

**** FLORIDA PUBLIC SERVICE COMMISSION ****

DIVISION OF TELECOMMUNICATIONS
BUREAU OF CERTIFICATION AND SERVICE EVALUATION

**Application Form for Authority to Provide
Interexchange Telecommunications Service
Between Points Within the State of Florida**

ORIGINAL

000660-TI

Instructions

- ◆ This form is used as an application for an original certificate and for approval of assignment or transfer of an existing certificate. In the case of an assignment or transfer, the information provided shall be for the assignee or transferee (See Appendix A).
- ◆ Print or Type all responses to each item requested in the application and appendices. If an item is not applicable, please explain why.
- ◆ Use a separate sheet for each answer which will not fit the allotted space.
- ◆ 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 Records and Reporting
2540 Shumard Oak Blvd.
Tallahassee, Florida 32399-0850
(850) 413-6770**

Note: No filing fee is required for an assignment or transfer of an existing certificate to another certificated company.

- ◆ If you have questions about completing the form, contact:

**Florida Public Service Commission
Division of Telecommunications
Bureau of Certification and Service Evaluation
2540 Shumard Oak Blvd.
Tallahassee, Florida 32399-0850
(850) 413-6600**

00 MAY 30 PM 1:09
MAIL ROOM
RECEIVED
DIVISION OF RECORDS AND REPORTING

DOCUMENT NUMBER - DATE

06599 MAY 30 8

FPSC-RECORDS/REPORTING

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:
[Signature]

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

Original certificate (new company).

Approval of transfer of existing certificate:

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

Approval of assignment of existing certificate:

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 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:

RADIO COMMUNICATIONS CORPORATION

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

RCC

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

381 NORTH YORK ROAD

SUITE 25

ELMHURST, ILLINOIS 60126

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

RCC % CREATIVE ENGINEERING CONCEPTS, INC.

4450 EAST ADAMO DRIVE, SUITE 501, TAMPA, FLORIDA 33605

6. Select type of business your company will be conducting \checkmark (check all that apply):
- () **Facilities-based carrier** - company owns and operates or plans to own and operate telecommunications switches and transmission facilities in Florida.
 - (X) **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 resold service by enrolling unaffiliated customers.
 - () **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.

7. Structure of organization;

- | | |
|---|-------------------------|
| () Individual | () Corporation |
| (X) Foreign Corporation | () Foreign Partnership |
| () General Partnership | () Limited Partnership |
| (X) Other <u>ILLINOIS CORPORATION</u> | |

8. **If individual**, provide:

Name: _____

Title: _____

Address: _____

City/State/Zip: _____

Telephone No.: _____ Fax No.: _____

Internet E-Mail Address: _____

Internet Website Address: _____

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

(a) **The Florida Secretary of State Corporate Registration number:**

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

(a) **The Florida Secretary of State Corporate Registration number:**

F00000002626

11. **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:** _____

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

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

13. **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: _____

14. **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: _____

15. Provide **F.E.I. Number** (if applicable): 36-2668072

16. Provide the following (if applicable):

(a) Will the name of your company appear on the bill for your services?
() Yes () No

(b) If not, who will bill for your services?

Name: _____

Title: _____

Address: _____

City/State/Zip: _____

Telephone No.: _____ Fax No.: _____

(c) How is this information provided?

17. Who will receive the bills for your service?

(x) Residential Customers
() PATs providers
() Hotels & motels

(x) Business Customers
() PATs station end-users
() Hotel & motel guests

() Universities () Universities dormitory residents
() Other: (specify) _____

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

(a) The application:

Name: LEON PAUL KASS

Title: ENGINEERING DIRECTOR, CREATIVE ENGINEERING CONCEPTS, INC.

Address: 4450 EAST ADAMO DRIVE, SUITE 501

City/State/Zip: TAMPA, FLORIDA 33605

Telephone No.: 813-620-4270

Fax No.: 813-620-4285

Internet E-Mail Address: creative@cftnet.com

Internet Website Address: N/A

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

Name: ROBERT SHIELDS

Title: PRESIDENT, RCC RADIO COMMUNICATIONS CORPORATION

Address: 381 NORTH YORK ROAD, SUITE 25

City/State/Zip: ELMHURST, ILLINOIS 60126

Telephone No.: 630-832-0184

Fax No.: 630-279-2401

Internet E-Mail Address: rcc@enteract.com

Internet Website Address: N/A

(c) Complaints/Inquiries from customers:

Name: Patricia Both

Title: CUSTOMER SERVICE MANAGER

Address: 381 NORTH YORK ROAD, SUITE 25

City/State/Zip: ELMHURST, ILLINOIS 60126

Telephone No.: 800-769-7170
630-832-0184 **Fax No.:** 630-279-2401

Internet E-Mail Address: rcc@enteract.com

Internet Website Address: N/A

19. List the states in which the applicant:

(a) has operated as an interexchange telecommunications company.

NONE

(b) has applications pending to be certificated as an interexchange telecommunications company.

NONE

(c) is certificated to operate as an interexchange telecommunications company.

NONE

(d) has been denied authority to operate as an interexchange telecommunications company and the circumstances involved.

NONE

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

NONE

NONE

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

NONE

20. 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. If so, please explain.

NONE

- (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.

NONE

21. The applicant will provide the following interexchange carrier services \checkmark (check all that apply):

a. X **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

b. _____ **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

c. _____ **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

d. _____ **MTS for pay telephone service providers**

e. _____ **Block-of-time calling plan (Reach Out Florida, Ring America, etc.).**

f. _____ **800 service (toll free)**

g. _____ **WATS type service (bulk or volume discount)**

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

h. _____ **Private line services (Channel Services)
(For ex. 1.544 mbs., DS-3, etc.)**

i. _____ **Travel service**

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

j. _____ **900 service**

k. _____ **Operator services**

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

I. **Services included are:**

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

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

23. 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.*

RADIO COMMUNICATIONS CORPORATION

381 N. York Rd. Suite #25

Elmhurst IL 60126

Phone 630-832-0184 Fax 630-279-2401

E-Mail *ansnet@enteract.com*

SUPPORTING DOCUMENTATION FOR APPLICATION FOR 1XC/AOS APPLICATION.

1. Financial capability to serve Florida.

Applicant has sufficient cash reserves (see financial statements) to provide service.

2. Financial capability to maintain service.

Applicant has sufficient cash flow from service revenue and reserves to maintain service on an ongoing basis.

3. Financial capability to meet lease and ownership obligations.

Applicant has no medium or long term debt. The company is in an excellent position to finance its obligations in the future.

Management

Robert R. Shields, President of Radio Communications Corporation, "RCC".

Organized the company in 1968 and serves as its President. "RCC" received several license grants from the FCC for paging channels in late 1968 and filed with the "ICC" for authority to operate in parts of Northern Illinois. Authority was granted and "RCC" operated until the paging operation was sold in 1986.

In addition, Mr. Shields was an incorporator, stockholder and President of Metropolitan Mobile Telephone Company, an FCC licensee which was granted authority to construct and operate 24 mobile channels in the Chicago metropolitan area by the "ICC".

Metro Mobile voluntarily requested authority be withdrawn when with the advent of cellular services, the business could no longer be operated profitably.

Radio Communications Corporation presently holds a certificate of service authority from the State of Illinois and is authorized to provide public pay telephone services through the resale of local exchange and interexchange services from public locations.

Having operated three companies under authority granted by the "ICC", the applicant is thoroughly familiar with the regulatory process and its requirements.

Mr. Shields presently owns and operates three telephone answering services from Elmhurst, Illinois.

Joyce B. Shields, Vice President

Mrs. Shields has 24 years experience in communications, joining RCC when it was in the paging business.

Having worked many years in paging, including when it was a regulated industry, she is thoroughly familiar with its requirements. She presently serves as Director of Operations for "RCC" and is General Manager of answering service operations.

As such, she is in charge of all external functions, including computer operations, personnel, sales and customer service.

Technical Capability
Ronald Kritzman, Technical Consultant

While not an employee, Mr. Kritzman serves as an on call engineering consultant to "RCC".

Beginning in the 1970's as an engineer for Rogers Radio, the original cellular licensee in Chicago, Mr. Kritzman has had over 25 years experience working in radio, telephony and computers.

Mr. Kritzman's clients include telephone answering services, enhanced 911 services, local government agencies and paging companies.

All branch office technical maintenance is under the direct supervision of Mr. Kritzman and RCC's ability to provide enhanced services, prevent downtime and provide a high level of customer satisfaction is due in large part to Mr. Kritzman's expertise.

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

UTILITY OFFICIAL:

<u>Robert V. Sikes</u>	<u>5-15-00</u>
Signature	Date
<u>PRESIDENT</u>	<u>630-832-0184</u>
Title	Telephone No.
<u>Address: 381 NORTH YORK ROAD, SUITE 25</u>	<u>630-279-2401</u>
<u>ELMHURST, ILLINOIS 60126</u>	Fax No.

ATTACHMENTS:

- A - CERTIFICATE SALE, TRANSFER, OR ASSIGNMENT STATEMENT
- B - CUSTOMER DEPOSITS AND ADVANCE PAYMENTS
- C - CURRENT FLORIDA INTRASTATE NETWORK
- D - AFFIDAVIT

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

1. **A written explanation** that the applicant has sufficient financial capability to provide the requested service in the geographic area proposed to be served.
2. **A written explanation** that the applicant has sufficient financial capability to maintain the requested service.
3. **A 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.

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 provided in one of the following ways (applicant, please check one):

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

- () The applicant intends to collect deposits and/or advance payments for more than one month's service and will file and maintain a surety bond with the Commission in an amount equal to the current balance of deposits and advance payments in excess of one month.
(The bond must accompany the application.)

UTILITY OFFICIAL:

<u>Robert R. Jiralds</u>	<u>5-15-00</u>
Signature	Date
<u>PRESIDENT</u>	<u>630-832-0184</u>
Title	Telephone No.
Address: <u>381 NORTH YORK ROAD, SUITE 25</u>	<u>630-279-2401</u>
<u>ELMHURST, ILLINOIS 60126</u>	Fax No.

CERTIFICATE 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:

() transfer

() assignment

of the above-mentioned certificate.

UTILITY OFFICIAL:

Signature

Date

Title

Telephone No.

Address: _____

Fax No.

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:

	5-15-00
Signature	Date
PRESIDENT	630-832-0184
Title	Telephone No.
Address: 381 NORTH YORK ROAD, SUITE 25	630-279-2401
ELMHURST, ILLINOIS 60126	Fax No.

**** APPENDIX C ****

CURRENT FLORIDA INTRASTATE SERVICES

Applicant **has** () or **has not** (x) previously provided intrastate telecommunications in Florida.

If the answer is has, fully describe the following:

a) What services have been provided and when did these services begin?

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

UTILITY OFFICIAL:

<u>Robert R. Siders</u>	<u>5-15-00</u>
Signature	Date
<u>PRESIDENT</u>	<u>630-832-0184</u>
Title	Telephone No.
<u>Address: 381 NORTH YORK ROAD, SUITE 25</u>	<u>630-279-2401</u>
	Fax No.
<u>ELMHURST, ILLINOIS 60126</u>	



Hirsch Greenberg Accounting, Ltd.
381 N. York Rd., Suite 14
Elmhurst, IL 60126
(630) 530-5450 - Fax (630) 530-5471

April 3, 1999

To the Stockholders'
Radio Communications Corp.
381 N. York Rd.
Elmhurst, IL 60126

I have compiled the accompanying Balance Sheet of Radio Communications Corp. as of December 31, 1998, and the related Income Statement for the period then ended, in accordance with standards established by the American Institute of Certified Public accountants.

A compilation is limited to presenting in the form of financial statements, information that is the representation of management. I have not audited or reviewed the accompanying financial statements and accordingly, do not express an opinion or any other form of assurance on them.

Management has elected to omit substantially all of the disclosures ordinarily included in financial statements prepared on the income tax basis of accounting. If the omitted disclosures were included in the financial statements, they might influence the user's conclusions about Radio Communications Corp.'s assets, liabilities, equity, revenue, and expenses. Accordingly, these financial statements are not designed for those who are not informed about such matters.

Hirsch Greenberg Accounting, Ltd.

Robert R. Shields
President

12:03 pm

Balance Sheet

December 31, 1998

ASSETS

Current Assets:

CASH IN HARRIS BANK HUNTLEY	\$27,333.27
CASH IN BANK-MMF-VANGUARD	365,489.04
PETTY CASH	39.41
MARKETABLE SECURITIES	105,640.46
INVENTORY-PAGERS	2,324.15
INVENTORY-CALLING CARDS	10,271.31
ACCOUNT REC-ANSWER NETWORK	55,559.37
ACCOUNTS REC-SAN ANTONIO	25,226.64
PREPAID-FEDERAL INCOME TAX	5,962.27
PREPAID-STATE INCOME TAX	4,000.00
PREPAID EXPENSES	9,313.72

TOTAL Current Assets

\$611,159.64

Fixed Assets:

MACHINERY & EQUIPMENT	649,738.03
ACCUM DEP-MACH & EQUIP	(629,901.93)
FURNITURE & FIXTURES	30,467.01
ACCUM DEP-FURN & FIXTURES	(15,572.38)
TRANSPORTATION EQUIPMENT	47,201.73
ACCUM DEP-TRANS EQUIPMENT	(23,620.36)

TOTAL Fixed Assets

58,312.10

Other Assets:

ACCOUNTS PURCHASED	13,005.50
ACCUM AMORT-ACCTS PURCHASED	(2,593.92)
COVENANT NOT TO COMPETE	71,715.00
ACCUM AMORT-COVENENT	(71,531.34)
DEPOSIT RENT	3,638.81
GOODWILL	5,500.00
NOTE REC-RCC TUCSON	18,603.85
NOTE REC-ANSWER PHONES	10,709.87
NOTE REC-S.A. PAGING	152,979.01
NOTE REC-S.A.-ANSWERING SVC	4,172.73

TOTAL Other Assets

206,199.51

TOTAL ASSETS

\$875,671.25

LIABILITIES

See accountants' compilation report.

12:03 pm

Balance Sheet

December 31, 1998

Current Liabilities:

ACCOUNTS PAYABLE-TRADE	\$951.11
CUSTOMER DEPOSITS-ELMHURST	13,336.50
CUSTOMER DEPOSITS-SAN ANTONIO	7,486.10
ACCRUED FICA TAX	53,033.55
ACCRUED STATE W/T	2,967.35
ACCRUED FED & STATE U/C	(1,146.82)
ACCRUED SALARIES	13,669.89

TOTAL Current Liabilities

\$90,297.68

TOTAL LIABILITIES

90,297.68

CAPITAL

CAPITAL STOCK	8,000.00
RETAINED EARNINGS	713,687.10
Year-to-Date Earnings	63,686.47

TOTAL CAPITAL

785,373.57

TOTAL LIABILITIES & CAPITAL

\$875,671.25*See accountants' compilation report.*

12:12 pm

Income Statement - Consolidated

	1 Month Ended December 31, 1998		12 Months Ended December 31, 1998	
Income				
INCOME				
ANSWERING SERVICES	\$57,332.64	102.9%	\$718,591.46	105.0%
PAGER SERVICES	0.00	0.0%	(4,932.95)	-0.7%
LESS: RETURNS & ALLOWANCES	(1,639.66)	-2.9%	(29,389.04)	-4.3%
TOTAL TOTAL INCOME	55,692.98	100.0%	684,269.47	100.0%
TOTAL Income	55,692.98	100.0%	684,269.47	100.0%
Production Costs				
OPERATOR SALARIES				
REGULAR WAGES	15,131.59	27.2%	185,687.08	27.1%
OVERTIME	406.33	0.7%	10,027.61	1.5%
HOLIDAY PAY	803.53	1.4%	4,618.19	0.7%
VACATION PAY	852.83	1.5%	1,018.06	0.1%
SPECIAL RATE WAGES	490.46	0.9%	8,089.97	1.2%
TRAINING WAGES	568.75	1.0%	10,896.97	1.6%
SAP OPERATOR REIMBURSEMENT	0.00	0.0%	(13,573.73)	-2.0%
TOTAL OPERATOR SALARIES	18,253.49	32.8%	206,764.15	30.2%
TAS PRODUCTION COSTS				
TELEPHONE-TAS	10,040.52	18.0%	82,527.00	12.1%
REPAIR & MAINTENANCE-TAS	230.00	0.4%	2,817.20	0.4%
ADS FOR EMPLOYMENT	728.00	1.3%	11,307.30	1.7%
FREIGHT	69.75	0.1%	2,129.51	0.3%
PRINTING-TAS	190.53	0.3%	544.53	0.1%
TAS PARTS	0.00	0.0%	347.96	0.1%
DISPATCH FEES	265.58	0.5%	3,626.34	0.5%
REPAIR & MAINTENANCE PAGER	0.00	0.0%	291.91	0.0%
PAGER PARTS	0.00	0.0%	115.06	0.0%
SAP TAS REIMBURSEMENT	0.00	0.0%	(2,015.64)	-0.3%
TOTAL TAS PRODUCTION COSTS	11,524.38	20.7%	101,691.17	14.9%
TOTAL Production Costs	29,777.87	53.5%	308,455.32	45.1%
GROSS PROFIT	25,915.11	46.5%	375,814.15	54.9%
Expenses				
ADVERTISING & MARKETING COSTS				

See accountants' compilation report.

12:12 pm

Income Statement - Consolidated

	1 Month Ended December 31, 1998		12 Months Ended December 31, 1998	
YELLOW PAGES	983.00	1.8%	26,594.75	3.9%
ADVERTISING-OTHER	0.00	0.0%	3,763.52	0.6%
PRINTING	0.00	0.0%	3,725.82	0.5%
TELEMARKETING SALARIES	0.00	0.0%	542.50	0.1%
TELEPHONE	0.00	0.0%	549.04	0.1%
POSTAGE	0.00	0.0%	2,321.48	0.3%
TOTAL ADVERTISING & MARKETING COSTS	983.00	1.8%	37,497.11	5.5%
FINANCIAL COSTS				
HOSPITAL & MEDICAL INS.	869.36	1.6%	7,469.26	1.1%
GENERAL INSURANCE	0.00	0.0%	564.00	0.1%
AUTO INSURANCE	0.00	0.0%	1,487.20	0.2%
FICA	2,624.52	4.7%	25,241.01	3.7%
FEDERAL UNEMPLOYMENT	103.31	0.2%	1,587.86	0.2%
STATE UNEMPLOYMENT	116.21	0.2%	2,610.94	0.4%
OTHER TAXES & LICENSES	0.00	0.0%	163.75	0.0%
ACCOUNTING SERVICES	400.00	0.7%	9,137.65	1.3%
BANK CHARGES	0.00	0.0%	263.09	0.0%
COLLECTION EXPENSE	0.00	0.0%	187.50	0.0%
LEGAL FEES	375.00	0.7%	1,425.00	0.2%
PAYROLL SERVICES	127.75	0.2%	1,801.70	0.3%
TOTAL FINANCIAL COSTS	4,616.15	8.3%	51,938.96	7.6%
FACILITIES OPERATIONS				
ELECTRICITY	263.80	0.5%	2,415.21	0.4%
JANITORIAL SERVICES	100.00	0.2%	1,100.00	0.2%
RENT	1,585.00	2.8%	19,777.21	2.9%
TOTAL FACILITY OPERATION COST	1,948.80	3.5%	23,292.42	3.4%
OFFICE EXPENSES				
MANAGERS	0.00	0.0%	1,500.00	0.2%
CLERICAL	644.00	1.2%	20,553.49	3.0%
OFFICERS	6,300.00	11.3%	75,668.00	11.1%
BONUS	75,000.00	134.7%	75,717.44	11.1%
COMMISSION-OTHER	0.00	0.0%	181.00	0.0%
OVERTIME	0.00	0.0%	1,102.06	0.2%
CLERICAL-VACATION	0.00	0.0%	1,399.73	0.2%
CONVENTION/MTG/SEMINARS	0.00	0.0%	118.00	0.0%
COMPUTER REPAIR/MAINTENANC	0.00	0.0%	4,368.00	0.6%
MISCELLANEOUS	151.91	0.3%	168.26	0.0%

See accountants' compilation report.

12:12 pm

Income Statement - Consolidated

	1 Month Ended December 31, 1998		12 Months Ended December 31, 1998	
OFFICE SUPPLIES	101.88	0.2%	3,574.37	0.5%
PRINTING ADMINISTRATION	0.00	0.0%	99.25	0.0%
POSTAGE	350.00	0.6%	1,600.00	0.2%
TOTAL OFFICE EXPENSE	82,547.79	148.2%	186,049.60	27.2%
GASOLINE	0.00	0.0%	1,856.51	0.3%
ACCOUNTING SUPPLIES	0.00	0.0%	31.66	0.0%
COMPUTER FORMS & SUPPLIES	0.00	0.0%	(1,606.85)	-0.2%
ADMINISTRATIVE TELEPHONE	83.23	0.1%	5,292.84	0.8%
LONG DISTANCE	66.75	0.1%	391.62	0.1%
FREIGHT	0.00	0.0%	(37.75)	-0.0%
DUES & SUBSCRIPTIONS	0.00	0.0%	370.00	0.1%
TRAVEL & PROMOTION	1,192.51	2.1%	8,587.42	1.3%
TOTAL Expenses	91,438.23	164.2%	313,663.54	45.8%
OPERATING PROFIT	(65,523.12)	-117.7%	62,150.61	9.1%
Other Income & Expenses				
DEPRECIATION/AMORT				
DEPREC-MACH & EQUIPMENT	(1,150.67)	-2.1%	(16,628.58)	-2.4%
DEPREC-FURNITURE & FIXTURES	(114.18)	-0.2%	(1,483.54)	-0.2%
DEPREC-TRANSPORTATION EQPT	(654.16)	-1.2%	(8,906.60)	-1.3%
AMORTIZATION-ACCTS PURCHAS	(72.72)	-0.1%	(872.64)	-0.1%
AMORTIZATION-COVENENT	(7.12)	-0.0%	(1,825.44)	-0.3%
TOTAL DEPREC/AMORT	(1,998.85)	-3.6%	(29,716.80)	-4.3%
INTEREST EARNED	2,653.49	4.8%	23,403.81	3.4%
MANAGEMENT FEES	0.00	0.0%	8,000.00	1.2%
Intercompany Reimbursements	0.00	0.0%	(0.04)	-0.0%
TOTAL Other Income & Expenses	654.64	1.2%	1,686.97	0.2%
PROFIT BEFORE TAXES	(64,868.48)	-116.5%	63,837.58	9.3%
Provisions for Taxes				
FEDL & STATE INC TAXES				
FEDERAL INCOME TAX	0.00	0.0%	151.11	0.0%
TOTAL TOTAL FED/STATE INC TAX	0.00	0.0%	151.11	0.0%

See accountants' compilation report.

12:13 pm

Income Statement - Consolidated

	1 Month Ended December 31, 1998		12 Months Ended December 31, 1998	
TOTAL Provisions for Taxes	0.00	0.0%	151.11	0.0%
NET PROFIT	(\$64,868.48)	-116.5%	\$63,686.47	9.3%

See accountants' compilation report.



Hirsch, Greenberg Accounting

Accounting • Income Tax • Investments

381 North York Road, Suite 10 • Elmhurst, IL 60126

(708) 530-5450

February 9, 1998

To the Stockholders'
Radio Communications Corp.
381 N. York Rd.
Elmhurst, IL 60126

I have compiled the accompanying Balance Sheet of Radio Communications Corp. as of December 31, 1997, and the related Income Statement for the period then ended, in accordance with standards established by the American Institute of Certified Public accountants.

A compilation is limited to presenting in the form of financial statements, information that is the representation of management. I have not audited or reviewed the accompanying financial statements and accordingly, do not express an opinion or any other form of assurance on them.

Management has elected to omit substantially all of the disclosures ordinarily included in financial statements prepared on the income tax basis of accounting. If the omitted disclosures were included in the financial statements, they might influence the user's conclusions about Radio Communications Corp.'s assets, liabilities, equity, revenue, and expenses. Accordingly, these financial statements are not designed for those who are not informed about such matters.

Hirsch Greenberg Accounting, Ltd.

attest:
Robert R. Swales
President

10:07 am

Balance Sheet

December 31, 1997

ASSETS

Current Assets:

CASH IN HARRIS BANK HUNTLEY	\$12,330.82	
CASH IN BANK-MMF-EVEREEN	142.62	
CASH IN BANK-MMF-VANGUARD	385,497.10	
PETTY CASH	39.41	
INVENTORY-PAGERS	2,324.15	
ACCOUNT REC-ANSWER NETWORK	83,523.52	
PREPAID-FEDERAL INCOME TAX	2,389.00	
	<hr/>	
TOTAL Current Assets		\$486,246.62

Fixed Assets:

MACHINERY & EQUIPMENT	648,918.03	
ACCUM DEP-MACH & EQUIP	(616,601.05)	
FURNITURE & FIXTURES	30,467.01	
ACCUM DEP-FURN & FLXTURES	(13,854.08)	
TRANSPORTATION EQUIPMENT	47,201.73	
ACCUM DEP-TRANS EQUIPMENT	(10,182.62)	
	<hr/>	
TOTAL Fixed Assets		85,949.02

Other Assets:

ACCOUNTS PURCHASED	15,805.50	
ACCUM AMORT-ACCTS PURCHASED	(1,833.27)	
COVENANT NOT TO COMPETE	71,715.00	
ACCUM AMORT-COVENENT	(69,717.23)	
DEPOSIT RENT	3,638.81	
GOODWILL	5,500.00	
NOTE REC-RCC TUCSON	18,603.85	
NOTE REC-ANSWER PHONES	10,709.87	
NOTE REC-S.A. PAGING	198,735.12	
	<hr/>	
TOTAL Other Assets		253,157.65

TOTAL ASSETS

\$825,353.29

LIABILITIES

Current Liabilities:

CUSTOMER DEPOSITS	\$14,391.42
ACCRUED FICA TAX	1,651.46
ACCRUED STATE W/T	(812.70)
ACCRUED FED & STATE U/C	23.41
ACCRUED STATE INCOME TAX	2,000.00
ACCRUED SALARIES	13,313.28

See accountants' compilation report.

9:54 am

Income Statement - Consolidated

	1 Month Ended December 31, 1997		12 Months Ended December 31, 1997	
Income				
INCOME				
ANSWERING SERVICES	\$45,399.73	105.7%	\$573,535.81	103.5%
CELLULAR AIR TIME	0.00	0.0%	800.00	0.1%
LESS: RETURNS & ALLOWANCES	(2,453.07)	-5.7%	(20,306.00)	-3.7%
TOTAL TOTAL INCOME	42,946.66	100.0%	554,029.81	100.0%
TOTAL Income	42,946.66	100.0%	554,029.81	100.0%
Production Costs				
OPERATOR SALARIES				
REGULAR WAGES	13,652.50	31.8%	192,465.76	34.7%
OVERTIME	907.79	2.1%	7,994.29	1.4%
HOLIDAY PAY	685.27	1.6%	4,370.04	0.8%
VACATION PAY	750.80	1.7%	2,860.11	0.5%
SPECIAL RATE WAGES	0.00	0.0%	48.00	0.0%
TRAINING WAGES	802.75	1.9%	11,178.46	2.0%
SAP OPERATOR REIMBURSEMENT	(6,417.26)	-14.9%	(59,852.59)	-10.8%
TOTAL OPERATOR SALARIES	10,381.85	24.2%	159,064.07	28.7%
TAS PRODUCTION COSTS				
TELEPHONE-TAS	965.73	2.2%	19,317.23	3.5%
REPAIR & MAINTENANCE-TAS	356.40	0.8%	2,893.98	0.5%
ADS FOR EMPLOYMENT	1,289.10	3.0%	10,949.50	2.0%
FREIGHT	144.61	0.3%	2,561.95	0.5%
PRINTING-TAS	0.00	0.0%	576.49	0.1%
TAS PARTS	66.00	0.2%	560.93	0.1%
DISPATCH FEES	412.14	1.0%	5,317.72	1.0%
REPAIR & MAINTENANCE PAGER	0.00	0.0%	435.35	0.1%
PAGER PARTS	0.00	0.0%	84.46	0.0%
COST OF PAGERS SOLD	0.00	0.0%	583.25	0.1%
SAP TAS REIMBURSEMENT	(1,000.92)	-2.3%	(10,391.83)	-1.9%
TOTAL TAS PRODUCTION COSTS	2,233.06	5.2%	32,889.03	5.9%
TOTAL Production Costs	12,614.91	29.4%	191,953.10	34.6%
GROSS PROFIT	30,331.75	70.6%	362,076.71	65.4%

See accountants' compilation report.

9:54 am

Income Statement - Consolidated

	1 Month Ended December 31, 1997		12 Months Ended December 31, 1997	
Expenses				
ADVERTISING & MARKETING COSTS				
YELLOW PAGES	2,002.75	4.7%	19,398.80	3.5%
ADVERTISING-EMPLOYMENT	0.00	0.0%	1,410.92	0.3%
MARKETING/CONSULTING	0.00	0.0%	546.00	0.1%
PRINTING	0.00	0.0%	1,318.27	0.2%
TELEPHONE	64.99	0.2%	384.59	0.1%
POSTAGE	250.00	0.6%	3,635.00	0.7%
TOTAL ADVERTISING & MARKETING COSTS	2,317.74	5.4%	26,693.58	4.8%
FINANCIAL COSTS				
HOSPITAL & MEDICAL INS.	659.19	1.5%	8,809.43	1.6%
GENERAL INSURANCE	0.00	0.0%	534.00	0.1%
AUTO INSURANCE	0.00	0.0%	1,892.42	0.3%
FICA	4,129.23	9.6%	26,731.21	4.8%
FEDERAL UNEMPLOYMENT	64.86	0.2%	1,466.85	0.3%
STATE UNEMPLOYMENT	86.03	0.2%	1,880.77	0.3%
OTHER TAXES & LICENSES	0.00	0.0%	208.00	0.0%
ACCOUNTING SERVICES	300.00	0.7%	4,550.00	0.8%
BAD DEBTS	8,391.29	19.5%	8,391.29	1.5%
BANK CHARGES	0.00	0.0%	39.04	0.0%
LEGAL FEES	0.00	0.0%	371.02	0.1%
PAYROLL SERVICES	123.75	0.3%	1,580.30	0.3%
PROFESSIONAL SERVICES	3,500.00	8.1%	4,511.95	0.8%
TOTAL FINANCIAL COSTS	17,254.35	40.2%	60,966.28	11.0%
FACILITIES OPERATIONS				
ELECTRICITY	196.32	0.5%	3,089.39	0.6%
JANITORIAL SERVICES	200.00	0.5%	1,225.00	0.2%
RENT	1,385.00	3.2%	16,170.00	2.9%
TOTAL FACILITY OPERATION COST	1,781.32	4.1%	20,484.39	3.7%
OFFICE EXPENSES				
CLERICAL	1,813.76	4.2%	22,807.57	4.1%
OFFICERS	6,300.00	14.7%	75,969.50	13.7%
BONUS	120,000.00	279.4%	120,978.71	21.8%
OVERTIME	360.00	0.8%	1,096.85	0.2%
CLERICAL-VACATION	460.80	1.1%	1,225.50	0.2%

See accountants' compilation report.

9:54 am

Income Statement - Consolidated

	1 Month Ended December 31, 1997		12 Months Ended December 31, 1997	
CONVENTION/MTG/SEMINARS	0.00	0.0%	115.00	0.0%
COMPUTER REPAIR/MAINTENANC	9,071.75	21.1%	9,739.49	1.8%
EQUIPMENT RENTAL	0.00	0.0%	720.00	0.1%
MISCELLANEOUS	0.00	0.0%	25.50	0.0%
OFFICE SUPPLIES	183.79	0.4%	3,281.51	0.6%
PRINTING ADMINISTRATION	203.89	0.5%	392.54	0.1%
TOTAL OFFICE EXPENSE	138,393.99	322.2%	236,352.17	42.7%
GASOLINE	520.46	1.2%	2,509.86	0.5%
COMPUTER FORMS & SUPPLIES	0.00	0.0%	85.44	0.0%
ADMINISTRATIVE TELEPHONE	649.34	1.5%	8,108.43	1.5%
LONG DISTANCE	0.00	0.0%	868.57	0.2%
DUES & SUBSCRIPTIONS	0.00	0.0%	205.00	0.0%
TRAVEL & PROMOTION	(268.68)	-0.6%	8,397.10	1.5%
TOTAL Expenses	160,648.52	374.1%	364,670.82	65.8%
OPERATING PROFIT	(130,316.77)	-303.4%	(2,594.11)	-0.5%
Other Income & Expenses				
DEPRECIATION/AMORT				
DEPREC-MACH & EQUIPMENT	(1,855.81)	-4.3%	(22,269.70)	-4.0%
DEPREC-FURNITURE & FIXTURES	(142.52)	-0.3%	(1,710.24)	-0.3%
DEPREC-TRANSPORTATION EQPT	(918.33)	-2.1%	(8,797.54)	-1.6%
DEPREC-TRANSPORTATION EQPT	0.00	0.0%	(1,396.32)	-0.3%
AMORTIZATION-ACCTS PURCHAS	(72.72)	-0.2%	(807.99)	-0.1%
AMORTIZATION-COVENENT	(355.12)	-0.8%	(4,254.33)	-0.8%
TOTAL DEPREC/AMORT	(3,344.50)	-7.8%	(39,236.12)	-7.1%
INTEREST EARNED	2,105.81	4.9%	23,706.23	4.3%
INTEREST EXPENSE	0.00	0.0%	(769.09)	-0.1%
MANAGEMENT FEES	0.00	0.0%	62,700.00	11.3%
TOTAL Other Income & Expenses	(1,238.69)	-2.9%	46,401.02	8.4%
PROFIT BEFORE TAXES	(131,555.46)	-306.3%	43,806.91	7.9%
Provisions for Taxes				
FEDL & STATE INC TAXES				
FEDERAL INCOME TAX	0.00	0.0%	4,300.00	0.8%
STATE INCOME TAX	0.00	0.0%	2,000.00	0.4%

See accountants' compilation report.

9:54 am

Income Statement - Consolidated

	1 Month Ended December 31, 1997		12 Months Ended December 31, 1997	
TOTAL TOTAL FED/STATE INC TAX	0.00	0.0%	6,300.00	1.1%
TOTAL Provisions for Taxes	0.00	0.0%	6,300.00	1.1%
NET PROFIT	(\$131,555.46)	-306.3%	\$37,506.91	6.8%

See accountants' compilation report.



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 11, 2000

ROBERT T. SHIELDS
381 N. YORK RD., #15
ELMHURST, IL 60126

Handwritten note: "L502" and "741" written vertically.

Qualification documents for RADIO COMMUNICATIONS CORPORATION doing business in Florida as RCC RADIO COMMUNICATIONS CORPORATION were filed on May 11, 2000 and assigned document number F0000002626. 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.

Michael Mays
Document Specialist
Division of Corporations

Letter Number: 700A00026386

TITLE SHEET

FLORIDA TELECOMMUNICATIONS TARIFF

OF

RCC RADIO COMMUNICATIONS CORPORATION

This tariff contains the descriptions, regulations, and rates applicable to the furnishing of service and facilities for telecommunications services provided by RCC RADIO COMMUNICATIONS CORPORATION (RCC), with offices at 381 North York Road, Elmhurst, Illinois 60126. This tariff applies for 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:

Effective: _____

Issued by:

**Robert R. Shields, President
RCC RADIO COMMUNICATIONS CORPORATION
381 North York Road
Elmhurst, Illinois 60126**

CHECK SHEET

The sheets listed below, which are inclusive of this tariff, are effective as of the date shown at the bottom of the respective sheet(s). Original and revised sheets as named below comprise all changes from the original tariff and are currently in effect as of the date on the bottom of this page.

<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
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Issued:

Effective: _____

Issued by:

Robert R. Shields, President
RCC RADIO COMMUNICATIONS CORPORATION
381 North York Road
Elmhurst, Illinois 60126

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Issued:

Effective: _____

Issued by:

**Robert R. Shields, President
RCC RADIO COMMUNICATIONS CORPORATION
381 North York Road
Elmhurst, Illinois 60126**

**I
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Robert R. Shields, President
RCC RADIO COMMUNICATIONS CORPORATION
381 North York Road
Elmhurst, Illinois 60126

SYMBOLS SHEET

The following symbols will be used in any proposed change to this tariff:

- 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

Issued:

Effective : _____

Issued by:

Robert R. Shields , President
RCC RADIO COMMUNICATIONS CORPORATION
381 North York Road
Elmhurst, Illinois 60126

TARIFF FORMAT SHEETS

- 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 page in effect. Consult the Check Sheet for the 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 this page 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.

Issued:

Effective: _____

Issued by:

Robert R. Shields, President
RCC RADIO COMMUNICATIONS CORPORATION
381 North York Road
Elmhurst, Illinois 60126

SECTION 1 - TECHNICAL TERMS AND ABBREVIATIONS

1.2 Definitions

Access Line - An arrangement which connects the Customer's location to RCC RADIO COMMUNICATIONS CORPORATION'S network switching center.

Authorization Code - a numerical code, one or more of which are available to a Customer to enable him/her to access the Carrier, and which are used by the Carrier both to prevent unauthorized access to its facilities and to identify the Customer for billing purposes.

Authorized User - A person, firm or company, or any other entity authorized by the Customer or Subscriber to communicate utilizing Carrier service or facilities.

Calling Card - A billing convenience whereby the End User or Customer may bill the charges for a call to an approved telephone company issued calling card. The terms and conditions of the local telephone company will apply to payment arrangements.

Cellular Air time - The radio transmission of a telephone call that is carried via the airwaves by an authorized cellular telephone service provider for a per minute fee.

Cellular Service - Mobile telephone service that uses a radio transceiver for transmission of the telephone conversation. The two way radio equipment can go from the user to a land line telephone, or from a cellular to a cellular, or from a land line to a cellular.

Collect Billing - A billing arrangement whereby the originating caller may bill the charges for a call to the called party, providing the called party agrees to accept the charges.

Company or Carrier - RCC RADIO COMMUNICATIONS CORPORATION

Issued:

Effective: _____

Issued by:

Robert R. Shields, President
RCC RADIO COMMUNICATIONS CORPORATION
381 North York Road
Elmhurst, Illinois 60126

SECTION 1 - TECHNICAL TERMS AND ABBREVIATIONS

1.2 Definitions (cont'd.)

Credit Card - A billing convenience whereby the End User or Customer may bill the charges for a call to an approved bank issued card, VISA, MasterCard, Eurocard, or Japan Credit Bank (JCB), or a Travel and Entertainment card issued by American Express, Carte Blanche/Diners Club, or Discover. The terms and conditions of the bank or travel and entertainment company will apply to payment arrangements.

Customer - The person, firm, corporation or other entity which orders service and is responsible for payment of charges due and compliance with the Company's tariff regulations.

Customer Dialed Calling Card or Credit Card Call - A service whereby the End User dials all of the digits necessary to route and bill the call without any operator assistance. The credit card information is normally scanned by the credit card reader, and that information is normally sent electronically, without intervention by the Customer, and without the ability of the Customer to alter the data manually.

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

Day - From 8:00 AM up to but not including 5:00 PM local time Monday through Friday.

Debit Card - This is an identification device that allows the owner to access a monetary account and remove funds to pay for a service.

Dedicated Access Service - An arrangement whereby the Customer accesses the terminal location of Carrier via dedicated facilities between the Customer's premises and the terminal location of Carrier (or a Specialized Common Carrier from whom the Carrier has acquired service).

Issued:

Effective: _____

Issued by:

Robert R. Shields, President
RCC RADIO COMMUNICATIONS CORPORATION
381 North York Road
Elmhurst, Illinois 60126

SECTION 1 - TECHNICAL TERMS AND ABBREVIATIONS

1.2 Definitions (cont'd.)

Dialed Access - An arrangement whereby a Customer uses the public switched network facilities of a local exchange telephone company to access the terminal of the Carrier.

Direct Access - An arrangement whereby a Customer uses facilities other than the public switched network facilities of a local exchange telephone company to access the terminal of the Carrier.

Evening - From 5:00 PM up to but not including 11:00 PM local time Sunday through Friday.

Holidays - RCC RADIO COMMUNICATIONS CORPORATION's recognized holidays are New Year's Day, Memorial Day, Independence Day, Labor Day, Thanksgiving Day, Christmas Day.

Local Access Transport Area (LATA) - A geographic area established pursuant to the AT&T/Bell System Plan of Reorganization developed under the Modified Final Judgment that defines the boundaries for provision and administration of services as between Bell operating companies, AT&T and other interexchange carriers.

Local Exchange Carrier (LEC) - A telephone company which furnishes local exchange services.

Message Telecommunications Service (MTS) - A measured, duration and distance sensitive switched access service.

Issued:

Effective: _____

Issued by:

Robert R. Shields, President
RCC RADIO COMMUNICATIONS CORPORATION
381 North York Road
Elmhurst, Illinois 60126

SECTION 1 - TECHNICAL TERMS AND ABBREVIATIONS

1.2 Definitions (cont'd.)

Mobile Telephone - A public accessed calling device that is normally associated with a battery or solar powered device that may be portable, or used within any type of transportation that can use a credit card, pre pay card, debit card or other types of payment approved by the Company to complete a call. The calling device uses the radio spectrum, either trunked radio, satellite, or cellular service, to carry the call origination to the local telephone network, which routes the call to the Company switch.

Night/Weekend - From 11:00 PM up to but not including 8:00 AM Sunday through Friday, and 8:AM Saturday up to but not including 5:00 PM Sunday.

Operator - Station Call - A service whereby the Customer/End User places a non-Person-to-Person call with the assistance of an operator (live or automated).

Person-to-Person Call - A service whereby the person originating the call specifies a particular person to be reached, or a particular station, room number, department, or office to be reached through a PBX attendant.

Premises - The space designated by a Customer as its place or places of business for provision of service, whether for its own communication needs or for its Authorized Users.

Pre-paid Card - A magnetically encoded plastic card which has a value placed electronically into the card. When used in a matching device, a specific value is removed from the card normally on a per minute basis for the service rendered. This pre-valued card is normally purchased from a vendor for the face value of the card.

Private Pay Phone - A telephone instrument provided and owned by an entity other than a local exchange carrier, LEC, which is equipped with any type of a device that allows a charge to be made for each call.

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Robert R. Shields, President
RCC RADIO COMMUNICATIONS CORPORATION
381 North York Road
Elmhurst, Illinois

SECTION 1 - TECHNICAL TERMS AND ABBREVIATIONS

1.2 Definitions (cont'd.)

Subscriber - The person, firm, corporation, or other legal entity, which arranges for services of the Company on behalf of transient third party End Users. The Subscriber is responsible for compliance with the terms and conditions of this tariff. A Subscriber may also be a Customer when the Subscriber uses the services of the Company.

Switched Access - Where access between the Customer and the Interexchange Carrier is provided on local exchange company Feature Group circuits or 1-800 service. The cost of Switched Feature Group Access is billed to the interexchange carrier.

Terminal Equipment - Devices, apparatus, and associated wiring, such as teleprinters, telephones, or data sets.

Third Party Billing - A billing arrangement by which the charges for a call may be billed to a telephone number that is different from the calling number and the called number.

V & H Coordinates - Geographic points which define the originating and terminating points of a call in mathematical terms so that the airline mileage of the call may be determined. Call mileage is used for the purpose of rating calls.

Wireless Assistance Phone - A calling device that uses the radio spectrum, either trunked radio, cellular service, or satellite service, to carry the call origination to the local Telco network, where the service request is routed to the Company. All calls from this service are rendered free to the End User. All calls terminate at the live operator at the Company (RCC). The Company contracts to provide this live service with the owner, or authorized agent, of these devices to provide these services on a per answered call basis. Calls made on this equipment cannot be switched to the phone network for termination.

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SECTION 1 - TECHNICAL TERMS AND ABBREVIATIONS

1.2 Definitions (cont'd.)

Wireless Public Convenience Phone - A public accessed calling device, located in remote places that may not be available to wire line services via normal available routes for any reason. The calling device requires either a calling or credit card acceptable to the Company or a pre-payment card acceptable to the Company for usage. The device uses the radio systems, either trunked radio, cellular, or satellite service to carry the call origination to the local telco network.

Wireless Public Telephone - A public accessed calling device that accepts coins, credit cards, and/or prepay or other types of payment approved by the Company to complete a call. The calling device uses the radio spectrum, either trunked radio, satellite, or cellular service, to carry the call origination to the local telephone network, which routes the call to the Company switch.

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SECTION 2 - RULES AND REGULATIONS

2.1 Undertaking of RCC RADIO COMMUNICATIONS CORPORATION

RCC RADIO COMMUNICATIONS CORPORATION services and facilities are furnished for communications originating at specified points within the state of Florida under terms of this Tariff.

RCC RADIO COMMUNICATIONS CORPORATION installs, operates, and maintains the communication services provided hereinunder in accordance with the terms and conditions set forth under this Tariff. RCC RADIO COMMUNICATIONS CORPORATION is a resale common carrier providing automated and live operator assisted telecommunication services to customers within the state of Florida.

The Company's services and facilities are provided and available twenty-four hours per day, seven days per week.

2.2 Limitations

2.2.1 Service is offered subject to the availability of facilities and the provisions of this Tariff.

2.2.2 RCC RADIO COMMUNICATIONS CORPORATION reserves the right to discontinue furnishing service upon written notice, or limit the use of service when necessitated by conditions beyond its control; or when the Customer is using the service in violation of the law or the provisions of this Tariff.

2.2.3 All facilities provided under this Tariff are directly controlled by RCC RADIO COMMUNICATIONS CORPORATION and the customer may not transfer or assign the use of service or facilities, except with the express written consent of the Company.

2.2.4 This tariff is applicable to telecommunications services provided by RCC RADIO COMMUNICATIONS CORPORATION within the state of Florida.

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SECTION 2 - RULES AND REGULATIONS

2.3 Payment and Credit Regulations (cont'd.)

2.3.1 Payment Arrangements (cont'd.)

Adjustments to Customer's bills shall be made to the extent that circumstances exist which reasonably indicate that such changes are appropriate.

Charges for installations, service connections, moves and rearrangements, where applicable, are payable upon demand by the Company or its authorized agent. The billing thereafter will include recurring charges and actual usage as defined in this tariff.

2.3.2 Deposits

The Company does not require a deposit from the Customer or Subscriber.

2.3.3 Advance Payments

The Company does not require any advanced payments from the Customers using its service.

2.3.4 Taxes

Company reserves the right to bill any and all applicable taxes in addition to normal usage charges, including, but not limited to: Federal Excise Tax, State Sales Tax, Municipal Taxes, and Gross Receipts Tax. Such taxes may or may not be itemized separately on the customer's invoice depending upon the billing company rendering the customer's bill. Taxes are not included in the quoted rates.

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SECTION 2 - RULES AND REGULATIONS

2.3 Payment and Credit Regulations (cont'd.)

2.3.5 Disputed Payments

The Company will provide credit on charges disputed by Customer in writing that are verified as incorrect by Company. If objection in writing is not received by Company within a reasonable period of time after bill is rendered (as determined by current law and regulatory policy), the account shall be deemed correct and binding upon the Customer.

2.4 Interruption of Service

2.4.1 Credit allowance for the interruption of service which is not due to the Company's testing or adjusting, negligence of the Customer, or to the failure of channels or equipment provided by the Customer, are subject to the general liability provisions set forth in 2.4.5 herein. It shall be the obligation of the Customer to notify the Company immediately of any interruption in service for which a credit allowance is desired. Before giving such notice, the Customer shall ascertain that the trouble is not being caused by any action or omission by the Customer within his control, or is not in wiring or equipment, if any, furnished by the Customer and connected to the Company's facilities.

2.4.2 For purposes of credit computation, every month shall be considered to have 720 hours.

2.4.3 No credit shall be allowed for an interruption of a continuous duration of less than two hours.

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SECTION 2 - RULES AND REGULATIONS

2.4 Interruption of Service (cont'd.)

2.4.4 The Customer shall be credited for an interruption of two hours or more at the rate of 1/720th of the monthly charge for the facilities affected for each hour or major fraction thereof that the interruption continues.

Credit Formula:

$$\text{Credit} = \frac{A}{720} \times B$$

"A" - outage time in hours

"B" - total monthly charge for affected facility

2.4.5 Liabilities of The Company

2.4.5.1 RCC RADIO COMMUNICATIONS CORPORATION's liability for damages arising out of mistakes, interruptions, omissions, delays, errors, or defects in the transmission occurring in the course of furnishing service or facilities, and not caused by the negligence of its employees or its agents, in no event shall exceed an amount equivalent to the proportionate charge to the Customer for the period during which the aforementioned faults in transmission occur.

2.4.5.2 RCC RADIO COMMUNICATIONS CORPORATION shall be indemnified and held harmless by the Customer against:

- (A) Claims for libel, slander, or infringement of copyright arising out of the material, data, information, or other content transmitted over the Company's facilities.

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SECTION 2 - RULES AND REGULATIONS

2.4 Interruption of Service (cont'd.)

2.4.5 Liabilities of The Company (cont'd.)

2.4.5.2 (Cont'd.)

- (B) All other claims arising out of any act or omission of the Customer in connection with any service or facility provided by RCC RADIO COMMUNICATIONS CORPORATION.

- (C) 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 within or outside of the Company, by any malfunction of any service or facility provided by any other carrier, by any act of God, fire, war, civil disturbance, hurricane, weather, or act of government, or by any other cause beyond the Company's direct or indirect control.

2.5 Restoration of Service

The use and restoration of service shall be in accordance with the priority system specified in part 64, Subpart D of the Rules and Regulations of the Federal Communications Commission.

2.6 Minimum Service Period

The minimum service period is one month (30 days).

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SECTION 2 - RULES AND REGULATIONS

2.7 Cancellation by Customer

Service may be canceled by the Subscriber or Customer on not less than 30 days prior written notice to the Company.

2.8 Refusal or Discontinuance by Company

RCC RADIO COMMUNICATIONS CORPORATION (RCC) may refuse or discontinue service under the following conditions provided that, unless otherwise stated, the Customer shall be given 15 days notice to comply with any rule or remedy any deficiency:

- (a) For non-compliance with or violation of any State, municipal, or Federal law, ordinance or regulation pertaining to telephone service.
- (b) For use of telephone service for any purpose other than that described in the application.
- (c) For neglect or refusal to provide reasonable access to RCC RADIO COMMUNICATIONS CORPORATION (RCC) or its agents for the purpose of inspection and maintenance of equipment owned by RCC RADIO COMMUNICATIONS CORPORATION (RCC) or its agents.
- (d) For noncompliance with or violation of Commission regulation or RCC RADIO COMMUNICATIONS CORPORATION's (RCC) rules and regulations on file with the Commission, provided five (5) working days written notice is given before termination.
- (e) Without written notice in the event of Customer or Authorized User use of equipment in such a manner as to adversely affect RCC RADIO COMMUNICATIONS's (RCC) equipment or service to others.

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SECTION 2 - RULES AND REGULATIONS

2.8 Refusal or Discontinuance by Company (cont'd.)

- (f) Without notice in the event of tampering with the equipment or services owned by RCC RADIO COMMUNICATIONS CORPORATION (RCC) or its agents.
- (g) Without notice in the event of unauthorized or fraudulent use of service. Whenever service is discontinued for fraudulent use of service, RCC RADIO COMMUNICATIONS CORPORATION (RCC) may, before restoring service, require the Customer to make, at his or her own expense, all changes in facilities or equipment necessary to eliminate illegal use and to pay an amount reasonably estimated as the loss in revenues resulting from such fraudulent use.
- (h) Without notice by reason of any order or decision of a court or other government authority having jurisdiction which prohibits Company from furnishing such services.
- (i) For periods of inactivity over sixty (60) days.

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Robert R. Shields, President
RCC RADIO COMMUNICATIONS CORPORATION
381 North York Road
Elmhurst, Illinois 60126

SECTION 3 - DESCRIPTION OF SERVICE

3.1 Timing of Calls

The Customer's long distance usage charge is based on the actual usage of RCC RADIO COMMUNICATIONS CORPORATION's network. Usage begins when the called party picks up the receiver. When the called party picks up is determined by hardware answer supervision in which the local telephone company sends a signal to the switch or the software utilizing audio tone detection. When software answer supervision is employed, up to 60 seconds of ringing is allowed before it is billed as usage of the network. A call is terminated when either party hangs up. All calls are billed in full minute increments unless otherwise specified in this tariff.

3.1.1 Collect calls - Timing begins when the called party accepts the responsibility for payment.

3.1.2 Person-to-Person calls - Chargeable time begins when a connection is established between the caller and the designated party, station or extension, or an acceptable alternate so that two-way communications is possible.

3.1.3 All other calls - Chargeable time begins when the connection is established between the calling station and the called station, as determined by hardware answer detection, tone detection, or other industry-standard answer supervision technique that yields a degree of accuracy greater than 90%.

3.1.4 Minimum call duration for billing purposes is one minute unless otherwise specified in the rate schedule section of this tariff.

3.1.5 Calls are measured and billed in one minute increments unless otherwise indicated in the individual rate schedule section of this tariff.

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SECTION 3 - DESCRIPTION OF SERVICE

3.2 Calculation of Distance (Cont.)

EXAMPLE: Distance between Miami and New York City -

	<u>V</u>	<u>H</u>
Miami	8,351	529
New York	<u>4,997</u>	<u>1,406</u>
Difference	3,354	- 879

Square and add: $11,249,316 + 772,641 = 12,021,196$

Divide by 10 and round up: $12,021,597 \div 10 = 1,202,195.70$
 $= 1,202,196$

Take square root and round up: $1,202,196 = 1,096.4$
 $= 1,097 \text{ miles}$

3.3 Minimum Call Completion Rate

A Customer can expect a call completion rate, exclusive of busy or no answer (number of calls completed \div number of calls attempted), of not less than 90% during peak use periods for all services ("1+" dialing).

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SECTION 3 - DESCRIPTION OF SERVICE

3.4 Applicable Rate Periods

Unless otherwise indicated elsewhere in this Tariff, all usage-based rates in Section 4.0 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, all day Saturday, and Sunday to, but not including 5:00 PM.
- 3.4.4 Holiday Rates - Apply to that portion of a call occurring on Company acknowledged Holidays. The rate is equivalent to the Evening Rate unless a lower rate would normally apply. Holiday rates apply on New Year's Day, Memorial Day, Independence Day, Labor Day, Thanksgiving Day and Christmas Day.

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SECTION 3 - DESCRIPTION OF SERVICE

3.5 Service Offerings

3.5.1 RCC RADIO COMMUNICATIONS CORPORATION Operator Services

Operator services may be provided on calls requiring special billing arrangements or other operator call completion assistance. Operator Services include the completion of collect, station-to-station, person-to-person, bill to third party and credit card calls placed with the assistance of a RCC RADIO COMMUNICATIONS CORPORATION operator. Each completed operator assisted call consists of two charge elements (except as otherwise stated herein): (i) a fixed operator charge, which will be dependent upon the type of billing selected (e.g., calling card, collect or station-to-station or person-to-person); and (ii) a measured usage charge dependent upon the duration, distance and /or time of day of the call.

(A) Customer Dialed Calling/Credit Card Charge

This charge applies in addition to the normal long distance usage charges for calls placed utilizing an authorized credit card or telephone calling card. The Customer must dial all of the digits required to route and bill the call where the capability exists for the Customer to do so. Where touch tone calling is not available or where the equipment will not accept commercial credit card digits, this charge will apply to calls billed to an authorized credit card or telephone calling card with operator assistance to input the card digits, except for calls placed on a Person-to-Person basis.

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SECTION 3 - DESCRIPTION OF SERVICE

3.5 Service Offerings (Cont'd.)

3.5.1 RCC RADIO COMMUNICATIONS CORPORATION (Cont'd.)

(B) Operator Dialed Surcharge

This surcharge applies to Operator Station and Person-to-Person rated calls when the customer has the capability of dialing all the digits necessary to complete a call, but elects to dial only the appropriate operator code and requests the operator to dial the called station. The surcharge does not apply to:

- 1) Calls where a customer cannot otherwise dial the call due to defective equipment or trouble on the RCC RADIO COMMUNICATIONS CORPORATION network; and
- 2) Calls in which a RCC operator places a call for a calling party who is identified as being handicapped and unable to dial the call because of his/her handicap.

The Operator Dialed Surcharge applies in addition to any other applicable operator charges.

3.5.2 Directory Assistance

Long Distance Directory Assistance is available to all RCC RADIO COMMUNICATIONS CORPORATION (RCC) Customers for the purpose of obtaining telephone numbers. Charges for Directory Assistance are not applicable to inquiries received for the use of handicapped persons. Such persons must contact the Company for credit on Directory Assistance calls.

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SECTION 3 - DESCRIPTION OF SERVICE

3.5 Service Offerings (Cont'd.)

3.5.3 Dial 1 MTS Service

- A) Dial 1 MTS Service is a one way dial in - dial out, multipoint telecommunications service allowing the Customer to originate calls through Carrier provided access lines. Access to the Carrier may differ depending upon the type exchange access service provided by the local exchange telephone company to the Carrier.
- B) This service may only be reached via pre-subscription to the service by the Customer.
- C) The Customer must dial a 1-800 or pre-assigned seven digit number to reach the Company. When the Company is reached, a seven to ten digit account number must be entered and in good standing to receive service.

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SECTION 4 - RATES

4.1 Dial 1 MTS Service

Usage rates:

<u>Rate mileage</u>	<u>1st minute</u>	<u>Add'l minute</u>
0 - 10	\$.30	\$.30
11 - 22	.30	.30
23 - 55	.30	.30
56 - 124	.30	.30
125 - 292	.30	.30
293 - 430	.30	.30
431 - 624	.30	.30

Installation Fee: None

Calls are rounded to the next higher minute for billing purposes.

Discounts: 25% Evening
 50% Night

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SECTION 4 - RATES

4.2 Public Telephone

Usage rates:

<u>Rate mileage</u>	<u>1st minute</u>	<u>Add'l minute</u>
0 - 10	\$.30	\$.30
11 - 22	.30	.30
23 - 55	.30	.30
56 - 124	.30	.30
125 - 292	.30	.30
293 - 430	.30	.30
431 - 624	.30	.30

Installation Fee: \$100.00

Monthly recurring charge: \$20

Calls are rounded to the next higher minute.

Discounts: 25% Evening; 50% Night and Weekends

Surcharge to owner of the telephone: .05 per minute

Surcharge to end user by phone owner, up to \$.25

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SECTION 4 - RATES

4.5 Operator Services

Usage rates:

<u>Rate mileage</u>	<u>1st minute</u>	<u>Add'l minute</u>
0 - 10	\$.30	\$.30
11 - 22	.30	.30
23 - 55	.30	.30
56 - 124	.30	.30
125 - 292	.30	.30
293 - 430	.30	.30
431 - 624	.30	.30

4.5.1 Charges for Operator Services From Hotels, Motels, Pre-subscribed Local Exchange Company Payphones and Other Transient Locations.

4.5.1.A. Operator Services

Collect station to station	\$1.00
Collect person to person	\$3.25
Person to person	\$3.25
Station to station	\$1.00
Customer dialed credit card	\$1.00
Operator dialed credit card	\$1.75
Operator dialed surcharge	\$.75

4.5.1.B. Discounts: None

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SECTION 4 - RATES

4.5 Operator Services (Cont.)

4.5.2 Charges For Operator Services From Privately Owned (non-LEC) Payphones

For RCC RADIO COMMUNICATIONS CORPORATION operator assisted calls placed from privately owned payphones the operator services charges in 4.5.1.A. and the non-discounted usage schedule in 4.5.1.A. above apply, plus a \$0.25 surcharge per call.

Note: \$0.25 over the above 4.5.1.A listed handling charges will be made to calls from Subscriber Premises.

4.5.3 Determining Applicable Rate In Effect

For the initial minute, the rate applicable at the start of chargeable time at the calling station applies. For additional minutes, the rate applicable is that rate which is in effect at the calling station when the additional minute(s) begin. That is, if chargeable time begins during the Day Period, the Day Rate applies to the initial minute and to any additional minutes that the call continues during that rate period. If the call continues into a different rate period, the appropriate rates from that period apply to any additional minutes occurring in that rate period. If an additional minute is split between two rate periods, the rate period applicable at the start of the minute applies to the entire minute.

4.6 Special Promotions

The Company will, from time to time, offer special promotions to its Customers waiving certain charges. These promotions will be approved by the FPSC with specific starting and ending dates and under no circumstances run for longer than 90 days in any 12 month period.

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SECTION 4 - RATES

4.7 Exemptions and Special Rates

4.7.1 Hearing and Speech Impaired Persons

Intrastate toll message rates for TDD users shall be evening rates for daytime calls and night rates for evening and night calls.

4.7.2 Operator Assistance for Handicapped Persons

Operator station surcharges will be waived for operator assistance provided to a caller who identifies him or herself as being handicapped and unable to dial the call because of a handicap.

4.7.3 Directory Assistance for Handicapped Persons

There is no charge for Directory Assistance for calls from handicapped persons. Such persons must contact the Company for credit on their directory assistance calls.

4.7.4 Florida Relay Service

A telephone toll message which is communicated by the Florida Relay Service is entitled to a 50% discount for all distance charges as well as all operator service charges.

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DEPOSIT
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DATE
MAY 31 2000

**** FLORIDA PUBLIC SERVICE COMMISSION ****

DIVISION OF TELECOMMUNICATIONS
BUREAU OF CERTIFICATION AND SERVICE EVALUATION

**Application Form for Authority to Provide
Interexchange Telecommunications Service
Between Points Within the State of Florida**

Instructions

- ◆ This form is used as an application for an original certificate and for approval of assignment or transfer of an existing certificate. In the case of an assignment or transfer, the information provided shall be for the assignee or transferee (See Appendix A).
- ◆ Print or Type all responses to each item requested in the application and appendices. If an item is not applicable, please explain why.
- ◆ Use a separate sheet for each answer which will not fit the allotted space.
- ◆ 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 Records and Reporting
2540 Shumard Oak Blvd.
Tallahassee, Florida 32399-0850
(850) 413-6770**

Note: No filing fee is required for an assignment or transfer of an existing

MAIL
00 MAY 31 2000
DOCUMENT NUMBER - DATE
106599 MAY 30 8
FPSC-RECORDS/REPORTING

RADIO COMMUNICATIONS CORPORATION
381 N. YORK ROAD SUITE 25
ELMHURST, IL 60126
(630) 832-0184

HARRIS BANK OF HUNTLEY
HUNTLEY, IL 60142
70-1365/719

32180

***** Two Hundred Fifty & 00/100 Dollars

DATE AMOUNT

05/15/00 *****250.00

PAY TO THE ORDER OF

**Florida PSC
Div Records & Reporting
2540 Shumard Oak Blvd
Tallahassee, FL 32399-0850**

Robert K. Stiles
AUTHORIZED SIGNATURE

⑈032180⑈

DEPOSIT

DATE

D 3 0 7 -

MAY 8 1 2003

**** FLORIDA PUBLIC SERVICE COMMISSION ****

000660-TI

DIVISION OF TELECOMMUNICATIONS
BUREAU OF CERTIFICATION AND SERVICE EVALUATION

**Application Form for Authority to Provide
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Between Points Within the State of Florida**

Instructions

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Tallahassee, Florida 32399-0850
(850) 413-6770**

Note: No filing fee is required for an assignment or transfer of an existing certificate to another certificated company.

- ◆ If you have questions about completing the form, contact:

**Florida Public Service Commission
Division of Telecommunications
Bureau of Certification and Service Evaluation
2540 Shumard Oak Blvd.
Tallahassee, Florida 32399-0850
(850) 413-6600**

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Initials of person who forwarded check:

[Handwritten signature]