

● 961482.TC Dec. 12, 1996 ●

Kay or Linda, application  
Attached is an original w/all  
the necessary "back-up" documents  
for certification. Please give it a  
docket number.

"Once upon a time..... (smile)

Anyway, I'm show causing this  
company (Equity) for operating w/o  
a certificate. They have submitted  
everything and want to pay \$\$\$  
that the phones earned, while they  
were UNcertified.

Also, see attached a copy of  
their check for the application fee.  
They paid back in Sept.

Call me so I can make this  
sound a bit better. Thanks,

Brenda

# 3-6556

DOCUMENT NUMBER DATE

13323 DEC 13 88

FBI - WASHINGTON

FLORIDA PAY TELEPHONE CERTIFICATE APPLICATION

1. LEGAL NAME OF THE APPLICANT

Equity Pay Telephone Co., Inc.

96 1492-TC

2. NAME UNDER WHICH THE APPLICANT WILL DO BUSINESS

Equity Pay Telephone Co., Inc.

3. ADDRESS OF THE APPLICANT(S)

STREET 5747 Highway 17 North

CITY Guyton

STATE & ZIP Ga 31312

4. TYPE OF ORGANIZATION (CHECK ONE)

A. INDIVIDUAL DOING BUSINESS UNDER HIS/HER:  
OWN NAME.

DOCUMENTATION: No other documentation needed.

B. PARTNERSHIP:

DOCUMENTATION: Attach a copy of the partnership agreement, and a list with the name and address of all partners.

C. CORPORATION:

DOCUMENTATION: Attach proof that articles of incorporation have been filed with the Florida Secretary of State's Office. If incorporated outside of Florida, attach proof from the Florida Secretary of State that applicant has authority to operate in Florida and provide name and address of Florida Registered Agent.

NAME Glen Barber (904) 668-7012

ADDRESS 1296 Timberlane Road

Tallahassee, FL 32312

D. DOING BUSINESS UNDER A FICTITIOUS NAME:

DOCUMENTATION: Attach proof that fictitious name has been registered with the Florida Secretary of States Office.

# PLEASE READ!!!

ATTACHMENT B

## FLORIDA PUBLIC SERVICE COMMISSION

### Application Form

### FOR

### Certificate to Provide Pay Telephone Service

### Within the State of Florida

- A. This form is used for an original application for a certificate to provide pay telephone service within the State of Florida.
- B. A \$100 non-refundable application fee along with the enclosed Applicant Acknowledgement Card must be completed and accompany the application before processing will begin.
- C. If the answer to question #2 is a Fictitious Name or Corporate Name, documentation from the Secretary of States office must accompany your application.
- D. Once a certificate has been granted, regulatory assessment fees will be due for that calendar year regardless of whether or not pay telephones have been installed.
- E. When completing the application, respond to each item. If an item is not applicable, explain why. Failure to respond to any item will result in the application being returned and a delay in the application process.
- F. Use a separate sheet for each answer which will not fit the allotted space.
- G. If you have any questions about completing the form, contact the Certificate Section at (904) 413-6556.
- H. Once completed, the original plus two (2) copies of this form, along with \$100 application fee, are to be submitted to:

Florida Public Service Commission  
Gunter Building, 2540 Shumard Oak Boulevard  
Capital Circle Office Center  
Tallahassee, FL 32399-0850



5. PROVIDE NAME, TITLE, AND TELEPHONE NUMBER OF THE INDIVIDUAL WHO IS RESPONSIBLE FOR COMMISSION CONTACTS:

NAME: Robert T. Furlong

TITLE: President

PHONE: (912) 754-7220

6. HAS APPLICANT OR ANY SUBSIDIARY, PARTNER, OFFICER, DIRECTOR, ETC., OR IN THE CASE OF A CLOSELY HELD CORPORATION ANY SHAREHOLDER OF THE APPLICANT EVER BEEN GRANTED OR DENIED A PAY TELEPHONE CERTIFICATE IN THE STATE OF FLORIDA? THIS INCLUDES ACTIVE AND CANCELLED PAY TELEPHONE CERTIFICATES.

No

7. IF THE ANSWER TO QUESTION 6 IS YES, PLEASE EXPLAIN AND LIST THE CERTIFICATE HOLDER AND CERTIFICATE NUMBER.

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

8. LIST THE STATES IN WHICH THE APPLICANT:

A. IS CURRENTLY PROVIDING PAY TELEPHONE SERVICE

SC, NC, GA

B. HAS APPLICATIONS PENDING TO BE CERTIFICATED AS A PAY TELEPHONE PROVIDER.

FL

C. HAS BEEN DENIED AUTHORITY TO OPERATE AS A PAY TELEPHONE PROVIDER. EXPLAIN CIRCUMSTANCES.

N/A  
\_\_\_\_\_  
\_\_\_\_\_

D. HAS HAD REGULATORY PENALTIES IMPOSED FOR VIOLATIONS OF TELECOMMUNICATIONS STATUTES. EXPLAIN CIRCUMSTANCES.

N/A

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9. PLEASE INDICATE IF ANY OFFICERS OF THE CORPORATION, PARTNERSHIP OR INDIVIDUAL APPLICANT HAVE BEEN ADJUDGED BANKRUPT, MENTALLY INCOMPETANT, OR FOUND GUILTY OF ANY FELONY OR OF ANY CRIME, OR WHETHER SUCH ACTIONS MAY RESULT FROM PENDING PROCEEDINGS.

N/A

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10. PLEASE CHECK THE SERVICES THAT WILL BE PROVIDED:

LOCAL	[ x ]
LONG DISTANCE	[ x ]
COIN	[ x ]
CALLING CARD	[ x ]
CREDIT CARD	[ x ]
OTHER, DESCRIBE	[ ]

11. PROPOSED NUMBER OF PAY TELEPHONE INSTRUMENTS THE APPLICANT PLANS TO PLACE IN THE FIRST YEAR: 25+

12. HOW DOES THE APPLICANT INTEND TO SERVICE AND MAINTAIN EACH PAYPHONE?

PERSONALLY	[ ]
FULL-TIME TECHNICIAN	[ x ]
PART-TIME TECHNICIAN	[ ]
SERVICE/REPAIR/MAINTENANCE CONTRACT	[ ]
OTHER, DESCRIBE	[ ]

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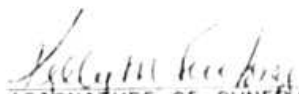
13. WILL EACH OF THE PAY TELEPHONES WHICH YOU PLAN TO INSTALL PROVIDE ACCESS TO ALL LOCALLY AVAILABLE LONG DISTANCE CARRIERS VIA 10XXX+0, 950 XXXX, AND 1-800? (See Rule 25-24.515(6), F.A.C.)

yes \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

14. WILL EACH OF THE PAY TELEPHONES WHICH YOU PLAN TO INSTALL CONFORM TO SUBSECTIONS 4.29.2 - 4.29.4 and 4.29.7 - 4.29.8 OF THE AMERICAN NATIONAL STANDARDS SPECIFICATIONS FOR MAKING BUILDINGS AND FACILITIES ACCESSIBLE AND USABLE BY PHYSICALLY HANDICAPPED PEOPLE (ATTACHMENT F)? (See Rule 25-24.515(14), F.A.C.)

yes \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

I, THE UNDERSIGNED OWNER OR OFFICER OF THE ABOVE NAMED ENTITY, HAVE READ THE FOREGOING AND DECLARE THAT TO THE BEST OF MY KNOWLEDGE AND BELIEF, THE INFORMATION IS A TRUE AND CORRECT STATEMENT. I AM AWARE THAT PURSUANT TO S. 837.06, FLORIDA STATUTE, 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. I WILL COMPLY WITH ALL CURRENT AND FUTURE COMMISSION REQUIREMENTS REGARDING THE PAY TELEPHONE SERVICE. I UNDERSTAND THAT A NON-REFUNDABLE APPLICATION FEE OF \$100 MUST ACCOMPANY THE APPLICATION. ALSO, I UNDERSTAND THAT I AM REQUIRED TO PAY A REGULATORY ASSESSMENT FEE (MINIMUM \$50.00 PER CALENDAR YEAR), FILE AN ANNUAL PAY TELEPHONE SERVICE REPORT, AND PAY GROSS RECEIPTS TAX. FURTHERMORE, I AGREE TO KEEP THE COMMISSION ADVISED OF ANY CHANGES IN THE NAMES OR ADDRESSES LISTED ABOVE WITHIN TEN (10) DAYS OF THE CHANGE.

  
(SIGNATURE OF OWNER/CHIEF OFFICER OF APPLICANT)

Kelly M. Furlong, V.P.

DATE: December 3, 1996

APPLICANT ACKNOWLEDGEMENT CARD

Applicant Equity Pay Telephone Co., Inc.

I acknowledge receipt and understanding of the Florida Public Service Commission's Rules and Requirements relating to my provision of Pay Telephone Service.

Signature *Raymond Kurling*

Title Vice-President

Date December 3, 1996

THIS MUST BE COMPLETED AND RETURNED WITH THE APPLICATION BEFORE THE CERTIFICATION PROCESS BEGINS. FAILURE TO DO SO WILL RESULT IN A DELAY OF THE CERTIFICATE BEING ISSUED.



# State of Florida



## Department of State

I certify from the records of this office that EQUITY PAY TELEPHONE CO., INC., is a corporation organized under the laws of Georgia, authorized to transact business in the State of Florida, qualified on May 13, 1996.

The document number of this corporation is F96000002454.

I further certify that said corporation has paid all fees and penalties due this office through December 31, 1996, and its status is active.

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

Given under my hand and the  
Great Seal of the State of Florida,  
at Tallahassee, the Capital, this the  
Sixteenth day of May, 1996



CR2EO22 (1-95)

*Sandra B. Northam*

Sandra B. Northam  
Secretary of State



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

May 16, 1996

KELLY M. FURLONG  
EQUITY PAY TELEPHONE CO., INC.  
5747 HWY. 17 NORTH  
GUYTON, GA 31312

Qualification documents for EQUITY PAY TELEPHONE CO., INC. were filed on May 13, 1996 and assigned document number F96000002454. Please refer to this number whenever corresponding with this office.

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

The certification you requested is enclosed.

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

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

Should you have any questions regarding this matter, please telephone (904) 487-6091, the Foreign Qualification/Tax Lien Section.

Jennifer Sindt  
Document Examiner  
Division of Corporations

Letter Number: 196A00024367

**Secretary of State**  
**Business Services and Regulation**  
Suite 315, West Tower  
2 Martin Luther King, Jr. Dr.  
Atlanta, Georgia 30334-1530

CONTROL NUMBER: 9412278  
EFFECTIVE DATE: 05/05/1994  
COUNTY : EFFINGHAM  
REFERENCE : 0091  
PRINT DATE : 05/18/1994  
FORM NUMBER : 311

OLIVER MANER & GRAY  
RUSSELL V. MOBLEY  
218 STATE STREET, WEST  
P.O. BOX 10186  
SAVANNAH, GA 31412

**CERTIFICATE OF INCORPORATION**

I, **MAX CLELAND**, Secretary of State and the Corporation Commissioner of the State of Georgia, do hereby certify under the seal of my office that

**EQUITY PAY TELEPHONE CO., INC.**

has been duly incorporated under the laws of the State of Georgia on the effective date stated above by the filing of articles of incorporation in the office of the Secretary of State and by the paying of fees as provided by Title 14 of the Official Code of Georgia Annotated.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.



*Max Cleland*  
MAX CLELAND  
SECRETARY OF STATE

*Verley J. Spivey*  
VERLEY J. SPIVEY  
DEPUTY SECRETARY OF STATE

SECURITIES  
656-2894

CEMETERIES  
656-3079

CORPORATIONS  
656-2817

CORPORATIONS HOT-LINE  
404-656-2222  
Outside Metro-Atlanta

ARTICLES OF INCORPORATION  
OF  
EQUITY PAY TELEPHONE CO., INC.

ONE

The name of the corporation (the "Corporation") is Equity Pay Telephone Co., Inc.

TWO

The Corporation is organized pursuant to the provisions of the Georgia Business Corporation Code.

THREE

The Corporation shall have perpetual duration.

FOUR

The Corporation is organized to engage in any lawful business not prohibited to corporations for profit under the laws of the State of Georgia. The Corporation shall have all powers necessary to conduct such business and engage in any such activities, including but not limited to, the powers enumerated in the Georgia Business Corporation Code or any amendment thereto.

FIVE

The Corporation shall have authority, exercisable by its Board of Directors, to issue up to 10,000 shares of common voting stock of \$10.00 par value per share (the "Common Stock"). A holder of record of one or more shares of the Common Stock shall have one (1) vote on any matter submitted to a shareholder vote for each share of the Common Stock held. Holders of the Common Stock are entitled to the entire voting power, all dividends declared, and all assets of the Corporation upon liquidation.

SIX

No holder of shares of the Common Stock of the Corporation shall have the preemptive right to acquire unissued shares of the Common Stock or any other class of capital stock of the Corporation.

SEVEN

(a) No director of the Corporation shall be personally liable to the Corporation or its shareholders for monetary damages for breach of the duty of care or other duty as a director, except that such liability shall not be eliminated for:

(1) any appropriation, in violation of the director's duties, of any business opportunity of the Corporation or any subsidiary thereof;

(2) acts or omissions which involve intentional misconduct or a knowing violation of law;

(3) liability under Section 14-2-831 (or any successor or redesignation thereof) of the Georgia Business Corporation Code; or

(4) any transaction from which the director derived an improper personal benefit.

This provision shall not eliminate or limit the liability of a director for any act or omission occurring prior to the effective date of these Articles.

(b) Any repeal or modification of the foregoing paragraph (a) of this Article Seven shall not adversely affect the elimination or limitation of liability or alleged liability pursuant hereto of any director of the Corporation for or with respect to any acts or omissions of such director prior to such repeal or modification.

#### EIGHT

The initial Directors of this Corporation shall serve for a one year term and thereafter the Directors of this Corporation shall serve such terms as set forth in the Bylaws of the Corporation.

#### NINE

Notwithstanding any other provision of these Articles of Incorporation or the Bylaws of the Corporation, the shareholders of the Corporation shall not make, alter, amend or repeal any Bylaws of the Corporation except by the affirmative vote of holders of not less than two-thirds (2/3) of the Common Stock of the Corporation entitled to vote at an election of directors.

#### TEN

Notwithstanding any other provision of these Articles of Incorporation or the Bylaws of the Corporation, the affirmative vote of the holders of not less than two-thirds (2/3) of the Common Stock of the Corporation entitled to vote at an election of directors shall be required to amend, alter or repeal the Articles of Incorporation of the Corporation or to adopt provisions inconsistent with any such provisions, unless not less than two-thirds (2/3) of the directors approve such amendment, in which case the voting requirements otherwise provided for by law shall apply.

#### ELEVEN

(a) In the event the Corporation receives an acquisition proposal from another person or entity, the Board of Directors shall review such acquisition proposal based on its evaluation of the best interests of the Corporation and its shareholders. As used herein, the term "acquisition proposal" refers to any offer of another party (1) to make a tender offer or exchange offer for any equity security of the Corporation or any of its subsidiaries, (2) to merge or consolidate the Corporation or any of its subsidiaries with another corporation, or (3) to purchase or otherwise acquire all or substantially all of the properties and assets owned by the Corporation or any of its subsidiaries.

(b) In evaluating an acquisition proposal, the Board shall consider all relevant factors including, but not limited to, (1) the expected social and economic effects of the proposed transaction on the employees, customers, suppliers, creditors and other persons or entities associated or affiliated with or doing business with the Corporation and its subsidiaries; (2) the expected social and economic effects on the communities within which the Corporation and its subsidiaries operate, and (3) the consideration being offered by the other party in relation to (i) the then current value of the Corporation as determined by a freely negotiated transaction and (ii) the estimate of the directors as to the Corporation's future value as an independent entity without regard to the impact of temporary or current market conditions on the value of the Common Stock or other security. No director who, in good faith, votes against an acquisition proposal (after taking into consideration the above-referenced factors) shall be held liable to the Corporation or any of its shareholders for any liabilities, losses or damages incurred by it or them.

#### TWELVE

If any provision or any part of any provision of these Articles of Incorporation is found to be not valid for any reason, such invalid provision or provisions shall have no effect upon the remaining provisions of these Articles of Incorporation.

#### THIRTEEN

The initial registered office of the Corporation is 5747 Highway 17 North, Guyton, Effingham County, Georgia 31312. The initial registered agent of the Corporation at such address is Robert Furlong.

FOURTEEN

The initial principal office of the Corporation is 5747 Highway 17 North, Guyton, Effingham County, Georgia 31312. The mailing address is also 5747 Highway 17 North, Guyton, Effingham County, Georgia 31312.

FIFTEEN

The Board of Directors shall consist of not less than one (1) nor more than seven (7) members. The number of directors to serve initially shall be specified in the Bylaws of the Corporation. Thereafter, the number may be increased or decreased within said limits as provided in the Bylaws. The initial Board of Directors shall consist of one (1) person whose name, occupation, citizenship, place of residence and business address is as follows:

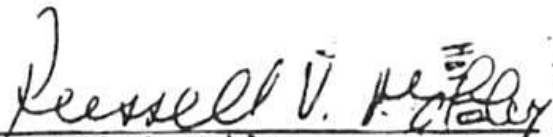
<u>NAME</u>	<u>OCCUPATION</u>	<u>CITIZENSHIP</u>	<u>PLACE OF RESIDENCE</u>	<u>PLACE OF BUSINESS</u>
Robert Parlong	Businessman	USA	5747 Highway 17 North Guyton, GA 31312	5747 Highway 17 North Guyton, GA 31312
Kcily Parlong	Businesswoman	USA	5747 Highway 17 North Guyton, GA 31312	5747 Highway 17 North Guyton, GA 31312

SIXTEEN

The name and address of the incorporator is as follows:

David H. Dickey, Attorney at Law  
Oliver Maner & Gray  
Post Office Box 10186  
Savannah, Georgia 31412  
Telephone No. (912) 236-3311

IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation, this 16<sup>th</sup> day of May, 1994.

  
Russell V. Mobley  
Incorporator

16<sup>th</sup> MAY 1994  
SECRETARY OF STATE