

**APPLICATION FOR CERTIFICATE TO BECOME A  
TELECOMMUNICATIONS CARRIER**  
(Use additional sheets as necessary.)

**GENERAL**

1. Applicant's Name (including d/b/a, if any) FEIN # 37-1377723  
**D-Max, Inc. ("D-Max")**
- Address: Street **109 North Main Street**
- City: **Toluca** State/Zip: **Illinois 61369**
2. Authority Requested: (Mark all that apply)  X  13-403  X  13-404  X  13-405
3. Request for waivers/variances: In applications for exchange service authority under Sections 13-404 or 13-405, waivers of Part 710 and of Section 735.180 of Part 735 are generally requested. In applications for interexchange service authority under Sections 13-403 and 13-404, waivers of Part 710 and Part 735 are generally requested. Please indicate which waivers Applicant is requesting.
- X  Part 710  X  Part 735  X  Section 735.180 \_\_\_\_\_ Other
4. In what area of the state does the Applicant propose to provide service?
- D-Max, Inc. seeks authority to offer its services throughout the State of Illinois.**
5. Please attach a sheet designating contact persons to work with Staff on the following:
- a) issues related to processing this application
  - b) consumer issues
  - c) customer complaint resolution
  - d) technical and service quality issues
  - e) "tariff" and pricing issues
  - f) 9-1-1 issues
  - g) security/law enforcement

Please identify each contact person's (i) name, (ii) title, (iii) mailing address, (iv) telephone number, (v) facsimile number, and (vi) e-mail address, if any.

**See Exhibit 1.**

6. Please check type of organization?

Individual

Corporation

Partnership

Date corporation was formed November 16, 1998

In what state? Illinois

Other (Specify)

7. Submit a copy of articles of incorporation and a copy of certificate of authority to transact business in Illinois.

**Applicant's Articles of Incorporation and Certificate of Good Standings are attached hereto as Exhibit 2 and Exhibit 2.A to this Application.**

8. List jurisdictions in which Applicant is offering service(s).

**D-Max currently is NOT providing services throughout the State of Illinois.**

9. Has the Applicant, or any principal in Applicant, been denied a Certificate of Service or had its certification revoked or suspended in any jurisdiction in this or another name?

YES (Please provide details)  NO

10. Have there been any complaints against the Applicant in any other jurisdiction?

YES  NO

If YES, describe fully.

---

---

11. Will the Applicant keep its books and records in Illinois?  YES  NO

If NO, permission pursuant to 83 Ill. Adm. Code Part 250 needs to be requested.

**MANAGERIAL**

12. 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.

**See Exhibit 4.**

13. List officers/directors of Applicant.

Jeffrey McCasky, President  
618 E. Bennington  
Toluca, Illinois 61369

Michael Gray, VP/Secretary  
420 Washington  
LaRose, Illinois 61541

Joseph Isaacs, VP/ Regulatory Affairs  
4274 Enfield Court  
Palm Harbor, Florida 34685

14. Does any officer of Applicant have an ownership or other interest in any other entity which has provided or is currently providing telecommunications services?  
    YES   X   NO

15. How will Applicant bill for its service(s)? **All services will be billed monthly by an outside 3<sup>rd</sup> party vendor (Telebill)**

16. How does Applicant propose to handle service, billing, and repair complaints?

**All complaints will be referred to the D-Max Customer Service Department which will respond promptly to the customer. D-Max maintains a toll-free customer service number between the hours of 8:00 am and 6:00 pm prevailing Central Standard Time to address service, billing, and repair complaints.**

17. Will personnel be available at Applicant’s business office during regular working hours to respond to inquiries about service or billing?   X   YES        NO

18. What telephone number(s) would a customer use to contact your company?

877-281-9535

19. What are your procedures to prevent unauthorized slamming of customers?

**D-Max currently utilizes signed Letters Of Authorization (LOA) for all new customers. Applicant will comply with all applicable Illinois state slamming rules and regulations and the FCC's regulations regarding how interexchange carriers may change a consumer's Primary Interexchange Carrier. Applicant will comply with the FCC's forthcoming regulations regarding how carriers may change a consumer's primary local exchange or interexchange provider.**

20. If granted authority to operate as a local exchange carrier, will the applicant abide by the following 83 Illinois Administrative Code Parts: 705, 710, 720, 725, 735, 755, 756, 757, 770, and 772?

YES       NO (If no, please provide an explanation.)

21. Will the applicant sign and return membership forms to the Universal Telephone Assistance Corporation and the Illinois Telecommunications Access Corporation?  YES  NO

#### **FINANCIAL**

22. Please attach evidence of applicant's financial fitness through the submission of its most current income statement and balance sheet, or other appropriate documentation of applicant's financial resources and ability to provide service.

**Applicant is financially qualified to render its proposed telecommunications services. A copy of D-Max's financial statements and guarantee from its majority shareholder are attached hereto as Exhibit 4.**

#### **TECHNICAL**

23. Does Applicant utilize its own equipment and/or facilities?  YES  NO

If YES, please list: \_\_\_\_\_  
If NO, which facility provider(s)'s services does Applicant use? **Initially D-Max intends to provide competitive local services to its consumers through the resale of other carriers' facilities, including Ameritech, AT&T, Verizon and any other relevant local exchange carriers upon completion of interconnection and operational arrangements that are to be negotiated in accordance with the Telecommunications Act of 1996. In the near future, D-MAX may install and utilize its own switching facilities. Where economically prudent, D-Max may also install additional facilities where warranted by demand. In the event necessary, D-Max would comply with all relevant Commission regulations.**

24. Please describe the nature of service to be provided (e.g., operator services, internet, long distance service, local service).

**D-Max will provide high quality resold and facilities-based UNE local exchange services and interexchange service on a full-time basis, twenty-four hours a day, seven days a week.**

25. Will technical personnel be available at all times to assist customers with service problems?

YES  NO

**During normal business hours of operation as described in Question #16, herein.**

26. If Applicant intends to provide payphone service, will the equipment utilized comply with FCC requirements and Finding (9) of the Commission Order entered in Docket No. 84-0442 on June 11, 1986, including, but not limited to: (a) touch dialing; (b) access to 9-1-1 and "0" operator dialing without use of a coin; (c) rules governing use of payphones by disabled persons; (d) ability to complete local and long-distance calls; (e) unlimited duration for local calls; and (f) a message explaining the telephone's general operations, dialing instructions for emergency assistance, payphone owner's name, method of reporting service problems and method of receiving credit for faulty calls?  YES  **Not Applicable** NO

---

(Signature of Applicant)

Joseph Isaacs, VP Regulatory Affairs

**VERIFICATION**

This application shall be verified under oath.

**OATH**

State of Florida )  
 ) ss  
County of Pinellas )

**Joseph Isaacs** makes oath and says that he is **VP of Regulatory Affairs** of **D-Max, Inc.** and that he has examined the foregoing application and that to the best of his knowledge, information, and belief, all statements of fact contained in the said application are true, and the said application is a correct statement of the business and affairs of the above-named applicant in respect to each and every matter set forth therein.

\_\_\_\_\_  
(Signature of affiant)

Subscribed and sworn to before me, a Notary Public/ \_\_\_\_\_  
(Title of person authorized to administer oaths)

in the State and County above named, this \_\_\_\_ day of \_\_\_\_\_ 2008.

\_\_\_\_\_  
(Signature of person authorized to administer oath)

## Appendix A

### **Standard Questions for Applicants Seeking Local Exchange Service Authority**

**Applicant's responses to the following issues are addressed in pre-filed testimony filed contemporaneously with this application. For ease of reference, citation to Applicant's testimony is identified following each question.**

1. Is your company seeking any waivers or variances of certain Commission rules and regulations in this proceeding that pertain to local exchange service? Please provide evidence as to why your company is seeking any waiver or variance. (Page 17 at 12)
2. Will your company comply with 83 Illinois Administrative Code Part 772, Pay-Per-Call Services, including Part 772.55(a)(1), Billing and Part 772.100(d) Notices? (Page 12 at 5)
3. Will your company comply with 83 Illinois Administrative Code Part 705, Preservation of Records of Telephone Utilities? (Page 20 at 5)
4. Will your company abide by 83 Illinois Administrative Code Part 735, "Procedures Governing the Establishment of Credit, Billing, Deposits, Termination of Service and Issuance of Telephone Directories for Telephone Utilities in the State of Illinois"? (Page 10 at 17).
5. Who will provide customer repair service for your company? (Page 8 at 20)\*
6. How many people does the company employ? (Page 4 at 16)
7. Will your company meet the requirements as they pertain to the Telephone Assistance Programs imposed by Sections 13.301 and 13.301.1 of the Illinois Public Utilities Act and 83 Illinois Administrative Code Part 757? (Page 15 at 6)
8. Will your company solicit, collect, and remit the voluntary contributions from its telephone subscribers to support the Telephone Assistance Programs? (Page 15 at 6)
9. Does your company plan on filing to become an Eligible Telecommunications Carrier? (Page 16 at 21).
10. Does the company realize that it will not be able to receive any of the federal reimbursements for the Lifeline and Link Up Programs if it is not an eligible carrier? (Page 16 at 7)
11. Will your company offer all of the waivers associated with the Universal Telephone Service Assistance Programs (UTSAP)? (Page 15 at 8) \*
12. Will your company abide by the regulations as prescribed in 83 Illinois Administrative Code Part 755, "Telecommunications Access for Persons with Disabilities," 83 Illinois Administrative Code Part 756 "Telecommunications Relay Service," and Sections 13-703 of the Illinois Public Utilities Act? (Page 17 at 21)
13. Will the company's billing system be able to distinguish between resale and facilities based service for the collection of the ITAC line charge? (Page 16 at 3)
14. Has your company signed and return the Universal Telephone Assistance Corporation ("UTAC") and the Illinois Telecommunications Access Corporation ("ITAC") to Commission staff? (Page 16 at 19)

15. How does your company plan to solicit customers once it begins to provide local service? (Page 7 at 21)
16. Has your company provided service under any other name? (Page 4 at 9)
17. Have any complaints or judgments been levied against the company? (Instate, out-of-state, or FCC). (Page 4 at12)

## Appendix B

### **9-1-1 Questions for Applicants Seeking Local Exchange Service Authority**

Applicant's responses to the following issues are addressed in pre-filed testimony filed contemporaneously with this application. For ease of reference, citation to Applicant's testimony is identified following each question.

1. Will your company ensure that 911 traffic is handled in accordance with the 83 Illinois Administrative Code Part 725 and the Emergency Telephone System Act? (Page 12 starting at 7)
2. Will your company contact and establish a working relationship with the 911 systems when you begin to provide local telephone service? (Page 12 at 12)
3. Will your company coordinate with the incumbent LEC(s) and local 911 systems to provide transparent service for your local exchange customers? (Page 12 at 15, 18)
4. Who will be responsible for building and maintaining the 911 database for your local exchange customers? (Page 12 at 15)
5. How often will your company update the 911 database with customer information? (Page 12 at 18)
6. Will your company's billing system have the ability to distinguish between facilities based and resale for the collection of the 911 surcharge? (Page 13 at 7)
7. Does your company have procedures for the transitioning of the 911 surcharge collection and disbursement to the local 911 system? (Page 12 at 15)
8. Will your company's proposal require any network changes to any of the 911 systems? (Page 12 at 7)
9. Will your company be able to meet the requirements specified under Part 725.500(o) and 725.620(b) for the installation of call boxes? (Page 12 at 8)
10. Does your company plan to file for a waiver of Part 725.500(o) and 725.620(b) in the future?

## Appendix C

### **Financial Questions for Applicants Seeking Local Exchange Service Authority**

*Applicant's responses to the following issues are addressed in prefiled testimony filed contemporaneously with this application. For ease of reference, citation to Applicant's testimony is identified following each question.*

1. (Answer if requesting waiver of Part 710) What circumstances warrant a departure from the prescribed Uniform System of Accounts ("USOA")? (Page 19 at 4)
2. Will records be maintained in accordance with Generally Accepted Accounting Principles ("GAAP")? (Page 19 at 8)
3. Will applicants accounting system provide an equivalent portrayal of operating results and financial condition as the USOA? (Page 19 at 10)
4. Will applicants accounting procedures maintain or improve uniformity in substantive results as among similar telecommunications companies? (Page 18 at 10)
5. Will applicant maintain its records in sufficient detail to facilitate the calculation of all applicable taxes? (Page 19 at 12, Page 20 at 4)
6. Does the accounting system currently in use by applicant provide sufficiently detailed data for the preparation of Illinois Gross Receipts Tax returns? What specific accounts or sub-accounts provide this data? (Page 20 at 4)
7. If a waiver of Part 710 is granted, will applicant provide annual audited statements or all periods subsequent to granting of the waiver? No, D-Max does not intend to provide or state that it will provide verified financial statements as it does not possess nor would it reasonably be able to obtain audited financial statements without significant cost.
8. Does applicant agree that the requested waiver of Part 710 will not excuse it from compliance with future Commission rules or amendments to Part 710 otherwise applicable to the Company? (Page 19 at 15)
9. Please attached a copy of applicant's chart of accounts. See exhibit 4 of this application.

## Appendix D

### Prepaid Service Questions for Applicants Seeking Local Exchange Service Authority

#### *Applicant does not intend to offer prepaid local exchange service.*

1. Will customers have the ability to sign up with any long distance company they choose?
2. Will customers have the ability to dial around long distance companies?
3. Does the applicant have interexchange authority in Illinois? If yes, please provide the docket number.
4. Will customers have access to the Illinois Relay Service?
5. Will customers be able to make 1-800 calls for free?
6. Will the Company offer operator services?
7. Please describe how applicant plans to collect the monthly fee to be paid in advance.
8. Will customers' monthly bills show a breakdown of services, features, surcharges, taxes, etc.?
9. Will customers pay an installation fee? If yes, will payment arrangements be offered for the installation fee?
10. Will telephone service be in the Company's name or the customer's name. If in the Company's name how will information appear in data bases, such as 9-1-1, directory assistance, etc.?
11. Will applicant offer prepaid service as a monthly service or as a usage service?
12. Will applicant provide a warning when the remaining value of service is about to cease?
13. Is the customer given more than one notice of the remaining value of service?
14. How much advance notice is given to the customer of the remaining value of service?
15. If the customer is in the middle of a call will they be disconnected when the remaining value of service has expired?
16. Has the customer been made aware of potentially being disconnected during a call when the remaining value of service expires?
17. When does the timing of a call start?
18. If the person called does not answer, is any time deducted from the customer's account?
19. Will there be any other instances in which the Company would disconnect a customer, other than running out of prepaid time?

20. When a customer runs out of time is their phone immediately disconnected or on suspension?  
(Will they still be able to receive calls?)
21. Are applicant's services available to TTY callers?
22. How will the applicant handle a complaint from a customer who disputes the amount of time used or remaining?
23. The Public Utilities Act requires a local calling area that has no time or duration charges. How will the Company define each customer's un-timed local calling area?

**EXHIBITS**

Exhibit 1	D-Max Contact Persons
Exhibit 2	Certificate of Incorporation
Exhibit 2.A	Certificate of Good Standings
Exhibit 3	Descriptions of Telecommunications and Managerial Experience of Key Personnel of Applicant
Exhibit 4	Financial Qualifications

**EXHIBIT 1**

**D-Max, Inc. Contact Persons**

**Contact Person**

**Name/Title**

(a) Issues related to processing this application:

Joseph Isaacs, VP of Regulatory Affairs  
ISG-Telecom Consultants Int'l, Inc.  
4274 Enfield Court, Suite 1600  
Palm Harbor, Florida 34685  
Phone: (727) 738-5553  
Fax: (727) 939-2672  
[isaacs@isg-telecom.com](mailto:isaacs@isg-telecom.com)

b) Consumer Issues:

Michael Gray  
D-Max, Inc.  
109 North Main Street  
Toluca, Illinois 61369  
Phone: (815) 452-2804  
Fax: (815) 452-2704

c) Customer Complaint Resolution:

Michael Gray  
D-Max, Inc.  
109 North Main Street  
Toluca, Illinois 61369  
Phone: (815) 452-2804  
Fax: (815)452-2704

d) Technical and Service Quality Issues:

Michael Gray  
D-Max, Inc.  
109 North Main Street  
Toluca, Illinois 61369  
Phone: (815) 452-2804  
Fax: (815) 452-2704

e) 9-1-1 Issues:

Michael Gray  
D-Max, Inc.  
109 North Main Street  
Toluca, Illinois 61369  
Phone: (815) 452-2804  
Fax: (815) 452-2704

f) Security/Law Enforcement:

Michael Gray  
D-Max, Inc.  
109 North Main Street  
Toluca, Illinois 61369  
Phone: (815) 452-2804  
Fax: (815) 452-2704

**EXHIBIT 2**

Articles of Organization

**EXHIBIT 2.A**

**Certificate of Good Standings**

**EXHIBIT 3:**

**Descriptions of Telecommunications and Managerial  
Experience of the Key Personnel of D-Max, Inc.**

**EXHIBIT 4**

**Financial Qualifications**



D-Max, Inc. Financials  
For the years ending 2006, 2007 and through 7/08

1/08-7/08                      2007                      2006

**Assets**

Current Assets:

Cash in bank	\$	55,347	\$	4,558	\$	5,806
Inventory	\$	6,000	\$	4,000	\$	4,000

Total Current Assets	\$	<u>61,347</u>	\$	<u>8,558</u>	\$	<u>9,806</u>
----------------------	----	---------------	----	--------------	----	--------------

Fixed Assets, at cost	\$	247,830	\$	217,830	\$	201,775
Less: Accumulated Depreciation	\$	240,395	\$	211,295	\$	195,722
	\$	<u>7,435</u>	\$	<u>6,535</u>	\$	<u>6,053</u>

Total Assets	\$	68,782	\$	15,093	\$	15,859
--------------	----	--------	----	--------	----	--------

**Liabilities & Equity**

Current Liabilities:

Sales Tax Collected	\$	928	\$	1,590	\$	1,328
Payrol Tax Liabilities	\$	1,167	\$	2,000	\$	2,562
Credit Line	\$	50,000				

Total Current Liabilities	\$	<u>52,094</u>	\$	<u>3,590</u>	\$	<u>3,890</u>
---------------------------	----	---------------	----	--------------	----	--------------

Equity:

Capital Stock, no par value	\$	1,000	\$	1,000	\$	1,000
Additional Paid in Capital	\$	10,868	\$	10,868	\$	10,868
Retained Earnings (deficit)	\$	4,820	\$	(365)	\$	101

Total Equity	\$	<u>16,688</u>	\$	<u>11,503</u>	\$	<u>11,969</u>
--------------	----	---------------	----	---------------	----	---------------

Total Liabilities & Equity	\$	68,782	\$	15,093	\$	15,859
----------------------------	----	--------	----	--------	----	--------

	1/08-7/08	2007	2006
<b>Revenue</b>			
Internet Service Fees	\$ 121,525	\$ 164,023	\$ 182,288
Equipment Sales & Service	\$ 51,889	\$ 60,415	\$ 77,833
	\$ -		
	<u>\$ 173,414</u>	<u>\$ 224,438</u>	<u>\$ 260,121</u>
	\$ -		
<b>Cost of Revenues Earned</b>			
Equipment purchased for resale	\$ 30,745	\$ 50,221	\$ 46,117
Contract Labor	\$ 590	\$ 815	\$ 885
Bandwidth	\$ 45,249	\$ 62,655	\$ 67,874
	\$ -		
	<u>\$ 76,584</u>	<u>\$ 113,691</u>	<u>\$ 114,876</u>
	\$ -		
Gross Margin	<b>\$ 96,830</b>	<b>\$ 110,747</b>	<b>\$ 145,245</b>
<b>Operating Expenses</b>			
Salaries	\$ 27,722	\$ 38,600	\$ 41,583
Office and equipment rentals	\$ 5,553	\$ 8,310	\$ 8,330
Payroll Taxes	\$ 1,938	\$ 3,913	\$ 2,907
State income tax	\$ 368	\$ 807	\$ 552
Depreciation	\$ 11,873	\$ 21,121	\$ 17,810
Legal & Accounting	\$ 9,327	\$ 6,275	\$ 6,490
Repairs and maintenance	\$ 1,063		\$ 1,595
Supplies	\$ 465	\$ 1,157	\$ 697
Insurance	\$ 2,249	\$ 3,244	\$ 3,373
Promotion	\$ 253	\$ 100	\$ 380
Vehicle	\$ 2,421	\$ 5,268	\$ 3,631
Office & postage	\$ 1,104	\$ 1,484	\$ 1,656
Miscellaneous	\$ 1,963	\$ 3,118	\$ 2,944
Total Expenses	<u>\$ 66,299</u>	<u>\$ 93,397</u>	<u>\$ 91,948</u>
Net Revenue	<b>\$ 30,531</b>	<b>\$ 17,350</b>	<b>\$ 53,297</b>

Form **BCA-2.10** ARTICLES OF INCORPORATION

(Rev. Jan. 1995)

George H. Ryan  
Secretary of State  
Department of Business Services  
Springfield, IL 62756

This space for use by Secretary of State

**FILED**

NOV 16 1998

GEORGE H. RYAN  
SECRETARY OF STATE

**SUBMIT IN DUPLICATE!**

This space for use by Secretary of State

Date 11-16-98

Franchise Tax \$ 25.00  
Filing Fee \$ 75.00

Approved: *Re* 100.00

Payment must be made by certified check, cashier's check, Illinois attorney's check, Illinois C.P.A.'s check or money order, payable to "Secretary of State."

1. CORPORATE NAME: D-Max, Inc.

(The corporate name must contain the word "corporation", "company," "incorporated," "limited" or an abbreviation thereof.)

2. Initial Registered Agent:	<u>Jeffrey</u>	<u>R.</u>	<u>McCasky</u>
	<i>First Name</i>	<i>Middle Initial</i>	<i>Last name</i>
Initial Registered Office:	<u>618 E. Bennington</u>	<u>Box 297</u>	
	<i>Number</i>	<i>Street</i>	<i>Suite #</i>
	<u>Toluca</u>	<u>IL 61369</u>	<u>Marshall</u>
	<i>City</i>	<i>Zip Code</i>	<i>County</i>

3. Purpose or purposes for which the corporation is organized:  
(If not sufficient space to cover this point, add one or more sheets of this size.)

Design and install computer and communication networking systems.

4. Paragraph 1: Authorized Shares, Issued Shares and Consideration Received:

Class	Par Value per Share	Number of Shares Authorized	Number of Shares Proposed to be Issued	Consideration to be Received Therefor
Common	\$ No Par	1,000	100	\$ 10,000.00

TOTAL = \$10,000.00

Paragraph 2: The preferences, qualifications, limitations, restrictions and special or relative rights in respect of the shares of each class are:

(If not sufficient space to cover this point, add one or more sheets of this size.)

(over)

5. **OPTIONAL:** (a) Number of directors constituting the initial board of directors of the corporation: 2  
 (b) Names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and qualify:

Name	Residential Address	City, State, ZIP
Jeffrey R. McCasky	618 E. Bennington, Box 297	Toluca, IL 61369
Matthew Martynowski	103 E. Via Sistina	Toluca, IL 61369

6. **OPTIONAL:** (a) It is estimated that the value of all property to be owned by the corporation for the following year wherever located will be: \$ \_\_\_\_\_  
 (b) It is estimated that the value of the property to be located within the State of Illinois during the following year will be: \$ \_\_\_\_\_  
 (c) It is estimated that the gross amount of business that will be transacted by the corporation during the following year will be: \$ \_\_\_\_\_  
 (d) It is estimated that the gross amount of business that will be transacted from places of business in the State of Illinois during the following year will be: \$ \_\_\_\_\_

7. **OPTIONAL: OTHER PROVISIONS**  
 Attach a separate sheet of this size for any other provision to be included in the Articles of Incorporation, e.g., authorizing preemptive rights, denying cumulative voting, regulating internal affairs, voting majority requirements, fixing a duration other than perpetual, etc.

8. **NAME(S) & ADDRESS(ES) OF INCORPORATOR(S)**

The undersigned incorporator(s) hereby declare(s), under penalties of perjury, that the statements made in the foregoing Articles of Incorporation are true.

Dated 9-15, 19 98

Signature and Name	Address
1. <u>[Signature]</u> Jeffrey R. McCasky (Type or Print Name)	1. <u>618 E. Bennington, Box 297</u> Street Toluca IL 61369 City/Town State Zip Code
2. <u>[Signature]</u> Matthew Martynowski (Type or Print Name)	2. <u>103 E. Via Sistina</u> Street Toluca IL 61369 City/Town State Zip Code
3. _____ Signature (Type or Print Name)	3. _____ Street City/Town State Zip Code

(Signatures must be in **BLACK INK** on original document. Carbon copy, photocopy or rubber stamp signatures may only be used on conformed copies.)

NOTE: If a corporation acts as incorporator, the name of the corporation and the state of incorporation shall be shown and the execution shall be by its president or vice president and verified by him, and attested by its secretary or assistant secretary.

**FEE SCHEDULE**

- The initial franchise tax is assessed at the rate of 15/100 of 1 percent (\$1.50 per \$1,000) on the paid-in capital represented in this state, with a minimum of \$25.
  - The filing fee is \$75.
  - The minimum total due (franchise tax + filing fee) is \$100.  
(Applies when the Consideration to be Received as set forth in Item 4 does not exceed \$16,667)
  - The Department of Business Services in Springfield will provide assistance in calculating the total fees if necessary.
- Illinois Secretary of State Springfield, IL 62756  
 Department of Business Services Telephone (217) 782-9522 or 782-9523

File Number 6021-089-6

COPY

# 73093

STATE OF ILLINOIS  
MARSHALL COUNTY SS  
Filed for record the 23rd day of Nov AD.  
19 98 at 11:00 O'clock A M  
Recorded in Book Cole 4 Page 4

*Andrea J. Mahoney*  
RECORDER

# State of Illinois Office of The Secretary of State

Whereas, ARTICLES OF INCORPORATION OF  
D-MAX, INC.  
INCORPORATED UNDER THE LAWS OF THE STATE OF ILLINOIS HAVE BEEN  
FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE  
BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

*FEIN*

*Federal Employment  
Identification  
Number*

*37-1377723*

H. Ryan, Secretary of State of the State of Illinois, by the powers vested in me by law, do hereby issue hereto a copy of the Application of the

If, I hereto set my hand and cause to be sealed the Great Seal of the State of Illinois, at the City of Springfield, this 16TH day of NOVEMBER A.D. 19 98 and of the Independence of the United States the two hundred and 23RD



*George H Ryan*  
Secretary of State



Mr. Isaacs founded ISG-Telecom Consultants Int'l. shortly after the Telecom Act of 1996 was passed in April 1996. His business insight regarding the telecom industry and "next generation" telcos has enabled him to create a total "turn-key solutions" firm that is not only leading, but taking the industry by storm. Mr. Isaacs brings extensive telecom & business expertise to the organization. As Founder and President he is responsible for all the day-to-day operations of ISG; including sales, marketing, contracts, project managers, strategic alliances & partnerships and public relations. Mr. Isaacs has aligned ISG-Telecom with all of the industry leaders for equipment, regulatory and back-office elements. Mr. Isaacs helped formulate the ISP/CLEC market as we know it today, and was responsible for bringing the equipment manufacturers into it. Mr. Isaacs has sat on the Board of Directors and Advisory Councils of many new next-generation CLEC's.

Mr. Isaacs has personally been involved in the negotiations of over 500 Interconnection & Resale Agreements, drafting of hundreds of federal and state CLEC/IXC filings & tariffs along with negotiations of resale, long distance term & volume agreements and collocation agreements nationwide. He has worked with every ILEC and RBOC including Bellsouth, Verizon, Sprint, Qwest, Bell Atlantic, SBC & Ameritech on agreements and client account issues.

As one of the major innovators of the ISP/CLEC market, Mr. Isaacs is called upon to speak frequently on the ISP/CLEC subject nationally. Subjects include "How & Why to be a CLEC", "Convergent Service Solutions for the New Millennium", "Taking the Plunge from ISP to ISP/CLEC", "Revenue Streams for the ISP/CLEC", "Procedures and benefits of becoming an ISP/CLEC".

Mr. Isaacs' prior background consists of having the position of interim CEO, Advisory Counsel and 20+ years consulting to fortune 500 companies in the areas of sales, marketing, finance, telecommunications solutions and legal issues. Previous to ISG-Telecom, Mr. Isaacs consulted with major fortune 500 companies and he was responsible for set-up and deployment of a number of new businesses/markets. Mr. Isaacs is an expert in the launch of new products and markets. He has worked in launching new and successful entities in the telecommunications, food service, construction, real estate and international distribution industry sectors. Mr. Isaacs' diversified background includes many areas such as: law, regulatory issues, corporate structures, contract negotiations, accounting, international purchasing, worldwide distribution channels, sales analysis, cost analysis, cost management, cost auditing, business and financial planning, new product launch, public relations, advertising, marketing and market analysis, computers, internet, telecommunications, web development, sales and management training.

**Telecom Regulatory Attorneys and Consultants**  
**4274 Enfield Court, Palm Harbor, Florida 34685**  
**Phone: (727) 738-5553      Facsimile: (727) 939-2672**  
[www.isg-telecom.com](http://www.isg-telecom.com)

**Jeff R. McCasky**

618 E Bennington St., Toluca Illinois, 61369

815 452 2063

[jeff.mccasky@maxiis.com](mailto:jeff.mccasky@maxiis.com)

**Summary**

- Demonstrated an excellent knowledge of Electrical, Motor control, and two stage recalculating liquid ammonia refrigeration systems.
- Demonstrated achiever with an excellent knowledge of Network design, function, installation, and trouble analysis of multiple networking environments.
- Extensive training, Microsoft Server, Citrix Systems, Cisco Systems, Lotus Notes, Novel Netware and a variety of business software packages.
- Skilled at learning new concepts quickly, working well under pressure, and communicating ideas clearly and effectively.

**Education**

High School Graduate

1971

**Technical Training**

Journeyman Electrician  
Journeyman Ammonia Refrigeration Technician

1972-1977

Completion of Microsoft Server training Program  
Completion of Citrix Systems Metaframe training Program  
Completion of Lotus Notes Administration Program  
Completion of Cisco Administration Program  
Completion of Novell Netware Administration

1995-2000

**Career History**

**DuPont Electric-Construction Electrician**

1972-1978

- Design and Installation of industrial Switch Gear and Motor Control Centers.
- Design and Installation and Set up of high end programmable Logic Controllers.
- Design and Installation of control system for several 2000 ton, two stage recalculating liquid ammonia refrigeration systems.
- Prepared service contracts, Technical and financial reports, for the CFO.

**Hart Carter Company-Assistant Plant Manager**

1979-1986

- Held key responsibility in Plant operations, Transportation, Production, Engineering and operations
- Managed all new product Development and capital projects.
- Managed 15 Direct reports and responsible for 250 employees

**Windsor Foods, Bernadi Foods-Facility Engineer - Network Manager**

*1986-2007*

- Held key responsibility in Engineering Operations, and IT
- Design and installation of electrical and Refrigeration systems
- Design and installation of production Lines
- Design and fabrication of production Machinery
- Design installation and support of communication system
- Design installation and support of data network
- Preparing contracts and managing capital projects

---

**D-Max Inc. - President**

*1998-2008*

- Involved in all aspects of the Business
  - Design, installation and support of communication system
  - Design, installation and support of data network
  - Preparing contracts and managing capital projects
-

Michael P Gray  
420 Washington  
Po Box 114  
LaRose il 61541

Job history:

High school jobs included dishwasher, fry cook, busboy, bicycle mechanic and laborer for general contractor.

1984 - 1987 employed as laborer and 'sub contractor' for general contractors. Jobs mainly involved masonry, concrete work, framing, drywall, roofing and electrical.

1987 - 2001 employed at Thermetic Glass, a vinyl window and door manufacturer. Began employment in maintenance. Job duties included: Product line development, design and production line development and design. Complete machine design and modification, tool and die design. Designed and developed several complete production machines. Preventative maintenance and repair of all machines in the facility.

As transportation manager, I bought and leased trucks and trailers for delivery of finished product. co-ordinated delivery of raw goods. Scheduled trucks for delivery, co-ordinated deliveries with dealers. I also co-ordinated service (repair) jobs.

Production manager - covered all aspects of the factory. Hiring, firing, scheduling production etc.

During employment at factory I was introduced to computers and networking. Around 1989 we acquired our first pc. When I left we had 2 Novell servers, over 20 workstations and a windows nt server set up for remote access with another facility.

I taught myself Autocad release 12 on a 486 pc with dos 6.22 and windows 3.12. I used Autocad to design machines and individual components. I learned how to write programs using p-code or psudo code. I wrote a program to track 'stock' product raw and finished, complete with invoicing and history. I also wrote an employee records program that maintained all personnel data and scheduling functions. I wrote a program to schedule and track preventative maintenance and repairs on all equipment in the facility. I changed the network from a 10base2 system to a 10baset configuration. I worked with several vendors to intergrate nc machines into our system. I learned Omron and Mitsubishi plc's.

In 2000 the owners of the company sold out to a newly formed corporation. After a short period I felt the new organization was heading down the wrong path so I began looking for other opportunities. I began working evenings and weekends for Maxcom / Maxiis. In April 2001 I began full time.