

**ARTER & HADDEN<sup>LLP</sup>**  
ATTORNEYS AT LAW

*founded 1843*

1801 K Street, N.W., Suite 400K  
Washington, D.C. 20006-1301

*telephone 202.775.7100*

*facsimile 202.857.0172*

**ORIGINAL**

Austin  
Cleveland  
Columbus  
Dallas  
Dayton  
Irvine  
Los Angeles  
Sacramento

San Antonio  
San Diego  
San Francisco  
Washington, D.C.  
Woodland Hills  
*Affiliated Offices*  
Brussels, Belgium  
Geneva, Switzerland

February 24, 2000

**Via Federal Express**

Secretary  
Missouri Public Service Commission  
301 West High Street, Room 530  
Jefferson City, MO 65101

**FILED**

FEB 25 2000

Missouri Public  
**Service Commission**

re: Enhanced Global Convergence Services, Inc.

TA-2000-530

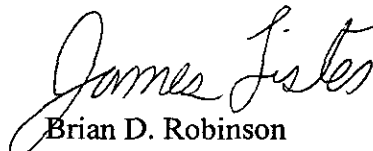
Dear Sir or Madam:

Enclosed please find a filing on behalf of a reseller long distance carrier for an Application of Enhanced Global Convergence Services, Inc. for a Certificate of Service Authority to Provide Interexchange Telecommunications Services. (Original and 14 copies.)

An extra copy of this document is enclosed and I ask you to stamp it as received and return it in the enclosed envelope for our records.

Please call if we can be of assistance. We understand there are no fees for this filing.

Very truly yours,

  
Brian D. Robinson  
James H. Lister

Enclosures

cc: Mr. Doug Micheel, Office of Public Counsel

2000000766

FILED

FEB 25 2000

BEFORE THE PUBLIC SERVICE COMMISSION  
OF THE STATE OF MISSOURI

Missouri Public  
Service Commission

In the matter of the application of )  
**Enhanced Global Convergence Services, Inc.** )  
for a certificate of service authority to ) Case No. TA-2000-530  
provide interexchange )  
telecommunications services )

APPLICATION

Enhanced Global Convergence Services, Inc. d/b/a eGCS ("Applicant"), a New Hampshire 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 interexchange telecommunications services pursuant to Chapter 392 of the Missouri Revised Statutes,
- (b) grants competitive status to Applicant,
- (c) waives certain Commission rules and statutory provisions pursuant to Section 392.420, RSMo Cum. Supp. 1992.

In support of its request, Applicant states:

1. The legal name and principle office or place of business of the Applicant is:

Enhanced Global Convergence Services, Inc.  
45 High Street  
Nashua, NH 03060

Copies 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. A copy of Applicant's registration in Missouri of the fictitious name "eGCS" is also included in Exhibit I.

2000000766

2

2. The name and address of Applicant's co-counsel admitted to practice law in Missouri is:

Charlotte Lindell  
Missouri Bar No. 45973  
James U. Troup,  
Attorney-in-Fact for  
Innovative Telecom Corp.  
Arter & Hadden, LLP  
2 Embarcadero Center, 5th Floor  
San Francisco, CA 94111-3824  
(415) 617-2100 (Telephone)  
(415) 617-2156 (Facsimile)

Please direct copies of all correspondence to Applicant's lead counsel:

James U. Troup  
Brian D. Robinson  
James H. Lister  
Arter & Hadden  
1801 K Street, N.W., Suite 400K  
Washington, D.C. 20006  
(202) 775-7100 (Telephone)  
(202) 857-0172 (Facsimile)

3. Applicant proposes to provide interexchange telecommunications services through prepaid calling cards for the transmission and reception of voice, data, and other types of telecommunications. Applicant does not intend to offer dedicated private line service.

Applicant will not own or lease any facilities used to provide the services, other than switches, and Applicant has no plans to acquire or lease any such facilities in the future. Instead, the services will be provided through resale of existing capacity obtained from Applicant's underlying facilities-based carriers. Calls will originate over LEC facilities and will be switched to Applicant's underlying facilities-based carrier and will be carried over that carrier's network facilities. End users will access Applicant's services by dialing access codes printed on their prepaid calling cards. End users may call 1-800-648-4919 if customer service is required

Applicant will not offer 1+ services, operator services, local exchange services, or alternative operator services at this time. Applicant will not act as an aggregator, and will not provide operator assisted services to traffic aggregators.

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 key personnel is attached as Exhibit II. Financial information is attached as Exhibit III.

5. Applicant's draft tariff is attached as Exhibit IV. The proposed tariff contains the rules and regulations applicable to its customers, a description of the services offered, and a list of rates associated with such services.

6. Applicant requests classification as a competitive telecommunications company within the State of Missouri. 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:

Missouri Revised Statutes --

392.240(1)	Rates-reasonable average return on investment.
392.270	Property valuation.
392.280	Depreciation rates.
392.290	Issuance of stocks and bonds.
392.310	Issuance of stocks and bonds.
392.320	Issuance of stocks and bonds.
392.330	Issuance of stocks and bonds.
392.340	Reorganization.

Regulations --

4 CSR 240-10.020	Income on depreciation fund investments.
4 CSR 240-30.010 (2) (C)	Posting exchange rates at central offices.
4 CSR 240-30.040	
4 CSR 240-30.060 (5) (B-0)	Minimum filing requirements (rate increases).
4 CSR 240-32.030 (1) (B)	Exchange boundary maps.
4 CSR 240-32.030 (1) (C)	Record of access lines.
4 CSR 240-32.030 (2)	Records kept within state.
4 CSR 240-32.050 (3-6)	Telephone directories.
4 CSR 240-32.070 (4)	Coin telephones.
4 CSR 240-33.030	Inform customers of lowest priced service.
4 CSR 240-33.040 (5)	Finance fee.

The above-referenced rules and statutory provisions have been waived as to other interexchange carriers in prior cases. These rules and statutory provisions are not necessary for regulation of a competitive reseller toll carrier such as Applicant.

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:

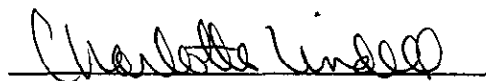
James U. Troup  
Brian D. Robinson  
James H. Lister  
Arter & Hadden  
1801 K Street, N.W., Suite 400K  
Washington, D.C. 20006  
(202) 775-7100 (Telephone)  
(202) 857-0172 (Facsimile)

WHEREFORE, Applicant respectfully requests that the Missouri Public Service Commission grant it a certificate of service authority to provide interexchange telecommunications services within the State of Missouri. Applicant also requests classification as a competitive telecommunications company. In addition Applicant requests a waiver of the above-referenced rules and statutory provisions.

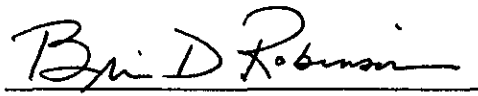
Dated this 24<sup>th</sup> day of Feb, 2000.

Respectfully submitted,

Enhanced Global Convergence Services, Inc.



Charlotte Lindell  
Missouri Bar No. 45973  
Arter & Hadden LLP  
2 Embarcadero Center, 5th Floor  
San Francisco, CA 94111-3824  
(415) 617-2100

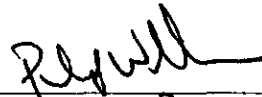


James U. Troup  
Brian D. Robinson  
James H. Lister  
Arter & Hadden LLP  
1801 K Street, N.W., Suite 400K  
Washington, D.C. 20006-1301  
(202) 775-7100

Attorneys for Applicant Enhanced  
Global Convergence Services, Inc.

### VERIFICATION

I, Philip Wilkinson, am an officer of Enhanced Global Convergence Services, Inc., and have read the above Application. I certify that the information contained within the application is true and correct.

  
[print name] Philip Wilkinson

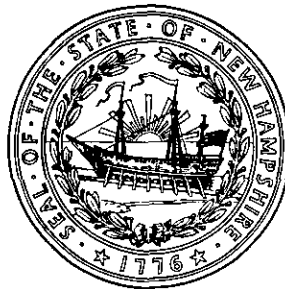
Date: 2/7/00

**EXHIBIT I**

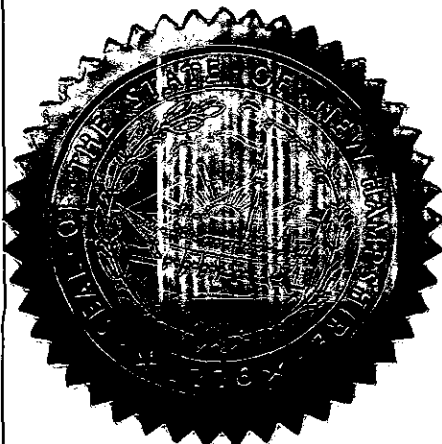
- (a.) Articles of Incorporation**
- (b.) Missouri Secretary of State  
Authorization to  
Transact Business in Missouri**
- (c.) Registration of Fictitious  
Name "eGCS" in Missouri**

# State of New Hampshire

OFFICE OF SECRETARY OF STATE



*I, ROBERT P. AMBROSE, Deputy Secretary of State of the State of New Hampshire, do hereby certify that the following and hereto attached is a true copy of the Articles of Incorporation, Amendments thereto, for ENHANCED GLOBAL CONVERGENCE SERVICES, INC. (formerly Innovative Enhanced Communication Services, Inc., Formerly EGCS, Inc.) as filed in this office and held in the custody of the Secretary of State.*



*In Testimony Whereof, I hereto set my hand and cause to be affixed the Seal of the State, at Concord, this 21st day of December A.D. 1999*

*Robert P. Ambrose*

*Deputy Secretary of State*



Fee for Form 11-A: \$50.00  
Filing fee: \$35.00  
Total fees \$85.00  
Use black print or type.  
Leave 1" margins both sides.

Form No. 11  
RSA 293-A:2.02

**FILED**

**AUG 02 1999**

ARTICLES OF INCORPORATION

**WILLIAM M. GARDNER  
NEW HAMPSHIRE  
SECRETARY OF STATE**

THE UNDERSIGNED, ACTING AS INCORPORATOR(S) OF A CORPORATION UNDER THE NEW HAMPSHIRE BUSINESS CORPORATION ACT, ADOPT(S) THE FOLLOWING ARTICLES OF INCORPORATION FOR SUCH CORPORATION:

FIRST: The name of the corporation is Innovative Enhanced Communication Services, Inc.

SECOND: The number of shares the corporation is authorized to issue:  
10,000,000

THIRD: The name of the corporation's initial registered agent is \_\_\_\_\_

C T CORPORATION SYSTEM

and the street address, town/city (including zip code and post office box, if any) of its initial registered office is (agent's business address) \_\_\_\_\_

9 Capitol Street, Concord, New Hampshire 03301

FOURTH: The capital stock will be sold or offered for sale within the meaning of RSA 421-B. (Uniform Securities Act)

FIFTH: The corporation is empowered to transact any and all lawful business for which corporations may be incorporated under RSA 293-A and the principal purpose or purposes for which the corporation is organized are:

**Telecommunications**

[if more space is needed, attach additional sheet(s).]

8/96

434  
**FILED**

STATE OF NEW HAMPSHIRE

**OCT 20 1999**

ARTICLES OF AMENDMENT TO THE  
ARTICLES OF INCORPORATION  
OF

**WILLIAM M. GARDNER  
NEW HAMPSHIRE  
SECRETARY OF STATE**

INNOVATIVE ENHANCED COMMUNICATION SERVICES, INC.

PURSUANT TO THE PROVISIONS OF THE NEW HAMPSHIRE BUSINESS CORPORATION ACT, THE UNDERSIGNED CORPORATION ADOPTS THE FOLLOWING ARTICLES OF AMENDMENT TO ITS ARTICLES OF INCORPORATION:

FIRST: The name of the corporation is Innovative Enhanced Communication Services, Inc.

SECOND: The FIRST article is amended to read:

**The name of the corporation is eGCS, Inc.**

THIRD: If the amendment provides for an exchange, reclassification, or cancellation of issued shares the provisions for implementing the amendment if not contained in the above amendment are:

N/A

FOURTH: The amendment was adopted on October 14, 1999.

FIFTH: The amendment was adopted by the incorporator or board of directors without shareholder action and shareholder action was not required.

Dated Oct 15, 1999

Innovative Enhanced Communication  
Services, Inc.

By: Philip A. Wilkinson

Philip A. Wilkinson  
Chief Executive Officer

## STATE OF NEW HAMPSHIRE

ARTICLES OF AMENDMENT TO THE  
ARTICLES OF INCORPORATION  
OF  
eGCS, Inc.**FILED**  
DEC - 1 1999  
WILLIAM M. GARDNER  
NEW HAMPSHIRE  
SECRETARY OF STATE

PURSUANT TO THE PROVISIONS OF THE NEW HAMPSHIRE BUSINESS CORPORATION ACT, THE UNDERSIGNED CORPORATION ADOPTS THE FOLLOWING ARTICLES OF AMENDMENT TO ITS ARTICLES OF INCORPORATION:

FIRST: The name of the corporation is eGCS, Inc.

SECOND: The FIRST article is amended to read:

**The name of the corporation is Enhanced Global Convergence Services, Inc.**

THIRD: If the amendment provides for an exchange, reclassification, or cancellation of issued shares the provisions for implementing the amendment if not contained in the above amendment are:

N/A

FOURTH: The amendment was adopted on November 19, 1999.

FIFTH: The amendment was adopted by the incorporator or board of directors without shareholder action and shareholder action was not required.

Dated Nov 22, 1999

eGCS, Inc.

By: Rep A. Wilk

Philip A. Wilkinson  
Chief Executive Officer

FC0476540

# STATE OF MISSOURI



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

**CORPORATION DIVISION**  
**AMENDED CERTIFICATE OF AUTHORITY**  
**OF A FOREIGN CORPORATION**

WHEREAS,

ENHANCED GLOBAL CONVERGENCE SERVICES, INC.

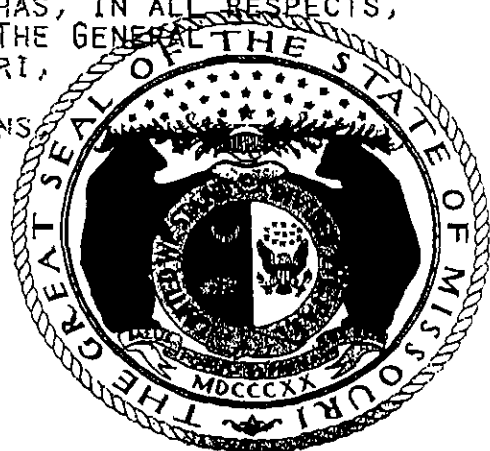
FORMERLY,

EGCS, INC.

INCORPORATED UNDER THE LAWS OF THE STATE OF NEW HAMPSHIRE AND NOW IN EXISTENCE AND IN GOOD STANDING IN SAID STATE, AND QUALIFIED TO TRANSACT BUSINESS IN MISSOURI HAS DELIVERED TO ME, DULY AUTHENTICATED EVIDENCE OF AN AMENDMENT TO ITS ARTICLES OF INCORPORATION AS PROVIDED BY LAW, AND HAS, IN ALL RESPECTS, COMPLIED WITH THE REQUIREMENTS OF THE THE GENERAL AND BUSINESS CORPORATION LAW OF MISSOURI, GOVERNING AMENDMENTS TO THE ARTICLES OF INCORPORATION OF FOREIGN CORPORATIONS AND IN ACCORDANCE THEREWITH ISSUE THIS CERTIFICATE OF AMENDMENT.

IN TESTIMONY WHEREOF, I HAVE SET MY HAND AND IMPRINTED THE GREAT SEAL OF THE STATE OF MISSOURI ON THIS, THE 13TH DAY OF DECEMBER, 1999.

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



\$25.00



**State of Missouri**  
**Rebecca McDowell Cook, Secretary of State**  
 P.O. Box 778, Jefferson City, Mo. 65102  
**Corporation Division**

**FILED**  
 AND AMENDED CERTIFICATE OF  
 AUTHORITY ISSUED

**Application for an Amended Certificate of  
 Authority for a Foreign Corporation**

**DEC 13 1999**

(Submit in duplicate with filing fee of \$25.00)

*Rebecca McDowell Cook*  
 SECRETARY OF STATE

The below corporation, relating to amending its certificate of authority of Foreign Corporation, does hereby state:

- (1) Its name is: eGCS, Inc.  
 and is incorporated in the State of: New Hampshire; and it was qualified  
 in the State of Missouri on November 18, 1999  
(month/day/year)
- (2) By appropriate corporate action on: November 19, 1999, the corporation:  
(month/day/year)
- (1) Changed its corporate name to: Enhanced Global Convergence Services, Inc.  
 Name it will use in Missouri if new name not available: \_\_\_\_\_
- (2) Changed its period of duration to: \_\_\_\_\_
- (3) Changed the state or country of its incorporation to: \_\_\_\_\_
- (3) There is attached hereto a Certificate of the Secretary of State of the State of New Hampshire  
 relating to the amendment(s), set forth in item 2 above and showing that the Corporation is in existence  
 and in good standing in said State.
- (4) The effective date of this document is the date it is filed by the Secretary of State of Missouri, unless you  
 indicate a future date, as follows: \_\_\_\_\_  
(Date may not be more than 90 days after the filing date in this office)

In affirmation thereon, the facts stated above are true.

Robert J. Healea  
(Authorized signature of officer or chairman of the board)

Robert J. Healea, Vice President  
(Title)

12-3-99  
(Date of signature)

Attached is a current certificate attesting to the change, duly authenticated by the secretary of state  
 or other official having custody of corporate records in the state or country of incorporation.

FROM : JEFF CITY FILING

PHONE NO. : 314 634 5159

Feb. 08 2000 01:39PM P2

No. X00365497

# STATE OF MISSOURI



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

CORPORATION DIVISION

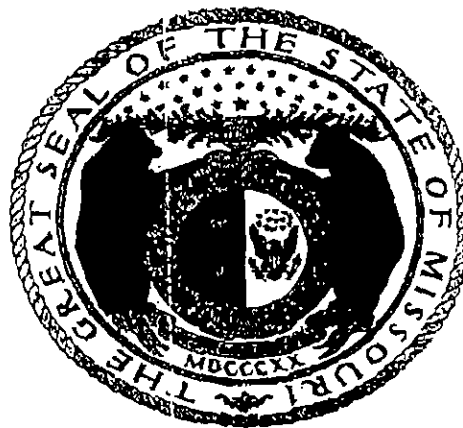
CERTIFICATE OF CORPORATE RECORDS

EGCS

I, REBECCA McDOWELL COOK, Secretary of State of the State of Missouri and Keeper of the Great Seal thereof, do hereby certify that the annexed pages contain a full, true and complete copy of the original documents on file and of record in this office.

IN TESTIMONY WHEREOF, I have set my hand and imprinted the GREAT SEAL of the State of Missouri, on this, the 8th day of FEBRUARY, 2000.

*Rebecca McDowell Cook*  
Secretary of State



FROM : JEFF CITY FILING

PHONE NO. : 314 634 5155

Feb. 08 2000 03:41PM B3



**State of Missouri**  
 Rebecca McDowell Cook, Secretary of State  
 Corporation Division

No. X 000408

**Registration of Fictitious Name**

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

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 company or corporation from adopting and using the same name (RSMo 417).

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

NAME TO BE REGISTERED: 0000

Missouri Business Address: 45 High Street  
 (P. O. Boxes not accepted)

City, State, and Zip Code: Nashua, NH 03060

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

Name of Owners, Individual or Corporate	Street and Number	City	State and Zip Code	If listed, Percentage of ownership must equal 100%
Enhanced Global Convergence	45 High Street	Nashua	NH 03060	100 %
Services, Inc.	E476540AC			%
				%
				%
				%
				%

(Must be typed or printed)

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

**FILED**

DEC 17 1999

(Over)

*Rebecca McDowell Cook*  
 SECRETARY OF STATE

MO015 - CT System Outline



FROM : JEFF CITY FILING

PHONE NO. : 314 634 5159

Feb. 08 2000 01:41PM P4

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

Individual  
Owners  
Sign Here

X

X

X

X

X

X

365497

The undersigned corporation has caused this application to be executed in its name by its President  
or Vice-President and its Secretary or Assistant Secretary, this 3rd  
day of December, 19 99

If  
Corporation  
is Owner,  
Corporate  
Officers  
Execute  
Here

Enhanced Global Convergence Services, Inc.  
(Exact Corporate Title)

By:

Robert J. Healea

Robert J. Healea, Vice President

By:

D. Wayne Skelton  
D. Wayne Skelton, Secretary

(Corporate Seal)  
If no seal, state "none".

State of Mississippi

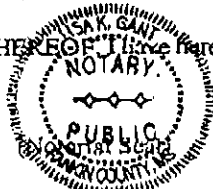
~~MISSISSIPPI~~

County of Hinds

} ss.

I, Lisa K. Gant, A Notary Public, do hereby certify that on the 3rd  
day of December, 19 99, personally appeared before me Robert J. Healea  
and being first duly sworn by me, acknowledged that he signed as his 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.



MY COMMISSION EXPIRES  
June 13, 2003

Lisa K. Gant  
Notary Public

My commission expires

6-13-03

**EXHIBIT II**  
**Qualifications and**  
**Experience of Officers**

**Evidence of Resources and Ability to Provide Service**

Applicant will act as a reseller and therefore will have relatively minimal upfront expenses. Applicant has obtained a prepaid calling card platform that verifies card information and decrements card account balances. Applicant has well-qualified and experienced personnel.

Applicant's key personnel are as follows:

Philip Wilkinson is the Chief Executive Officer. He spent 21 years at AT&T, the last five years of which he was Vice President of Network Management and Customer Care. Following this he was the President and Owner of a software business for seven years, whose clients included AT&T BCS, EDS, Optus, and Fujitsu. He also spent two years as Chief Executive Officer at another enhanced services company providing solutions for the Postpaid and Prepaid industry.

Kevin Flynn is Vice President of Engineering Development. He was a founding member of the original team in 1990, and has been responsible for establishing the technological leadership of the Company. From 1988 to 1990 Mr. Flynn was an Applications Software Engineer for Granite Telecom Corporation. He earned his Bachelor of Science degree in Computer Information Systems from New Hampshire College in 1988.

Enhanced Global Convergence Services, Inc. / Missouri

**EXHIBIT III**  
**Applicant's Balance**  
**Sheet and Income Statement**

**Enhanced Global Convergence Services, Inc.**

A wholly owned subsidiary of TecNet, Inc.

**Balance Sheets (Unaudited)****October 31, 1999****Balance****10/31/99****Balance****12/31/98****Assets****Current Assets**

Cash	\$	107,450	\$	-
Accounts receivable - trade (net)		266,243		-
Accounts receivable - toll settlements		-		-
Accounts receivable - affiliates		-		-
Accounts receivable - related parties		-		-
Accounts receivable - other		39,070		-
Federal tax refund claim		-		-
Notes receivable		-		-
Notes receivable - affiliates		-		-
Materials and supplies		-		-
Prepayments		-		-
Deferred tax asset		-		-
Other current assets		20,632		-
		<u>433,395</u>		<u>-</u>

**Noncurrent Assets**

Cost in excess of net assets acquired		1,950,000		-
Stock in cooperative lenders		-		-
Investments - other		-		-
Notes receivable		-		-
Loans to affiliates		-		-
Receivables from affiliates		-		-
Receivables from related parties		-		-
Unamortized cost of customer lists		-		-
Deferred charges		26,082		-
Deferred tax asset		-		-
Licenses and other assets		-		-
		<u>1,976,082</u>		<u>-</u>

**Property, Plant and Equipment**

Telephone - regulated		-		-
CATV		-		-
Nonregulated - purchased		17,505,574		-
Nonregulated - leased		-		-
		<u>17,505,574</u>		<u>-</u>
Accumulated depreciation		(283,496)		-
		<u>17,222,078</u>		<u>-</u>

**Total Assets****\$ 19,631,555 \$ -**

**Enhanced Global Convergence Services, Inc.**

A wholly owned subsidiary of TecNet, Inc.

**Balance Sheets (Unaudited)****October 31, 1999****Balance  
10/31/99****Balance  
12/31/98****Liabilities and Equity****Current Liabilities**

Current portion of long-term obligations	\$	-	\$	-
Short-term debt		-		-
Accounts payable - trade		9,823,656		-
Accounts payable - toll settlements		-		-
Accounts payable - affiliates		9,230,807		-
Accounts payable - related parties		-		-
Accounts payable - other		1,133,068		-
Federal income tax payable		-		-
Advance billings and deposits		-		-
Accrued interest		-		-
Accrued taxes		3,105		-
Deferred tax liability		-		-
Other accrued liabilities		111,636		-
		<u>20,302,272</u>		<u>-</u>

**Long-term Obligations**

Long-term debt		-		-
Capitalized lease obligations		-		-
		<u>-</u>		<u>-</u>

**Noncurrent Liabilities and Deferred Credits**

Deferred tax liability		222,203		-
Deferred investment credits		-		-
Other liabilities and deferred credits		-		-
Payables to affiliates		-		-
		<u>222,203</u>		<u>-</u>

**Redeemable Preferred Stock****Stockholders' Equity**

Common stock		80,000		-
Discount on common stock		-		-
Paid in capital		-		-
Retained earnings		(972,920)		-
Treasury stock		-		-
Other		-		-
		<u>(892,920)</u>		<u>-</u>

**Total Liabilities and Equity****\$ 19,631,555 \$ -**

**Enhanced Global Convergence Services, Inc.**

A wholly owned subsidiary of TecNet, Inc.

**Statements of Income (Unaudited)**

For the period ended October 31, 1999

Year  
To Date  
10/31/99Year  
To Date  
10/31/98**Income - Nonregulated Operations**

<b>Sales and Revenue</b>	\$ 560,262	\$ -
<b>Direct Costs</b>		
Circuit costs	-	-
Other direct costs	304,250	-
	<u>304,250</u>	-
Gross Profit	<u>256,012</u>	-
<b>Operating Expenses</b>		
Operating expenses	1,385,539	-
Expansion advertising expenses	-	-
Depreciation and amortization	334,516	-
	<u>1,720,055</u>	-
Operating income (loss)	<u>(1,464,043)</u>	-
<b>Nonoperating Income (Expense)</b>		
Interest expense	-	-
Income (Loss) from subsidiaries	-	-
Income (Loss) from investee	-	-
Gain (Loss) on sale of assets	-	-
Other income (expense) - net	(1,979)	-
	<u>(1,979)</u>	-
Income (Loss) before income taxes	<u>(1,466,022)</u>	-
<b>Income Taxes</b>		
Income taxes - current	(715,305)	-
Income taxes - deferred	222,203	-
	<u>(493,102)</u>	-
<b>Net income (loss)</b>	<u>\$ (972,920)</u>	<u>\$ -</u>

**Enhanced Global Convergence Services, Inc.**

A wholly owned subsidiary of TecNet, Inc.

**Statements of Retained Earnings (Unaudited)**

For the period ended October 31, 1999

Year  
To Date  
10/31/99Year  
To Date  
10/31/98**Retained Earnings**

Retained Earnings - Beginning	\$	-	\$	-
Prior period adjustment		-		-
Retained Earnings - Beginning as Adjusted		-		-
<b>Net income (loss)</b>		(972,920)		-
Less dividends - common		-		-
Less dividends - preferred		-		-
Less acquisition of preferred stock		-		-
Retained Earnings - End of Period		(972,920)		-
Subsequent period's activity		-		-
<b>Retained Earnings - End of Year</b>	<b>\$</b>	<b>(972,920)</b>	<b>\$</b>	<b>-</b>

**EXHIBIT IV**  
**Draft Missouri Tariff**