

Company ID: 00124986
Freedom Communications Corp.
2765 Cardinal Circle
Gulfstream, FL 33483

BEFORE THE TENNESSEE REGULATORY AUTHORITY
Nashville, TN September 1, 1998

IN RE: CASE NUMBER: 96-01630

Application for Authority to Provide Operator Services and/or Resell Telecommunications Services in Tennessee Pursuant to Rule 1220-4-2-.57.

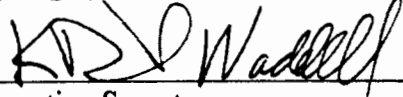
---ORDER---

This matter is before the Tennessee Regulatory Authority upon the application of the above-mentioned company for certification as a reseller or telecommunication operator service provider in Tennessee. The TRA considered this application at a Conference held on August 4, 1998 and concluded that the applicant has met all the requirements for certification and should be authorized to provide operator services and/or resell telecommunications services on an intrastate basis.

IT IS THEREFORE ORDERED:

1. That the above-mentioned company is issued a Certificate of Convenience and Necessity as an operator service provider and/or reseller of telecommunications services for state-wide service in Tennessee as specified in its application on file with the Authority.
2. That said company shall comply with all applicable state laws and TRA rules and regulations.
3. That this order shall be retained as proof of certification with this Authority, and may be used to obtain appropriately tariffed service and billing arrangements from Authority authorized telecommunications service providers.

ATTEST:


Executive Secretary


Chairman

Director

Director

TENNESSEE REGULATORY AUTHORITY

Lynn Greer, Chairman
Sara Kyle, Director
Melvin Malone, Director



460 James Robertson Parkway
Nashville, Tennessee 37243-0505

APPLICATION FOR CERTIFICATE TO PROVIDE OPERATOR SERVICES AND/OR RESELL TELECOMMUNICATION SERVICES IN TENNESSEE [RULE 1220-4-2-57]

SECTION A

Part 1: General Information

A. Name of Applicant FREEDOM COMMUNICATIONS CORP.
Address 2765 CARDINAL CIRCLE
State FLA Zip Code 33483 Phone No. (561) 276-2440

B. Owner, Partners, or Corporate Officer

NAME	ADDRESS	CITY	STATE	ZIP CODE
JOYCE DUNN	2264 BLUE SPRINGS	W. PALM BCH	FLA	33411
ALAN STRAUSS	2264 BLUE SPRINGS RD.	W. PALM BCH	FLA	33411
HERB SCHAFFER	2765 CARDINAL CR.	GULF STREAM	FLA	33483

C. Name and telephone number of contact person authorized to respond to Authority inquiries Monday through Friday.
HERB SCHAFFER (561) 276-2440 (561) 276-6325
Name Phone No. Fax No.

D. List a toll-free telephone number that consumers can call to report service problems and/or request refunds or adjustments. 1-888-524-3300

E. Check the type of telecommunication services you plan to provide in Tennessee.

- ☒ Resell Interexchange long distance services
☐ Resell Local Exchange services
☐ Operator Services
☐ Other (describe below) _____

F. If providing operator services, list company name, address and contact person for all reseller carriers you serve in Tennessee. Provide the above information on Appendix I.

G. List the state(s) you are authorized to operate in at this time. FLA, NY, N.J.
MARYLAND, VIRGINIA, DELAWARE, PENN, GEORGIA, UTAH

(To be filled out by TRA)
Company ID Number 96-1630
Date Approved 12/19/86
Evaluator _____

- H. List any states that you have been denied authority to provide service.
NONE
- I. Areas in Tennessee to be served.
ENTIRE STATE
- J. What type of customers will the company serve?
a. Business ✓
b. Residential ✓
c. Aggregators _____
(e.g. Hotels, Payphones)
d. Other (specify) _____
- K. Do you allow a property imposed fee (PIF) to be added to the price of intrastate telephone calls over your network? If yes, specify amount. NO.
- L. Are your prices for intrastate services plus any PIF equal to or less than the dominant carriers price for similar services? Yes ✓ No _____
- M. Describe the type of services and price that the applicant will be offering in Tennessee on the Informational Tariff Form found in Appendix II¹.
- N. What is the applicant's 10XXX or 800 access code? 10948
- O. Does the applicant now have or plan to have any telecommunication's facilities (e.g. switches, fiber lines) in Tennessee? NO. NOT AT THIS TIME.
- P. What facility-based network will the applicant be reselling? IXC COMMUNICATIONS CORP., U.S. WATS & WORLD COM.
- Q. Will the applicant be utilizing the local telephone company's billing system or billing customers direct²? NO - BILLS BY FREEDOM COMM CORP.
- R. Describe briefly how the applicant plans to market their services in Tennessee? If an independent telemarketer is going to be used, state company name and address.
WE HAVE INDEPENDENT SALES WHO CALL INDIVIDUALS AND BUSINESSES TO SUBSCRIBE TO LONG DISTANCE SERVICE.
- S. Describe the procedures the applicant will use to switch a consumer's preferred interexchange service. UPON THE SIGNING & COMPLETION OF CUSTOMER ORDER FORM.
- T. Applicant has the ability and agrees to honor the form of call blocking that the consumer has subscribed to with their local telephone company. Yes ✓ No _____

¹Applicant is required to fill out an Informational Tariff form. Failure to fill out this form will cause the applicant's request to be rejected.

²A copy of a bill is required if the applicant is going to bill the customer direct.

- T. Applicant has the ability and agrees to honor the form of call blocking that the consumer has subscribed to with their local telephone company. Yes ☒ No ☐
- U. Applicant gives permission to the local telephone company to provide the Authority a periodic sample of the reseller's intrastate toll calls. The purpose of this analysis is to audit the reseller's rates to assure they are at or below the dominant carrier's tariffed rates. Yes ☒ No ☐

Part II: Organization Structure

A. Type of Organization

☐ Individual ☒ Corporation
☐ Partnership ☐ Other (Explain on separate sheet)

B. If partnership and/or Non-resident

- (1) Attach a copy of Articles of Incorporation and current by-laws.
- (2) Attach a copy of Certification of Authority issued by Tennessee Secretary of State showing corporation's authority to engage in business in Tennessee.

Part III: Financial Information

- A. Attach a current financial statement showing in detail the applicant's financial condition, including balance sheet and income statement, or a copy of IRS form 1120 or 1065 filed by your business for the previous year. Attach, if available, a copy of your company's 10K and/or stockholder reports.

Part IV: Display Card

Attach a copy of the display card to be placed on the aggregators telephone which shows what operator services are to be provided. The card must contain all required information listed in the attached Rule (1220-4-2-.57, B)³, which includes a toll-free number consumers can call for service problems and refunds.

FREEDOM COMMUNICATIONS. CORP.
2765 CARDINAL CIRCLE
GULF STREAM, FLA 33483

SERVICE & BILLING MATTERS
CONTACT JOANN WHALEN
1.888.524.3300

³It is the responsibility of the reseller or operator service provider to assure that the appropriate display card is affixed to the aggregates telephones.

Part V: Rule Compliance Agreement

- A. The Interexchange Reseller or Operator Service Provider applicant, hereby, affirms the following:
- Has received, read, and understands the Tennessee Regulatory Authority (TRA; formerly TPSC) Interexchange Reseller Rules and Regulations, (Appendix III)
 - Understands the penalties for non-compliance, and all associated fees to provide such service.
 - Will comply with the TRA Interexchange Reseller Rules and all other applicable Authority Rules and state laws, including T.C.A. Section 65-5-206 (Appendix IV),
 - That all information provided in the attached registration document is true to the best of my knowledge.

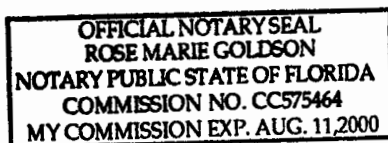
FREEDOM COMMUNICATIONS. CORP 10/27/96
Company Name Date

[Signature] PRES.
Company Official Title

Subscribed and sworn
before me this 21 day
of Nov, 1996

Rose Marie Goldson

Notary Public



seal

State of Florida



Department of State

I certify from the records of this office that FREEDOM COMMUNICATIONS CORP., is a corporation organized under the laws of the State of Florida, filed on September 16, 1994, effective September 13, 1994.

The document number of this corporation is P94000068395.

I further certify that said corporation has paid all fees and penalties due this office through December 31, 1996, that its most recent annual report was filed on April 12, 1996, and its status is active.

I further certify that said corporation has not filed Articles of Dissolution.

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capitol, this the
Twenty-fifth day of September, 1996



CR2EO22 (2-95)

A handwritten signature in cursive script, reading "Sandra B. Northam".

Sandra B. Northam
Secretary of State

EFFECTIVE DATE
9-13-94

ARTICLES OF INCORPORATION
OF
FREEDOM COMMUNICATIONS CORP.

FILED
SEP 16 11 2 AM
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ARTICLE I - NAME

The name of this corporation is FREEDOM COMMUNICATIONS CORP.

ARTICLE II - DURATION

The duration of the corporation shall be perpetual and shall commence upon the signing and acknowledging of these Articles.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue five hundred (500) shares of One Dollar (\$1.00) par value common stock. All stock of the corporation shall be issued pursuant to a plan under Section 1244 of the Internal Revenue Code of 1954 as added by the Small Business Tax Revision Act of 1958.

All of said stock shall be payable in cash, or property, other than stock or securities, in lieu of cash, or services, at a just valuation to be determined by the Board of Directors of this corporation.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this

Secretary of State

Corporations Section

James K. Polk Building, Suite 1800
Nashville, Tennessee 37243-0306

DATE: 11/06/96
REQUEST NUMBER: 3236-1993
TELEPHONE CONTACT: (615) 741-0537
FILE DATE/TIME: 10/31/96 1039
EFFECTIVE DATE/TIME: 10/31/96 1039
CONTROL NUMBER: 0320371

TO:
FREEDOM COMMUNICATIONS CORPORATION
PO BOX 1910

DELRAY BEACH, FL 33447-1910

RE:
FREEDOM COMMUNICATIONS CORP.
APPLICATION FOR CERTIFICATE OF
AUTHORITY - FOR PROFIT

WELCOME TO THE STATE OF TENNESSEE. THE ATTACHED CERTIFICATE OF
AUTHORITY HAS BEEN FILED WITH AN EFFECTIVE DATE AS INDICATED ABOVE.

A CORPORATION ANNUAL REPORT MUST BE FILED WITH THE SECRETARY OF STATE
ON OR BEFORE THE FIRST DATE OF THE FOURTH MONTH FOLLOWING THE CLOSE OF THE
CORPORATION'S FISCAL YEAR. PLEASE PROVIDE THIS OFFICE WITH WRITTEN
NOTIFICATION OF THE CORPORATION'S FISCAL YEAR. THIS OFFICE WILL MAIL THE
REPORT DURING THE LAST MONTH OF SAID FISCAL YEAR TO THE CORPORATION AT THE
ADDRESS OF ITS PRINCIPAL OFFICE OR TO A MAILING ADDRESS PROVIDED TO THIS
OFFICE IN WRITING. FAILURE TO FILE THIS REPORT OR TO MAINTAIN A REGISTERED
AGENT AND OFFICE WILL SUBJECT THE CORPORATION TO ADMINISTRATIVE REVOCATION
OF ITS CERTIFICATE OF AUTHORITY.

WHEN CORRESPONDING WITH THIS OFFICE OR SUBMITTING DOCUMENTS FOR
FILING, PLEASE REFER TO THE CORPORATION CONTROL NUMBER GIVEN ABOVE.

FOR: APPLICATION FOR CERTIFICATE OF
AUTHORITY - FOR PROFIT

ON DATE: 11/04/96

FROM:
FREEDOM COMMUNICATIONS CORP.
PO BOX 1910

DELRAY BEACH, FL 33447-1910

	FEES	
RECEIVED:	\$300.00	\$300.00
TOTAL PAYMENT RECEIVED:		\$600.00

RECEIPT NUMBER: 00002028045
ACCOUNT NUMBER: 00248093



Riley C. Darnell

RILEY C. DARNELL
SECRETARY OF STATE