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KELLEY DRYE & WARREN LLP

A LIMITED LIABILITY PARTNERSHIP INCLUDING PROFESSIONAL ASSOCIATIONS

1200 19TH STREET, N.W.

SUITE 500

WASHINGTON, D. C. 20036

(202) 955-9600

FACSIMILE

(202) 955-9792

WRITER'S DIRECT LINE

(202) 955-8808

NEW YORK, N.Y.

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August 13, 1997

VIA OVERNIGHT COURIER

971052-TX

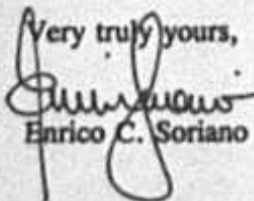
Ms. Blanca S. Bayo
Director, Division of Records and Reporting
Florida Public Service Commission
2550 Shumard Oak Boulevard
Tallahassee, Florida 32399

**Re: Application of MGC Communications, Inc. for Authority to Provide
Resold and Facilities-Based Alternative Local Exchange Service**

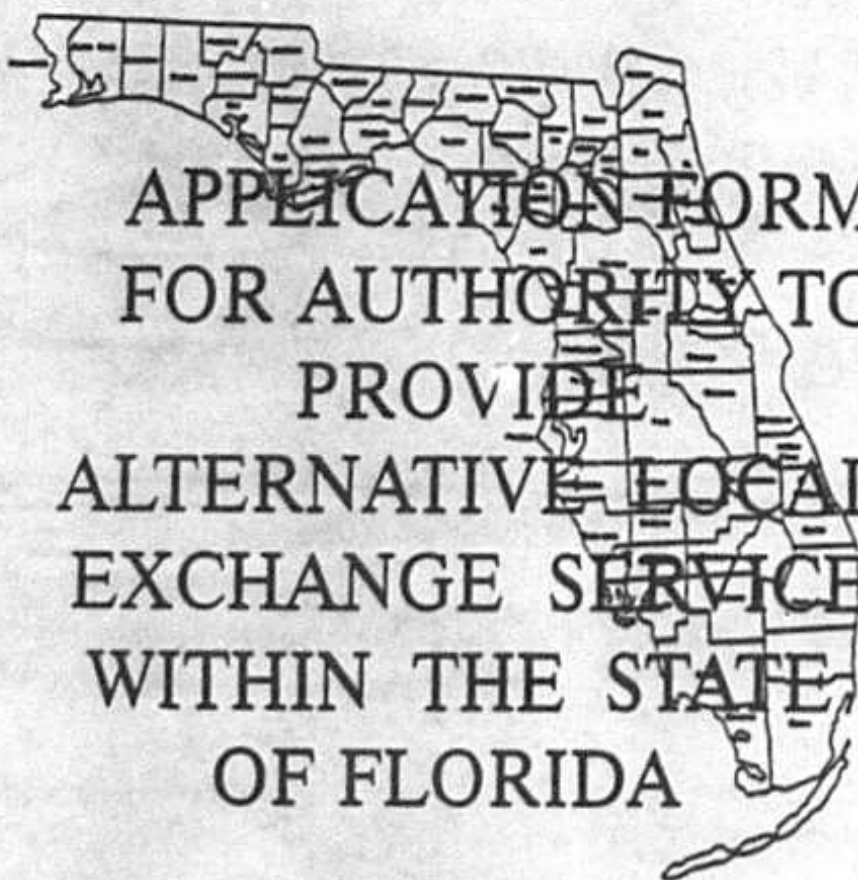
Dear Ms. Bayo:

Enclosed herewith for filing with the Florida Public Service Commission are the original and fifteen (15) copies of MGC Communications, Inc.'s application for authority to provide resold and facilities-based alternative local exchange service. MGC's financial statements are being submitted under seal on the grounds that they contain strictly confidential and proprietary information. MGC will submit its tariff once its interconnection agreement is signed and approved. Also enclosed is the required filing fee of \$250.00. Kindly date-stamp the duplicate copy of this filing and return to the undersigned in the enclosed self-addressed, stamped envelope.

This document has been placed in confidential storage pending advice from OPR staff on further handling.

Very truly yours,

Enrico C. Soriano

cc: Kent Heyman



APPLICATION FORM
FOR AUTHORITY TO
PROVIDE
ALTERNATIVE LOCAL
EXCHANGE SERVICE
WITHIN THE STATE
OF FLORIDA

DOCUMENT NUMBER-DATE

08247 AUG 14 6

FPSC-RECORDS/REPORTING

**FLORIDA PUBLIC SERVICE COMMISSION
CAPITAL CIRCLE OFFICE CENTER - 2540 SHUMARD OAK BOULEVARD
TALLAHASSEE, FLORIDA 32399-0850**

**APPLICATION FORM
for**

**AUTHORITY TO PROVIDE ALTERNATIVE LOCAL EXCHANGE SERVICE
WITHIN THE STATE OF FLORIDA**

INSTRUCTIONS

1. This form is used for an original application for a certificate and for approval of sale, assignment or transfer of an existing alternative local exchange certificate. In case of a sale, assignment or transfer, the information provided shall be for the purchaser, assignee or transferee.
 2. Respond to each item requested in the application and appendices. If an item is not applicable, please explain why.
 3. Use a separate sheet for each answer which will not fit the allotted space.
 4. If you have questions about completing the form, contact:

**Florida Public Service Commission
Division of Communications, Certification & Compliance Section
2540 Shumard Oak Boulevard
Tallahassee, Florida 32399-0866
(904) 413-6600**
 5. Once completed, submit the original and six (6) copies of this form along with a non-refundable application fee of \$250 made payable to the Florida Public Service Commission at the above address.
-

1. This is an application for (check one):
- Original authority (new company)
 - Approval of transfer (to another certificated company)
Example, a certificated company purchases an existing company and desires to retain the original certificate authority.
 - Approval of assignment of existing certificate (to a noncertificated company)
Example, a non-certificated company purchases an existing company and desires to retain the certificate of authority rather than apply for a new certificate.
 - Approval for transfer of control (to another certificated company)
Example, a company purchases 51% of a certificated company. The Commission must approve the new controlling entity.

2. Name of applicant:

HGC COMMUNICATIONS, INC.

3. A. National mailing address including street name, number, post office box, city, state, zip code, and phone number.

3165 PALMS CENTRE DRIVE
LAS VEGAS, NEVADA 89103
(702) 310-1000

B. Florida mailing address including street name, number, post office box, city, state, zip code, and phone number.

THE APPLICANT DOES NOT YET HAVE AN OFFICE IN FLORIDA.

C. Physical address of alternative local exchange service in Florida including street name, number, post office box, city, zip code and phone number.

THE APPLICANT DOES NOT YET HAVE AN OFFICE IN FLORIDA.

4. Structure of organization:

- () Individual
(x) Foreign Corporation
() General Partnership
() Joint Venture

- () Corporation
() Foreign Partnership
() Limited Partnership
() Other, Please explain _____

5. If incorporated, please provide proof from the Florida Secretary of State that the applicant has authority to operate in Florida.

Corporate charter number: _____

SEE ATTACHED EXHIBIT A. MGC IS IN THE PROCESS OF OBTAINING AUTHORIZATION TO DO BUSINESS AS A FOREIGN CORPORATION IN FLA. MGC WILL FILE A LATE-FILED EXHIBIT UPON RECEIPT OF SUCH AUTHORIZATION.

6. Name under which the applicant will do business (d/b/a):

MGC COMMUNICATIONS, INC.

7. If applicable, please provide proof of fictitious name (d/b/a) registration.

Fictitious name registration number: N/A

8. If applicant is an individual, partnership, or joint venture, please give name, title and address of each legal entity.

N/A

9. State whether any of the officers, directors, or any of the ten largest stockholders have previously been adjudged bankrupt, mentally incompetent, or found guilty of any felony or of any crime, or whether such actions may result from pending proceedings. If so, please explain.

NONE OF THE APPLICANT'S OFFICERS, DIRECTORS, OR ANY OF THE TEN LARGEST STOCKHOLDERS HAS BEEN ADJUDGED BANKRUPT, MENTALLY INCOMPETENT, OR FOUND GUILTY OF ANY FELONY OR OF ANY CRIME. NO SUCH PROCEEDINGS ARE PENDING.

10. Please provide the name, title, address, telephone number, internet address, and facsimile number for the person serving as ongoing liaison with the Commission, and if different, the liaison responsible for this application.

JAMES J. FREEMAN, ESQ. AND ENRICO C. SORIANO, ESQ.
KELLEY DRYE & WARREN LLP
1200 19th STREET, N.W., SUITE 500, WASHINGTON, D.C. 20036
Phone (202)955-9600 FAX: (202)955-9752

11. Please list other states in which the applicant is currently providing or has applied to provide local exchange or alternative local exchange service.

THE APPLICANT IS AUTHORIZED TO PROVIDE COMPETITIVE LOCAL EXCHANGE SERVICE AS A FACILITIES-BASED PROVIDER AND RESELLER IN NEV., GA AND IL. THE APPLICANT IS SEEKING AUTHORIZATION TO PROVIDE LOCAL EXCHANGE SERVICE IN CA., MA AND TX.

FORM PSC/CHU 8 (07/95)

Required by Chapter 364.337 F.S.

12. Has the applicant been denied certification in any other state? If so, please list the state and reason for denial.

NO. THE APPLICANT HAS NEVER BEEN DENIED CERTIFICATION IN ANY STATE.

13. Have penalties been imposed against the applicant in any other state? If so, please list the state and reason for penalty.

NO. NO PENALTIES HAVE BEEN IMPOSED AGAINST THE APPLICANT IN ANY STATE.

14. Please indicate how a customer can file a service complaint with your company.

CUSTOMERS CAN CALL A TOLL-FREE CUSTOMER SERVICE NUMBER (888-777-5802) TO REPORT SERVICE COMPLAINTS.

15. Please provide all available documentation demonstrating that the applicant has the following capabilities to provide alternative local exchange service in Florida.

A. Financial capability.

Regarding the showing of financial capability, the following applies:

The application should contain the applicant's financial statements for the most recent 3 years, including:

1. the balance sheet
2. income statement
3. statement of retained earnings.

Further, a written explanation, which can include supporting documentation, regarding the following should be provided to show financial capability.

1. Please provide documentation that the applicant has sufficient financial capability to provide the requested service in the geographic area proposed to be served.
2. Please provide documentation that the applicant has sufficient financial capability to maintain the requested service.
3. Please provide documentation that the applicant has sufficient financial capability to meet its lease or ownership obligations.

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.

If available, the financial statements should be audited financial statements.

If the applicant does not have audited financial statements, it shall be so stated. The unaudited financial statements should then be signed by the applicant's chief executive officer and chief financial officer. The signatures should attest that the financial statements are true and correct.

SEE ATTACHED EXHIBIT B.

B. Managerial capability.

SEE ATTACHED EXHIBIT C.

C. Technical capability.

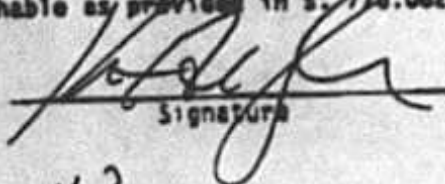
SEE ATTACHED EXHIBIT D.

AFFIDAVIT

By my signature below, I, the undersigned officer, attest to the accuracy of the information contained in this application and attached documents and that the applicant has the technical expertise, managerial ability, and financial capability to provide alternative local exchange 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".

Official:


Signature

8/17/97
Date

Title:

V.P.

(702) 310-8258
Telephone Number

Address:

EXHIBIT A

Certificate of Incorporation

SECRETARY OF STATE



CORPORATE CHARTER

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State do hereby certify that NEVTEL, INC. did on the **SIXTEENTH** day of **OCTOBER, 1995** file in this office the original Articles of Incorporation; that said Articles are now on file and of record in the office of the Nevada Secretary of State, and further, that said Articles contain all the provisions required by the law of said State of Nevada.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, this **SIXTEENTH** day of **OCTOBER, 1995**.

Secretary of State

By

Certification Clerk



FILED
IN THE OFFICE OF THE
SECRETARY OF STATE OF THE
STATE OF NEVADA

OCT 16 1995

17935-95

ARTICLES OF INCORPORATION

OF

NevTEL, INC.

RECEIVED *Am*

9:20
OCT 16 1995

Secretary of State

The Undersigned natural person acting as the incorporator of a corporation ("the Corporation") under the provisions of Chapter 78 of the Nevada Revised Statutes, adopts the following Articles of Incorporation.

ARTICLE I

NAME

The name of the corporation is:

NevTEL, INC.

ARTICLE II

PERIOD OF DURATION

The period of duration of the corporation is perpetual.

ARTICLE III

PURPOSE

The purpose for which the corporation is organized is to engage in any lawful activity.

ARTICLE IV

AUTHORIZED SHARES AND ASSESSMENT OF SHARES

Section 4.01 Authorized Shares. The aggregate number of shares the corporation shall have authority to issue is 25,000 shares of capital stock without par value.

Section 4.02. Assessment of Shares. The capital stock of the corporation, after the amount of the subscription price has been paid, shall not be subject to pay debts of the corporation, and no capital stock issues as fully paid up shall ever be assessable or assessed.

ARTICLE V

PRINCIPLE OFFICE AND INITIAL RESIDENT AGENT

Section 5.01. Principle office. The address of the principle office of the corporation is 2972 Meade Avenue, Las Vegas, Nevada 89102.

Section 5.02. Initial Resident Agent. The name of the initial resident agent of the corporation, a resident of Nevada, whose business address is at the above address, is Nield J. Montgomery.

ARTICLE VI

DATA RESPECTING DIRECTORS

Section 6.01. Style of Governing Board. The members of the governing board of the corporation shall be styled Directors.

Section 6.02. Initial Board of Directors. The initial Board of Directors shall consist of two (2) members, who need not be residents of the State of Nevada or shareholders of the corporation.

Section 6.03. Name and Addresses. The names and post office addresses of the persons who are to serve as directors until their successors shall have been elected and qualified, follow:

Nield J. Montgomery

9975 Parvin Street
Las Vegas, Nevada 89123

Linda L. Montgomery

9975 Parvin Street
Las Vegas, Nevada 89123

Section 6.04. Increase or Decrease of Directors. The number Directors of the corporation may be increased or decreased from time to time as shall be provided in the Code of By-Laws of the corporation.

ARTICLE VII

INDEMNIFICATION OF DIRECTORS AND OFFICERS

No director or officer shall be liable to the Corporation or its shareholders for damages for breach of fiduciary duty as a director or officer except for acts or omissions which involve intentional misconduct, fraud or a knowing violation of law, or the payment of dividends in violation of NRS 78.300. The Corporation shall indemnify any director or officer and for any liability and legal expenses, including attorney fees, judgments, fines and amounts paid in settlement actually and reasonably incurred by him arising out of his status or actions as a director or officer if he acted in good faith and in a manner which he reasonably believed to be in or not opposed to the best interests of the corporation, and had no reasonable cause to believe his conduct was unlawful. The personal liability of all directors and officers of the Corporation to any person or entity shall be eliminated or limited to the maximum extent allowed by Nevada statutes, and such directors and officers and their heirs, executors and administrators shall be indemnified by the Corporation to the maximum extent by Nevada statutes.

ARTICLE VIII

DATA RESPECTING INCORPORATOR

The name and post office address of the incorporator of the corporation is as follows:

Nield J. Montgomery

9975 Parvin Street
Las Vegas, Nevada 89123

EXECUTED this 16th day of October, 1995


NIELD J. MONTGOMERY

STATE OF NEVADA)
)
COUNTY OF CLARK)

ss.

I, the undersigned, a Notary Public duly commissioned to take acknowledgments and administer oaths in the State of Nevada, do hereby certify that on this day, personally appeared before me, Nield J. Montgomery, who, being by me first duly sworn, declared that he is the incorporator referred to in Article VIII of the Articles of Incorporation, and that he signed these Articles of Incorporation and that statements contained therein are true.

WITNESS my hand and seal this 16th day of October, 1995.

Catherine J. Flannery
NOTARY PUBLIC



FILED
IN THE OFFICE OF THE
SECRETARY OF STATE OF THE
STATE OF NEVADA

C 41799
#75-a

NOV 26 1996

C17935-95

Dean Heller
DEAN HELLER, SECRETARY OF STATE

**UNANIMOUS WRITTEN CONSENT
OF THE STOCKHOLDERS AND BOARD OF DIRECTORS
OF
NEVTEL, INC.**

The undersigned, being all of the Stockholders and Directors of NevTEL, Inc. (the "Corporation"), do hereby adopt the following resolutions by unanimous written consent pursuant to Sections 78.315 and 78.325 of the Nevada Revised Statutes and the Bylaws of the Corporation:

RESOLVED, that this Corporation change its name to MGC Communications, Inc. and that Article I of the Corporation's Articles of Incorporation be amended to reflect this change; and

RESOLVED FURTHER, that the authorized capital stock of the Corporation be increased to 25,000,000 shares of Common Shares, \$.001 par value per share, and that Section 4.01 of the Corporation's Articles of Incorporation be amended to reflect this change; and

RESOLVED FURTHER, that any officer be, and the same hereby is, authorized and directed to carry out the purposes and intent of the foregoing resolutions.

This consent is effective as of November 18, 1996 and is to be filed in the Minute Book of the Corporation.

Nield J. Montgomery
Nield J. Montgomery

Linda L. Montgomery
Linda L. Montgomery

FILED
IN THE OFFICE OF
SECRETARY OF STATE OF THE
STATE OF NEVADA
CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

NOV 26 1996

(After Issuance of Stocks)

NewTEL Inc.
Name of Corporation

Dea Hill
DEAR HILLER, SECRETARY OF STATE
We the undersigned

Nield J. Montgomery and Linda L. Montgomery

Secretary or Assistant Secretary

of NewTEL Inc. do hereby certify:
Name of Corporation

That the Board of Directors of said corporation at a meeting duly convened, held on the 18th day of November 1996, adopted a resolution to amend the original articles as follows:

1. Article 1 is hereby amended to read as follows:

ARTICLE I

The name of the corporation is:
MGC Communications, Inc.

2. Section 4.01 is hereby amended to read as follows:

Section 4.01. Authorized Shares. The total number of shares which the Corporation is authorized to issue is twenty-five million (25,000,000) common shares; all of such shares having a par value of one tenth of one cent (\$.001) per share.

The number of shares of the corporation outstanding and entitled to vote on an amendment to the Articles of Incorporation is _____ that the said change(s) and amendment have been consented to and approved by a majority vote of the stockholders holding at least a majority of each class of stock outstanding and entitled to vote thereon.



Nield J. Montgomery
President or Vice President
Linda L. Montgomery
Secretary or Assistant Secretary

State of Nevada
County of Clark

NOV 26 1996
SECRETARY STATE

On November 18th 1996, personally appeared before me, a Notary Public,
Nield Montgomery & Linda Montgomery who acknowledged that they

Names of Persons Appearing and Signing Document

Instrument.

Patricia L. Reilly
Secretary of Notary

FILED

CERTIFICATE OF BUSINESS FICTITIOUS FIRM NAME

SEP 29 3 12 PM '95

The undersigned do(es) hereby certify that he/she/it/they Luette J. Montgomery ~~Luette J. Montgomery~~ business located at TELEPHONE 2972 MEADE AVE LAS VEGAS, NV 89102, Nevada, under the fictitious firm name of NEVTEL

and that the said firm is composed of the following person(s) whose name(s) and address(es) follow, to wit:

NIELD J. MONTGOMERY, 2972 MEADE AVE, L.V. NV 89102
LINDA L. MONTGOMERY, 2972 MEADE AVE, L.V. NV 89102

Witness my hand on this 29th day of September, 1995.

Nield J. Montgomery
Signer

State of Nevada

ss.

County of Clark

On this 29th day of September, 1995, before me, the undersigned, a Notary Public in and for said County and State, personally appeared

known to me to be the person(s) whose name(s) is/are subscribed to the within instrument, and acknowledged to me that he/she/it/they executed the same, freely and voluntarily and for the uses and purposes therein mentioned.

In witness whereof, I have hereunto set my hand and affixed my official seal the day and year first above written.

Conya E. Hill
Notary in and for said County and State

Residing at Las Vegas, Nevada.

(Notarial Seal)



CONYA E. HILL
Notary Public - Nevada
Clark County
My comm. exp. Oct. 29, 1997.

EXHIBIT B

Statement of Financial Fitness and Relevant Financial Information

MGC COMMUNICATIONS, INC. ("MGC") is financially qualified to operate as a competitive local exchange carrier in Florida. The funding required for the construction and operation of MGC's telecommunications network in Florida has been provided through privately placed investment. Accordingly, MGC has the financial resources to provide the services described in this application. As is evident from MGC's financial statements (*see MGC's Balance Sheets and Income and Expense Statement, which are being filed with the application under seal*), MGC has significant assets and profits to finance its operations.

Balance Sheets Year-to-Date Through June 30, 1997

and

Income Statement Year-to-Date Through June 30, 1997

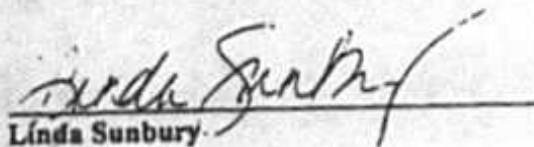
[CONFIDENTIAL AND PROPRIETARY -- FILED UNDER SEAL]

State of)
) ss.
County of)

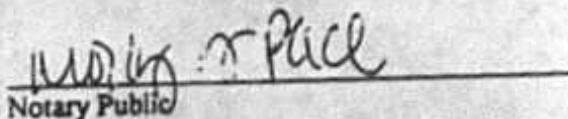
ATTESTATION

LINDA SUNBURY, being duly sworn according to law, upon his oath deposes and says:

1. I am the Vice President of Finance and Corporate Treasurer of MGC COMMUNICATIONS, INC.
2. The financial statements submitted in support of MGC COMMUNICATIONS, INC.'s application for local exchange authorization are true and correct of my own knowledge.


Linda Sunbury

Sworn and subscribed before me this
3 day of AUGUST, 1997


Notary Public

My Commission Expires 4/1/2001



MOLLY J. PACE
Notary Public - Nevada
My comm. exp. Apr. 1, 2001
No. 97-1124-1

EXHIBIT C

Statement of Managerial Fitness and Managerial Qualifications

MGC COMMUNICATIONS, INC. is managerially qualified to provide facilities-based and resold competitive local exchange service in Florida. MGC's officers and directors are:

Nield J. Montgomery 3165 Palms Centre Drive Las Vegas, Nevada 89103	President and Director
Kent F. Heyman 3165 Palms Centre Drive Las Vegas, Nevada 89103	Vice President, Secretary and General Counsel
Linda Sunbury 3165 Palms Centre Drive Las Vegas, Nevada 89103	Treasurer
Maurice J. Gallagher 3165 Palms Centre Drive Las Vegas, Nevada 89103	Director
Jack Hancock 3165 Palms Centre Drive Las Vegas, Nevada 89103	Director
Timothy P. Flynn 3165 Palms Centre Drive Las Vegas, Nevada 89103	Director

GMC's management team has considerable experience in marketing, sales, network operations, engineering, financial analysis/accounting, legal and regulatory,

customer service, training, and other relevant areas. MGC's officers and senior managers have a combined managerial experience of well over 200 years. As the resumes of GMC's key personnel reflect, these individuals have substantial experience in running major business operations. Each member of MGC's management team will draw upon his or her own experience, as well as the collective experience of the entire management team, to ensure that MGC is managed and operated efficiently and profitably.

NEILD J. MONTGOMERY

Neild J. Montgomery is CEO and President, a Management Committee Member, and a founder of MGC, Inc. Mr. Montgomery has over 34 years of telephone experience, most recently serving as General Manager-Switch Implementation for IntelCom Group (ICG). In that capacity, he was responsible for developing strategy and deploying telephone switches nationally to position the company to enter the local home company service business. Prior to that, Mr. Montgomery served as General Marketing and Sales Manager for Sprint/Centel (successor to Centel Nevada). During his 13-year Centel career, he served in senior executive positions directing engineering, operations, business office, sales, and marketing functions. Before joining Centel, Mr. Montgomery held a variety of management positions with New England Telephone Company (NYNEX). Mr. Montgomery holds both an MBA and a BA degree in business administration from Western New England College.

MAURICE J. GALLAGHER, JR.

Maurice J. Gallagher is the Chairman of the Management Committee and a founder of MGC, Inc. Mr. Gallagher was instrumental in organizing MGC with Mr. Montgomery. Mr. Gallagher was also a founder of ValuJet Airlines, Inc. in 1993 and currently serves as a Director of ValuJet. Mr. Gallagher also held prior positions (President and CFT) with ValuJet during its startup process. Most recently, Mr. Gallagher was Vice-Chairman. Prior to ValuJet, Mr. Gallagher was founder and President of WestAir Holdings Inc., a commuter airline headquartered in Fresno, California. The company was sold to Mesa Airlines in June 1992. Mr. Gallagher was a member of the Mesa Board of Directors from June 1992 to March 1993. Mr. Gallagher is a graduate of the University of California at Davis (1971) with a B.A. in History and UC Berkeley (1974) with an MBA.

DAVID A. RAHM, ESQ.

David A. Rahm, Esq., is Vice President of Facilities and Administration of MGC's Las Vegas operations. Mr. Rahm served in senior management positions for the past fifteen years, and has been responsible for managing credit, accounting, human resources, information systems, production, and legal departments. Mr. Rahm served as General Counsel of Chadmore Wireless Group, Inc. Prior to that, Mr. Rahm served as Director of Administration, Acting Director of Production, and General Counsel of Sigma Game, Inc. Mr. Rahm also served as Assistant Vice President, Manager of Marketing, Credit Leasing and Administration for Lodgistix, Inc. Mr. Rahm is a cum laude graduate of the Creighton University School of Law.

MICHAEL D. ENGLISH

Michael D. English is President - Eastern Region. Mr. English has over 23 years of telephone industry experience, most recently serving as Vice President at Metro Access Networks. Prior to joining Metro Access Networks, Mr. English served in 1994 as a Consultant to Time Warner Communications. Mr. English was President and CEO at Virginia MetroTEL from 1993-1994, and served in 1992 as vice President at FiberCom, a subsidiary of BTI. From 1988 to 1992, Mr. English served as President and Chairman of FiberLan, Inc., a subsidiary of BellSouth and Siecor. He joined FiberLan in 1985 as Vice President. Mr. English previously served in senior management positions in strategic planning and switch engineering at BellSouth, Inc., AT&T, and Southern Bell. He holds an MBA from the University of North Carolina at Greensboro (1974) and a B.S. in Electronics Engineering Science from Florida State University (1970).

STEVEN J. MONTGOMERY

Steven J. Montgomery is President of the Central and Northeast regions. Mr. Montgomery has over 24 years of senior managerial experience in operations and marketing, most recently serving as President of Convenience Retail Associations (CRA). CRA consulted with a variety of clients including companies that provided telecommunications services. Prior to that, Mr. Montgomery served as Manager of Convenience Retail Strategies and Programs for Amoco Oil Company and General Manager of for Convenience Stores. Before joining Amoco, Mr. Montgomery was President and Member of the Board of Directors for Dairy Mart Corporations. During his 17 years with

Dairy Mart, Mr. Montgomery held senior executive positions in operations and marketing. Mr. Montgomery is a past Member of the Board of Directors of the National Association of Convenience Stores. He holds a B.S. degree in Agricultural and Food Economics from the University of Massachusetts and an MBA in Marketing from Western New England College.

THOMAS G. KEOUGH

Thomas G. Keough is Vice President, Sales and Marketing for MGC and is responsible for all marketing, sales, and customer service activities. Prior to joining MGC, Mr. Keough directed several successful national and international sales and marketing programs with major U.S. and foreign companies. He has over 20 years experience as a marketing and sales executive, serving most recently as Executive Vice President and Director of Sales for Jetstream Aircraft, a subsidiary of British Aerospace. Mr. Keough also served in senior marketing and sales management roles with Beech Aircraft, Bombardier, Saab Aircraft of America, and DeHavilland.

MICHAEL E. BURKE

Michael E. Burke is Vice President - Engineering for MGC. Mr. Burke has over 27 years of engineering and engineering project management experience in the telecommunications industry, and served most recently as a member of the Board of Directors and as Vice President - Network Design for Contel of California. While at Contel, Mr. Burke was responsible for over 300 employees, a \$70 million construction budget, and a \$25 million operating budget. Mr. Burke also served in various engineering management roles with Continental Telephone Company, California Pacific Utilities, and General

Telephone Company of California. Mr. Burke earned his M.A. in Management from the University of Redlands, and his B.A. in Business Administration from California State College, San Bernardino.

KENT F. HEYMAN

Kent F. Heyman is General Counsel for MGC. Mr. Heyman has over 16 years of legal experience, most recently as chairman of the litigation department for a mid-size California law firm. Mr. Heyman has served as a California Superior Court Judge pro tempore presiding over trial, settlement conference, and other proceedings. Mr. Heyman remains as a panelist of the American Arbitration Association, presiding over complex commercial arbitrations. After acting as lead trial counsel in numerous jury trials, court trials, arbitrations, and administrative proceedings in various states and federal jurisdictions, Mr. Heyman began to emphasize telecommunications law with particular reference to the Telecommunications Act of 1996. Mr. Heyman holds a B.A. and J.D. degrees.

LINDA SUNBURY

Linda Sunbury is Controller and Director of Administration for MGC. Ms. Sunbury has over 12 years of accounting and administrative experience, having held similar positions in the airline industry. Most recently, Ms. Sunbury was Vice President of Administration for Business Express, Inc. d/b/a the Delta Connection. Ms. Sunbury began her career with the accounting firm of KPMG Peat Marwick. She holds a B.S. degree in Business Administration from California State University, Fresno, and is a licensed Certified Public Accountant.

MARK W. PETERSON

Mark W. Peterson is President - Western Region. Mr. Peterson has over 18 years of senior management experience in marketing and corporate affairs. He previously served as head of corporate affairs for both WestAir Airlines d/b/a United Express in Fresno, California, and for AirCal Airlines in Newport Beach, CA. He also served as a marketing communications manager with Bank of American in San Francisco, worked as a marketing consultant in Northern California, and was an instructor in Business Communications at California State University, Chico. Mr. Peterson earned a B.A. from California State University, Chico, and attended Cal Northern School of Law.

LUCINDA O'MARA

Lucinda O'Mara is the Director of Customer Services. Ms. O'Mara has been in the telecommunications industry for over 20 years. For the past 13 years, she was employed by Sprint/Central Telephone as Branch Manager of Hospitality and Gaming. Ms. O'Mara's primary responsibilities included developing and implementing training curricula for sales personnel and service technicians. Ms. O'Mara was involved in the revision of the sales compensation plan to ensure emphasis on market share growth retention of base and the reduction of department expenses over a three-year period. Ms. O'Mara attended Northern Illinois University.

EXHIBIT D

Statement of Technical Fitness

MGC is technically qualified to operate as a provider of competitive local exchange service in Florida. MGC's has been providing telecommunications service in several states for many years. As both a reseller of local exchange service and facilities-based local exchange carrier, MGC has adequate technical experience and capabilities to maintain a successful operation in Florida.

MGC employs an outstanding team of engineers and network specialists. Collectively, its senior technical personnel have designed, managed, and/or operated advanced telecommunications facilities in the United States. Exhibit C describes the technical capabilities of select members of MGC's senior technical team.

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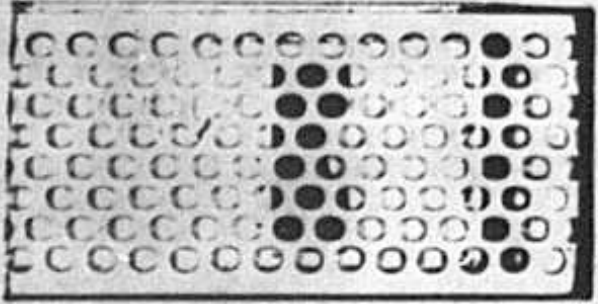
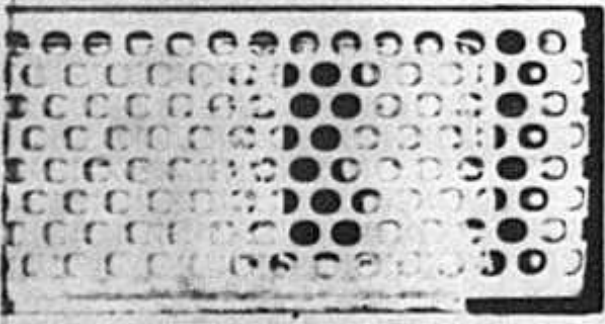
KELLEY DRYE & WARREN LLP
1200 18TH STREET, N.W.
WASHINGTON, DC 20036

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August 13, 1997

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Two Hundred Fifty And No/100----- DOLLARS

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David J. Hughes



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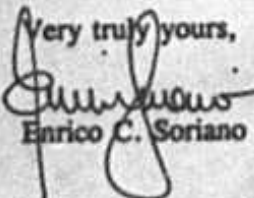
VIA OVERNIGHT COURIER

Ms. Blanca S. Bayo
Director, Division of Records and Reporting
Florida Public Service Commission
2550 Shumard Oak Boulevard
Tallahassee, Florida 32399

**Re: Application of MGC Communications, Inc. for Authority to Provide
Resold and Facilities-Based Alternative Local Exchange Service**

Dear Ms. Bayo:

Enclosed herewith for filing with the Florida Public Service Commission are the original and fifteen (15) copies of MGC Communications, Inc.'s application for authority to provide resold and facilities-based alternative local exchange service. MGC's financial statements are being submitted under seal on the grounds that they contain strictly confidential and proprietary information. MGC will submit its tariff once its interconnection agreement is signed and approved. Also enclosed is the required filing fee of \$250.00. Kindly date-stamp the duplicate copy of this filing and return to the undersigned in the enclosed self-addressed, stamped envelope.

Very truly yours,

Enrico C. Soriano

encl.
cc: Kent Heyman

KELLEY DRYE & WARREN LLP
A LIMITED LIABILITY PARTNERSHIP INCLUDING PROFESSIONAL ASSOCIATES

1200 19TH STREET, N.W.
SUITE 500
WASHINGTON, D. C. 20036
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