

OFFICIAL FILE
ILLINOIS COMMERCE COMMISSION

(File Original and 3 copies)

Docket No.

ORIGINAL

ICC Office Use Only

NationNet Communications Corporation :
Application for a certificate of local authority :
to operate as a facilities based carrier :
of telecommunications service, :
within the State of Illinois. :

00-0452

COMMUNICATIONS COMMISSION
JAN 22 10 42 AM '00
COMMUNICATIONS OFFICE

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

GENERAL

1. Applicant's Name(including d/b/a, if any)

EIN # 64-0906943

NationNet Communications Corporation

Address: Street 4536 Whitehaven Drive

City Jackson State/Zip Mississippi 39204

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- 103 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?

The entire 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.

(File Original and 3 copies)

Docket No.

6. Please check type of organization?

Individual Partnership Corporation

Date corporation was formed 08/28/99

Other (Specify)

In what state? Mississippi

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

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

Mississippi

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.

13. List officers of Applicant.

Ralph Monroe Ken Downey

(File Original and 3 copies)

Docket No.

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. _____

15. How will Applicant bill for its service(s)? Directly

16. How does Applicant propose to handle service, billing, and repair complaints? The Applicant will utilize an 800 number for the customers to call and the Customer Service Dept. will handle all these issues and billing service and repair will all be computerized.

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?

601-853-2634 and 800-650-5750

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

Written Letter of Agency, Welcome letter and third party verification of the order.

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.

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?

Ameritech of Illinois, Illinois Bell For LEC Services Qwest - For IXC Services

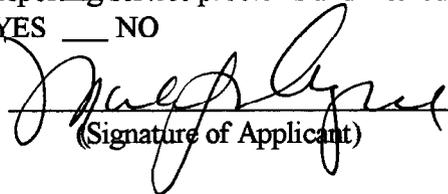
24. Please describe the nature of service to be provided (e.g., operator services, internet, debit cards, long distance service, local service).

1+ equal access and 800 services, calling card, debit card, operator services, and local services.

1+ and 800 services to use FGD circuits. The operator services to be utilized are those from Qwest in an unbundled arrangement. The local services will also be used in an unbundled arrangement.

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. 34-0442 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 or emergency assistance, payphone owner's name, method of reporting service problems and method of receiving credit for faulty calls? YES NO


(Signature of Applicant)

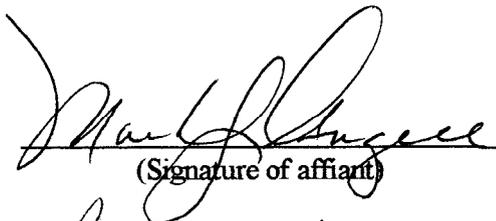
VERIFICATION

This application shall be verified under oath.

State of Texas)
) ss
County of Tarrant)

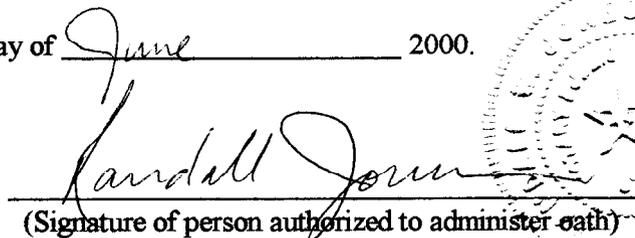
Mark J. Angell makes oath and says that he is the regulatory person of NationNet Communications Corporation.

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/ Randall Jones
(Title of person authorized to administer oaths)

in the State and County above named, this 21st day of June 2000.


(Signature of person authorized to administer oath)



Authorities To Conduct Business

4

File Number 6097-378-4

2000R12714

04-06-2000 11:06 AM

SANGAMON COUNTY
ILLINOIS

15.00
4 PATTY

MARY ANN LAMM
SANGAMON COUNTY RECORDER

State of Illinois Office of The Secretary of State

Whereas, APPLICATION FOR CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS IN THIS STATE OF NATIONNET COMMUNICATIONS CORPORATION INCORPORATED UNDER THE LAWS OF THE STATE OF MISSISSIPPI 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 28TH day of MARCH A.D. 2000 and of the Independence of the United States the two hundred and 24TH .



Jesse White

Secretary of State

000271

Form **BCA-13.15**

(Rev. Jan. 1999)

APPLICATION FOR CERTIFICATE OF AUTHORITY TO TRANACT BUSINESS IN ILLINOIS

SUBMIT IN DUPLICATE!

Jesse White, Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 782-1834
http://www.sos.state.il.us

This space for use by Secretary of State

FILED

MAR 28 2000

JESSE WHITE
SECRETARY OF STATE

This space for use by Secretary of State

Date 03/29/00
License Fee \$
Franchise Tax \$ 25.00
Filing Fee \$ 75.00
Penalties \$
Approved: JRL 7/10/00

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. (a) CORPORATE NAME: NationNet Communications Corporation

(Complete item 1 (b) only if the corporate name is not available in this state.)

(b) ASSUMED CORPORATE NAME: _____

(By electing this assumed name, the corporation hereby agrees NOT to use its corporate name in the transaction of business in Illinois. Form BCA 4.15 is attached.)

2. (a) State or Country of Incorporation: Mississippi

(b) Date of Incorporation: 8-28-98

(c) Period of Duration: Perpetual

3. (a) Address of the principal office, wherever located:

(b) Address of principal office in Illinois:
(If none, so state)

1722 Everett Avenue

None

Jackson, MS 39204

None

4. Name and address of the registered agent and registered office in Illinois.

Registered Agent

Illinois Corporation Service Company

First Name

Middle Name

Last Name

Registered Office

700 South Second Street

Number

Street

Suite #

Springfield

62704

Sangamon

City

Zip Code

County

5. States and countries in which it is admitted or qualified to transact business: (Include state of incorporation)

MS

6. Names and residential addresses of officers and directors:

Name	No. & Street	City	State	ZIP
President				
Secretary				
Director				
Director	<u>See attached officers/directors rider</u>			
Director				

If more than 3, attach list

000272

7. Purpose or purposes proposed to be pursued in transacting business in this state:
(If not sufficient space to cover this point, add one or more sheets of this size.)

Market telecommunications services to business and residential customers.

8. Authorized and issued shares:

Table with 5 columns: Class, Series, Par Value, Number of Shares Authorized, Number of Shares Issued. Row 1: Common, -0-, 1000, 1000.

9. Paid-in Capital: \$ 50,000
("Paid-in Capital" replaces the terms Stated Capital & Paid-in Surplus and is equal to the total of these accounts.)

- 10. (a) Give an estimate of the total value of all the property* of the corporation for the following year: \$ 150,000 -
(b) Give an estimate of the total value of all the property* of the corporation for the following year that will be located in Illinois: \$ 0
(c) State the estimated total business of the corporation to be transacted by it everywhere for the following year: \$ 3,500,000 -
(d) State the estimated annual business of the corporation to be transacted by it at or from places of business in the State of Illinois: \$ 180,000

11. Interrogatories: (Important - this section must be completed.)

NationNet Communications Corp., 1722 EVERETT AVE, JACKSON, MS

- (a) Office or offices to which all contracts with the corporation are forwarded for final acceptance: 39204
(b) Number of shares of all classes owned by residents of Illinois: 0
(c) Number of shares of all classes owned by non-residents of Illinois: 1,000
(d) Is the corporation transacting business in this state at this time? No
(e) If the answer to item 11(d) is yes, state the exact date on which it commenced to transact business in Illinois: 7/12

12. This application is accompanied by a certified copy of the articles of incorporation, as amended, duly authenticated, within the last ninety (90) days, by the proper officer of the state or country wherein the corporation is incorporated.

13. 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. (All signatures must be in BLACK INK.)

Dated MARCH 15 2000 NationNet Communications Corporation
attested by Kenneth S Downney (Signature of Secretary or Assistant Secretary)
Secretary
Ralph Monroe (Signature of President or Vice President)
by Ralph Monroe, President
(Type or Print Name and Title)

* PROPERTY as used in this application shall apply to all property of the corporation, real, personal, tangible, intangible, or mixed without qualifications.

** When the response to #11(a) list ONLY an Illinois address, then the total business as reflected in #10(c) is also considered to be Illinois business for the purpose of computing the Illinois allocation factor. By signing this application, the corporation affirms that it is aware that the amount of paid-in capital, and consequently the amount of license fees and franchise taxes, may be proportionately higher due to the Illinois address shown under #11(a).

F0001 - Page 1 of 2

OFFICE OF THE MISSISSIPPI SECRETARY OF STATE

P.O. BOX 136, JACKSON, MS 39205-0136 (601) 359-1333

Articles of Incorporation



The undersigned, pursuant to Section 79-4-2.02 (if a profit corporation) or Section 79-11-137 (if a nonprofit corporation) of the Mississippi Code of 1972, hereby executes the following document and sets forth:

1. Type of Corporation

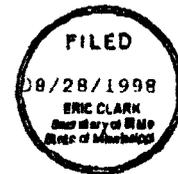
Profit (checked) Nonprofit

2. Name of the Corporation

NATIONNet Communications Corporation

3. The future effective date is (Complete if applicable)

[Empty box]



4. FOR NONPROFITS ONLY: The period of duration is [] years or [] perpetual

5. FOR PROFITS ONLY: The Number (and Classes) if any of shares the corporation is authorized to issue is (are) as follows

Table with columns: Classes, # of Shares Authorized, and If more than one (1) class of shares is authorized, the preferences, limitations, and relative rights of each class are as follows: (See Attached)

6. Name and Street Address of the Registered Agent and Registered Office is

Name: Will R. SHIRLEY, SD. Physical Address: 1722 Everett Ave, JACKSON, MS. P.O. Box: 1922 City, State, ZIP5, ZIP4: JACKSON MS 39215-1922

7. The name and complete address of each incorporator are as follows

Name: RALEIGH MONROE Street: 587 Anderson ST

F0001 - Page 2 of 2

OFFICE OF THE MISSISSIPPI SECRETARY OF STATE
P.O. BOX 136, JACKSON, MS 39205-0136 (601) 359-1333
Articles of Incorporation



⇨ City, State, ZIP5, ZIP4

⇨ Name

⇨ Street

⇨ City, State, ZIP5, ZIP4

⇨ Name

⇨ Street

⇨ City, State, ZIP5, ZIP4

⇨ Name

⇨ Street

⇨ City, State, ZIP5, ZIP4

⇨ 8. Other Provisions See Attached

9. Incorporators' Signatures (please keep writing within blocks)

--	--

<input type="text"/>	<input type="text"/>
----------------------	----------------------

State of Mississippi

Secretary of State's Office

Eric Clark

Secretary of State
Jackson, Mississippi

CERTIFICATE OF EXISTENCE/AUTHORITY

I, ERIC CLARK, Secretary of State of the State of Mississippi, and as such, the legal custodian of the corporate records, required by the laws of Mississippi, to be filed in my office, do hereby certify:

That on August 28, 1998 the state of Mississippi issued a Charter/Certificate of Authority to:

NATIONNET COMMUNICATIONS CORPORATION

That the state of incorporation is MISSISSIPPI.

That the period of duration is Perpetual.

That according to the records of this office, Articles of Dissolution or a Certificate of Withdrawal have not been filed.

That according to the records of this office, a current Annual Report has been delivered to the Office of the Secretary of State.

I further certify that all fees, taxes and penalties owed to this state, as reflected in the records of the Secretary of State, have been paid and that the corporation is in existence or has authority to transact business in Mississippi.



Given under my hand
and seal of office
April 19, 2000

Eric Clark

ERIC CLARK,
Secretary of State

Managerial and Technical Qualifications

Managerial Qualifications

Ralph Monroe - President - CEO

Mr Monroe is the primary owner of Nationnet Communications Corporation, a telecommunications firm that is offering a range of telecommunications technology and communications solutions to small and medium size businesses since 1998. Prior to 1998 Mr. Monroe managed or operated several telecommunications firms since 1991 that resold telecommunications services or acted as an agent for Long Distance Providers. Prior to 1991 Mr. Monroe was an investment banker since graduating from Jackson State University in 1976.

Ken E. Downey - Secretary & CFO

Mr. Downey has been a Certified Public Accountant (CPA) for over fifty years and has been involved in telecommunications accounting since 1998 when he joined Mr. Monroe in establishing Nationnet Communications Corporation.

JAMES E. PEACOCK
3855 Blair Mill Road#203K
Horsham, Pennsylvania 19044
215-773-9710
Fax: 215-773-0563
e-mail: peacockj@prodigy.net

Objectives: Responsible, challenging position in management providing an opportunity to contribute and advance consistent with performance.

Qualifications: Over 31 years of proven accomplishments in sales, management, supervision and training; developing marketing and distribution plans; skilled communicator and motivator.

Personal attributes include dedication to a position... the ability to effect loyalty from customers, peers and subordinates, to build strong relationships... highly organized self-starter with ability to get things accomplished: result oriented... analytically inclined with problem-solving capability.

Professional Accomplishments:

- Through the implementation of innovative ideas and non-conventional practices, I grew Spartan Communications Corporation's from a start-up business into a company generating over \$12,500,000.00 annually in sales revenue and 15,000 customers less than two years.
- As Sales Manager of Digital Technologies, a computer product distributor, I increased sales revenue 24%, improved profit margin from 28.7% to 39.1% by upgrading the quality of the sales staff and reorganizing the product mix.
- As District Manager for General Electric's computer group I developed a sales presentation that was used by the computer division.
- As Vice President/General Manager of Muffco Industries a manufacturing company of automotive after market products I developed and structured the sales organization and built a seven state distribution network.

Work Experience

Spartan Communications Corporation, Camden, NJ Chief Executive Officer, 1996 - 2000

As Chief Operating Officer of a telecommunications company, I was responsible for all aspects of the business. Which included human resources, compensation planning, state certifications, sales management, sales training, customer care management, accounting, forecasting, cash management, bank relations, infrastructure development, new technology applications, Y2K compliance, outsourcing services, customer retention, contract negotiations, advertising, and public relations.

Freedom Mortgage Corporation, Mt. Laurel, NJ

Sr. Loan Officer, 1995 - 1996

Responsible for retail conforming and non-conforming 1st and 2nd mortgage lending origination. I maintained a \$3 million dollar per month pipeline of business.

Digital Technologies, Blue Bell, PA

Sales Manager, 1991 - 1995

Responsible for the sale of Information Management Systems software products, profit and loss, recruiting, training and supervision of sales staff.

General Electric, Irvine, CA

District Manager, 1990 - 1991

Responsible for the sales of Finance and Insurance Computer systems in a five (5) state geographic area; negotiated at corporate level.

Automated Data Processing, Florence, KY

District Manager, 1985 - 1990

Responsible for the sales of McDonald Douglas Mini Computer Systems and eight software products to automotive dealers and managed an existing client base covering Eastern Pennsylvania.

Honeywell, Inc., Fort Washington, PA

Sr. Service Sales Representative, 1985 - 1985

Responsible for the sales of contract services on process control equipment in Eastern Pennsylvania and Southern New Jersey.

Muffco Industries, Elyria, OH

Vice President, 1982 - 1985

Responsible for planning, coordinating and controlling the daily operation of the sales and marketing organization through the managers. Established current and long-range sales goals, objectives, plans and policies subject to approval by the president. Accountable for operating results of the sales organization, comparing them to established objectives, and taking steps to ensure that appropriate measures were taken to correct unsatisfactory results.

Honeywell, Inc., Cleveland, OH

National Account Manager, 1972 - 1982

Responsible for selling maintenance services on process control equipment and managing a five state sales territory. Entry level to customer was divisional vice president. In 1975 I was 257% of quota, one of five salesman, out of a sales force of 200 nominated to the President's Club.

Education: University of Arkansas at Pine Bluff, AR

Completed courses in mathematics

Cuyahago Community College at Cleveland, OH

Completed Courses in Real Estate

BERNARD PEACOCK

OBJECTIVE

To acquire a responsible, goal oriented management position with a small to medium sized company in which advancement is performance driven

SUMMARY OF QUALIFICATIONS

Eight years of sales experience in a goal driven retail environment as a salesman as well as management.

Personally, a goal oriented, result driven, self starter with the ability to think analytically

PROFESSIONAL EXPERIENCE

1997 - present **Spartan Communications** Camden, NJ

Vice President of Retail Sales/Owner

- Responsible for cultivating relationships with retail vendors
- Established a network of 3,500 agents in five states used to accept payments as well as applications
- Sales from inception to March 99 doubled sales every ninety days

1996 - 1997 **Homegold** Indianapolis, IN

Retail Origination Representative

- Responsible for the cultivation and origination of conforming and non-conforming mortgage products in a 10 state region
- Member of home based sales team

1993 - 1996 **Freedom Mortgage** Mt. Laurel, NJ

Sales Team Manager

- Responsible for the training, supervision, and production of a four person sales team
- Top sales team in originations and sales for 95 and 96
- Developed and implemented marketing plan for high risk mortgage division (budget of \$30,000 monthly)

1991 - 1993 **Homefood Systems** Woodbury, NJ

Asst. Sales Manager

- Responsible for the training of new sales personnel
- Increased sales production of Woodbury office by 15%
- One of only three sales managers in the company with cross product training

EDUCATION

1987 - 1990 Hampton University Hampton, VA
Major - Finance Minor - Computer Science

Financial Statements

NATIONNET COMMUNICATIONS CORPORATION
1722 Everett Avenue
Jackson, MS 39204-2411
Feb 29, 2000

Balance Sheet

Assets

Current Assets:

Cash in Bank TMK 39403.19
Demand Notes Receivable 300000.00

Total Current Assets 339403.19

Fixed Assets:

Furniture & Fixtures 10227.83
Equipment 14562.36
Start Up Cost 33097.04
Organization Expense 50.00

Net Property & Equipment 57937.23

397340.42

Liabilities & Equity

Current Liabilities:

Notes Payable R. M. 36340.42
Notes Payable K.E.D 60000.00

Total Current Liabilities 96340.42

Stockholders Equity:

Common Stock 1000.00
Paid in Surplus 300000.00

Total Stockholders Equity 301000.00

Total Liabilities & Equity 397340.42

C:\WP80\FILE\NATNET.B51

Kenneth E Downey
5/24/2000