

**NEWMAN, COMLEY & RUTH**

PROFESSIONAL CORPORATION  
ATTORNEYS AND COUNSELORS AT LAW  
MONROE BLUFF EXECUTIVE CENTER  
601 MONROE STREET, SUITE 301  
P.O. BOX 537  
JEFFERSON CITY, MISSOURI 65102-0537  
www.ncrpc.com

TELEPHONE: (573) 634-2266  
FACSIMILE: (573) 636-3306

ROBERT K. ANGSTEAD  
MARK W. COMLEY  
CATHLEEN A. MARTIN  
STEPHEN G. NEWMAN  
JOHN A. RUTH  
ALICIA EMBLEY TURNER

August 14, 2002

**FILED**

AUG 14 2002

Missouri Public  
Service Commission

The Honorable Dale Hardy Roberts  
Secretary/Chief Regulatory Law Judge  
Missouri Public Service Commission  
P.O. Box 360  
Jefferson City, MO 65102-0360

Re: OCMC, Inc., d/b/a One Call Communications, Inc.  
IXC Application

Dear Judge Roberts:

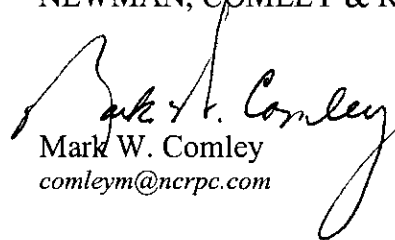
Enclosed for filing in the referenced matter please find the original and eight copies of an Application for Certificate of Service Authority and for Competitive Classification of OCMC, Inc., d/b/a One Call Communications, Inc.

Please contact me if you have any questions regarding this filing. Thank you.

Very truly yours,

NEWMAN, COMLEY & RUTH P.C.

By:

  
Mark W. Comley  
comleym@ncrpc.com

MWC:ab  
Enclosure

cc: Office of Public Counsel  
General Counsel's Office  
Ann Bernard

**BEFORE THE PUBLIC SERVICE COMMISSION  
STATE OF MISSOURI**

**FILED**

AUG 14 2002

Missouri Public  
Service Commission

In the Matter of the Application )  
 )  
of OCMC, INC., )  
D/B/A ONE CALL COMMUNICATIONS, INC. )  
 )  
for a Certificate of Service Authority to Provide )  
Competitive Intrastate Interexchange )  
Telecommunications Services )  
and Non-Switched Local Telecommunications )  
Services within the State of Missouri )

Case No. \_\_\_\_\_

**APPLICATION FOR CERTIFICATE OF SERVICE AUTHORITY AND  
FOR COMPETITIVE CLASSIFICATION OF  
OCMC, INC., D/B/A ONE CALL COMMUNICATIONS, INC.**

Comes now OCMC, INC., D/B/A ONE CALL COMMUNICATIONS, INC. ("New One Call," "Applicant" or "Company"), by its undersigned counsel, and applies pursuant to §§392.430 and 392.440, RSMo. 2000 for a certificate of service authority to provide intrastate interexchange telecommunications services and non-switched local telecommunications services throughout the State of Missouri in all areas in which the Commission has approved the competition of interexchange and private line services. Additionally, pursuant to §§ 392.361 and 392.420, RSMo. 2000, New One Call requests that the company and said services be classified as competitive and that the Commission waive certain statutes and regulations. In support of its Application, New One Call provides the following information:

**I. IDENTIFICATION OF THE APPLICANT**

**A. Corporate Information**

1. "One Call Communications, Inc." is the duly registered fictitious name for OCMC an Indiana corporation. A copy of OCMC's Registration of Fictitious Name with the Missouri

Secretary of State's Office is attached as *Exhibit A*. OCMC is located at 801 Congressional Boulevard, Carmel, Indiana 46032. OCMC has been duly authorized by the Secretary of the State of Missouri to transact business as a foreign entity, and a copy of OCMC's Certificate of Corporate Good Standing is attached hereto as *Exhibit B*. OCMC engages generally in the provision of telecommunication services in this state and other jurisdictions.

2. Specifically, OCMC has been formed as part of a management buy out (the Transaction) of the interest of the principal shareholder of One Call Internet, Inc., f/k/a One Call Communications, Inc. (Old One Call). Old One Call is certificated by this Commission to provide interexchange telecommunication services and operator services throughout the State of Missouri.<sup>1</sup>

Old One Call currently provides interexchange telecommunications services and also provides operator services under several assumed names. OCMC proposes to acquire the regulated communications assets associated with Old One Call, including the associated telecommunications equipment, existing customer base, and federal and state licenses and/or certificates authorizing those operations.

3. The filing of this application is but one step in the Transaction. Basically, as a result of the Transaction, New One Call will replace Old One Call as the operating company in Missouri, and Old One Call will surrender its certificate of service authority to the Commission in the process.<sup>2</sup>

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<sup>1</sup>Old One Call received certificates of service authority in the following cases: *In the matter of the application of One Call Communications, Inc. for a certificate of service to operate as an interexchange telecommunications resale carrier with the State of Missouri*, Case No. TA-91-293; *In the matter of the application of One Call Communications, Inc. d/b/a OPTICOM, for a certificate of service to operate as an interexchange telecommunications resale carrier and operator services provider with the State of Missouri*, Case No. TA-91-156; *In the Matter of Application of One Call Communications, Inc., d/b/a AdvantTel, for a Certificate of Service Authority to Provide Competitive Intrastate Interexchange Telecommunications Services and Non-Switched Local Telecommunications Services within the State of Missouri*, Case No. TA-2002-53; *In the Matter of Application of One Call Communications, Inc., d/b/a 1-800-Max-Save, for a Certificate of Service Authority to Provide Competitive Intrastate Interexchange Telecommunications Services and Non-Switched Local Telecommunications Services within the State of Missouri*, Case No. TA-2002-52.

<sup>2</sup>The details of the Transaction are part of a separate application which has been filed of even date.

**B. DESIGNATED CONTACTS**

4. The designated contacts for this Application are:

Mark W. Comley  
NEWMAN, COMLEY & RUTH P.C.  
601 Monroe Street, Suite 301  
P.O. Box 537  
Jefferson City, MO 65101  
Telephone: (573) 634-2266  
Facsimile: (573) 636-3306  
E-mail: *comleym@ncrpc.com*

Copies of all correspondence, notices, inquiries and orders should also be sent to:

Ann C. Bernard, Esq.  
General Counsel  
One Call Communications, Inc.  
801 Congressional Boulevard  
Carmel, Indiana 46032  
(317) 843-1300 (Tel)  
(317) 580-7471 (Fax)

**II. SERVICES**

**A. INTEREXCHANGE SERVICES**

5. New One Call proposes to provide intrastate interexchange telecommunications services throughout the State of Missouri and, therefore, seeks statewide authorization.

6. New One Call proposes to provide 1+ intraLATA and interLATA long distance services, calling card services, data services, private line services and all other services offered in its tariff. New One Call's telecommunications services will be available on a full-time basis, 24 hours a day, seven days a week.

**B. NON-SWITCHED LOCAL TELECOMMUNICATIONS SERVICES**

7. In addition to the provision of intrastate interexchange telecommunications services,

New One Call also seeks the authority to provide non-switched local telecommunications services to its Missouri business customers. Such private line services will be provided within local exchanges and are likely to include dedicated connections from the customer premises to the facilities of IXC's, or between customer premises. The Applicant's non-switched local telecommunications authority will be limited to the provisioning of dedicated, local exchange private line services.

8. New One Call will be providing its services pursuant to the terms and conditions set out in its tariff. The provisions of 4 CSR 240-2.060(6)(C) require that a proposed tariff with a forty-five (45) day effective date be included with this application, and Applicant wishes to comply. However, at this time New One Call seeks a temporary waiver of this requirement. Upon approval of the Transaction, which is the subject of the companion application previously referred to, New One Call intends to file a notice adopting Old One Call's approved tariffs on file with this Commission, in their entirety. It is New One Call's intention that the transfer of assets and change in the management and operation of those assets occur in a seamless fashion, and use of the adoption notice as proposed herein should accomplish that objective.

### **III. THE MANAGERIAL, TECHNICAL AND FINANCIAL ABILITY OF APPLICANT**

9. New One Call is managerially and technically qualified to operate as a provider of resold and facilities-based local exchange services and interexchange telecommunications services in Missouri. New One Call will be guided by the same senior management team currently at Old One Call. There will be no interruption in business operations. The executive profiles of New One Call's management team, attached hereto as *Exhibit C*, demonstrate that its management team has considerable experience in network operations, financial analysis/accounting, marketing, sales,

customer service, training, regulatory, and other relevant areas. Each member of New One Call's management team will draw upon his or her own experience, as well as the collective experience of the entire management team, to ensure that New One Call is managed and operated efficiently and profitably.

10. New One Call also possesses the necessary financial resources to provide the interexchange and non-switched local telecommunications services identified in this Application. In support of New One Call's Application, attached hereto as *Exhibit D*, are the Applicant's most recent financial statements.

#### **IV. CLASSIFICATION**

11. New One Call requests classification as a competitive telecommunications company within the State of Missouri. The services that it proposes to provide will be subject to sufficient competition to justify a lesser degree of regulation.

#### **V. REQUESTS FOR WAIVER**

12. New One Call is willing to comply with all applicable Commission rules, and is willing to meet all relevant service standards, including but not limited to, billing, quality of service, and tariff filing and maintenance. However, consistent with the Commission's treatment of other certificated competitive local exchange telecommunications companies, New One Call requests that the following statutes and regulations be waived for its resold interexchange and non-switched local telecommunications service offerings, in accordance with § 392.420, RSMo. 2000 and 4 CSR 240-32.010(2):

#### **STATUTES**

Section 392.210.2      --      Uniform System of Accounts

|                    |    |   |
|--------------------|----|---|
| Section 392.240(1) | -- | Setting Just and Reasonable Rates       |
| Section 392.270    | -- | Valuation of Property (Ratemaking)      |
| Section 392.280    | -- | Depreciation Accounts                   |
| Section 392.290    | -- | Issuance of Securities                  |
| Section 392.300.2  | -- | Acquisition of Stock                    |
| Section 392.310    | -- | Stock and Debt Issuance                 |
| Section 392.320    | -- | Stock Dividend Payment                  |
| Section 392.330    | -- | Issuance of Securities, Debts and Notes |
| Section 392.340    | -- | Reorganization(s)                       |

### **RULES**

|                        |    |  |
|------------------------|----|--|
| 4 CSR 240-10.020       | -- | Income on Depreciation Fund Investments                |
| 4 CSR 240-30.010(2)(C) | -- | Posting of Exchange Rates at Central Operating Offices |
| 4 CSR 240-30.040       | -- | Uniform System of Accounts                             |
| 4 CSR 240-33.030       | -- | Informing Customers of Lowest Priced Services          |
| 4 CSR 240-35           | -- | Bypass   |

13. The above-referenced rules and statutory provisions, or their predecessor sections, have been waived with regard to other interexchange carriers and competitive local exchange companies. These rules or statutory provisions are principally designed to apply to non-competitive telecommunications carriers. As a result, it would be inconsistent with the goal and purpose of Section 392.530 to apply them to a competitive telecommunications carrier such as Applicant, and, for this reason, New One Call respectfully requests that the Commission waive the application of these rules to New One Call.

14. New One Call will comply fully with all applicable Commission rules except those that are specifically waived by the Commission pursuant to the Applicant's request herein.

15. New One Call has no pending or final unsatisfied judgments or decisions against it or its affiliates from any state or federal agency or court that involve customer services or rates. No annual report or assessment fees are overdue to the Commission from the Applicant.

16. New One Call will not unjustly discriminate among its subscribers, as prohibited by Section 392.200, RSMo.

## **VI. GEOGRAPHIC AREAS**

17. The Applicant proposes to offer service throughout those areas of Missouri where the Commission has authorized the provision of competitive intraLATA interexchange telecommunications service, and non-switched local telecommunications services.

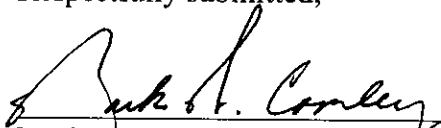
## **VII. PUBLIC INTEREST**

18. New One Call submits that approval of this Application is in the public interest because New One Call is well-qualified – technically, managerially, and financially – to serve the Missouri public as an interexchange carrier and provider of non-switched local exchange services. New One Call's participation in the market for non-switched local and interexchange telecommunications services in Missouri will preserve consumer choice among innovative, high quality, reliable and competitively-priced telecommunications services.

WHEREFORE, New One Call respectfully requests that the Commission grant it a certificate of service authority to provide interexchange telecommunication services and non-switched local exchange telecommunications services in Missouri. New One Call also requests that its services be classified as competitive services and that it be classified as a competitive telecommunications company in Missouri. Finally, New One Call requests that the Commission grant waivers of the aforementioned rules and statutory provisions.



Respectfully submitted,

  
Mark W. Comley #28847  
NEWMAN, COMLEY & RUTH P.C.

601 Monroe Street, Suite 301  
P.O. Box 537  
Jefferson City, MO 65102  
Telephone: (573) 634-2266  
Facsimile: (573) 636-3306

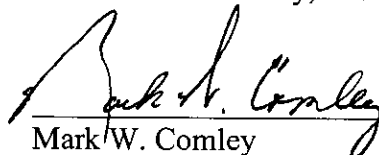
Attorneys for **OCMC, INC., D/B/A ONE CALL  
COMMUNICATIONS, INC.**

### **Certificate of Service**

I hereby certify that on this 14<sup>th</sup> day of August, 2002, a copy of this document has been hand delivered or mailed by first class mail, postage prepaid, to:

Office of Public Counsel  
P.O. Box 7800  
Jefferson City, MO 65102-7800

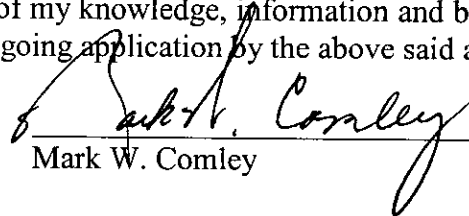
Office of General Counsel  
P.O. Box 360  
Jefferson City, MO 65102

  
Mark W. Comley

## VERIFICATION

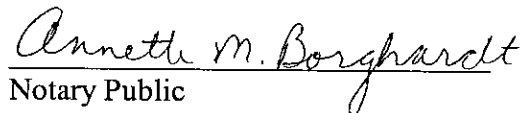
STATE OF MISSOURI     )  
                                      ) ss.  
COUNTY OF COLE        )

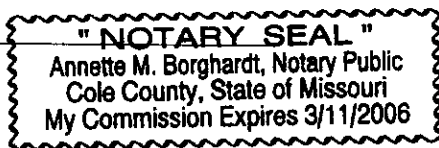
I, Mark W. Comley, being first duly sworn, do hereby certify, depose and state that I am the attorney for OCMC, INC., D/B/A ONE CALL COMMUNICATIONS, INC., Applicant in the above captioned proceeding; that I have read the above and foregoing Application and the allegations therein contained are true and correct to the best of my knowledge, information and belief; and I further state that I am authorized to verify the foregoing application by the above said applicant.

  
\_\_\_\_\_  
Mark W. Comley

Subscribed and sworn to before me, a Notary Public, this 14<sup>th</sup> day of August, 2002.

My Commission expires:

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



## **LIST OF EXHIBITS**

- |                   |   |
|-------------------|---|
| <b>EXHIBIT A:</b> | <b>REGISTRATION OF FICTITIOUS NAME</b>        |
| <b>EXHIBIT B:</b> | <b>CERTIFICATE OF CORPORATE GOOD STANDING</b> |
| <b>EXHIBIT C:</b> | <b>MANAGEMENT PROFILES</b>                    |
| <b>EXHIBIT D:</b> | <b>FINANCIAL STATEMENTS</b>                   |

# **EXHIBIT A**

## **REGISTRATION OF FICTITIOUS NAME**



**State of Missouri**  
Matt Blunt, Secretary of State

No. X 406237

Corporations Division

**Registration of Fictitious Name**

(Submit in duplicate with filing fee of \$7)

(Must be typed or printed)

#107211068  
\$49.76  
JH

This information is for the use of the public and gives no protection to the name. There is no provision in this Chapter to keep another person or business from adopting and using the same name. (Chapter 417, RSMo.)

We, the undersigned, are doing business under the following name, and at the following address:

Business name to be registered: One Call Communications, Inc.  
Business Address: 801 Congressional Boulevard  
(P.O. Box alone not acceptable)  
City, State and Zip Code: Carmel, IN 46032

The parties having an interest in the business, and the percentage they own are (if a business entity is owner, indicate business name and percentage owned. If all parties are jointly and severally liable, percentage of ownership need not be listed):

| Name of Owners,<br>Individual or<br>Business Entity | Street and Number       | City   | State<br>and<br>Zip Code | If listed,<br>Percentage<br>of ownership<br>must equal<br>100% |
|---|-------------------------|--------|--------------------------|--|
| OCMC, Inc.  | 801 Congressional Blvd. | Carmel | IN 46032                 |  |
| <u>F506578 ac</u>                                   |                         |        |                          |  |
|   |                         |        |                          |  |
|   |                         |        |                          |  |
|   |                         |        |                          |  |
|   |                         |        |                          |  |

Return to: Secretary of State  
Corporations Division  
P.O. Box 778  
Jefferson City, Mo. 65102

(Over)

Corp. #56 (11/00)

MO015 - 6/05/2001 C T System Online

**FILED**

**MAR 18 2002**

*Matt Blunt*  
SECRETARY OF STATE

The undersigned, being all the parties owning interest in the above company, being duly sworn, upon their oaths each did say that the statements and matters set forth herein are true.

Individual  
Owners  
Sign Here

406237

X \_\_\_\_\_ X \_\_\_\_\_  
X \_\_\_\_\_ X \_\_\_\_\_  
X \_\_\_\_\_ X \_\_\_\_\_

If  
Business Entity  
Is  
Owner,  
Authorized  
Person  
Execute  
Here

OCMC, Inc.

Business Name

Authorized Signature

Joseph A. Pence

Printed Name

President

Title

State of ~~Missouri~~ Indiana

County of Hamilton

ss

I, Margaret L. Maroney, A Notary Public, do hereby certify that on March 14, 2002  
month/day/year

personally appeared before me Joseph A. Pence, and being duly sworn by me, acknowledged that  
he/she signed as his/her own free act and deed the foregoing document in the capacity therein set forth and declared that the statements  
therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year before written.

(Notarial Seal or Stamp)

Margaret L. Maroney  
Notary Public

My commission expires July 20, 2009

My County of Commission Boone

Corp. #56 (11/00)

**EXHIBIT B**

**CERTIFICATE OF CORPORATE GOOD STANDING**

No. F00506578

# STATE OF MISSOURI



Matt Blunt  
Secretary of State

## CORPORATION DIVISION

### CERTIFICATE OF CORPORATE GOOD STANDING - FOREIGN CORPORATION

I, MATT BLUNT, Secretary of State of the State of Missouri,  
do hereby certify that the records in my office  
and in my care and custody reveal that


OCMC, INC.

using in Missouri the name

OCMC, INC.

an INDIANA corporation filed its Evidence of Incorporation  
with this State on the 11th day of MARCH, 2002, and is in  
good standing, having fully complied with all requirements  
of this office.

IN TESTIMONY WHEREOF, I have set my  
hand and imprinted the GREAT SEAL of  
the State of Missouri, on this, the  
22nd day of MAY, 2002.

  
Secretary of State





# **EXHIBIT C**

## **MANAGEMENT PROFILES**

**OCMC, INC., d/b/a OPTICOM  
DIRECTORS AND OFFICERS**

**JOSEPH A. PENCE, PRESIDENT & CEO**, Mr. Pence has specialized in the telecommunications industry for over twenty years. During Mr. Pence's employment with ALLTEL of Hudson, Ohio, he held various positions including Sales Manager, Traffic and Network Engineer and General Manager. Thereafter, Mr. Pence accepted the responsibility of General Manager of an alternative long distance company in Detroit, Michigan. Mr. Pence joined One Call Communications in 1986. Mr. Pence has held various positions since his employment with One Call Communications including Regional Manager, Vice President, Executive Vice President and currently holds the responsibility of President & CEO, all of which provide One Call's management, departments and divisions with the knowledge and direction essential for success of the company.

**BRAD A. BENGE, EXECUTIVE VICE PRESIDENT**, Mr. Benges telecommunications career began in 1982 with Allnet as a Marketing Representative. Other positions held at Allnet were Senior Account Representative, Sales Manager and Branch Manager. Before his tenure at One Call Communications, Mr. Benges was also employed by MCI as a National Account Sales Representative and with Compucom as National Sales of Billing and Network Design. In 1989, Mr. Benges was hired by One Call Communications as the Director of Retail Sales. He has held various positions with the company including Assistant Vice President of Sales and Marketing, Vice President of Sales and Marketing, Senior Vice President and is currently Executive Vice President. He also serves as a Board Member of the American Public Communications Council (APCC).

**MARK A. SPETH, TREASURER & CHIEF FINANCIAL OFFICER**, Mr. Speth is a 1981 graduate from Brigham Young University with a BS in Micro Biology and a minor in Business. In 1996 Mr. Speth received his MBA from the University of Indianapolis; he was top scholar and graduated with honors. Mr. Speth has eight years of experience in the Telecom industry and an additional eighteen years in Accounting and Information Systems.

**ANN C. BERNARD, GENERAL COUNSEL & ASSISTANT SECRETARY**, Ms. Bernard holds a Juris Doctorate from Indiana University (1987) and a Bachelors of Arts (cum laude) in History and Political Science from Butler University (1984). Ms. Bernard was admitted to practice before the United States Supreme Court, the 7<sup>th</sup> Circuit Court of Appeals, the Northern and Southern Districts of Indiana and the Indiana Supreme Court. Ms. Bernard has over six years' experience in the Telecom industry.

**ROUNDELL L. HARRIS, JR., VICE PRESIDENT OF NETWORK OPERATIONS**, Mr. Harris attended Ball State University from 1978 to 1979. He then attended Indiana Vocational Technical College and completed their two-year digital electronics course. Mr. Harris began his employment with One Call in August of 1986. Mr. Harris is certified on the Harris 20/20 switch, as well as DSC (now Alcatel switch) and the DEX switch. He has also attended schools on Sonet, ATM, access ordering and provisioning. Mr. Harris is in charge of all network, switches and facilities for One Call and for supervising the employees that work in these areas.

**JOSEPH L. DURKEE, VICE PRESIDENT OF INFORMATION SERVICES**, Mr. Durkee is a 1987 graduate of Indiana State University with a major in Electronics and Computer Technology. From 1987 to 1990 Mr. Durkee worked for the United Student Aid Funds and was responsible for developing and maintaining 'C' programs which processed student loan applications. Mr. Durkee has over twelve years' experience in the telecommunications industry. He was first employed with One Call Communications in 1990 as a Programmer and Analyst. Mr. Durkee then proceeded to a Project Manager for the operator services division. Mr. Durkee is presently Vice President of Information Services and is responsible for maintaining a staff of qualified professionals to create and maintain systems to bill and outclear long distance telephone calls.

# **EXHIBIT D**

## **FINANCIAL STATEMENTS**

**OCMC, Inc.**  
**Pro-Forma Balance Sheet/**  
**Allocation of Purchase Price**  
**January 31, 2002**

**Assets**

|                                 |                             |
|---------------------------------|-----------------------------|
| Accounts receivable             | \$ 18,635,000               |
| Allowance for Bad Debts         | (1,047,000)                 |
| Inventory                       | 10,000                      |
| Prepaid expenses                | 1,684,000                   |
| Nonrecurring service agreement  | 1,500,000                   |
| Deposits                        | 11,000                      |
| Equipment                       | 3,950,000                   |
| Furniture and fixtures          | 2,500,000                   |
| Leasehold improvements          | 1,300,000                   |
| Computer equipment              | 2,000,000                   |
| Computer programs               | 1,000,000                   |
| Five-year non-compete agreement | 100,000                     |
| Brand Co.                       | 1,000                       |
| Note receivable                 | 73,000                      |
| License                         | 700,000                     |
| Transaction Costs               | 589,776                     |
| Goodwill                        | 4,354,683                   |
| <b>TOTAL ASSETS</b>             | <b><u>\$ 37,361,459</u></b> |

**Liabilities and Equity**

|   |                             |
|---|-----------------------------|
| Accounts payable                        | \$ 4,700,000                |
| Accrued nonrecurring service agreements | 1,500,000                   |
| Contingent Liability                    | 500,000                     |
| Revolving Credit Facility               | 8,861,459                   |
| Senior Term Note A                      | 1,500,000                   |
| Senior Subordinated Notes               | 10,700,000                  |
| Junior Subordinated Note A              | 4,050,000                   |
| Junior Subordinated Note B              | 1,000,000                   |
| Common stock                            | 4,550,000                   |
| <b>TOTAL LIABILITIES AND EQUITY</b>     | <b><u>\$ 37,361,459</u></b> |

**NOTES:**

Balance Sheet excludes certain transaction fees to be capitalized that will be paid post-closing

**OCMC  
INCOME STATEMENT  
CURRENT PERIOD: FEB 2002**

Currency USD  
No specific COMPANY requested

|                                     | PTD-Actual<br>Feb-02 | Ratio  | PTD-Budget<br>Feb-02 | Ratio | YTD-Actual<br>Feb-02 | Ratio  | YTD-Budget<br>Feb-02 | Ratio |
|-------------------------------------|----------------------|--------|----------------------|-------|----------------------|--------|----------------------|-------|
| <b>REVENUE</b>                      |                      |        |                      |       |                      |        |                      |       |
| 0+ Bundled Revenue                  | 5,736,611            | 85.49  |                      |       | 5,736,611            | 85.49  |                      |       |
| 1+ Revenue                          | 729,063              | 10.87  |                      |       | 729,063              | 10.87  |                      |       |
| Other Revenue                       | 244,514              | 3.64   |                      |       | 244,514              | 3.64   |                      |       |
| <b>GROSS REVENUE</b>                | 6,710,188            | 100    |                      |       | 6,710,188            | 100    |                      |       |
| Customer Allowances                 | (397,179)            | (5.92) |                      |       | (397,179)            | (5.92) |                      |       |
| <b>NET REVENUE</b>                  | 6,313,010            | 94.08  |                      |       | 6,313,010            | 94.08  |                      |       |
| <b>COST OF SALES</b>                |                      |        |                      |       |                      |        |                      |       |
| Transmission Expenses               | 1,055,236            | 15.73  |                      |       | 1,055,236            | 15.73  |                      |       |
| PICC/USF Expenses                   | 384,381              | 5.73   |                      |       | 384,381              | 5.73   |                      |       |
| Switch Expenses                     | 3,155                | 0.05   |                      |       | 3,155                | 0.05   |                      |       |
| Depreciation Expenses               | 21,944               | 0.33   |                      |       | 21,944               | 0.33   |                      |       |
| Dialer Expenses                     | 13,333               | 0.20   |                      |       | 13,333               | 0.20   |                      |       |
| Op. Service Expenses                | 739,330              | 11.02  |                      |       | 739,330              | 11.02  |                      |       |
| Other Cost of Sales Exp.            | 5,395                | 0.08   |                      |       | 5,395                | 0.08   |                      |       |
| <b>TOTAL COST OF SALES</b>          | 2,222,773            | 54.34  |                      |       | 2,222,773            | 54.34  |                      |       |
| <b>GROSS MARGIN</b>                 | 4,090,236            | 60.96  |                      |       | 4,090,236            | 60.96  |                      |       |
| <b>SELLING EXPENSES</b>             |                      |        |                      |       |                      |        |                      |       |
| Sales Salaries & Commissions        | 2,809,687            | 41.87  |                      |       | 2,809,687            | 41.87  |                      |       |
| Advertising & Promotion             | 15,453               | 0.23   |                      |       | 15,453               | 0.23   |                      |       |
| <b>TOTAL SELLING EXPENSES</b>       | 2,825,140            | 42.10  |                      |       | 2,825,140            | 42.10  |                      |       |
| <b>GENERAL &amp; ADMIN EXPENSES</b> |                      |        |                      |       |                      |        |                      |       |
| Bad Debt                            | 451,337              | 6.73   |                      |       | 451,337              | 6.73   |                      |       |
| Computer Billing Charges            | 1,830                | 0.03   |                      |       | 1,830                | 0.03   |                      |       |
| Depreciation                        | 171,302              | 2.55   |                      |       | 171,302              | 2.55   |                      |       |
| Dues and Subscriptions              | 8,422                | 0.13   |                      |       | 8,422                | 0.13   |                      |       |
| Fringe Benefits                     | 1,480                | 0.02   |                      |       | 1,480                | 0.02   |                      |       |
| 401 K Expense                       | 2                    | 0.00   |                      |       | 2                    | 0.00   |                      |       |
| Insurance                           | 46,738               | 0.70   |                      |       | 46,738               | 0.70   |                      |       |
| Interest Expense                    | 163,060              | 2.43   |                      |       | 163,060              | 2.43   |                      |       |
| Legal and Acct. Fees                | 670                  | 0.01   |                      |       | 670                  | 0.01   |                      |       |
| License and Fees                    | 29,284               | 0.44   |                      |       | 29,284               | 0.44   |                      |       |
| Management Fees                     | 20,658               | 0.31   |                      |       | 20,658               | 0.31   |                      |       |
| Meals and Entertainment             | 9,338                | 0.14   |                      |       | 9,338                | 0.14   |                      |       |
| Misc. Office Services               | 39,375               | 0.59   |                      |       | 39,375               | 0.59   |                      |       |
| Office Supplies                     | 7,222                | 0.11   |                      |       | 7,222                | 0.11   |                      |       |
| Other Taxes                         | 3,777                | 0.06   |                      |       | 3,777                | 0.06   |                      |       |
| Payroll Taxes                       | 52,936               | 0.79   |                      |       | 52,936               | 0.79   |                      |       |
| Postage                             | 12,603               | 0.19   |                      |       | 12,603               | 0.19   |                      |       |
| Rent—Building                       | 81,490               | 1.21   |                      |       | 81,490               | 1.21   |                      |       |
| Rent—Equipment                      | 16,626               | 0.25   |                      |       | 16,626               | 0.25   |                      |       |
| Repair and Maintenance              | 13,154               | 0.20   |                      |       | 13,154               | 0.20   |                      |       |

**OCMC  
INCOME STATEMENT  
CURRENT PERIOD: FEB 2002**

Currency USD  
No specific COMPANY requested

|   | PTD-Actual<br>Feb-02 | Ratio         | PTD-Budget<br>Feb-02 | Ratio | YTD-Actual<br>Feb-02 | Ratio         | YTD-Budget<br>Feb-02 | Ratio |
|---|----------------------|---------------|----------------------|-------|----------------------|---------------|----------------------|-------|
| Salaries                                  | 261,828              | 3.90          |                      |       | 261,828              | 3.90          |                      |       |
| Telephone                                 | 15,460               | 0.23          |                      |       | 15,460               | 0.23          |                      |       |
| Travel                                    | 449                  | 0.01          |                      |       | 449                  | 0.01          |                      |       |
| Utilities                                 | 15,960               | 0.24          |                      |       | 15,960               | 0.24          |                      |       |
| <b>TOTAL GEN &amp; ADMIN<br/>EXPENSES</b> | <b>1,425,000</b>     | <b>21.24</b>  |                      |       | <b>1,425,000</b>     | <b>21.24</b>  |                      |       |
| <b>TOTAL EXPENSES</b>                     | <b>4,250,140</b>     | <b>63.34</b>  |                      |       | <b>4,250,140</b>     | <b>63.34</b>  |                      |       |
| <b>INCOME FROM<br/>OPERATIONS</b>         | <b>(159,904)</b>     | <b>(2.38)</b> |                      |       | <b>(159,904)</b>     | <b>(2.38)</b> |                      |       |
| Other Income                              |                      |               |                      |       |                      |               |                      |       |
| Service Charges                           | 8,323                | 0.12          |                      |       | 8,323                | 0.12          |                      |       |
| Interest Income                           | 3,829                | 0.06          |                      |       | 3,829                | 0.06          |                      |       |
| Misc. Income                              |                      |               |                      |       |                      |               |                      |       |
| <b>TOTAL OTHER REVENUE</b>                | <b>12,152</b>        | <b>0.18</b>   |                      |       | <b>12,152</b>        | <b>0.18</b>   |                      |       |
| <b>PRETAX INCOME</b>                      | <b>(147,751)</b>     | <b>(2.20)</b> |                      |       | <b>(147,751)</b>     | <b>(2.20)</b> |                      |       |
| <b>NET INCOME</b>                         | <b>(147,751)</b>     | <b>(2.20)</b> |                      |       | <b>(147,751)</b>     | <b>(2.20)</b> |                      |       |
| <b>EBITDA</b>                             | <b>196,402</b>       | <b>n/m</b>    |                      |       | <b>196,402</b>       | <b>n/m</b>    |                      |       |