

FOSTERDANOWSKY LLP

Jason A. Danowsky
Attorney at Law

904 West Ave, Ste. 107
Austin, Texas 78701
(512) 708-8700
Fax (512) 697-0058
www.fosterdanowsky.com

Writer's Email:
jdandowsky@fosterdanowsky.com

February 18, 2020

VIA PRIORITY MAIL

Florida Public Service Commission
Office of Commission Clerk
2540 Shumard Oak Blvd.
Tallahassee, FL 32399
850-413-6770

2020 0032-TX

REDACTED

RECEIVED-FPSC
2020 FEB 21 AM 11:05
COMMISSION CLERK

RE: Simwood, Inc.'s Application for Authority to Provide Telecommunications Company Service within the State of Florida;
Request for Confidential Treatment.

To Whom It May Concern:

Enclosed please find the original Application for Authority to Provide Telecommunications Company Service within the State of Florida along with a \$500 payment for the filing fee.

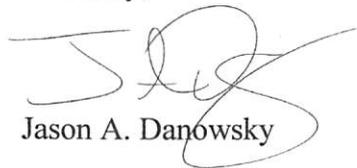
Simwood, Inc. requests confidential treatment of the documents and information provided in Exhibit 3 of the Application pursuant to Section 364.183(1) F.S. and FL PUC Rule § 25-22.006(5). The Application contains proprietary confidential business information, including financial information, as defined by Section 364.183(3) F.S. The disclosure of the information would cause undue harm to Simwood, Inc. and would prove detrimental to the Company's competitive position in the marketplace.

Accordingly, enclosed are the following documents:

- One redacted copy of the application appropriate for public inspection.
- One original copy of the Application, including confidential financial materials printed on pastel paper, submitted in a sealed envelope.

Please contact me if you wish to discuss this matter further.

Sincerely,



Jason A. Danowsky

COM _____
 AFD _____
 APA _____
 ECO _____
 ENG _____
 GCL _____
IDM 1
 CLK _____

FLORIDA PUBLIC SERVICE COMMISSION
OFFICE OF INDUSTRY DEVELOPMENT
AND MARKET ANALYSIS

APPLICATION FOR ORIGINAL AUTHORITY
OR TRANSFER OF AUTHORITY
TO PROVIDE
TELECOMMUNICATIONS SERVICE
IN THE STATE OF FLORIDA

INSTRUCTIONS

This form should be used as the application for an original certificate and transfer of an existing certificate (from a Florida certificated company to a non-certificated company). In the case of a transfer, the information shall be provided by the transferee. If you have other questions about completing the form, call **(850) 413-6600**.

Print or type all responses to each item requested in the application. If an item is not applicable, please explain. All questions must be answered. If unable to answer the question in the allotted space, please continue on a separate sheet.

Once completed, submit the **original and one copy** of this form along with a **non-refundable** fee of **\$500.00** to:

Florida Public Service Commission
Office of Commission Clerk
2540 Shumard Oak Blvd.
Tallahassee, Florida 32399-0850
(850) 413-6770

APPLICATION

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 rather than apply for a new certificate.

Please provide the following:

1. Full name of company, including fictitious name(s), that must match identically with name(s) on file with the Florida Department of State, Division of Corporations registration:

Simwood Inc.

2. The Florida Secretary of State corporate registration number:

F18000004259

3. F.E.I. Number: 36-4876392

4. Structure of organization:

The company will be operating as a:
(Check all that apply):

- | | | | |
|-------------------------------------|---------------------------|--------------------------|------------------------------|
| <input type="checkbox"/> | Corporation | <input type="checkbox"/> | General Partnership |
| <input checked="" type="checkbox"/> | Foreign Corporation | <input type="checkbox"/> | Foreign Partnership |
| <input type="checkbox"/> | Limited Liability Company | <input type="checkbox"/> | Limited Partnership |
| <input type="checkbox"/> | Sole Proprietorship | <input type="checkbox"/> | Other, please specify below: |

If a partnership, provide a copy of the partnership agreement.

If a foreign limited partnership, proof of compliance with the foreign limited partnership statute (Chapter 620.169, FS). The Florida registration number is: _____

5. Who will serve as point of contact to the Commission in regard to the following?

(a) This application:

Name: Mark Foster
Title: Attorney for Simwood Inc.
Street Address: 904 West Avenue, Suite 107
Post Office Box: _____
City: Austin
State: TX
Zip: 78701
Telephone No.: 512-708-8700
Fax No.: 512-697-0058
E-Mail Address: mfoster@fosterdanowsky.com

(b) Ongoing operations of the company:

(This company liaison will be the point of contact for FPSC correspondence. This point of contact can be updated if a change is necessary but this must be completed at the time the application is filed).

Name: Thomas Hadden
Title: Chief Operations Officer
Street Address: 5016 Spedale Court. Ste. 306
Post Office Box: _____
City: Spring Hill
State: TN
Zip: 37174
Telephone No.: 615-814-0102
Fax No.: 833-857-2362
E-Mail Address: Thomas.hadden@simwood.com
Company Homepage: www.simwood.com

(c) Optional secondary point of contact or liaison:

(This point of contact will not receive FPSC correspondence but will be on file with the FPSC).

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

6. Physical address for the applicant that will do business in Florida:

Street address: 5016 Spedale Court. Ste. 306
City: Spring Hill
State: TN
Zip: 37174
Telephone No.: (833) 857-2360
Fax No.: (833) 857-2362
E-Mail Address: Thomas.hadden@simwood.com

7. List the state(s), and accompanying docket number(s), in which the applicant has:

(a) **operated** as a telecommunications company. _____

(b) **applications pending** to be certificated as a telecommunications company.
Arkansas, California, Colorado, Georgia, Indiana, New York, West Virginia,
Wyoming

(c) **been certificated** to operate as a telecommunications company. _____
Idaho, Case No. SIM-T-19-01 Montana; No docket number.
Kentucky; No docket number. Oregon; Docket No. 1634
North Dakota; No docket number. Texas; Docket No. 50241
Missouri; Docket No. LA-2020-0196 Wisconsin; Docket No. 11081-NC-100

(d) **been denied authority** to operate as a telecommunications company and the
circumstances involved. N/A

(e) **had regulatory penalties imposed** for violations of telecommunications statutes
and the circumstances involved. N/A

(f) **been involved in civil court proceedings** with another telecommunications
entity, and the circumstances involved. N/A

8. The following questions pertain to the officers and directors. Have any 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? Yes No

If yes, provide explanation.

(b) granted or denied a certificate in the State of Florida (this includes active and
canceled certificates)? Granted Denied Neither

If granted provide explanation and list the certificate holder and certificate number.
Thomas Hadden was the owner of TNE Telephone, Inc. and was granted Certificate of Authority No. 8902

If denied provide explanation.

(c) an officer, director, and partner in any other Florida certificated telecommunications company? Yes No

If yes, give name of company and relationship. If no longer associated with company, give reason why not.

Thomas Hadden was the owner of TNE Telephone, Inc. and was granted Certificate of Authority No. 8902. The company is no longer in operation.

9. Florida Statute 364.335(1)(a) requires a company seeking a certificate of authority to demonstrate its managerial, technical, and financial ability to provide telecommunications service.

Note: It is the applicant's burden to demonstrate that it possesses adequate managerial ability, technical ability, and financial ability. Additional supporting information may be supplied at the discretion of the applicant. For the purposes of this application, financial statements MUST contain the balance sheet, income statement, and statement of retained earnings.

- (a) **Managerial ability:** An applicant must provide resumes of employees/officers of the company that would indicate sufficient managerial experiences of each. Please explain if a resume represents an individual that is not employed with the company and provide proof that the individual authorizes the use of the resume.
- (b) **Technical ability:** An applicant must provide 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 explain if a resume represents an individual that is not employed with the company and provide proof that the individual authorizes the use of the resume.
- (c) **Financial ability:** An applicant must provide financial statements demonstrating financial ability by submitting a balance sheet, income statement, and retained earnings statement. An applicant that has audited financial statements for the most recent three years must provide those financial statements. If a full three years' historical data is not available, the application must include both historical financial data and pro forma data to supplement. An applicant of a newly established company must provide three years' pro forma data. If the applicant does not have audited financial statements, it must be so stated and signed by either the applicant's chief executive officer or chief financial officer affirming that the financial statements are true and correct.

10. Where will you officially designate as your place of publicly publishing your schedule a/k/a tariffs or price lists)? (Tariffs or price lists MUST be publicly published to comply with Florida Statute 364.04).

Florida Public Service Commission

Website – Please provide Website address: www.simwood.com_____

Other – Please provide address: _____

THIS PAGE MUST BE COMPLETED AND SIGNED

REGULATORY ASSESSMENT FEE: I understand that all telecommunications companies must pay a regulatory assessment fee. A minimum annual assessment fee, as defined by the Commission, is required.

RECEIPT AND UNDERSTANDING OF RULES: I understand the Florida Public Service Commission's rules, orders, and laws relating to the provisioning of telecommunications company service in Florida.

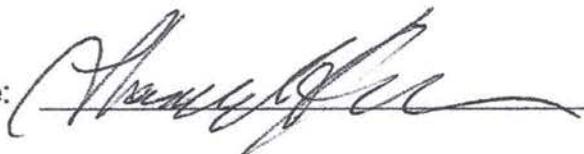
APPLICANT ACKNOWLEDGEMENT: By my signature below, I, the undersigned owner or officer, attest to the accuracy of the information contained in this application and attached documents and that the applicant has the technical ability, managerial ability, and financial ability to provide telecommunications 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 have the authority to sign on behalf of my company and agree to comply, now and in the future, with all applicable Commission rules, orders and laws.

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 or her official duty shall be guilty of a misdemeanor of the second degree, punishable as provided in s. 775.082 and s. 775.083.*"

I understand that any false statements can result in being denied a certificate of authority in Florida.

COMPANY OWNER OR OFFICER

Print Name: Thomas Hadden
Title: Chief Operations Officer
Telephone No.: 615-814-0102
E-Mail Address: Thomas.hadden@simwood.com

Signature:  Date: 2-14-2020

CERTIFICATE TRANSFER

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

Exhibit 1

Proof of Authority to Operate in Florida

F18000004259

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only

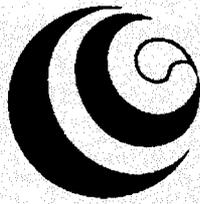


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DEPARTMENT OF STATE
18 SEP 14 PM 4: 22

FILED
18 SEP 14 AM 8: 26
FEDERAL BUREAU OF INVESTIGATION
U.S. DEPARTMENT OF JUSTICE

O SIMMONS
SEP 17 2018



COGENCYGLOBAL

115 N CALHOUN ST., STE. 4
TALLAHASSEE, FL 32301
866.625.0838
COGENCYGLOBAL.COM

Date: September 14, 2018

Account#: I20000000088

Name: KEN HOWELL

Reference #: A455243

Entity Name: SIMWOOD INC

Articles of Incorporation/Authorization to Transact Business

Amendment

Change of Agent

Reinstatement

Conversion

Merger

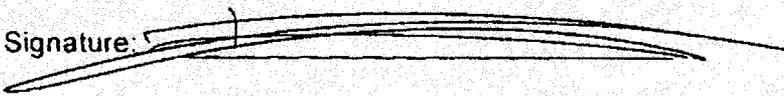
Dissolution/Withdrawal

Fictitious Name

Other _____

**ISSUES? CALL
KEN:
518-213-0738**

Authorized Amount: \$70.00

Signature: 

CORPORATE HQ
COGENCY GLOBAL INC.
10 E 40th ST. 10th FL
NY, NY 10016
800.221.0107
+1.212.947.7200

EUROPEAN HQ
COGENCY GLOBAL (UK) LIMITED
REGISTERED IN ENGLAND & WALES
REGISTRY NO 072
6 BEVIS MARKS, 1st FL
LONDON EC3A 7BA
+44 (0)20.3786.1090

ASIA PACIFIC HQ
COGENCY GLOBAL (HK) LIMITED
A HONG KONG LIMITED COMPANY
INFINITUS PLAZA, 12th FL
199 DES VOEUX RD CENTRAL
HONG KONG
+852.3975.1803

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. Simwood 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. Wyoming 3. 36-4876392
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. August 21, 2017 5.
(Date of incorporation) (Date of duration, if other than 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. CubeM4 Business Park, Simwood House Bristol, Avon & Somerset BS16 1FX UK
(Principal office address)

CubeM4 Business Park, Simwood House Bristol, Avon & Somerset BS16 1FX UK
(Current mailing address, if different)

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

Name: COGENCY GLOBAL INC.

Office Address: 115 North Calhoun Street, Suite 4

Tallahassee, Florida 32301
(City) (Zip code)

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SEP 14 AM 8:26

9. 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.

Karen McKee Asst. Secretary
(Registered agent's signature)

10. 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.

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

A. DIRECTORS

Chairman: Simon Paul Woodhead

Address: CubeM4 Business Park, Simwood House Bristol, Avon BS16 1FX United Kingdom

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Simon Paul Woodhead

Address: CubeM4 Business Park, Simwood House Bristol, Avon BS16 1FX United Kingdom

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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13 SEP 14 11:08 AM '14
26

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

12. _____

Simon Woodhead
Signature of Director or Officer

The officer or director signing this document (and who is listed in number 11 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

3. Simon Woodhead , President/Director

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

STATE OF WYOMING
Office of the Secretary of State

I, EDWARD A. BUCHANAN, SECRETARY OF STATE of the STATE OF WYOMING, do hereby certify that according to the records of this office,

SIMWOOD INC.
is a
Profit Corporation

formed or qualified under the laws of Wyoming did on **August 21, 2017**, comply with all applicable requirements of this office. Its period of duration is Perpetual. This entity has been assigned entity identification number **2017-000765735**.

This entity is in existence and in good standing in this office and has filed all annual reports and paid all annual license taxes to date, or is not yet required to file such annual reports; and has not filed Articles of Dissolution.

I have affixed hereto the Great Seal of the State of Wyoming and duly generated, executed, authenticated, issued, delivered and communicated this official certificate at Cheyenne, Wyoming on this 14th day of September, 2018 at 12:13 PM. This certificate is assigned 027940529.



Edward A. Buchanan
Secretary of State

Exhibit 2

Managerial and Technical Capability

Biographies of Other Key Personnel

Simon Woodhead, Chief Executive Officer

Simon Woodhead's early career was in finance as a fund manager, within what became Deutsche Bank and Barclays Wealth. Simon had discretion to manage over 40m+ of funds before age 21, becoming the youngest qualified member of the Securities Institute. Simwood (<https://simwood.com>) was founded in 1996 (as 'eSMS': the world's first global gateway between the Internet and Mobile Phones), and Simon left finance in 1999 to focus on it and a number of other start-ups, eventually exiting all of them except Simwood by 2005. As CEO and architect, he shaped the current business of Simwood to be the wholesale voice and mobile operator it is today. In 2016 he was elected a Director of the London Internet Exchange (<http://www.linx.net>), the world's largest member-owned peering exchange operator. LINX operates peering exchanges across the UK and in North Virginia USA. In that role he speaks widely at industry events, often around the company's extensive research on voice fraud and infrastructure.)

Grahame Davies, Chairman

Grahame Davies has 30+ years' experience in the telecoms and technology sector, Grahame has built up several large organizations with tremendous success, Grahame took Demo internet from 5 to 80 staff in three years, Grahame was Managing Director of Easynet 1992-95 growing the business to revenues of £70M+ and 350 staff, Grahame has gone on to work with many businesses in the telecoms space adding structure with many achievements and accolades.

Thomas Hadden, Chief Operations Officer ("COO")

Mr. Hadden has more than Thirty years of experience in the design, development, and marketing of telecommunications, VoIP, wide-area networking and storage management products. As Chief Operating Officer "COO" of Simwood Inc., Mr. Hadden is responsible for day to day operations. Currently Mr. Hadden is involved in achieving IPES status and a 214 in addition to the current CLEC status Simwood currently holds. Prior to Simwood Mr. Hadden was responsible for the merger and acquisition of the independent CLECs. He was responsible for the strategic CLEC portions of the individual holdings, including TNE Telephone, Inc., focusing on key contractual agreements with Tier 1 carriers such as AT&T, Verizon, CenturyLink, and Level 3. Prior to starting TNE Telephone, Inc., he served as Chairman of the Board and CEO for a Georgia-based CLEC, Kinloch Telephone, Inc.; Anderson Telephone, Inc., a South Carolina CLEC; and Carrboro Telephone, Inc., a North Carolina CLEC. Mr. Hadden also cofounded Vault Telephone, Inc., which is a wholesale telecom solutions provider offering VoIP, SS7, SMS/800, and LNP. Around the time of the millennium, Mr. Hadden served as the Chief Network Officer for Universal Access, Inc., which went public in 2000 with stock symbol "UAXS". During this period, Universal Access built out 12 carrier colocation sites and completed CLEC status in 6 States. Hadden was responsible for all carrier interconnections, colocation, network operations, network monitoring and 24 x 7 Network Operations Centers (NOCs). Prior to employment with Universal Access, Inc., Mr. Hadden was President of Vaultline, Inc. in California. Vaultline was one of the first unregulated carriers to operate an OC48 SONET ring around the entire San Francisco Bay Area with what was Pacific Bell at that time. Mr. Hadden also cofounded Synergistic Networking Solutions, Inc. in 1993, a software developing company providing OEMs with innovative storage management software capable of modular data storage from the desktop environment. As manager of Intel's application-specific servers and network products in the early '90s, Mr. Hadden was responsible for assessing market needs and employing strategic product development. While with Tecmar, Inc., a data storage and communications product manufacturer, he developed a series of products including the entire line of ProLine tape backup systems, and ProServe software, traveling across Europe, and running the "train the trainer" programs to develop key distributors of Tecmar in Europe. Recognized as an expert in network disaster prevention and recovery, Mr. Hadden worked with NASA at its headquarters in Cocoa Beach, Florida, on networking facilities prior to the

testbed for Pre-Launch Shuttle sequencing. Mr. Hadden also served as Technical Editor for Patrick H. Corrigan's *Backing up NetWare LANs* (M&T Books) and has had articles published in LAN Times, LAN Technology, NetWare Technical Journal, Computer Technology Review and Computing Canada. Additionally, he has spoken publicly at trade events such as Interop, NetWorld, Networks Expo and PC Expo.

Charles Chance, Group Chief Technology Officer ("CTO")

Charles Chance has a proven track record of building highly resilient, scalable networks and cloud-based services. He has been involved in a number of telecommunications businesses over the past 10+ years and in 2010 founded communications-focused technology company Sipcentric Ltd, developing an entirely flexible and reliable hosted telephony platform for use by ITSPs globally.

Sipcentric later became a communications provider in its own right and in 2019 was acquired by Simwood Group PLC. Charles subsequently joined the board as Group CTO and is now ultimately responsible for the ongoing reliability and interoperability of all networks and technologies across the group, whilst overseeing a process of continuous improvement and development moving forward.

Charles is also an active contributor to several open source projects within the telecommunications sector, including a widely used SIP router application to which his contributions have been instrumental in advancing its clustering and horizontal scaling capabilities over the years.

Cathryn Zygadlo, Director of Operations

Ms. Zygadlo is responsible for overseeing the day-to-day carrier operations and compliance. Ms. Zygadlo is also responsible for managing a staff of project managers to complete projects while maintaining communications with both vendors and customers. Ms. Zygadlo will be coordinating with vendors, customers and management to ensure Simwood, Inc. services meet or exceed customer expectations while carefully managing all cost aspects. Ms. Zygadlo will also provide support to the Sales and Accounting areas.

Prior to Simwood Inc., was a founder of TNE Telephone, Inc., Ms. Zygadlo worked for iNetworks where she was the Director of Operations. Ms. Zygadlo managed the staff and coordinated all reporting activities. Ms. Zygadlo designed the internal processes for iNetworks and managed the installation of over 100 million dollars in circuits monthly while maintaining strict Government specifications.

Ms. Zygadlo was VP of Operations in charge of all provisioning, design, installation and customer satisfaction staff at Universal Access, Inc. Ms. Zygadlo was the 7th employee for Universal Access and helped grow the business into a multi-million dollar public company. Ms. Zygadlo was also responsible for integration of multiple software company purchases, producing Universal Access, Inc.'s first pricing and tariff management software.

Ms. Zygadlo has been working in Telecommunication Operations for 25 years.

- US- Communications – Director, Customer Support – 1994 through 1996
- Universal Access – VP Operations – 1996 through 2007
- INetworks – Director of Operations – 2007 through 2009
- TNE Global, LLC – VP Operations – 2009 through 2013
- TNE Telephone, Inc. - EVP Operations - 2013 through 2018
- Simwood Inc. - Director of Operations - 2018 - present

I- charge of maintaining levels of standards for all OC carrier connections pertaining to our Stratacom BPX ATM switch and Cisco routers
- Acquired a /16 from ARIN and maintained all IP records

CONFIDENTIAL Exhibit 3

Financial Capability