



December 6, 2000  
**Overnight Delivery**

001761-TX

210 N. Park Ave  
Winter Park, FL  
32789

P.O. Drawer 200  
Winter Park, FL  
32790-0200

Tel: 407-740-8575  
Fax: 407-740-0613  
tmi@tminc.com

Ms. Blanca Bayo, Director  
Division of Records and Reporting  
Florida Public Service Commission  
2450 Shumard Oak Boulevard  
Tallahassee, FL 32399-0870

RE: Application of **NxGen Networks, Inc.** for Authority to Provide Alternative  
Local Exchange Service

Dear Ms. Bayo:

Enclosed is the original and six (6) copies of the application of NxGen Networks, Inc. for authority to provide alternative local exchange service. Also enclosed is a check for the application fee of \$250.

Please return a date stamped the copy of this cover letter in the self-addressed stamped envelope which has been provided for this purpose.

Any questions pertaining to this filing may be addressed to me at (407) 740-8575.

Sincerely,

Thomas M. Forte  
Consultant to NxGen Networks, Inc.

Enclosure

TMF/hb

cc: Victoria Aguilar, NxGen  
file: NxGen - FL Local  
tms: FL10000

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:

DOCUMENT NUMBER-DATE

15765 DEC-78

FPSC-RECORDS/REPORTING

**FLORIDA PUBLIC SERVICE COMMISSION**

**DIVISION OF REGULATORY OVERSIGHT  
CERTIFICATION SECTION**

**APPLICATION FORM**

for

**AUTHORITY TO PROVIDE  
ALTERNATIVE LOCAL EXCHANGE SERVICE  
WITHIN THE STATE OF FLORIDA**

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**Instructions**

This form is used as an application for a certificate and for approval of the assignment or transfer of an existing certificate. In case of an assignment or transfer, the information provided shall be for the assignee or transferee. (See Page 12).

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  
2450 Shumard Oak Boulevard  
Tallahassee, Florida 32399-0850  
(850) 413-6770**

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

**Florida Public Service Commission  
Division of Regulatory Oversight  
Certification Section  
2450 Shumard Oak Boulevard  
Tallahassee, Florida 32399-0850  
(850) 413-6600**

# APPLICATION

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

**Original certificate** (new company)

**Approval of transfer of existing certificate:** Example, a non-certificated company purchases an existing company and desires to retain the original certificate authority.

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

**Approval of transfer of control:** Example, a company purchases 51% of a certificated company. The Commission must approve the new controlling entity.

2. **Name of company:**

NxGen Networks, Inc.

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

Not Applicable

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

**Name:** NxGen Networks, Inc.  
**Street:** 1700 Lincoln Street, Suite 1920  
**P.O. Box:**  
**City:** Denver  
**State:** Colorado  
**Zip Code:** 80203

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

**Name:**  
**Street:**  
**P.O. Box:**  
**City:**  
**State:**  
**Zip Code:**

**6. Structure of organization:**

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

**7. If individual, provide:**

**Name:**

**Title:**

**Address:**

**City, State, Zip:**

**Telephone No.:**

**Fax No.:**

**Internet E-Mail Address:**

**Internet Website Address:**

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

**The Florida Secretary of State corporate registration number:**

Not Applicable

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

**The Florida Secretary of State corporate registration number:**

F00000005666

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

**The Florida Secretary of State fictitious name registration number:**

Not Applicable

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

**The Florida Secretary of State registration Number:**

Not Applicable

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

Name:

Title:

Address:

City, State, Zip:

Telephone No.:

Fax No.:

Internet E-Mail Address:

Internet Website Address:

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

The Florida registration number:

Not Applicable

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

Not Applicable

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

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

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

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

(a) The application:

**Name:** Thomas M. Forte  
**Title:** Consultant to NxGen Networks, Inc.  
**Address:** P.O. Drawer 200  
**City, State, Zip:** Winter Park, FL 32790-0200  
**Telephone No.:** (303) 839-9150 **Fax No.:** (303) 839-9149  
**Internet E-Mail Address:** tforte@tminc.com  
**Internet Website Address:**

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

**Name:** Victoria Aguilar  
**Title:** General Counsel and Regulatory Affairs  
**Address:** 1700 Lincoln Street, Suite 1920  
**City, State, Zip:** Denver, Colorado 80203  
**Telephone No.:** (303) 839-9150 **Fax No.:** (303) 839-9149  
**Internet E-Mail Address:**  
**Internet Website Address:** vaguilar@ildc.net

(c) Complaints/Inquiries from customers:

**Name:**  
**Title:** Customer Service Manager  
**Address:** 1700 Lincoln Street, Suite 1920  
**City, State, Zip:** Denver, Colorado 80203  
**Telephone No.:** (866) 872-5550 **Fax No.:** (303) 839-9149  
**Internet E-Mail Address:**  
**Internet Website Address:**

17. List the states in which the applicant:

(a) has operated as an alternative local exchange company

None

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

None

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

None

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

None

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

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

18. **Submit the following.**

- A. **Managerial capability: give resumes of employees/officers of the company that would indicate sufficient managerial experiences of each.**

See Exhibit I

- B. **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.**

See Exhibit I

- C. **Financial capability.**

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

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

1. The balance sheet::
2. Income statement: and
3. Statement of retained earnings.

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

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

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

See Exhibit II

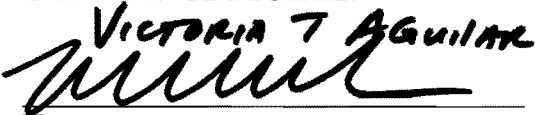


~~THIS~~ PAGE MUST BE COMPLETED AND SIGNED

APPLICANT ACKNOWLEDGMENT STATEMENT

1. **REGULATORY ASSESSMENT FEE:** I understand that all telephone companies must pay a regulatory assessment fee in the amount of .15 of one percent of gross operating revenue derived from intrastate business. Regardless of the gross operating revenue of a company, a minimum annual assessment fee of \$50 is required.
2. **GROSS RECEIPTS TAX:** I understand that all telephone companies must pay a gross receipts tax of two and one-half percent on all intra and interstate business.
3. **SALES TAX:** I understand that a seven percent sales tax must be paid on intra and interstate revenues.
4. **APPLICATION FEE:** I understand that a non-refundable application fee of \$250.00 must be submitted with this application.

UTILITY OFFICIAL:

Victoria T Aguilar  
  
Name

General Counsel  
Title

303.839.9143  
Telephone No.

  
Signature

Nov 14, 2000  
Date

303.839.9149  
Fax No.

Address:

~~THIS PAGE MUST BE COMPLETED AND SIGNED~~

**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 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:**

Victoria T. Aguilar  
Name

  
Signature

General Counsel  
Title

Nov 16, 2020  
Date

303.839.9143  
Telephone No.

303.839.9147  
Fax No.

Address:

INTRASTATE NETWORK (if available)

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

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

- |    |    |
|----|----|
| 1) | 2) |
| 3) | 4) |

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

- |    |    |
|----|----|
| 1) | 2) |
| 3) | 4) |

3. **TRANSMISSION FACILITIES:** POP-to-POP facilities by type of facilities (microwave, fiber, copper, satellite, etc.) And indicate if owned or leased.

<u>Type of POP-to POP</u>	<u>Owned or Leased</u>
---------------------------	------------------------

- 1)
- 2)
- 3)
- 4)



**NxGen Networks, Inc.**

Exhibit I

Resumes of Key Employers

**NxGen Networks, Inc.**  
**Executive Management Overviews**

**Mr. Mark Sampson, Chief Executive Officer**

Mr. Sampson brings 12 years of executive experience in telecommunications and information technology to NxGen Networks. Prior to joining NxGen, he was Senior Vice President and General Manager of Data Services for AT&T Canada (formerly MetroNet Communications), where he was responsible for building their data and Internet businesses from inception to \$80 million in annual revenue. From 1994 to 1998, Mr. Sampson served as Vice President and General Manager for Telus Advanced Communications, where he developed the unregulated ATM-based data and Internet business from start-up to \$75 million in annual revenue. From 1992 to 1994, he served as Chief Operating Officer of Cue Data West, providing banking applications and high-speed managed networks to the financial community. Mr. Sampson is a director of the Colorado Internet and Telecom Alliance (CITA). He studied business at Dalhousie University and is a graduate of the University of British Columbia's sales and marketing executive program (SME).

**Mr. Anthony C. Overman, President**

Mr. Overman is the founder of International Long Distance Corporation (ILDC), the original company from which NxGen was created. From March 1998 to the present, he has overseen the development of NxGen's business from inception. Mr. Overman has been responsible for supervising the VOIP network design and construction, negotiating business transactions, building the executive management team, and all other aspects of NxGen to date. Prior to undertaking the development of the Company, Mr. Overman was involved in several entrepreneurial enterprises, including security systems, energy management systems and smart house designs. Mr. Overman is active in World Mission and other charitable organizations. As President of NxGen, Mr. Overman will be involved with overall management and business development activities.

**NxGen Networks, Inc.**  
**Executive Management Overviews**  
**(Continued)**

**Mr. Darren Dumba, Senior Vice President, Sales and Operations**

Mr. Dumba brings more than 10 years experience in both the telecommunications and information technology industries to NxGen. Prior to joining the company, he was Vice President of Sales and Marketing for Velocity Computer Solutions, Inc., where he was responsible for new revenue generation, development of all products and services, and back office systems. Through his efforts, Velocity realized a 500% revenue increase in less than one year during its second year of operation. From 1996 to 1999, Mr. Dumba served as Director of Sales at MetroNet Communications Inc., where he was instrumental in developing sales organizations and internal processes for both voice and data, providing revenue from start-up to \$30 million, annually. From 1990 to 1996, he served as Branch Manager for Rogers Cantel AT&T Wireless.

**Mr. Reginald Ibison, Chief Technology Officer**

Mr. Ibison has been in the telecommunications industry since 1965. He is responsible for NxGen's advanced network. Before joining ILDC, Mr. Ibison served as Vice President of Technology and Operations for Internet Passport, Charter Communications, Globalynk Communications (as President/CEO) and Summa Four as National Director of Application Development. He has served as Manager of Client Services for AEL Microtel, and as Director of Marketing for Manitoba Telephone-Export Division. Education credits include: BAsC in Physics from United College, Manitoba; E.E. from Manitoba Institute of Technology; Business Management and Finance at the Canadian Institute of Management. He also studied Advanced Telecommunications at George Washington University. Mr. Ibison will be responsible for the creation and implementation of NxGen's current and future networks.

**NxGen Networks, Inc.**  
**Executive Management Overviews**  
**(Continued)**

**Mr. Bill Neale, Senior Vice President, Marketing**

Mr. Neale brings 20 years of experience in the telecommunications industry to NxGen in the fields of service development, operations, business development and marketing. Mr. Neale has held senior management positions at Telus Advanced Communications, Microtel Canada Ltd., Northern Telecom, and Bell Northern Research. From 1992 to 2000, he served as Assistant Vice President of National Data Solutions for Telus Advanced Systems. From 1985 to 1992, Mr. Neale was Director of Digital Products Development for MicroTel. He received a BAsC in Electrical Engineering from Ottawa University in 1976, and an MBA in 1980, and is a Professional Engineer. Mr. Neale is a recognized and regular speaker on the emergence of advanced technologies in the telecommunications industry throughout North America.

**Mr. Ralph Proceviat, Chief Financial Officer**

Mr. Proceviat has more than 20 years experience in the financial services and technology industries and has held several CFO and COO positions with organizations operating in Canada and the United States. As the CEO of Cue Datawest, one of Canada's largest service providers to the banking industry, he was responsible for the development of a \$50-million banking system now installed throughout the world. As an independent management consultant, he has developed a specialty in launching startups and directing companies towards driving profitable growth and increasing shareholder value. Most recently, he assisted a leading technology based marketing and sales organization realize \$200 million in annualized revenue during its first year of operation. Mr. Proceviat received his Chartered Accountant designation during his tenure with Price Waterhouse Coopers. He received his Bachelor of Commerce from the University of British Columbia.



**NxGen Networks, Inc.**  
**Executive Management Overviews**  
**(Continued)**

**Ms. Victoria Aguilar, Vice President Legal and Regulatory Affairs**

Ms. Aguilar has been with NxGen Networks, Inc. since mid-2000, responsible for the legal and regulatory affairs of the company. Prior to joining the company, Ms. Aguilar was Vice President Public Policy, Law and Human Resources for FirstWorld Communications (1999 - 2000). She managed the Public Policy, Government Affairs, Corporate Compliance and Human Resources departments. Ms. Aguilar also served as Vice President - Wholesale Markets, Senior Attorney and Attorney for US West Communications, Inc. from 1994 until 1999. Ms. Aguilar attended Boston College where she received her Bachelors Degree in 1989. She also attended University of Michigan Law School where she received her Doctorate and was a member of Woman and Hispanic Law Students Association.

**Mr. Richard A. Wafer, Chief Information Officer**

Richard Wafer has over 30 years' experience in Information Technology, having designed, developed, implemented, and managed strategic computer systems since 1967. After 20 years in increasingly senior positions with large software developers in the UK and North America, he spent 12 years as CIO and Executive Vice-President for a \$6.5billion financial institution, and developed innovative retail banking environments which have gained that institution a leading reputation. He believes in planning technology strategy for any corporation in close harmony with, and at the same time as its business strategy, and this has been a major factor in his successes.

Mr. Wafer has gained an international reputation in the Finance industry, and has been in frequent demand at Banking conferences around the world. Over the past few years he has spoken on the subject of ecommerce and technology in banking at more than 25 conferences in the USA, Canada, the UK, Europe, South Africa and Australia. In recognition of his achievements, he was inducted in 1996 into the Canadian Information Technology Hall of Fame.

**NxGen Networks, Inc.**

Exhibit II

Financials

## **NxGen Networks, Inc. Financial Statement Overview**

NxGen Networks, Inc. ("NxGen") is providing the financial statements of its subsidiary company, International Long Distance Corporation ("ILDC"), as the financial statements of NxGen. NxGen recently participated in a share exchange with International Long Distance Corporation through which it gained approximately 82% of the assets of ILDC (see Page 17 of the financial statement).<sup>1</sup> The company is in the process of merging ILDC into NxGen. As such, the financial statements of ILDC are in essence the financial statements of NxGen. All future financial statements issued by the company will bare the NxGen Networks, Inc. name.

NxGen has access to additional sources of cash via cash infusions from stockholders, sale of preferred stock and other equity financing sources. NxGen also has access to credit financing sources via lines of credit, loans, capital leases on future purchases of equipment, etc. There are a myriad of options for NxGen to obtain additional sources of cash. At this point, NxGen does not anticipate needing to use any of these sources. NxGen expects their financing to come from the profits of the operation once they are certificated from the Public Utility/Service Commissions.

### **Summary**

NxGen has established a strong team to support its venture into the telecommunications market. NxGen has and will outsource business functions to obtain expertise and provide a financial and technical competitive advantage in the industry.

As noted in the analysis documented above, NxGen has prepared prudently for its venture into the resold interexchange services market. NxGen has positioned itself to add large amounts of revenue growth while keeping expenses under control. NxGen has sufficient financial capability to provide the requested telecommunication services, sufficient financial capability to meet all lease and ownership obligations, and sufficient financial capability to maintain a large Customer base.

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<sup>1</sup> NxGen Networks, Inc. was formed as a Nevada Corporation on November 26, 1980 as Avery, Armstrong & Associates, Architects and Engineers, Inc. On September 1, 1998, the company filed for a revival and changed Avery, Armstrong & Associates, Architects & Engineers, Inc. to Old Night, Inc. Again on August 31, 2000, Old Night, Inc. amended the corporation to NxGen Networks, Inc.

**NxGen Networks, Inc.**

Exhibit III

Secretary of State

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

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

1. NxGen Networks, Inc.

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

2. Nevada

(State or country under the law of which it is incorporated)

3. 87-0621120

(FEI number, if applicable)

4. 11-26-80

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification

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

7. 1700 Lincoln Street, Suite 1920

Denver, CO 80203

(Current mailing address)

8. Long Distance Telecommunication Services

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

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: NRAI Services, Inc.

Office Address: 526 East Park Avenue

Tallahassee

, Florida, 32301

(Zip code)

10. Registered agent's acceptance:

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

NRAI Services, Inc.

Beth Parrizo

(Registered agent's signature)

Beth Parrizo, Assistant Secretary

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

FILED  
OCT 10 PM 3:05  
TALLAHASSEE, FLORIDA