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Arizona Corporation Commission

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OCT 29 1997

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DOCUMENT CONTROL

ARIZONA CORPORATION COMMISSION

SECURITIES DIVISION

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| In the Matter of |) | No. S-3218-I |
| |) | |
| AMERICAN NORTEL COMMUNICATIONS, |) | SUPPLEMENTAL RESPONSE TO |
| INC. (S-3218-I) |) | SUBPOENA DUCES TECUM |
| |) | WITH RESERVATION OF |
| |) | ALL RIGHTS |

As a supplement to the initial partial response to the subpoena duces tecum issued in this matter and without waiver of any rights asserted in the Motion to Quash Subpoena filed herein or that otherwise exist, the following additional documents are produced at this time:

1. Additional Subscription Agreements prepared by securities attorney M. Stephen Roberts of Houston, Texas (same individuals as previously identified) executed by:
 - a. Murray Y. Alderfer dated 7/15/96;
 - b. Reuben Anders dated 7/24/96;
 - c. Reuben Anders dated 10/31/96;
 - d. Reuben Anders dated 4/11/96;
 - e. Jonathan L. Felton dated 7/16/96;
 - f. Jonathan L. Felton dated 7/19/96;
 - g. Donald G. Landis dated 11/1/96;
 - h. Donald G. Landis dated 7/17/96;

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- i. Arlin D. Lapp dated 7/16/96;
- j. Centrum (a non-profit corporation) dated 7/19/96;
- k. Clayton L. Swartzentruber dated 11/15/96;
- l. Margaret L. Swartzentruber dated 7/25/96;
- m. Robert Swartzentruber dated 7/15/96.

2. Trade list dated June 25, 1997.

3. Bank statements from Mercantile Bank of Springfield, MO for regular checking corporate account no. 650507401-0 for the periods 4/23/96-4/30/96; 5/1/96-5/31/96; 6/1/96-6/30/96; 8/1/96-8/31/96; 9/1/96-9/30/96; 10/1/96-10/31/96; 11/1/96-11/30/96; 12/1/96-12/31/96. Checks not produced at this time because of their voluminous nature. However, said checks will be produced if requested.

4. Bank statements from Mercantile Bank of Springfield, MO for regular checking corporate account no. 650507400-2 for the periods 4/19/96-4/30/96; 5/1/96-5/31/96; 6/1/96-6/30/96; 7/1/96-7/31/96; 8/1/96-8/31/96; 9/1/96-9/30/96; 10/1/96-10/31/96; 11/1/96-11/30/96; 12/1/96-12/31/96; 1/1/97-1/31/97. Checks not produced at this time because of their voluminous nature. However, said checks will be produced if requested.

5. Bank statements from Western Security Bank for special account no. 62392-0102-0 dated 1/31/97 and 2/28/97. Checks not produced at this time because of their voluminous nature. However, said checks will be produced if requested.

1 6. Bank statements from Western Security Bank for
2 business checking account no. 62248-0102-3 dated 4/30/97, 3/31/97,
3 2/28/97, and 1/31/97. Checks not produced at this time because of
4 their voluminous nature. However, said checks will be produced if
5 requested.

6 7. Bank statements from National Bank of Arizona for
7 account no. 0050005758 dated 3/31/97, 6/30/97, 7/31/97, and 9/30/97.
8 Checks not produced at this time because of their voluminous nature.
9 However, said checks will be produced if requested.

10 8. American Nortel Communications, Inc. accounting
11 records for the period 7/1/96-6/30/97 consisting of 73 pages
12 including cash receipts, general journal, standard journal, cash
13 disbursements, Mercantile dispersements, Mercantile receipts,
14 Mercantile Bank receipts, Mercantile Bank dispersements, National
15 Bank receipts, and National Bank dispersements.

16 9. Securities and Exchange Commission Form S-3 and
17 related documentation.

18 10. Office of the Secretary of State of Wyoming
19 certification that American Nortel Communications, Inc. is a
20 corporation organized under the laws of the State of Wyoming, whose
21 date of incorporation is 2/9/93.

22 11. Office of the Secretary of State of Wyoming
23 certification that American Nortel Communications, Inc. renounced
24 its original state of incorporation, and is now incorporated under
25 the laws of the State of Wyoming dated 2/9/93.

1 12. State of Wyoming Application for Certificate of
2 Registration and Articles of Continuance dated 2/3/93.

3 13. Consent to appointment of registered agent reflecting
4 CT Corporation as the registered agent for American Nortel
5 Communications, Inc. dated 1/14/93.

6 14. Unexecuted power of attorney.

7 15. United States Bankruptcy Court Notice of Dismissal of
8 debtor American Nortel Communications, Inc. dated 2/7/95.

9 16. Statement regarding the company's proprietary
10 equipment.

11 17. Statement regarding the company's long distance
12 service including the fact that the company provides one plus long
13 distance service, calling cards, fax services, and has the ability
14 to provide voice mail and call-follow-me services.

15 18. List of closed bank accounts.

16 19. FCC filings as follows:

17 a. Letter from Linda Boyd, customer relations
18 director of American Nortel Communications, Inc. dated 10/8/97 to
19 Cynthia D. Brown, acting chief of the FCC regarding IC #97-26114.

20 b. Letter from Linda Boyd, customer relations
21 director of American Nortel Communications, Inc. dated 10/8/97 to
22 Cynthia D. Brown, acting chief of the FCC regarding IC #97-26132.

23 c. Letter from Linda Boyd, customer relations
24 director of American Nortel Communications, Inc. dated 9/8/97 to
25 Cynthia D. Brown, acting chief of the FCC regarding IC #97-24088.

1 d. Letter from Linda Boyd, customer relations
2 director of American Nortel Communications, Inc. dated 9/8/97 to
3 Cynthia D. Brown, acting chief of the FCC regarding IC #97-24149.

4 e. Letter from Bill Williams, CEO of American
5 Nortel Communications, Inc. dated 8/18/97 to Cynthia D. Brown,
6 acting chief of the FCC regarding IC #97-23334.

7 f. Letter from Bill Williams, CEO of American
8 Nortel Communications, Inc. dated 8/7/97 to Cynthia D. Brown, acting
9 chief of the FCC regarding IC #97-20641.

10 g. Letter from Bill Williams, CEO of American
11 Nortel Communications, Inc. dated 6/20/97 to Beverly Stancil of the
12 FCC regarding IC #97-16775.

13 h. FCC Notice of Informal Complaint (IC-97-16775)
14 (Incmteam) dated June 12, 1997 to American Nortel Communications.

15 i. Letter from Bill Williams, CEO of American
16 Nortel Communications, Inc. dated 8/7/97 to Cynthia D. Brown, acting
17 chief of the FCC regarding IC #97-22111.

18 20. With regard to paragraph 3 of Exhibit A of the
19 subpoena, there are no advertising circulars, offering memoranda,
20 etc.

21 21. With regard to paragraph 7 of Exhibit A of the
22 subpoena, the transfer agent has been previously provided. The
23 market makers are unknown to American Nortel Communications, Inc.
24 The market makers change from day to day.

25 22. With regard to paragraph 8 of Exhibit A of the
26 subpoena, none exist.

