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ATTORNEYS AT LAW

A PARTNERSHIP INCLUDING A PROFESSIONAL CORPORATION

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JEFFREY L. HARDIN  
STEPHEN A. BOUCHARD  
H. BRUCE BECKER  
HOWARD S. SHAPIRO  
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SETH A. DAVIDSON  
MITCHELL F. BRECHER  
JAMES F. MORIARTY  
MATTHEW D. EMMER  
HOWARD A. TOPEL

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REGINA FAMILIETTI PACE  
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WANDA A. VILARDO  
PETER J. BARRETT  
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ROBERT E. STUE, JR.  
SCOTT H. RESSLER  
ANDREW M. FRIEDMAN  
LEONARD M. GILBERT  
STEPHEN W. HENNING  
STEPHEN E. HOLSTEN  
LINDA K. HALBUS

99/254-1A

\*\*\* FAX ONLY  
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September 25, 1997

4700

VIA OVERNIGHT MAIL

Florida Public Service Commission  
Division of Communications  
Division of Administration  
2540 Shumard Oak Boulevard  
Tallahassee, Florida 32399-0850

Re: *Application of Teligent, L.L.C. and Microwave Services, Inc. for Approval of Assignment of Existing Certificate to Provide Alternative Access Vendor Telecommunications Service Within the State of Florida*

Dear Chief Clerk:

Transmitted herewith for filing on behalf of Teligent, L.L.C. ("Teligent") and Microwave Services, Inc. ("MSI") is an original and twelve (12) copies of its Application and Exhibits for Approval of Assignment of an Existing Certificate held by MSI to Provide Alternative Access Vendor Telecommunications Service within the State of Florida. As Teligent is eager to commence providing service in Florida, it hereby requests expeditious processing of this Application.

A check in the amount of \$250.00 has been enclosed to cover the filing fee associated with this Application.

DOCUMENT RECEIVED  
DATE 9/26/97  
99897 SEP 26 5  
FISCAL REPORTING

Florida Public Service Commission  
September 25, 1997  
Page 2

Please acknowledge receipt of this filing by date-stamping the enclosed copy of this letter and returning it to the undersigned in the self-addressed stamped envelope.

Please do not hesitate to contact the undersigned directly should you need any additional information.

Sincerely,



Robert E. Stup, Jr.  
Carolyn K. Kalbfus  
*Counsel to Teligent, L.L.C.*

Enclosures  
57449

971254-  
\*\* FLORIDA PUBLIC SERVICE COMMISSION \*\*

DIVISION OF COMMUNICATIONS  
BUREAU OF SERVICE EVALUATION

APPLICATION FORM  
for  
AUTHORITY TO PROVIDE ALTERNATIVE ACCESS VENDOR SERVICE  
WITHIN THE STATE OF FLORIDA

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Instructions

- A. This form is used for an original application for a certificate and for approval of sale, assignment or transfer of an existing certificate. In case of a sale, assignment or transfer, the information provided shall be for the purchaser, assignee or transferee.
- B. Respond to each item requested in the application and appendices. If an item is not applicable, please explain why.
- C. Use a separate sheet for each answer which will not fit the allotted space.
- D. If you have questions about completing the form, contact  
**Florida Public Service Commission**  
**Division of Communications**  
**Bureau of Service Evaluation**  
**2540 Shumard Oak Blvd.**  
**Gunter Building**  
**Tallahassee, Florida 32399-0850**  
**(904) 413-6600**
- E. Once completed, submit the original and twelve (12) copies of this form along with a non-refundable application fee of \$250.00 to:

**Florida Public Service Commission**  
**Division of Administration**  
**2540 Shumard Oak Blvd.**  
**Gunter Building**  
**Tallahassee, Florida 32399-0850**  
**(904) 413-6251**

FORM PSC/CMU 31 (11/95)  
Required by Commission Rule Nos. 25-24.471, 25-24.473, and 25-24.480(2).

DOCUMENT NUMBER-DATE

09897 SEP 26 1997

FPCO-RECORDS/REPORTING

1. This is an application for (check one):
- Original Authority** (New company)
  - Approval of Transfer** (To another certificated company)
  - Approval of Assignment of existing certificate** (To an uncertificated company). See Exhibit A.
  - Approval for transfer of control** (To another certificated company)

2. Name of corporation, partnership, cooperative, joint venture or sole proprietorship  
**Teligent, L.L.C. (assignee) ("Teligent")**

3. Name under which the applicant will do business (fictitious name, etc.)  
**Teligent, L.L.C. or Teligent**

4. National address (including Street name & number, post office box, City, state and zip code):

**11 Canal Center Plaza  
Suite 300  
Alexandria, VA 22314**

5. Florida address (including street name & number, post office box, city, state and zip code):

**Teligent is in the process of identifying the precise locations within the State that will serve as the sites of its Florida business operations. Teligent will promptly notify the Commission once these locations are determined.**

6. Structure of organization:

- Individual                       Corporation
- Foreign corporation       Foreign Partnership
- General Partnership       Limited Partnership
- Other, Limited Liability Company organized under the laws of the State of Delaware. Attached hereto as part of Exhibit A is a copy of Teligent's Articles of Formation, as well as a copy of its registration in Florida as a Foreign Limited Liability Company.**

7. If applicant is an individual or partnership, please give name, title and address of sole proprietor or partners.

N/A

- (a) Provide proof of compliance with the foreign limited partnership statute (Chapter 620.169 FS), if applicable.

- (b) Provide proof of compliance with the fictitious name statute (Chapter 865.09 FS), if applicable.

Fictitious name registration number: N/A

- (c) Indicate if the officers, directors, or any of the ten largest stockholders have previously been:

- (1) 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.

No.

- (2) officer, director, partner, or stockholder in any other Florida certificated telephone company. If yes, give name of company and relationship. If no longer associated with company, give reason why not.

No.

8. If incorporated, please give: N/A; Teligent is a Limited Liability Company.

- (a) Proof from the Florida Secretary of State that the applicant has authority to operate in Florida.

Corporate charter number:

- (b) Name and address of the Company's Florida registered agent.

- (c) Indicate if any of the officers, directors, or any of the ten largest stockholders have previously been:

- (1) 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.
  - (2) officer, director, partner or stockholder in any other Florida certificated telephone company. If yes, give name of company and relationship. If no longer associated with company, give reason why not.
9. Who will serve as liaison with the Commission in regard to (please give name, title, address and telephone number):
- (a) The application:  
**See Exhibit B.**
  - (b) Official Point of Contact for the ongoing operations of the company.  
**See Exhibit B.**
  - (c) Complaints/Inquiries from customers:  
**Teligent has a toll-free customer service number, 1-800-689-9367, which customers can call to receive prompt service regarding inquiries or complaints.**
10. List the states in which the applicant:
- (a) Has operated as an interexchange carrier.  
**Teligent does not currently provide interexchange service in any other state; however, its respective parent companies, MSI and DSC, have interexchange authority in a number of states in which Teligent is applying to obtain that authority through transfer, assignment, or initial applications. See Exhibit C.**
  - (b) Has applications pending to be certificated as an interexchange carrier.  
**See Exhibit C.**

- (c) Is certificated to operate as an interexchange carrier **Georgia and Maryland.**
- (d) Has been denied authority to operate as an interexchange carrier and the circumstances involved. **None**
- (e) Has had regulatory penalties imposed for violations of telecommunications statutes and the circumstances involved. **None**
- (f) Has been involved in civil court proceedings with an interexchange carrier, local exchange company or other telecommunications entity, and the circumstances involved. **None**

11. The applicant will provide the following AAV services (Check all that apply)

- a.  Intraexchange private line service to an affiliate
- b.  Interexchange private line service to an affiliate
- c.  Special access as part of a private line dedicated service
- d.  Special access to an IXC switched network
- e.  Private line service (Channel Services)

**Teligent will provision high speed digital voice, data and video services over a broadband wireless radio network utilizing channels in the 18 GHz to 24 GHz band.**

- DS-0, 64 kb/s
- DS-1, 1.54 Mb/s
- DS-2, 6.31 Mb/s
- DS-3, 44.76 Mb/s

12. How does the end user access each of the AAV services that were checked above?

**No special access is required by the end-user.**

13. Please provide the following (if applicable):

- (a) Will the name of your company appear on the bill for your services, and if not who will the billed party contact to ask questions about the bill (provide name and phone number) and how is this information provided?

**Yes, the company's name will appear on customer bills.**

- (b) Name and address of the firm who will bill for your services

**Teligent will bill for its own services.**

56260



**\*\* APPENDIX A \*\***

**CERTIFICATE TRANSFER STATEMENT**

I, Richard Goldstein, Vice President, of Microwave Services, Inc., and current holder of certificate number 4707 have reviewed this application and join in the petitioner's request for a transfer of the above-mention certificate)

**UTILITY OFFICIAL:**

Richard Goldstein 9/24/97  
Signature Date

Richard Goldstein  
Vice President (610) 660-4910  
Title Telephone No.



\*\* APPENDIX C \*\*

SERVICE AREA NETWORK

1. **SERVICE AREA:** Please provide the list of exchanges where you are proposing to provide private line and/or special access service within thirty (30) days after the effective date of the certificate.

**Teligent will offer private line or special access services in the exchanges located in the Standard Metropolitan Statistical Areas ("SMAs") comprising the cities of: Orlando, Jacksonville, Miami, Tampa/Clearwater and West Palm Beach/Lake Worth.**

2. **CURRENT FLORIDA INTRASTATE SERVICES:** Applicant has ( ) or has not (X) previously provided intrastate telecommunications in Florida. If the answer is has, fully describe the following:
- a) What services have been provided and when did these services begin?
- (b) If the services are not currently offered, when were they discontinued?

UTILITY OFFICIAL:

David S. Turetsky      9/24/97  
Signature                      Date

David S. Turetsky  
Vice President for Law and Regulatory Affairs  
(703) 299-4400

**\*\* APPLICANT ACKNOWLEDGEMENT STATEMENT \*\***

1. **REGULATORY ASSESSMENT FEE:** I understand that all telephone companies must pay a regulatory assessment fee in the amount of 15 of one percent of its gross operating revenue derived from intrastate business. Regardless of the gross operating revenue of a company, a minimum annual assessment fee of \$50 is required.
2. **GROSS RECEIPTS TAX:** I understand that all telephone companies must pay a gross receipts tax of two and one-half percent on all intra and interstate business.
3. **SALES TAX:** I understand that a seven percent sales tax must be paid on intra and interstate revenues.
4. **APPLICATION FEE:** A non-refundable application fee of \$250.00 must be submitted with the application.
5. **RECEIPT AND UNDERSTANDING OF RULES:** I acknowledge receipt and understanding of the Florida Public Service Commission's Rules and Orders relating to my provision of interexchange telephone service in Florida. I also understand that it is my responsibility to comply with all current and future Commission requirements regarding interexchange service.
6. **ACCURACY OF APPLICATION:** By my signature below, I the undersigned owner or officer of the named utility in the application, attest to the accuracy of the information contained in this application and associated attachments. I have read the foregoing and declare that to the best of my knowledge and belief, the information is a true and correct statement.

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".

UTILITY OFFICIAL:

  
Signature

9/24/97  
Date

David S. Turetsky  
Vice President for Law and Regulatory Affairs  
(703) 299-4400

ATTACHMENTS:

- A - CERTIFICATE TRANSFER STATEMENT
- B - CUSTOMER DEPOSITS AND ADVANCE PAYMENTS
- C - SERVICE AREA NETWORK

The Applicant is Teligent, L.L.C. ("Teligent" or "Assignee"). Teligent seeks Commission approval of the assignment of Microwave Services, Inc.'s ("MSI" or "Assignor") Certificate to Provide Alternative Access Vendor Services in Florida ("Certificate"), granted to MSI pursuant to this Commission's Order No. PSC 96-1075 FOI-1A, issued on August 20, 1996, in Docket No. 960640-TA.<sup>1</sup> MSI is Teligent's majority owner.

Teligent (formerly Associated Communications, L.L.C.) is a limited liability company initially formed by MSI and another telecommunications provider, DSC, to facilitate their entry into the competitive local services business through designing, constructing, managing, and marketing their nationwide local exchange networks pursuant to Digital Electronic Message System ("DEMS") licenses granted to each by the Federal Communications Commission ("FCC"). Through Teligent, MSI and DSC are able to combine strategic resources to more efficiently and effectively develop the sophisticated, technologically advanced, digital microwave networks that will provide consumers with state-of-the-art, high-bandwidth, low-cost local, long distance, and Internet services.<sup>2</sup>

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<sup>1</sup>MSI also holds Commission authority to provide Interexchange Telecommunication Services and Alternative Local Exchange Service.

<sup>2</sup>These networks required the design and development of sophisticated digital equipment not previously available on the market.

Over the past several months, each company, through Teligent, has been identifying those sites within the State that will serve as the initial central nodal sites of their networks and has been negotiating with BellSouth and GTE to obtain interconnection and resale arrangements that will optimize their ability to provide their services. Recently, in order to further increase the operating efficiencies inherent in having Teligent function as a single agent for both companies, and to eliminate redundant or duplicative functions to better serve the consumer, MSI and DSC (and their respective owners) have decided that Teligent can be most effective, not just as an agent, but by actually becoming the local and long distance services provider in lieu of MSI and DSC. To that end, MSI and DSC have submitted applications to the FCC to assign to Teligent the microwave licenses that will serve as the underlying facilities for the local service networks. In addition, the FCC recently granted several Teligent applications for microwave licenses in additional markets not previously authorized to DSC or MSI.

MSI and Teligent jointly seek Commission grant of the instant Application so that Teligent may provide AAV telecommunications services within the State of Florida. Teligent is simultaneously filing applications to assign to Teligent MSI's Florida IXC and ALIC certificates. Once the FCC approves the assignment to Teligent of the MSI and DSC licenses and the Commission has granted Teligent authority to become the local services provider in the State of Florida in lieu of MSI, DSC will cancel its Certificate

Exhibit A  
(Continued)

Teligent submits that the instant Application is based upon nothing more than a business reorganization by Teligent's respective parent companies, in order to consolidate their planned and authorized local services, long distance, and private line businesses into a single affiliated entity and to enable them (and their respective owners) to indirectly, rather than directly, provide service to the public.



*State of Delaware*  
*Office of the Secretary of State*

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF LIMITED LIABILITY COMPANY OF "DIGITAL WIRELESS SERVICES, L.L.C.", FILED IN THIS OFFICE ON THE FIFTH DAY OF MARCH, A.D. 1996, AT 5:15 O'CLOCK P.M.



*Edward J. Freel*  
Edward J. Freel, Secretary of State

2599454 8100

971304427

AUTHENTICATION

L541

8647423

02-12-97

**CERTIFICATE OF FORMATION**  
**OF**  
**DIGITAL WIRELESS SERVICES, L.L.C.**

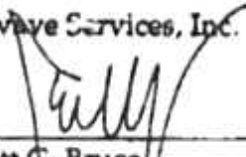
1. The name of the limited liability company is Digital Wireless Services, L.L.C.
2. The address of its registered office in the State of Delaware is 1209 Orange Street, in the City of Wilmington, County of New Castle. The name of its registered agent at such address is The Corporation Trust Company.

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Formation of Digital Wireless Services, L.L.C. this 5th day of March, 1996.

DIGITAL WIRELESS SERVICES, L.L.C.

By: Microwave Services, Inc.

By: \_\_\_\_\_

  
Scott G. Bruce  
General Counsel and Secretary

Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "DIGITAL WIRELESS SERVICES, L.L.C.", CHANGING ITS NAME FROM "DIGITAL WIRELESS SERVICES, L.L.C." TO "DMT, L.L.C.", FILED IN THIS OFFICE ON THE SEVENTH DAY OF MARCH, A.D. 1996, AT 5 O'CLOCK P.M.



*Edward J. Freel*  
Edward J. Freel, Secretary of State

AUTHENTICATOR

DATE

2599454 8100

971304427

8647338

09-12-97

CERTIFICATE OF AMENDMENT  
OF  
A LIMITED LIABILITY COMPANY

FIRST: The name of the limited liability company is:

Digital Wireless Services, L.L.C.

SECOND: The Certificate of Formation of the limited liability company is hereby amended as follows:

To change the name of the limited liability company to DMT, L.L.C.

IN WITNESS WHEREOF, the undersigned, has executed this Certificate of Amendment this 6th day of March, 1996.

By: Scott J. Grace  
Authorized Person

State of Delaware  
Office of the Secretary of State

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PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "DMT, L.L.C.", CHANGING ITS NAME FROM "DMT, L.L.C." TO "ASSOCIATED COMMUNICATIONS, L.L.C.", FILED IN THIS OFFICE ON THE SIXTEENTH DAY OF AUGUST, A.D. 1996, AT 2:45 O'CLOCK P.M.



*Edward J. Freel*  
Edward J. Freel, Secretary of State

2599454 8100

971304427

ATTESTATION  
DVI

8647354

09-12-97

8-16-96

CERTIFICATE OF AMENDMENT  
OF  
A LIMITED LIABILITY COMPANY

FIRST: The name of the limited liability company is:

DMT, L.L.C.

SECOND: The Certificate of Formation of the limited liability company is hereby amended as follows:

To change the name of the limited liability company to Associated Communications, L.L.C.

IN WITNESS WHEREOF, the undersigned, has executed this Certificate of Amendment this 16th day of August, 1996

Name:  
Title:

SCOTT G. BAULE  
GENERAL COUNSEL & SECRETARY

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 02:45 PM 08/16/1996  
960240359 - 2599454

State of Delaware  
Office of the Secretary of State

---

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF RESTORATION OF "ASSOCIATED COMMUNICATIONS, L.L.C.", FILED IN THIS OFFICE ON THE ELEVENTH DAY OF JUNE, A.D. 1997, AT 11:45 O'CLOCK A.M.



  
Edward J. Freel, Secretary of State

2599454 8100

971304427

AUTHENTICATION

DATE

8647383

09-12-97

CERTIFICATE TO RESTORE TO GOOD STANDING  
A DELAWARE LIMITED LIABILITY COMPANY  
PURSUANT TO TITLE 6, SEC. 18 1107

1. The name of the limited liability company (the "Company") is Associated Communications, L.L.C.

2. The date of the original filing with the Delaware Secretary of State was March 5, 1996.

I, Scott G. Bruce, the authorized person of the Company do hereby certify that the Company is paying all annual taxes, penalties and interest due to the State of Delaware.

I do hereby request that Associated Communications, L.L.C. be restored to good standing.

By: Microwave Services, Inc., a member

By /s/ Scott G. Bruce  
Name: Scott G. Bruce  
Title: Secretary



*State of Delaware*  
*Office of the Secretary of State*

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE RESTATED CERTIFICATE OF "ASSOCIATED COMMUNICATIONS, L.L.C.", CHANGING ITS NAME FROM "ASSOCIATED COMMUNICATIONS, L.L.C." TO "TELIGENT, L.L.C.", FILED IN THIS OFFICE ON THE ELEVENTH DAY OF JUNE, A.D. 1997, AT 11:46 O'CLOCK A.M.



*Edward J. Freel*  
Edward J. Freel, Secretary of State

2599454 8100

971304427

AUTHENTICATION

DATE

8647368

09-12-97

AMENDED AND RESTATED  
CERTIFICATE OF FORMATION

Pursuant to Section 18-208 of the  
Limited Liability Company Act

1. The name of the limited liability company is Associated Communications, L.L.C. (the "Company") and the name under which the Company was originally formed with the Delaware Secretary of State is Digital Wireless Services, L.L.C. The date of its formation is March 5, 1996.


2. The Certificate of Formation is hereby amended and restated to read in its entirety as set forth below:

FIRST: The name of the limited liability company is: Teligent, L.L.C.

SECOND: The address of its registered office in the State of Delaware is 1209 Orange Street, in the City of Wilmington, County of New Castle. The name of its registered agent at such address is The Corporation Trust Company.

IN WITNESS WHEREOF, the undersigned authorized person has executed this Amended and Restated Certificate of Formation this 11th day of June, 1997

By: Microwave Services, Inc.,  
a member

By:   
Scott G. Price  
Secretary

# State of Florida



## Department of State

I certify the attached is a true and correct copy of the application, as amended to date, of TELIGENT, L.L.C., a Delaware limited liability company, authorized to transact business within the state of Florida, as shown by the records of this office.

The document number of this limited liability company is M96000000231

Given under my hand and the  
Great Seal of the State of Florida  
at Tallahassee, the Capitol, this the  
Twelfth day of September, 1997



CR2EO22 (2-95)

Handwritten signature of Sandra W. Northam in cursive.

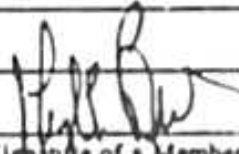
Sandra W. Northam  
Secretary of State

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR  
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608 505, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT  
BUSINESS IN THE STATE OF FLORIDA:

1. DMT, L.L.C. doing business in Florida as DMT OF DELAWARE, L.L.C.  
(Name of foreign limited liability company must end with the words "limited company" or their  
abbreviation "L.C." if not so contained in the name at present.)
2. Delaware 3. 51-0372726  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. 3/5/96 5. Perpetual  
(Date of Organization) (Duration: Year limited liability company will cease to exist  
or "perpetual")
6. Upon Qualification  
(Date first transacted business in Florida)
7. 200 Gateway Towers  
Pittsburgh, PA 15222  
(Street address of principal office)
8. C.T. CORPORATION SYSTEM  
(Name of the registered agent of foreign limited liability company)
9. c/o C.T. CORPORATION SYSTEM, 1200 South Pine Island Road,  
Plantation, Florida 33324  
(Florida registered office address)
10. Name(s), title, and business address(es) of managing member(s) [MGRM] or manager(s) [MGR] who  
will manage the foreign limited liability company in Florida (attach additional page if necessary)
- See Attached Listing
- \_\_\_\_\_
- \_\_\_\_\_
- \_\_\_\_\_
- \_\_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
5/21/96  
(Date)

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
  
(Signature of a Member or Authorized Representative of a member)

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FILED  
STATE  
REGISTRARS  
95 JUN 27 PM 3:56

**REGISTERED AGENT ACCEPTANCE**

Having been named as registered agent and to accept service of process for the above stated foreign limited liability company at the place designated in this certificate pursuant to the provisions of section 608.507, Florida Statutes, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

C T Corporation System

By Bonnie A. Schuman  
(Signature)

5-22-96  
(Date)

Bonnie A. Schuman  
(Type Name of Officer)  
Assistant Secretary  
(Title of Officer)

MEMBER AND DIRECTORS  
MARCH 1996

SECRET  
NO FOREIGN DISSEMINATION  
96 JUN 27 PM 3:56

**MICROWAVE**

1) MICROWAVE SERVICES, INC. (MGR)  
FIFTH AVENUE  
NEW YORK, NY 10021  
*F1160000231*

2) DIGITAL SERVICES CORPORATION (MGR)  
CLARENDON BLVD.  
SUITE 800  
ARLINGTON, VA 22201  
*F11600002045*

**DIRECTORS**

MSI DIRECTORS (MGR)  
DAVID J. BERKMAN (MGR)  
WILLIAM H. BERKMAN

DSC DIRECTOR (MGR)  
DR. RAJENDRA SINGH

# AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN LIMITED LIABILITY COMPANY

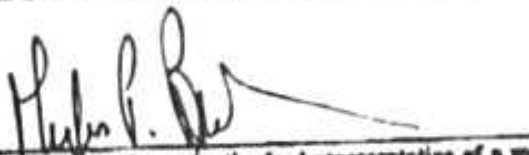
The undersigned member or authorized representative of a member of DMT, LLC  
deposes and swears that

1) the above named limited liability company has at least two members

2) the total amount of cash contributed by the member(s) is \$ 500,000

3) if any, the agreed value of property other than cash contributed by member(s) is  
\$ N/A. This cash total includes amounts from 2 and 3 above.

4) the total amount of cash or property anticipated to be contributed by member(s) is  
\$ 5,000,000. This total includes amounts from 2 and 3 above.



Signature of a member or authorized representative of a member.  
(In accordance with Section 605.400(7), Florida Statutes, the execution of this affidavit  
constitutes an affirmation under the penalty of perjury that the facts stated herein are true.)

56 MAY 21 11 23 AM '11  
STATE OF FLORIDA  
CLERK OF THE COURT

RESOLUTION OF MEMBERS

I, the undersigned Member of DMT, L.L.C., do hereby certify that this Resolution of the Members of DMT, L.L.C., a limited liability company duly organized and existing under the laws of the State of Delaware, was duly adopted on May 15th, 1996.

Resolved, that DMT, L.L.C. organized and existing in the State of Delaware, hereby adopts the name DMT of Delaware, L.L.C. for use in Florida.

Dated: May 25, 1996

  
\_\_\_\_\_

Member

Hyles P. Berkman, President of  
Microwave Services, Inc., Member

SECRETARY  
DIVISION OF  
96 JUN 27 PM 3:56



Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "DMT, L.L.C." IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SECOND DAY OF MAY, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

REC'D - STATE OFFICE  
MAY 21 11 35 AM '96



*Edward J. Freel*

Edward J. Freel, Secretary of State

AUTHENTICATION

DATE

7956678

05-22-96

2599454 8300

960149166

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO  
FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA**

**SECTION I (1-3 must be completed)**

1. Name of limited liability company as it appears on the records of the Department of State: DMT, L.L.C. doing business in Florida as DMT OF Delaware, L.L.C.
2. Jurisdiction of its organization: Delaware
3. Date authorized to do business in Florida: 6-22-96

**SECTION II (4-7 complete only the applicable changes)**

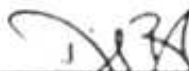
4. If the amendment changes the name of the limited liability company, when was the change effected under the laws of its jurisdiction of organization? 8-16-96
5. New name of the limited liability company: Associated Communications, L.L.C.

(Name must end with the words "limited company" or the abbreviation "L.C." if not so contained in the name at present.)

6. If the amendment changes the period of duration, indicate new period of duration:  
N/A
7. If the amendment changes the jurisdiction of organization indicate new jurisdiction:  
N/A

9/16/96

Date



Signature of a member or the authorized representative of a member

David J. Berkman, Director

Typed or printed name

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "DMT, L.L.C.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "ASSOCIATED COMMUNICATIONS, L.L.C.", THE SIXTEENTH DAY OF AUGUST, A.D. 1995, AT 2:45 O'CLOCK P.M.



*Edward J. Freel*

Edward J. Freel, Secretary of State

2599454 8320

960269686

AUTHENTICATION

DATE

8108039

09-18-95

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO  
FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA**

FILED  
97 JUN 24 10 10 AM '97  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**SECTION I (1-3 must be completed)**

1. Name of limited liability company as it appears on the records of the Department

State: Associated Communications, L.L.C.

2. Jurisdiction of its organization: Delaware

3. Date authorized to do business in Florida: 6/27/96

**SECTION II (4-7 complete only the applicable changes)**

4. If the amendment changes the name of the limited liability company, when was the change effected under the laws of its jurisdiction of organization? 6/11/97

5. New name of the limited liability company: Telligent, L.L.C.

(Name must end with the words "limited company" or the abbreviation "L.C." if not so contained in the name at present)

6. If the amendment changes the period of duration, indicate new period of duration:

N/A

7. If the amendment changes the jurisdiction of organization indicate new jurisdiction:

N/A

June 19, 1997  
Date

By: 

Signature of a member of the authorized  
representative of a member  
Scott G. Bruce, Secretary of  
Microwave Services, Inc.,  
a Member

Typed or printed name

*Office of the Secretary of State*

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "ASSOCIATED COMMUNICATIONS, L.L.C.", FILED A RESTATED CERTIFICATE, CHANGING ITS NAME TO "TELIGENT, L.L.C.", THE ELEVENTH DAY OF JUNE, A.D. 1997, AT 11:46 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID LIMITED LIABILITY COMPANY IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.



Handwritten signature of Edward J. Freel in cursive.

Edward J. Freel, Secretary of State

2599454 8320

971203024

AUTHENTICATION

DATE:

8520364

06-19-97

Commission Liaison

Persons to receive correspondence or communications regarding this application or Teligent's service are as follows:

Robert E. Stup, Jr., Esq.  
Carolyn K. Kalbfus, Esq.  
FLEISCHMAN AND WALSH, L.L.P.  
1400 Sixteenth Street, N.W.  
Washington, D.C. 20036  
(202) 939-7900 (Voice)  
(202) 265-5706 (Facsimile)  
*Counsel for Teligent, L.L.C.*

Commission Liaison and ongoing point of contact for the operations of the Company:

Terri B. Natoli, Esq.  
Senior Counsel  
Teligent, L.L.C.  
11 Canal Center Plaza  
Suite 300  
Alexandria, VA 22314  
(703) 299-4400 (Voice)  
(703) 299-4975 (Facsimile)

**JURISDICTIONS IN WHICH TELIGENT'S OWNERS, MSI OR DSC, ARE  
CURRENTLY AUTHORIZED TO PROVIDE SERVICE AND  
TELIGENT WILL OBTAIN AUTHORIZATION THROUGH  
A TRANSFER OF SUCH AUTHORIZATION**

**Full Range of Service,  
Interexchange and Local  
Exchange Service**

California  
District of Columbia  
Florida  
Georgia \*/  
Illinois  
Maryland \*/  
Massachusetts  
Missouri  
New York  
Pennsylvania  
Texas  
Commonwealth of Virginia

**Private Line Service**

Arizona  
Minnesota  
Ohio  
Oregon  
Pennsylvania  
Washington State  
Wisconsin

**ADDITIONAL JURISDICTIONS IN WHICH TELIGENT IS PREPARING TO FILE  
OR HAS FILED INITIAL LOCAL EXCHANGE AND  
INTEREXCHANGE APPLICATIONS**

Alabama  
Arizona  
Colorado  
Connecticut  
Delaware  
Hawaii  
Indiana  
Kansas  
Kentucky  
Louisiana  
Michigan  
Minnesota  
Nebraska  
Nevada  
New Jersey  
New Mexico  
North Carolina  
Ohio

Oklahoma  
Oregon  
South Carolina  
Tennessee  
Utah  
Washington State  
Wisconsin

\*/ These jurisdictions have already transferred or approved the authority in Teligent's name.

**FLEISCHMAN AND WALSH, L. L.P.**

ATTORNEYS AT LAW  
A PARTNERSHIP INCLUDING A PROFESSIONAL CORPORATION  
1400 SIXTEENTH STREET, N.W.  
WASHINGTON, D.C. 20036  
TEL (202) 939-7900 FAX (202) 745-0916  
INTERNET fw@fw-law.com

AARON I. FLEISCHMAN

FLEISCHMAN AND WALSH, P.C.  
CHARLES S. WALSH  
ARTHUR H. HARDING  
STUART F. FELDSTEIN  
RICHARD RUBIN  
JEFFRY L. HARDIN  
STEPHEN A. BOUCHARD  
R. BRUCE BECKNER  
HOWARD S. SHAPIRO  
CHRISTOPHER G. WOOD  
SETH A. DAVIDSON  
MITCHELL F. BRECHER  
JAMES F. MURPHY  
MATTHEW D. EMMER  
HOWARD A. TOPEL

DEPOSIT

D624

97/254

DATE

SEP 26 1997

EL PLEPPE MCLELLAND  
REGINA FAMILIETTI PACE  
TERRI B. NATOLI  
MORRIS D. WORKMAN  
DEBRA A. GILLEY  
MARK F. VILARDO  
PETER J. BARRETT  
KIMBERLY A. KELLY  
ROBERT E. STUP, JR.  
SCOTT H. KESSLER\*\*\*  
ANDREW M. FRIEDMAN  
DEBRA A. MCGUIRE  
JOSHUA W. RESNIK\*\*\*\*  
STEPHEN E. HOLSTEN  
CAROLYN K. KALBFUS\*\*\*\*

\* VA BAR ONLY  
\*\* PA BAR ONLY  
\*\*\* NY AND NJ BARS ONLY  
\*\*\*\* MD BAR ONLY

September 25, 1997

VIA OVERNIGHT MAIL

Florida Public Service Commission  
Division of Communications  
Division of Administration  
2540 Shumard Oak Boulevard  
Tallahassee, Florida 32399-0850

Re: *Application of Teligent, L.L.C. and Microwave Services, Inc. for Approval of Assignment of Existing Certificate to Provide Alternative Access Vendor Telecommunications Service Within the State of Florida*

Dear Chief Clerk:

Transmitted herewith for filing on behalf of Teligent, L.L.C. ("Teligent") and [redacted] [redacted] and make (17) copies of its Application

FOR SECURITY PURPOSES, THE BORDER OF THIS DOCUMENT CONTAINS MICROFILMING

FLEISCHMAN AND WALSH, L.L.P.  
ATTORNEYS AT LAW  
1400 SIXTEENTH STREET, N.W.  
WASHINGTON, DC 20036

THE RIGGS NATIONAL BANK OF WASHINGTON  
PRIVATE BANKING GROUP  
WASHINGTON, DC 20074-6758

12505  
NUMBER  
12505

PAY TWO HUNDRED FIFTY AND 00/100

DATE 08-27-97 AMOUNT 250.00

TO THE ORDER OF FLORIDA PUBLIC SERVICE COMM.



FLEISCHMAN AND WALSH, L. L. P.

ATTORNEYS AT LAW  
A PARTNERSHIP INCLUDING A PROFESSIONAL CORPORATION  
1400 SIXTEENTH STREET, N.W.  
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JAMES F. MORIARTY  
MATTHEW D. EMMER  
HOWARD A. TOPEL

DEPOSIT

D624

97/254-

DATE

SEP 26 1997

ALFRED P. MCCLELLAND  
TERRY B. NATOLI  
TERRY D. WORMAN  
JAMES A. GILLEY  
JAMES F. VILARDI  
PETER J. BARRETT  
KIMBERLY A. KELLY  
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\*\*\* NY AND NJ BARS ONLY  
\*\*\*\* MI BAR ONLY

September 25, 1997

VIA OVERNIGHT MAIL

Florida Public Service Commission  
Division of Communications  
Division of Administration  
2540 Shumard Oak Boulevard  
Tallahassee, Florida 32399-0850

Re: *Application of Teligent, L.L.C. and Microwave Services, Inc. for  
Approval of Assignment of Existing Certificate to Provide Alternative  
Access Vendor Telecommunications Service Within the State of Florida*

Dear Chief Clerk:

Transmitted herewith for filing on behalf of Teligent, L.L.C. ("Teligent") and Microwave Services, Inc. ("MSI") is an original and twelve (12) copies of its Application and Exhibits for Approval of Assignment of an Existing Certificate held by MSI to Provide Alternative Access Vendor Telecommunications Service within the State of Florida. As Teligent is eager to commence providing service in Florida, it hereby requests expeditious processing of this Application.

A check in the amount of \$250.00 has been enclosed to cover the filing fee associated with this Application.