

Network Billing Systems, LLC :
:
Application for a Certificate of :
Authority to Provide Facilities-Based :
and Resold Local Exchange :
Telecommunications Service in the :
State of Illinois. :

**APPLICATION FOR CERTIFICATE TO BECOME A
TELECOMMUNICATIONS CARRIER**

I. GENERAL (To be completed by All Applicants)

1. Applicant's Name (including d/b/a, if any) FEIN # 22-3590994

Network Billing Systems, LLC ("NBS" or "Applicant")

Address: Street 155 Willowbrook Boulevard

City Wayne State/Zip NJ 07470

Note: Assumed business names must be provided if and only if registered with the Illinois Secretary of State's Office.

2. Authority Requested: (Mark all that apply)

NBS is currently authorized to provide resold interexchange telecommunications services pursuant to a certificate granted in Docket No. 98-0549.

Interexchange Service (*Authorities: See Sections 13-401, 13-403 and 13-404 of the IPUA*)

- Facilities Based Prepaid Interexchange Service
- Facilities Based Non-Prepaid Interexchange Service
- Resold Prepaid Interexchange Service
- Resold Non-Prepaid Interexchange Service
- Interexchange Public Pay Telephone Service

Local Exchange Service (*Authorities: See Sections 13-401, 13-404, and 13-405 of the IPUA*)

- Facilities Based Prepaid Local Exchange Service
- Facilities Based Non-Prepaid Local Exchange Service
- Resold Prepaid Local Exchange Service
- Resold Non-Prepaid Local Exchange Service
- Local Exchange Public Pay Telephone Service

Cellular Radio/Wireless Telephone Service (*Authorities: See Section 13-401 of the IPUA*)

- FCC Permitted or Licensed Prepaid Cellular Radio/Wireless Telephone Service
- FCC Permitted or Licensed Non-Prepaid Cellular Radio/Wireless Telephone Svc.

____ Resold Prepaid Cellular Radio/Wireless Telephone Service
____ Resold Non-Prepaid Cellular Radio/Wireless Telephone Service
____ Other Telecommunications Services (Specify) (*Authorities: See Section 13-401 of the IPUA*)

3. For each service that the Applicant is requesting authority to provide, please specify the area or areas of the State for which the applicant is seeking authority to provide such service and the services (as designed in question 2 above) that will be provided in each area.

Applicant seeks authority to provide local exchange telecommunications services to and from all points in the State of Illinois that are currently open, and that become open, to competition.

4. Contact Information - Please provide contact information, including name(s), address(es), telephone number(s), and e-mail address(es), for personnel or entities responsible for the areas below:

- a) Issues related to processing this application;

**Thomas H. Rowland
Rowland & Moore LLP
200 West Superior Street, Suite 400
Chicago, Illinois 60654
312-803-1000 (tel)
312-803-0953 (fax)
tom@telecomreg.com**

- b) Designated agent (*Note: Applicants must have an Illinois In-State Designated Agent listed. An additional Out-of-State Designate Agent is permitted, but not required.*)

**Document Processor
Business Filings Inc.
600 S. Second St.
Springfield, IL 62704
Phone: (800) 981-7183**

and (out-of-state):

**Jonathon Kaufman
155 Willowbrook Blvd.
Wayne, NJ 07470
Phone: (973) 638-2100
E-Mail: taxdept@nbsvoice.com**

c) Business Operations (*Note: The contact numbers reported in this questionnaire are intended to be used by the ICC Staff to contact the Applicant as issues arise. They are not intended to be contact numbers used by customers or the general public. If separate contacts apply for different issue areas, please report the separate numbers by issue below.*)

i) Consumer issues;

Ken Belhumer, Tax and Regulatory Manager
Network Billing Systems, LLC
155 Willowbrook Boulevard
Wayne, NJ 07470
973-638-2112 (tel)
973-638-2189 (fax)
kenb@nbsvoice.com

ii) Customer complaint resolution;

Toni Campanello
Senior Director – Customer Service and Sales Support
Network Billing Systems, LLC
155 Willowbrook Boulevard
Wayne, NJ 07470
973-638-2113 (tel)
973-638-2194 (fax)
tonic@nbsvoice.com

iii) Technical and service quality issues;

Wendy Astudillo, Vice President – Technical Support
Network Billing Systems, LLC
155 Willowbrook Boulevard
Wayne, NJ 07470
973-638-2132 (tel)
973-638-2180 (fax)
wendya@nbsvoice.com

iv) “Tariff” and pricing issues;

Ken Belhumer, Tax and Regulatory Manager
Network Billing Systems, LLC
155 Willowbrook Boulevard
Wayne, NJ 07470
973-638-2112 (tel)
973-638-2189 (fax)
kenb@nbsvoice.com

v) 9-1-1 issues;

**Ken Belhumer, Tax and Regulatory Manager
Network Billing Systems, LLC
155 Willowbrook Boulevard
Wayne, NJ 07470
973-638-2112 (tel)
973-638-2189 (fax)
kenb@nbsvoice.com**

vi) Security/law enforcement issues;

**Ken Belhumer, Tax and Regulatory Manager
Network Billing Systems, LLC
155 Willowbrook Boulevard
Wayne, NJ 07470
973-638-2112 (tel)
973-638-2189 (fax)
kenb@nbsvoice.com**

vii) Regulatory issues.

**Ken Belhumer, Tax and Regulatory Manager
Network Billing Systems, LLC
155 Willowbrook Boulevard
Wayne, NJ 07470
973-638-2112 (tel)
973-638-2189 (fax)
kenb@nbsvoice.com**

Note: The name and contact information above must be kept current. Changes in the applicants Designated Agent(s) should be directed to the Chief Clerk's Office of the ICC at 217-782-7434. All other changes should be directed to the Telecommunications Division of the ICC at 217-524-5073.

5. How is the Applicant organized?

Individual

Partnership

Corporation:

Date Corporation was formed: August 10, 1998

State of incorporation: New Jersey

Other (Specify) Limited Liability Company

6. Please attach a copy of articles of incorporation. Applicants that are not Illinois corporations should also submit a copy of its Certificate of Authority to Transact Business in Illinois as issued by the Secretary of State.

A copy of Applicant's formation documents is attached as Exhibit A.

7. Has the Applicant been issued by the Federal Communications Commission a construction permit or an operating license to construct or operate a cellular radio system in the areas, or a portion of the area, for which the Applicant seeks a Certificate of Service Authority?

_____ YES NO

If YES, please provide all relevant license or permit numbers:

8. Does applicant represent that it will comply with all current and future applicable Illinois and Federal laws, rules, and regulations?

YES _____ NO

II. MANAGERIAL (To be completed by All Applicants except Cellular Radio/Wireless Applicants)

1. Please attach evidence of the applicant's managerial and technical resources and ability to provide service. This may be in narrative form, in the form of resumes of key personnel, or a combination of these forms.

Please see the management biographies provided in Exhibit B.

2. Please attach a current organization chart.

A current organization chart is attached as Exhibit C.

3. List officers of Applicant.

**Jonathan Kaufman – President and CEO
Gordon Hutchins, Jr. - Executive Vice President
Russell Markman – Executive Vice President
Marc Gelberg – Senior Vice President - Finance and Controller
Philip D. Turits - Secretary**

As an LLC, there are no directors of NBS. NBS's sole member is its parent company, Fusion NBS Acquisition Company.

4. Does the Applicant currently, or has it in the past, held a certificate from the Illinois Commerce Commission?

YES _____ NO

Applicant holds authority from the Commission to provide resold and facilities-based interexchange telecommunications services. See Docket No. 98-0549.

5. Does the Applicant currently, or has it in the past, provided service under any other name in Illinois?

_____ YES NO

If YES, please provide all other names under which service is being or has been provided.

6. Is any affiliate of the Applicant providing, or has any affiliate provided, service in Illinois?

_____ YES NO

If YES, please provide the names of all affiliates under which service is being or has been provided in Illinois.

For clarity, Applicant's ultimate parent, Fusion Telecommunications International, Inc. ("Fusion"), provides interstate telecommunications in Illinois but does not provide intrastate telecommunications services in Illinois.

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

_____ YES NO

If YES, describe fully. _____

8. Have there been any complaints or judgments levied against the Applicant in Illinois in this or another name?

_____ YES NO

If YES, describe fully. _____

9. List jurisdictions other than Illinois in which the Applicant is offering service(s).

NBS is authorized to provide intrastate telecommunications services in Alabama, Arizona, Arkansas, California, Colorado Connecticut, Delaware, Florida, Georgia, Idaho, Indiana, Iowa, Kansas, Kentucky, Louisiana, Maine, Maryland, Massachusetts, Michigan, Minnesota, Mississippi, Missouri, Montana, Nebraska, Nevada, New Hampshire, New Jersey, New Mexico, New York, North Carolina, North Dakota, Ohio, Oklahoma, Oregon, Pennsylvania, Rhode Island, South Carolina, South Dakota, Tennessee, Texas, Utah, Vermont, Virginia, Washington, West Virginia, Wisconsin and Wyoming.

10. Has the Applicant, or any principal of the Applicant, been denied a Certificate of Service or had its certification revoked in any jurisdiction other than Illinois under this or another name?

_____ YES NO

If YES, describe fully. _____

11. Have there been any complaints or judgments levied against the Applicant in any jurisdiction other than Illinois in this or another name?

_____ YES NO

If YES, describe fully. _____

12. 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 _____ NO

If YES, please list, by officer, each entity in which the officer has an ownership or other interest.

NBS is ultimately owned by Fusion, a publicly-held Delaware corporation (OTCQB: FSNN) with principal offices located at 420 Lexington Avenue, Suite 1718, New York, New York 10170. Certain of the officers of NBS are also officers of Fusion.

13. How will Applicant bill for its service(s)? (At a minimum, describe how often the Applicant will bill for service and details of the billing statement.)

Applicant will directly bill its customers monthly.

14. How does Applicant propose to handle service, billing, and repair complaints? (At a minimum, describe Applicant's internal process for complaint resolution, the complaint escalation process,

and the timeframe and process by which the customer is notified by Applicant that they may seek assistance from the Commission.)

Customers with billing questions or complaints may reach NBS at its toll free number at (888) 301-1721. In the event of a billing dispute, NBS will perform a review of the disputed billing amount and promptly attempt to reach a settlement to the mutual satisfaction of all parties. Following a full investigation to determine whether or not the charges may have been fraudulent or improper, NBS may adjust the disputed bill. If the customer is not satisfied with NBS' decision, NBS will notify the customer that they may contact the Commission for assistance.

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

16. What telephone number(s) would a customer use to contact the Applicant?
(888) 301-1721

17. If granted authority to operate as provider of anything other than a Pay Telephone service, will the applicant file tariffs prior to providing service in Illinois and within 2 years of Application approval?
 YES NO

18. How many employees does the Applicant employ? **Applicant's parent, Fusion, currently employs 192 employees.**

19. Has the Applicant reviewed all ICC rules applicable to the services it seeks to provide?
 YES NO

Note: See <http://www.ilga.gov/commission/jcar/admincode/083/083parts.html> for the ICC's Title 83: Public Utility Rules.

20. Will the Applicant abide by all ICC rules applicable to the services it seeks to provide?
 YES NO

21. If granted the authority to operate as a telecommunications provider, will the Applicant comply with all the applicable filing requirements listed in Appendix A?
 YES NO

22. If granted the authority to operate as a telecommunications provider, will the applicant remit all applicable taxes, contributions, or other assessments specified in Appendix A?
 YES NO

III. FINANCIAL (To be completed by All Applicants except Cellular Radio/Wireless Applicants)

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

Applicant does not maintain its own financial statements, but rather its financial statements are consolidated into the financial statements of its ultimate parent, Fusion. A copy of financial statements from Fusion's most recent SEC Form 10-K is

provided as **Exhibit D**. Additional financial information regarding Fusion is available at <http://ir.fusiontel.com/financials>.

2. Does the Applicant have a financial relationship with any other companies?

YES NO

If YES, please provide the names of all companies with which the Applicant has a financial relationship and a brief explanation of the relationship.

Applicant has a financial relationship with its ultimate parent, Fusion. Fusion provides financial support for the operations of Applicant as necessary.

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

Note: If the Applicant will not keep its books and records in Illinois, then the Applicant must request a waiver of Code Part 250.

Applicant requests a waiver of Code Part 250 to maintain its books and records outside of Illinois. Applicant's books and records are maintained at its corporate offices in New Jersey and/or the corporate offices of Fusion in New York. Applicant will make its books and records available to the Commission upon legal request.

4. Has the applicant or any other company with which the Applicant has a financial arrangement filed for bankruptcy within the last 7 years?

YES NO

If YES, please explain: _____

IV. TECHNICAL (To be completed by All Applicants except Cellular Radio/Wireless Applicants)

1. Please describe the nature of service to be provided (e.g., operator services, internet, debit cards, long distance service, data services, local service, prepaid local service).

NBS is currently authorized to provide resold interexchange telecommunications services. NBS also intends to provide resold local exchange telecommunications services.

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

If YES, please provide a brief description of the facilities Applicant owns and intends to utilize.

If YES, please explain what services will be offered with these facilities and where the Applicant will utilize its own facilities.

If YES, please include evidence that Applicant possesses the necessary technical resources to deploy and maintain the said facilities.

If YES, and if the Applicant is a switch based provider, please provide an attachment that includes the following information regarding each switch: (i) switch type, (ii) address, (iii) CLLI code, (iv) location of remotes or POIs, and (v) any tandems to which the switch is homed.

3. Does Applicant lease equipment and/or facilities? _____ YES X NO

If YES, please provide a brief description of the facilities the Applicant leases and the entity or entities from which such equipment or facilities are leased.

If YES, please explain what services will be provided with these facilities and where the Applicant will utilize these leased facilities.

If YES, please include evidence that Applicant possesses the necessary technical resources to maintain and operate said facilities.

As described in response to Question II.1 above, NBS is technically and managerially qualified to establish and operate its proposed telecommunications operations in Illinois.

4. Does Applicant resell services? X YES _____ NO

If YES, please provide a brief description of the entity or entities from which wholesale service is purchased.

Applicant will purchase wholesale services from AT&T and/or other carriers authorized to provide such services in Illinois.

If YES, please explain what services will be provided through resale and where the Applicant will provide resold services.

Applicant currently intends to provide business circuits to certain customers it will acquire from Cypress Communications Operating Company, LLC. It is NBS's understanding that such services are primarily used for incoming and outgoing faxes. These services will be provided wherever such customers are located and NBS seeks statewide authority.

5. Does the Applicant provide its own repair service?

_____ YES X NO

If NO, please provide the name of the entity or entities providing repair service for the Applicant.

Applicant will rely on its underlying carriers for repair service.

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

X YES _____ NO

If NO, please provide the hours of assistance.

7. If Applicant intends to provide Public Pay Telephone 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 _____ NO **Not applicable.**

8. If Applicant intends to provide Public Pay Telephone service, please explain the method the Applicant will used to comply with Section 771.330 of the ICC's rules. **Not applicable.**

Note: See <http://www.ilga.gov/commission/jcar/admincode/083/08300771sections.html> for the ICC's Pay Telephone Service Provider rules.

V. WAIVERS (To be completed by All Applicants except Cellular Radio/Wireless Applicants)

Note: If Applicant is seeking any waivers or variances of Commission rules and regulations in this proceeding, then, other than when explained below, please attach an explanation of why the Applicant is seeking any waiver or variance.

Local Exchange Service authority applicants under Sections 13-401, 13-404 and/or 13-405 generally seek waivers of Part 710, Section 735.180 of Part 735 and Part 250. Additionally, a waiver from Parts 730.115 and 732.60 may be requested for those applicants that will only be providing data services.

Interexchange Service authority applicants under Sections 13-401, 13-403 and 13-404 generally request waivers of Parts 710, 735 and 250 of Title 83 of the Illinois Administrative Code

Public Pay Telephone Service authority applicants under Sections 13-401, 13-403, 13-404, and/or 13-405 generally request waivers of Parts 710, 735 and 250 of Title 83 of the Illinois Administrative Code

Local Exchange Service Please indicate which waivers Applicant is requesting.

- Part 710 Uniform System of Accounts for Telecommunications Carriers
 - Part 735.180 Directories (within Part 735 Procedures Governing the Establishment of Credit, Billing, Deposits, Termination of Service and Issuance of Telephone Directories for Local Exchange Telecommunications Carriers in the State of Illinois)
 - Part 730.115 and 732.60 Service Quality and Customer Credit Quarterly Reporting – Waiver is available for carriers providing Data Services only. (ref. 13-517c)
 - Part 250 Public Utility Books and Accounts (maintaining books and records out of state)
 - Others (Please indicate which additional waivers Applicant is requesting and explain why Applicant is requesting each waiver/variance)
-

Interexchange Service Please indicate which waivers Applicant is requesting.

- Part 710 Uniform System of Accounts for Telecommunications Carriers
 - Part 735 Procedures Governing the Establishment of Credit, Billing, Deposits, Termination of Service and Issuance of Telephone Directories for Local Exchange Telecommunications Carriers in the State of Illinois
 - Part 250 Public Utility Books and Accounts (maintaining books and records out of state)
 - Others (Please indicate which additional waivers Applicant is requesting and explain why Applicant is requesting each waiver/variance)
-

Local and Interexchange Public Pay Telephone Service Please indicate which waivers Applicant is requesting.

- Part 710 Uniform System of Accounts for Telecommunications Carriers
 - Part 735 Procedures Governing the Establishment of Credit, Billing, Deposits, Termination of Service and Issuance of Telephone Directories for Local Exchange Telecommunications Carriers in the State of Illinois
 - Part 250 Public Utility Books and Accounts (maintaining books and records out of state)
 - Others (Please indicate which additional waivers Applicant is requesting and explain why Applicant is requesting each waiver/variance)
-

1. If the Applicant is requesting a waiver of Part 710, what circumstances warrant a departure from the prescribed Uniform System of Accounts (“USOA”)?

Although USOA is appropriately applied to ILECs that have market power, it imposes unnecessary and burdensome requirements on competitive carriers and is inconsistent with a competitive environment. Furthermore, the Commission routinely grants waiver of Part 710 for competitive carriers.

2. If the Applicant is requesting a waiver of Part 710, then will records be maintained in accordance with Generally Accepted Accounting Principles (“GAAP”)?

YES NO

3. If the Applicant is requesting a waiver of Part 710, then will applicants accounting system provide an equivalent portrayal of operating results and financial condition as the USOA?

YES NO

4. If the Applicant is requesting a waiver of Part 710, then will applicant maintain its records in sufficient detail to facilitate the calculation of all applicable taxes and surcharges?

YES NO

5. If the Applicant is requesting a waiver of Part 710, then does the accounting system currently in use by Applicant provide sufficiently detailed data for the preparation of Illinois Gross Receipts Tax returns?

YES NO

If YES, What specific accounts or sub-accounts provide this data?

Attached under seal as Exhibit E is a copy of Applicant's Chart of Accounts.

6. If the Applicant is requesting a waiver of Part 710, then will the Applicant provide annual audited statements when required or requested subsequent to granting of the waiver?

YES NO

Note: See <http://www.icc.illinois.gov/forms/results.aspx?st=3&t=2> for Annual Reports instructions for detail.

Applicant will file the required Annual Report. However, Applicant does not maintain its own financial statements, but rather Applicant's financial information is consolidated in the financial statements of its ultimate parent, Fusion. As a publicly traded company, Fusion's financial statements are audited.

7. If the Applicant is requesting a waiver of Part 710, does the Applicant understand 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?

YES NO

VI. TELEPHONE ASSISTANCE PROGRAMS (To be completed by Local Exchange Service Applicants)

1. Has the Applicant signed and returned the ITAC Membership Application and Agreement to Commission Staff?

YES NO

Attached as Exhibit F is a copy of the ITAC Application and Agreement.

Note: See <http://www.icc.illinois.gov/telecommunications/Certification.aspx> for application forms.

2. Will the Applicant's billing system be able to distinguish between resale and facilities based service for the collection of the ITAC line charge?

YES NO

3. Has the Applicant signed and returned the Universal Telephone Access Corporation (UTAC) - Membership Application to Commission Staff?

YES NO

Attached as Exhibit G is a copy of the UTAC Application.

Note: See <http://www.icc.illinois.gov/telecommunications/Certification.aspx> for application forms.

4. Will the Applicant solicit, collect, and remit the voluntary contributions from its telephone subscribers to support the Telephone Assistance Programs?

YES NO

5. Does the Applicant 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?

YES NO

6. Does the Applicant plan on filing to become an Eligible Telecommunications Carrier?

YES NO

VII. 911 SERVICE (To be completed by Local Exchange Service Applicants)

1. Will the Applicant ensure that 911 traffic is handled in accordance with the 83 Illinois Administrative Code Part 725 and the Emergency Telephone System Act?

YES NO

Note: See <http://www.icc.illinois.gov/911/> for links to the Emergency Telephone System Act and other 911 related rules and regulations.

2. Who will be responsible for building and maintaining the 911 database for your local exchange customers?

Applicant's 911 provider is Intrado, Inc., who will be responsible for building and maintaining the 911 database.

3. How often will the Applicant update the 911 database with customer information?

The 911 information will be updated as often as is required, but at a minimum on a daily basis.

4. Please explain the procedures the Applicant will use to collect 911 surcharges and transmit them to the local 911 systems.

Applicant's billing system utilizes software that continuously updates tax and surcharge rates, which are then applied to customer invoices. Applicant will remit collected amounts to agencies as required.

VIII. PREPAID SERVICE (To be completed by Local Exchange Service Applicants that Provide Prepaid Service)

1. Will customers have the ability to sign up with any long distance company they choose?

YES NO

2. Will customers have the ability to use dial around long distance companies?

YES NO

3. Will customers have access to the Illinois Relay Service?

YES NO

4. Will customers be able to make 1-800 calls for free?

YES NO

5. Will the Applicant offer operator services?

YES NO

6. Please describe how applicant plans to collect the monthly fee to be paid in advance.

7. Will customers' monthly bills show a breakdown of services, features, surcharges, taxes, etc.?

_____ YES _____ NO

8. Will customers pay an installation fee?

_____ YES _____ NO

If YES, will payment arrangements be offered for the installation fee?

_____ YES _____ NO

9. Will telephone service be in the Applicant's name or the customer's name?

_____ YES _____ NO

If YES, please describe how information will appear in data bases, such as 9-1-1, directory assistance, etc.?

10. Will applicant offer prepaid service as a monthly service or as a usage service?

_____ Monthly _____ Usage

11. Will applicant provide a warning when the remaining value of service is about to cease?

_____ YES _____ NO

If YES, is the customer given more than one notice of the remaining value of service?

_____ YES _____ NO

If YES, how much advance notice is given to the customer of the remaining value of service?

12. If the customer is in the middle of a call will they be disconnected when the remaining value of service has expired?

_____ YES _____ NO

If YES, are customers made aware of potentially being disconnected during a call when the remaining value of service expires?

_____ YES _____ NO

13. When does the timing of a call start? _____

14. If the person called does not answer, is any time deducted from the customer's account?

_____ YES _____ NO

15. Will there be any other instances in which the Company would disconnect a customer, other than running out of prepaid time?

_____ YES _____ NO

If YES, please explain. _____

16. When a customer runs out of time is their phone immediately disconnected or on suspension?

_____ YES _____ NO

If YES, will they still be able to receive calls?

_____ YES _____ NO

17. Are the Applicant's services available to TTY callers?

_____ YES _____ NO

18. How will the Applicant handle a complaint from a customer who disputes the amount of time used or remaining?

19. The Public Utilities Act requires a local calling area that has no time or duration charges. How will the Applicant define each customer's untimed local calling area?

Respectfully submitted,

Network Billing Systems, LLC

By: Thomas H. Rowland
Rowland & Moore LLP
200 West Superior Street, Suite 400
Chicago, Illinois 60654
312-803-1000 (tel)
312-803-0953 (fax)
tom@telecomreg.com

LIST OF EXHIBITS

- Exhibit A - Certificate of Formation
- Exhibit B - Management Biographies
- Exhibit C - Organization Chart
- Exhibit D - Financial Information
- Exhibit E - Chart of Accounts
[CONFIDENTIAL -- SUBMITTED UNDER SEAL]
- Exhibit F - ITAC Form
- Exhibit G - UTAC Form

EXHIBIT A

Certificate of Formation

(see attached)

EXHIBIT B

Management Biographies

Matthew D. Rosen, Chief Executive Officer and Director

Mr. Rosen previously held various management positions including President of the Northwest and New England Operations for Expanets, a \$1.3 billion integrated network communications service provider.

Prior to that, he was Corporate Director of Operations for Oxford Health Plans, a \$4 billion health care company, where he worked on developing and executing turnaround strategies. Prior to his role as Corporate Director of Operations, Mr. Rosen held an executive position in a start-up healthcare technology subsidiary of Oxford where he was an integral part in developing strategy and building its sales, finance and operations departments. Prior to Oxford, Mr. Rosen was an investment banker in Merrill Lynch's corporate finance department.

Don Hutchins, President and Chief Operating Officer

Mr. Hutchins previously served as President and CEO of SwissFone, a \$100 million international telecommunications carrier. Before SwissFone, Mr. Hutchins was President and CEO of STAR Telecommunications, an \$800 million international telecommunications carrier, where he led the company's restructuring following the filing of its bankruptcy petition.

Mr. Hutchins also served as President and CEO of GH Associates, a management consulting firm that he founded, where he consulted on business strategy and competition to over 100 small and large telecommunications companies throughout the world.

As an entrepreneur, Mr. Hutchins founded Telecom One, a nationwide long distance carrier that he sold to Broadwing Communications, and TCO Network Services, a local wireless services carrier subsequently purchased by Winstar Communications.

During his early career, Mr. Hutchins served as President and CEO of LDX NET, and held management positions with MCI, McDonnell Douglas, and AT&T. As an active spokesperson for the industry and for competition, Mr. Hutchins was also a founder of the Association of Communications Enterprises (now COMPTEL) and the European Competitive Telecommunications Association (ECTA).

Jon Kaufman, President - Business Services

Mr. Kaufman founded the NBS family of companies in 1984 with the idea of providing high tech telephone system solutions as an alternative to the then lackluster offerings of the incumbent phone companies. Placing an emphasis on providing first class customer care and applications support proved to be what customers wanted and was missing in the industry. Phone system sales, installation, and service, was shortly followed by the introduction of programs allowing customers the ability to place low cost long distance telephone calls - a novel idea in the mid-eighties.

Mr. Kaufman has continuously shaped the Business Services Division as a vehicle to present clients with the most advanced, yet reliable and cost-effective communications solutions, migrating them securely and effectively to IP-based technology and the cloud. An Honors Economics graduate of Stony Brook University, Jon has constantly monitored all facets of the business, delivering customers cutting edge technology while ensuring the company's profitability and stability, year after year.

Russell P. Markman, Executive Vice President - Business Services

With thirty five years of experience in sales, management and operations in the communications industry, Russell is responsible for managing all aspects of Fusion's day to day Business Services activities. Russell came to Fusion from the RCN Corporation, where he established an alternate channel distribution program for commercial sales. Prior to RCN, Russell was the President of National Calling Plan, Inc. and Associated Telephone Design, as well as EVP of Galaxy Communications, a manufacturer and distributor of commercial telephone systems. Russell received his J.D. from Pace University School of Law and is admitted to the New York State Bar.

Marc S. Gelberg, CPA, Senior Vice President – Finance and Controller

Mr. Gelberg joined Fusion Telecommunications in April 2011 as Corporate Controller, and was named Vice President of Finance in November of 2012. He leads the Fusion finance group and brings to his position more than twenty years of experience providing expert financial leadership to both Fortune 500 and entrepreneurial environments. Marc manages the financial operations of the company, and is responsible for complex transaction accounting, SEC reporting, treasury operations and financial planning.

Marc's prior experience includes positions of increasing responsibility in finance, accounting and financial reporting, including positions as Vice President and Corporate Controller for Cross Match Technologies, a multi-national manufacturer of biometric devices, and Vice President of Accounting and Financial Reporting for ION Media Networks, an AMEX-listed television broadcasting company with 60 television stations and more than \$1 billion in assets. Earlier in his career, Mr. Gelberg set international accounting policies and procedures for MTV Networks, a \$1.3 billion division of Viacom, Inc.

A Certified Public Accountant, Marc holds a B.A. in Economics from the State University of New York at Albany.

Craig Eidem, Chief Technology Officer

Mr. Eidem brings his technological and operational expertise to the task of scaling the technology organization and institutionalizing processes and procedures in this high growth environment.

Mr. Eidem has over 25 years of product delivery and operational experience in a variety of technology businesses. Most recently, he was the CTO for Broadvox, where he led the network and platform upgrades as well as the change in development and operating procedures required by the business. Prior to Broadvox, Mr. Eidem was head of Information Technology at Meteorcom, a joint venture of railroad companies building a nationwide

wireless network to control traffic. Previously, Mr. Eidem was CTO of Speakeasy, where he was responsible for all operational aspects of running a nationwide network and building a BroadSoft business VOIP platform that delivered 99.99% availability. Mr. Eidem spent 20 years in a variety of leadership roles at Honeywell International, Advanced Radio Telecom, AT&T Wireless, Sundstrand, and Telematic Products.

Jan Sarro, Executive Vice President – Marketing and Business Development

Ms. Sarro was the President of the Americas for Viatel, Inc., a global, facilities-based communications carrier and has over 20 years of experience in developing telecommunications solutions for international businesses and carriers worldwide.

At Viatel, Ms. Sarro grew annual carrier revenues from \$20 million to \$160 million in under two years, and built a \$140 million sales organization to market Internet access, corporate networks and international voice services to multinational corporations in the United States and Latin America.

Ms. Sarro has also held senior executive marketing and sales management positions at Argo Communications, the international record carriers FTC Communications and TRT Communications, and WorldCom.

Arnaud Gautier, Senior Vice President – Marketing

Mr. Gautier is responsible for product development and marketing, online and channel marketing and promotions activities.

He has over 20 years experience leading teams in systems engineering, product development and marketing management in the field of fixed and mobile telecommunications. Most recently, Mr. Gautier was Chief Marketing Officer at Broadvox, where he oversaw product development and channel marketing, and managed the transition of Broadvox business services product and marketing assets to Fusion.

Mr. Gautier previously served as Senior Vice President, Product Management at MegaPath where he was responsible for broadband, voice services, unified communications, managed security and cloud solutions offerings. Prior to Megapath, Arnaud served as Vice President, Product Solutions for Speakeasy. Mr. Gautier has also held a variety of consulting, engineering, sales and product management positions at AT&T Wireless, Boeing Defense and Space, The Walter Group and the French Space Agency.

Arnaud holds an MBA from the University of Washington, Michael G. Foster School of Business and an Engineering Degree from Ecole Superieure d'Electricite in Paris, France.

Michael Adams, Senior Vice President and Managing Director – Carrier Services

Mr. Adams has an extensive background in the telecommunications industry with more than a decade in executive and sales management positions. He has been responsible for the launching of innovative new products and services for multiple industry segments.

Before joining Fusion, Mr. Adams was Director of International Carrier Sales for Sakon, a next generation voice services company, where he was responsible for developing and marketing services to regional Bell operating companies, Tier 1 international carriers,

international governmental telephone operations, calling card companies, and "boutique" carriers worldwide. During his tenure at Sakon, Mr. Adams grew sales from \$30 million to over \$70 million.

Previous to Sakon, Mr. Adams held the District Sales Manager position at Viatel, Inc., a global facilities-based telecommunications company, where he managed large corporate customers such as Prudential, Credit Suisse, First Boston, and Cantor Fitzgerald. Prior to that, he opened and developed the Wall Street business sector for TotalTel, Inc. now known as CoVista Communications, Inc.

Mr. Adams began his telecommunications career at Global Crossing, Inc., where he was a National Sales Manager, acquiring and managing Fortune 1000 customer accounts.

Intaf Khan, Vice President – Carrier Operations and Engineering

Mr. Khan has held senior engineering and operations positions at Fusion since joining the company in 2003. Mr. Khan has played a key leadership role in building Fusion's worldwide VoIP infrastructure and services platform, and has been instrumental in introducing the operations processes and practices underlying Fusion's outstanding technical support.

Prior to Fusion, Mr. Khan was a Senior Quality Assurance Engineer at Nortel Networks, where he led the effort to build replica networks of the NYSE and AMEX in the Nortel Sustaining labs. He was also a Principal Quality Assurance Engineer at 3Com Corporation, where he was responsible for qualifying several (Layer 3) IP routing product lines.

Mr. Khan has a degree in Information Systems Management and has achieved certification with Nortel, Cisco and Microsoft. Mr. Khan is a distinguished veteran of the United States Air Force.

EXHIBIT C

Organization Chart

(see attached)

EXHIBIT D

Financial Information

(see attached)

EXHIBIT E

Chart of Accounts

(see attached)

[CONFIDENTIAL -- SUBMITTED UNDER SEAL]

EXHIBIT F

ITAC Form

(see attached)

EXHIBIT G

UTAC Form

(see attached)