



November 13, 1997
OVERNIGHT

210 N Park Ave
 P.O. Drawer 200
 Winter Park, FL
 32790-0200

Florida Public Service Commission
 Gerald L. Gunter Building, Room 270
 2540 Shumard Oaks Boulevard
 Tallahassee, Florida 32399-0850

DEPOSIT DATE
D 6 5 5 ~ NOV 14 1997
971503-TI

Tel: 407-740-8575
 Fax: 407-740-0613
 tmi@tminc.com

RE: Initial Application and Tariff of American Nortel Communications, Inc. for Authority to Provide Interexchange Telecommunications Services within the State of Florida.

Dear Sir/Madam:

Enclosed for filing are the original and twelve (12) copies of the above-referenced application of American Nortel Communications, Inc..

Also enclosed is a Technologies Management, Inc. check in the amount of \$250. to cover the filing fee.

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

I may be reached at (407) 740-8575 with any questions, comments or correspondence regarding this application. Thank you for your assistance.

Sincerely,

Thomas M. Forte
 Consultant to
 American Nortel Communications, Inc.

Check received with filing and forwarded to Fiscal for deposit.
 Fiscal to forward a copy of check to RAR with proof of deposit.

Initials of person who forwarded check:

Enclosures

cc: W. Williams - American Nortel
 to file: AMNI - FL
 TMX# FLd9700

610000
 610000
 Tallahassee
 Fiscal to forward a copy of check to RAR with proof of deposit.
 FLORIDA STATE GOVERNMENT
 610000

DN 11716-97
 11/14/97

FLORIDA PUBLIC SERVICE COMMISSION

DIVISION OF COMMUNICATIONS
BUREAU OF SERVICE EVALUATION

APPLICATION FORM
for

AUTHORITY TO PROVIDE INTEREXCHANGE TELECOMMUNICATIONS SERVICE
WITHIN THE STATE OF FLORIDA

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 (See Appendix A).
- 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 Boulevard
Gunter Building
Tallahassee, Florida 32399-0850
(904) 413-6600**

- E. Once completed, submit the original and six (6) 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).

1. Select what type of business your company will be conducting (check all that apply):

- () **Facilities based carrier** - company owns and operates or plans to own and operate telecommunications switches and transmission facilities in Florida.
- () **Operator Service Provider** - company provides or plans to provide alternative operator services for IXCs; or toll operator services to call aggregator locations; or clearinghouse services to bill such calls.
- (X) **Reseller** - company has or plans to have one or more switches but primarily leases the transmission facilities of other carriers. Bills its own customer base for services used.
- () **Switchless rebiller** - company has no switch or transmission facilities but may have a billing computer. Aggregates traffic to obtain bulk discounts from underlying carrier. Rebills end users at a rate above its discount but generally below the rate end users would pay for unaggregated traffic.
- () **Multi-Location Discount Aggregator** - company contracts with unaffiliated entities to obtain bulk/volume discounts under multi-location discount plans from certain underlying carriers. Then offers the resold service by enrolling unaffiliated customers.
- (X) **Prepaid Debit Card Provider** - any person or entity that purchases 800 access from an underlying carrier or unaffiliated entity for use with prepaid debit card service and/or encodes the cards with personal identification numbers.

FORM PSC/CMU 31 (11/95)

Required by Commission Rule Nos. 25-24.471, 25-24.473, and 25-24.480(2).

2. **This is an application for:**

- Original Authority** (new company)
- Approval of transfer** (to another certificated company)
- Approval of assignment of existing certificate** (to a noncertificated company)
- Approval for transfer of control** (To another certificated company).

3. Name of corporation, partnership, cooperative, joint venture or sole proprietorship:

American Nortel Communications, Inc.

4. Name under which the applicant will do business (fictitious name, etc.):

Not Applicable

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

American Nortel Communications, Inc.
7201 E. Camelback, Suite 320
Scottsdale, Arizona 85251
Telephone: (602) 945-1266
Facsimile: (602) 945-1909

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

See #5 Above

7. Structure of organization:

- Individual
- Foreign Corporation
- General Partnership
- Other, Limited-liability company
- Corporation
- Foreign Partnership
- Limited Partnership

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

Not applicable.

- (a) Provide proof of compliance with the foreign partnership statute (Chapter 620.169 FS), if applicable.
- (b) Indicate if the individual or any of the partners 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.
- (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 the company, give reason why not.

9. If incorporated, please give:

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

Corporate charter number: F97000005310

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

C.T. Corporation System
1200 South Pine Island Road
Plantation, Florida 33324

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

Fictitious name registration number: Not Applicable

(d) 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.

No officer, director or stockholder of the Company has been adjudged bankrupt, mentally incompetent, or found guilty of any felony or of any crime. No officer, director or stockholder of the Company are involved in proceedings which may result in such action.

(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 the company, give reason why not.

No officer, director, partner or stockholder of the Company is an officer, director or stockholder in any other Florida certificated telephone company.

10. Who will serve as liaison with the Commission in regard to (please give name, title, address and telephone number):

(a) The application:

Thomas M. Forte
Consultant to American Nortel Communications
Technologies Management, Inc.
P.O. Drawer 200
Winter Park, FL 32790-0200
Telephone: (407) 740-8575
Facsimile: (407) 740-0613

(b) Official Point of Contact for the ongoing operations of the company:

Ms. William P. Williams, President
American Nortel Communications, Inc.
7201 E. Camelback, Suite 320
Scottsdale, Arizona 85251
Telephone: (602) 945-1266
Facsimile: (602) 945-1909

(c) Tariff:

Thomas M. Forte
Consultant to American Nortel Communications
Technologies Management, Inc.
P.O. Drawer 200
Winter Park, FL 32790-0200
Telephone: (407) 740-8575
Facsimile: (407) 740-0613

(d) Complaints/Inquiries from customers:

Customer Service Manager
American Nortel Communications, Inc.
7201 E. Camelback, Suite 320
Scottsdale, Arizona 85251
Telephone: (602) 945-1266
Facsimile: (602) 945-1909

11. List the states in which the applicant:

(a) Has operated as an interexchange carrier.

Texas

(b) Has applications pending to be certificated as an interexchange carrier.

American Nortel Communications, Inc. is embarking on
filing applications on a nationwide basis in 1997 and
1998.

(c) Is certificated to operate as an interexchange carrier.

None.

(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 carrier or other telecommunications entity, and the circumstances involved.

None

12. What services will the applicant offer to other certified telephone companies:

- | | |
|---|------------------------------------|
| <input type="checkbox"/> Facilities | <input type="checkbox"/> Operators |
| <input type="checkbox"/> Billing and Collection | <input type="checkbox"/> Sales |
| <input type="checkbox"/> Maintenance | |
| <input checked="" type="checkbox"/> Other: <u>None anticipated at this time</u> | |

13. Do you have a marketing program?

No

14. Will your marketing program:

Not Applicable

- Pay commissions?
- Offer sales franchises?
- Offer multi-level sales incentives?
- Offer other sales incentives?

15. Explain any of the offers checked in question 14 (to whom, what amount, type of franchise, etc.).

16. Who will receive the bills for your service (check all that apply)?

- | | |
|---|--|
| <input checked="" type="checkbox"/> Residential customers | <input checked="" type="checkbox"/> Business customers |
| <input type="checkbox"/> PATS providers | <input type="checkbox"/> PATS station end-users |
| <input type="checkbox"/> Hotels & motels | <input type="checkbox"/> Hotel & motel guests |
| <input type="checkbox"/> Universities | <input type="checkbox"/> Univ. dormitory residents |
| <input checked="" type="checkbox"/> Other: (specify) <u>Anyone who uses the Company's service</u> | |

FORM PSC/CMU 31 (11/95)

Required by Commission Rule Nos. 25-24.471, 25-24.473, and 25-24.480(2).

17. 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, American Nortel Communications, Inc.'s name will appear on every bill that the company issues.

- (b) The name and address of the firm who will bill for your service.

The Company will utilize IntegreTel to handle all of its billing needs.

18. Please provide all available documentation demonstrating that the applicant has the following capabilities to provide interexchange telecommunications 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

See Attachment III.

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 affirm that the financial statements are true and correct.

B. Managerial capability.

See Attachment IV.

C. Technical capability.

As a reseller, Applicant relies on the technical expertise of its underlying carrier for maintenance of the network.

19. Please submit the proposed tariff under which the company plans to begin operation. Use the format required by Commission Rule 25-24.485 (example enclosed).

See Attachment II.

20. The applicant will provide the following interexchange carrier services (Check all that apply):

MTS with distance sensitive per minute rates

- Method of access is FGA
- Method of access is FGB
- Method of access is FGD
- Method of access is 800

MTS with route specific rates per minute

- Method of access is FGA
- Method of access is FGB
- Method of access is FGD
- Method of access is 800

MTS with statewide flat rates per minute (i.e. not distance sensitive)

- Method of access is FGA
- Method of access is FGB
- Method of access is FGD
- Method of access is 800

MTS for pay telephone service providers.

Block of time calling plan (Reach Out Florida, Ring America, etc.)

800 Service (Toll free)

WATS type service (Bulk or volume discount)

- Method of access is via dedicated facilities
- Method of access is via switched facilities

Private line services (Channel Services)
(For ex. 1.544 mbps, DS-3, etc.)

Travel service

- Method of access is 950
- Method of access is 800

900 service

___ **Operator Services**

- ___ Available to presubscribed customers
- ___ Available to non presubscribed customers (for example, patrons of hotels, students in universities, patients in hospitals.
- ___ Available to inmates

Services included are:

- Station assistance
- ___ Person to person assistance
- ___ Directory assistance
- ___ Operator verify and interrupt
- ___ Conference calling

21. What does the end user dial for each of the interexchange carrier services that were checked in services included (above).

For direct dialed calls: 1+ the area code and number.

For travel service calls: an 800 access number, plus identification number, plus the destination telephone number.

22. Other:

**** APPLICANT ACKNOWLEDGMENT 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.
7. **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

Date

William P. Williams

President

11/6/97
(602) 945-1266

FORM PSC/CMU 31 (11/95)

Required by Commission Rule Nos. 25-24.471, 25-24.473, and 25-24.480(2).

APPENDICES:

- A - CERTIFICATE TRANSFER STATEMENT
- B - CUSTOMER DEPOSITS AND ADVANCE PAYMENTS
- C - INTRASTATE NETWORK
- D - FLORIDA TELEPHONE EXCHANGES AND EAS ROUTES

ATTACHMENTS:

- I - AUTHORITY TO OPERATE IN FLORIDA
- II - PROPOSED TARIFF
- III - FINANCIAL STATEMENTS
- IV - MANAGERIAL AND TECHNICAL CAPABILITIES

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

**** APPENDIX A ****

CERTIFICATE OF TRANSFER STATEMENT

I, (TYPE NAME) _____,
(TITLE) _____, of (NAME OF COMPANY)
_____, and current
holder of certificate number _____, have
reviewed this application and join in the petitioner's
request for a transfer of the above-mention certificate.

Not Applicable.

UTILITY OFFICIAL:

Signature

Date

Title

Telephone

FORM PSC/CMU 31 (11/95)

Required by Commission Rule Nos. 25-24.471, 25-24.473, and 25-24.480(2).

**** APPENDIX B ****

CUSTOMER DEPOSITS AND ADVANCE PAYMENTS

A statement of how the Commission can be assured of the security of the customer's deposits and advance payments may be responded to in one of the following ways (applicant please check one):

- (X) The applicant will not collect deposits nor will it collect payments for service more than one month in advance.

- () The applicant will file with the Commission and maintain a surety bond in an amount equal to the current balance of deposits and advance payments in excess of one month. (Bond must accompany application.)

UTILITY OFFICIAL:


Signature

11/16/97
Date

William P. Williams

President

(602) 945-1266

**** APPENDIX C ****

INTRASTATE NETWORK

1. **POP: Addresses where located, and indicate if owned or leased.**

1) None. 2)

3) 4)

2. **SWITCHES: Address where located, by type of switch and indicate if owned or leased.**

1) None 2)

3) 4)

3. **TRANSMISSION FACILITIES: POP-to-POP facilities by type of facilities (microwave, fiber copper, satellite, etc.) and indicate if owned or leased.**

POP-to-POP

TYPE

OWNERSHIP

1) None

2)

3)

4. **ORIGINATING SERVICE: Please provide the list of exchanges where you are proposing to provide originating service within thirty (30) days after the effective date of the certificate. (Appendix D)**

Statewide.

FORM PSC/CMU 31 (11/95)

Required by Commission Rule Nos. 25-24.471, 25-24.473, and 25-24.480(2).

5. **TRAFFIC RESTRICTIONS:** Please explain how the applicant will comply with the EAEA requirements contained in Commission Rule 25-24.471 (4) (a) (copy enclosed).

Not applicable.

6. **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 service begin?

Not applicable.

- (b) If the services are not currently offered, when were they discontinued?

Not applicable.

UTILITY OFFICIAL:



Signature
William P. Williams

President

11/6/91

Date

(602) 945 1266

**** APPENDIX D ****

FLORIDA TELEPHONE EXCHANGES

AND

EAS ROUTES

Describe the service area in which you hold yourself out to provide service by telephone company exchange. If all services listed in your tariff are not offered at all locations, so indicate.

In an effort to assist you, attached is a list of major exchanges in Florida showing the small exchanges with which each has extended area service (EAS).

**** FLORIDA EAS FOR MAJOR EXCHANGES ****

<u>Extended Service Area</u>	<u>with</u>	<u>These Exchanges</u>
PENSACOLA:		Cantonment, Gulf Breeze, Pace, Milton Holley-Navarre.
PANAMA CITY:		Lynn Haven, Panama City Beach, Youngstown-Fountain and Tyndall AFB.
TALLAHASSEE:		Crawfordville, Havana, Monticello, Panacea, Sopchoppy and St. Marks.
GAINESVILLE:		Alachua, Archer, Brooker, Hawthorne, High Springs, Melrose, Micanopy, Newberry and Waldo.
OCALA:		Belleview, Citra, Dunnellon, Forest Lady Lake (B21), McIntosh, Iklawaha, Orange Springs, Salt Springs and Silver Springs Shores.
DAYTONA BEACH:		New Smyrna Beach.

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

TAMPA:	Central East North South West	None Plant City Zephyrhills Palmetto Clearwater
CLEARWATER:	St. Petersburg, Tampa-West and Tarpon Springs.	
ST. PETERSBURG:	Clearwater.	
LAKELAND:	Bartow, Mulberry, Plant City, Polk City and Winter Haven.	
ORLANDO:	Apopka, East Orange, Lake Buena Vista, Oviedo, Windermere, Winter Garden, Winter Park, Montverde, Reedy Creet, and Oviedo-Winter Springs.	
WINTER PARK:	Apopka, East Orange, Lake Buena Vista, Orlando, Oviedo, Sanford, Windermere, Winter Garden, Oviedo-Winter Springs, Reedy Creek, Geneva and Montverde.	
TITUSVILLE:	Cocoa and Cocoa Beach.	
COCOA:	Cocoa Beach, Eau Gallie, Melbourne and Titusville.	
MELBOURNE:	Cocoa, Cocoa Beach, Eau Gallie and Sebastian.	
SARASOTA:	Bradenton, Myakka and Venice.	
FT. MYERS:	Cape Coral, Ft. Myers Beach, North Cape Coral, North Ft. Myers, Pine Island, Lehigh Acres and Sanibel-Captiva Islands.	
NAPLES:	Marco Island and North Naples.	

WEST PALM BEACH:	Boynton Beach and Jupiter.
POMPANO BEACH:	Boca Raton, Coral Springs, Deerfield Beach and Ft. Lauderdale.
FT. LAUDERDALE:	Coral Springs, Deerfield Beach, Hollywood and Pompano Beach.
HOLLYWOOD:	Ft. Lauderdale and North Dade.
NORTH DADE:	Hollywood, Miami and Perrine.
MIAMI:	Homestead, North Dade and Perrine.

American Nortel Communications, Inc. intends to offer service throughout the State of Florida.

ATTACHMENT I
AUTHORITY TO OPERATE IN FLORIDA

jean

State of Florida



Department of State

I certify from the records of this office that AMERICAN NORTEL COMMUNICATIONS INC., is a corporation organized under the laws of Wyoming, authorized to transact business in the State of Florida, qualified on October 9, 1997.

The document number of this corporation is F97000005310.

I further certify that said corporation has paid all fees and penalties due this office through December 31, 1997, and its status is active.

I further certify that said corporation has not filed a Certificate of Withdrawal.

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



Sandra B. Northam

Sandra B. Northam
Secretary of State



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 9, 1997

CT CORPORATION SYSTEM

Qualification documents for **AMERICAN NORTEL COMMUNICATIONS INC.** were filed on October 9, 1997 and assigned document number F97000005310. Please refer to this number whenever corresponding with this office.

Your corporation is now qualified and authorized to transact business in Florida as of the file date.

The certification you requested is enclosed.

A corporation annual report will be due this office between January 1 and May 1 of the year following the calendar year of the file date. A Federal Employer Identification (FEI) number will be required before this report can be filed. If you do not already have an FEI number, please apply NOW with the Internal Revenue by calling 1-800-829-3676 and requesting form SS-4.

Please be aware if the corporate address changes, it is the responsibility of the corporation to notify this office.

Should you have any questions regarding this matter, please telephone (850) 487-6091, the Foreign Qualification/Tax Lien Section.

Jennifer Sindt
Document Examiner
Division of Corporations

Letter Number: 097A00049640

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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

A. DIRECTORS

Chairman: William P. Williams

Address: 7201 E. Camelback, Ste. 320

Scottsdale, Arizona 85251

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: William P. Williams

Address: 7201 E. Camelback, Ste. 320

Scottsdale, Arizona 85251

Vice President: _____

Address: _____

Secretary: Eva Williams

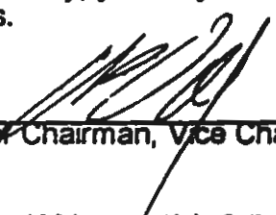
Address: 7201 E. Camelback, Ste. 320

Scottsdale, Arizona 85251

Treasurer: _____

Address: _____

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

13.  _____
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. William P. Williams, Chief Executive Officer _____
(Typed or printed name and capacity of person signing application)

97007-9 PM 021

OFFICE OF THE
COMMISSIONER OF
REVENUE

file copy.

State of Florida



Department of State

I certify from the records of this office that AMERICAN NORTEL COMMUNICATIONS INC., is a corporation organized under the laws of Wyoming, authorized to transact business in the State of Florida, qualified on October 9, 1997.

The document number of this corporation is F97000005310.

I further certify that said corporation has paid all fees and penalties due this office through December 31, 1997, and its status is active.

I further certify that said corporation has not filed a Certificate of Withdrawal.

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



CR2EO22 (2-95)

Sandra B. Northam

Sandra B. Northam
Secretary of State



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 9, 1997

CT CORPORATION SYSTEM

Qualification documents for AMERICAN NORTEL COMMUNICATIONS INC. were filed on October 9, 1997 and assigned document number F97000005310. Please refer to this number whenever corresponding with this office.

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Jennifer Sindt
Document Examiner
Division of Corporations

Letter Number: 097A00049640

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

A DIRECTORS

Chairman: William P. Williams

Address: 7201 E. Camelback, Ste. 320
Scottsdale, Arizona 85251

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B OFFICERS

President: William P. Williams

Address: 7201 E. Camelback, Ste. 320
Scottsdale, Arizona 85251

Vice President: _____

Address: _____

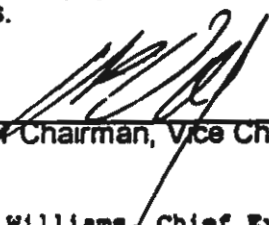
Secretary: Eva Williams

Address: 7201 E. Camelback, Ste. 320
Scottsdale, Arizona 85251

Treasurer: _____

Address: _____

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

13.  _____
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. William P. Williams, Chief Executive Officer _____
(Typed or printed name and capacity of person signing application)

RECEIVED
STATE OF FLORIDA
OFFICE OF THE ATTORNEY GENERAL
TALLAHASSEE, FLORIDA

State of Wyoming



OFFICE OF THE SECRETARY OF STATE

United States of America,
State of Wyoming

} ss.

I, KATHY KARPAN, Secretary of State of the State of Wyoming, do hereby certify

a corporation originally organized under the laws of the state or nation of BRITISH COLUMBIA, did on FEBRUARY 9, 1993 apply for a Certificate of Registration and filed Articles of Continuance in the office of the Secretary of State of Wyoming.

I FURTHER CERTIFY that

... AMERICAN NORTEL COMMUNICATIONS INC. ...

has renounced its original state of incorporation, and is now incorporated under the laws of the state of Wyoming, in accordance with W.S. 17-16-1710.



IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of Wyoming. Done at Cheyenne, the Capital, this NINTH day of FEBRUARY A.D. 19 93

Kathy Karpan
Secretary of State

By *Joell Lash*

ATTACHMENT II
PROPOSED TARIFF

TITLE PAGE

FLORIDA TELECOMMUNICATIONS TARIFF

OF

AMERICAN NORTEL COMMUNICATIONS, INC.

This tariff contains the descriptions, regulations, and rates applicable to the furnishing of resold telecommunication services provided by American Nortel Communications, Inc. ("American Nortel") with principal offices located at 7201 E. Camelback, Suite 320, Scottsdale, Arizona 85251. This tariff applies to services furnished within the State of Florida. This tariff is on file with the Florida Public Service Commission, and copies may be inspected, during normal business hours, at the Company's principal place of business.

ISSUED: November 14, 1997

EFFECTIVE:

**ISSUED BY: William P. Williams, President
American Nortel Communications, Inc.
7201 E. Camelback Road, Suite 320
Scottsdale, Arizona 85251**

CHECK SHEET

This tariff contains Sheets, as listed below, each of which is effective as of the date shown on each sheet. Original and revised pages as named below comprise all changes from the original tariff.

<u>SHEET</u>	<u>REVISION</u>	
1	Original	*
2	Original	*
3	Original	*
4	Original	*
5	Original	*
6	Original	*
7	Original	*
8	Original	*
9	Original	*
10	Original	*
11	Original	*
12	Original	*
13	Original	*
14	Original	*
15	Original	*
16	Original	*
17	Original	*
18	Original	*
19	Original	*
20	Original	*
21	Original	*
22	Original	*
23	Original	*
24	Original	*
25	Original	*
26	Original	*
27	Original	*

* - Indicates sheets included with this filing

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SYMBOLS

The following are the only symbols used for the purposes indicated below:

D - Delete or Discontinue

I - Change Resulting in an Increase to a Customer's Bill

M - Moved from another Tariff Location

N - New

R - Change Resulting in a Reduction to a Customer's Bill

T - Change in Text or Regulation but no Change in Rate or Charge.

When changes are made in any tariff sheet, a revised sheet will be issued canceling the tariff sheet affected. Changes will be identified on the revised sheet(s) through the use of the above mentioned symbols.

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TARIFF FORMAT

- A. Sheet Numbering** - Sheet numbers appear in the upper right corner of the page. Sheets are numbered sequentially. However, new sheets are occasionally added to the tariff. When a new sheet is added between sheets already in effect, a decimal is added. For example, a new sheet added between sheets 14 and 15 would be 14.1.
- B. Sheet Revision Numbers** - Revision numbers also appear in the upper right corner of each page. These numbers are used to determine the most current sheet version on file with the FPSC. For example, the 4th revised Sheet 14 cancels the 3rd revised Sheet 14. Because of various suspension periods, deferrals, etc. the FPSC follows in their tariff approval process, the most current sheet number on file with the Commission is not always the tariff pages in effect. Consult the check sheet for sheet currently in effect.
- C. Paragraph Numbering Sequence** - There are nine levels of paragraph coding. Each level of coding is subservient to its next higher level:
- 2.
 - 2.1.
 - 2.1.1.
 - 2.1.1.A.
 - 2.1.1.A.1.
 - 2.1.1.A.1.(a).
 - 2.1.1.A.1.(a).I.
 - 2.1.1.A.1.(a).I.(i).
 - 2.1.1.A.1.(a).I.(i).(1).
- D. Check Sheets** - When a tariff filing is made with the FPSC, an updated check sheet accompanies the tariff filing. The check sheet lists the sheets contained in the tariff, with a cross reference to the current revision number. When new pages are added, the check sheet is changed to reflect the revision. All revisions made in a given filing are designated by an asterisk (*). There will be no other symbols used on the check sheet if these are the only changes made to it (i.e., the format, etc. remains the same, just revised revision levels on some pages). The tariff user should refer to the latest check sheet to find out if a particular sheet is the most current on file with the FPSC.

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SECTION 1.0 - TECHNICAL TERMS AND ABBREVIATIONS

1.1 Abbreviations

The following abbreviations are used herein only for the purposes indicated below:

FCC	-	Federal Communications Commission
FPSC	-	Florida Public Service Commission
IXC	-	Interexchange Carrier
LEC	-	Local Exchange Carrier

1.2 Definitions

Access Line - An arrangement which connects the Subscriber's or Customer's location to the Carrier's designated point of presence or network switching center.

American Nortel - American Nortel Communications, Inc..

Authorized User - A person, firm or corporation, or any other entity authorized by the Customer or Subscriber to communicate utilizing the Company's services.

Authorization Code - A pre-defined series of numbers to be dialed by the Customer or End User upon access to the Company's system to notify the caller and validate the caller's authorization to use the services provided. The Customer is responsible for charges incurred through the use of his or her assigned Authorization Code.

Available Usage Balance - The amount of usage remaining on a Debit Account at any particular point in time. Each Debit Account has an Initial Account Balance which is stated either in U.S. dollars or Call Units, depending upon the type of service. The Available Balance is depleted as services provided by the Company are utilized by the Customer.

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SECTION 1.0 - TECHNICAL TERMS AND ABBREVIATIONS, (CONT'D.)

Carrier or Company - American Nortel Communications, Inc. unless otherwise indicated by the context.

Customer - The person, firm or corporation, or other entity which orders, cancels, amends, or uses service and is responsible for the payment of charges and/or compliance with tariff regulations.

Customer Premises Equipment - Terminal equipment, as defined herein, which is located on the Customer's premises.

Debit Account - An account which consists of a pre-paid usage balance depleted on a real-time basis during each Debit Service call.

Debit Card - A card issued by the Company which provides the Customer with a Personal Identification Number and instructions for accessing the Carrier's network.

Debit Service Call - A service accessed via a "1-800" or other access code dialing sequence whereby the Customer or Authorized User dials all of the digits necessary to route a call. Network usage for each call is deducted from the available usage balance on a Company issued Debit Account.

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SECTION 1.0 - TECHNICAL TERMS AND ABBREVIATIONS, (CONT'D.)

1.2 Definitions, (Cont'd)

Initial Usage Balance - The amount of usage on a Debit Account upon issuance and before any depleting call activity.

LEC - Local Exchange Company.

Marks - A collective term to mean such items as trademarks, service marks, trade names and logos; copyrighted words, artwork, designs, pictures or images; or any other device or merchandise to which legal rights or ownership are held or reserved by an entity.

Personal Identification Number (PIN) - See Authorization Code.

Renewal - A method of replenishing a Debit Account's Available Usage Balance with additional minutes of usage as authorized and paid for by the Customer.

Sponsor - A corporation or other legal entity that exclusively permits the use of its Marks to the Company for use with telephone cards or other merchandise, and contracts with the Company for the marketing of the services described herein.

Switched Access - Where access between the Customer and the Carrier is provided on local exchange company circuits capable of accessing the local switched network. The cost of switched Feature Group access is billed to the Carrier.

Unit - Defined as one minute of phone time accessed by a toll free (800/888) number on any of the debit cards provided by the company.

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SECTION 2.0 - RULES AND REGULATIONS

2.1 Undertaking of American Nortel

American Nortel's services and facilities are furnished for communications originating at specified points within the state of Florida under terms of this tariff. American Nortel installs, operates, and maintains the communications services provided hereinunder in accordance with the terms and conditions set forth under this tariff.

2.2 Applicability of Tariff

This tariff is applicable to telecommunications services provided by American Nortel within the state of Florida.

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SECTION 2.0 - RULES AND REGULATIONS, (CONT'D.)**2.3 Payment and Credit Regulations****2.3.1 Payment Arrangements**

For Subscriber Services, all charges due by the Customer are payable to any agency duly authorized to receive such payments. This includes payment for calls or services originated at the Customer's number(s); placed using a Debit Card as a form of payment regardless of the purchaser of the card or the originating location of the call; incurred at the specific request of the Customer.

Payments for service provided in association with Company-issued Debit Accounts must be received by the company or its authorized agent prior to the activation of the Customer's Debit Account. The Customer shall be responsible for all calls placed via the Debit Account as the result of the Customer's intentional or negligent disclosure of their Personal Account Code.

For Prepaid Card Services, all payments for service must be received by the Company or its authorized agent prior to the activation of the Customer Account Code in the Company's system. Renewal of Customer Account Balances made by charges to commercial credit cards are subject to the terms and conditions of the issuing commercial credit card company and those of American Nortel's credit card processing agent. Renewals of Customer Account Balances made by cashier's checks are subject to the terms and conditions of the issuing financial institution.

2.3.2 Deposits

The Company does not collect deposits from its Customers. Payment for a prepaid debit card does not constitute a customer deposit.

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SECTION 2.0 - RULES AND REGULATIONS, (CONT'D.)

2.3 Payment and Credit Regulations, (Cont'd.)

2.3.3 Advance Payments

The Company does not collect advance payments from its Customers. Payment for a prepaid debit card does not constitute an advance payment.

2.3.4 Taxes

All state and local taxes (i.e., gross receipts tax, sales tax, and municipal utilities tax) are included in the Initial Balance of the prepaid debit card, but not in the quoted per minute rates.

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SECTION 2.0 - RULES AND REGULATIONS, (CONT'D.)**2.4 Refunds or Credits for Service Outages or Deficiencies****2.4.1 Interruption of Service**

Credit allowances for interruptions of service which are not due to the Carrier's testing or adjusting, to the negligence of the Customer, or to the failure of channels, equipment or communications systems provided by the Customer, are subject to the general liability provisions set forth in Section 2.4 herein. It shall be the obligation of the Customer to notify Carrier immediately of any interruption in service for which a credit allowance is desired by Customer. Before giving such notice, Customer shall ascertain that the trouble is not within his or her control.

The Company will provide a credit equal to one minute of applicable service for calls that are interrupted or subject to inadequate transmission. Credits will not be issued when an interruption or service deficiency is not reported to the Company or is caused by the failure of power, equipment or systems not provided by the Company.

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SECTION 2.0 - RULES AND REGULATIONS, (CONT'D.)**2.4 Refunds or Credits for Service Outages or Deficiencies, (Cont'd.)****2.4.2 Liability**

- (A) The liability of the Company for any claim or loss, expense or damage (including indirect, special, or consequential damage) for any interruption, delay, error, omission, or defect in any service, facility or transmission provided under this tariff shall not exceed an amount equivalent to the proportionate charges to the Customer for the period of service or the facility provided during which such interruption, delay, error, omission, or defect occurs.
- (B) The Company shall not be liable for any claim or loss, expense, or damage (including indirect, special, or consequential damage), for any interruption, delay, error, omission, or other defect in any service facility, or transmission provided under this tariff, if caused by any person or entity other than the Company, by any malfunction of any service or facility provided by any other carrier, by any act of God, fire, war, civil disturbance, or act of government, or by any other cause beyond the Company's direct control.
- (C) The Company shall not be liable for, and shall be fully indemnified and held harmless by Customer and Subscriber against any claim or loss, expense, or damage, (i) for defamation, invasion of privacy, infringement of copyright or patent, unauthorized use of any trademark, trade name, or service mark, unfair competition, interference with or misappropriation or violation of any contract, proprietary or creative right, or any other injury to any person, property, or entity

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SECTION 2.0 - RULES AND REGULATIONS, (CONT'D.)**2.4 Refunds or Credits for Service Outages or Deficiencies, (Cont'd.)****2.4.2 Liability (cont'd.)****(C) (continued)**

arising from the material data, information, or content revealed to, transmitted, processed, handled, or used by Company under this tariff, or (ii) for connecting, combining, or adapting Company's facilities with Customer's or Subscriber's apparatus or systems, or (iii) for any act or omission of the Customer or Subscriber, or (iv) for any personal injury or death of any person, or for any loss of or damage to Subscriber's or Customer's premises or any other property, whether owned by Customer, Subscriber or others, caused directly or indirectly by the installation, maintenance, location, condition, operation, failure or removal of equipment or wiring provided by the Company if not directly caused by negligence of the Company.

- (D)** The Company shall not be liable for any claim, loss, or refund as a result of loss or theft of Debit Cards or Personal Account codes issued for use with the Company's services. Nor will the Company be liable for any claim, loss or refund on any unused balance remaining on a Debit Card provided to a Customer after the expiration date assigned to each Debit Account.

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SECTION 2.0 - RULES AND REGULATIONS, (CONT'D.)

2.5 Refusal or Discontinuance by Company

American Nortel may refuse or discontinue service for non-compliance with and/or violation of any Federal, State or municipal law, ordinance or regulation pertaining to telephone service. Service may also be discontinued or refused without notice for the following conditions:

- 2.5.1 For non-compliance with and/or violation of the Commission's regulations or the Company's rules and regulations.
- 2.5.2 When the Available Account Balance of a non-renewable account is Depleted to a level insufficient to place a one-minute call to the location of least cost.
- 2.5.3 When the established expiration date of the Customer Account is reached.
- 2.5.4 In the event of Customer use in such a manner as to adversely affect the Company's equipment, the Company's service to others, or the Company's financial position.
- 2.5.5 In the event of tampering with the equipment furnished and owned by the Company.

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SECTION 2.0 - RULES AND REGULATIONS, (CONT'D.)

2.5 Refusal or Discontinuance by Company, (Cont'd.)

2.5.6 In the event of unauthorized or fraudulent use of service. Whenever service is discontinued for fraudulent use of service, the Company may, before restoring service, require the Customer to make, at his or her own expense, all changes necessary to eliminate illegal use and to pay an amount reasonably estimated as the loss in revenues resulting from such fraudulent use.

2.5.7 When necessary for the Company to comply with any order or request of any governmental authority having jurisdiction.

2.6 Limitations of Service

2.6.1 Service will be furnished subject to the availability of the necessary facilities and/or equipment and subject to the provisions of this tariff.

2.6.2 American Nortel reserves the right to discontinue furnishing service when necessitated by conditions beyond its control, or when the Customer is using the service in violation of the provisions of this tariff, or in violation of law.

2.6.3 The Company does not undertake to transmit messages, but offers the use of its facilities when available, and will not be liable for errors in transmission or for failure to establish connections.

2.6.4 American Nortel reserves the right to discontinue the offering of service if a change in regulation materially and negatively impacts the financial viability of the service in the best business judgment of the Company.

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SECTION 2.0 - RULES AND REGULATIONS, (CONT'D.)

2.7 Use of Service

Service may be used for any lawful purpose for which it is technically suited. Customers reselling American Nortel's Florida intrastate service must have a Certificate of Public Convenience and Necessity as an interexchange carrier from the Florida Public Service Commission.

2.8 Applicable Law

This tariff shall be subject to and construed in accordance with Florida law.

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SECTION 2.0 - RULES AND REGULATIONS, (CONT'D.)**2.9 Tests, Pilots, Promotional Campaigns and Contests**

The Company may conduct special tests or pilot programs and promotions at its discretion to demonstrate the ease of use, quality of service and to promote the sale of its services. The Company may also waive a portion or all processing fees or installation fees for winner of contests and other occasional promotional events sponsored or endorsed by the Company. From time to time the Company may waive all processing fees for a Customer.

These promotions will be approved by the FPSC with specific starting and ending dates with promotions running under no circumstances longer than 90 days in any twelve month period.

2.10 Employee Concessions

The Company does not provide for employee concessions.

2.11 Other Rules

The Company may temporarily suspend service without notice to the Customer, by blocking traffic to certain cities or NXX exchanges, or by blocking calls using certain Personal Account codes when the company deems it necessary to take such action to prevent unlawful use of its service. The Company will restore service as soon as service can be provided without undue risk.

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SECTION 3.0 - DESCRIPTION OF SERVICE

3.1 General

American Nortel provides direct dialed one plus and Prepaid Card Services for communications originating and terminating within the State of Florida under terms of this tariff.

3.2 Quality and Grade of Service Offered

Minimum Call Completion Rate - Customers can expect a call completion rate of not less than 90% during peak use periods. The call completion rate is calculated as the number of calls completed (including calls completed to a busy line or to a line which remains unanswered by the called party) divided by the number of calls attempted.

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SECTION 3.0 - DESCRIPTION OF SERVICE, (CONT'D.)

3.3 Timing of Calls

- 3.3.1** Timing for all calls begins when the called party answers the call (i.e. when two way communications are established.) Answer detection is based on standard industry answer detection methods, including hardware and software answer detection.
- 3.3.2** Chargeable time for all calls ends when either one of the parties disconnects from the call.
- 3.3.3** Minimum call duration and additional billing increments are specified in Section 4.
- 3.3.4** There is no billing applied for incomplete calls.

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SECTION 3.0 - DESCRIPTION OF SERVICE, (CONT'D.)**3.4 Rate Periods**

Unless otherwise indicated elsewhere in this tariff, all usage-based rates are subject to the following time-of-day, day-of-week, and holiday rate periods:

- 3.4.1 Day Rate Period** - Applies to that portion of a call occurring from 8:00 AM to, but not including, 5:00 PM Monday through Friday.
- 3.4.2 Evening Rate Period** - Applies to that portion of a call occurring from 5:00 PM to, but not including, 11:00 PM Sunday through Friday.
- 3.4.3 Night/Weekend Rate Period** - Applies to that portion of a call occurring from 11:00 PM to, but not including 8:00 AM all days, 8:00 AM to, but not including, 11:00 PM Saturday; 8:00 AM to, but not including, 5:00 PM Sunday.
- 3.4.4** When a call is established in one rate period and ends in another rate period, the rate in effect at the calling station applies to the portion of the call occurring within that rate period. When a unit of time is split between two rate periods, the rate applicable to that unit of time is based on the rate period in which it began.

3.5 Holiday Rates

Holiday rates apply to that portion of the call occurring on Company acknowledged holiday. The rate is equivalent to the Evening Rate unless a lower rate would normally apply. Holiday rates apply on:

New Year's Day	January 1
Independence Day	July 4
Labor Day	As Federally Observed
Thanksgiving Day	As Federally Observed
Christmas Day	December 25

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SECTION 3.0 - DESCRIPTION OF SERVICE, (CONT'D.)**3.6 Calculation of Distance**

Usage charges for all mileage sensitive products are based on the airline distance between serving wire centers associated with the originating and terminating points of the call.

The serving wire centers of a call are determined by the area codes and exchanges of the origination and destination points.

The distance between the Wire Center of the Customer's equipment and that of the destination point is calculated by using the "V" and "H" coordinates found in BellCore's V&H Tape and NECA FCC Tariff No. 4.

- Step 1 - Obtain the "V" and "H" coordinates for the Wire Centers serving the Customer and the destination point.
- Step 2 - Obtain the difference between the "V" coordinates of each of the Wire Centers. Obtain the Difference between the "H" coordinates.
- Step 3 - Square the differences obtained in Step 2.
- Step 4 - Add the squares of the "V" difference and "H" difference obtained in Step 3.
- Step 5 - Divide the sum of the square obtained in Step 4 by ten (10). Round to the next higher whole number if any fraction results from the division.
- Step 6 - Obtain the square root of the whole number obtained in Step 5. Round to the next higher whole number if any fraction is obtained. This is the distance between the Wire Centers.

Formula:

$$\sqrt{\frac{(V_1 - V_2)^2 + (H_1 - H_2)^2}{10}}$$

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SECTION 3.0 - DESCRIPTION OF SERVICE, (CONT'D.)**3.6 Calculation of Distance, (Cont'd.)**

EXAMPLE: Distance between Miami and New York City -

	V	H
Miami:	8,351	529
New York:	<u>4,997</u>	<u>1,406</u>
Difference:	3,354	-877
Square and add:	$11,249,316 + 769,129 = 12,018,445$	
Divide by 10:	$12,018,445 / 10 = 1,201,844.5$	
Round up:	1,201,845	
Take square root:	$\sqrt{1,201,845} = 1,096.3$	
Round up:	1,097 miles	

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SECTION 3.0 - DESCRIPTION OF SERVICE, (CONT'D.)**3.7 American Nortel Programs 1 and 2**

American Nortel Programs 1 and 2 are available to residential and business Customer who originate direct dialed calls standard switched access lines. No minimum volume commitment is required. An interstate monthly service fee will apply for this service. All calls are billed in six (6) second increments after an initial period, for billing purposes, of eighteen (18) seconds.

3.8 American Nortel Plan A

American Nortel Plan A is available to residential and business Customers who originate direct dialed calls over standard switched access lines. No minimum volume commitment is required. All calls are billed in six (6) second increments after an initial period, for billing purposes, of eighteen (18) seconds. A one year term discount is available to business Customers.

Residential and business subscribers will be provided with specific interstate and international rates based upon the options the Customer chooses.

3.9 American Nortel Dedicated Service

American Nortel Dedicated Service is available to Customers for direct dialed calls originating over dedicated access lines. Interstate monthly service and access coordination fees apply for this service. Term discounts are available to Customers who sign up for a 12, 24 or 36 month term. All calls are billed in six (6) second increments after an initial period, for billing purposes, of eighteen (18) seconds.

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SECTION 3.0 - DESCRIPTION OF SERVICE, (CONT'D.)**3.10 American Nortel Toll Free Service**

American Nortel Toll Free Service (800/888) is available to Customers for terminating calls to switched or dedicated access lines. Calls are billed to the Customer and not the calling party. All calls are billed in six (6) second increments after an initial period, for billing purposes, of eighteen (18) seconds. An interstate monthly service fee applies per account to this service.

3.11 American Nortel Travel Card Service

American Nortel Travel Card service is offered to business and residential Customers for placing long distance calls while away from home or office. Calls charges are billed to the Customer's Travel Card account or to the Customer's presubscribed account service. All calls are billed in one (1) minute increments after an initial period, for billing purposes, of one (1) minute.

3.12 Conference Calling

Conference Calling is available to Customers with a pre-established account with the Company. Calls are charged on a per minute and a per leg basis for each bridged call.

3.13 American Nortel Debit Card Service

American Nortel Debit Card service is offered to the general public as a commodity traded item for placing long distance calls over the Company's service. Calls may be originated by calling a toll free (800/888) number from any location within the state of Florida. Debit cards are sold and rated on a per unit basis. Call charges are measured in units and are consumed on an as used basis. All calls are billed in one (1) minute increments for each initial and each additional period. The per minute rate and the per unit rate are the same for intrastate Florida services.

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SECTION 4.0 - RATES

4.1 General

Each Customer is charged individually for each call placed through the Company. Charges will vary by service offering, class of call, time of day, day of week, class of call and/or call duration.

4.2 Late Payment Charge

The company will charge a one-time 1.5% late payment fee on all invoices not paid by the due date identified on the Company bill.

4.3 Return Check Charge

The Company will assess a return check charge of up to \$20.00 or 5% of the amount of the check, whichever is greater, whenever a check or draft presented for payment of service is not accepted by the institution on which it is written. This charge applies each time a check is returned to the Company by a bank for insufficient funds. In addition, the Company reserves the right to place the Available Usage Balance for the Customer's Debit Account on hold until the check or draft clears or is paid.

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SECTION 4.0 - RATES, (CONT'D.)**4.4 Exemptions and Special Rates****4.4.1 Discounts for Hearing Impaired Customers**

A telephone toll message which is communicated using a telecommunications device for the deaf (TDD) by properly certified hearing or speech impaired persons or properly certified business establishments or individuals equipped with TDDs for communicating with hearing or speech impaired persons will receive, upon request, credit on charges for certain intrastate toll calls placed between TDDs. Discounts do not apply to surcharges or per call add-on charges for operator services when the call is placed by a method that would normally incur the surcharge.

- (A) The credit to be given on a subsequent bill for such calls placed between TDDs will be equal to applying the off-peak rate during peak rate period.
- (B) The credit to be given on a subsequent bill for such calls placed by TDDs with the assistance of the relay center will be equal to 50% of the rate for the applicable rate period. If either party is both hearing and visually impaired, the call shall be discounted at 60% of the applicable rate.

4.4.2 Directory Assistance Exemptions

Presubscribed residential Customers or authorized users of Customers' services who are certified as handicapped are exempt from applicable Directory Assistance charges for the first 50 directory assistance calls per month.

4.4.3 Emergency Call Exemptions

The following calls are exempted from all charges: Emergency calls to recognizable authorized civil agencies including police, fire, ambulance, bomb squad and poison control. American Nortel will only handle these calls if the caller dials all of the digits to route and bill the call. Credit will be given for any billed charges pursuant to this exemption on a subsequent bill after verified notification by the billed Customer within thirty (30) days of billing.

ISSUED: November 14, 1997**EFFECTIVE:**

ISSUED BY: William P. Williams, President
American Nortel Communications, Inc.
7201 E. Camelback Road, Suite 320
Scottsdale, Arizona 85251

SECTION 4.0 - RATES, (CONT'D.)

4.5 American Nortel Programs 1 and 2

4.5.1 Per Minute Rates

Mileage Band	DAY		EVENING & NIGHT/WEEKEND	
	Initial Period	Each Add'l. Period	Initial Period	Each Add'l. Period
ALL	\$0.1995	\$0.1995	\$0.1995	\$0.1995

4.6 American Nortel Plan A

4.6.1 Per Minute Rate: \$0.1995

4.6.2 Term Discount Percentage: 2.00%

4.7 American Nortel Dedicated Service

4.7.1 Per Minute Rate: \$0.1995

4.7.2 Term Discount Percentage:

12 Month Term	x.xx%
24 Month Term	x.xx%
36 Month Term	x.xx%

ISSUED: November 14, 1997

EFFECTIVE:

ISSUED BY: William P. Williams, President
American Nortel Communications, Inc.
7201 E. Camelback Road, Suite 320
Scottsdale, Arizona 85251

SECTION 4.0 - RATES, (CONT'D.)**4.8 American Nortel Toll Free Service****4.8.1 Per Minute Rates:**

Switched Access Termination \$0.1995

Dedicated Access Termination \$0.1995

4.9 American Nortel Travel Card Service**4.9.1 Per Minute Rates:** \$0.1995**4.10 Conference Calling****4.10.1 Call Set Charge, per leg:** \$1.55**4.10.2 Per Minute usage charges, per leg:**

7:00 AM to 5:00 PM*, Monday-Friday \$0.3200

All other times of the week \$0.2340

4.11 American Nortel Debit Card Service \$0.4500

* - to but not including

ISSUED: November 14, 1997**EFFECTIVE:****ISSUED BY:** William P. Williams, President
American Nortel Communications, Inc.
7201 E. Camelback Road, Suite 320
Scottsdale, Arizona 85251

ATTACHMENT III
FINANCIAL STATEMENTS

AMERICAN MOTEL COMMUNICATIONS, INC.
STATEMENT OF INCOME & EXPENSE
From JULY 1, 1995 to JUNE 30, 1996

	Year to Date	
	Amount	Percent
Income		
INCOME - AIRTIME	\$ 155,974.52	4.4
INCOME - TRADE	3,375,845.78	95.6
	3,531,820.30	100.0
Cost Of Sales		
COS - AIRTIME	15,501.00	0.4
COS - TRADE	1,220,539.42	34.6
CREDIT CARD & BANK CHARGES	4,652.20	0.1
	1,240,692.62	35.1
Gross Profit	2,291,127.68	64.9
Selling Expense		
ADVERTISING	575.10	0.0
BUSINESS PROMOTION	227.35	0.0
COMMISSIONS	7,617.93	0.2
MEALS & ENTERTAINMENT	3,313.14	0.1
TRAVEL	8,555.66	0.2
	20,289.18	0.5
General & Administrative		
AUTOMOBILE	1,096.15	0.0
BANK & SERVICE CHARGES	2,375.77	0.1
BARTER FEES	2,811.22	0.1
CASUAL LABOR	1,585.25	0.0
DUES AND SUBSCRIPTIONS	1,610.25	0.1
INSURANCE	828.33	0.0
OFFICE SUPPLIES	2,053.37	0.1
COMPUTER SUPPLIES	708.82	0.0
OPERATING SUPPLIES	5,125.67	0.2
PAYROLL TAXES & INSURANCE	3,389.56	0.1
POSTAGE / FREIGHT / DELIVERY	2,180.08	0.1
PROFESSIONAL FEES	107,486.18	3.0
RENT	17,663.33	0.5
MAINTENANCE & REPAIRS	185.25	0.0
SALARIES	61,540.00	1.7
STORAGE FEES	455.00	0.0
TAXES & LICENSES	16.70	0.0
TELEPHONE	8,396.19	0.2
UTILITIES	506.56	0.0
	220,013.68	6.2

See Accountant's Compilation Report

AMERICAN HOTEL COMMUNICATIONS, INC.
STATEMENT OF INCOME & EXPENSE
From JULY 1, 1995 to JUNE 30, 1996

	Year to Date	
	Amount	Percent
Hotel Operations		
INCOME - HOTEL	<33,601.17>	<0.9>
HOTEL - ENTERTAINMENT	3,794.04	0.1
HOTEL - MEALS & ENTERTAINMENT	90.00	0.0
HOTEL - SALARIES	23,472.04	0.7
INSURANCE - HOTEL	2,009.33	0.1
PRINTING - HOTEL	1,243.75	0.0
OFFICE SUPPLIES - HOTEL	306.00	0.0
UTILITIES - HOTEL	1,862.78	0.1
	176.77	0.1
Total Hotel Operations		
Total Expenses	240,479.63	6.8
Earnings (Loss) From Operations	2,050,648.05	58.1
Other Income (Expense)		
OTHER INCOME	4.36	0.0
INTEREST EXPENSE	<162,768.57>	<4.6>
DEPRECIATION	<8,939.00>	<0.3>
STOCK TRANSFER EXPENSES	<9,599.73>	<0.3>
LOSS OF SALE OF ASSET	<13,065.00>	<0.4>
PENALTIES/INTEREST	<2,217.00>	<0.1>
	<196,584.94>	<5.7>
NET EARNINGS (LOSS)	1,854,063.11	52.4
		=====
Retained Earnings - End of Year	\$ 1,854,063.11	

See Accountant's Compilation Report

AMERICAN HOTEL COMMUNICATIONS, INC.
BALANCE SHEET
As of JUNE 30, 1996

LIABILITIES

Current Liabilities:

ACCOUNTS PAYABLE - REGUL	\$	77,818.00
ACCOUNTS PAYABLE - TRADE		1,220,764.11
FEDERAL PAYROLL TAXES PA		14,168.17
STATE WITHHOLDING PAYABL		313.88
STATE UNEMPLOYMENT PAYAB		416.73
FEDERAL UNEMPLOYMENT PAY		136.60
MERCANTILE LINE OF CREDI		16,134.23

Total Current Liabilities

\$1,329,751.42

Long-Term Liabilities:

LOAN PAYABLE - MERCANTIL		1,974,646.61
LOAN PAYABLE - BANK OF N		130,000.00
LOAN PAYABLE - RICHMOND		364,893.00
LOAN PAYABLE - LATEEN BA		406,664.00
LOAN PAYABLE - EDDIE HUN		195,000.00
ACCRUED INTEREST		311,339.00
NOTES PAYABLE		675,000.00
NOTE PAYABLE/WILCON, INC		9,477.24

Total Long-Term Liabilities

4,067,019.85

Total Liabilities

5,396,771.27

STOCKHOLDERS' EQUITY

COMMON STOCK		20,604,032.00
RETAINED EARNINGS		<21,084,400.00>
Retained Earnings (Loss)		1,854,063.11

Total Stockholders' Equity

1,373,695.11

**Total Liabilities and
Stockholders' Equity**

6,770,466.38
=====

AMERICAN HOTEL COMMUNICATIONS, INC.
BALANCE SHEET
As of JUNE 30, 1996

A S S E T S

Current Assets:

CASH IN BANK WESTERN	\$	107,365.29
CASH IN BANK - NATIONAL		104.45
CASH IN BANK - MERCANTILE		6,144.46
CASH IN BANK MERCANTILE		2,738.50
CASH/CREDIT TRADE GROUPS		32,980.21

Total Current Assets **\$ 149,332.91**

Property and Equipment:

TELECOMMUNICATIONS PROPERTY	1,650.00
EQUIPMENT	43,044.20

Less Accumulated Depreciation **<8,939.00> 0.00**

Total Property & Equipment **35,755.20**

Other Assets:

INVESTMENTS	6,383,076.89
INVESTMENTS-OFFICE SUPPL	74,984.55
INVESTMENTS-OFFICE FURNI	122,316.83
PENN PACIFIC STOCK	5,000.00

Total Other Assets **6,585,378.27**

Total Assets **\$6,770,466.38**

ATTACHMENT III - A
AMERICAN NORTEL COMMUNICATIONS, INC.
Financial Resources Statement

American Nortel Communications, Inc. is providing a June 30, 1997 financial statement with its application as proof of the company's anticipated Florida revenue projections. These statements show that the company has a positive income as well as positive Shareholders Equity.

American Nortel Communications, Inc. proposes to operate as a reseller in the state. There are minimal capital requirements or expenses that the company will experience when starting its Florida operations. All transmission will be provided by the underlying carrier. The company has structured its retail pricing so that its per minute rate covers its per minute cost, thus assuring an almost instantaneous positive cash flow.

The company also points to the resumes provided with the application. These resumes show that American Nortel Communications, Inc. has the managerial experience and entrepreneurial skill necessary to run the company.

ATTACHMENT IV

MANAGERIAL AND TECHNICAL CAPABILITIES

AMERICAN NORTEL COMMUNICATIONS, INC.
KEY MANAGEMENT EMPLOYEE

Mr. William P. Williams - President, Chairman and CEO
W.P. Williams, Jr., graduate of Baylor University with a Masters in Business and Finance, is presently the President, Chairman of the Board and Chief Executive Officer of American Nortel Communications, Inc. Mr. Williams has twenty years in Senior management experience and was also founder of a successful financial consulting firm, land developer, licensed Real Estate Broker and is listed in the 1987 version of "Who's who in Finance and Industry".



November 13, 1997
OVERNIGHT

210 N. Park Ave.
P.O. Drawer 200
Winter Park, FL
32790-0200

Florida Public Service Commission
Gerald L. Gunter Building, Room 270
2540 Shumard Oaks Boulevard
Tallahassee, Florida 32399-0850

DEPOSIT DATE
D 6 5 5 NOV 14 1997

Tel: 407-740-8575
Fax: 407-740-0613
tmi@tminc.com

RE: Initial Application and Tariff of American Nortel Communications, Inc. for Authority to Provide Interexchange Telecommunications Services within the State of Florida.

Dear Sir/Madam:

Enclosed for filing are the original and twelve (12) copies of the above-referenced application of American Nortel Communications, Inc..

Also enclosed is a Technologies Management, Inc. check in the amount of \$250, to cover the filing fee.

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

I may be reached at (407) 740-8575 with any questions, comments or correspondence regarding this application. Thank you for your assistance.

Sincerely,

Check received with filing and



P.O. Drawer 200
Winter Park, FL
32790-0200
210 N. Park Avenue
Winter Park, FL 32789
(407) 740-8575



260 PARK AVENUE
WINTER PARK, FLORIDA 32789

63-319/631

17969

NUMBER
17969

PAY: TWO HUNDRED FIFTY DOLLARS

DATE

AMOUNT

11/13/97

*****\$250.00

TO THE ORDER OF
FLORIDA PUBLIC SERVICE COMM.
RECORDS & REPORTING
2540 SHUMARD OAK BLVD.
TALLAHASSEE FL 32399-0850

TECHNOLOGIES MANAGEMENT, INC