

BEFORE THE TENNESSEE REGULATORY AUTHORITY
August 21, 2001 **Nashville, Tennessee**

In Re: **FON Digital Network, Inc.**
for Cancellation of Authority to Provide) **Docket No. 99-00265**
Resold Telecommunication) **Co. ID: 128339**
Services In Tennessee


ORDER GRANTING CANCELLATION OF
AUTHORITY TO PROVIDE RESOLD TELECOMMUNICATION SERVICES

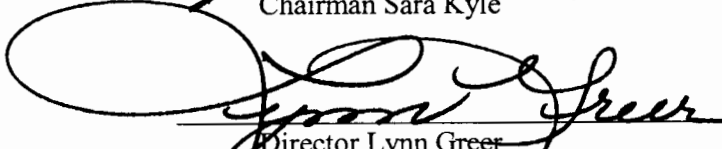
This matter is before the Tennessee Regulatory Authority upon the request of ClearPoint Communications, Inc., f/k/a FON Digital Network, Inc. to cancel their authority to provide Telecommunications Services in Tennessee. This matter was considered by the Authority at a regularly scheduled Authority Conference held on August 21, 2001.

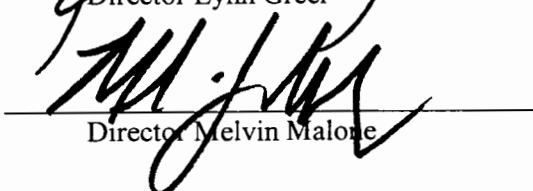
WHEREFORE, having considered the request of to cancel their authority, the Authority finds that such a cancellation should be granted.

IT IS THEREFORE ORDERED:

- 1) That the request of ClearPoint Communications Inc., f/k/a FON Digital Network, Inc. to cancel their authority to provide Resold Telecommunications services in Tennessee, Docket No. 99-00265, is hereby granted; and,
- 2) That this docket is herewith closed.


Chairman Sara Kyle


Director Lynn Greer


Director Melvin Malone

ATTEST:


K. David Waddell

Company ID: 128339
FON Digital Network, Inc.
2290 Lee Road
Winter Park, FL 32789

BEFORE THE TENNESSEE REGULATORY AUTHORITY
Nashville, TN May 18, 1999

IN RE: CASE NUMBER: 99-00265

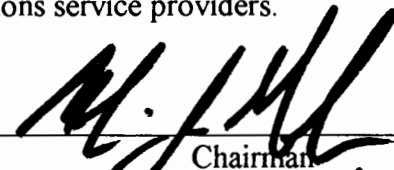
Application for Authority to Provide Operator Services and/or Resell Telecommunications Services in Tennessee Pursuant to Rule 1220-4-2-.57.

---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 May 18, 1999 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:

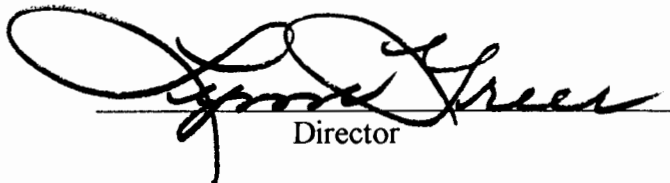
1. That the above-mentioned company is issued a Certificate of Convenience and Necessity as an operator service provider and/or reseller of telecommunications services for state-wide service in Tennessee as specified in its application on file with the Authority.
2. That said company shall comply with 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.


Chairman


Director

ATTEST:


Executive Secretary


Director

Secretary of State

Corporations Section

James K. Polk Building, Suite 1800

Nashville, Tennessee 37243-0306

DATE: 04/12/99

REQUEST NUMBER: 3668-1269

TELEPHONE CONTACT: (615) 741-2286

FILE DATE/TIME: 04/09/99 1011

EFFECTIVE DATE/TIME: 04/09/99 1011

CONTROL NUMBER: 0369098

TO:
LANCE J. M. STEINHART
5455 EAST JOHNS-
CROSSING STE 285
DULUTH, GA 30155-1553

RE:
FON DIGITAL NETWORK, INC.
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: 04/12/99

FROM:
LANCE J. M. STEINHART, ATTY AT LAW
1100 ABERNATHY RD.
SUITE 1112
ATLANTA, GA 30328-0000

RECEIVED: FEES \$600.00 \$0.00
TOTAL PAYMENT RECEIVED: \$600.00

RECEIPT NUMBER: 00002482088
ACCOUNT NUMBER: 00240720



Riley C. Darnell

RILEY C. DARNELL
SECRETARY OF STATE

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

SECTION A

Part 1: General Information

A. Name of Applicant FON Digital Network, Inc.
Address 2290 Lee Road City Winter Park
State Florida Zip Code 32789 Phone No. (407) 702-2000

B. Owner, Partners, or Corporate Officers

NAME	ADDRESS	CITY	STATE	ZIP CODE
Mary Ann Evans	2290 Lee Road	Winter Park	FL	32789
Ryan J. Herndon	2290 Lee Road	Winter Park	FL	32789

C. Name and telephone number of Tennessee contact person authorized to respond to Commission inquiries Monday through Friday.

Tom Vennel (407) 702-2000 (407) 702-2001
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.
(800) 336-5677

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

X Resell Interexchange long distance services

 Operator Services

 Other (describe below) _____

(To be filled out by PSC)

Company ID Number _____

Date Approved _____

Evaluator _____

Mail the completed application and a check for \$50.00 to: Tennessee Public Service Commission, P.O. Box 3412, Nashville, TN 37219-0412. Should you have any questions, call (615) 741-3939.

- 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. IA, MI, MT, NJ, NC, PA, TX, UT, VA, WY
- H. List any states that you have been denied authority to provide service. None
- I. Areas in Tennessee to be served.
The entire state of Tennessee.
- J. What type of customers will the company serve?
a. Business X
b. Residential X
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 X 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 101XXXX or 800 access code? None
- O. Does the applicant now have or plan to have any telecommunication's facilities (e.g. switches, fiber lines) in Tennessee? No
- P. What facility-based network will the applicant be reselling?
Applicant intends to resell Qwest, Spring and Hyperion
- Q. Will the applicant be utilizing the local telephone company's billing system or bill customers direct²? Applicant intends to bill customer direct
- 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. Applicant intends to market primarily to small to mid-sized businesses using employees of the company.

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 customers direct.

- S. Describe the procedures the applicant will use to switch a consumer's preferred interexchange service. Applicant will attempt to get a letter of agency from all customers.
- 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 X No
- U. Applicant gives permission to the local telephone company to provide the Commission 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 X No

Part II: Organization Structure

A. Type of Organization

 Individual X Corporation
 Partnership Other (limited liability company)

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.

THE COMPANY HAS HAD NO COMPLAINTS FILED AGAINST IT IN ANY JURISDICTION.

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 Public Service Commission's (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 TPSC Interexchange Reseller Rules and all other applicable Commission 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.

FON Digital Network, Inc.

3/17/99
Date

Mary Ann Evans
Mary Ann Evans, Chairman

Subscribed and sworn
before me this 17th day
of March, 1999.

Charlotte E. Lacey
Notary Public

seal

Articles of Incorporation
FON Digital Network Inc.

FILED
98 AUG -5 PM 1:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article 1

1.1 The name of this corporation is FON Digital Network Inc.

Article 2

2.1 The purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of Florida other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the Florida Corporations Code.

Article 3

3.1 The corporation is authorized to issue only one class of stock, to be designated Common Stock. The total number of shares of Common Stock presently authorized is Ten Thousand shares.

Article 4

4.1 The liability of the officers and directors of this corporation for monetary damages will be eliminated to the fullest extent permissible under Florida law.

This corporation is authorized to provide indemnification of agents for breach of duty to the corporation and its shareholders through bylaw provisions or through Agreements with the agents, or through shareholders resolutions, or otherwise, in excess of the indemnification otherwise permitted by Florida law.

Article 5

5.1 The name and address in the State of Florida of this corporation's principal office address and initial agent for service of process is: David H. Evans, 2908 Sunbittern, Windermere, FL 34786 and as listed below

**FON Digital Network Inc.
2908 Sunbittern
Windermere, FL 34786
407-909-0249**

In witness of this, for the purpose of forming this corporation under the laws of the State of Florida, the undersigned, as sole incorporator of this corporation has executed these Articles of Incorporation this March 1, 1998.

Incorporator's Name: David H. Evans, 2908 Sunbittern, Windermere, FL 34786

I hereby declare that I am the person who executed the foregoing Articles of Incorporation, which execution is my act and deed.

Incorporator's Name: David H. Evans
David H. Evans

Resident Agent: David H. Evans
David H. Evans

March 25, 1998

FILED
98 AUG -5 PM 1:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned Corporation, organized under the Laws of Florida, submits the following statement in designating the Registered office/Registered Agent, in the State of Florida

The Name of the Corporation is FON Digital Network Inc.

The name of the address of the registered agent of the office is:

David H. Evans
2908 Sunbittern
Windermere, Florida 34786
407-909-0249

Having been named as the registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment of registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

David H. Evans 8/4/98
David H. Evans Date

[Signature]
Witness