

FLORIDA PUBLIC SERVICE COMMISSION

DIVISION OF COMPETITIVE MARKETS AND ENFORCEMENT

APPLICATION FORM

for

AUTHORITY TO PROVIDE COMPETITIVE LOCAL EXCHANGE TELECOMMUNICATIONS COMPANY SERVICE WITHIN THE STATE OF FLORIDA

Instructions

- A. This form is used as an application for an original certificate and for approval of sale, assignment or transfer of an existing certificate. In the case of a sale, assignment or transfer, the information provided shall be for the purchaser, assignee or transferee (See Page 8).
- B. Print or type all responses to each item requested in the application. If an item is not applicable, please explain.
- C. Use a separate sheet for each answer which will not fit the allotted space.
- D. Once completed, submit the original and two (2) copies of this form along with a nonrefundable application fee of **\$400.00** to:

Florida Public Service Commission Division of the Commission Clerk and Administrative Services 2540 Shumard Oak Blvd. Tallahassee, Florida 32399-0850 (850) 413-6770

- E. A filing fee of **\$400.00** is required for the sale, assignment or transfer of an existing certificate to another company (Chapter 25-24.815, F.A.C.).
- F. If you have questions about completing the form, contact:

СОМ	Florida Public Service Commission	
ECR	Division of Competitive Markets and	1 Enforcement
GCL	2540 Shumard Oak Blvd.	
OPC	Tallahassee, Florida 32399-0850	
RCP	(850) 413-6600	
SSC		
SGA		
ADM		
CLA Req	RM PSC/CMP-8 (01/06) uired by Commission Rule Nos. 25-24.810,	Note: To using you
ând	25-24.815	to naviga

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

Original certificate (new company).

Approval of transfer of existing certificate: <u>Example</u>, a non-certificated company purchases an existing company and desires to retain the original certificate of authority rather that apply for a new certificate.

Approval of assignment of existing Certificate: Example, a certificated company purchases an existing company and desires to retain the existing certificate of authority and tariff.

- 2. Name of company: NET TALK.COM, INC.
- 3. Name under which applicant will do business (fictitious name, etc.):

n/a

4. Official mailing address:

Street/Post Office Box: 1100 NW 163rd Drive Ste. 3 City: North Miami State: Florida Zip: 33169

5. Florida address:

Street/Post Office Box: 1100 NW 163rd Drive Ste. 3 City: North Miami State: Florida Zip: 33169

6. Structure of organization:



Individual Foreign Corporation General Partnership Other.

X	
H	

Corporation Foreign Partnership Limited Partnership

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7. If individual, provide:

Name: n/a
Title:
Street/Post Office Box:
City:
State:
Zip:
Telephone No.:
Fax No.:
E-Mail Address:
Website Address:

- 8. <u>If incorporated in Florida</u>, provide proof of authority to operate in Florida. The Florida Secretary of State corporate registration number is: P06000061539
- 9. <u>If foreign corporation</u>, provide proof of authority to operate in Florida. The Florida Secretary of State corporate registration number is: n/a
- **10.** <u>If using fictitious name (d/b/a)</u>, provide proof of compliance with fictitious name statute (Chapter 865.09, FS) to operate in Florida. The Florida Secretary of State fictitious name registration number is: n/a
- **11.** <u>If a limited liability partnership</u>, please proof of registration to operate in Florida. The Florida Secretary of State registration number is: n/a
- 12. <u>If a partnership</u>, provide name, title and address of all partners and a copy of the partnership agreement.

Name: n/a
Title:
Street/Post Office Box:
City:
State:
Zip:
Telephone No.:
Fax No.:
E-Mail Address:
Website Address:

13. <u>If a foreign limited partnership, provide proof of compliance with the foreign limited partnership statute (Chapter 620.169, FS), if applicable. The Florida registration number is: n/a</u>

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14. Provide F.E.I. Number(if applicable): 204830633

- 15. Who will serve as liaison to the Commission in regard to the following?
 - (a) The application:

Name: Nick Kyriakides Title: Marketing & Business Developemnt Street name & number: 1100 NW 163rd Drive Ste. 3 Post office box: n/a City: North Miami State: Florida Zip: 33169 Telephone No.: 305-621-1200 Fax No.: 305-621-1201 E-Mail Address: nick@nettalk.com Website Address: www.nettalk.com

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

Name: Kenneth Hosfeld Title: Executive Vice President Street name & number: 1100 NW 163rd Drive Ste. 3 Post office box: n/a City: North Miami State: Florida Zip: 33169 Telephone No.: 305-621-1200 Fax No.: 305-621-1201 E-Mail Address: kenneth.hosfeld@nettalk.com Website Address: www.nettalk.com

(c) Complaints/Inquiries from customers:

Name: Nick kyriakides Title: Marketing & Business Development Street/Post Office Box: 1100 NW 163rd Drive Ste. 3 City: North Miami State: Florida Zip: 33169 Telephone No.: 305-621-1200 Fax No.: 305-621-1201 E-Mail Address: nick@nettalk.com Website Address: www.nettalk.com

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16. List the states in which the applicant:

(a) has operated as a Competitive Local Exchange Telecommunications Company.

Operated in Florida but Interlink Global Corp. (TX852) had no customers, NET TALK.COM, INC is the new corporation, receiving the transfer and hasn't operated as a CLEC

(b) has applications pending to be certificated as a Competitive Local Exchange Telecommunications Company.

no

(c) is certificated to operate as a Competitive Local Exchange Telecommunications Company.

Interlink Global Corp. (TX852) is a CLEC and NET TALK.COM INC. is requesting transfer of their certificate

(d) has been denied authority to operate as a Competitive Local Exchange Telecommunications Company and the circumstances involved.

no

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

Docket No. 070351-TX was settled satisfactorily and the company continues in good standing.

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

no

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

(a) adjudged bankrupt, mentally incompetent (and not had his or her competency restored), or found guilty of any felony or of any crime, or whether such actions may result from pending proceedings. If so, <u>provide explanation</u>.

n/a

(b) granted or denied a competitive local exchange certificate in the State of Florida (this includes active and canceled competitive local exchange certificates). If yes, provide explanation and list the certificate holder and certificate number.

Interlink Global Corp. was granted a CLEC certificate

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

Interlink Global officers are the same as NET TALK.COM, INC.

18. Submit the following:

(a) <u>Managerial capability:</u> resumes of employees/officers of the company that would indicate sufficient managerial experiences of each.

(b) <u>Technical capability</u>: resumes of employees/officers of the company that would indicate sufficient technical experiences or indicate what company has been contracted to conduct technical maintenance.

- (c) <u>Financial Capability</u>: applicant's audited financial statements for the most recent three (3) years. If the applicant does not have audited financial statements, it shall so be stated. 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.

THIS PAGE MUST BE COMPLETED AND SIGNED

REGULATORY ASSESSMENT FEE: I understand that all telephone companies must pay a regulatory assessment fee. Regardless of the gross operating revenue of a company, a minimum annual assessment fee, as defined by the Commission, is required.

RECEIPT AND UNDERSTANDING OF RULES: I acknowledge receipt and understanding of the Florida Public Service Commission's rules and orders relating to the provisioning of competitive local exchange telecommunications company (CLEC) service in Florida.

APPLICANT ACKNOWLEDGEMENT: 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 competitive local exchange telecommunications 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."

Company Owner or Officer

Print Name: Anastasios Kyriakides Title: President & CEO Telephone No.: 305-621-1200 E-Mail Address: ouzo50@abl.com

Signature

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CERTIFICATE SALE, TRANSFER, OR ASSIGNMENT STATEMENT

As current holder of Florida Public Service Commission Certificate Number 8602, I have reviewed this application and join in the petitioner's request for a

_ sale

🛛 transfer

assignment

of the certificate.

Company Owner or Officer

Print Name: Anastasios Kyriakides Title: President & CEO Street/Post Office Box: 1100 NW 163rd Drive Ste. 3 City: North Miami State: Florida Zip: 33169 Telephone No.: 305-621-1200 Fax No.: 305-621-1201 E-Mail Address: ouzo50@aol.com

Signature:

09 Date:

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NET TALK.COM, INC. Management Team

MANGERIAL CAPABILTY

Anastasios N. Kyriakides is President and CEO. Mr. Kyriakides received a Bachelor of Science degree in business from Florida International University in 1975; in 1977, he received a degree in investment banking from the American Institute of Banking. From 1979 to the present, Mr. Kyriakides has consulted for numerous companies in the areas of shipping, travel, banking, and electronics. His cruise ship career started with Carnival Cruise line out of the Port of Miami, and continued to a successful start up with Tropicana Cruises; one of the first gaming ships out of the Port of Miami. In 1994, Mr. Kyriakides became the Chairman of Montgomery Ward Travel, a company created to provide full travel services to eight million Montgomery Ward customers and credit card holders; he served in this capacity from 1994 to 1996. Mr. Kyriakides had previously organized the successful start-up of Seawind Cruise Line in 1990; there, he was the founder, and later, the Chairman, CEO, and Secretary until 1994. In 1984 Mr. Kyriakides founded Regency Cruise Line, the world's first publicly traded company in passenger shipping, and served as its Chairman and Secretary until 1987. In 1983, Mr. Kyriakides founded the Mylex Corporation to develop and produce the world's first hand-held optical scanner and VGA card for personal computers. As the President and Chairman, Mr. Kyriakides guided Mylex from its beginning as a private company to its becoming a public company traded on the NASDAQ under the stock symbol MYLX until it was acquired as a wholly owned subsidiary of IBM (NYSE: IBM). In 1983, Mr. Kyriakides was the founder and Chairman of Tower Bank NA, a full service commercial bank, with three offices, headquartered in Dade County, Florida.

In 1980, Mr. Kyriakides, was the founder of Delcor Idustries of Hollywood, Florida, an electronics manufacturing facility, assembling OEM products for various electronics companies including IBM mainframe and cable division employing over 150 skilled employees. In 1979, he was the founder and Chairman of Lexicon Corporation, the worlds first hand held electronic language translator the LK3000 that translated into 12 different languages. This company, publicly traded on the NASDAQ, under the symbol LEXI, was ultimately acquired by Nixdorf Computers of Germany.

Kenneth Hosfeld is Executive Vice President. Kenneth has over twenty-two years of international sales, marketing, and business management experience in the telecommunications industry. Before co-founding NetExpress, he was the Regional Director of Brazil, the Andinos, and the Caribbean for Tellabs, Inc. He secured Tellabs' first "turn-key" contract (a complete, fully managed network deployment including all products and services and project financing). He opened Tellabs' offices in Brazil and regularly exceeded revenue targets. Prior to that, Kenneth was Vice President of Nera Latin America, a subsidiary of Nera Telecommunications (formerly ABB), with full P&L responsibility for the region. He opened offices throughout Latin America including Brazil, Colombia, Mexico, and Venezuela and additionally penetrated the Mexican and Chilean markets. Prior to Latin America, Kenneth was responsible for sales in Africa and in China. He speaks over six languages including fluent Spanish and Portuguese.

Nicolas Kyriakides is the Marketing Director. (Resume Attached) Nicholas received dual degrees in Finance and Multinational Business Operations from Florida State University and a Masters of Business Administration from Nova Southeastern University. In addition to his current marketing capacities at netTALK.com Inc., Nicholas also teaches Principles of Marketing at Miami Dade College School of Business. Nicholas is fluent in both English and Spanish.

Bill Rodriguez is the CFO. Bill's resume is attached.

TECHNICAL CAPABILITY

Leo Manzewitsch is the CTO. Leo has more than 18 years in the Telecommunications industry. Leo received a Master's in Electronics Engineering, from the University of Buenos Aires, Argentina in 1991 and previously received a degree in mechanics from the Argentinean National School of Technical Education, Buenos Aires in 1981. Before coming on board, Leo held positions sale support management at UT Starcom, Business Development Manager for STRATEKGY Telecom Solutions, Marketing Manager for Tellabs International in their South American market, and finally various positions at NEC Corporation ranging from new product engineering up to and including management of new product marketing.

Leo is fluent in both English and Spanish

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Guillermo (Bill) Rodriguez

5701 SW 196 Lane South West Ranches, FL 33332 Home Phone: 954 434 1416 Cell Phone: 954 303 3886 rodriguezbill@mac.com

PROFILE

Self motivated, honest, reliable and professionally skilled with extensive experience in Accounting, Business Administration and hands-on day to day operations.

EXPERIENCE

Controller/Financial Officer, Land Cellular Corporation - Oct. 2005 - March 1, 2007

-Responsible for day to day operations including GAAP Accounting, Financial Reporting, Inventory Control, Accounts Receivable (AR), Accounts Payable (AP), Human Resources (HR), Insurance/Risk Management, Bank Relationships, Sales Management, Budgets, Manufacturing/Cost Accounting for Sales and Distribution of wireless modems – sold Domestic and International.

Major Achievements – Implementation of Treasury Functions (i.c.: electronic payments and receipts, AR and AP monitoring, On Line banking, etc.)

- Setting up Accounting Policies and Procedures - GAAP.

Controller/Financial Officer; Brenner Real Estate Group - Feb. 1999 - Oct. 2005

- Responsible for day to day operations of Brenner Real Estate Group, a licensed Commercial Real Estate Broker and Property Management Company.

- Responsible for GAAP Accounting, Financial Operations and Financial Reporting of Managed Properties including CAM reconciliations, Mortgage Financing, Bank Relationships, Insurance/Risk Management, AR, AP, Human Resources, Budgets, Lease Management, conversion of Accounting Software, Year End Financial Reporting Packages – Audit and Tax and vendor selection – Preferred List of Vendors.

Major Achievements – Bringing in-house all client prepared work-papers for Annual Audit and Tax – Preparation from outside auditors.

- Set up Lease Abstract and Lease Management Functions.

Controller/Financial Officer; Primary Corporate Group(CSW Associates, Inc.)- Nov. 1993 – Feb 1999 Primary Corporate Group managed Commercial Buildings, owned three Century 21 Franchises, a Mortgage Company and Title Company.

- Responsible for day to day operations including GAAP Accounting, Financial Reporting, Budgets, AR, AP, Bank Reconciliations, Human Resources, Property Management, Escrow Account Reconciliations and Annual Audits and Year End Tax Packages.

CSW was a sub-contractor to FDIC/RTC on three large government contracts.

- Responsible for GAAP Financial Accounting and Reporting to FDIC/RTC and for selection and awarding contracts to sub-contractors – Minority Owned Business- (i.e.: Brokers, Environmental and Operating Contracts).

Major Achievements – Setting up selection and awarding contracts to sub-contractors in compliance with FDIC/RTC Guidelines for Minority Owned Businesses.

- Setting up Accounting Procedures to comply with RTC/FDIC Guidelines.

Guillermo (Bill) Rodriguez (cont.)

Auditor/Investigator, Federal Deposit Insurance Corporation FDIC/RTC - Sept. 1991-Nov.1993.

-Employed as Case Investigator and Auditor to review, audit and write up cases on failed Financial Institutions. Cases were written on Appraisals, Loan Approval, Loan Management and bank's practices and procedures. Claims were made on Error/Omissions Policies and Officers/Directors.

Major Achievement - Wrote up two cases on failed banks presented to FDIC attorneys for action.

Vice President Controller; Consolidated Bank, N.A. March 1986 - Sept. 1991

-Responsible for GAAP Accounting and Financial Reporting of Bank Holding Company and Subsidiaries including a major Bank with seven locations and a Data Processing Center.

- Functions included: consolidation and Reporting to FDIC and Federal Reserve Bank, Annual Budgets, Monthly Operational Meetings, Annual Audits and Year End Tax Reporting Package – client prepared work-papers.

- Assisted in operation of Other Real Estate Owned Department – "take-over" functions of foreclosed commercial properties – Hotels, Office Buildings, Shopping Centers, etc.

Major Achievements – Implementation of new GAAP Ruling on recognition of loan fees and cost. - Bringing in-house all client prepared work-papers for Annual Audit and Taxes.

Controller/Financial Officer: International Housing Ltd. Nov. 1981 - March 1986.

Nicholas Kyriakides

1030 Washington Street Hollywood, Florida 33019 • 561.329.3209 • nicholaskyriakides@gmail.com

PROFESSIONAL EXPERIENCE

AGORAZ.com LLC

Principal

- Founded and developed an internet application for a socially-driven marketplace .
- Development manager for business strategy and framework of the application in its entirety
- Solicited Adorno & Yoss LLP as minority partner and general company counsel
- Formulated partnership with Miami Dade College School of Computer and Engineering Technologies to provide back-end system . architecture, as well as, integrating project development process into the curriculum of current students
- Developed an overall project management strategy that provides maximum efficiency with minimal face-to-face interaction, based on • object oriented procedures and thorough systems logic

Interlink Global Corp.

Director of Business Development

- Traveled frequently to South America developing interconnection VoIP agreements •
- As project manager, developed Satellite Services business by providing connectivity to call centers in Guyana, Venezuela, and Colombia from the Interlink data center in Miami
- Acted as South American liaison between corporate office in Miami and wholly owned subsidiaries, New Global Telecom • Venezuela, S.A. and MetroIP Colombia, S.A. while living on location
- Prepared quarterly presentations of new business progress

Wings Bar and Grille Restaurant

General Manager

- Assisted owners in the start-up of an American restaurant
- Managed the day-to-day operations, planning, payroll and employment contracts
- Negotiated vendor pricing and developed additional revenue streams within the operation

Relevant Internships

College of Business, Florida State University - 2004 Merrill Lynch & Co. - 2002 American Strategic Insurance Corp. - 2001

PERSONAL PROFILE

Relevant Skills

- . Bilingual (English/Spanish), conversant in Greek and obtained meaningful work experience while traveling and working in other countries, also possessing dual citizenship (US/EU passports)
- Ability to interface with different levels of personnel and diverse groups as part of a team or project lead
- Detail and profit-oriented to establish effective scope management processes with strict regard for deadlines
- Proven ability to use quantitative and qualitative research to identify, analyze, repair and solve problems
- Technical skills include proficiency in the majority of all Windows offerings and the potential to master new programs
- Instructor; Principles of Marketing at Miami Dade College School of Business with an emphasis on market research

EDUCATION

Nova Southeastern University Master of Business Administration, GPA 3.86

Florida State University Bachelor of Science, Finance Bachelor of Science, Multinational Business Operations Ft. Lauderdale, FL March 2006

> Tallahassee, FL April 2005

Athens, Greece 2003-2004

Tallahassee, FL Tallahassee, FL St. Petersburg, FL

Present

Miami, FL

Miami, FL 2005-Present

State of Florida Department of State

I certify from the records of this office that NET TALK.COM, INC. is a corporation organized under the laws of the State of Florida, filed on May 1, 2006.

The document number of this corporation is P06000061539.

I further certify that said corporation has paid all fees due this office through December 31, 2008, that its most recent annual report was filed on September 11, 2008, and its status is active.

I further certify that said corporation has not filed Articles of Dissolution.

Given under my hand and the Great Seal of Florida, at Tallahassee, the Capital, this the Twelfth day of September, 2008

Secretary of State

Authentication ID: 000135805680-091208-P06000061539

To authenticate this certificate, visit the following site, enter this ID, and then follow the instructions displayed. https://efile.sunbiz.org/certauthver.html

