

**Application for Certificate to Become a Payphone Service Provider – State of Illinois
FSH Communications, LLC**

Question No. 14: Please attach evidence of the applicant's managerial and technical resources and ability to provide service. This may be in either narrative form, resumes of key personnel, or a combination of these forms.

FSH Communications, LLC ("FSH") is a premiere provider of public communications systems serving the general commercial and inmate services markets in the states of Alabama, Arizona, California, Colorado, Idaho, Iowa, Michigan, Minnesota, Montana, Nebraska, Nevada, New Mexico, North Dakota, Oregon, South Dakota, Utah, Washington, Wisconsin, and Wyoming.

FSH established business in February, 2004 and in May, 2004 purchased the payphone business of Qwest Communications International, Inc. (Qwest).

FSH has over 200 employees in its employ. Our employees have years of experience in the public telephone business, many having come from positions in the Qwest or Ameritech corporations. They are specialized in the business of serving the payphone market and are committed to outstanding customer service.

Our installation and maintenance services team is highly trained, experienced, and knowledgeable and include in their general list of services:

- Pre-installation site surveys to ensure smooth transition
- All parts, material, enclosures, and supplies provided
- Clean, professional installation
- Follow up with our site provider to ensure complete satisfaction
- Coordination and communications with local telephone service provider
- Centralized repair call center to handle repair issues with our site providers or our customers
- Timely response to maintenance and service issues
- Regularly scheduled coin collection visits to maintain reliability
- Reliable equipment refurbished by our own ISO certified facility
- ADA compliance on new installations
- Large geographic area of service, both urban and rural

Please see the following brief resumes of FSH's Senior Officer Team as further evidence of our managerial and technical ability to provide exceptional payphone service in the state of Illinois.

BRIEF RESUMES OF FSH'S SENIOR OFFICER TEAM

Mr. Donald V. Goens, Mr. Michael L. Johnson, Mr. Mike Tatom, own at least 10% or more of FSH Communications and are the Managing Members of the LLC.

The following are brief resumes of FSH's senior officer team:

Don Goens, President of FSH Communications, LLC. From 2003 to 2004, Mr. Goens served as Vice President-Wholesale Services, Qwest Communications, with responsibility for the Public Communications segment. From 2001 to 2003 he served as President of FSH Enterprises, where he provided consulting to companies such as Urban Communications, a VDSL service provider. From 1997 to 2001, Goens served as division President of SBC Public Communications, the largest pay phone company in the U.S., with over \$900 million in revenue. He had full P & L responsibility for all retail pay phones, inmate calling services and prepaid cards in a 13 state market. From 1994 to 1997, Goens served as Ameritech's Vice-President of Finance in two multi-billion dollar retail divisions, where he was responsible for all internal financial operations. He also served as Ameritech's Vice-President of Sales and Service for the \$3.5 billion consumer retail business and Chief Financial Officer of Illinois Bell, the largest subsidiary of Ameritech with \$3.6 billion in revenue.

Mr. Goens has an MBA in finance and economics from J.L. Kellogg Graduate School of Management and a B.S. in accounting from Indiana University. He is also a CPA.

Michael L. Johnson, Executive V.P. - General Counsel & Secretary of FSH Communications, LLC. Mr. Johnson has more than 16 years of experience representing clients in the telecommunications industry and in serving in executive management positions. From 1994 to 2001, Mr. Johnson served as Vice President General Counsel for the Ameritech (subsequently SBC) Public Access Business division. In his role, he participated in numerous industry forums addressing the transition from a regulated to a deregulated payphone environment, which was ultimately achieved through federal mandate with the enactment of the Telecommunications Act of 1996.

Prior to 1994, Mr. Johnson served as General Counsel for the Ameritech Telephone Industry Services division, as well as in other senior counsel positions, since joining Ameritech in 1989.

Upon graduating from the University of Michigan Law School in Ann Arbor, Michigan, Mr. Johnson began his legal career in 1986, as an associate with the Detroit based law firm of Dickinson, Wright. He specialized in employment law and commercial litigation. In addition to a law degree, Mr. Johnson holds a bachelor and masters degree in education.

Michael Tatom, Executive V.P. – Business Development & Strategy of FSH Communications, LLC. Mr. Tatom has more than 30 years of telecommunications experience in operations and executive management. From 1998 to 2000, Mr. Tatom served as the Chief Operating Officer of Macomb S.A. de C.V. (a CLEC operating in Mexico City and Puebla) where he was responsible for launching the business. Using a “smart build” that he developed, the company was able to grow 17, 000 lines in the first 8 months of operation. From 1997 to 1998, Mr. Tatom was Vice President of US WEST headquartered in Denver Colorado. Mr. Tatom established the Designed Services organization that provided broadband for the 14 state region. Under his leadership, US WEST launched the first commercial DSL service in 1997 and initiated the first field trial of VDSL service. Mr. Tatom was also responsible for team managing the growth and operations budget of the company and was able to reduce capital requirements by more than 20% in the first year of his leadership. From 1993 through 1997, Mr. Tatom held several officer level jobs at Ameritech, headquartered in Chicago, Illinois. While Vice President for the Custom Business Unit, he consolidated 28 centers into 5, reducing year over year operating costs by more than 25%. In that same capacity he was key in launching the managed services business for Ameritech and negotiated and implemented the largest and most profitable service contract in company history.

Mr. Tatom holds an undergraduate degree in Business Administration from Eastern Kentucky University, Masters in Business Administration from Fairleigh Dickinson University and a certificate in Advanced Management from Case Western Reserve University.

Keith Morris, Chief Financial Officer of FSH Communications, LLC. Mr. Morris is responsible for all Accounting and Finance related activities for FSH. He has over 25 years of diverse experience in both private and public companies, including the last 17 years in various financial executive roles.

Prior to joining FSH, he was Vice President of Finance for a publicly held real estate management and development company, where he implemented a formal cost control program and enhanced financial reporting that focused on key under-performing assets and also led a department restructuring. Mr. Morris also served 10 years as Vice President of Finance for two start-up food manufacturing companies where he developed the financial reporting, systems, and infrastructure to accommodate growth rates in excess of 500% and helped secure the necessary bank financing and investor equity. Mr. Morris played an integral role in the subsequent sale of these start-ups to large public companies. He has extensive experience in finance operations, integrations and acquisitions, financial reporting, and treasury.

Mr. Morris began his finance career at Price Waterhouse in Chicago. Mr. Morris graduated with a Bachelor’s in Business Administration degree from the University of Notre Dame in 1981. He is a C.P.A.

Joseph Rogers, Vice President of Information Technology for FSH Communications, LLC. Mr. Rogers has over 30 years of telephony and systems development experience. He is responsible for directing the corporate-wide data, network, and system efforts for FSH Communications.

Prior to joining FSH Communications Mr. Rogers was the Vice President of Information Technology for MySmartBenefits where he lead the development of customer support systems that resulted in a 87% deduction in the manual effort required to adjudicate dental claims. From 1994 to 2000, Mr. Rogers was the head of Information Technology for Ameritech's wholesale business unit and holds several patents for innovated electronic commerce applications that supported Ameritech's wholesale customers. He is currently completing his Master of Information Systems degree at the University of Illinois Springfield and is a graduate of the University of Illinois Springfield with a Bachelor' in Computer Science.

Steven Loggans, V. P. - General Manager of FSH Communications, LLC. Mr. Loggans was previously the Senior Director for Qwest Communications Public Communications business unit and was instrumental in transitioning this business unit to FSH Communications. Mr. Loggans is responsible for all Sales, Operations, Marketing and Product organizations within FSH Communications.

Mr. Loggans has over 30 years experience in the telecommunications industry, with the firms of Motorola, Nortel Networks, Qwest Communications and FSH Communications. Professional accomplishments include directing the operations of a Nortel direct sales and service organization supporting Phoenix and Tucson, with an installed base of over 30,000 lines. While at Motorola, he implemented the first large customer owned PAPX systems in Arizona after the Carterphone decision. Additionally, Mr. Loggans implemented a customer self-maintenance organization for these systems.

Mr. Loggans possesses a Bachelor of Science in Business Administration from the University of Phoenix - Phoenix, Arizona and has completed over 1000 classroom hours of programmed training in human resources, leadership and labor relations.