

(Original and 3 copies)

Docket No. 00-0660

ICC Office Use Only

Please provide the appropriate information in the () areas in the heading below.

Enhanced Global Convergence Services, Inc. :
:
Application for a certificate of :
interexchange authority to operate as a :
reseller of telecommunications services :
in the State of Illinois. :

CHIEF CLERK'S OFFICE
FEB 14 10 25 AM '00
ILLINOIS
COMMERCE COMMISSION

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

GENERAL

1. Applicant's Name(including d/b/a, if any) Enhanced Global Convergence Services, Inc. d/b/a eGCS FEIN # 020510272

Enhanced Global Convergence Services, Inc. d/b/a eGCS

Address: Street 45 High Street

City Nashua State/Zip NH 03060

2. Authority Requested: (Mark all that apply) 13-403 13-404 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.

Part 710 Part 735 Section 735.180 Other

4. In what area of the state does the Applicant propose to provide service?

Applicant proposes state-wide service.

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 Attachment A.

6. Please check type of organization?

Individual Corporation
 Partnership Date corporation was formed August 2, 1999
In what state? New Hampshire
 Other (Specify)

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

See Attachment B.

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

See Attachment C.

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.

Such a permission is hereby requested.
See Attachment D.

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 Attachment E.

13. List officers of Applicant.

See Attachment F.

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 NO

If YES, list entity. See Attachment G.

15. How will Applicant bill for its service(s)? Applicant proposes to offer service through prepaid calling cards. Calling cards will be purchased on a retail point of sale basis.

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

Applicant service personnel will be available to handle customer inquires via toll free "800"

Service number listed on the reverse side of Applicant's prepaid calling cards. Customers

may also call Applicant at (603) 889-8411. Billing questions are likely to be minimal as Applicant is a prepaid calling card carrier.

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

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

(603) 889-8411 or toll free 800 number printed on calling card. Another number is 1-800-648-4919

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

Applicant does not propose to offer 1+ service and therefore Applicant's service does not contemplate the provision of presubscribed local or long distance services.

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?

Not Applicable.

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

Not Applicable.

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.

See Attachment H.

TECHNICAL

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

If YES, please list: Applicant is a reseller. Applicant operated calling card platform that, inter alia, tracks calling card balances; Applicant does not own transmission facilities, switches. It does own switches.

If NO, which facility provider(s)'s services does Applicant use?

To be determined. Will include MCI Worldcom and Atlas Communications.

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

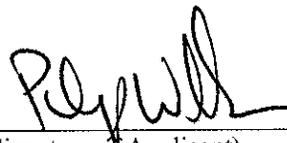
Debit cards also known as prepaid calling cards.

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

YES _____ NO

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 _____ NO

Not Applicable.



(Signature of Applicant)

VERIFICATION

This application shall be verified under oath.

OATH

State of New Hampshire)

) ss

County of Hillsborough)

Philip Wilkinson makes oath and says that he is CEO of Enhanced Global Convergence Services, Inc. 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.

Philip Wilkinson
(Signature of affiant)

Subscribed and sworn to before me, a Notary Public/ Leanne M. Bergeron
(Title of person authorized to administer oaths)

in the State and County above named, this 7th day of Feb. 19 2000

Leanne M. Bergeron
(Signature of person authorized to administer oath)
LEANNE M. BERGERON, Notary Public
My Commission Expires September 6, 2000

List of Contact Persons

The Applicant's regulatory counsel will act as the initial point of contact for the applicant. Name and address of Regulatory counsel:

James U. Troup
Brian D. Robinson
James H. Lister
Arter & Hadden
1801 K Street, N. W., Suite 400K
Washington, DC 20006-1301
Telephone: 202 - 775-7100
Fax: 202 - 857-0172
Email: jlister@arterhadden.com

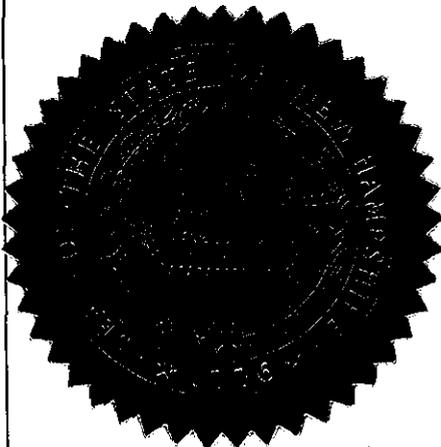
**Articles of Incorporation
and
Certificate of Authority**

State of New Hampshire

OFFICE OF SECRETARY OF STATE



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



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

Robert P. Ambrose

Deputy Secretary of State

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

Form No. 11
 RSA 293-A:2.02

FILED

AUG 02 1999

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

ARTICLES OF INCORPORATION

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

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

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

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

C T CORPORATION SYSTEM

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

9 Capitol Street, Concord, New Hampshire 03301

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

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

Telecommunications

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

FILED

STATE OF NEW HAMPSHIRE

OCT 20 1999

ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF

WILLIAM M. GARDNER
NEW HAMPSHIRE
SECRETARY OF STATE

INNOVATIVE ENHANCED COMMUNICATION SERVICES, INC.

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

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

SECOND: The FIRST article is amended to read:

The name of the corporation is eGCS, Inc.

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

N/A

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

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

Dated Oct 15, 1999

Innovative Enhanced Communication Services, Inc.

By: Philip A. Wilkinson
Philip A. Wilkinson
Chief Executive Officer

ON SEP 28 1999
RECORDED
INDEXED

STATE OF NEW HAMPSHIRE

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

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

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

SECOND: The FIRST article is amended to read:

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

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

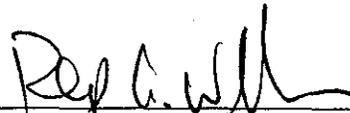
N/A

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

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

Dated Nov 22, 1999

eGCS, Inc.

By: 

Philip A. Wilkinson
Chief Executive Officer



OFFICE OF THE SECRETARY OF STATE

JESSE WHITE • Secretary of State

DECEMBER 9, 1999

6075-123-4

C T CORPORATION SYSTEM
600 S 2ND ST
SPRINGFIELD IL 62704

RE ENHANCED GLOBAL CONVERGENCE SERVICES, INC.

DEAR SIR OR MADAM:

ENCLOSED YOU WILL FIND THE AMENDED CERTIFICATE OF AUTHORITY FOR THE ABOVE CORPORATION.

FEES IN THIS CONNECTION HAVE BEEN RECEIVED AND CREDITED.

THIS CERTIFICATE MUST BE RECORDED IN THE OFFICE OF THE RECORDER OF THE COUNTY IN WHICH THE REGISTERED OFFICE OF THE CORPORATION IS LOCATED.

SINCERELY YOURS,

Jesse White

JESSE WHITE
SECRETARY OF STATE

DEPARTMENT OF BUSINESS SERVICES
CORPORATION DIVISION
TELEPHONE (217) 782-6961

JW:CD

09169573

9665/D116 07 001 Page 1 of 2

1999-12-16 11:59:07

Cook County Recorder

23.00

File Number 6075-123-4



State of Illinois Office of The Secretary of State

203-10

Whereas,

APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY OF ENHANCED GLOBAL CONVERGENCE SERVICES, INC, INCORPORATED UNDER THE LAWS OF THE STATE OF NEW HAMPSHIRE HAS 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.

Now Therefore, I, Jesse White, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.

In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, at the City of Springfield, this 9TH day of DECEMBER A.D. 1999 and of the Independence of the United States the two hundred and 24TH



Jesse White

Secretary of State

C-212.3

BOX 170



OFFICE OF THE SECRETARY OF STATE

JESSE WHITE • Secretary of State

DECEMBER 9, 1999

6075-123-4

C T CORPORATION SYSTEM
600 SOUTH 2ND ST
SPRINGFIELD IL 62704

RE ENHANCED GLOBAL CONVERGENCE SERVICES, INC.

DEAR SIR OR MADAM:

APPLICATION TO ADOPT AN ASSUMED NAME HAS BEEN PLACED ON FILE AND THE CORPORATION CREDITED WITH THE REQUIRED FEE.

THE DUPLICATE COPY IS ENCLOSED.

SINCERELY,

Jesse White

JESSE WHITE
SECRETARY OF STATE
DEPARTMENT OF BUSINESS SERVICES
CORPORATION DIVISION
TELEPHONE (217) 782-6961

JW:CD

**APPLICATION TO ADOPT,
CHANGE OR CANCEL,
AN ASSUMED CORPORATE NAME**

File# 6075-123-4

Jesse White
Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 782-9520
http://www.sos.state.il.us

FILED

DEC 09 1999

JESSE WHITE
SECRETARY OF STATE

SUBMIT IN DUPLICATE

This space for use by
Secretary of State

Date 12-9-99

Filing Fee \$47.50

Approved: [Signature]

Remit payment in check or money
order, payable to "Secretary of State".

1. CORPORATE NAME: Enhanced Global Convergence Services, Inc.

2. State or Country of Incorporation: New Hampshire

3. Date incorporated (if an Illinois corporation) or date authorized to transact business in Illinois (if a foreign corporation): November 4, 1999
(Month & Day) (Year)

(Complete No. 4 and No. 5 if adopting or changing an assumed corporate name.)

4. The corporation intends to adopt and to transact business under the assumed corporate name of:
eGCS

5. The right to use the assumed corporate name shall be effective from the date this application is filed by the Secretary of State until November 1, 2000, the first day of the corporation's anniversary month in the next year which is evenly divisible by five.
(Month & Day) (Year)

(Complete No. 6 if changing or cancelling an assumed corporate name.)

6. The corporation intends to cease transacting business under the assumed corporate name of:

7. The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true.

Enhanced Global Convergence Services, Inc.

Dated Dec. 3, 1999
(Month & Day) (Year)

(Exact Name of Corporation)

attested by [Signature]
(Signature of Secretary or Assistant Secretary)

by Robert J. Healea
(Signature of President or Vice President)

D. Wayne Skelton
(Type or Print Name and Title)

Robert J. Healea
(Type or Print Name and Title)

NOTE: The filing fee to adopt an assumed corporate name is \$20 plus \$2.50 for each month or part thereof between the date of filing this application and the date upon which the corporation may renew its use.

The fee for cancelling an assumed corporate name is \$5.00.

C-148.11 The fee to change an assumed name is \$25.

EXPEDITED

DEC 9 1999

SECRETARY OF STATE

Jurisdictions in Which Service is Being Offered

Applicant has applied or plans to apply for authorization to provide service in the following jurisdictions:

Arkansas
California
Connecticut
Illinois
Indiana
Kansas
Michigan
Missouri
New Hampshire
New Jersey
Nevada
Ohio
Oklahoma
Texas
Wisconsin
FCC

Location of Books and Records
Request for Waiver of 83 Ill. Admin Code Part 250

Applicant requests that Commission allow Applicant to keep its books and records in its corporate offices located at:

45 High Street
Nashua, NH 03060

Evidence of Resources and Ability to Provide Service

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

Applicant's key personnel are as follows:

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

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

List of Officers

Philip Wilkinson, Chief Executive Officer

Office Address: Enhanced Global Convergence Services, 45 High Street, Nashua, NH 03060

Joseph D. Fail, President

Office Address: Enhanced Global Convergence Services, Post Office Box 925, Bay Springs, MS 39422

Walter J. Franks, Jr., Vice President,

Office Address: Enhanced Global Convergence Services, c/o Telephone Electronics Corporation, 236 East Capitol Street, Jackson, MS 39201

Robert J. Healea, Vice President

Office Address: Enhanced Global Convergence Services, c/o Telephone Electronics Corporation, 236 East Capitol Street, Jackson, MS 39201

Cloyce C. Clark, Jr. Vice President

Office Address: Enhanced Global Convergence Services, c/o TECNet, Inc., 3016 Lincoln Court, Garland, TX 75041

D. Wayne Skelton, Secretary/Treasurer

Office Address: Enhanced Global Convergence Services, c/o Telephone Electronics Corporation, 236 East Capitol Street, Jackson, MS 39201

**Telecommunications Service Companies in Which any
Officer of Applicant has an Ownership or Other Interest**

Americall
ATI
Bay Springs Long Distance, Inc.
Circle International
CommuniGroup of Kansas City
Micro Signals Group
NTS Communications, Inc.
Promotel
Protel S.A.
Switch Services (SSI)
Texco
WJM Partnership

Attachment H

Financial Statements

Enhanced Global Convergence Services, Inc.

A wholly owned subsidiary of TechNet, Inc.

Balance Sheets (Unaudited)

October 31, 1999

Balance

10/31/99

Balance

12/31/98

Assets**Current Assets**

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

Noncurrent Assets

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

Property, Plant and Equipment

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

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

Enhanced Global Convergence Services, Inc.

A wholly owned subsidiary of TecNet, Inc.

Balance Sheets (Unaudited)

October 31, 1999

Balance

10/31/99

Balance

12/31/98

Liabilities and Equity**Current Liabilities**

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

Long-term Obligations

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

Noncurrent Liabilities and Deferred Credits

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

Redeemable Preferred Stock

		-		-
--	--	---	--	---

Stockholders' Equity

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

Total Liabilities and Equity

	\$	19,631,555	\$	-
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Enhanced Global Convergence Services, Inc.	Year	Year
A wholly owned subsidiary of TecNet, Inc.	To Date	To Date
Statements of Income (Unaudited)	10/31/99	10/31/98
For the period ended October 31, 1999		

Income - Nonregulated Operations

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

Enhanced Global Convergence Services, Inc.	Year	Year
A wholly owned subsidiary of TecNet, Inc.	To Date	To Date
Statements of Retained Earnings (Unaudited)	10/31/99	10/31/98
For the period ended October 31, 1999		

Retained Earnings

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