

NEW APPLICATION



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April 1, 2004

VIA OVERNIGHT DELIVERY

Docket Control Center
Arizona Corporation Commission
1200 W. Washington Street
Phoenix, Arizona 85007
(602) 542-2237

T-04250A-04-0250

RECEIVED
2004 APR - 2 A 11: 32
AZ CORP COMMISSION
DOCUMENT CONTROL

Re: WDT World Discount Telecommunications Co.

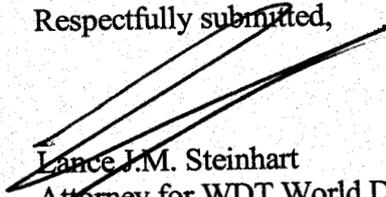
Dear Sir/Madam:

Enclosed please find for filing an original and thirteen (13) copies of WDT World Discount Telecommunications Co.'s Application and Petition for Certificate of Public Convenience and Necessity to Provide Competitive Resold Long Distance Telecommunications Services.

I have also enclosed an extra copy of this letter to be date stamped and returned to me in the enclosed, self-addressed, postage prepaid envelope.

If you have any questions or if I may provide you with any additional information, please do not hesitate to contact me. Thank you for your attention to this matter.

Respectfully submitted,


Lance J.M. Steinhart
Attorney for WDT World Discount Telecommunications Co.

Enclosures

cc: Andrew Plocienniczak
Christa Fallin w/o encl.

ARIZONA CORPORATION COMMISSION

Application and Petition for Certificate of Convenience and Necessity to Provide
Intrastate Telecommunications Services

Mail original plus 13 copies of completed application to:

For Docket Control Only:
(Please Stamp Here)

Docket Control Center
Arizona Corporation Commission
1200 West Washington Street
Phoenix, Arizona 85007-2927

Please indicate if you have current applications pending
in Arizona as an Interexchange reseller, AOS provider,
or as the provider of other telecommunication services.

Type of Service: _____

Docket No.: _____ Date: _____ Date Docketed: _____

Type of Service: _____

Docket No.: _____ Date: _____ Date Docketed: _____

A. COMPANY AND TELECOMMUNICATION SERVICE INFORMATION

(A-1) Please indicate the type of telecommunications services that you want to provide in Arizona and answer the appropriate numbered items:

- Resold Long Distance Telecommunications Services (Answer Sections A, B).
- Resold Local Exchange Telecommunications Services (Answer Sections A, B, C).
- Facilities-Based Long Distance Telecommunications Services (Answer Sections A, B, D).
- Facilities-Based Local Exchange Telecommunications Services (Answer Sections A, B, C, D, E)
- Alternative Operator Services Telecommunications Services (Answer Sections A, B)

(A-2) The name, address, telephone number (including area code), facsimile number (including area code), e-mail address, and World Wide Web address (if one is available for consumer access) of the Applicant:

WDT World Discount Telecommunications Co.
13644 Neutron Road
Dallas, Texas 75244
Telephone: (214) 890-7700
Fax: (214) 696-9996
E-Mail Address: wdt@mywdt.com
Web Address: www.mywdt.com

(A-3) The d/b/a ("Doing Business As") name if the Applicant is doing business under a name different from that listed in Item (A-2):

(A-4) The name, address, telephone number (including area code), facsimile number (including area code), and E-mail address of the Applicant's Management Contact:

Roman Talis, CEO
13644 Neutron Road
Dallas, Texas 75244
Telephone: (214) 890-7700
Fax: (214) 696-9996
E-Mail Address: wdt@mywdt.com

(A-5) The name, address, telephone number (including area code), facsimile number (including area code), and E-mail address of the Applicant's Attorney and/or Consultant:

Lance J.M. Steinhart, Esq.
Lance J.M. Steinhart, P.C.
1720 Windward Concourse, Suite 250
Alpharetta, Georgia 30005
Telephone: (770) 232-9200
Fax: (770) 232-9208
E-Mail Address: lsteinhart@telecomcounsel.com

(A-6) The name, address, telephone number (including area code), facsimile number (including area code), E-mail address of the Applicant's Complaint Contact Person:

Margo Krzykala, Customer Service Manager
13644 Neutron Road
Dallas, Texas 75244
Telephone: (214) 890-7700
Fax: (214) 696-9996
E-Mail Address: margo@mywdt.com

(A-7) What type of legal entity is the Applicant?

- Sole proprietorship
- Partnership: _____ Limited, _____ General, _____ Arizona, _____ Foreign
- Limited Liability Company: _____ Arizona, _____ Foreign
- Corporation: _____ "S", "C", _____ Non-profit
- Domicile: _____ Arizona, Foreign
- Other, specify: _____

(A-8) Please include "Attachment A":

Attachment "A" must include the following information:

1. A copy of the Applicant's Certificate of Good Standing as a domestic or foreign corporation, LLC, or other entity in the State of Arizona.
2. A list of the names of all owners, partners, limited liability company managers (or if a member managed LLC, all members), or corporation officers and directors (specify).
3. Indicate percentages of ownership of each person listed in A-8.2.

(A-9) Include your Tariff as "Attachment B".

Your Tariff must include the following information:

1. Proposed Rates and Charges for each service offered (reference by Tariff page number).
See Sheets 29 – 32 of the Company's Tariff.
2. Tariff Maximum Rate and Prices to be charged (reference by Tariff page number).
See Sheet 33 of the Company's Tariff.
3. Terms and Conditions Applicable to provision of Service (reference by Tariff page number).
See Sheets 9 – 24 of the Company's Tariff.
4. Deposits, Advances, and/or Prepayments Applicable to provision of Service (reference by Tariff page number).
See Sheets 18 of the Company's Tariff.
5. The proposed fee that will be charged for returned checks (reference by Tariff page number).
See Sheet 20 of the Company's Tariff.

(A-10) Indicate the geographic market to be served:

- Statewide. (Applicant adopts statewide map of Arizona provided with this application).
 Other. Describe and provide a detailed map depicting the area.

(A-11) Indicate if the Applicant or any of its officers, directors, partners, or managers has been or are currently involved in any formal or informal complaint proceedings pending before any state or federal regulatory commission, administrative agency, or law enforcement agency.

Describe in detail any such involvement. Please make sure you provide the following information:

1. States in which the Applicant has been or is involved in proceedings.
2. Detailed explanations of the Substance of the Complaints.
3. Commission Orders that resolved any and all Complaints.
4. Actions taken by the Applicant to remedy and/or prevent the Complaints from re-occurring.

Neither Applicant nor any of its officers, directors, partners, or managers has been or are currently involved in any formal or informal complaint proceedings pending before any state or federal regulatory commission, administrative agency, or law enforcement agency.

(A-12) Indicate if the Applicant or any of its officers, directors, partners, or managers has been or are currently involved in any civil or criminal investigation, or had judgments entered in any civil matter, judgments levied by any administrative or regulatory agency, or been convicted of any criminal acts within the last ten (10) years.

Describe in detail any such judgments or convictions. Please make sure you provide the following information:

1. States involved in the judgments and/or convictions.
2. Reasons for the investigation and/or judgment.
3. Copy of the Court order, if applicable.

Neither Applicant nor any of its officers, directors, partners, or managers has been or are currently involved in any civil or criminal investigation, or had judgments entered in any civil matter, judgments levied by any administrative or regulatory agency, or been convicted of any criminal acts within the last ten (10) years.

(A-13) Indicate if the Applicant's customers will be able to access alternative toll service providers or resellers via 1+101XXXX access.

Yes

No

(A-14) Is applicant willing to post a Performance Bond? Please check appropriate box(s).

For Long Distance Resellers, a \$10,000 bond will be recommended for those resellers who collect advances, prepayments or deposits.

Yes

No

If "No", continue to question (A-15).

For Local Exchange Resellers, a \$25,000 bond will be recommended.

Yes

No

If "No", continue to question (A-15).

For Facilities-Based Providers of Long Distance, a \$100,000 bond will be recommended.

Yes

No

If "No", continue to question (A-15).

For Facilities-Based Providers of Local Exchange, a \$100,000 bond will be recommended.

Yes

No

If "No", continue to question (A-15).

Note: Amounts are cumulative if the Applicant is applying for more than one type of service.

(A-15) If No to any of the above, provide the following information. Clarify and explain the Applicant's deposit policy (reference by tariff page number). Provide a detailed explanation of why the applicant's superior financial position limits any risk to Arizona consumers.

The Company will not collect advances, prepayments or deposits.

(A-16) Submit copies of affidavits of publication that the Applicant has, as required, published legal notice of the Application in all counties where the applicant is requesting authority to provide service.

Note: For Resellers, the Applicant must complete and submit an Affidavit of Publication Form as Attachment "C" before Staff prepares and issues its report. Refer to the Commission's website for Legal Notice Material (Newspaper Information, Sample Legal Notice and Affidavit of Publication). For Facilities-Based Service Providers, the Hearing Division will advise the Applicant of the date of the hearing and the publication of legal notice. Do not publish legal notice or file affidavits of publication until your are advised to do so by the Hearing Division.

(A-17) Indicate if the Applicant is a switchless reseller of the type of telecommunications services that the Applicant will or intends to resell in the State of Arizona:

Yes

No

If "Yes", provide the name of the company or companies whose telecommunications services the Applicant resells.

The company intends to resell services provided by Global Crossing and Sprint

(A-18) List the States in which the Applicant has had an application approved or denied to offer telecommunications services similar to those that the Applicant will or intends to offer in the State of Arizona:

Note: If the Applicant is currently approved to provide telecommunications services that the Applicant intends to provide in Arizona in less than six states, excluding Arizona, list the Public Utility Commission ("PUC") of each state that granted the authorization. For each PUC listed provide the name of the contact person, their phone number, mailing address including zip code, and e-mail address.

Approved: Arkansas, California, Colorado, District of Columbia, Florida, Idaho, Illinois, Indiana, Iowa, Kentucky, Louisiana, Massachusetts, Maine, Michigan, Missouri, Montana, Nevada, New Jersey, New Mexico, New York, North Carolina, North Dakota, Oregon, Pennsylvania, South Dakota, Texas, Utah, Vermont, Virginia, Washington, West Virginia, Wisconsin and Wyoming.

(A-19) List the States in which the Applicant currently offers telecommunications services similar to those that the Applicant will or intends to offer in the State of Arizona.

Note: If the Applicant currently provides telecommunication services that the Applicant intends to provide in Arizona in six or more states, excluding Arizona, list the states. If the Applicant does not currently provide telecommunications services that the Applicant intends to provide in Arizona in five or less states, list the key personnel employed by the Applicant. Indicate each employee's name, title, position, description of their work experience, and years of service in the telecommunications services industry.

Arkansas, California, Colorado, District of Columbia, Florida, Idaho, Illinois, Indiana, Iowa, Kentucky, Louisiana, Massachusetts, Maine, Michigan, Missouri, Montana, Nevada, New Jersey, New Mexico, New York, North Carolina, North Dakota, Oregon, Pennsylvania, South Dakota, Texas, Utah, Vermont, Virginia, Washington, West Virginia, Wisconsin and Wyoming.

(A-20) List the names and addresses of any alternative providers of the service that are also affiliates of the telecommunications company, as defined in R14-2-801.

None.

B. FINANCIAL INFORMATION

(B-1) Indicate if the Applicant has financial statements for the two (2) most recent years.

Yes

No

If "No," explain why and give the date on which the Applicant began operations.

(B-2) Include "Attachment D".

Provide the Applicant's financial information for the two (2) most recent years.

1. A copy of the Applicant's balance sheet.
2. A copy of the Applicant's income statement.
3. A copy of the Applicant's audit report.
4. A copy of the Applicant's retained earnings balance.
5. A copy of all related notes to the financial statements and information.

Note: Make sure "most recent years" includes current calendar year or current year reporting period.

(B-3) Indicate if the Applicant will rely on the financial resources of its Parent Company, if applicable.

Not Applicable.

(B-4) The Applicant must provide the following information.

1. Provide the projected total revenue expected to be generated by the provision of telecommunications services to Arizona customers for the first twelve months following certification, adjusted to reflect the maximum rates for which the Applicant requested approval. Adjusted revenues may be calculated as the number of units sold times the maximum charge per unit.
2. Provide the operating expenses expected to be incurred during the first twelve months of providing telecommunications services to Arizona customers following certification.
3. Provide the net book value (original cost less accumulated depreciation) of all Arizona jurisdictional assets expected to be used in the provision of telecommunications service to Arizona customers at the end of the first twelve months of operation. Assets are not limited to plant and equipment. Items such as office equipment and office supplies should be included in this list.
4. If the projected value of all assets is zero, please specifically state this in your response.
5. If the projected fair value of the assets is different than the projected net book value, also provide the corresponding projected fair value amounts.

See "Attachment E"

C. RESOLD AND/OR FACILITIES-BASED LOCAL EXCHANGE TELECOMMUNICATIONS SERVICES

(C-1) Indicate if the Applicant has a resale agreement in operation,

Yes

No

If "Yes", please reference the resale agreement by Commission Docket Number or Commission Decision Number.

D. FACILITIES-BASED LONG DISTANCE AND/OR FACILITIES BASED LOCAL EXCHANGE TELECOMMUNICATIONS SERVICES

(D-1) Indicate if the Applicant is currently selling facilities-based long distance telecommunications services AND/OR facilities-based local exchange telecommunications services in the State of Arizona. This item applies to an Applicant requesting a geographic expansion of their CC&N:

Yes

No

If "Yes," provide the following information:

1. The date or approximate date that the Applicant began selling facilities-based long distance telecommunications services AND/OR facilities-based local exchange telecommunications services

for the State of Arizona.

2. Identify the types of facilities-based long distance telecommunications services AND/OR facilities-based local exchange telecommunications services that the Applicant sells in the State of Arizona.

If "No," indicate the date when the Applicant will begin to sell facilities-based long distance telecommunications AND/OR facilities-based local exchange telecommunications services in the State of Arizona:

(D-2) Check here if you wish to adopt as your petition a statement that the service has already been classified as competitive by Commission Decision:

- Decision # 64178 Resold Long Distance
 Decision # 64178 Resold LEC
 Decision # 64178 Facilities Based Long Distance
 Decision # 64178 Facilities Based LEC

E. FACILITIES-BASED LOCAL EXCHANGE TELECOMMUNICATIONS SERVICES

(E-1) Indicate whether the Applicant will abide by the quality of service standards that were approved by the Commission in Commission Decision Number 59241:

- Yes No

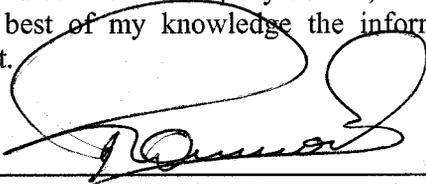
(E-2) Indicate whether the Applicant will provide all customers with 911 and E911 service, where available, and will coordinate with incumbent local exchange carriers ("ILECs") and emergency service providers to provide this service:

- Yes No

(E-3) Indicate that the Applicant's switch is "fully equal access capable" (i.e., would provide equal access to facilities-based long distance companies) pursuant to A.A.C. R14-2-1111 (A):

- Yes No

I certify that if the applicant is an Arizona corporation, a current copy of the Articles of Incorporation is on file with the Arizona Corporation Commission and the applicant holds a Certificate of Good Standing from the Commission. If the company is a foreign corporation or partnership, I certify that the company has authority to transact business in Arizona. I certify that all appropriate city, county, and/or State agency approvals have been obtained. Upon signing of this application, I attest that I have read the Commission's rules and regulations relating to the regulations of telecommunications services (A.A.C. Title 14, Chapter 2, Article 11) and that the company will abide by Arizona state law including the Arizona Corporation Commission Rules. I agree that the Commission's rules apply in the event there is a conflict between those rules and the company's tariff, unless otherwise ordered by the Commission. I certify that to the best of my knowledge the information provided in this Application and Petition is true and correct.



(Signature of Authorized Representative)

02/18/09

(Date)

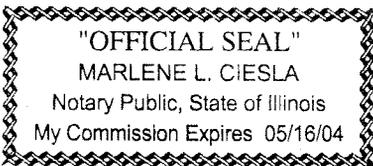
Andrew Plocienniczak

(Print Name of Authorized Representative)

Vice-President

(Title)

SUBSCRIBED AND SWORN to before me this 11th day of Feb., 2009



NOTARY PUBLIC

My Commission Expires 5-16-04

ATTACHMENTS

- A - Certificate of Good Standing, List of Officers and Directors or Owners and Percentage of Ownership
- B - Proposed Tariff
- C - Legal Notice
- D - Financial Information
- E - Arizona Projections

A - Certificate of Good Standing and

Officers, Directors and Owners

Percentage Ownership

Officers:

Harry Talis	CFO
Roman Talis	President and CEO
Andrew Plocienniczak	Secretary and COO

Directors:

Gedrius Guntorius

Owners:

Roman Talis	70%
Andrew Plocienniczak	22%
Gedrius Guntorius	8

STATE OF ARIZONA



Office of the
CORPORATION COMMISSION

CERTIFICATE OF GOOD STANDING

To all to whom these presents shall come, greeting:

I, Brian C. McNeil, Executive Secretary of the Arizona Corporation Commission, do hereby certify that

*****WDT WORLD DISCOUNT TELECOMMUNICATIONS CO.*****

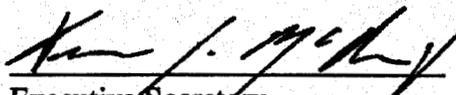
a foreign corporation organized under the laws of Texas did obtain authority to transact business in the State of Arizona on the 31st day of October 2003.

I further certify that according to the records of the Arizona Corporation Commission, as of the date set forth hereunder, the said corporation has not had its authority revoked for failure to comply with the provisions of the Arizona Business Corporation Act; that its most recent Annual Report, subject to the provisions of A.R.S. sections 10-122, 10-123, 10-125 & 10-1622, has been delivered to the Arizona Corporation Commission for filing; and that the said corporation has not filed an Application for Withdrawal as of the date of this certificate.

This certificate relates only to the legal authority of the above named entity as of the date issued. This certificate is not to be construed as an endorsement, recommendation, or notice of approval of the entity's condition or business activities and practices.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the Arizona Corporation Commission. Done at Phoenix, the Capital, this 10th Day of November, 2003, A. D.




Executive Secretary

By Mary Flores-Castelo

B - Proposed Tariff

TITLE SHEETARIZONA TELECOMMUNICATIONS TARIFF

This tariff contains the descriptions, regulations, and rates applicable to the furnishing of service or facilities for Telecommunications Services furnished by WDT World Discount Telecommunications Co. ("WDT"), with principal offices at 13644 Neutron Road, Dallas, Texas 75244. This tariff applies for services furnished within the State of Arizona. This tariff is on file with the Arizona Corporation Commission, and copies may be inspected, during normal business hours, at the company's principal place of business.

ISSUE DATE: April 2, 2004 EFFECTIVE DATE:
ISSUED BY: Roman Talis, CEO
13644 Neutron Road
Dallas, Texas 75244

CONCURRING, CONNECTING OR
OTHER PARTICIPATING CARRIERS

1. Concurring Carriers - None
2. Connecting Carriers - None
3. Other Participating Carriers - None

ISSUE DATE: April 2, 2004 EFFECTIVE DATE:
ISSUED BY: Roman Talis, CEO
13644 Neutron Road
Dallas, Texas 75244

TARIFF FORMAT

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 pages 11 and 12 would be page 11.1.

B. Sheet Revision Numbers: Revision numbers also appear in the upper right corner of each sheet where applicable. These numbers are used to indicate the most current page version on file with the Commission. For example, 4th Revised Sheet 13 cancels 3rd Revised Sheet 13. Consult the Check Sheet for the sheets 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 Commission, 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 sheets 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 sheet if these are the only changes made to it (i.e., the format, etc. remains the same, just revised revision levels on some sheets). The tariff user should refer to the latest Check Sheet to find out if a particular sheet is the most current on Commission file.

ISSUE DATE: April 2, 2004 EFFECTIVE DATE:
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Roman Talis, CEO
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Dallas, Texas 75244

SECTION 1 - TECHNICAL TERMS AND ABBREVIATIONS

Access Line - An arrangement from a local exchange telephone company or other common carrier, using either dedicated or switched access, which connects a Customer's location to the Company's location or switching center.

Authorization Code - A numerical code, one or more of which may be assigned to a Customer, to enable the Company to identify the origin of the Customer so it may rate and bill the call. Automatic number identification (ANI) is used as the authorization code wherever possible.

Commission - Used throughout this tariff to mean the Arizona Corporation Commission.

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

Company or WDT - Used throughout this tariff to mean WDT World Discount Telecommunications Co., a Texas Corporation.

Dedicated Access - The Customer gains entry to the Company's services by a direct path from the Customer's location to the Company's point of presence.

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Resp. Org - Responsible Organization or entity identified by a Toll-Free service Customer that manages and administers records in the toll free number database and management system.

Switched Access - The Customer gains entry to the Company's services by a transmission line that is switched through the local exchange carrier to reach the Company's point of presence.

Telecommunications - The transmission of voice communications or, subject to the transmission capabilities of the services, the transmission of data, facsimile, signaling, metering, or other similar communications.

Underlying Carrier - The telecommunications carrier whose network facilities provide the technical capability and capacity necessary for the transmission and reception of Customer telecommunications traffic.

ISSUE DATE: April 2, 2004 EFFECTIVE DATE:

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13644 Neutron Road
Dallas, Texas 75244

SECTION 2 - RULES AND REGULATIONS**2.1 Undertaking of the Company**

This tariff contains the regulations and rates applicable to intrastate interexchange telecommunications services provided by the Company for telecommunications between points within the State of Arizona. Services are furnished subject to the availability of facilities and subject to the terms and conditions of this tariff in compliance with limitations set forth in the Commission's rules. The Company's services are provided on a statewide basis and are not intended to be limited geographically. The Company offers service to all those who desire to purchase service from the Company consistent with all of the provisions of this tariff. Customers interested in the Company's services shall file a service application with the Company which fully identifies the Customer, the services requested and other information requested by the Company. The Company reserves the right to examine the credit record and check the references of all applicants and Customers prior to accepting the service order. The service application shall not in itself obligate the Company to provide services or to continue to provide service if a later check of applicant's credit record is, in the opinion of the Company, contrary to the best interest of the Company. The Company may act as the Customer's agent for ordering access connection facilities provided by other carriers or entities when authorized by the Customer, to allow connection of a Customer's location to a service provided by the Company. The Customer shall be responsible for all charges due for such service arrangement.

ISSUE DATE: April 2, 2004 EFFECTIVE DATE:
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- 2.2.3 The use of the Company services without payment for service or attempting to avoid payment for service by fraudulent means or devices, schemes, false or invalid numbers, or false calling or credit cards is prohibited.
- 2.2.4 The Company services are available for use 24 hours per day, seven days per week.
- 2.2.5 The Company does not transmit messages, but the services may be used for that purpose.
- 2.2.6 The Company services may be denied for nonpayment of charges or for other violations of this tariff.
- 2.2.7 Customers shall not use the service provided under this tariff for any unlawful purpose.
- 2.2.8 The Customer is responsible for notifying the Company immediately of any unauthorized use of services.

2.3 Liability of the Company

- 2.3.1 The Company shall not be liable for any claim, loss, expense or damage for any interruption, delay, error, omission, or defect in any service, facility or transmission provided under this tariff, if caused by the Underlying Carrier, an act of God, fire, war, civil disturbance, act of government, or due to any other causes beyond the Company's control.
- 2.3.2 The Company shall not be liable for, and shall be fully indemnified and held harmless by the Customer against any claim, loss, expense, or damage for defamation, libel, slander, invasion, infringement of copyright or patent, unauthorized use of any trademark, trade name or service mark, proprietary or creative right, or any other injury to any person, property or entity arising out of the material, data or information transmitted.

ISSUE DATE: April 2, 2004 EFFECTIVE DATE:

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13644 Neutron Road
Dallas, Texas 75244

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- 2.3.3 No agent or employee of any other carrier or entity shall be deemed to be an agent or employee of the Company.
- 2.3.4 The Company's liability for damages, resulting in whole or in part from or arising in connection with the furnishing of service under this tariff, including but not limited to mistakes, omissions, interruptions, delays, errors, or other defects or misrepresentations shall not exceed an amount equal to the charges provided for under this tariff for the long distance call for the period during which the call was affected. No other liability in any event shall attach to the Company.
- 2.3.5 The Company shall not be liable for and shall be indemnified and saved harmless by any Customer or by any other entity from any and all loss, claims, demands, suits, or other action or any liability whatsoever, whether suffered, made, instituted, or asserted by any Customer or any other entity for any personal injury to, or death of, any person or persons, and for any loss, damage, defacement or destruction of the premises of any Customer or any other entity or any other property whether owned or controlled by the Customer or others.
- 2.3.6 The Company shall not be liable for any indirect, special, incidental, or consequential damages under this tariff including, but not limited to, loss of revenue or profits, for any reason whatsoever, including the breakdown of facilities associated with the service, or for any mistakes, omissions, delays, errors, or defects in transmission occurring during the course of furnishing service.

ISSUE DATE: April 2, 2004 EFFECTIVE DATE:

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- 2.4.6 The Customer shall ensure that the equipment and/or system is properly interfaced with the Company facilities or services, the signals emitted into the Company network are of the proper mode, bandwidth, power and signal level for the intended use of the subscriber and in compliance with criteria set forth in this tariff, the signals do not damage equipment, injure personnel, or degrade service to other Customers. If the FCC or some other appropriate certifying body certifies terminal equipment as being technically acceptable for direct electrical connection with interstate communications service, the Company will permit such equipment to be connected with its channels without the use of protective interface devices. If the Customer fails to maintain the equipment and/or the system properly, with resulting imminent harm to the Company equipment, personnel or the quality of service to other Customers, the Company may, upon written notice, require the use of protective equipment at the Customer's expense. If this fails to produce satisfactory quality and safety, the Company may, upon written notice, terminate the Customer's service.
- 2.4.7 The Customer must pay the Company for replacement or repair of damage to the equipment or facilities of the Company caused by negligence or willful act of the Customer or others, by improper use of the services, or by use of equipment provided by Customer or others.
- 2.4.8 The Customer must pay for the loss through theft of any Company equipment installed at Customer's premises.
- 2.4.9 If the Company installs equipment at Customer's premises, the Customer shall be responsible for payment of any applicable installation charge.

ISSUE DATE: April 2, 2004 EFFECTIVE DATE:

ISSUED BY:

Roman Talis, CEO
13644 Neutron Road
Dallas, Texas 75244

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- 2.5.2 Without incurring liability, the Company may interrupt the provision of services at any time in order to perform tests and inspections to assure compliance with tariff regulations and the proper installation and operation of Customer and the Company equipment and facilities and may continue such interruption until any items of noncompliance or improper equipment operation so identified are rectified.
- 2.5.3 Service may be discontinued by the Company without notice to the Customer, by blocking traffic to certain countries, cities or NXX exchanges, or by blocking calls using certain Customer authorization codes, when the Company deems it necessary to take such action to prevent unlawful use of its service. The Company will restore service as soon as it can be provided without undue risk, and will, upon request by the Customer affected, assign a new authorization code to replace the one that has been deactivated.
- 2.5.4 The Customer may terminate service upon thirty (30) days written notice for the Company's standard month to month contract. Customer will be liable for all usage on any of the Company's service offerings until the Customer actually leaves the service. Customers will continue to have Company usage until the Customer notifies its local exchange carrier and changes its long distance carrier. Until the Customer so notifies its local exchange carrier, it shall continue to generate and be responsible for long distance usage.

ISSUE DATE: April 2, 2004 EFFECTIVE DATE:

ISSUED BY:

Roman Talis, CEO
13644 Neutron Road
Dallas, Texas 75244

2.6 Credit Allowance

- 2.6.1 Credit may be given for disputed calls, on a per call basis.
- 2.6.2 Credit shall not be issued for unavailability of long distance services.

ISSUE DATE: April 2, 2004 EFFECTIVE DATE:
ISSUED BY: Roman Talis, CEO
13644 Neutron Road
Dallas, Texas 75244

2.10 Payment and Billing

- 2.10.1 Service is provided and billed on a billing cycle basis, beginning on the date that service becomes effective. Billing is payable upon receipt.
- 2.10.2 The customer is responsible for payment of all charges for services furnished to the Customer, as well as to all persons using the Customer's codes, exchange lines, facilities, or equipment, with or without the knowledge or consent of the Customer. The security of the Customer's Authorization Codes, subscribed exchange lines, and direct connect facilities is the responsibility of the Customer. All calls placed using direct connect facilities, subscribed exchange lines, or Authorization Codes will be billed to and must be paid by the Customer. Recurring charges and non-recurring charges are billed in advance. Charges based on actual usage during a month and any accrued interest will be billed monthly in arrears.
- 2.10.3 All bills are presumed accurate, and shall be binding on the customer unless objection is received by the Company in writing within 30 days after such bills are rendered. No credits, refunds, or adjustments shall be granted if demand therefore is not received by the Company in writing within such 30 day period.

ISSUE DATE: April 2, 2004 EFFECTIVE DATE:**ISSUED BY:****Roman Talis, CEO
13644 Neutron Road
Dallas, Texas 75244**

3.5.4 Reserved for Future Use.

ISSUE DATE: April 2, 2004 EFFECTIVE DATE:
ISSUED BY: Roman Talis, CEO
13644 Neutron Road
Dallas, Texas 75244

3.5.6 Specialized Pricing Arrangements.

Customized service packages and competitive pricing packages at negotiated rates may be furnished on a case-by-case basis in response to requests by Customers to the Company for proposals or for competitive bids. Service offered under this tariff provision will be provided to Customers pursuant to contract. Unless otherwise specified, the regulations for such arrangements are in addition to the applicable regulations and prices in other sections of the tariff. Specialized rates or charges will be made available to similarly situated Customers on a non-discriminatory basis. Discounts may apply based upon volume, affinity group plans, or term plan commitments.

3.5.7 Emergency Call Handling Procedures

Emergency "911" calls are not routed to company, but are completed through the local network at no charge.

3.5.8 Promotional Offerings

The Company may, from time to time, make promotional offerings to enhance the marketing of its services. These offerings may be limited to certain dates, times and locations. The Company will notify the Commission of such offerings as required by Commission rules and regulations.

ISSUE DATE: April 2, 2004 EFFECTIVE DATE:

ISSUED BY:

Roman Talis, CEO
13644 Neutron Road
Dallas, Texas 75244

SECTION 4 - RATES

4.1 1+ & 101XXXX Dialing

\$0.15 per minute

A \$4.95 per month per number service charge applies.
Billed in one minute increments

4.2 Travel Cards

\$.199 per minute

A \$.25 per call service charge applies.
Billed in one minute increments

ISSUE DATE: April 2, 2004 EFFECTIVE DATE:
ISSUED BY: Roman Talis, CEO
13644 Neutron Road
Dallas, Texas 75244

4.3 Toll Free Service

\$0.15 per minute

A \$10 per month per number service charge applies.
Billed in one minute increments

4.4 Reserved for Future Use.

ISSUE DATE: April 2, 2004 EFFECTIVE DATE:
ISSUED BY: Roman Talis, CEO
13644 Neutron Road
Dallas, Texas 75244

4.5 Directory Assistance

\$.95

4.6 Returned Check Charge

\$25.00

4.7 Rate Periods

	Monday - Friday	Sat.	Sun.
8 a.m. to 5 p.m.*	Daytime Rate Period		
5 p.m. to 11 p.m.*	Evening Rate Period		Evening Rate Period
11 p.m. to 8 a.m.*	Night/Weekend Rate Period		

* To, but not including

When a message spans more than one rate period, total charges for the minutes in each rate period are calculated and the results for each rate period are totaled to obtain the total message charge. If the calculation results in a fractional charge, the amount will be rounded up to the higher cent.

ISSUE DATE: April 2, 2004 EFFECTIVE DATE:

ISSUED BY: Roman Talis, CEO
13644 Neutron Road
Dallas, Texas 75244

4.8 Payphone Dial Around Surcharge

A dial around surcharge of \$.50 per call will be added to any completed INTRASTATE toll access code and subscriber toll-free 800/888 type calls placed from a public or semi-public payphone.

4.9 Universal Service Fund Assessment & Presubscribed Interexchange Carrier Charge

The Customer will be assessed a monthly Universal Service Fund Contribution charge on all telecommunications services, which in no event shall be less than the prevailing contribution percentage rate charged the Company on intrastate traffic by the Universal Service Administrative Company (or any successor) or any state agency or its administrator. A Presubscribed Interexchange Carrier Charge ("PICC") applies on a monthly basis to all Customer monthly bills at the prevailing rate.

ISSUE DATE: April 2, 2004 EFFECTIVE DATE:
ISSUED BY: Roman Talis, CEO
13644 Neutron Road
Dallas, Texas 75244

C - Legal Notice

Will be submitted when Docket No. Assigned by Commission.

D - Financial Information

WDT World Discount Communications Co.
Balance Sheet
As of September 3, 2003

Sep 3, '03

ASSETS		
Current Assets		
Checking/Savings		602,618.81
First Independent National Ba...		4,298.17
FNBW		274,403.93
N. Dallas Bank-Wholesale Acct.		24,280.90
North Dallas Bank and Trust		
Total Checking/Savings		<u>905,579.81</u>
Other Current Assets		
Deposits		3,082.00
Employee Advances		10,800.00
Federal Tax Deposit		141,468.00
Shareholders Notes		
Roman Talis		158,500.00
Total Shareholders Notes		<u>158,500.00</u>
Travel Advances		45,322.87
Total Other Current Assets		<u>359,283.87</u>
Total Current Assets		1,264,863.68
Fixed Assets		
Depreciation		
Accumulated Depreciation		-1,374,711.00
Equipment		2,789,465.30
Furniture/Fixtures		9,497.91
Office		
Office Equipment		252,591.18
Software		6,000.00
Total Office		<u>258,591.18</u>
Total Depreciation		<u>1,692,843.39</u>
Leasehold Improvements		5,016.50
Total Fixed Assets		<u>1,697,659.89</u>
Other Assets		
Poland Investment		110,000.00
Total Other Assets		<u>110,000.00</u>
TOTAL ASSETS		<u>3,072,723.57</u>

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WDT World Discount Communications Co.
Balance Sheet
As of September 3, 2003

Sep 3, '03

12/03/03

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LIABILITIES & EQUITY		
Liabilities		
Current Liabilities		
Other Current Liabilities		11,155.92
Dell Financial Services		
Payroll Liabilities		
Federal WH		
FICA		-829.83
Company		
Employee		-486.04
Employee		-486.04
Total FICA		-962.08
Medicare		
Company		-115.67
Employee		-115.67
Total Medicare		-231.34
State WH		4,168.48
Unemployment Liability		
Federal Unemployment		44.67
Illinois Unemployment		442.75
Texas Unemployment		44.25
Total Unemployment Lia...		531.67
Total Payroll Liabilities		2,646.81
Total Other Current Liabilities		13,802.83
Total Current Liabilities		13,802.83
Long Term Liabilities		
No. Dallas Bank & Trust		147,860.00
North Dallas Bank and Trust ...		42,066.16
Shareholders Loan		
Yefim Talis		237,161.34
Total Shareholders Loan		237,161.34
Total Long Term Liabilities		427,107.50
Total Liabilities		440,910.33

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WDT World Discount Communications Co.

Balance Sheet

As of September 3, 2003

	Sep 3, '03
Equity	
Capital Stock	2,000.00
Retained Earnings	511,987.96
Net Income	2,117,825.28
Total Equity	2,631,813.24
TOTAL LIABILITIES & EQUITY	3,072,723.57

WDT World Discount Communications Co.
Profit & Loss

January through September 2003

Jan - Sep '03

Ordinary Income/Expense	
Income	
Miscellaneous Income	75.00
Fees	5,444.05
Interest Income	
Total Miscellaneous Income	5,519.05
Sales	
Customer Sales	9,584,027.62
Refunds	-2,695.63
Wholesale Carrier Sales	2,323,755.71
Total Sales	11,905,087.60
Total Income	11,910,606.65
Cost of Goods Sold	
Carrier Charges	7,012,367.77
Charge Card Fees	13,254.74
Credit Verification	24,710.12
Equipment Maintenance/Rental	188,378.45
Excise Tax	278,379.06
Total COGS	7,527,090.14
Gross Profit	4,383,516.51
Expense	
Advertising and Promotions	455,565.42
Automobile Expense	2,390.63
Bank Service Charges	19,822.76
Contributions	2,850.00
Depreciation Expense	371,618.00
Dues and Subscriptions	15,479.24
Equipment Rental	382.50
Gifts	289.09
Insurance	
Business Insurance	1,455.00
Health	28,441.50
Total Insurance	30,886.59

WDT World Discount Communications Co.

Profit & Loss

January through September 2003

Jan - Sep '03

Interest Expense		
Finance Charge	178.65	
Loan Interest	431.40	
Interest Expense - Other	265.37	
Total Interest Expense	875.42	
License, Fees and Permits		41,345.67
Maintenance and Repairs		
Building	8,489.39	
Office Equipment	13,803.57	
Security Service	1,688.38	
Software Support	7,099.00	
Maintenance and Repairs - O...	9,456.89	
Total Maintenance and Repairs	40,537.23	
Medical Reimbursement		47.06
Miscellaneous		12,669.48
Office Supplies & Equipment		31,986.25
Payroll Expenses		
Payroll Taxes		
FICA	40,264.98	
Illinois State Tax	392.71	
Medicare	9,677.84	
Unemployment Taxes		
Federal Unemployment	1,495.63	
Illinois Unemployment	1,122.73	
Texas Unemployment	284.91	
Total Unemployment Taxes	2,903.27	
Total Payroll Taxes	53,206.80	
Profit Sharing Plan		
Benefit Plan Administration	1,560.00	
Total Profit Sharing Plan	1,560.00	
Wages		
Compensation to Officers	279,000.00	
Employee Compensation	388,346.00	
Wages - Other	90.00	
Total Wages	667,436.00	
Total Payroll Expenses		722,234.80

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WDT World Discount Communications Co.

Profit & Loss

January through September 2003

12/03/03

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	Jan - Sep '03
Postage and Delivery	153,431.94
Printing and Reproduction	35,376.87
Professional Development	16,757.34
Professional Services	
Accounting	8,550.00
Consulting	21,183.00
Contract Labor	3,971.91
Legal Fees	46,170.00
Professional Services - Other	150.00
Total Professional Services	61,024.91
Rent	37,734.86
Taxes	
Federal Tax	
Penalties	1,136.51
Federal Tax - Other	53.92
Total Federal Tax	1,190.43
Franchise Tax	24,720.00
Taxes - Other	220.69
Total Taxes	26,131.12
Telephone	
Answering Service	2,230.00
Internet	6,672.64
Telephone - Other	67,129.44
Total Telephone	76,232.08
Travel & Ent	
Entertainment	5,065.34
Meals	1,530.73
Travel	53,824.76
Travel Meals	1,289.52
Travel & Ent - Other	1,375.36
Total Travel & Ent	63,115.73
Uncategorized Expenses	9,267.00

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WDT World Discount Communications Co.
Profit & Loss
 January through September 2003

12/03/03

	Jan - Sep '03
Utilities	
Gas and Electric	6,605.10
Water	311.81
Utilities - Other	1,535.91
Total Utilities	8,452.82
Total Expense	2,258,625.96
Net Ordinary Income	2,124,890.55
Net Income	2,124,890.55

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WDT World Discount Communications Co.
Balance Sheet Prev Year Comparison
As of December 31, 2002

12/03/03

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	Dec 31, '02	Dec 31, '01
ASSETS		
Current Assets		
Checking/Savings		
Bank of Park Ridge	0.00	70.83
CD-1st Ind. National Bk.	261,102.75	0.00
CD-North Dallas Bank & Trust	85,000.00	0.00
First Independent National Ba...	-27,593.18	65,788.53
First Natl. Bk.-CD	30,000.00	0.00
FNBW	-8,672.82	1,745.72
M. Dallas Bank-Wholesale Acct.	836.36	0.00
North Dallas Bank and Trust	2,754.61	-62,412.00
Security Bank	0.00	-3,557.88
Total Checking/Savings	<u>345,429.92</u>	<u>1,635.42</u>
Other Current Assets		
Deposits	3,082.00	3,082.00
Employee Advances	9,900.00	2,000.00
Federal Tax Deposit	-31,448.00	0.00
Travel Advances	3,280.44	21,345.15
Total Other Current Assets	<u>-15,175.56</u>	<u>26,437.15</u>
Total Current Assets	<u>330,254.36</u>	<u>28,072.57</u>
Fixed Assets		
Depreciation		
Accumulated Depreciation	-1,003,082.00	-607,600.00
Equipment	1,806,502.54	1,380,920.04
Office		
Office Equipment	128,765.55	65,772.22
Total Office	<u>128,765.55</u>	<u>65,772.22</u>
Total Depreciation	<u>832,176.08</u>	<u>939,092.26</u>
Leasehold Improvements	5,016.50	0.00
Total Fixed Assets	<u>937,192.59</u>	<u>939,092.26</u>
Other Assets		
Poland Investment	110,000.00	0.00
Total Other Assets	<u>110,000.00</u>	<u>0.00</u>
TOTAL ASSETS	<u><u>1,377,446.95</u></u>	<u><u>967,164.83</u></u>

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WDT World Discount Communications Co.
Balance Sheet Prev Year Comparison
As of December 31, 2002

	Dec 31, '02	Dec 31, '01
LIABILITIES & EQUITY		
Liabilities		
Current Liabilities		
Other Current Liabilities		113,917.00
Federal Income Tax	0.00	0.00
First Natl. Bank Line of Cre...	145,170.00	20,300.00
Franchise Tax Payable	0.00	
Payroll Liabilities		
Federal W/H	287,553.43	29,036.46
FICA		
Company	7,779.38	6,552.47
Employee	7,779.38	6,552.52
Total FICA	15,558.76	13,104.99
Medicare		
Company	11,611.56	1,750.25
Employee	11,611.58	1,750.28
Total Medicare	23,223.15	3,500.53
State W/H	14,079.34	3,905.02
Unemployment Liability		
Federal Unem ployment	149.59	285.42
Illinois Unem ployment	22.42	2,037.75
Texas Unem ployment	2.61	112.10
Total Unem ployment Lia...	173.62	2,435.27
Total Payroll Liabilities	340,618.30	51,982.29
Profit Sharing Payable	139,801.00	0.00
Total Other Current Liabilities	625,589.30	166,199.29
Total Current Liabilities	625,589.30	166,199.29
Long Term Liabilities		
NACT Telecom	0.00	200,000.00
North Dallas Bk. Loan #1585556	0.00	107,677.71

WDT World Discount Communications Co.
Balance Sheet Prev Year Comparison
As of December 31, 2002

	Dec 31, '02	Dec 31, '01
Shareholders Loan	237,869.69	237,869.69
Yefim Talis	237,869.69	237,869.69
Total Shareholders Loan	237,869.69	237,869.69
Total Long Term Liabilities	237,869.69	545,547.40
Total Liabilities	863,458.98	731,746.69
Equity		
Capital Stock	2,000.00	2,000.00
Retained Earnings	233,418.14	8,908.00
Net Income	278,598.82	224,512.14
Total Equity	513,997.96	235,418.14
TOTAL LIABILITIES & EQUITY	1,377,446.95	967,164.83

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WDT World Discount Communications Co.
Profit & Loss Prev Year Comparison
 January through December 2002

	Jan - Dec '02	Jan - Dec '01
Ordinary Income/Expense		
Income		
Miscellaneous Income		
Fees	227.50	0.00
Interest Income	7,727.66	0.00
Total Miscellaneous Income	7,955.16	0.00
Sales		
Customer Sales	11,947,954.86	8,305,067.23
Refunds	-944.23	-1,062.54
Wholesale Carrier Sales	67,500.13	105,920.69
Total Sales	12,014,010.76	8,408,945.38
Total Income	12,021,965.92	8,408,945.38
Cost of Goods Sold		
Carrier Charges	7,449,220.48	6,111,267.73
Charge Card Fees	2,288.88	1,886.64
Commissions	23,000.00	500.00
Credit Verification	36,528.10	40,373.62
Equipment Maintenance/Rental	132,974.41	157,571.57
Excise Tax	331,313.82	235,093.50
Total COGS	7,975,327.69	6,546,803.26
Gross Profit	4,046,638.23	1,863,142.12
Expense		
Advertising and Promotions	809,858.00	247,563.53
Automobile Expense	8,331.82	4,430.96
Bank Service Charges	14,953.07	6,806.74
Contributions	8,060.00	93.44
Depreciation Expense	495,492.00	412,937.00
Dues and Subscriptions	2,005.00	109.00
Equipment Rental	6,300.62	13,672.80
Gifts	4,501.09	0.00
Insurance		
Automobile	0.00	273.00
Business Insurance	7,402.00	1,595.10
Health	19,125.40	3,925.00
Work Comp	1,885.00	1,065.00
Insurance - Other	0.00	4,256.00
Total Insurance	28,412.40	11,104.10

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WDT World Discount Communications Co.
Profit & Loss Prev Year Comparison
 January through December 2002

	Jan - Dec '02	Jan - Dec '01
Interest Expense		
Finance Charge	0.00	195.01
Loan Interest	60,459.29	18,134.18
Interest Expense - Other	5,000.00	0.00
Total Interest Expense	65,459.29	18,329.19
License, Fees and Permits	23,916.53	4,127.95
Maintenance and Repairs		
Office Equipment	18,600.41	3,218.42
Security Service	26,056.03	958.92
Software Support	1,258.38	0.00
Maintenance and Repairs - O...	12,361.78	17,457.88
Total Maintenance and Repairs	58,276.60	21,631.02
Medical Reimbursement	2,161.89	0.00
Miscellaneous	8,793.41	6,907.64
Office Supplies & Equipment	47,059.55	63,759.00
Payroll Expenses		
Payroll Taxes		
FICA	42,239.48	21,319.01
Medicare	19,670.46	5,225.18
Unemployment Taxes		
Federal Unemployment	1,558.81	857.85
Illinois Unemployment	-1,607.87	4,277.31
Texas Unemployment	884.70	728.00
Total Unemployment Taxes	836.94	5,884.16
Total Payroll Taxes	62,746.88	32,502.35
Profit Sharing Plan		
Benefit Plan Administration	910.00	0.00
Profit Sharing	139,801.00	0.00
Total Profit Sharing Plan	140,711.00	0.00
Wages		
Compensation to Officers	890,000.00	163,000.00
Employee Compensation	428,581.73	197,358.00
Wages - Other	0.00	0.00
Total Wages	1,356,581.73	360,358.00
Total Payroll Expenses	1,580,039.61	382,860.35

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WDT World Discount Communications Co.
Profit & Loss Prev Year Comparison
 January through December 2002

	Jan - Dec '02	Jan - Dec '01
Utilities		
Gas and Electric	12,562.93	4,898.46
Water	612.70	0.00
Utilities - Other	0.00	2.00
Total Utilities	13,175.63	4,900.46
Total Expense	3,768,088.41	1,638,628.98
Net Ordinary Income	278,588.82	224,512.14
Net Income	278,588.82	224,512.14

12/03/03

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E - Arizona Projections

- A. Projected total intrastate revenue for the first 12 months of service: \$1,000
- B. Projected value of total intrastate operating expenses for the first 12 months of service: \$800.00
- C. Projected net book value of all Arizona jurisdictional assets to be used to provide telecommunications services to Arizona customers for the first 12 months of service: \$100.00
- D. Current net book value: \$0.00