



0000047331

"ITS" Network Services
"Integrated TeleServices....at your fingertips...."

ORIGINAL

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**AZ CORP COMMISSION
DOCUMENT CONTROL**

February 19, 2002

John Bostwick
CC&N Specialist
ARIZONA CORPORATION COMMISSION
1200 W. Washington Street
Phoenix, Arizona 85007

T-04078A-02-0028

Re: ~~T-04045A-01-0698~~

Application of ECI Communications, Inc., d/b/a ITS Network Services for a Certificate of Convenience and Necessity

Dear Mr. Bostwick:

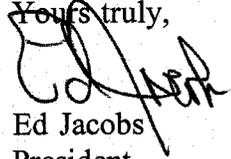
Enclosed are an original and ten copies of the data request for ECI Communications, Inc., d/b/a ITS Network Services.

So that our records will be complete, I would appreciate it if you would please date-stamp the extra copy of this transmittal letter and mail it in the envelope provided.

Any questions regarding this Application should be directed to Todd H. Lowe, President, Visiology, Inc., 16061 Carmel Bay Drive, Northport, Alabama 35475, who may be reached by telephone at (205) 330-1701.

Thank you for your assistance in this matter.

Yours truly,

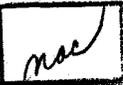

Ed Jacobs
President

enclosure

Arizona Corporation Commission

DOCKETED

MAR 05 2002

DOCKETED BY 



"ITS Network Services, Inc.
7108 Fresno Avenue, Suite 300
Fresno, CA 93720
(559) 447-2100 • (559) 447-2121

ECI Communications, Inc.

ARIZONA CORPORATION COMMISSION

CC&N APPLICATION

ATTACHMENT A

CORPORATE DOCUMENTS

WILLIAM A. MUNDELL
CHAIRMAN

JIM IRVIN
COMMISSIONER

MARC SPITZER
COMMISSIONER



ARIZONA CORPORATION COMMISSION

BRIAN C. MCNEIL
EXECUTIVE SECRETARY

JOANNE C. MACDONNELL
DIRECTOR, CORPORATIONS DIVISION

CAPITOL DOCUMENT SERVICES INC.
P.O. BOX 13461
PHOENIX, AZ 85002

RE: E.C.I. COMMUNICATIONS, INC.
File Number: F-1007686-9

We are pleased to notify you that your Application for Authority to transact business in Arizona was approved and filed on November 2, 2001.

You must publish a copy of your Application for Authority. The publication must be in a newspaper of general circulation in the county of the known place of business in Arizona, as filed with the Commission for three (3) consecutive publications. An affidavit from the newspaper, evidencing such publication, must be delivered to the Commission for filing WITHIN NINETY (90) DAYS from the File Date.

All corporations transacting business in Arizona are required to file an Annual Report with the Commission, on the anniversary of the date of incorporation. Each year, a preprinted Annual Report form will be mailed to the corporation's known place of business approximately two months prior to the due date of the report. Should the report fail to arrive, contact the Commission. It is imperative that corporations notify the Commission immediately (in writing) if they change their corporate address, statutory agent or agent address. Address change orders must be executed (signed) by a corporate officer. Postal forwarding orders are not sufficient.

The Commission strongly recommends that you periodically check Commission records regarding the corporation. The Commission web site www.cc.state.az.us/corp contains information specific to each corporation of record and is a good general source of information.

If you have any questions or need further information, please contact us at (602) 542-3135 in Phoenix, (520) 628-6560 in Tucson, or Toll Free (Arizona residents only) at 1-800-345-5819.

Sincerely,
MARY FLOREZ-GASTELO
Examiner
Corporations Division

CF:07, Rev: 10/2001

STATE OF ARIZONA

Department of State



TRADE NAME CERTIFICATION

ITS NETWORK SERVICES

I, Betsey Bayless, Secretary of State, do hereby certify that in accordance with the Trade Name Application filed in this Office, the Trade Name herein certified has been duly registered pursuant to Section 44-1460, Arizona Revised Statutes, in behalf of:

ECI COMMUNICATIONS INC.
7108 N FRESNO AVE #300
FRESNO CA 93720-

11/6/01 Application



Registration Date: 11/06/2001

Expiration Date: 11/6/06

Date First Used: 12/26/01

Trade Name No.: 258142

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of Arizona. Done at Phoenix, the capitol, this 20 day of November, 2001.

Betsey Bayless
BETSEY BAYLESS

ECI Communications, Inc.

ARIZONA CORPORATION COMMISSION

CC&N APPLICATION

ATTACHMENT C

FINANCIAL STATEMENTS

ECI Communications, Inc.

**Company incorporated on
September 20, 2000**

**First fiscal year report
June 30, 2002**

ECI COMMUNICATIONS, INC.
BALANCE SHEET
AS OF DECEMBER 31, 2001
(UNAUDITED)

ASSETS

CURRENT ASSETS

Cash	\$ 271,908.60
Accounts Receivable, Net	407,542.08
Other Receivables	31,472.73
Prepaid Expenses & Retainers	82,409.65
Inventory	3,308.55
Total Current Assets	796,641.61

FIXED ASSETS

Furniture, Equipment & Software, Net	70,019.93
Total Fixed Assets	70,019.93

OTHER ASSETS

Deposits	12,500.60
Goodwill	150,000.00
ITS Customer Base, Net	146,227.48
Total Other Assets	308,728.08
Total Assets	\$1,175,389.62

LIABILITIES & STOCKHOLDERS' EQUITY

CURRENT LIABILITIES

Accounts Payables	\$ 292,847.57
Accrued Expenses & Taxes	107,662.72
Reserves	1,600.00
Contracts Payable	30,000.00
Total Current Liabilities	432,110.29

LONG TERM LIABILITIES

Total Liabilities	0.00
	432,110.29

STOCKHOLDERS' EQUITY

Preferred Stock, \$.0001 par value; 10,000,000 shares authorized; 0 and 1,134,000 shares issued & outstanding on June 30, 2001 and December 31, 2001, respectively; convertible into a total of 1,133,993 shares of common stock	504,562.50
Common Stock, \$.0001 par value; 100,000,000 shares authorized; 1,000,000 and 1,716,667 shares issued & outstanding on June 30, 2001 and December 31, 2001, respectively	206,000.00
Retained Earnings	32,716.83
Total Stockholders' Equity	743,279.33
Total Liabilities & Stockholders' Equity	\$1,175,389.62

ECI COMMUNICATIONS, INC.
STATEMENT OF OPERATIONS
FOR THE SIX MONTHS ENDING DECEMBER 31, 2001
(Fiscal Year Ending June 30)
(UNAUDITED)

REVENUES	\$1,701,108.62
COST OF SALES	<u>1,201,656.73</u>
Gross Profit	<u>499,451.89</u>
OPERATING EXPENSES	
Employee Salaries & Wages	210,141.66
Employee Taxes & Benefits	33,829.47
Amortization & Depreciation	18,676.74
Equipment Rental & Repair	2,537.54
Insurance	1,265.54
Licenses & Subscriptions	4,366.48
Legal & Accounting	9,534.31
Miscellaneous	1,922.43
Outside Services	45,639.00
Other Expense	30,000.00
Printing & Postage	7,706.95
Promotion & Advertising	1,336.57
Regulatory Expense	10,188.82
Rent & Utilities	38,647.47
Supplies	4,085.90
Software Leasing	11,295.76
Telephone & Telecom	8,763.22
Travel, Lodging & Meals	<u>19,255.67</u>
Total Operating Expenses	<u>459,193.53</u>
Net Income from Operations	<u>40,258.36</u>
OTHER INCOME/(EXPENSE)	
Interest Income	<u>39.23</u>
Total Other Income/(Expense)	<u>39.23</u>
Net Income Before Income Taxes	40,297.59
ESTIMATED INCOME TAXES	<u>3,156.89</u>
Net Income After Taxes	<u>\$ 37,140.70</u>

ECI COMMUNICATIONS, CORP.
BALANCE SHEET
AS OF JUNE 30, 2001

ASSETS

Cash in Bank	\$10,089.03
Prepaid Expenses	17,490.60
Advances	10,000.00
Expenses To Be Capitalized When Purchase Of ITS Assets Is Finalized	<u>48,646.50</u>
Total Assets	<u>\$86,226.13</u>

LIABILITIES

Accrued Expenses Related To Future ITS Assets Purchase	\$15,650.00
Notes Payable To Shareholders	<u>70,000.00</u>
Total Liabilities	<u>85,650.00</u>

SHAREHOLDERS' EQUITY

Common Stock - 100,000,000 Shares Authorized. 1,000,000 Shares Issued & Outstanding	5,000.00
Net Profit/(Loss) Thru 06-30-01	<u>(4,423.87)</u>
Total Shareholders' Equity	<u>576.13</u>
Total Liabilities & Shareholders' Equity	<u>\$86,226.13</u>

ECI COMMUNICATIONS, CORP.
INCOME STATEMENT
FOR THE FISCAL YEAR ENDING JUNE 30, 2001

REVENUE	\$ 0.00
OPERATING EXPENSE	
Bank Charges	60.00
Legal Fees	<u>510.00</u>
Net Operating Profit/(Loss)	<u>(570.00)</u>
OTHER INCOME/(EXPENSE)	
Interest Income	146.13
Write-Off Of Organization Costs	<u>(4,000.00)</u>
Total Other Income/(Expense)	<u>(3,853.87)</u>
Net Profit/(Loss) This Year To Date	<u>\$(4,423.87)</u>

ECI Communications, Inc.

ARIZONA CORPORATION COMMISSION

CC&N APPLICATION

ATTACHMENT D

PROOF OF PUBLICATION

Visiology, Inc.

Todd H. Lowe (205) 330-1701
Barbara L. Lowe (205) 330-1702
Bobbi Ferguson (205) 330-1703
FAX (205) 330-1705
WEB www.visiology.com
E-Mail toddlowe@visiology.com
toddlowe@worldnet.att.net

February 18, 2002

Docket Control Center
ATTN:
ARIZONA CORPORATION COMMISSION
1200 W. Washington Street
Phoenix, Arizona 85007

Re: **T-04078A-02-0028**
Application of ECI Communications, Inc. for a Certificate of Convenience and Necessity

Dear Sir:

Enclosed are a Docket Control cover sheet and an original and eleven (11) copies of the Public Notice for the application of ECI Communications, Inc. for a Certificate of Convenience and Necessity. So that our records will be complete, I would appreciate it if you would please date-stamp the extra copy of this transmittal letter and mail it in the envelope provided.

Any questions regarding this Application should be directed to Todd H. Lowe, President, Visiology, Inc., 16061 Carmel Bay Drive, Northport, Alabama 35475, who may be reached by telephone at (205) 330-1701.

Thank you for your assistance in this matter.

Yours truly,



Todd H. Lowe
Consultant to ECI Communications, Inc.

Attachments

COVER SHEET

ARIZONA CORPORATION COMMISSION
DOCKET CONTROL CENTER

CASE/COMPANY NAME: ECI Communications, Inc.
d/b/a ITS Network Services

DOCKET NO. T-04078A-02-0028

D/B/A or RESPONDENT:

NATURE OF ACTION OR DESCRIPTION OF DOCUMENT

Please mark the item that describes the nature of the case/filing:

X 01 NEW APPLICATIONS

- NEW CC&N
- RATES
- INTERIM RATES
- CANCELLATION OF CC&N
- DELETION OF CC&N TERRITORY
- EXTENSION OF CC&N (TERRITORY)
- TARIFF - NEW (NEXT OPEN MEETING)
- REQUEST FOR ARBITRATION (TELECOMMUNICATION ACT)
- FULLY OR PARTIALLY ARBITRATED INTERCONNECTION AGREEMENT (TELECOM. ACT)
- VOLUNTARY INTERCONNECTION AGREEMENT (Telecom. Act)
- MAIN EXTENSION
- CONTRACT/AGREEMENTS
- COMPLAINT (Formal)
- RULE VARIANCE/WAIVER REQUEST
- SITTING COMMITTEE CASE
- SMALL WATER COMPANY - SURCHARGE (SENATE BILL 1252)
- NOTICE OF OPPORTUNITY
- SALE OF ASSETS & TRANSFER OF OWNERSHIP
- SALE OF ASSETS & CANCELLATION OF CC&N
- FUEL ADJUSTER/PGA
- MERGER
- FINANCING
- MISCELLANEOUS

Specify _____

02 REVISIONS/AMENDMENTS TO PENDING OR APPROVED MATTERS

APPLICATION COMPANY DOCKET NO _____

TARIFF PROMOTIONAL
DECISION NO. _____
DOCKET NO. _____
COMPLIANCE
DECISION NO. _____
DOCKET NO. _____

MISCELLANEOUS FILINGS

- 04 AFFIDAVIT
- 12 EXCEPTION
- 18 REQUEST FOR INTERVENTION
- 48 REQUEST FOR HEARING
- 24 OPPOSITION
- 50 COMPLIANCE ITEM FOR APPROVAL
- 32 TESTIMONY
- 47 COMMENTS
- 29 STIPULATION
- 38 NOTICE OF INTENT (Only notification of future action/no action necessary)
- 43 PETITION
- 46 NOTICE OF LIMITED APPEARANCE
- 39 OTHER

Specify _____

February 18, 2002
Date

Todd H. Lowe, Visiology, Inc.
Print Name of Applicant/Company/contact person

ECI Communications, Inc.

ARIZONA CORPORATION COMMISSION

CC&N APPLICATION

ATTACHMENT E

**STATEMENT ON PREPAYMENTS, ADVANCE PAYMENTS,
AND DEPOSITS**

"ITS" Network Services

"Integrated TeleServices....at your fingertips...."

February 19, 2002

John Bostwick
CC&N Specialist
ARIZONA CORPORATION COMMISSION
1200 W. Washington Street
Phoenix, Arizona 85007

Re: **T-04045A-01-0698**

Application of ECI Communications, Inc., d/b/a ITS Network Services for a Certificate of Convenience and Necessity

Dear Mr. Bostwick:

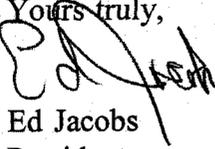
As requested in item 12 of your data request dated January 22, 2002, ECI Communications, Inc., d/b/a ITS Network Services provides the following Statement.

ECI Communications, Inc., d/b/a ITS Network Services is not currently, and will not in the future, charge its Arizona customers for any prepayments, advances, or deposits.

If in the future, the Applicant desires to charge prepayments, advances, or deposits, it must file information with the Commission that demonstrates the Applicant's financial viability. Staff will review the information and forward its recommendation to the Commission for a Decision.

Thank you for your assistance in this matter.

Yours truly,


Ed Jacobs
President



ITS Network Services, Inc.

7108 Fresno Avenue, Suite 300

Fresno, CA 93720

(559) 447-2100 • (559) 447-2121

STAFF'S FIRST SET OF DATA REQUESTS TO
ECI Communications, Inc., d/b/a ITS Network Services
DOCKET NO. T-04045A-01-0698

In order for Staff to continue with its review of this application, the following information must be submitted:

1. For each type of telecommunications services you indicated that you want to provide in Arizona.

Resold long distance services (answer items 1 - 16 and items 17 - 21)

2. Please provide a copy of the Applicant's authority to do business in Arizona as Attachment "A". **Attached As Attachment A.**

3. Please indicate the geographic market you will serve:

Statewide

Other, describe the area by community or rate center name
_____.

4. Please indicate if the Company has been or the Company is concurrently involved in any formal complaint proceedings pending before any State or Federal Regulatory Commission. **NO**

If "yes", in which states is the Company involved in proceedings?

What is the substance of these complaints?

Provide a copy of the Commission order(s) that resolved any of these complaints.

5. Please indicate if the Company has been or the Company is concurrently involved in any civil or criminal investigations related to the delivery of telecommunications services within the last five years. **No**

If "yes", in which states has the Applicant been involved in investigations?

Indicate why is the Applicant being investigated.

STAFF'S FIRST SET OF DATA REQUESTS TO
ECI Communications, Inc., d/b/a ITS Network Services
DOCKET NO. T-04045A-01-0698

6. Please indicate if the Applicant had judgement 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. **NO**

If "yes", list the states in which a judgement or conviction was entered.

Provide a copy of the court order.

7. Please indicate if your customers will be able to access alternative toll service providers or resellers via 1+101XXXX access. **Yes**

8. Please indicate if your Company has financial statements for the two most recent years. **No. Incorporated September 20, 2000.**

If "no", explain why and give the date your Company began operations.

9. Please provide financial information as Attachment "C".

Provide us with a copy of your Company's balance sheet in Attachment "C".

Provide us with a copy of your Company's income statement in Attachment "C".

Provide us with a copy of your Company's audit report (if audited) in Attachment "C".

Provide all related notes to these financial statements for the two most recent years that your Company has been in business in Attachment "C".

Financials attached as Attachment C on application. The name on the financials is ECI Communications, Inc.. ITS Network services is a d/b/a name of ECI Communications, Inc.

10. Please provide retained earnings account information on the balance sheet or on a separate sheet in Attachment "C". **On Balance Sheet**

STAFF'S FIRST SET OF DATA REQUESTS TO
ECI Communications, Inc., d/b/a ITS Network Services
DOCKET NO. T-04045A-01-0698

11. Please submit copies of affidavits of publications that the Company has, as required, published legal notice of the application in all counties where services will be provided. Prior to the issuance of a CC&N, the Applicant is to complete and submit the following:

A correspondence letter. Refer to the Sample Correspondence Letter in the Legal Notice Material;

Affidavits of publication form. Refer to the Sample Proof of Publication and an Affidavit of Publication in the Legal Notice Material; and

The actual copy of your Company's published Legal Notice as noted in the Legal Notice Material.

Attached as Attachment D

12. Letter Attached as Attachment E.
13. Please indicate if your Company is currently reselling long distance telecommunications services in Arizona. **No**

If "yes", please provide the date or approximate date you began reselling long distance telecommunications services in Arizona.

Identify the types of long distance telecommunications services you resell.

Identify whether operator services are provided or resold.

Identify whether operator services are provided or resold to traffic aggregators (as defined in A.A.C. Rule R14-2-1001 (3)).

(Note: Commission rule requires that a separate CC&N, issued under Article 10, be obtained in order to provide operator services to traffic aggregators.)

Identify the number of customers in Arizona for each type of resold long distance telecommunications service.

Identify the total number of long distance intrastate minutes resold in the latest 12-month period for which data is available.

If "no", please indicate the date when your Company plans to begin reselling long distance telecommunications services in Arizona. **1st Quarter 2002**

STAFF'S FIRST SET OF DATA REQUESTS TO
ECI Communications, Inc., d/b/a ITS Network Services
DOCKET NO. T-04045A-01-0698

14. Please list the states in which you have applied for authority to offer resold long distance telecommunications services. **Alabama, Arizona, Arkansas, California, Colorado, Florida, Georgia, Hawaii, Idaho, Illinois, Indiana, Iowa, Kansas, Kentucky, Louisiana, Massachusetts, Michigan, Minnesota, Mississippi, Missouri, Montana, Nebraska, Nevada, New Hampshire, New Jersey, New York, North Carolina, North Dakota, Ohio, Oklahoma, Oregon, Pennsylvania, South Dakota, Texas, Utah , Vermont, Virginia, Washington, West Virginia, Wisconsin, and Wyoming.**
15. Please indicate the resold long distance telecommunications services you applied for in each state. **The same as in this application.**
16. Please list the states in which you have been approved to offer resold long distance telecommunications services similar to those you intend to resell in Arizona. **Alabama, Arkansas, California, Idaho, Iowa, Massachusetts, Michigan, Montana, New Jersey, North Carolina, Oregon, Texas, Utah , Virginia, Wisconsin, and Wyoming.**
17. Please list the states in which you currently offer resold long distance telecommunications services similar to those you intend to resell in Arizona.

California

ARIZONA CORPORATION COMMISSION DOCKET CONTROL RECEIVED ORIGINAL

CASE/COMPANY NAME: ECI Communications, Inc. 2002 FEB 19 DOCKET NO. T-04078A-02-0028

d/b/a ITS Network Services

D/B/A or RESPONDENT:

AZ CORP COMMISSION DOCUMENT CONTROL

NATURE OF ACTION OR DESCRIPTION OF DOCUMENT

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- NEW CC&N, RATES, INTERIM RATES, CANCELLATION OF CC&N, DELETION OF CC&N TERRITORY, EXTENSION OF CC&N (TERRITORY), TARIFF - NEW (NEXT OPEN MEETING), REQUEST FOR ARBITRATION (TELECOMMUNICATION ACT), FULLY OR PARTIALLY ARBITRATED INTERCONNECTION AGREEMENT (TELECOM. ACT), VOLUNTARY INTERCONNECTION AGREEMENT (Telecom. Act), MAIN EXTENSION, CONTRACT/AGREEMENTS, COMPLAINT (Formal), RULE VARIANCE/WAIVER REQUEST, SITTING COMMITTEE CASE, SMALL WATER COMPANY - SURCHARGE (SENATE BILL 1252), NOTICE OF OPPORTUNITY, SALE OF ASSETS & TRANSFER OF OWNERSHIP, SALE OF ASSETS & CANCELLATION OF CC&N, FUEL ADJUSTER/PGA, MERGER, FINANCING, MISCELLANEOUS

02 REVISIONS/AMENDMENTS TO PENDING OR APPROVED MATTERS

APPLICATION COMPANY DOCKET NO

TARIFF PROMOTIONAL

Arizona Corporation Commission DOCKETED

FEB 19 2002

DECISION NO. DOCKETED BY COMPLIANCE DECISION NO. DOCKET NO.

MISCELLANEOUS FILINGS

- 04 AFFIDAVIT, 12 EXCEPTION, 18 REQUEST FOR INTERVENTION, 48 REQUEST FOR HEARING, 24 OPPOSITION, 50 COMPLIANCE ITEM FOR APPROVAL, 32 TESTIMONY, 47 COMMENTS, 29 STIPULATION, 38 NOTICE OF INTENT (Only notification of future action/no action necessary), 43 PETITION, 46 NOTICE OF LIMITED APPEARANCE, 39 OTHER

February 18, 2002 Date

Todd H. Lowe, Visiology, Inc. Print Name of Applicant/Company/contact person

Todd H. Lowe (205) 330-1701
Barbara L. Lowe (205) 330-1702
Bobbi Ferguson (205) 330-1703
FAX (205) 330-1705
WEB www.visiology.com
E-Mail toddlowe@visiology.com
toddlowe@worldnet.att.net

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2002 FEB 19 P 12:19

**AZ CORP COMMISSION
DOCUMENT CONTROL**

February 18, 2002

Docket Control Center
ATTN:
ARIZONA CORPORATION COMMISSION
1200 W. Washington Street
Phoenix, Arizona 85007

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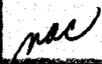
Todd H. Lowe
Consultant to ECI Communications, Inc.

Attachments

Arizona Corporation Commission

DOCKETED

FEB 19 2002

DOCKETED BY	
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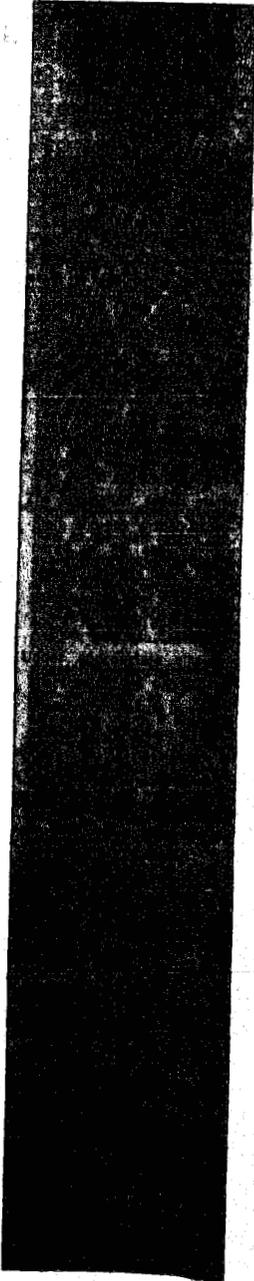
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2002 FEB 19 P 12:19

THE ARIZONA REPUBLIC

AZ CORP COMMISSION
REGISTRATION & CONTROL



STATE OF ARIZONA }
COUNTY OF MARICOPA } SS.

TOM BIANCO, being first duly sworn, upon oath deposes and says: That he is the legal advertising manager of the Arizona Business Gazette, a newspaper of general circulation in the county of Maricopa, State of Arizona, published at Phoenix, Arizona, by Phoenix Newspapers Inc., which also publishes The Arizona Republic, and that the copy hereto attached is a true copy of the advertisement published in the said paper on the dates as indicated.

The Arizona Republic

02/06/2002

[Handwritten signature]

Sworn to before me this
6TH day of
February A.D. 2002



[Handwritten signature: Gloria Saldivar]

Notary Public