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Also Admitted in New York  
and Maryland

Telephone: (770) 232-9200  
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March 11, 2000

VIA FEDERAL EXPRESS

Mr. Cecil Wright  
Executive Secretary  
Missouri Public Service Commission  
PO Box 360  
Jefferson City, Missouri 65102

**FILED**

MAR 14 2000

Missouri Public  
Service Commission

Re: Maxcess, Inc. - LOCAL EXCHANGE

TA-2000-570

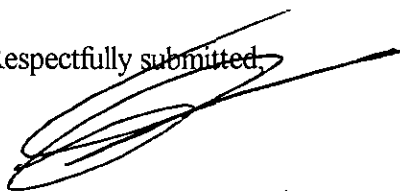
Dear Mr. Wright:

Enclosed please find one original and fourteen (14) copies of Maxcess, Inc.'s Application for Certificate of Service Authority to Provide Local Exchange Telecommunications Services Within the State of Missouri.

I have also enclosed an extra copy of this letter to be date stamped and returned to me in the enclosed, self addressed, postage prepaid envelope. If you have any questions or if I may provide you with any additional information, please do not hesitate to contact me.

Please note that this Application is being submitted by myself and Judith A. Rau, Esq., Missouri Counsel, Bar # 24856.

Respectfully submitted,

  
Lance J.M. Steinhart  
GA Bar No. 678222  
Attorney for Maxcess, Inc.

Enclosures

cc: Mr. Mike West  
Office of Public Counsel

FILED

MAR 14 2000

BEFORE THE PUBLIC SERVICE COMMISSION  
OF THE STATE OF MISSOURI

Missouri Public  
Service Commission

In the matter of the application )  
of Maxcess, Inc. )  
for a certificate of service authority to )  
provide Basic Local )  
Telecommunications Services )  
in Portions of the State of Missouri and )  
to Classify Such Services and the Company )  
as Competitive )

Case No. TA-2000-570

APPLICATION

Maxcess, Inc. ("Applicant" or "Maxcess"), a Florida corporation, files this verified application respectfully requesting that the Missouri Public Service Commission ("Commission") issue an order that:

- (a) grants Applicant a Certificate of Service Authority to provide resold and facilities-based Basic Local Telecommunications Services in Portions of the State of Missouri pursuant to Sections 392.455 and 392.420 - .44055 of the Revised Statutes of Missouri (RSMo) 1994 and Sections 392.410 and .450, RSMo Supp. 1996.
- (b) grants competitive status to Applicant pursuant to Section 392.361 RSMo Supp 1996., and classifies the Applicant's services as competitive
- (c) waives certain Commission rules and statutory provisions pursuant to Section 392.420, RSMo Cumm. Supp. 1996.

In support of its request, Applicant states:

1. The legal name and principal office or place of business of the Applicant are:

Maxcess, Inc.  
100 W. Lucerne Plaza, Suite 500  
Orlando, FL 32801  
407-513-7700  
407-513-7701

A copy of Applicant's Articles of Incorporation, and certificate of authority from the Missouri Secretary of State to transact business in Missouri are attached hereto as Exhibit I.

2. The name and address of Applicant's in-state attorney is:

Judith A. Rau, Esq.  
Rau & Rau  
119 E. Mill Street  
Waterloo, Illinois 62298  
(618) 939-7186

3. Applicant commenced offering services in 1998 and currently provides internet, local and long distance services in the State of Florida. Applicant intends to expand its services offerings to include interexchange and local exchange services, both as a reseller and as a facilities-based provider throughout the United States. Local exchange telecommunications services will initially be offered on a resale basis by purchasing unbundled network elements from incumbent local exchange carriers ("ILEC").

Applicant's initial services will involve private line, dedicated access data transmission services. The Applicant, in the future, also intends to provide facilities-based service, utilizing its own telecommunications equipment collocated in the ILECs' central offices. Applicant may also lease dedicated transport services from the ILECs. Applicant will also lease space to its customers at its neutral transport exchange sites to connect its equipment to the facilities of other carriers. Applicant proposes to provide basic local telecommunications

service as a separate and distinct service within portions of the State of Missouri. Applicant will comply with billing, quality of service and tariff requirements of the Commission. Applicant proposes to provide services to prospective customers in all exchanges currently served by Southwestern Bell Telephone Company, GTE Midwest Inc., and United Telephone Company of Missouri d/b/a Sprint.

Maxcess intends to provide all forms of intrastate local exchange telecommunications services including:

- A. Local Exchange Services for business and residence customers that will enable customers to originate and terminate local calls in the local calling area served by other LECs.
- B. Switched local exchange services such as flat-rated and measure-rated local services; vertical services, Direct Inward and Outward Dialed trunks, carrier access, public and semi-public coin telephone services, and any other switched local services that currently exist or will exist in the future.
- C. Non-switched local services (e.g., private line) that currently exist or will exist in the future.
- D. Centrex and/or Centrex-like services that currently exist or will exist in the future.
- E. Digital subscriber line, ISDN, and other high capacity line services.

Maxcess does not intend to service areas serviced by any LECs that are eligible for a small or rural carrier exemption pursuant to Section 251 of the Federal Telecommunications Act of 1996.

Maxcess does not intend initially to install any switching equipment for the provision of local exchange service in the State of Missouri. Maxcess initially intends to provide service by reselling network services utilizing the facilities of the incumbent LECs.

4. Applicant has the experience in the telecommunications industry and the technical and financial resources to provide telecommunications services within Missouri. A brief description of the qualifications and experience of the key management employees is attached hereto as Exhibit II. A copy of Applicant's Balance Sheet as of November 30, 1999 and Income Statement for the eleven months ended November 30, 1999, is attached hereto as Exhibit III.

5. Applicant hereby requests a temporary waiver of 4 CSR 240-2.060 (4) (H) that requires Applicant to file a draft tariff simultaneously with this application on the grounds that it is impossible for Applicant to prepare a tariff until it has executed interconnection agreements with the incumbent LECs and those agreements have been approved by the Commission.

6. Applicant requests classification as a competitive telecommunications company within the State of Missouri and receive a lesser degree of regulation as permitted by Sections 392.361 and 392.420 RSMo. Applicant also requests that its services be classified as competitive. Applicant believes that its proposed services will be subject to sufficient competition to justify a lesser degree of regulation. Granting of this application will allow greater price and service options for telephone users.

7. Applicant also requests, pursuant to Section 392.420 RSMo (Cum. Supp. 1992), that the Commission waive the application of the following rules and statutory provisions as it relates to the regulation of Applicant:

Statutes

392.210.2  
392.270 Property valuation.  
392.280 Depreciation rates.  
392.300.2  
392.310 Issuance of stocks and bonds.  
392.320 Issuance of stocks and bonds.  
392.330 Issuance of stocks and bonds.  
392.340 Reorganization.

Commission Rules

4 CSR 240-10.020	Income on depreciation fund investments.
4 CSR 240-30.040	Uniform System of Accounts
4 CSR 240-35	

The above-referenced rules and statutory provisions have been waived to other carriers in prior cases.

8. Applicant, pursuant to Section 386.570, Cum. Supp. 1992, will comply with all applicable Commission rules except those which are specifically waived by the Commission pursuant to a request filed by the Applicant.

9. Correspondence or communications pertaining to this Application should be addressed to:

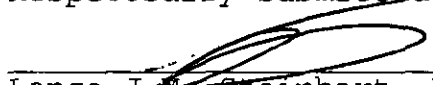
Lance J.M. Steinhart  
6455 East Johns Crossing  
Suite 285  
Duluth, Georgia 30097  
(770) 232-9200  
(770) 232-9208 (Fax)

10. Maxcess submits the following arguments to demonstrate that the public interest will be served by the approval of this Application:


The grant of a certificate to provide resold and facilities-based competitive basic local exchange telecommunications services to the Applicant will serve the public interest. The Applicant's presence in the market will expand customer choice for telecommunications service. The increased competition brought by the Applicant to the market will have the effect of improving the quality of telecommunications services in Missouri and decreasing the cost of such services through increased innovation and efficiency. The result will be beneficial to economic development in Missouri. The granting of a certificate to the Applicant will contribute to the availability of reasonably affordable local exchange services in the State of Missouri.

WHEREFORE, Applicant, Maxcess, Inc., respectfully requests that the Missouri Public Service Commission grant it a certificate of service authority to provide resold and facilities-based Basic Local Exchange Telecommunications Services within portions of the State of Missouri. Applicant also requests classification as a competitive telecommunications company and requests that its services be classified as competitive. In addition, Applicant requests a waiver of the above-referenced rules and statutory provisions and a temporary waiver of the tariff filing requirement.

Respectfully submitted,

  
Lance J.M. Steinhart, Esq.  
Attorney at Law  
6455 East Johns Crossing, Suite 285  
Duluth, Georgia 30097  
(770) 232-9200  
GA Bar No. 678222

and

  
Judith A. Rau, Esq.  
Rau & Rau  
119 E. Mill Street  
Waterloo, Illinois 62298  
(618) 939-7186  
MO Bar No. 24856

Attorneys for Applicant



ATTACHED EXHIBITS

- Exhibit I      Missouri Secretary of State Authorization  
                  Articles of Incorporation
- Exhibit II     Executive Officers' Qualifications and Experience  
                  Company's Telecommunications Background
- Exhibit III    Financial Information

Exhibit I  
Missouri Secretary of State Authorization  
&  
Articles of Incorporation

See Attached

No. F00480306

# STATE OF MISSOURI



**Rebecca McDowell Cook**  
**Secretary of State**

CORPORATION DIVISION - CERTIFICATE OF AUTHORITY

WHEREAS,  
MAXCESS, INC.

using in Missouri the name  
MAXCESS, INC.

has complied with the General and Business Corporation Law which governs Foreign Corporations; by filing in the office of the Secretary of State of Missouri authenticated evidence of its incorporation and good standing under the Laws of the State of FLORIDA.

NOW, THEREFORE, I, REBECCA McDOWELL COOK, Secretary of State of the State of Missouri, do hereby certify that said corporation is from this date duly authorized to transact business in this State, and is entitled to all rights and privileges granted to Foreign Corporations under the General and Business Corporation Law of Missouri.

IN TESTIMONY WHEREOF, I have set my hand and imprinted the GREAT SEAL of the State of Missouri, on this, the 23rd day of FEBRUARY, 2000.



*Rebecca McDowell Cook*  
Secretary of State

\$155.00

# State of Florida



## Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation, as amended to date, of MAXCESS, INC., a corporation organized under the laws of the State of Florida, as shown by the records of this office.

The document number of this corporation is P99000048609.

Given under my hand and the  
Great Seal of the State of Florida  
at Tallahassee, the Capitol, this the  
Sixth day of August, 1999



*Katherine Harris*

Katherine Harris  
Secretary of State

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ARTICLES OF INCORPORATION  
OF  
MAXCESS, INC.

EFFECTIVE DATE  
6-8-1998

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is Maxcess, Inc.

ARTICLE II

The street address of the principal office of the Corporation is 14119 West Newberry Road, Newberry, Florida 32669.

ARTICLE III

The maximum number of common shares this Corporation is authorized to issue is 200. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE IV

The initial street address of the Corporation's registered office is 14119 West Newberry Road, Newberry, Florida 32669. The initial registered agent for the Corporation at that address is James Curt Marchant, Jr.

ARTICLE V

The initial board of directors shall consist of 1 member. The name and address of the person who will serve on the initial board of directors is:

Name	Address
James C. Marchant, Jr.	14119 West Newberry Road, Newberry, Florida 32669

ARTICLE VI

The names and street addresses of the persons signing these articles of incorporation are:

Name	Address
James C. Marchant, Jr.	14119 West Newberry Road, Newberry, Florida 32669

Brenda Lee Hamilton FL Bar Member 004618  
Law Office of Brenda Lee Hamilton, P.A.  
555 South Federal Highway, Suite 400  
Boca Raton FL 33432  
561-416-8956

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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ARTICLE VIII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 26th day of May, 1999.

*James C. Marchant, Jr.*  
Name: James C. Marchant, Jr.

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Maxcess, Inc. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

*James C. Marchant, Jr.*  
Name: James C. Marchant, Jr.

Date: May 26, 1999

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TALLAHASSEE, FLORIDA

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**CERTIFICATE OF DOMESTICATION**

The undersigned, James C. Marchant, Jr., President of Maxcess, Inc., a foreign corporation, in accordance with Florida Statutes, section 607.1801, does hereby certify:

1. The date on which corporation was first formed was June 8<sup>th</sup>, 1998.
2. The jurisdiction where the above named corporation was first incorporated was the State of Delaware.
3. The name of the corporation immediately prior to the filing of the Certificate of Domestication was Maxcess, Inc.
4. The name of the corporation, as set forth in its Articles of Incorporation, to be filed pursuant to ss. 607.0202 and 607.0401 with this certificate is Maxcess, Inc.
5. The jurisdiction that constituted the seat, siege, social principal place of business or central administration of the corporation, or any other equivalent thereto under applicable law immediately prior to the filing of the Certificate of Domestication was the State of Florida.

I am James C. Marchant, Jr., of Maxcess, Inc., and am authorized to sign this Certificate of Domestication on behalf of the Corporation and have done do this 26<sup>th</sup> day of May, 1999.

*James C. Marchant, Jr.*  
 James C. Marchant, Jr., President of Maxcess, Inc.

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 99 MAY 27 AM 9:06  
 SECRETARY OF STATE  
 TALLAHASSEE FLORIDA

Brenda Lee Hamilton FL Bar Member 004618

Law Office of Brenda Lee Hamilton, P.A.  
 555 South Federal Highway, Suite 400  
 Boca Raton FL 33432  
 561-416-8956

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ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
MAXCESS, INC.

Article III of the articles of incorporation of Maxcess, Inc. was amended by the corporation's board of directors on May 26<sup>th</sup>, 1999. The corporation is filing these articles of amendment to articles of incorporation pursuant to F.S. 607.0602.

1. The name of the corporation is Maxcess, Inc.
2. Article III of the articles of incorporation of Maxcess, Inc. was amended as follows:

" The maximum number of common shares this Corporation is authorized to issue is 100,000,000. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

The maximum number of preferred shares this Corporation is authorized to issue is 20,000,000. The board of directors is authorized to provide for the issuance of such Preferred Stock in classes or series and the preferences, limitations, and relative rights of each class or series."

3. The foregoing amendment to articles of incorporation was duly adopted by the board of directors on May 26<sup>th</sup>, 1999.

In witness whereof, the undersigned Director of this corporation has executed these articles of amendment on May 26<sup>th</sup>, 1999.

*James C. Marchant, Jr.*  
James C. Marchant, Jr., Director

99 MAY 28 PM 12:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

Brenda Lee Hamilton FL Bar Member 004618  
Law Office of Brenda Lee Hamilton, P.A.  
555 South Federal Highway, Suite 400  
Boca Raton FL 33432  
561-416-8956

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Exhibit II  
Executive Officers' Qualifications and Experience  
Company's Telecommunications Background

See Attached

# Resume

## James C. Marchant, Jr.

1708 NW 117<sup>th</sup> Terrace, Gainesville, FL 32606  
Home Phone: 352-332-2969 Email: [jcm@maxcess.net](mailto:jcm@maxcess.net)

### Career Overview

Mr. Marchant has had fifteen years of professional leadership experience in information and communication industries, with a focus on providing unique solutions to satisfy the needs of business customers. Experiences include:

Accounting/Finance	Human Resources	Business Planning	Budgeting
Technology Evaluation	Network Integration	Project Management	Sales
Marketing	Systems Administration	Custom Solutions	Leadership

### Education

Received degree in Criminal Justice from Troy State University, May 1978.

### Career Experience

#### Maxcess, Inc.

Gainesville, FL

January 1999 to Present

*CEO/President.* Mr. Marchant established Maxcess, Inc. in June of 1998. His vision is to build one of the world's first completely unified communications networks that offers more than just access and related services on one network and voice communications on another network. Mr. Marchant likes the idea of giving customers a high-speed "always-on" connection combined seamlessly into a national network using the latest in ultra-efficient carrier-grade converged network technology to deliver significant savings on voice, data, and video and add value by offering virtual private networks, network integration, unified messaging, video conferencing, and broadcast video.

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#### Mercury Communications USA, Inc.

Gainesville, FL

December 1995 to January, 1999

*CEO/President* When the market for Internet services finally took off in 1995, Mr. Marchant saw the opportunity to put his business' 10+ years of Unix and networking experience to use. The Internet was built on Unix and networks, so this was a natural progression for his business. Mr. Marchant established Mercury Communications USA, Inc. in 1995. Mercury was one of the very first ISP's in Florida. Today there are over 850 ISP's in Florida. Mercury started before 56K-Flex, X2, or V.90 technology existed. For the first two years, Mercury used analog modems capable of 28.8Kbps and quickly established local points of presence in Newberry and Ocala. After that, Mercury was the first ISP in the region to offer 56K/X2 dialup connections. In addition to always being the first in the region to provide the latest ISP technology, Mercury also differentiated itself from all other ISP's in the area by providing free unlimited 24x7 expert technical assistance to all subscribers. Mr. Marchant also gave his subscribers a one-stop shopping place for all their Internet needs including web hosting, web page design, graphic arts, dialup access, dedicated access, network integration services, custom software development, and collocation services. By December, 1998, Mr. Marchant's business had grown to have 4,500 recurring subscriber services. In December of 1998, Mercury was bought out at an extremely attractive price. As voice, data and video converged to form a new communications world, Mr. Marchant saw that networks built only to carry voice and small amounts of data, or exclusively data would not be able to compete against a seamless completely unified network and hence the birth of Maxcess.

**Marchant Business Systems, Inc.**

June 1984 to February 1994

Gainesville, FL

*President.* Mr. Marchant established Marchant Business Systems, Inc. (MBS) in 1984. MBS became one of the nation's first AT&T Value-Added Resellers, and purchased the source code to a new Unix-based accounting system, and went into business selling true multi-tasking, multi-user computer systems. Mr. Marchant hired a technical and software development team. MBS installed complete turn-key custom hardware and software solutions. MBS expanded into local and wide-area networking starting with serial I/O systems (RS232) and evolved into Ethernet LAN's and digital WAN's. The company established the Internet domain *mbs.com* in 1991. In addition to many accounting systems customers scattered primarily throughout Florida, the company also served all computer and communications hardware, operating systems, software, custom applications, LAN, WAN, and systems administration needs for Check Express, Inc., a large national check-cashing and franchise operation.

**Areas of Technical Familiarity**

Mr. Marchant's technical expertise includes the following:

**Computer Operating Systems**

Sun Solaris, AT&T System V, Novell Unixware, SCO Unixware, SCO Unix, NCR Unix, IBM AIX, Microsoft Windows NT, 98, 95, 3.11, DOS, IOS

**Software/Utilities/Servers/Clients**

programming languages and compilers, 4GL's, databases, email servers, email clients, web servers, web browsers, DNS servers, DHCP servers, firewalls, Samba, VisionFS, HylaFax, word processors, presentation software, spreadsheets, diagram/flowchart software, optical character recognition software, graphical editors, text editors, terminal emulators, dialup networking, anti-virus software, data compression software, scheduling software, financial/accounting software

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**Network Media and Related Concepts**

PRI, BRI, T1, T3, DS0, DS1, DS3, OC-3, OC-12, OC-48, OC-192, ISDN, POTS, Frame Relay, PVC, ATM, SONET, QoS, VoFR, VoIP, VoDSL, VoATM, TDM, VPN, PSTN, PBX, HDSL, CDSL, SDSL, IDSL, HDSL2, ADSL, G.Lite/UADSL, VDSL, RADSL, DACS, DSX, NEBS3, ILEC, CLEC, RBOC, CBR, UBR, VBRrt, VBRnrt, SS7, E-911, UNE, dry copper, one-pair, two-pair, coax, fiber, 10BaseT, 10Base2, 100BaseT, MDF

**Equipment**

Ethernet hubs, Ethernet switches, Cisco routers, USR/3Com Total Control Enterprise Hubs, TSU's, ISDN terminal adapters, POTS modems, PC's, Laptops, Sun Microsystems computers, RAID controller boards, SCSI controller boards, IDE controller boards, video boards, network interface cards, sound cards, PCMCIA cards, IBM RS/6000's, symmetric multi-processor systems, 10/100BaseT-to-Fiber converters, X-Terminals, character-based (dumb) terminals, print servers, laser printers, dot matrix printers, scanners, zip drives, floppy drives, hard drives, QIC drives, DAT drives, CD-ROM drives.

Familiar with general function of: DMS100, DMS500, DACSII, CBX, CVX, 5ESS, AX1250, PathStar, Shasta, Redback, DSLAM, Tandem Switch

**Other**

Telecommunications Regulatory Issues

### **Associations**

Mr. Marchant serves many leadership roles as a highly respected member of the business community. His roles include the following:

1. Serves on the Florida Chamber Board of Governors including the taxation and members council committee from November, 1996 to the present.
2. Founded the Florida Internet Service Providers Association (FISPA ) April, 1996. Served as Vice-President until November 1997. FISPA is the nation's first and best Internet service providers association.
3. Elected President of FISPA November, 1997 for two-year term and was re-elected as president for a second two-year term on November, 1999.
4. Selected by the Florida Legislature to serve on the Florida Information Service Technology Development Task Force and serve on E-laws: Regulatory and Administration sub-committee in July 1999
5. Successfully lobbied against Internet taxation in Florida during the 1996 Florida legislative session.
6. Selected to serve on Rep. Sharon Merchant's Workgroup on Internet Crime Against Children April, 1999.
7. Selected to serve on Florida Chamber Management Corporation committee October 1999.
8. Member of the Florida Chamber of Commerce since 1995.

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### **References**

Available upon request.

*Resume*  
**Daniel H. Webb**

526 NW 99 Terrace, Gainesville, FL 32607  
Home Phone: 352-331-1379 Email: dan@maxcess.net

**Objective**

To hold a position where my strengths in software development, operating systems management, and administration of systems, local area and wide area networking can best be utilized.

**Education**

Received Bachelor of Science In Business Administration, specialization in Computer and Information Sciences, University of Florida, May, 1986.

**Employment**

**Maxcess, Inc.**

Gainesville, FL

January 1999 to Present.

*Chief Technical Officer.* Responsibilities include selection of hardware and service vendors for building a nationwide converged, unified telecommunications and data/video network. Also responsible for selection of service partners for local and long-haul communications transport services, and Internet connectivity. Duties require excellent understanding of the very latest technological solutions for all aspects of the converged network and its services, and also requires excellent understanding of regulatory issues, marketing, sales, finance, and operations.

**Mercury Communications USA, Inc.**

Gainesville, FL

December 1995 to January, 1999

*Vice President of Operations.* Responsibilities included management of systems administrators, sales staff, technical support/call center staff, and clerical/bookkeeping staff for this Internet service provider company. Also wrote and implemented an automated billing system which was fully integrated with an existing accounting system. Also wrote customized business applications for customers using the C programming language and a relational database in various Unix environments. Also did network integration projects for customers, connecting those networks to the Internet and creating Virtual Private Networks. Key vendor contact for ordering, installation, and maintenance of data and telephony circuits.

**Energizer Power Systems, Inc.**

February 1994 to December 1995

Gainesville, FL

*Senior Analyst Programmer.* Responsible for software development and maintenance projects for Energizer's Battery Test and Evaluation group. Projects required thorough knowledge of Energizer's data acquisition systems running a real-time operating system (RTE-A) on HP1000 computers and interfacing to an HP9000 (HP-UX) for data storage and reporting. All software modifications had to be right the first time as there was no test system. Successfully demonstrated ability to quickly learn a totally different kind of operating system, programming language, scientific application, and apply that knowledge to quickly and successfully implement major system expansion projects.

**Marchant Business Systems, Inc.**

June 1986 to February 1994

Gainesville, FL

*Computer Programmer.* Responsible for selection and configuration of customer hardware and operating systems. Provided complete turn-key accounting and point of sale systems on AT&T 3Bx, Intel x86, and IBM RS/6000 hardware using System V Unix and AIX. Wrote a complete integrated accounting system using C, a relational database, and 4-GL tools. Did local and wide area networking using serial I/O and dialup and leased lines connected with multiplexors and modems. Responsible for all aspects of systems administration, applications development, customer training, sales, and marketing.

### **Core Competencies**

The majority of my career has been spent writing Unix-based software applications in "C", and interfacing those applications to a database. I'm quite expert at most aspects of System V Unix, UnixWare, and AIX. I'm also very good with shell scripting, and making use of the numerous utilities that exist within the Unix environment to accomplish complex tasks without writing much code (this includes the more obvious utilities such as cat and sort, for example.) I have some experience and am quite comfortable working in a Solaris environment. I'm also quite expert with BASIC, Pascal, FORTRAN, and COBOL, although I have not made use of those languages for quite some time. Also, I've been using "vi" for so long that it has become an extension of my body. I have a strong background in financial accounting.

### **Other Areas of Technical Familiarity, Concepts, and Equipment**

These are areas with which I am familiar and have experience to varying degrees, but would not want to lead you to believe that I am an expert:

#### **Software/Utilities/Servers/Clients**

make, sed, awk, sendmail administration, DNS administration, WindowsNT, Windows3.11, Windows95, DOS, X11, SQL, Samba, VisionFS, HylaFax, CheckPoint/FireWall1

#### **Network Media and Related Concepts**

PRI, BRI, T1, T3, DS0, DS1, DS3, OC-3, OC-12, OC-48, OC-192, ISDN, POTS, Frame Relay, PVC, ATM, SONET, QoS, VoFR, VoIP, VoDSL, VoATM, TDM, VPN, PSTN, PBX, HDSL, CDSL, SDSL, IDSL, HDSL2, ADSL, G.Lite/UADSL, VDSL, RADSL, DACS, DSX, NEBS3, ILEC, CLEC, RBOC, CBR, UBR, SS7, E-911, UNE, dry copper, one-pair, two-pair, coax, fiber, 10BaseT, 10Base2, 100BaseT

#### **Equipment**

Ethernet hubs, Ethernet switches, Cisco routers, USR/3Com Total Control Enterprise Hubs, TSU's, ISDN terminal adapters, POTS modems, PC's, Sun Microsystems computers, RAID controller boards, SCSI controller boards, IBM RS/6000's, Symmetric Multi-Processor Systems, 10/100BaseT-to-Fiber converters, X-Terminals, Character-based (dumb) terminals, Print Servers, Laser Printers, Dot Matrix Printers

Familiar with general function of: DMS100, DMS500, DACSII, CBX, CVX, 5ESS, AX1200, PathStar, Shasta, DSLAM, Tandem Switch

#### **Other**

Telecommunications Regulatory Issues.

### **Interests**

Currently teach first and second grade Sunday School at Grace United Methodist in Gainesville, Florida. I am very devoted to my wife and family. I enjoy spending time with the Lord and with my family, and I support my family's efforts to serve God. I also enjoy travel, fishing, cooking, gardening, and Gator athletics.

### **References**

Available upon request.

Managing Partner

The Founder and Managing Partner has over twenty-five years of business experience with twenty of those years in medical and information technology environments. Highlights of his management experience include positions as:

- ◊ Executive Vice President and Chief Operating Officer of a privately-held software company in Boston. He profitably grew that company from under \$2 million to \$15 million in just over three years.
- ◊ Chief Financial Officer of a \$40 million medical equipment manufacturer that more than doubled each year.
- ◊ Director of Financial Planning and Analysis for a \$1 billion pharmaceutical and medical products company in Chicago.

Complete Management History

1988 - 1998	Founder and Managing Partner	Thomas Watt & Associates Atlanta, GA & Boston, MA
1985 - 1988	Exec. VP & Chief Operating Officer	InterSystems Corporation Boston, MA
1982 - 1983	Chief Financial Officer	Support Systems International Charleston, SC
1978 - 1982	Assistant Group Controller Medical Products Group Corporate Director, Financial Planning & Analysis	G. D. Searle & Co. Chicago, IL
1975 - 1978	Director - Market Research & Planning Controller - Distribution & Service Planning Manager - Distribution & Service	Rockwell International Corp. Admiral Group Chicago, IL
1974 - 1975	Senior Financial Analyst	Norlin Corporation, Chicago, IL
1973 - 1974	Financial Analyst - Asset Management	CNA Financial Corporation Chicago, IL

Military Experience U. S. Navy Officer 1967 - 1971

Education M.B.A Finance University of South Carolina 1972  
B.S. Mathematics Illinois Institute of Technology 1967

**MICHAEL D. WEST**  
5001 WEST 129TH STREET  
LEAWOOD, KANSAS 66209  
H: 913-897-0371  
W: 913-534-6224

**PROFESSIONAL OBJECTIVE:**

My objective is to acquire an executive level management position within a professional, progressive and competitive organization. The position must offer the opportunity to explore and build an infrastructure to successfully compete in today's market while creating shareholders' value.

**CAREER OVERVIEW:**

Extensive experience in the development of highly competitive organizations with a focus on new revenue generation, profitability and meeting the needs and expectations of end-users. Management/technical experiences include but not limited to:

- Marketing      -Sales      -Software Analysis      -Project Management      -Network Control Center
- Vertical Markets      -Residential and Business Focus      -Technical Witness
- New Product/Application Development      -Switching and Transmission      -Engineering
- Strategic Planning      -Contract Negotiations      -Systems Integration

**CAREER EXPERIENCE:**

**July 1998 to Present:** Sprint National Integrated Services, Overland Park Kansas

**Title: MANAGER, ACCESS STRATEGIES:**

**Strategic Planning (CLEC and IP)/National Standards/Process/Procedures/Negotiations**

Directing teams that are developing processes and procedures necessary to position Sprint (as a CLEC) strategically, operationally and organizationally to include, but not limited to: Collocation Build-outs, Installation, Engineering, and Maintenance. I am also driving project management activities, while continuing to technically support national interconnection negotiations and function as Sprint's national technical witness.

**August 1997 to July 1998:** Sprint National Integrated Services, Overland Park Kansas.

**Title: MANAGER, NIS REGIONAL ENGINEERING PROCESS INFRASTRUCTURE PLANNING:**

**National Standards/Process/Procedures/Negotiations**

Responsible for the development of network operational methods and procedures, disaster recovery planning, network performance standardization, contract and interoperability requirements of Sprint's network with other carrier's for local services. The responsibilities include, but not limited to; Installation, Engineering, Maintenance, Performance Standards and Technical Witness.

**August 1996 to August 1997:** Sprint World Headquarters, Westwood Kansas

**Title: OPERATIONS PLANNING MANAGER: ILEC/CLEC Technical Contract Negotiations**

I represented Sprint in RBOC contractual negotiations supporting Sprint's policy and technical requirements from an ILEC and CLEC position. I also facilitated and directed internal teams (Technical, Implementation, Legal, Regulatory, Costing, Billing and Policy) in bringing to closure complex business issues. (e.g. developing processes, tariff language, legal definitions, technical requirements, etc.)

**November 1991 to August 1996:** Sprint World Headquarters, Westwood Kansas

**DIRECTOR BUSINESS MARKET: Data/Network/Video/Systems Integration**

I directed the development of domestic marketing strategies, strategic initiatives, market size/growth forecast, pricing, sales activities, competitive analysis, advertising, and the launching of new products with a



major focus on revenue (growing revenue from \$12 to \$33 million the first year followed by continued growth of 35% -50%) and profitability, vendor management and vertical marketing applications.

**January 1987 to November 1991:** United Telephone Company of Ohio

**GENERAL MANAGER:** Data/Network Sales and Vertical Markets: Mansfield, Ohio

I developed and implemented multi-state marketing strategies, hired and positioned a highly competitive infrastructure (product development, sales, engineering and technical support), directed competitive analysis, tariff development, sales, engineering and maintenance of data and networking applications and transport elements. The first year the team was in place, we achieved 162% of the sales objective and began to position United Telephone as a strong competitive system integrator. As a result, corporate management recognized the success of the regional team that resulted in a system wide effort that I led.

**October 1984 to January 1987:** United Telephone Company of Ohio

**REGIONAL MANAGER:** Transmission and Special Services: Lima, Ohio

I managed and directed the maintenance of all transmission equipment, installation and maintenance of special services, transmission control center, and all major pair gain devices for the western side of the State. I also was responsible for the maintenance of public microwave equipment.

**September 1982 to October 1984:** United Telephone Company of Ohio

**SENIOR STAFF ANALYST/TECHNICAL SOFTWARE:** Mansfield, Ohio

This position supported all DMS 100/200 Digital Switches within the State of Ohio. The support focused on outage assistance and control, referrals, test and acceptance, firmware and software control, technical audits, and translation changes. This position required strong technical and managerial skills.

**March 1980 to September 1982:** United Telephone Company of Ohio

**FOREMAN:** Network Control Center: Mansfield/Mt. Vernon, Ohio

While in this position I managed, developed, enhanced and controlled the dispatch of central office trouble tickets, the analysis of trouble reports and administered preventive maintenance programs. This position, as well, included the development and publication of key divisional results.

**March 1977 to March 1980:** United Telephone Company of Ohio

**FOREMAN:** Central Offices: Mt. Vernon, Ohio

I was responsible for managing the work force that maintained the central offices, transmission equipment, supported operator services and installation maintenance of special service circuits within the Mt. Vernon district.

**March 1968 to March 1977:** North Electric, Galion, Ohio

**CENTRAL OFFICE INSTALLER, TECH A, INSTALLATION SUPERVISOR:** Ohio and Pennsylvania

Responsibilities included the installation and testing of various types of North Electric switching equipment e.g.: NX-1D, NX-1E, NX-1 Centrex, NT400, NT-500 and associated power systems.

After two years of holding the position of installer, I was placed in charge of my first installation job managing 27 personnel. During the rest of my career with North Electric, I supervised and managed small and major installations.

**AFFILIATIONS:**

- President and Vice President of North Central Marketing and Sales Club. (1990-91)
- United-North Central Speakers Bureau (1988-91)
- President of Knox County International Management Council (1987)
- President Gymnastics Booster Club (1988)
- Committee Chairman Kiwanis Club
- Committee member, Richland Economic Development Corporation appointed by the Company
- President of United-North Central.
- Active in community, school functions and organizations.

**OTHER INTEREST:**

Boating, snow skiing, golf, and family activities.

**REFERENCES:**

Exhibit III  
Financial Information

See Attached

MAXCESS, Inc.  
 FSR5 - Income Statement and Balance Sheet  
 Income Statement  
 1999 1 - 1999 11

		MONTH-TO-DATE	YEAR-TO-DATE
4025	SALES: BILLABLE SW PROG & SERVICE	12,405.02	12,405.02
TOTAL SALES		12,405.02	12,405.02
5030	COGS-PHONE AND DATA CIRCUITS	17,384.05	17,384.05
TOTAL COST OF GOODS SOLD		17,384.05	17,384.05
TOTAL GROSS PROFIT (LOSS)		-4,979.03	-4,979.03
6000	PAYROLL EXPENSE	63,851.43	63,851.43
6011	FEDERAL UC EXPENSE	242.51	242.51
6012	STATE UC EXPENSE	30.31	30.31
6013	SOCIAL SECURITY EXPENSE	4,884.65	4,884.65
6020	UTILITIES EXPENSE	1,839.76	1,839.76
6027	CONFERENCE/CONVENTION EXPENSE	2,500.00	2,500.00
6035	TAXES AND LICENSES	1,478.90	1,478.90
6038	HEALTH INSURANCE EXPENSE	2,809.58	2,809.58
6040	INSURANCE EXPENSE	2,072.91	2,072.91
6050	OFFICE SUPPLIES EXPENSE	1,573.95	1,573.95
6055	FREIGHT/SHIPPING	493.36	493.36
6056	POSTAGE	230.00	230.00
6065	AUTO EXPENSE (REPAIR & MAINTENANCE)	240.64	240.64
6070	BANK CHARGES	293.34	293.34
6077	DUES & SUBSCRIPTIONS	960.00	960.00
6080	PROFESSIONAL SERVICES	22,465.63	22,465.63
6081	WEB SITE DEVELOPMENT SERVICES	10,000.00	10,000.00
6085	LEGAL SERVICES	26,795.85	26,795.85
6086	BOOKKEEPING SERVICES	10,000.00	10,000.00
6092	REPAIRS & MAINTENANCE (OFFICE)	276.81	276.81
6093	LAWN MAINTENANCE	300.00	300.00
6094	WASTE REMOVAL/PROPERTY MAINTENANCE	465.06	465.06
6102	DIAL-UP EXPENSE	1,289.04	1,289.04
6105	TELEPHONE EXPENSE	12,169.79	12,169.79
6106	CELLULAR PHONE EXPENSE ALLTEL	628.03	628.03
6112	FINES AND LATE CHARGES	780.86	780.86
6115	LODGING EXPENSE	2,167.04	2,167.04
6120	AIRFARE EXPENSE	1,004.50	1,004.50
6125	AUTO FUEL/TRAVEL EXPENSE	768.14	768.14
6126	TRAVEL TOLL OR PARKING EXPENSES	441.05	441.05
6127	TRAVEL EXPENSE - MEALS	1,607.78	1,607.78
6130	AUTO RENTAL EXPENSE	249.02	249.02
6135	TRAINING EXPENSE	241.72	241.72
6150	CASH SHORT/OVER	337.07	337.07
TOTAL OPERATING EXPENSES		175,488.73	175,488.73
7000	INTEREST INCOME	806.51	806.51
7003	MISCELLANEOUS INCOME	800.00	800.00
TOTAL OTHER INCOME		1,606.51	1,606.51
7200	INTEREST EXPENSE	5,882.36	5,882.36
TOTAL OTHER EXPENSES		5,882.36	5,882.36
TOTAL OTHER INCOME AND EXPENSES		-4,275.85	-4,275.85

MAXCESS, Inc.  
 FSR5 - Income Statement and Balance Sheet  
 Balance Sheet  
 AS OF 1999 11

	BALANCE
1003 FIRST UNION NATIONAL BANK ACCOUNT	403.24
1004 FIRST UNION NATIONAL BANK (CAP)	2,106.51
1005 MAXCESS TRUST - SUNWEST BANK	1,950,000.00
1010 PETTY CASH	300.00
	-----
TOTAL CASH	1,952,809.75
	-----
TOTAL ACCOUNTS RECEIVABLE	0.00
	-----
TOTAL INVENTORY	0.00
	-----
TOTAL CURRENT ASSETS	1,952,809.75
	-----
TOTAL FIXED ASSET	0.00
	-----
TOTAL OTHER ASSETS	0.00
	-----
TOTAL ASSETS	1,952,809.75
	-----

	BALANCE
2000 ACCOUNTS PAYABLE CONTROLLING ACCT	70,562.96
2015 FICA PAYABLE	732.18
2020 FED. W/H TAX PAYABLE	606.21
2025 FUTA TAX	-0.01
2030 SUTA TAX	-788.16
	-----
TOTAL CURRENT LIABILITIES	71,113.18
	-----
TOTAL LONG TERM LIABILITIES	0.00
	-----
TOTAL LIABILITIES	71,113.18
	-----
3010 PAID IN EXCESS OF PAR	2,145,000.00
3015 CURRENT EARNINGS	-184,743.61
3020 RETAINED EARNINGS	-78,559.82
	-----
TOTAL STOCKHOLDER'S EQUITY	1,881,696.57
	-----
TOTAL LIABILITIES & EQUITY	1,952,809.75
	-----

STATE OF FLORIDA

COUNTY OF ORANGE

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)  
)  
)  
)

VERIFICATION

I, James C. Marchant, Jr., being duly sworn, declare that I am the President of Maxcess, Inc., the Applicant. I verify that, based upon information and belief, I have knowledge of the statements in the foregoing Application, and I declare that they are true and correct.

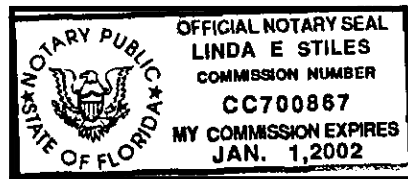
*James C. Marchant, Jr.*  
James C. Marchant, Jr.

Sworn to before me, the undersigned Notary Public on this 9th day of March, 2000.

*Linda E. Stiles*  
Notary Public

Print or Type Name

My commission expires:



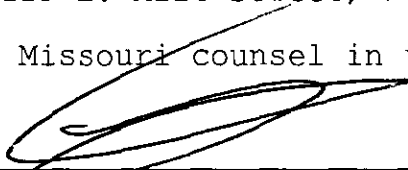
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BEFORE THE PUBLIC SERVICE COMMISSION  
OF THE STATE OF MISSOURI

In the matter of the )  
application of )  
Maxcess, Inc. )  
for a certificate of service ) Case No.  
authority to provide )  
Basic Local )  
telecommunications services )  
in Portions of the State of )  
Missouri and to Classify Such )  
Services and the Company )  
As Competitive )

ENTRY OF APPEARANCE

COMES NOW Lance J. M. Steinhart, Attorney at Law and pursuant to rule 4 CSR 240-2.040 herewith files his Entry of Appearance on behalf of Applicant Maxcess, Inc., in connection with the above-styled proceeding. With respect to his entry, Mr. Steinhart hereby advises the Commission that he is a member in good standing of the State Bar of Georgia and the New York State Bar and is admitted to practice before District Courts. He also is on inactive status with the State Bar of Maryland. Neither the undersigned nor any member of his firm is disqualified to appear in any court. I also hereby designate Judith A. Rau, of the law firm of Rau & Rau, 119 E. Mill Street, Waterloo, Illinois 62298 to serve as our local Missouri counsel in this matter.

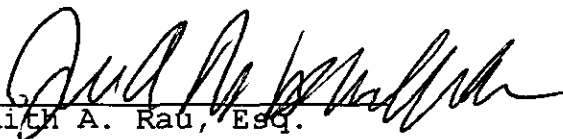
  
Lance J.M. Steinhart, Esq.  
Attorney at Law  
6455 East Johns Crossing, Suite 285  
Duluth, Georgia 30097  
(770) 232-9200  
(770) 232-9208 (Fax)  
Georgia Bar No. 678222

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Services and the Company )  
As Competitive )

ENTRY OF APPEARANCE

COMES NOW Judith A. Rau of the Law Firm of Rau & Rau, and  
pursuant to rule 4 CSR 240-2.040, herewith files her Entry of  
Appearance as local Missouri counsel on behalf of Applicant  
Maxcess, Inc., in connection with the above-styled proceeding.

  
Judith A. Rau, Esq.  
Rau & Rau  
119 E. Mill Street  
Waterloo, Illinois 62298  
(618) 939-7186  
Missouri Bar No. 24856