

WIGGINS & VILLAGORTA, P.A.

ATTORNEYS AT LAW

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RECORDS AND
REPORTING

DEC-1 Ph

JL

December 1, 1998

VIA HAND DELIVERY

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

Re: AirTIME Technologies, Inc.

981783-TX

Dear Commission:

Enclosed for filing are the original and six (6) copies of AirTIME Technologies, Inc.'s Application Form for Authority to Provide Alternative Local Exchange Service Within the State of Florida, along with the \$250.00 filing fee. The price list will be submitted under separate cover.

Please acknowledge receipt of this transmittal by returning a date-stamped copy of the enclosed cover letter duplicate in the return envelope provided for that purpose.

Thank you for your assistance in this matter.

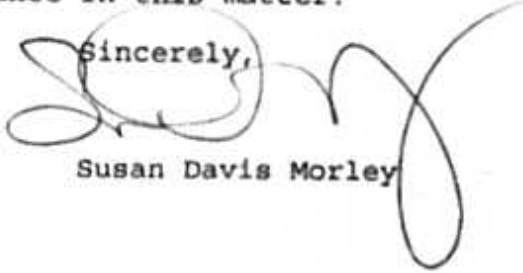
Check received with filing and forwarded to Fiscal for deposit. Fiscal to forward a copy of check to RAR with proof of deposit.

Initials of person who forwarded check:

W.S.

Enclosures

Sincerely,



Susan Davis Morley

DOCUMENT NUMBER-DATE

13484 DEC-18

FPSC-RECORDS/REPORTING

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

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

INSTRUCTIONS

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

Florida Public Service Commission
Division of Communications, Certification & Compliance Section
2540 Shumard Oak Boulevard
Tallahassee, Florida 32399-0866
(904) 413-6600

5. Once complete, submit the original and six (6) copies of this form along with a non-refundable application fee of \$250 made payable to the Florida Public Service Commission at the above address.
-

1. This is an application for (check one):

(x) Original authority (new company)

() Approval of transfer (to another certificated company)

Example, a certificated company purchases an existing company and desires to retain the original certificate of authority.

() Approval of assignment of existing certificate (to a non-certificated company)

Example, a non-certificated company purchases an existing company and desires to retain the certificate of authority rather than apply for a new certificate.

() Approval for transfer of control (to another certificated company)

Example, a company purchases 51% of a certificated company. The Commission must approve the new controlling entity.

2. Name of applicant:

AirTIME Technologies, Inc.

3. Name under which the applicant will do business:

AirTIME Technologies, Inc.

4. If applicable, please provide proof of fictitious name registration.

Fictitious name registration number: _____.

N/A.

5. A. National and Florida mailing addresses including street name, number, post office box, city, state and zip code.

National: 5019 80th Terrace South
Lake Worth, FL 33467

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

Florida: 5019 80th Terrace South
Lake Worth, FL 33467

6. Structure of organization:

- | | |
|--|---|
| <input type="checkbox"/> Individual | <input checked="" type="checkbox"/> Corporation |
| <input type="checkbox"/> Foreign Corporation | <input type="checkbox"/> Foreign Partnership |
| <input type="checkbox"/> General Partnership | <input type="checkbox"/> Limited Partnership |
| <input type="checkbox"/> Joint Venture | <input type="checkbox"/> Other, explain _____ |

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

N/A.

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

No.

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

Corporate charter number: P98000017085.

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

Ongoing liaison:

Dean S. Keil
President of AirTIME Technologies, Inc.
5019 80th Terrace South
Lake Worth, FL 33467
(561) 969-3870 Phcne
(888) 995-7099 Toll-Free Phone
(561) 969-2154 Fax
DKeill@earthlink.net E-Mail

Application liaison:

Susan Davis Morley
Wiggins & Villacorta, P.A.
2145 Delta Boulevard
Suite 200
Post Office Drawer 1657
Tallahassee, Florida 32302
(850) 385-6007 Telephone
(850) 385-6008 Fax
wiggvill@nettally.com E-Mail

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

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

NOTE: This documentation may include, but is not limited to, financial statements, a projected profit and loss statement, credit references, credit bureau reports, and descriptions of business relationships with financial institutions.

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

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

Attached as Exhibit 1.

- B. Managerial capability.

Attached as Exhibit 2.

- C. Technical capability.

(If you will be providing local intra-exchange switched telecommunications service, then state how you will provide access to 911 emergency service. If the nature of the emergency 911 service access and funding mechanism is not equivalent to that provided by the local exchange companies in the areas to be served, describe in detail the difference.)

AirTIME will provide access to 911 emergency services over LEC or ALEC facilities. The nature of the emergency 911 service access and funding mechanism will therefore be equivalent to that provided by the local exchange companies in the areas to be served.

EXHIBIT 1

Date : 08/31/98
Time : 11:57

VENTURE TECHNOLOGIES, INC
BALANCE SHEET
AS OF AUGUST 31, 1998
UNAUDITED

Page 1

Acct. Num.	Description	Balance This Month		Balance Year/Date	
A S S E T S					

Current Assets					

1101	Cash	0.00	0.0	0.00	0.0
1102	Cash in Banks	992.81	20.7	-2253.31	-25.2
1103	Investment - Securities	0.00	0.0	0.00	0.0
1104	Accounts Receivable- Trade	0.00	0.0	0.00	0.0
1105	Accounts Receivable - Others	0.00	0.0	0.00	0.0
1106	Inventory	0.00	0.0	0.00	0.0
1110	Prepaid Expenses	0.00	0.0	0.00	0.0
Total Current Assets		992.81	20.7	-2253.31	-25.2

Fixed Assets					

120101	Autos & Trucks	0.00	0.0	0.00	0.0
120201	Furniture & Fixtures	0.00	0.0	0.00	0.0
120301	Office Equipment	3809.00	79.3	11204.86	125.2
120401	Building	0.00	0.0	0.00	0.0
120901	Other Fixed Assets	0.00	0.0	0.00	0.0
Total Original Value		3809.00	79.3	11204.86	125.2
minus: Accum. Depreciation		0.00	0.0	0.00	0.0
Property & Equipment Net Value		3809.00	79.3	11204.86	125.2
1301	Organizational Expense - Net	0.00	0.0	0.00	0.0
1302	Leasehold Improvements - Net	0.00	0.0	0.00	0.0
1303	Patents/Marks/Copyrights - Net	0.00	0.0	0.00	0.0
1304	Goodwill Purchased - Net	0.00	0.0	0.00	0.0
1401	Security Deposits	0.00	0.0	0.00	0.0
1402	Long Term Investments	0.00	0.0	0.00	0.0
Total Fixed Assets		3809.00	79.3	11204.86	125.2
Total ASSETS		4802.81	100.0	3951.55	100.0


DEAN S. KEIL, PRES

11/6/98

Date : 08/31/98
 Time : 11:58

TIME TECHNOLOGIES, INC
 STATEMENT OF OPERATIONS
 FOR 08 MONTHS ENDING 08/31/98
 UNAUDITED

Page 1

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Acct. No.	Description	Balance This Month	Balance Year/Date		
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REVENUES

Sales:					
41001	Sales Department 001				
41002	Sales Department 002				
Total Sales		0.00	0.0	0.00	0.0
Fees:					
42001	Fees Department 001				
42002	Fees Department 002				
Total Fees		0.00	0.0	0.00	0.0
Other Revenues:					
43	Other Trade Revenues				
Total REVENUES		0.00	0.0	0.00	0.0

COST OF GOODS SOLD

Cost of Goods Sold:					
51001	COGS-Dept 001				
51002	COGS-Dept 002				
Total Direct COGS		0.00	0.0	0.00	0.0
52	Purchasing Costs				
Total COST OF GOODS SOLD		0.00	0.0	0.00	0.0
GROSS PROFIT (LOSS)		0.00	0.0	0.00	0.0

GENERAL & ADMINISTRATIVE EXPENSES

53	General & Admin. Expenses	6002.79	0.0	9822.82	0.0
54	Marketing Expense			100.00	0.0
Total EXPENSES		6002.79	0.0	9922.82	0.0
Net Income from Operations		-6002.79	0.0	-9922.82	0.0

OTHER INCOME AND EXPENSE

Other Income:					
44	Financial Revenues				
45	Other Non-Trade Revenues				
Total Other Income		0.00	0.0	0.00	0.0
Other Expense:					
55	Financial Expenses	176.00	0.0	492.45	0.0
Net Other Income - Expense		-176.00	0.0	-492.45	0.0

NET INCOME

Net Income	-6178.79	0.0	-10416.27	0.0
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 Initial

.....
 Description Balance Balance
 Year/Date Year/Date

ASSETS

Current Assets

Cash	0	0.0	0	0.0
Cash in Banks	148	0.1	148	0.1
Investment - Securities	0	0.0	0	0.0
Accounts Receivable- Trade	16878	8.8	16878	8.8
Accounts Receivable - Others	0	0.0	0	0.0
Inventory	7009	3.6	7009	3.6
Prepaid Expenses	0	0.0	0	0.0
Total Current Assets	24035	12.5	24035	12.5

Fixed Assets

Autos & Trucks	0	0.0	0	0.0
Furniture & Fixtures	0	0.0	0	0.0
Office Equipment	68390	35.5	68390	35.5
Building	0	0.0	0	0.0
Other Fixed Assets	100000	52.0	100000	52.0
Total Original Value	168390	87.5	168390	87.5
Accum. Accus. Depreciation	0	0.0	0	0.0
Property & Equipment Net Value	168390	87.5	168390	87.5
Organizational Expense - Net	0	0.0	0	0.0
Leasehold Improvements - Net	0	0.0	0	0.0
Patents/Marks/Copyrights - Net	0	0.0	0	0.0
Goodwill Purchased - Net	0	0.0	0	0.0
Security Deposits	0	0.0	0	0.0
Long Term Investments	0	0.0	0	0.0
Total Fixed Assets	168390	87.5	168390	87.5
Total ASSETS	192425	100.0	192425	100.0


 DEAN S. KEIL, PRES.

11/6/98
 DATE

COMPLETE CONTROL TECHNOLOGIES
 STATEMENT OF OPERATIONS
 FOR 08 MONTHS ENDING 08/31/98
 UNAUDITED

Description	Balance Year/Date	Balance Year/Date
REVENUES		
Sales:		
Sales Department 001	18079 100.0	18079 100.0
Sales Department 002		
Total Sales	18079 100.0	18079 100.0
Fees:		
Fees Department 001		
Fees Department 002		
Total Fees	0 0.0	0 0.0
Other Revenues:		
Other Trade Revenues		
Total REVENUES	18079 100.0	18079 100.0
COST OF GOODS SOLD		
Cost of Goods Sold:		
COGS-Dept 001	3848 21.3	3848 21.3
COGS-Dept 002		
Total Direct COGS	3848 21.3	3848 21.3
Purchasing Costs		
Total COST OF GOODS SOLD	3848 21.3	3848 21.3
GROSS PROFIT (LOSS)	14231 78.7	14231 78.7
GENERAL & ADMINISTRATIVE EXPENSES		
General & Admin. Expenses		
Marketing Expense	200 1.1	200 1.1
Total EXPENSES	2865 21.4	2865 21.4
Net Income from Operations	10366 57.3	10366 57.3
OTHER INCOME AND EXPENSE		
Other Income:		
Financial Revenues		
Other Non-Trade Revenues		
Total Other Income	0 0.0	0 0.0
Other Expenses:		
Financial Expenses	679 3.8	679 3.8
Net Other Income - Expense	-679 -3.8	-679 -3.8
NET INCOME		
Net Income	9687 53.5	9687 53.5

[Handwritten Signature]
 Partial

.....
 Description Balance Balance
 Year/Date Year/Date

GENERAL & ADMINISTRATIVE
 EXPENSES

(Detail per Account)

Automobile & Truck				
Payroll				
Maintenance				
Depreciation				
Amortization				
Leases				
Insurance				
Travel	200	1.1	200	1.1
Meals				
Entertainment				
Shipping	45	0.3	45	0.3
Rail/Postage				
Phone	1516	8.4	1516	8.4
Utilities	496	2.7	496	2.7
Legal Fees				
Accounting Fees				
Other Professional Fees				
Office Supplies	747	4.1	747	4.1
Donations				
Licenses/Permits				
Taxes-Other				
Income Tax				
Memberships/Dues/Subscrip.				
Contract Labor	661	3.7	661	3.7
Bad Debt Reserve				
Rent				
Other General Expenses Total				

Total General & Administrative Expenses	3665	20.3	3665	20.3

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 Initial

STATEMENT OF OPERATIONS
 FOR 03 MONTHS ENDING 08/31/36
 UNAUDITED

.....
 Description Balance Balance
 Year/Date Year/Date

MARKETING EXPENSES

(Detail per Account)

Advertising				
Promotions				
Public Relations				
Marketing Research				
Trade Shows/Exhibitions				
Commissions	200	1.1	200	1.1
Customer Relations				
Mailing List				
Co-operative Advertising				
Shipping				
Hall/Postage				
Other Marketing Cost				

Total Marketing Cost	200	1.1	200	1.1

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 United

 Description Balance Balance
 Year/Date Year/Date

LIABILITIES AND EQUITY

Short Term Liabilities

Accounts Payable - Trade	0	0.0	0	0.0
Accrued Payable	0	0.0	0	0.0
Notes Payable	0	0.0	0	0.0
Taxes Payable	0	0.0	0	0.0
Other Payroll Payables	0	0.0	0	0.0
Dividends Payable	0	0.0	0	0.0
Others Payable	0	0.0	0	0.0
<hr/>				
Total Short Term Liabilities	0	0.0	0	0.0

Long Term & Other Liabilities

Mortgage Payable	0	0.0	0	0.0
Notes Payable	0	0.0	0	0.0
Due Stockholders	54377	29.8	54377	29.8
Other Long Term Payable	0	0.0	0	0.0
Deferred Liability	0	0.0	0	0.0
<hr/>				
Total Long Term & Other Liab.	54377	29.8	54377	29.8
<hr/>				
Total LIABILITIES	54377	29.8	54377	29.8

EQUITY

Capital Stock	128109	70.3	128109	70.3
Retained Earnings	0	0.0	0	0.0
Current Earnings	-157	-0.1	-157	-0.1
<hr/>				
Total EQUITY	127952	70.2	127952	70.2
<hr/>				
Total LIABILITIES + EQUITY	182329	100.0	182329	100.0

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 INITIAL

COMPLETE CONTROL TECHNOLOGIES
 STATEMENT OF OPERATIONS
 FOR 9 MONTHS ENDING 12/31/97
 UNAUDITED

 Description Balance Balance
 Year/Date Year/Date

GENERAL & ADMINISTRATIVE
 EXPENSES

(Detail per Account)

Automobile & Truck	196	1.3	196	1.3
Payroll				
Maintenance				
Depreciation				
Amortization				
Leases				
Insurance				
Travel	501	3.3	501	3.3
Meals				
Entertainment	1009	6.7	1009	6.7
Shipping	1123	7.4	1123	7.4
Nail/Postage	62	0.4	62	0.4
Phone	3067	20.3	3067	20.3
Utilities	435	2.9	435	2.9
Legal Fees				
Accounting Fees				
Other Professional Fees				
Office Supplies	2273	15.1	2273	15.1
Donations				
Licenses/Permits	169	1.1	169	1.1
Taxes-Other				
Income Tax				
Memberships/Dues/Subscrip.	500	3.3	500	3.3
Contract Labor	2664	17.6	2664	17.6
Bad Debt Reserve				
Rent				
Other General Expenses Total				
<hr/>				
Total General & Administrative Expenses	12003	79.5	12003	79.5

[Handwritten Signature]
 Initial

EXHIBIT 2

WIGGINS & VILLACORTA, P.A.
ATTORNEYS AT LAW

POST OFFICE DRAWER 1657
TALLAHASSEE, FLORIDA 32302

2145 DELTA BOULEVARD, SUITE 200
TALLAHASSEE, FLORIDA 32303

TELEPHONE (850) 388-6007
FACSIMILE (850) 388-6008
INTERNET: wiggvill@netally.com

DEPOSIT DATE
D039 **DEC 02 1998**

December 1, 1998

VIA HAND DELIVERY

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

981783-TX

Re: AirTIME Technologies, Inc.

Dear Commission:

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WIGGINS & VILLACORTA, P.A.
POST OFFICE DRAWER 1657
TALLAHASSEE, FL 32302-1657
PHONE (850) 388-6007



TALLAHASSEE, FLORIDA

09836

12/1/98

PAY TO THE ORDER OF

FL. Public Service Commission

\$ 250.00

Two Hundred Fifty and 00/100

DOLLARS

FL. Public Service Commission
Capital Circle Office Center
2540 Shumard Oak Blvd.
Tallahassee, FL 32399-0850

MEMO

AirTime Technologies