries. From 1994 to 1998, Mr. Bantoft served as ACC Corp.'s Managing Director for Europe and was responsible for the initiation and development of ACC's businesses in the United Kingdom and Germany. Additionally, Chris participated in the sale of ACC to Teleport as well as its merger with AT&T. From 1986 to 1993, Mr. Bantoft was with Alcatel Business Systems in the United Kingdom., serving as its Managing Director for 3 years.

**Ira H. Krause**

**Director**

Mr. Krause has, for the past 20 years, been a unique resource for privately held companies on a full range of operational and interpersonal issues. He has provided critical analysis and direction for companies that were: seeking to grow, seeking to manage growth already begun, resolve family and partnership issues, recruit key employees, improve financial systems, acquire assets, plan for the future, and/or resolve short term problems critical to the continued existence of the company.

In addition to his work with individual clients he has been a featured speaker at Crain's annual business conference, a workshop leader for the NY Association of CPA, and other trade/professional organizations.

Prior to his work in consulting Mr. Krause was a senior field representative at the U.S. Commission on Civil Rights.

**Resumes of Key Management Employees  
(Continued)**

**John M. Faccibene**

**Director**

For the past 40 years, John has been a well-known and influential force in the telecommunications industry. In 1994, he was voted one of the top twenty-five (25) most powerful people in the communications industry (Network World). Mr. Faccibene is an active and influential member of numerous internationally recognized financial and telecommunications industry organizations. He was a senior member of the Security Industry Association (SIA) Technology Management Committee for the eighteen years, serving as its Chairman for two years. He was honored by the SIA for his contributions to that organization and the securities industry as a whole. John has also been a senior member of the Wall Street Telecommunications (WSTA) Executive Committee for the past twenty-three years, serving as President for three years. He previously served as the Chairman of the NYNEX Executive Forum and Newbridge Worldwide User Group.

In the 40 years, John has held positions in the following companies: - Dean Witter Reynolds where he held the position of Vice President Communications for 10 years. This position included both communications and data processing operations. From there, John worked for PaineWebber as Corporate Vice President of Communications for 10 years. There he managed a staff of 150 technology employees and a communications budget of \$100 million. John also served as Senior Vice President of Technology for Garban, an Inter-Dealer broker with offices throughout the world. John held this position for 10 years before moving to Ixnet where he was a founding partner and served as Managing Director of Global Operations with a staff of 500 individuals.

**Charles Steinhardt**

**Director**

Charles Steinhardt has over 20 years of experience in information technology systems and software architecture. Recognized as an IT department turnaround expert, Mr. Steinhardt specializes in architecting, integrating and managing scalable enterprise platforms for businesses of all sizes. Mr. Steinhardt is one of Microsoft's first twenty Most Valuable Professionals (MVPs) and a .Net architecture authority.

Since 1990, Mr. Steinhardt has led Venture Architects IT (formerly Sienna Systems Group LLC), an IT consultancy that provides interim-CTO services, including architecture, programming, data and management systems integration. Clients have included Bank of America, Banco Santander Investment Bank, Citibank, Con Edison, Commerce Clearing House, Mutual of New York and Solomon Smith Barney.

Mr. Steinhardt was awarded MVP status by Microsoft for twelve consecutive years (1989-2001). As the author of a monthly column for Pinnacle Publishing's VC++ Developer's Journal for over four years (1998-2002), Mr. Steinhardt covered topics from ATL and COM to complex operating system level design and maintainable practical user interface solutions. He has also been invited to present and guest lecture at various conferences and speaker panels including Microsoft's annual IT Forum.

**MassComm, Inc. d/b/a Mass Communications**

**EXHIBIT B**

**FINANCIAL CAPABILITY**

Attached are the Company's Balance Sheet and Profit and Loss Statement as of October 14, 2009.

10:10 AM  
10/14/09  
Accrual Basis

**MASS Communications 2008**  
**Balance Sheet**  
As of October 14, 2009

	<u>Oct 14, 09</u>
<b>ASSETS</b>	
<b>Current Assets</b>	
<b>Checking/Savings</b>	
Esquire Bank - Checking	11,827.33
Esquire Bank - Savings	52,885.43
HSBC	11,698.11
<b>Total Checking/Savings</b>	<u>76,410.87</u>
<b>Accounts Receivable</b>	
Accounts Receivable	129,793.96
<b>Total Accounts Receivable</b>	<u>129,793.96</u>
<b>Total Current Assets</b>	206,204.83
<b>Fixed Assets</b>	
Accumulated Depreciation	-459.00
Computer	2,295.49
<b>Total Fixed Assets</b>	<u>1,836.49</u>
<b>Other Assets</b>	
<b>Software</b>	
Accumulated Amortization	-571.00
Software - Other	2,057.24
<b>Total Software</b>	<u>1,486.24</u>
<b>Total Other Assets</b>	<u>1,486.24</u>
<b>TOTAL ASSETS</b>	<u><u>209,527.56</u></u>
<b>LIABILITIES &amp; EQUITY</b>	
<b>Liabilities</b>	
<b>Current Liabilities</b>	
Accounts Payable	
American Express	37,568.18
<b>Total Accounts Payable</b>	<u>37,568.18</u>
<b>Total Current Liabilities</b>	<u>37,568.18</u>
<b>Total Liabilities</b>	37,568.18
<b>Equity</b>	
Capital Stock - Brian Mass	5,000.00
Capital Stock - Compu Phone	100,000.00
Capital Stock - Darren Mass	30,000.00
Capital Stock - David Schwed	10,500.00
Capital Stock - Marc Gold	10,000.00
Retained Earnings	-91,446.29
Net Income	107,905.67
<b>Total Equity</b>	<u>171,959.38</u>
<b>TOTAL LIABILITIES &amp; EQUITY</b>	<u><u>209,527.56</u></u>

10:10 AM  
10/14/09  
Accrual Basis

**MASS Communications 2008**  
**Profit & Loss**  
January through September 2009

	<u>Jan - Sep 09</u>
<b>Income</b>	
Interest Income	245.70
Service Income	681,698.24
<b>Total Income</b>	<u>681,943.94</u>
<b>Cost of Goods Sold</b>	
Cost of Goods Sold	250,868.52
<b>Total COGS</b>	<u>250,868.52</u>
<b>Gross Profit</b>	431,075.42
<b>Expense</b>	
Accounting	4,353.76
Advertising	637.35
Credit Card Fees	1,240.91
Credit Card Processing	598.13
Credit Check	333.80
Data Backup	64.34
Federal Excise Taxes	36,326.77
Federal Surcharge	25.00
Filing Fee	300.00
Gifts	511.90
Insurance	12,429.08
Invoice Processing Fee	12,240.00
Legal and Professional	8,471.00
Meals and Entertainment	1,526.03
Office Expense	773.78
Outside Services	6,592.72
Postage and Delivery	162.45
Printing	200.00
Professional Development	550.00
Rent	31,728.80
Salaries and Wages	193,256.66
State and Local Taxes	1,446.00
Supplies	2,621.14
Telephone	1,303.61
Travel	881.44
Web Server	4,595.08
<b>Total Expense</b>	<u>323,169.75</u>
<b>Net Income</b>	<u><u>107,905.67</u></u>

**MassComm, Inc. d/b/a Mass Communications**

**EXHIBIT C**

**PROPOSED LOCAL EXCHANGE TARIFF**

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