

# NOWALSKY, BRONSTON & GOTHARD

A Professional Limited Liability Company

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Philip R. Adams, Jr.

2009 FEB 18 PM 2:35

T.R.A. DOCKET ROOM

February 17, 2009

*Via Overnight Mail*

Executive Secretary's Office  
Tennessee Regulatory Authority  
460 James Robertson Parkway  
Nashville, TN 37243-0505

RE: Telco Experts, LLC  
Docket No. 09-00011  
Responses to Interrogatories

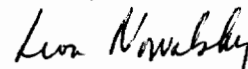
Dear Sir or Madam:

Enclosed please find an original and four (4) copies of the Responses to Staff's Interrogatories dated February 5, 2009. Also enclosed is an electronic copy of the filing on CD-ROM.

An additional copy of this letter has been enclosed to be date-stamped and returned in the envelope provided as evidence of the filing.

Should you have any questions, please do not hesitate to contact me.

Sincerely,



Leon Nowalsky *LN*

LLN/rph  
Enclosures

**RESPONSES TO INTERROGATORIES**  
**DOCKET NO. 09-00011**

**Telco Experts, LLC**

*Question 1: Provide a copy of the original letter of authorization to transact business in Tennessee from the Secretary of State's Office. The application included only a printout from the agency's website.*

Answer 1: Please find attached as Exhibit A.

*Question 2: Complete Part VI of the application, questions A, B, and C and provide an updated verification page.*

Answer 2: Please find attached as Exhibit B.

*Question 3: Provide more thorough background information for each office of the company and all key management personnel, including, but not limited to, educational background, detailed work history, including employer names and addresses, titles/positions held, duties and responsibilities, dates of employment and a description of relevant telecommunications and business experience and applicable skills. Also provide a detailed description of the current duties and responsibilities of each officer and all key management personnel, including Mr. Eric Klein, listed as the company's Chief Financial Officer.*

Answer 3: Please find attached as Exhibit C.

*Question 4: Will the company rely on its underlying carrier for technical support? If not, please provide background information for the company's technical support personnel?*

Answer 4: The Company will rely on its underlying carrier for technical support.

*Question 5: Provide a current Balance Sheet for Gemini Communications and a more current Profit and Loss Statement than the one included with the application.*

Answer 5: The Company respectfully requests an additional 30 days to respond to this inquiry.

*Question 6: Provide details regarding terms under which Gemini Communications will provide funding for Telco Experts, LLC's operations.*

Answer 6: Gemini Communications has set aside its existing credit facilities of \$250,000 to fund Telco Experts. In addition, cash funding by Gemini took place in mid 2008. Telco Experts is currently cash flow positive and will likely not need to rely on this funding.

*Question 7: Provide three-year projected financials for Telco Experts, LLC.*

Answer 7: The Company respectfully requests an additional 30 days to respond to this inquiry.

## EXHIBIT A

State of Tennessee



Department of State  
Corporate Filings  
312 Rosa L. Parks Avenue  
6<sup>th</sup> Floor, William R. Snodgrass Tower  
Nashville, TN 37243

APPLICATION FOR  
CERTIFICATE OF AUTHORITY  
(Limited Liability Company)

For Office Use Only

DEC 19 AM 8:13  
RECEIVED  
STATE

To the Secretary of State of the State of Tennessee:

Pursuant to the provisions of §48-249-904 of the Tennessee Revised Limited Liability Company Act, the undersigned hereby applies for a certificate of authority to transact business in the State of Tennessee, and for that purpose sets forth:

1. The name of the Limited Liability Company is: Telco Experts, LLC

If different, the name under which the certificate of authority is to be obtained is: \_\_\_\_\_

**NOTE:** The Secretary of State of the State of Tennessee may not issue a certificate of authority to a foreign Limited Liability Company if its name does not comply with the requirements of § 48-249-106 of the Tennessee Revised Limited Liability Company Act. If obtaining a certificate of authority under an assumed Limited Liability Company name, an application must be filed pursuant to § 48-249-106(d).

2. The state or country under whose law it is formed is: Delaware

and its date of its formation is: 8/9/2007 (must be month, day and year)

3. The complete street address (including zip code) of its principal executive office is:

38 Park Avenue, Rutherford, NJ 07070

Street City/State Zip Code

4. The complete street address (including the county and the zip code) of its registered office in Tennessee:

2908 Poston Avenue, Nashville, TN 37203 (Davidson County)

Street City/State County Zip Code

The name of its registered agent at that office is: Corporation Service Company

5. If the provisions of TCA §48-249-309(i) (relating to foreign series LLCs) apply, then the information required by that section should be attached as part of this document.

6. The number of members at the date of filing if more than six (6): \_\_\_\_\_

7. If the limited liability company commenced doing business in Tennessee prior to the approval of this application, the date of commencement (month, day and year) \_\_\_\_\_. **NOTE:** Additional filing fees may apply. See section 48-249-913(d).

**NOTE:** This application must be accompanied by a certificate of existence or a document of similar import (for example, a certificate of good standing) duly authenticated by the Secretary of State or other official having custody of the Limited Liability Company records in the state or country under whose law it is organized. The certificate shall not bear a date of more than two (2) months prior to the date the application is filed in this state.

12/8/08  
Signature Date  
COO  
Signer's Capacity

Telco Experts, LLC  
Name of Limited Liability Company  
[Signature]  
Signature  
Adam Goldberg  
Name (typed or printed)

# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TELCO EXPERTS, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWELFTH DAY OF DECEMBER, A.D. 2008.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "TELCO EXPERTS, LLC" WAS FORMED ON THE NINTH DAY OF AUGUST, A.D. 2007.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

4407302 8300

081192353

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State  
AUTHENTICATION: 7022272

DATE: 12-12-08

6410.3062

## EXHIBIT B

Part VI: Rule Compliance Agreement

- A. Attach a copy of a Small and Minority-Owned Telecommunications Business Participation Plan Pursuant to Tennessee Code Annotated § 65-5-212.
- B. Have you read and understand the Tennessee Regulatory Authority's (TRA) Rules and Regulations for Resellers, 1220-4-2 located at the TRA's website <http://www.state.tn.us/tra> *electronic fileroom* in its entirety?  
\_\_\_\_\_ ☒ Yes \_\_\_\_\_ ☐ No
- C. Do you understand the penalties for non-compliance, and all associated fees to provide such service? \_\_\_\_\_ ☒ Yes \_\_\_\_\_ ☐ No

Mail the completed application and a check for \$50.00 to: Tennessee Regulatory Authority, **P.O. Box 198907, Nashville, TN 37219-8907**. Should you have any questions, call (615) 741-7489, ext. 163.

The Reseller or Operator Service Provider applicant, hereby, affirms the following:

Will comply with the TRA Reseller Rules and all other applicable Authority Rules and state laws, including T.C.A. Section 65-5-206 located at the TRA's website <http://www.state.tn.us/tra> *electronic fileroom* under the External Site of Lexis Law Publishing.

**Having been duly sworn, and under the penalties of perjury, I hereby certify that the representations in this RESELLER APPLICATION and all attachments and appendices are true and correct to the best of my knowledge and belief. I further understand that omissions or inaccuracies may result in denial of the APPLICATION and grounds for revocation of Certificate of Authority.**



For Individual and Partners:

\_\_\_\_\_  
Signature  
\_\_\_\_\_  
PRINTED NAME

\_\_\_\_\_  
Signature  
\_\_\_\_\_  
PRINTED NAME

\_\_\_\_\_  
Signature  
\_\_\_\_\_  
PRINTED NAME

\_\_\_\_\_  
Signature  
\_\_\_\_\_  
PRINTED NAME

For Corporations  
and Other Organizations

Telco Experts, LLC  
(NAME OF CORPORATION)

BY:

  
\_\_\_\_\_  
SIGNATURE

Peter Goldberg  
\_\_\_\_\_  
PRINTED NAME

President  
\_\_\_\_\_  
Title

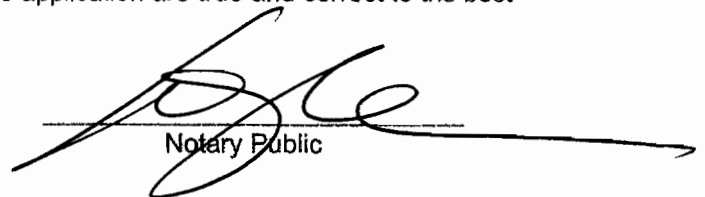
ATTEST:

\_\_\_\_\_  
\_\_\_\_\_  
Title

On this the 16 day of FEB, 2009 before me, a Notary Public

PETER GOLDBERG

known to me to be the person(s) named in, and who executed the foregoing application, being duly sworn according to law, deposes and says that the statements and representations set forth in the above application are true and correct to the best of his/her knowledge and belief.

  
\_\_\_\_\_  
Notary Public

seal

DONALD B. COHEN  
Notary Public, State of New York  
No. 02006060578  
Qualified in New York County  
Commission Expires 08/18/2011

## EXHIBIT C



**Peter J. Goldberg, President of Telco Experts**

Peter J. Goldberg brings more than 16 years of telecommunications experience to the table. Mr. Goldberg is co-founder of two nationally renowned telecommunications companies and has mastered the trade of voice and data technology.

Mr. Goldberg graduated from the University of Florida in 1993 with a Bachelor of Arts degree in Marketing. A commercial sales position with MetroMedia gave Peter the experience to learn what it takes to run a premier voice and data division.

In 1996, Peter along with brother, Adam Goldberg, cofounded a telecommunications consulting firm Gemini Communications. Gemini Communications is one of the largest telecom agents in the country specializing in customer service and provisioning. The company partners with multiple carriers including Broadview Networks, Paetec, ACC Business, Covad, Verizon and others. Gemini Communications is an all inclusive business that facilitates the selling, managing and provisioning, as well as servicing a client base that bills out more than \$1,000,000 per month.

In January of 2008, Mr. Goldberg opened a premier data service provider called Telco Experts along with partners Adam Goldberg and Eric Klein. Since its inception, Telco Experts has secured over 100 new business clients. Primary customers have multiple T-1's as well as analog telephone service. Primary underlying carriers include Paetec, Covad and WBS Connect. Telco Experts has an accomplished relationship with its network service providers and their customer service team has been praised for exceptional communication.

**Adam S. Goldberg, Chief Operating Officer**

Adam S. Goldberg is an award winning agent and master of the telecommunications industry. Mr. Goldberg is co-founder of two world class telecommunications companies and brings over 16 years of experience to the table.

Adam graduated from the University of Maryland in 1993 with a Bachelor of Science degree in Marketing. Alnet Communications was his source of learning how to run an unparalleled leader in the telecommunications field.

In 1996, Adam along with brother, Peter Goldberg, co-founded Gemini Communications, a leading telecommunications consulting firm. As the Chief Operating Officer of Gemini Communications, Mr. Goldberg sees that excellent customer service and provisioning are carried out. Adam manages the team's multiple carriers such as Broadview Networks, Paetec, ACC Business, Covad, Verizon and others. Mr. Goldberg's scope of responsibilities include selling, managing the provisioning process and servicing a client base that currently bills out over \$1,000,000 per month and growing.

In January of 2008, Mr. Goldberg joined partners, Peter Goldberg and Eric Klein, to open a premier data service provider called Telco Experts. Since its inception, Telco Experts has secured over 100 new business clients. Primary customers have multiple T-1's as well as analog telephone service. Primary underlying carriers include Paetec, Covad and WBS Connect. Telco Experts has an accomplished relationship with its network service providers and their customer service team has been praised for exceptional communication.

### **Eric Klein, Chief Executive Officer**

Eric Klein is Chief Executive Officer of the Manhattan-based, Telco Experts, the leading provider of voice and data telecommunications in the country.

Eric Graduated from Baruch University in 2003 with Bachelor of Finance degree.

In 2003, immediately after graduating college, Eric Klein went to work with a start up agency selling carrier services. Within a short period of time developed the appropriate training to become the number sales generator in the country, helping his company become agent of the year in 2006.

In January of 2008, Mr. Goldberg joined partners, Peter Goldberg and Eric Klein, to open a premier data service provider called Telco Experts. Since its inception, Telco Experts has secured over 100 new business clients. Primary customers have multiple T-1's as well as well as analog telephone service. Primary underlying carriers include Paetec, Covad and WBS Connect. Telco Experts has an accomplished relationship with its network service providers and their customer service team has been praised for exceptional communication.