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~~Arizona Corporation Commission~~
DOCKETED

SEP 26 1997

DOCKETED BY *AW*

NEW APPLICATION

U-3441-97-533

September 24, 1997

VIA FEDERAL EXPRESS

Docket Control Center
Arizona Corporation Commission
1200 W. Washington Street
Phoenix, Arizona 85007

RECEIVED
AZ CORP COMMISSION
SEP 26 8 47 AM '97
DOCUMENT CONTROL

Re: Telephone Company of Central Florida, Inc. **DOCKET NO. U-3441-97-533**

Dear Docket Control Center:

Enclosed for filing are the original and ten (10) copies of Telephone Company of Central Florida, Inc.'s Application and Petition for Certificate of Convenience and Necessity to Provide Competitive Intrastate Telecommunications Services as a Reseller. Also enclosed are copies of the Company's approved Application for Authority to Transact Business in Arizona.

Please acknowledge receipt of this transmittal by returning a date-stamped copy of the enclosed cover letter duplicate in the return envelope provided for that purpose.

Thank you for your assistance in this matter.

Sincerely,

Susan Davis Morley

SDM:kfj
Enclosures

NEW APPLICATION

FORM A

ARIZONA CORPORATION COMMISSION

Application and Petition for Certificate of Convenience and Necessity to Provide Competitive Intrastate Telecommunications Services as a Reseller

Mail original plus 10 copies of completed application to:

Docket Control Center
Arizona Corporation Commission
1200 W. Washington St.
Phoenix, AZ 85007

For Docket Control Only:
(Place Stamp Here)

If you have current applications pending in Arizona for provision of reseller, AOS, or other telecommunication services, please identify:

Type of Service: _____
Docket No.: _____ Date: _____

Type of Service: _____
Docket No.: _____ Date: _____

Docket No. _____

Date Docketed _____

DOCUMENT CONTROL

SEP 26 8 47 AM '97

RECEIVED
AZ CORP COMMISSION

DOCKET NO. U - 3 4 4 1 - 9 7 - 5 3 3

A. Company and Telecommunications Service Information

(A-1) The name, address, and telephone number of the applicant (company):

Telephone Company of Central Florida, Inc.
3575 Lake Mary Blvd. ✓
Suite 107
Lake Mary, Florida 32746
(407) 32805002

(A-2) If doing business (dba) under a name other than the applicant (company) name listed above, specify:

n/a

(A-3) The name, address, telephone number, and facsimile number of the management contact:

Elder N. Ripper ✓
Telephone Company of Central Florida, Inc.
3575 Lake Mary Blvd.
Suite 107
Lake Mary, Florida 32746
(407) 328-5002
(407) 321-1454

Application and Petition for Competitive Reseller CC&N

(A-4) The name, address, and telephone of the attorney, if any, representing the applicant:

Susan Davis Morley'
Wiggins & Villacorta, P.A.
501 E. Tennessee Street ✓
Suite B
Post Office Drawer 1657
Tallahassee, Florida 32302
(904) 222-1534

(A-5) What type of legal entity is the applicant?

- Sole proprietorship
- Partnership: ___ limited, ___ general, ___ Arizona, ___ Foreign ✓
- Limited liability company
- Corporation: x "S", ___ "C", ___ non-profit, ___ Arizona, x Foreign
- Other, specify:

(A-6) Include "Attachment A." Attachment A must list names of all owners, partners, limited liability company managers, or corporation officers and directors (specify), and indicate percentages of ownership.

Please see Attachment A. ✓

- (A-7) 1. Is your company currently reselling telecommunication service in Arizona? If yes, provide the date or the approximate date that you began reselling service in Arizona. ✓
2. If the answer to 1. is "yes", identify the types of telecommunications services you resell; whether operator services are provided or resold and whether they are provided or resold to traffic aggregators (as defined in A.A.C. Rule R14-2-1001(3), a copy of which is attached); the number of customers in Arizona for each type of service; and the total number of intrastate minutes resold in the latest 12 month period for which data are available. Note: The Commission rules require that a separate CC&N, issued under Article 10, be obtained in order to provide operator services to traffic aggregators.

TCCF provides direct dial telecommunications service.
- 1 Arizona customer
- .5 intrastate minutes ✓

3. If the answer to 1. is "no", when does your company plan to begin reselling service in Arizona?

Application and Petition for Competitive Reseller CC&N

(A-8) Include "Attachment B." Attachment B, your proposed tariff, must include proposed rates and charges for each service to be provided, state the tariff (maximum) rate as well as the price to be charged, and state other terms and conditions, including deposits, that will apply to provision of the service(s) by your company. ✓

Please see Attachment B.
The Commission provides pricing flexibility by allowing competitive telecommunications service companies to price their services at levels equal to or below the tariff (maximum) rates. The prices to be charged by the company are filed with the Commission in the form of price lists. See the "Illustrative Tariff/Price List Example" attached. Note: Price list rate changes that result in rates that are lower than the tariff rate are effective upon concurrent notice to the Commission (See Rule R14-2-1109(B)(2)). See Rule R14-2-1110 for the procedures to make price list changes that result in rates that are higher than the tariff rate.

(A-9) The geographic market to be served is: ✓

statewide.

other, describe and provide a map depicting the area.

(A-10) List the states in which you currently resell services similar to those you intend to resell in Arizona. ✓

TCCF has authority to provide its services in Florida, Georgia, Massachusetts, Montana, New Jersey, North Dakota, Ohio, Oregon, Texas, and Wyoming applications for authority are currently pending in Alabama, California, Illinois, Indiana, Louisiana, Maryland, Mississippi, Nevada, New York, North Carolina, South Carolina, Tennessee and Wisconsin. TCCF also provides service in states which do not certificate companies such as TCCF.

(A-11) Provide the name, address, and telephone number of the company's complaint contact person.

Elder N. Ripper
Telephone Company of Central Florida, Inc.
3575 Lake Mary Blvd., Suite 107
Lake Mary, Florida 32746
(407) 328-5002
(407) 321-1454 ✓

(A-12) Provide a list of states in which you have sought authority to resell telecommunications services and in which the state granted the authority with major changes and conditions or did not grant your application for those services. For each state listed, provide a copy of the commission's decision modifying or denying your application for authority to provide telecommunications services.

None. ✓

(A-13) Has the company been granted authority to provide or resell telecommunications services in any state where subsequently the authority was revoked? If "yes", provide copies of the state regulatory commission's decision revoking its authority.

No. ✓

Application and Petition for Competitive Reseller CC&N

(A-14) Has the company been or is the company currently involved in any formal complaint proceedings before any state or federal regulatory commission? If "yes", in which states is the company involved in proceedings and what is the substance of these complaints. Also, provide copies of commission orders that have resolved any of these complaints.

No. ✓

(A-15) Has the applicant been involved in any civil or criminal investigations related to the delivery of telecommunications services within the last five years? If "yes", in which states has the applicant been involved in investigations and why is the applicant being investigated?

No. ✓

(A-16) Has the applicant had judgment entered against it in any civil matter or been convicted of criminal acts related to the delivery of telecommunications services within the last five years? If yes, list the states where judgment or conviction was entered and provide a copy of the court order. ✓

No.

B. Technical Information

(B-1) If your company is a switchless reseller, provide the name of the company or companies whose services you resell and skip to question (B-2). If you are not a switchless reseller, complete the remainder of this section. ✓

TCCF will resell the services of WilTel.

Include "Attachment C." Attachment C should provide the following information: A diagram of the applicant's basic call network used to complete Arizona intrastate telecommunications traffic. This diagram should show how a typical call is routed in both its originating and terminating ends (i.e. show the access network and call completion network).

Also include on the diagram the carrier(s) used for each major network component and indicate if the carrier is facilities-based or not. If the carrier is not facilities-based, indicate who owns the facilities (within the State of Arizona) that are used to originate and terminate the applicant's intrastate telecommunications traffic (i.e. provide a list of the Arizona facilities-based long distance carriers whose facilities are used to complete the applicant's intrastate traffic).

(B-2) Will your customers be able to access alternative toll service providers or resellers via 1+ or 10XXX access, if your system becomes non-operational?

TCCF does not block access to any carrier.

C. Financial Information

(C-1) Include "Attachment D." Attachment D should provide copies of the following audited financial information for the most recent two years for all Arizona operations. Check boxes indicating items attached.

current intrastate balance sheet ✓

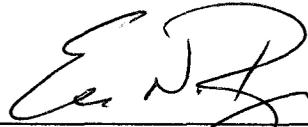
current intrastate income statement

current intrastate cash flow statement

other financial information evidencing financial resources.

Application and Petition for Competitive Reseller CC&N

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 related to the regulation of telecommunications services and that the company will abide by Arizona State law including the Arizona Corporation Commission Rules and Regulations. 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)

June 13, 1997

(Date)

Elder N. Ripper

(Printed Name of Authorized Representative)

President

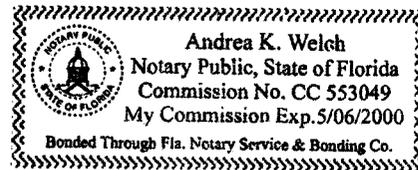
(Title)

SUBSCRIBED AND SWORN to before me this 13th day of June, 1997

Andrea K. Welch

NOTARY PUBLIC

My Commission Expires 5/06/2000



ATTACHMENT A

Elder N. Ripper III, President	% Owned: 20%
Andrea Welch, Director	% Owned: 0%
Leon Brauser, Director	% Owned: 24%
Michael Brauser, Director	% Owned: 24%

ATTACHMENT B

TELEPHONE COMPANY OF CENTRAL FLORIDA, INC.

A.C.C. Tariff No. 1

Title Page, Original

Interexchange Service Tariff

RESALE TARIFF OF
TELEPHONE COMPANY OF CENTRAL FLORIDA, INC.

This tariff contains the rules, regulations, descriptions, and rates applicable to the furnishing of Intrastate Resale Common Carrier Communications offered by Telephone Company of Central Florida, Inc. between points within Arizona.

ISSUED:

EFFECTIVE:

ISSUED BY: Elder N. Ripper, President
3575 Lake Mary Blvd., Suite 107
Lake Mary, Florida 32746

TELEPHONE COMPANY OF CENTRAL FLORIDA, INC.

A.C.C. Tariff No. 1

Page 1, Original

Interexchange Service Tariff

CHECK SHEET

The Title Page and Pages 1 through 21, inclusive, of this tariff are effective as of the date shown. Original and revised pages, as named below, contain all changes from the original tariff that are in effect on the date thereon except as otherwise noted.

PAGE

REVISION LEVEL

ALL PAGES ORIGINAL

ISSUED:

EFFECTIVE:

ISSUED BY: Elder N. Ripper, President
3575 Lake Mary Blvd., Suite 107
Lake Mary, Florida 32746

Interexchange Service Tariff

TARIFF FORMAT

Page Numbering - Page numbers appear in the upper right hand corner of the page. Pages are numbered sequentially. From time to time new pages may be added to the tariff. When a new page is added between existing pages a decimal is added to the preceding page number. For example, a new page added between Pages 3 and 4 would be numbered 3.1.

Explanation of Symbols - When changes are made in any tariff sheet, a revised sheet will be issued canceling the tariff sheet affected. Changes will be identified on the revised page(s) through the use of the following symbols:

- (C) - To signify changed regulation.
- (D) - To signify discontinued rate or regulation.
- (I) - To signify increased rates.
- (M) - To signify material relocated from one page to another without change.
- (N) - To signify new rate, regulation, or text.
- (R) - To signify reduced rate.
- (S) - To signify reissued material.
- (T) - To signify a change in text, but no change in rate or regulation.

ISSUED:**EFFECTIVE:**

ISSUED BY: Elder N. Ripper, President
3575 Lake Mary Blvd., Suite 107
Lake Mary, Florida 32746

Interexchange Service Tariff

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ISSUED:

EFFECTIVE:

ISSUED BY: Elder N. Ripper, President
3575 Lake Mary Blvd., Suite 107
Lake Mary, Florida 32746

Interexchange Service Tariff

Application of Tariff

This tariff contains the regulations and rates applicable to the furnishing of intrastate resale common carrier communications service by Telephone Company of Central Florida, Inc. within the State of Arizona.

ISSUED:

EFFECTIVE:

ISSUED BY: Elder N. Ripper, President
3575 Lake Mary Blvd., Suite 107
Lake Mary, Florida 32746

Interexchange Service Tariff

SECTION 1 - TECHNICAL TERMS AND ABBREVIATIONS

ACC - Arizona Corporation Commission.

Access Line - An arrangement which connects the customer's location to a Telephone Company of Central Florida, Inc. switching center or point of presence.

Authorized User - A person, firm, corporation, or any other entity authorized by the Customer to communicate utilizing the Carrier's service.

Carrier or Company - Whenever used in this tariff, "Carrier," "Company," or "TCCF" refers to Telephone Company of Central Florida, Inc. unless otherwise specified or clearly indicated by the context.

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

Dedicated Access Origination - Where originating access between the Customer and the interexchange carrier is provided on dedicated circuits.

LEC - Local Exchange Company.

Switched Access Origination - Where originating access between the customer and the interexchange carrier is provided on local exchange company Feature Group circuits.

TCCF - Used throughout this tariff to mean Telephone Company of Central Florida, Inc. unless clearly indicated otherwise by the text.

ISSUED:

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ISSUED BY: Elder N. Ripper, President
3575 Lake Mary Blvd., Suite 107
Lake Mary, Florida 32746

Interexchange Service Tariff

SECTION 2 - RULES AND REGULATIONS**2.1 Undertaking of Telephone Company of Central Florida, Inc.**

TCCF's services and facilities are furnished for intraLATA and interLATA communications originating at specified points within the State of Arizona under terms of this tariff.

TCCF installs, operates, and maintains the communications services provided hereinunder in accordance with the terms and conditions set forth under this tariff. TCCF may act as the Customer's agent for ordering access connection facilities provided by other carriers or entities as required in the Commission's rules and orders, when authorized by the Customer, to allow connection of a Customer's location to the TCCF network. The Customer shall be responsible for all charges due for such service arrangement.

The Company's services and facilities are provided on a monthly basis unless otherwise indicated, and are available twenty-four hours per day, seven days per week.

2.2 Limitations

- 2.2.1 Service is offered subject to the availability of the necessary facilities and equipment, and subject to the provisions of this tariff.
- 2.2.2 TCCF reserves the right to discontinue or limit service when necessitated by conditions beyond its control, or when the Customer is using service in violation of provisions of this tariff, or in violation of the law.
- 2.2.3 The Company does not undertake to transmit messages, but offers the use of its facilities when available, and will not be liable for errors in transmission or for failure to establish connections.

ISSUED:**EFFECTIVE:**

ISSUED BY: Elder N. Ripper, President
3575 Lake Mary Blvd., Suite 107
Lake Mary, Florida 32746

Interexchange Service Tariff

SECTION 2 - RULES AND REGULATIONS, CONT.

2.2 Limitations, cont.

2.2.4 All facilities provided under this tariff are directly controlled by TCCF and the Customer may not transfer or assign the use of service or facilities without the express written consent of the Company. Such transfer or assignment shall only apply where there is no interruption of the use or location of the service or facilities.

2.2.5 Prior written permission from the Company is required before any assignment or transfer. All regulations and conditions contained in this tariff shall apply to all such permitted assignees or transferees, as well as all conditions of service.

2.3 Use

Services provided under this tariff may be used for any lawful purpose for which the service is technically suited.

2.4 Liabilities of the Company

2.4.1 TCCF's liability for damages arising out of mistakes, interruptions, omissions, delays, errors, or defects in transmission which occur in the course of furnishing service or facilities, in no event shall exceed an amount equivalent to the proportionate charge to the Customer for the period during which the faults in transmission occur.

ISSUED:

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ISSUED BY: Elder N. Ripper, President
3575 Lake Mary Blvd., Suite 107
Lake Mary, Florida 32746

Interexchange Service Tariff

SECTION 2 - RULES AND REGULATIONS, CONT.**2.4 Liabilities of Company, cont.**

- 2.4.2 The Company shall not be liable for claim or loss, expense or damage (including indirect, special or consequential damage), for any interruption, delay, error, omission, or defect in any service, facility, or transmission provided under this tariff, if caused by any person or entity other than the Company, by any malfunction of any service or facility provided by any other carrier, by an act of God, fire, war, civil disturbance, or act of government, or by any other cause beyond the Company's direct control.
- 2.4.3 The Company shall not be liable for, and shall be fully indemnified and held harmless by Customer against any claim or loss, expense, or damage (including indirect, special or consequential damage) for defamation, libel, slander, invasion, infringement of copy-right or patent, unauthorized use of any trademark, tradename, or service mark, unfair competition, interference with or misappropriation or violation of any contract, proprietary or creative right, or any other injury to any person, property or entity arising out of the material, data, information, or other content revealed to, transmitted, or used by the Company under this tariff; or for any act or omission of the Customer; or for any personal injury or death of any person caused directly or indirectly by the installation, maintenance, location, condition, operation, failure, presence, use or removal of equipment or wiring provided by the Company, if not directly caused by negligence of the Company.
- 2.4.4 No agent or employee of any other carrier shall be deemed to be an agent or employee of the Company.

ISSUED:**EFFECTIVE:**

ISSUED BY: Elder N. Ripper, President
3575 Lake Mary Blvd., Suite 107
Lake Mary, Florida 32746

Interexchange Service Tariff

SECTION 2 - RULES AND REGULATIONS, CONT.**2.4 Liabilities of Company, cont.**

2.4.5 The Company shall not be liable for any defacement of or damages to the premises of a Customer resulting from the furnishing of service which is not the direct result of the Company's negligence.

2.5 Deposits

The Company does not require a deposit from the Customer.

2.6 Taxes

All state and local taxes (i.e., gross receipts tax, sales tax, municipal utilities tax) are listed as separate line items and are not included in the quoted rates.

2.7 Terminal Equipment

The Company's facilities and service may be used with or terminated in Customer-provided terminal equipment or Customer-provided communications systems, such as a PBX, key systems or Pay Telephone. Such terminal equipment shall be furnished and maintained at the expense of the Customer, except as otherwise provided. The Customer is responsible for all costs at his or her premises, including personnel, wiring, electrical power, and the like, incurred in the use of the Company's service.

2.8 Installation

Service is installed upon mutual agreement between the Customer and the Company. The service agreement does not alter rates specified in this tariff.

ISSUED:**EFFECTIVE:**

ISSUED BY: Elder N. Ripper, President
3575 Lake Mary Blvd., Suite 107
Lake Mary, Florida 32746

Interexchange Service Tariff

SECTION 2 - RULES AND REGULATIONS, CONT.**2.9 Advance Payments**

For Customer whom the Company feels an advance payment is necessary, TCCF reserves the right to collect an amount not to exceed one (1) month's estimated charges as an advance payment for service. This will be applied against the next month's charges and a new advance payment may be collected for the next month.

2.10 Payment for Service

The Customer is responsible for payment of all charges for services and equipment furnished to the Customer or to an Authorized User of the Customer by TCCF. All charges due by the Customer are payable to the Company or to any agency duly authorized to receive such payments. The billing agency may be a local exchange telephone company, interexchange carrier, or other billing service. Terms of payment shall be according to the rules and regulations of the agency and subject to the rules of regulatory agencies, such as the ACC. Any objections to billed charges must be promptly reported to the Company or the Company's billing agent. Adjustments to Customer's bills shall be made to the extent circumstances exist which reasonably indicate that such changes are appropriate.

ISSUED:**EFFECTIVE:**

ISSUED BY: Elder N. Ripper, President
3575 Lake Mary Blvd., Suite 107
Lake Mary, Florida 32746

Interexchange Service Tariff

SECTION 2 - RULES AND REGULATIONS, CONT.

2.11 Late Payment Charge

A late fee of 1.5% monthly may be charged on any past due balances beginning 30 days from the mailing date of the bill.

2.12 Cancellation by Customer

Customer may cancel service by providing 30 days written notice to the Company.

2.13 Interconnection

Service furnished by TCCF may be connected with the services or facilities of other carriers or enhanced service providers. The Customer is responsible for all charges billed by these entities for use in connection with TCCF's service. Any special interface equipment or facilities necessary to achieve compatibility between these entities is the responsibility of the Customer.

ISSUED:

EFFECTIVE:

ISSUED BY: Elder N. Ripper, President
3575 Lake Mary Blvd., Suite 107
Lake Mary, Florida 32746

Interexchange Service Tariff

SECTION 2 - RULES AND REGULATIONS, CONT.

2.14 Refusal or Discontinuance by Company

TCCF may refuse or discontinue service under the following conditions provided that, unless otherwise stated, the Customer shall be given 7 days written notice to comply with any rule or remedy any deficiency:

- 2.14.1 For non-compliance with or violation of any State, municipal, or Federal law, ordinance or regulation pertaining to telephone service.
- 2.14.2 For use of telephone service for any other property or purpose than that described in the application.
- 2.14.3 For neglect or refusal to provide reasonable access to TCCF or its agents for the purpose of inspection and maintenance of equipment owned by TCCF or its agents.
- 2.14.4 For noncompliance with or violation of Commission regulation or TCCF's rules and regulations on file with the Commission, provided five days' written notice is given before termination.
- 2.14.5 For nonpayment of bills, provided that suspension or termination of service shall not be made without five days written notice to the Customer, except in extreme cases.
- 2.14.6 Without notice in the event of Customer or Authorized User use of equipment in such a manner as to adversely affect TCCF's equipment or service to others.
- 2.14.7 Without notice in the event of tampering with the equipment or services owned by TCCF or its agents.

ISSUED:

EFFECTIVE:

ISSUED BY: Elder N. Ripper, President
3575 Lake Mary Blvd., Suite 107
Lake Mary, Florida 32746

Interexchange Service Tariff

SECTION 2 - RULES AND REGULATIONS, CONT.**2.14 Refusal or Discontinuance by Company, cont.**

2.14.8 Without notice in the event of unauthorized or fraudulent use of service. Whenever service is discontinued for fraudulent use of service, TCCF may, before restoring service, require the Customer to make, at his or her own expense, all changes in facilities or equipment necessary to eliminate illegal use and to pay an amount reasonably estimated as the loss in revenues resulting from such fraudulent use.

2.14.9 Without notice by reason of any order or decision of a court or other government authority having jurisdiction which prohibits Carrier from furnishing such services.

2.14.10 For extended periods of inactivity.

2.15 Inspection, Testing, and Adjustment

Upon reasonable notice, the facilities provided by the Carrier shall be made available to the Carrier for tests and adjustments as may be deemed necessary by the Carrier for maintenance. No interruption allowance will be granted for the time during which such tests and adjustments are made.

2.16 Tests, Pilots, Promotional Campaigns and Contests

The Carrier may conduct special tests or pilot programs and promotions at its discretion to demonstrate the ease of use, quality of service and to promote the sale of its services. The Carrier may also waive a portion or all processing fees or installation fees for winners of contests and other occasional promotional events sponsored or endorsed by the Carrier. From time to time, the Company may waive all processing fees for a Customer.

ISSUED:**EFFECTIVE:**

ISSUED BY: Elder N. Ripper, President
3575 Lake Mary Blvd., Suite 107
Lake Mary, Florida 32746

Interexchange Service Tariff

SECTION 2 - RULES AND REGULATIONS, CONT.**2.17 Interruption of Service**

Credit allowances for interruptions of service which are not due to the Carrier's testing or adjusting, to the negligence of the Customer, or to the failure of channels, equipment or communications systems provided by the Customer, are subject to the general liability provisions set forth in Section 2.4 herein. It shall be the obligation of the Customer to notify Carrier immediately of any interruption in service for which a credit allowance is desired by Customer. Before giving such notice, Customer shall ascertain that the trouble is not within his or her control, or is not in wiring or equipment, if any, furnished by Customer and connected to Carrier's terminal. Interruptions caused by Customer-provided or Carrier-provided automatic dialing equipment are not deemed an interruption of service as defined herein since the Customer has the option of using the long distance network via local exchange company access.

ISSUED:**EFFECTIVE:**

ISSUED BY: Elder N. Ripper, President
3575 Lake Mary Blvd., Suite 107
Lake Mary, Florida 32746

Interexchange Service Tariff

SECTION 2 - RULES AND REGULATIONS, CONT.

2.18 Restoration of Service

The use and restoration of service shall be in accordance with the rules and regulations of the ACC.

2.19 Return Check Charges

A fee of \$20.00, or five percent of the amount of the check, whichever is greater, will be charged for each check returned for insufficient funds.

2.20 Reconnection Charge

A reconnection fee of \$25.00 per occurrence is charged when service is re-established for customers who have been disconnected for non-payment.

ISSUED:

EFFECTIVE:

ISSUED BY: Elder N. Ripper, President
3575 Lake Mary Blvd., Suite 107
Lake Mary, Florida 32746

Interexchange Service Tariff

SECTION 3 - DESCRIPTION OF SERVICE

3.1 Timing of Calls

- 3.1.1 Long distance usage charges are based on the actual usage of TCCF's network. The Company will determine that a call has been established through industry standard answer detection methods including, where available, by signal from the local telephone company.
- 3.1.2 Minimum billed call duration and billing increments differ from product to product. Product specific information is included in 4.0 Rate Schedules.
- 3.1.3 Usage is measured and rounded to the next higher billing increment for billing purposes.
- 3.1.4 There is no billing applied for incomplete calls.
- 3.1.5 Chargeable time ends when either party "hangs up" thereby releasing the network connection.

ISSUED:

EFFECTIVE:

ISSUED BY: Elder N. Ripper, President
3575 Lake Mary Blvd., Suite 107
Lake Mary, Florida 32746

Interexchange Service Tariff

SECTION 3 - DESCRIPTION OF SERVICE, CONT.

3.2 TCCF's Switched Long Distance Services

TCCF's switched inbound and outbound long distance services are offered to business and residential Customers for switched calling within the State of Arizona. Calls are billed in six second increments, with an 18 second minimum. Calls are not mileage sensitive.

3.3 TCCF's Dedicated Long Distance Services

TCCF's dedicated long distance services are inbound and outbound dedicated services offered to business and residential customers. Calls are billed in six second increments, with an 18 second minimum. Calls are not time of day or mileage sensitive. Non-recurring and monthly recurring charges also apply.

ISSUED:

EFFECTIVE:

ISSUED BY: Elder N. Ripper, President
3575 Lake Mary Blvd., Suite 107
Lake Mary, Florida 32746

Interexchange Service Tariff

SECTION 3 - DESCRIPTION OF SERVICE, CONT.**3.4 TCCF Calling Card**

The TCCF Calling Card is offered to residential and business customers for intrastate and interstate calling. Rates are not time of day or mileage sensitive. Calls are billed in one (1) minute increments after the initial minimum period of one (1) minute. There are no nonrecurring or monthly recurring charges. No calling card surcharge applies.

3.5 TCCF Prepaid Card Service

Prepaid Card Service is a switched service that enables an end-user to place calls charged to prepaid phone cards issued by TCCF. The end-user accesses the network by dialing TCCF's 800 number, which appears on each card. Cards are billed in one minute increments, with a one minute minimum call duration.

Prepaid Card Service is available 24 hours a day, 7 days a week. Card availability is subject to technical limitations and shall be handled on a first come, first served basis.

TCCF is not liable or responsible for theft, loss or unauthorized use of cards or card numbers. TCCF will not refund or issue credit on unused unit (minutes) of the Prepaid Card.

ISSUED:**EFFECTIVE:**

ISSUED BY: Elder N. Ripper, President
3575 Lake Mary Blvd., Suite 107
Lake Mary, Florida 32746

Interexchange Service Tariff

SECTION 4 - MAXIMUM RATES

4.1 General

Each Customer is charged individually for each call placed through the Carrier. Rates vary with call duration.

Customers are billed based on their use of TCCF's long distance service. Monthly recurring charges may also apply.

ISSUED:

EFFECTIVE:

ISSUED BY: Elder N. Ripper, President
3575 Lake Mary Blvd., Suite 107
Lake Mary, Florida 32746

Interexchange Service Tariff

SECTION 4 - MAXIMUM RATES, CONT.

4.2 TCCF Switched Inbound and Outbound Intrastate Rates

4.2.1 Business Rates

Business rate plans are offered to business customers. These rate plans are also available to residential customers whose combined interstate and intrastate long distance usage exceeds \$50.00 per month.

	Initial 18 <u>Seconds</u>	Each Additional <u>6 Seconds</u>
Plan B1:	\$.0392	\$.0131
	Initial 18 <u>Seconds</u>	Each Additional <u>6 Seconds</u>
Plan B2:	\$.0428	\$.0143
	Initial 18 <u>Seconds</u>	Each Additional <u>6 Seconds</u>
Plan B3:	\$.0500	\$.0167

4.2.2 Residential Rates

Residential rates are offered to residential customers whose combined interstate and intrastate long distance usage is less than \$50.00 per month.

	Initial 18 <u>Seconds</u>	Each Additional <u>6 Seconds</u>
Peak:	\$.0680	\$.0227
Off-peak:	\$.0356	\$.0119

ISSUED:

EFFECTIVE:

ISSUED BY: Elder N. Ripper, President
3575 Lake Mary Blvd., Suite 107
Lake Mary, Florida 32746

Interexchange Service Tariff

SECTION 4 - MAXIMUM RATES, CONT.

4.3 TCCF Dedicated Inbound and Outbound Intrastate Rates (Business & Residential)

Initial 18	Each Additional
<u>Seconds</u>	<u>6 Seconds</u>
\$.0248	\$.0083

Customers of TCCF's dedicated services will also be charged for other costs associated with dedicated access, including installation charges and monthly recurring fees imposed by the access provider. Charges for these services will be those of the access provider plus an additional 10%, to cover TCCF's overhead and other costs of providing this service.

4.4 TCCF Calling Card

Per Minute: \$.2268

4.5 TCCF Prepaid Card Service

Per Minute: \$.1740

The TCCF Prepaid Card Service cards are subject to a per card surcharge of \$1.20.

4.6 Time of Day and Holiday Rate Periods

The rate for a call depends in part on the time of day rate period during which the call takes place. Where applicable, the Company uses the following definitions for time of day rate periods:

Peak - 8:00 AM to, but not including 5:00 PM MON - FRI.

Off-Peak - 5:00 PM to, but not including 8:00 AM MON - FRI and at all times Saturday, Sunday and holidays.

ISSUED:

EFFECTIVE:

ISSUED BY: Elder N. Ripper, President
3575 Lake Mary Blvd., Suite 107
Lake Mary, Florida 32746

TELEPHONE COMPANY OF CENTRAL FLORIDA, INC.

Price List

Title Page, Original

Interexchange Services Price List

PRICE LIST OF

TELEPHONE COMPANY OF CENTRAL FLORIDA, INC.

This price list contains the rates applicable to the furnishing of Intrastate Resale Common Carrier Communications offered by Telephone Company of Central Florida, Inc. between points within Arizona.

ISSUED:

EFFECTIVE:

ISSUED BY: Elder N. Ripper, President
3575 Lake Mary Blvd., Suite 107
Lake Mary, Florida 32746

Interexchange Services Price List

CURRENT RATES

General

Each Customer is charged individually for each call placed through the Carrier. Rates vary with call duration.

Customers are billed based on their use of TCCF's long distance service. Monthly recurring charges may also apply.

ISSUED:

EFFECTIVE:

ISSUED BY: Elder N. Ripper, President
3575 Lake Mary Blvd., Suite 107
Lake Mary, Florida 32746

Interexchange Services Price List

CURRENT RATES, CONT.

1. TCCF Switched Inbound and Outbound Intrastate Rates

1.1 Business Rates

Business rate plans are offered to business customers. These rate plans are also available to residential customers whose combined interstate and intrastate long distance usage exceeds \$50.00 per month.

	Initial 18 <u>Seconds</u>	Each Additional <u>6 Seconds</u>
Plan B1:	\$.0327	\$.0109
	Initial 18 <u>Seconds</u>	Each Additional <u>6 Seconds</u>
Plan B2:	\$.0357	\$.0119
	Initial 18 <u>Seconds</u>	Each Additional <u>6 Seconds</u>
Plan B3:	\$.0417	\$.0139

1.2 Residential Rates

Residential rates are offered to residential customers whose combined interstate and intrastate long distance usage is less than \$50.00 per month.

	Initial 18 <u>Seconds</u>	Each Additional <u>6 Seconds</u>
Peak:	\$.0567	\$.0189
Off-peak:	\$.0297	\$.0099

ISSUED:

EFFECTIVE:

ISSUED BY: Elder N. Ripper, President
3575 Lake Mary Blvd., Suite 107
Lake Mary, Florida 32746

Interexchange Services Price List

CURRENT RATES, CONT.**2. TCCF Dedicated Inbound and Outbound Intrastate Rates (Business & Residential)**

Initial 18	Each Additional
<u>Seconds</u>	<u>6 Seconds</u>
\$.0207	\$.0069

Customers of TCCF's dedicated services will also be charged for other costs associated with dedicated access, including installation charges and monthly recurring fees imposed by the access provider. Charges for these services will be those of the access provider plus an additional 10%, to cover TCCF's overhead and other costs of providing this service.

3. TCCF Calling Card

Per Minute: \$.189

4. TCCF Prepaid Card Service

Per Minute: \$.1450

The TCCF Prepaid Card Service cards are subject to a per card surcharge of \$1.00.

5. Time of Day and Holiday Rate Periods

The rate for a call depends in part on the time of day rate period during which the call takes place. Where applicable, the Company uses the following definitions for time of day rate periods:

Peak - 8:00 AM to, but not including 5:00 PM MON - FRI.

Off-Peak - 5:00 PM to, but not including 8:00 AM MON - FRI and at all times Saturday, Sunday and holidays.

ISSUED:**EFFECTIVE:**

ISSUED BY: Elder N. Ripper, President
3575 Lake Mary Blvd., Suite 107
Lake Mary, Florida 32746

ATTACHMENT D

TELEPHONE COMPANY OF CENTRAL FLORIDA, INC.
BALANCE SHEET
AS OF AUGUST 31, 1997 (UNAUDITED)

ASSETSCURRENT ASSETS

Cash	\$4,256.6	
Receivables	\$2,259.4	
Prepaid Expenses	<u>\$ 850.0</u>	
		\$7,366.0

PROPERTY AND EXPENSES

Property & Equipment net of Accumulated Depreciation of (\$10,600)		\$ 192.6
--	--	----------

TOTAL ASSETS		<u>\$7,558.6</u>
--------------	--	------------------

LIABILITIES & STOCKHOLDER'S EQUITYCURRENT LIABILITIES

Accounts Payable	\$3,088.2	
Accrued Expenses	<u>\$ 49.9</u>	
TOTAL CURRENT LIABILITIES		\$3,138.1

STOCKHOLDER'S EQUITY

Capital Stock	\$1,106.0	
Additional Paid in Capital	\$ 137.5	
Cash Dividends	\$ (650.0)	
Retained Earnings	\$ (155.0)	
Net Income	<u>\$3,982.0</u>	
Total Stockholder's Equity		\$4,420.5

TOTAL LIABILITIES & STOCKHOLDER'S EQUITY		<u>\$7,558.6</u>
--	--	------------------

TELEPHONE COMPANY OF CENTRAL FLORIDA
STATEMENT OF INCOME
JANUARY THRU AUGUST 1997 (UNAUDITED)

(000,s)

SALES	\$	12,365.2
LESS COST OF SALES	\$	<u>(6,943.3)</u>
GROSS PROFIT		\$5,421.90
EXPENSES		
BAD DEBT	\$	(187.0)
G&A	\$	(902.9)
SELLING	\$	<u>(350.0)</u>
TOTAL EXPENSE	\$	(1,439.9)
OPERATING INCOME		\$3,982.00
OTHER INCOME	\$	-
NET INCOME		<u>\$3,982.00</u>

APPLICATION FOR AUTHORITY
TO TRANSACT BUSINESS IN ARIZONA

AZ CORP COMMISSION
FOR THE STATE OF AZ.
DELIVERED

BY

JUL 10 1 36 PM '97
FILED BY T. Heel
DATE FILED 7/13
TERM _____
DATE _____ TIME _____

Telephone Company of Central Florida, Inc.

A(n) Florida CORPORATION
(State, Province or Country)

F08169220

1. The exact name of the foreign corporation is

Telephone Company of Central Florida, Inc.

If the exact name of the foreign corporation is not available for use in this state, then the fictitious name adopted for use by the corporation in Arizona is:

(FN).

2. The name of the state, province or country in which the foreign corporation is incorporated is:

Florida

3. The foreign corporation was incorporated on the 6 day of December, 19 95

and the period of its duration is perpetual.

4. The street address of the principal office of the foreign corporation in the state, province or

country of its incorporation is:

3575 Lake Mary Blvd.

Suite 107

Lake Mary, Florida 32746

- 5.a. The name and street address of the statutory agent for the foreign corporation in Arizona is:

CSC-Lawyers Incorporating Service, FN

3636 N. Central Avenue

Phoenix, Arizona 85012

5.b. The street address of the known place of business of the foreign corporation in Arizona IF DIFFERENT from the street address of the statutory agent is:

6. The purpose of the corporation is to engage in any and all lawful business in which corporations may engage in the state, province or country under whose law the foreign corporation is incorporated, with the following limitations, if any: (If none, so state.)

None

7. The names and usual business addresses of the current directors and officers of the foreign corporation are: (Attach additional sheets if necessary.)

Elder N. Ripper, President/
Director [title]
3575 Lake Mary Blvd., Suite 107
Lake Mary, FL 32746

Andrea Welch, Director [title]
3575 Lake Mary Blvd., Suite 107
Lake Mary, FL 32746

Leon Brauser, Director [title]
3575 Lake Mary Blvd., Suite 107
Lake Mary, FL 32746

Michael Brauser, Director [title]
3575 Lake Mary Blvd., Suite 107
Lake Mary, FL 32746

8. The foreign corporation is authorized to issue 50,000 shares, itemized as follows:
(Attach additional sheets if necessary.)

25,000 shares of Common-A voting [class or series] stock at
no par value or par value of \$.01 per share.

25,000 shares of Common-B non- [class or series] stock at
no par value or par value of \$.01 voting per share.

_____ shares of _____ [class or series] stock at
no par value or par value of \$ _____ per share.

9. The foreign corporation has issued 25,000 shares, itemized as follows:
(Attach additional sheets if necessary.)

10,000 shares of Common-A [class or series] stock at
no par value or par value of \$.01 per share.

15,000 shares of Common-B [class or series] stock at
no par value or par value of \$.01 per share.

 shares of [class or series] stock at
 no par value or par value of \$ per share.

10. The character of business the foreign corporation initially intends to conduct in Arizona is:
Telecommunications services

This application is accompanied by:

A Certificate of Disclosure containing the information set forth in Arizona Revised Statutes Section 10-202.D.

A certified copy of our articles of incorporation, all amendments (AZ Const. Art. XIV, §8) and a certificate of existence or document of similar import duly authenticated by the official having custody of corporate records in the state, province or country under whose laws we are incorporated (A.R.S. §10-1503.B).

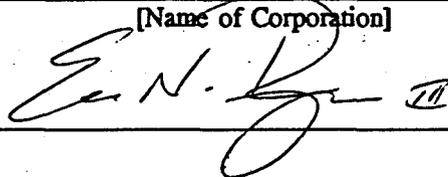
The filing fee(s) (U.S.) made payable to the Arizona Corporation Commission.

DATED this 6 day of June, 1997.

Telephone Company of Central Florida, Inc.

[Name of Corporation]

Executed by

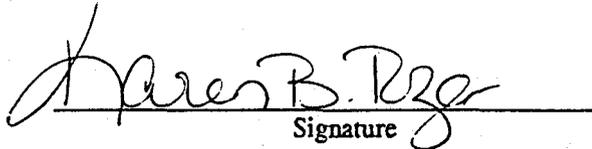


Elder N. Ripper
[print name]

President
[title]

ACCEPTANCE OF APPOINTMENT BY STATUTORY AGENT

The undersigned hereby acknowledges and accepts the appointment as statutory agent of this corporation effective this 12 day of June, 1997.


Signature

Karen B. Rozar, as agent
[Print Name]

ARIZONA CORPORATION COMMISSION
CORPORATIONS DIVISION

Phoenix Address: 1300 West Washington
Phoenix, Arizona 85007-2929

Tucson Address: 400 West Congress
Tucson, Arizona 85701-1347

CERTIFICATE OF DISCLOSURE
A.R.S. §10-202.D

Telephone Company of Central Florida, Inc.
EXACT CORPORATE NAME

HECK APPROPRIATE BOX (A OR B)
ANSWER "C"

THE UNDERSIGNED CERTIFY THAT:

No persons serving either by elections or appointment as officers, directors, trustees, incorporators and persons controlling or holding over 10% of the issued and outstanding common shares or 10% of any other proprietary, beneficial or membership interest in the corporation:

1. Have been convicted of a felony involving a transaction in securities, consumer fraud or antitrust in any state or federal jurisdiction within the seven-year period immediately preceding the execution of this Certificate.
2. Have been convicted of a felony, the essential elements of which consisted of fraud, misrepresentation, theft by false pretenses, or restraint of trade or monopoly in any state or federal jurisdiction within the seven-year period immediately preceding the execution of this Certificate.
3. Have been or are subject to an injunction, judgment, decree or permanent order of any state or federal court entered within the seven-year period immediately preceding the execution of this Certificate wherein such injunction, judgment, decree or permanent order:
 - (a) Involved the violation of fraud or registration provisions of the securities laws of that jurisdiction; or
 - (b) Involved the violation of the consumer fraud laws of that jurisdiction; or
 - (c) Involved the violation of the antitrust or restraint of trade laws of that jurisdiction.

For any person or persons who have been or are subject to one or more of the statements in Items A.1 through A.3 above, the following information MUST be attached:

1. Full name, prior name(s) and aliases, if used.
2. Full birth name.
3. Present home address.
4. Prior addresses (for immediate preceding 7-year period).
5. Date and location of birth.
6. Social Security number.
7. The nature and description of each conviction or judicial action, date and location, the court and public agency involved and file or cause number of case.

Has any person serving as an officer, director, trustee or incorporator of the corporation served in any such capacity or held or controlled over 20% of the issued and outstanding common shares, or 20% of any other proprietary, beneficial or membership interest in any corporation which has been placed in bankruptcy, receivership or had its charter revoked, or administratively or judicially dissolved by any state or jurisdiction?

Yes _____ No X

YOUR ANSWER TO THE ABOVE QUESTION IS "YES", YOU MUST ATTACH THE FOLLOWING INFORMATION FOR EACH CORPORATION:

1. Name and address of the corporation.
2. Full name (including aliases) and address of each person involved.
3. State(s) in which the corporation:
 - (a) Was incorporated.
 - (b) Has transacted business.
4. Dates of corporate operation.

The fiscal year end adopted by the corporation is 12/31

Under penalties of law, the undersigned incorporator(s)/officer(s) declare(s) that I(we) have examined this Certificate, including any attachments, and to the best of my(our) knowledge and belief it is true, correct and complete. THE SIGNATURE(S) MUST BE DATED WITHIN THIRTY (30) DAYS OF THE DELIVERY DATE.

Elder N. Ripper BY _____

PRINT NAME Elder N. Ripper PRINT NAME _____

TITLE President DATE 6-6-97 TITLE _____ DATE _____

DOMESTIC CORPORATIONS: ALL INCORPORATORS MUST SIGN THE INITIAL CERTIFICATE OF DISCLOSURE. If within sixty days, any person becomes an officer, director, trustee or person controlling or holding over 10% of the issued and outstanding shares or 10% of any other proprietary, beneficial, or membership interest in the corporation and the person was not included in this disclosure, the corporation must file an AMENDED certificate signed by at least one duly authorized officer of the corporation.

FOREIGN CORPORATIONS: MUST BE SIGNED BY AT LEAST ONE DULY AUTHORIZED OFFICER OF THE CORPORATION.