

**MAXWELL, BAKER & McFATRIDGE, P.C.**

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LEAGUE CITY, TEXAS 77573

KYLE L. DICKSON  
Shareholder  
kdickson@maxwellbaker.com

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June 8, 2000

**VIA FEDERAL EXPRESS**

Florida Public Service Commission  
Secretary  
2540 Shumard Oak Boulevard  
Tallahassee, Florida 32399-0866

000714 - TX

ORIGINAL  
RECORDED AND  
REPORTING  
JUN 14 AM 10:43  
RECEIVED-FPSC

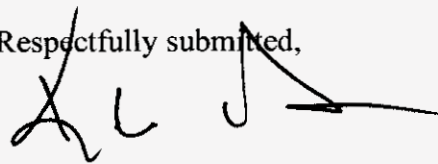
Re: *Application of C2C Fiber of Florida, Inc., for Authority to Provide Alternative Local Exchange Service Within the State of Florida.*

Dear Sir or Madam:

Enclosed herewith for filing on behalf of *C2C Fiber of Florida, Inc.*, please find an original and six (6) copies of its Application for Authority to Provide Alternative Local Exchange Services within the State of Florida. Also, please find a check in the amount of \$250.00 made payable to the Florida Public Service Commission to cover filing fees.

Please date-stamp the extra copy and return to the undersigned in the self-addressed stamped envelope provided. If you have any questions, please contact me at (281) 850-2141.

Respectfully submitted,



Kyle L. Dickson

Received  
FPSC-BUREAU OF RECORDS

**Enclosures**

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This claim of confidentiality was filed by or on behalf of a "telco" for Confidential DN 07284-00. The document is in locked storage pending advice on handling. To access the material, your name must be on the CASR. If undocketed, your division director must obtain written EXD/Tech permission before you can access it.

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:  
KL

DOCUMENT NUMBER-DATE  
07280 JUN 14 8  
FPSC-RECORDS/REPORTING

MAIL ROOM  
JUN 14 AM 9 55

APPLICATION

060714-~~7~~  
ORIGINAL

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

- Original certificate** (new company).
- Approval of transfer of existing certificate:** Example, a non-certificated company purchases an existing company and desires to retain the original certificate of authority.
- Approval of assignment of existing certificate:** Example, a certificated company purchases an existing company and desires to retain the certificate of authority of that company.
- Approval of transfer of control:** Example, a company purchases 51% of a certificated company. The Commission must approve the new controlling entity.

2. Name of company:

C2C Fiber of Florida, Inc.

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

C2C Fiber of Florida, Inc.

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4. Official mailing address (including street name & number, post office box, city, state, zip code):

5600 Northwest Central Drive, Suite 175

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Houston, Texas 77092

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

1200 South Pine Island Road

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Plantation, Florida 33324

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(305) 473-5503

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6. Structure of organization:

- Individual                       Corporation  
 Foreign Corporation    Foreign Partnership  
 General Partnership    Limited Partnership  
 Other \_\_\_\_\_

7. **If individual**, provide:

Name: \_\_\_\_\_

Title: \_\_\_\_\_

Address: \_\_\_\_\_

City/State/Zip: \_\_\_\_\_

Telephone No.: \_\_\_\_\_ Fax No.: \_\_\_\_\_

Internet E-Mail Address: \_\_\_\_\_

Internet Website Address: \_\_\_\_\_

8. **If incorporated in Florida**, provide proof of authority to operate in Florida:

- (a) **The Florida Secretary of State corporate registration number:**

\_\_\_\_\_

9. **If foreign corporation**, provide proof of authority to operate in Florida:

- (a) **The Florida Secretary of State corporate registration number:**

See Attached.

\_\_\_\_\_

10. **If using fictitious name-d/b/a**, provide proof of compliance with fictitious name statute (Chapter 865.09, FS) to operate in Florida:

- (a) **The Florida Secretary of State fictitious name registration number:**

\_\_\_\_\_

11. **If a limited liability partnership**, provide proof of registration to operate in Florida:

(a) **The Florida Secretary of State registration number:**

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12. **If a partnership**, provide name, title and address of all partners and a copy of the partnership agreement.

**Name:** \_\_\_\_\_

**Title:** \_\_\_\_\_

**Address:** \_\_\_\_\_

**City/State/Zip:** \_\_\_\_\_

**Telephone No.:** \_\_\_\_\_ **Fax No.:** \_\_\_\_\_

**Internet E-Mail Address:** \_\_\_\_\_

**Internet Website Address:** \_\_\_\_\_

13. **If a foreign limited partnership**, provide proof of compliance with the foreign limited partnership statute (Chapter 620.169, FS), if applicable.

(a) **The Florida registration number:** \_\_\_\_\_

14. Provide **F.E.I. Number**(if applicable): \_\_\_\_\_ N/A

15. Indicate if any of the officers, directors, or any of the ten largest stockholders have previously been:

(a) **adjudged bankrupt, mentally incompetent, or found guilty of any felony or of any crime, or whether such actions may result from pending proceedings. Provide explanation.**

N/A

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(b) an 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.

N/A

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16. Who will serve as liaison to the Commission with regard to the following?

(a) The application:

**Name:** Kyle L. Dickson

**Title:** Vice President & General Counsel

**Address:** 5600 Northwest Central Drive, Suite 175

**City/State/Zip:** Houston, Tx 77092

**Telephone No.:** (713) 580-4053 **Fax No.:** (713) 580-4060

**Internet E-Mail Address:** kdickson@c2cfiber.com

**Internet Website Address:**

(b) Official point of contact for the ongoing operations of the company:

**Name:** Peter Tesarek

**Title:** Vice President, CFO

**Address:** 5600 Northwest Central Drive, Suite 175

**City/State/Zip:** Houston, Tx 77092

**Telephone No.:** (713) 580-4053 **Fax No.:** (713) 580-4060

**Internet E-Mail Address:** ptesarek@c2cfiber.com

**Internet Website Address:** \_\_\_\_\_

(c) **Complaints/Inquiries from customers:**

**Name:** Kyle L. Dickson

**Title:** Vice President & General Counsel

**Address:** 5600 Northwest Central Drive, Suite 175

**City/State/Zip:** Houston, Tx 77092

**Telephone No.:** (713) 580-4053 **Fax No.:** (713) 580-4060

**Internet E-Mail Address:** kdickson@c2cfiber.com

**Internet Website Address:** \_\_\_\_\_

17. **List the states in which the applicant:**

(a) **has operated as an alternative local exchange company.**

Louisiana Massachusetts and Texas

(b) **has applications pending to be certificated as an alternative local exchange company.**

Michigan

(c) **is certificated to operate as an alternative local exchange company.**

- (d) has been denied authority to operate as an alternative local exchange company and the circumstances involved.

N/A

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- (e) has had regulatory penalties imposed for violations of telecommunications statutes and the circumstances involved.

N/A

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- (f) has been involved in civil court proceedings with an interexchange carrier, local exchange company or other telecommunications entity, and the circumstances involved.

N/A

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18. Submit the following:

A. Financial capability.

The application **should contain** the applicant's audited financial statements for the most recent 3 years. If the applicant does not have audited financial statements, it shall so be stated.

The unaudited financial statements should be signed by the applicant's chief executive officer and chief financial officer **affirming that the financial statements are true and correct** and should include:

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

**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.*

Further, the following (which includes supporting documentation) should be provided:

1. **written explanation** that the applicant has sufficient financial capability to provide the requested service in the geographic area proposed to be served.
  2. **written explanation** that the applicant has sufficient financial capability to maintain the requested service.
  3. **written explanation** that the applicant has sufficient financial capability to meet its lease or ownership obligations.
- B. Managerial capability: give resumes of employees/officers of the company that would indicate sufficient managerial experiences of each.
- C. Technical capability: give resumes of employees/officers of the company that would indicate sufficient technical experiences or indicate what company has been contracted to conduct technical maintenance.

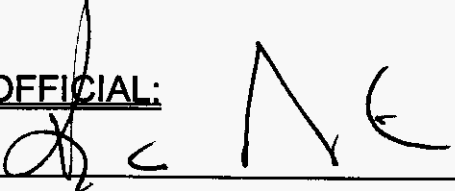


**\*\* APPLICANT ACKNOWLEDGMENT STATEMENT \*\***

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 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:** I understand that a non-refundable application fee of \$250.00 must be submitted with the application.

UTILITY OFFICIAL:

Signature

  
Kyle L. Dickson

Date

6/2/00

Vice President & General Counsel

(713) 580-4053

Title

5600 Northwest Central Drive, Suite 175

Telephone No.  
(713) 580-4060

Address:

Houston, Tx 77092

Fax No.

**ATTACHMENTS:**

- A - CERTIFICATE SALE, TRANSFER, OR ASSIGNMENT STATEMENT
- B - INTRASTATE NETWORK
- C - AFFIDAVIT

**CERTIFICATE SALE, TRANSFER, OR ASSIGNMENT STATEMENT**

I, (Name) \_\_\_\_\_,

(Title) \_\_\_\_\_ of (Name of Company)

\_\_\_\_\_ and current holder of Florida Public Service Commission Certificate Number # \_\_\_\_\_

\_\_\_\_\_, have reviewed this application and join in the petitioner's request for  
a:

- ( ) sale
- ( ) transfer
- ( ) assignment

of the above-mentioned certificate.

**UTILITY OFFICIAL:**

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Date

\_\_\_\_\_  
Title

\_\_\_\_\_  
Telephone No.

Address: \_\_\_\_\_

\_\_\_\_\_  
Fax No.

**INTRASTATE NETWORK (if available)**

Chapter 25-24.825 (5), Florida Administrative Code, requires the company to make available to staff the alternative local exchange service areas only upon request.

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

1) _____	2) _____
_____	_____
3) _____	4) _____
_____	_____

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

1) _____	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.**


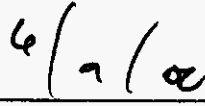
<u>POP-to-POP</u>	<u>OWNERSHIP</u>
1) _____	_____
2) _____	_____
3) _____	_____
4) _____	_____

**AFFIDAVIT**

By my signature below, I, the undersigned officer, attest to the accuracy of the information contained in this application and attached documents and that the applicant has the technical expertise, managerial ability, and financial capability to provide alternative local exchange company service in the State of Florida. I have read the foregoing and declare that, to the best of my knowledge and belief, the information is true and correct. I attest that I have the authority to sign on behalf of my company and agree to comply, now and in the future, with all applicable Commission rules and orders.

**Further, I am aware that, pursuant to Chapter 837.06, Florida Statutes, "Whoever knowingly makes a false statement in writing with the intent to mislead a public servant in the performance of his official duty shall be guilty of a misdemeanor of the second degree, punishable as provided in s. 775.082 and s. 775.083."**

UTILITY OFFICIAL:

		
Signature	Kyle L. Dickson	Date
	Vice President & General Counsel	(713) 580-4053
Title		Telephone No.
Address:	5600 Northwest Central Drive, Suite 175	(713) 580-4060
	Houston, Tx 77092	Fax No.

**FLORIDA DEPARTMENT OF STATE****Katherine Harris  
Secretary of State**

June 12, 2000

**CT CORPORATION SYSTEM****TALLAHASSEE, FL**

Qualification documents for C2C FIBER OF FLORIDA, INC. were filed on June 12, 2000 and assigned document number F0000003337. 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.

A corporation annual report/uniform business 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) 487-6051, the Foreign Qualification/Tax Lien Section.

**Buck Kohr  
Corporate Specialist  
Division of Corporations**

Letter Number: 800A00033545

### APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
JUN 12 PM 4:36

1. C2C Fiber of Florida, Inc.  
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware 3. Applied for  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. June 2, 2000 5. perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. upon filing  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 5600 N. W. Central Dr., Ste. 175  
Houston, TX 77092-2034  
(Current mailing address)

8. Telecommunication services  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)  
Name: CT Corporation System  
Office Address: 1200 South Pine Island Road  
Plantation, Florida, 33324  
(Zip code)

10. Registered agent's acceptance:  
*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*  
CT Corporation System

Victor Alfano  
(Registered agent's signature) **VICTOR ALFANO**  
**ASSISTANT SECRETARY**

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: (Street address ONLY - P.O. Box NOT acceptable)

FILED STATE  
SECRETARY OF CORPORATIONS  
00 JUN 12 PM 4:36

**A. DIRECTORS (Street address only - P.O. Box NOT acceptable)**

Chairman: See attached list

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

**B. OFFICERS (Street address only - P.O. Box NOT acceptable)**

President: \_\_\_\_\_

Address: \_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

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

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

14. VP KYLE NICKSON  
(Typed or printed name and capacity of person signing application)

**C2C FIBER, INC.  
OFFICERS & DIRECTORS**

NAME	POSITION
Brady J. McConaty	CEO, President and Director
Peter B. Tesarek	CFO, Vice President and Director
Kyle L. Dickson	Vice President - Network Services, General
Randy B. Cheek	Manager of Engineering
Greg Varisco	Manager of Project Development
Lyle F. Mowery	Manager of Construction
Lisa Marshall	Manager of Sales and Marketing

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 JUN 12  
PM 4:36

Address for all:

5600 N.W. Central Dr.  
Suite 175  
Houston, TX 77092-2034



## ***C2C FIBER, INC.***

### **KEY PERSONNEL SUMMARIES**

#### ***Brady McConaty, President***

Mr. McConaty is president and founder of C2C Fiber, Inc. Mr. McConaty brings nearly 20 years of Fortune 500 corporate experience to the telecommunications industry. As part of the management team of Tenneco, Inc., an \$18 billion, multi-national conglomerate, he served in a variety of management and technical positions within its energy units. He also was one of the first in Tenneco's executive ranks to develop and lead the company's commercial activities following Federal deregulation of the natural gas transmission industry.

As director of commercial operations for Tenneco's energy unit from 1995 through 1997, McConaty initiated a business unit to develop and market a fiber optic cable system along the company's 18,000 mile gas pipeline network. It was this experience that served as the catalyst for the creation of C2C Fiber, Inc. He also successfully led an initiative that generated \$20 million from the marketing of part of Tenneco's microwave system.

A seasoned manager, McConaty has managed diverse technical, administrative and support staffs. He was active in the restructuring of various operational and marketing functions during the pipeline industry's transition to a more competitive, less-regulated environment. He has held profit-and-loss responsibility for major energy projects, including a \$400 million offshore production field, a \$63 million Alaskan exploration well and a gas production field in South Louisiana.

McConaty holds a Bachelor of Science degree in Petroleum Engineering from the Colorado School of Mines in Bolder. He and his wife, Sandra, are avid supporters of many community organizations, including Sheltering Arms, Center for the Retarded and Stehlin Cancer Research Foundation.

#### ***Peter Tesarek, Chief Financial Officer***

Mr. Tesarek is the chief financial officer and a founder of C2C Fiber, Inc. With more than 13 years of experience in financial management, business development and strategic analysis, Tesarek has developed and implemented commercial enterprises across a range of industries.

Most recently, Mr. Tesarek was Director of Business and Strategy Development for El Paso Energy (formerly Tenneco Energy). Responsibilities included developing and implementing strategies to enter new commercial markets, outside the traditional pipeline business.

Tesarek led the acquisition and subsequent oversight of an offshore facility management company, developed and participated in a joint venture with a construction company, and initiated and managed a new business opportunity to provide technical services to the national energy company in Mexico (Pemex). Mr. Tesarek successfully started businesses with annual revenue totaling \$30 million.

Mr. Tesarek negotiated terms of acquisitions or other strategic moves, determined acquisition/transaction structure and managed due diligence efforts and post-acquisition integration. He advised newly formed Board of Directors on all matters and monitored financial and operating performance of affiliates.

Prior to El Paso, Mr. Tesarek was a manager with Deloitte & Touche Management Consulting in New York City. Highlights of his five years and more than twenty client engagements include: creating a post-acquisition marketing and operational plan for a media company; developing a turnaround strategy for a major sporting goods chain; and advising an international energy company on improving business processes to enhance cash flow.

Mr. Tesarek's background also includes experience as a Treasury Analyst with Exxon Corporation and as a Production Engineer with British Petroleum. Mr. Tesarek earned an MBA in Finance from Columbia Business School in New York City and a BS in Chemical Engineering from Rice University in Houston.

### ***Anthony Stucky, Director of Operations***

Mr. Stucky brings twenty years of telecommunications experience to C2C. For over ten years, he was a communications systems chief with the United States Army. Through his experience in the armed forces he gained intimate familiarity with many types of telecommunications equipment including wireless.

After an honorable discharge from the military, he joined Warner Cable. Mr. Stucky had first line responsibility for over 100 square miles of fiber network within the greater Houston area. He is a member of SCTE on the local and national level and is certified by Nortel. Mr. Stucky received a degree from the Cleveland Institute of Electronics and numerous certifications from the U.S. Army.