

Attachment #5

Managerial and Technical Resources

The Company's is technically capable of providing the requested services as is evidenced by its successful operations in Illinois and other states. In addition, the Company's key personnel have the necessary technical and managerial expertise to provide the services requested herein. Profiles of the Company's key personnel are attached hereto.

Philip Josephson

Trans National Communications International, Inc.
Two Charlesgate West
Boston, MA 02215
617.369.1023

MEMBER OF THE ARIZONA BAR
MEMBER OF THE FLORIDA BAR

EXPERIENCE:

TRANS NATIONAL COMMUNICATIONS INTERNATIONAL, INC., Boston, MA October 2002 - Present

Vice President and General Counsel

Vice President of Strategic Development for privately held, Boston-based telecommunications reseller. Responsible for continued Company growth and profitability with a focus on increasing margins and reducing bad debt allowance. The Company has realized profitable results each quarter during tenure despite economic downturn and increased competition. In this role, and as a member of the Company's Executive Management Team, emphasis is place upon continually seeking to develop increased revenue, develop alternative lines of business, pursue acquisitions, and formulate and pursue exit strategies. The role also includes management of the Company's Marketing and Carrier Relations departments.

As General Counsel for the Company, an In-House Legal department has been created. The Legal department advises Executive Management on all facets of the Company's business and proposed actions and the Legal department is responsible for supporting all Company departments, especially Business Development, Collections and Human Resources. In addition, a Collections Litigation department has been created during the tenure which is responsible for pursuing bad debt accounts by managing an extensive number of outside attorneys throughout the United States.

INATEL.COM, L.L.C. (now known as Logiware), Miami, Florida June 2000 - October 2002

Vice President and General Counsel

Vice President and General Counsel for a privately held software provider serving the telecommunications industry. Managed and guided the Company from its infancy, through changes in its business model, to its initial growth. During this tenure, the Company grew from a start-up enterprise to a stand-alone leader in its market space. Accomplishments in this role include the securing of financing for the Company, generating the initial client base, formulating strategic partnerships in the industry and pursuing alternative business opportunities in an effort to secure Company growth and stability. In the role of General Counsel, all corporate formation and governance documents were created, the Employee Share Plan and Option Plan was drafted and administered, the Company's Private Placement was created and filled, intellectual property rights were pursued and secured, and all litigation matters for the Company were managed.

AVATAR PROPERTIES INC., Coral Gables, Florida May 1995 - June 2000

Senior Corporate Counsel

In-House Counsel for a publicly traded diversified company primarily engaged in real estate development and utilities operations in Florida, Tennessee and Arizona. Responsibilities included handling in-house legal work including researching, reviewing, negotiating, and drafting various real estate agreements, complex commercial contracts, loan and corporate governance documents; managed the Foreclosure Department of the Company; pursued corporate trademarks and copyrights; drafted and enforced Human Resource compliance and diversity programs; participated in corporate, real estate and utilities acquisitions and divestitures as well as property and loan closings. Managed litigation matters by monitoring outside legal counsel for Avatar Holdings Inc. and its subsidiaries.

OTHER:

KEITH, MACK, LEWIS, COHEN & LUMPKIN, Miami, Florida July 1994 - May 1995

Law Clerk

POMERANZ & LANDSMAN, P.A., North Miami, Florida June 1993 - July 1994

Law Clerk

PALACE BRANDS, INC., Farmington, Connecticut January 1992 - August 1992

Assistant to National Sales Manager

EDUCATION:

1995 University of Miami School of Law, Coral Gables, Florida
Juris Doctorate

1991 University of Miami, Coral Gables, Florida
Bachelor of Business Administration - Finance

Brian C. Twomey
133 Summit St.
Brookline, MA
(Home) 617-233-5210
(Office) 617-369-1210

SUMMARY

Telecommunications sales, service and marketing professional with extensive experience in product development, management and integration and on-going management of multiple sales channels. Channel management experience includes outside/direct, inside/telesales (inbound and outbound), outsourced telemarketing, agents/VARs, retail. Significant experience in all phases of strategic sales/marketing planning, targeting, automating, training and on-going management of multiple channel organizations.

PROFESSIONAL EXPERIENCE

Trans National Communications International, Inc - Boston, MA. February 1998 to date

President

- Responsible for transitioning this long distance reseller to an integrated communications company.

Senior Vice President of Sales

- Took additional responsibility for inside sales channel
- Increased revenue 50% year-on-year.

Vice President of Sales

- Opened up a new agent sales channel for long distance reseller

FaxNet Corp - Boston, MA. October 1996 - February 1998

Vice President of Sales

- \$12 million start-up Corporation, developing and marketing enhanced fax services to businesses. Total of 92 employees.
- General management responsibility for all sales channels, including direct mail, outside, outbound telesales, outsourced telemarketing, agents and retail.
- Management responsibility for internal organization of 34 sales and administrative professionals. Direct management of outsourced telemarketing relationships.
- Responsible for entire sales budget of \$12 million in annual sales, 24,000 new accounts - first budget year. Current projection to attain in excess of 120% of new account goal, while maintaining initial expense budget.
- Direct management responsibility for team of 4 managers and 2 sales administrators.

WearGuard Corp - Norwell, MA. February 1995 - October 1996**General Manger/Director of Sales**

- \$100 million division of Aramark Corp, selling customized uniform and safety wear.
- General management responsibility for Business Sales Division.
- P&L responsibility for sales and service organization of over 60 direct, telephone sales and account management representatives.
- Develop Division strategy, annual budget, sales/marketing/service organization plans.
- Attained annual sales growth in excess of 40% to over \$35 million, without increasing initial sales organization.
- Direct management responsibility for team of 6 sales managers, training and administrative staff.
- Major accomplishments include complete realignment of sales/service organizations including sales methodology, training, development of strategic account plans, development of vertical market sales territories/plans/goals.

Software Spectrum Inc. - Garland, TX. October 1993 - February 1995**Director of Sales & Service**

- \$250 million software/hardware reseller.
- General management of organization of over 100 sales representatives, including direct, outbound sales, catalog -sales, inside sales/service, multi-level help desk personnel.
- Responsible for over \$100 million in annual sales revenues.
- Direct management of 7 sales managers, 2 product managers and 1 VAR manager.
- Major accomplishments include increasing AGP and net operating profits by over 80%, development and implementation of comprehensive sales/service training programs, as well as development and implementation of custom sales automation for all telephone and field sales representatives.

McCaw Cellular Communications - Oklahoma City, OK. January 1992 - October 1993**Director of Sales and Marketing - Southwest Region.**

- P&L responsibility for all product, sales and marketing in the Southwest Region.
- Sales management includes field, telephone, retail, agents and customer service groups.
- Organization responsibility over a 6 state region consisting of over 200 sales reps, 20 managers and 9 direct reporting managers.
- Annual revenues in excess of \$250 Million.
- Major accomplishments include sales results of 107% of budgeted revenues on 103% of sales, development and implementation of centralized telephone sales, account management and service teams, and development, integration and management of multichannel sales/marketing strategic plans.

US Sprint - Kansas City, MO. May 1989 - January 1992

Assistant Vice President - Business Marketing Group

- Sales and general management of all non-direct sales channel business revenues.
- Management and service of customer base with annual revenues in excess of \$150 Million.
- Management of division of over 90 sales and service representatives.

Director - Emerging & Enabling Technologies

- Direct responsibility for all product related joint ventures, acquisitions and complementary marketing relationships.
- Management of staff of 10 corporate development specialists.

Director - Product Management

- P&L responsibility for 800 and 1+ switched and dedicated business services.
- Responsible for product direction, price, advertising and sales promotion.
- Management of staff of 8 product managers.

NYNEX / AT&T - Boston, MA. June 1980 - May 1989

Staff Director - Regional Services Planning

- Product management of intelligent network products.

Account Executive and other professional positions, 1980 - 1986.

EDUCATION

Merrimack College; North Andover, MA. Graduation 1980. B.S. Majors: Accounting, Finance.

University of New Hampshire; Durham, NH. 1982,83. Executive MBA - AT&T Sponsored.

CHARLES R. LUCA

2 Charlesgate West

• Boston, MA 02215 •

617-389-1138

PROFESSIONAL EXPERIENCE:**SENIOR VICE PRESIDENT/OPERATIONS**

April 2001 -- Present

TRANS NATIONAL COMMUNICATIONS INTERNATIONAL, Boston, MA

- Direct consolidation of all operational departments under single management program
- Integrate all new program options into operational flow and procedure management
- Re-organized Information Systems department to centralize and standardize all systems programming, tracking, reporting, and systems replication
- Directed the conversion of TNCI's Billing Program to a Y2K compliant Windows-based application
- Coordinated move of entire sales & service operations to corporate headquarters with zero business down-time
- Co-authored revised Auth.ANI Status Reporting Program based on IntraLATA/InterLATA designations

VICE PRESIDENT/CUSTOMER CARE, RETENTION, & ACTIVATIONS August 1998 – April 2001**TRANS NATIONAL COMMUNICATIONS INTERNATIONAL, Boston, MA**

- Direct expanded department which supports customer operations from order entry, through activations provisioning, through daily support and service, to retention and winback
- Redefined the goals of Order Provisioning to provide more automatic processing, accurate performance reporting, systems checks and balances, and greater service support
- Re-organized departmental management to secure goal-oriented leadership, industry knowledge, customer support, and systems integration
- Chaired task force for new systems integration, Y2K compliance, and data analysis review

ASSISTANT VICE PRESIDENT/CUSTOMER CARE & RETENTION November 1994 – August 1998**TRANS NATIONAL COMMUNICATIONS INTERNATIONAL, Boston, MA**

- Integrated two separate Residential & Commercial Customer Care Departments into one working unit of 40+ staff in a 24x7x365 environment for Long Distance Reseller
- Developed and integrated Residential & Commercial Retention Programs into the Department and exceeded company goals of Revenue return
 - Residential: 19% Account Winback of Contacted Deactivated Base
 - Commercial: 53% Revenue Winback/Save/Retention of Deactivated Base
- Directed liaison process with the multi-carrier long distance account teams
 - Sprint
 - WITel/Worldcom
 - Frontier
 - Link USA (Calling Card Program)
- Integrated additional products (paging/e-mail/LD tracking software) to the core business
- Developed 3-step candidate interview process to optimize hire of best potential Staff
- Developed CC&R career pathing goals and opportunities to improve promotion from within while ensuring overall company experience and knowledge retention
- Re-organized scope and goal of Departmental Training Process:
 - Standardized intra-/inter-departmental procedure training in conjunction with Sales/Operations/Credit
 - Integrated cross-functional training programs to maximize staff efficiencies and economies of scale
 - Developed Customer-Focused L.A.S.T.I.N.C. Service Training Module

- Designed Customer Service motivational seminars to enhance staff performance
- Introduced state-of-the-art ACD management systems & report analysis to improve goal attainment
- Managed \$1M Award-winning Customer Care & Retention G&A budget (17% under budget for 1996)
- Core Team Member of company strategic planning committee to identify core competencies & establish 1-5 year company business plan goals

COMMERCIAL CUSTOMER SERVICE MANAGER

November 1992 - November 1994

TRANS NATIONAL COMMUNICATIONS, Boston, MA

- Developed Commercial Customer Service Program
- Designed, developed, and implemented Customer Service policies and procedures
- Hired, trained, developed, and promoted 20+ Customer Care Specialists
- Created, implemented, and tracked operational goals
- Created and developed Customer Service Training Manual
- Designed, developed, and implemented service scripts
- Designed and developed the technical requirements for:
 - System Service Screen Module
 - Reporting/Tracking
 - Productivity goals

MANAGING PARTNER

March 1991 - October 1992

INTERNATIONAL TRAVEL ASSOCIATES, Needham, MA

- Developed and implemented Customer Service Policy for Corporate Travel Company
- Redesigned and introduced PC-based systems
- Closed sales with largest in-house contracts
- Managed office administration and accounting

OPERATIONS MANAGER

February 1989 - December 1990

JWP INFORMATIONS SYSTEMS, INC., Dedham, MA

- Directed regional branch operations for 30+ telecommunications technicians for Interconnect Company
- Managed LEC Vendor Office relationship to coordinate systems and dial tone installations
- Redesigned branch policies, procedures, and office staff evaluations
- Supervised payroll, accounting, and credit issue resolution
- Managed warehouse inventory control and facilities maintenance
- Identified and directed appropriate budget consolidation

TELECOMMUNICATIONS MANAGER

November 1988 - January 1989

JWP INFORMATIONS SYSTEMS, INC., Dedham, MA

- Designed and implemented computer Service Dispatch Program module and manual
- Coordinated Service/Installation department work schedules
- Supervised Service/MAC request procedures
- Performed ad hoc troubleshooting to clarify/resolve trouble reports
- Coordinated & supervised local telephone vendor work

SERVICE DEPARTMENT MANAGER

May 1984 - October 1988

TOTAL COMMUNICATIONS & MAINTENANCE, INC.

- Supervised Service/Installation department for PBX Service & Maintenance Company
- Established tracking systems for installation/service/local telephone vendor repair
- Designed and implemented training for Customer Service Representatives
- Promoted from Technical Staff to coordinate operations for 20+ Network Technicians

PROFESSIONAL SKILLS:

- Computer Software: IBM Windows 2000 Microsoft Word, Excel, Powerpoint; Visio, Access
- Documentation Expert: Process Mapping; Flow Charting; Decision Matrixing; P&P Development

EDUCATION:**BOWDOIN COLLEGE**

Bachelor of Arts - Magna cum laude

Double Major: Governmental Studies

Romance Languages - Summa cum laude

Brunswick, ME

May 1984

UNIVERSIDAD DE MADRID COMPLUTENSE

Marquette Junior Year Abroad Program

Madrid, Spain

August 1982 - June 1983

PROFESSIONAL EDUCATION:

- Dale Carnegie Leadership Training for Managers
- FORUM P.R.O.G.R.E.S.S. & INFLUENCE Training
- Synectics Strategic Planning Seminar
- Fred Pryor Management Training Seminar

REFERENCES: Furnished upon request.

Monte R. Jaffe, CPA
29 Heather Way
Sharon, Massachusetts 02067
mrj23@cornell.edu
617-699-4905

Career Chronology:

Trans National Group: A \$150m diversified international marketer of financial services, telecommunications, travel, and membership services.

Boston, Massachusetts 3/92 - present

<u>Date</u>	<u>Division</u>	<u>Title</u>
9/03 - present	Communications	CFO and SVP of Finance
12/98 - 8/03	International	CFO and SVP of Finance
4/97 - 11/98	Communications	CFO and SVP of Finance
12/95 - 11/98	New Business Development	Vice President of Finance
6/95 - 12/95	TNT Vacation Club	Controller
11/94 - 6/95	TNT Vacation Club	Financial Analyst
3/93 - 10/99	Trans National Group	Corporate Tax Director
3/92 - 3/93	Trans National Group	Corporate Tax Manager

American Finance Group: A syndicator of 150 public and private equipment leasing partnerships and trusts for over 42,000 investors.

Boston, Massachusetts 11/89 - 3/92

<u>Date</u>	<u>Title</u>
11/90 - 3/92	Tax Manager
11/89 - 11/90	Tax Supervisor

KPMG Peat Marwick: Worldwide auditing, tax and consulting firm.

Boston, Massachusetts 7/85 - 11/89

<u>Date</u>	<u>Title</u>
7/88 - 11/89	Supervising Senior Tax Specialist
7/87 - 7/88	Senior Tax Specialist
7/85 - 7/87	Tax Specialist

Career Highlights:

- Completed multi-million pound sale of UK credit card business. Responsibilities included negotiation, due diligence, foreign exchange, and tax planning of complex installment sale.
- Negotiated favorable contract terms with business partner directly resulting in multi-million pound sale discussed above.
- Developed computer model to evaluate profitability of 500,000 credit card customers based on acquisition channel and affinity group membership.
- Completed all aspects of negotiation and sale of UK Golf Society.
- Directed over 35 professionals in Accounting, Tax, Financial Analysis and Credit and Collections.
- Regularly present financial results of various operating divisions to Board of Directors.
- Successfully completed S-4 filings for merger of private company with 2 public companies.
- Helped complete tax advantaged \$150 million sale of domestic credit card division, including subsequent successful defense of transaction to IRS.
- Recommended and completed tax motivated merger of two legal entities.
- Developed employee retention plan for declining business under sale negotiations.
- Discovered and determined that major vendor had overcharged company by over \$20 million.
- Negotiated and completed substantial buyout of all 8 minority shareholders in 12 different domestic and foreign legal entities.
- Successfully handled income tax, sales tax, and employment tax audits.
- Consistently automated all tax compliance and research.
- Lectured quarterly on the workings of the company's 401(k) plan
- Wrote tax return instruction guide for over 42,000 investors.
- Developed structure for corporate tax shelter equipment leasing program.
- Advised investors on fundamentals of partnership and trust investments, including assistance with tax return preparation.
- Lectured to professionals at all levels on spreadsheet and other computer applications.
- Developed numerous complex user-friendly computer models for real estate investments, tax planning opportunities, and various entrepreneurial businesses.

Education:

Cornell University Johnson Graduate School of Management. MBA with distinction. Concentration in Finance and Accounting. GPA: 3.9. Teaching Assistant in Intermediate Statistics. Graduated in top 5 of class.

Wesleyan University. BA in Government. GPA: 3.6. Elected Vice President of Wesleyan Student Assembly

Personal:

Married with two children; interests include tennis, reading, equity research and trading.