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October 9, 2000

VIA OVERNIGHT DELIVERY

Mr. Don Mills
Executive Director
Kentucky Public Service Commission
211 Sower Boulevard
Frankfort, Kentucky 40601
(501) 564-3940

05156600-0510
22251566-0505
9500

RECEIVED
OCT 11 2000
PUBLIC SERVICE
COMMISSION

Re: Vision Prepaid Services, Inc.

Dear Mr. Mills:

Enclosed please find for filing one original and eleven (11) copies of Vision Prepaid Services, Inc.'s Filing Requirements to Operate as a Reseller of Interexchange and Local Exchange Telecommunications Services within the Commonwealth of Kentucky.

- (1) Vision Prepaid Services, Inc., respectfully requests approval from the Kentucky Public Service Commission in accordance with 807 KAR 5:001, Section 8, KRS 278.030(2), KRS 278.160, and KRS 278.512, for authority to operate as a reseller of interexchange and local exchange telecommunications services. The name and address of the company are as follows: Vision Prepaid Services, Inc., 1101 Gulf Breeze Parkway, Suite 109, Gulf Breeze, Florida 32561.
- (2) The name, address, telephone number and fax number of the responsible contact for complaints and regulatory issues is Keith English, President, Vision Prepaid Services, Inc., 1101 Gulf Breeze Parkway, Suite 109, Gulf Breeze, Florida 32561, (850) 934-6444 (Phone), (850) 934-6222 (Fax).
- (3) Copies of Vision Prepaid Services, Inc.'s articles of incorporation and certificate of authority from the Secretary of State are attached hereto as Exhibit A.

Mr. Don Mills
Executive Director
Kentucky Public Service Commission
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- (4) The names and qualifications of operating personnel and any other evidence to show Applicant has financial, technical, and managerial abilities to provide adequate, reasonable, and efficient service: Attached hereto as Exhibit B are biographies for key management personnel of Vision Prepaid Services, Inc., that demonstrate the technical and managerial abilities to provide adequate, reasonable, and efficient service.
- (5) Attached hereto as Exhibit C is a Proposed interexchange and local exchange Tariff for Vision Prepaid Services, Inc.
- (6) Interconnection / Resale Agreement. Vision Prepaid Services, Inc. f/k/a Southern Telemanagement Group, Inc., has entered into Resale Agreements with BellSouth in Kentucky.
- (7) A notarized statement by Keith English, President for Vision Prepaid Services, Inc., regarding intrastate service is attached hereto as Exhibit D.
- (8) Vision Prepaid Services, Inc., intends to provide interexchange and local exchange telecommunications services to business and residential telecommunication customers.
- (9) Vision Prepaid Services, Inc. will provide telecommunications services utilizing unbundled network elements purchased from the incumbent local exchange carriers and its own facilities. Vision Prepaid Services, Inc. will also provide interexchange and local exchange telecommunications services on a resale basis.
- (10) Vision Prepaid Services, Inc., will comply with the monitoring requirements of the Kentucky Administrative Code 355.

Mr. Don Mills
Executive Director
Kentucky Public Service Commission
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- (11) Vision Prepaid Services, Inc. does not seek to provide operator assisted services to traffic aggregators as defined in Adm. Case No. 330

I have also enclosed an extra copy of this letter to be date-stamped and returned to me in the enclosed preaddressed, postage-prepaid envelope.

If you have any questions or if I may provide you with additional information, please do not hesitate to contact me. Thank you.

Respectfully submitted,



Lance J.M. Steinhart
Attorney for Vision Prepaid Services, Inc.

Enclosures
cc: Keith English

EXHIBIT A

Copy of the Articles of Incorporation and Certificate of Authority from Kentucky Secretary of State
for Vision Prepaid Services, Inc.

State of Florida



Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation, as amended to date, of VISION PREPAID SERVICES, INC., a corporation organized under the laws of the State of Florida, as shown by the records of this office.

The document number of this corporation is P96000029178.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capitol, this the
Twelfth day of September, 2000



CR2EO22 (1-99)

Katherine Harris

Katherine Harris
Secretary of State

ARTICLES OF INCORPORATION
of
SOUTHERN TELEMAGEMENT GROUP, INC

FILED

96 MAR 28 PM 4:13

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporators of a corporation pursuant to Chapter 607, Florida Statutes (Florida Business Corporation Act), hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation shall be:

SOUTHERN TELEMAGEMENT GROUP, INC

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

45 Gulf Breeze Parkway, Suite A
Gulf Breeze, Florida 32561

ARTICLE III - SHARES

The numbers of shares of stock that this corporation is authorized to have outstanding at any one time is:

7,500 shares of Common stock at a Par Value of \$1.00

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Frank Brown
45 Gulf Breeze Parkway, Suite A
Gulf Breeze, Florida 32561

ARTICLE V - INCORPORATOR

The names and street addresses of the incorporator(s) to these Articles of Incorporation is(are):

Frank Brown
45 Gulf Breeze Parkway, Suite A
Gulf Breeze, Florida 32561

The undersigned incorporators have executed these Articles of Incorporation this 18th day of March 1996.

Signature Of Incorporator:



Typed Name Of Incorporator Signing: FRANK BROWN

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION
Registered Agent/Registered Office

Pursuant to the provisions of sections 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

SOUTHERN TELEMAGEMENT GROUP, TNC

2. The name and address of the registered agent and office is:

Frank Brown
45 Gulf Breeze Parkway, Suite A
Gulf Breeze, Florida 32561

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE:


FRANK BROWN

DATE: MARCH 18, 1996

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
OF
SOUTHERN TELEMAGEMENT GROUP, INC.**

Pursuant to the provisions of §607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment adopted:

ARTICLE I - NAME

The name of the corporation shall be:

Vision Prepaid Services, Inc.

SECOND: Date of Adoption

The Amendment was adopted on the 19 day of July, 2000.

THIRD: Adoption of Amendment

The amendment was approved by the sole shareholder and director by signing an Action by Written Consent of the Shareholders and Board of Directors in Lieu of a Special Meeting.

Signed this the 18~~th~~ day of July, 2000.

In Witness Whereof, we hereby set our hands and seals this 18~~th~~ day of July, 2000.

By: Frank A. Brown
Frank Brown, President

00 JUL 19 AM 9:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

COMMONWEALTH OF KENTUCKY
JOHN Y. BROWN III
SECRETARY OF STATE

0503167.09



John Y. Brown III
Secretary of State
Received and Filed
10/05/2000 09:27 AM
Fee Receipt: \$90.00

APPLICATION FOR CERTIFICATE OF AUTHORITY

Pursuant to the provisions of KRS Chapter 271B, 273 or 274, the undersigned hereby applies for authority to transact business in Kentucky on behalf of the corporation named below and for that purpose submits the following statements:

1. The corporation is a business corporation (KRS 271B). a nonprofit corporation (KRS 273).
 a professional service corporation (KRS 274).

2. The name of the corporation is
VISION PREPAID SERVICES, INC.

3. The name of the corporation to be used in Kentucky is

(If "real name" is unavailable for use)
4. Florida is the state or country under whose law the corporation is incorporated.

5. 3/28/96 is the date of incorporation and the period of duration is Perpetual

6. The street address of the corporation's principal office is
1101 Gulf Breeze Pkwy., Ste. 109, Gulf Breeze, FL 32561

7. The street address of the corporation's registered office in Kentucky is
828 Lane Allen Road, Ste. F4, Lexington, KY 40504

and the name of the registered agent at that office is
TCS Corporate Services, Inc.

8. The names and usual business addresses of the corporation's current officers and directors are as follows:
President See Attached
Vice President _____
Secretary _____
Treasurer _____
Directors _____

(Attach a continuation sheet, if necessary)

9. If a professional service corporation, all the individual shareholders, not less than one half of the directors, and all of the officers other than the secretary and treasurer are licensed in one or more states or territories of the United States or District of Columbia to render a professional service described in the statement of purposes of the corporation.

10. A certificate of existence duly authenticated by the Secretary of State accompanies this application.

11. This application will be effective upon filing, unless a delayed effective date and/or time is specified: _____
(Delayed effective date and/or time)

[Signature]
Signature
Keith English President
Type or Print Name & Title

Date: 10/3/00, 19__

TCS Corporate Services, Inc.
Type or print name of registered agent

consent to serve as the registered agent on behalf of the corporation.
[Signature]
Signature of Registered Agent
Ernest Ellis, Vice President
Type or Print Name & Title

**LIST OF OFFICERS AND DIRECTORS OF
VISION PREPAID SERVICES, INC. F/K/A SOUTHERN
TELEMANAGEMENT GROUP, INC.**

Officers:

Frank Brown
Keith English

Chief Executive Officer
President

Directors:

The above listed Officers & Directors can be reached at the following business address:
1101 Gulf Breeze Parkway, Suite 109, Gulf Breeze, Florida 32561.

EXHIBIT B

Biographies for Key Management Personnel of Vision Prepaid Services, Inc.

9545 Scott Dally Loop Road South
 Mobile, AL 36695
 Work 334.602.6373
 Home 334.833.3300

DUNN, BYRON J.

Summary of qualifications

- Trainer on BellSouth LAN, Internet, Intranet, and desktop platform, including all commercial and proprietary applications. Have trained employees on Windows 95, Microsoft Office (Word, Excel, Power Point, and Access), Lotus SmartSuite (1-2-3, AmiPro, Freelance, and Approach), and Netscape.
- Accomplished public speaker, instructor, and presenter.
- Novel, Win95/3.x, TCP/IP LAN/WAN maintenance and end user support.
- Highly experienced and trained in all aspects of voice, video, and data communications. Twenty-four years experience in telecommunications.
- Proficient in Wide Area Network design and configuration, including transport, hardware, protocols, and network optimization.
- Highly experienced in Internet and intranet applications, connectivity, protocols, firewalls, proxy services, and software. Limited HTML programming experience.
- Extremely knowledgeable on Frame Relay, SMDS, ISDN (BRI & PRI), Sonet, and older voice and data network and transport technologies.
- Experienced Project Manager.
- Microsoft Access and Lotus Approach database application development experience.

Education

1993 - 1995 University of Mobile Mobile, AL

Bachelor of Science

- Major - Organizational Management

Professional experience

1995 - Present BellSouth Business Systems Mobile, AL

Senior Systems Designer

- See Summary of Qualifications above.

1994 - 1995 BellSouth Mobile, AL

Project Manager

- Total responsibility for customer satisfaction on communications services implementation and installation.
- Project definition and planning.
- Managed and scheduled necessary resources for project completion.

1993 - 1994 BellSouth Mobile, AL

Customer Premise Equipment Sales Specialist

- Voice PBX, hardware and maintenance design and sales to major customers.

DUNN, BYRON J. PAGE 2

Professional experience (continued)	<p>1989 - 1994 BellSouth Mobile, AL Systems Designer, CSR <ul style="list-style-type: none"> ■ Similar to present experience. </p> <p>1985 - 1989 BellSouth Advanced Systems Mobile, AL Systems Designer, CSR <ul style="list-style-type: none"> ■ Voice PBX design, programming, implementation, and end-user training. ■ Project Management and Sales Support ■ Branch Office Management </p> <p>1974 - 1985 South Central Bell & ATT Mobile, AL Communications Systems Rep, Account Executive, Communications Consultant <ul style="list-style-type: none"> ■ Voice and data network, including local and long distance, sales and sales support. </p>
Additional professional activities	<p>Chairman of Mobile County Schools Technology Committee, New Product Development Task Force Member, Local onsite LAN coordinator, GulfSouth Customer Database developer, BellSouth Television Network onsite support, New Product and Technology Trainer</p>
Community activities	<p>Net Day Volunteer, Board of Directors - Alabama Community Access Network</p>
Volunteer experience	<p>Mobile Area Free-Net, All Phases of Net Day Mobile, Job Shadow Program</p>
Awards received	<p>BellSouth "Best of the Best", Achievers Club, 1996 Leaders Award</p>

Steven C. Rockwell, Ph.D.
806 Nassau Drive
Mobile, AL 36608
(334) 344-8310 (H)
(334) 809-1675 (W)
srockwell@cet1.acet.net

EDUCATION

August 1989 to May 1993: University of Alabama, Tuscaloosa, Ph.D. in Mass Communication. Major Area: Theory, Processes, and Effects. Cognate: New Communication Technologies.

August 1987 to May 1989: University of Alabama, Tuscaloosa, Master of Arts in Telecommunication and Film.

September 1980 to May 1985: University of South Alabama, Mobile, Bachelor of Arts. Major: English, Minor: History.

WORK AND PROFESSIONAL EXPERIENCE

June 1995 to present: Director, The Center for Telecommunications Technology, University of Alabama, Brewton, AL. Responsible for all facets of operation of this state funded center designed to increase the integration and utilization of telecommunications technology throughout the state.

November 1993 to present: President, Bay Area Multimedia. Designed and produced informational kiosks. Provided computer, multimedia, and telecommunications consultation services for various clients.

September 1993 to June 1995: Assistant Professor, University of South Alabama. Taught courses in new communication technologies, television production, media theory, and media effects. Supervised directed research projects and served on a number of graduate and thesis committees. Continued active research program investigating factors influencing user involvement with new communication technologies.

August 1992 to August 1993: Research Fellow, Institute for Communication Research. Managed day-to-day operations of the Institute. Conducted and supervised various research and technical endeavors including data acquisition, data analysis, and writing, resulting in several publications. Purchased, evaluated, and implemented new hardware and software for the Institute for Communication Research. Designed, installed, and administered a local area computer network. Served as data acquisition and statistical analysis consultant for faculty and Ph.D. students. Assisted in the evaluation of several systems for distance learning via satellite.

February 1992 to August 1993: Multimedia Systems Designer. Primary duties included serving as design consultant and coordinator for an interactive multimedia mathematics course developed at the University of Alabama.

August 1992 to May 1993: Adjunct Instructor. MC 101, *Introduction to Mass Communication*, Spring, 1993. Served as co-instructor (with Jennings Bryant) of MC 550, *Mass Communications Research Methods*, Fall, 1992.

January 1989 to July 1992: BellSouth Foundation Telecommunications Research Assistant. Duties included: Conducting or supervising various research endeavors resulting in several publications; planning, purchasing, and overseeing installation of equipment for the Institute for Communication Research; and assisting in the evaluation of distance learning systems and programs. Also served as administrative assistant to the BellSouth Foundation for a conference, *Telecommunications: Connecting College Students to the Information Age* (Atlanta, GA, October 6-8, 1990).

August 1989 to December 1990: Graduate Teaching Assistant (GTA). Teacher of Record for BFC 339, *Broadcast News Operation* (one-half time).

August 1989 to December 1990: Graduate Research Assistant (GRA). Research Assistant for Dr. Dan Riffe. Duties included data analysis, library research, and writing for various research projects (one-half time).

August 1988 to May 1989: Graduate Teaching Assistant, University of Alabama. Lab instructor for *Introduction to Media Writing*. Duties included lecturing, evaluation, and record keeping. Responsible for 70% of student's grade in the class.

August 1987 to May 1988: Graduate Teaching Assistant (GTA), University of Alabama. Duties included student grading, record keeping, and lecturing. Courses assisted: (1) *Motion Picture History and Criticism*, (2) *Telecommunication Aesthetics*.

November 1986 to May 1987: Graphics operator, production assistant, and camera operator, WCFT-TV, Tuscaloosa, AL. Served as assistant producer for one daily newscast. Responsible for creating graphics for three daily newscasts. Operated studio camera and ENG camera on a regular basis .

October 1985 to May 1986: 9th-12th grade English instructor, Marietta B. Johnson School, Fairhope, AL. Duties included the daily instruction, evaluation, counseling, and record keeping of students enrolled in high school level English courses at the school.

PUBLICATIONS

Rockwell, S. C., & Bryant, J. (under review) Interactivity and enjoyment in a multimedia entertainment application for children.

Bryant, J., & Rockwell, S. C. (under review). Three experimental investigations of the effects of background media on studying, doing homework, and learning.

Scott, C., & Rockwell, S. C. (In Press). The effect of communication, writing, and technology apprehension on likelihood to use new communication technologies. *Communications Educator*, January, 1997.

Bryant J., Rockwell, S. C., & Owens J. W. (1994). "Buzzer beaters" and "barn burners:" The effects of watching the game go "down to the wire." *Journal of Sport and Social Issues* 18(4), 326-339.

Bryant, J., & Rockwell, S. C. (1994). Effects of massive exposure to sexually-oriented primetime television programming on adolescents' moral judgment. In D. Zillmann, J. Bryant, & A. Huston (Eds.), *Media, children, and family: Social scientific, clinical, and psychoanalytic perspectives*. Hillsdale, NJ: Lawrence Erlbaum Associates.

Zillmann, D., Rockwell, S., Schweitzer, K., & Sundar, S. (1993). Does humor enhance discomfort tolerance? *Motivation and Emotion* 17(1), pp. 1-21.

Bryant, J. & Rockwell, S.C. (1993). Remote control devices in television program selection: Experimental evidence. In J. Walker (Ed.), *The remote control device in the new age of television*. New York: Praeger.

Bryant, J., & Rockwell, S. C. (1991). Integrating reception and reaction processes: Emerging and evolving models. In J. Bryant & D. Zillmann (Eds.), *Responding to the screen: Reception and reaction processes* (pp. 217-226). Hillsdale, NJ: Lawrence Erlbaum Associates .

TECHNICAL REPORTS

- Bryant, J., Maxwell, M., Rockwell, S., Love, C., Shastri, V., Oppliger, P., & Pope, J. (1993). Violence in children's animated television programs: *Cro*, *Teenage Mutant Ninja Turtles*, and *The New Adventures of Winnie the Pooh*. Tuscaloosa, AL: Institute for Communication Research [46 pp.]
- Bryant, J., Rockwell, S., Maxwell, M., Love, C., Oppliger, P., & Shastri, V. (1993). Audience responses to *Cyberculture*. Tuscaloosa, AL: Institute for Communication Research [55 pp.]
- Bryant, J., Maxwell, M., Scott, L., Rockwell, S., & Love, C. (1990). *TI-IN United Star Network evaluation report 1989-1990: Vol. I: Introduction and overview*. Tuscaloosa, AL: Institute for Communication Research. [19 pp.]
- Bryant, J., Love, C., Maxwell, M., Rockwell, S., & Scott, L. (1990). *TI-IN United Star Network evaluation report 1989-1990: Vol. II: Technical reports: Site visits*. Tuscaloosa, AL: Institute for Communication Research. [177 pp.]
- Bryant, J., Copeland, G., Rockwell, S., Love, C., Maxwell, M., Owens, J., & Wood, C. (1990). *TI-IN United Star Network evaluation report 1989-1990: Vol. III: Technical reports: Normative data and questionnaire evaluation*. Tuscaloosa, AL: Institute for Communication Research. [103 pp.]
- Bryant, J., Rockwell, S., Gassmann, R., & Hyde, J. (1988). *A profile of telecommunications higher education in the Southeastern U.S.A*. Report presented to the Bellsouth Foundation. Tuscaloosa, AL: University of Alabama. [110 pp.]
- Bryant, J., Rockwell, S., Gassmann, R., & Hyde, J. (1988). *Communication curriculum analysis*. Report presented to Lawrence Erlbaum Associates, Inc., Publishers. Tuscaloosa, AL: The University of Alabama. [712 pp.]

CONFERENCE PRESENTATIONS

- Presentation on the uses of preference analysis systems to measure audience responses, presented to the 26th Annual ITVA International Conference, Anaheim, CA, June, 1994.
- Co-author with Jennings Bryant and John Owens of a paper entitled "'Buzzer Beaters' and 'Barn Burners': The effects on enjoyment of watching the game go 'Down to the Wire,'" presented to the 79th Annual Meeting of the Speech Communication Association, Miami Beach, FL, November 1993.

Douglas A. Greene

doug_greene@compuserve.com

137 Silverwood

Mobile, AL 36607

(334)473-2768

Overview

- Over 9 years of experience in the Information Technology Services Industry
- BS, Computer Science, Spring Hill College, Mobile, AL (May '88)
- Security Clearance: Secret (Apr '88)

Programming Languages

Visual Basic
C

Visual C++ (MFC)
C++

Java
Pro*C

Graphical User Interfaces

Windows 95/Windows NT

Motif

HTML/ActiveX

Database Management Systems

Oracle

SQL Server

Access

Operating Systems

Windows 95/Windows NT

UNIX (HP/UX, Linux)

MPE/iX

Hardware

Intel x86

HP 9000

HP 3000

Work Experience

Aug 1996 - Present

Information Systems Consultant

ACO Information Services

Mobile, AL

Boise Cascade - Office Products Division

- *FPR/CMMIS Project* - Performed database administration tasks on Oracle database on NT Server platform. Setup initialization parameters, implemented automated backups, and performed database tuning.
- *OnlineSQC Project* - Analyst/Developer for Visual Basic/SQL Server application on Windows 95 platform. Designed and developed application to perform Statistical Process Control on any process mill-wide. Application produced Control Charts (Xbar/Range), Individuals Charts, Capability Charts, and Pareto Charts. Also allowed for automatic or user-defined setting of control and specification limits.
- *TimeKeeper Project* - Analyst/Developer for HTML/VBScript/SQL Server application. Designed and developed web pages and programs that collected, analyzed, and reported time and attendance data for contract employees. Improved time tracking accuracy and invoice verification.
- *Intranet Project* - Analyst/Developer for HTML/Java/VBScript/SQL Server application. Designed and developed web pages and programs that delivered information mill-wide from various areas. Worked with Internet Information Server (IIS), Active Server Pages (ASP), ActiveX, and Internet Database Connectivity (IDC).
- *Barge Tracking Project* - Analyst/Developer for Visual Basic/SQL Server application on Windows 95 platform. Designed and developed application to track barge status, incoming wood shipments, and intervals (load, transit, unload). Implemented at local and remote sites.

Douglas A. Greene

- ◆ *Operational Reporting Project - Analyst/Developer* for Visual Basic/SQL Server application on Windows 95 platform. Designed and developed data entry application that allowed users to build reports and enter data for all operational areas of the paper mill. Reduced IS costs through user maintenance of reporting variables.
- ◆ *Lab Results Viewer Project - Analyst/Developer* for Visual Basic/SQL Server application on Windows 95 platform. Designed and developed an application, using Multiple Document Interface (MDI), that allowed lab test results to be viewed by the paper machine operators as soon as they are entered. Improved lab test results turn-around time and reduced usage of printed reports.
- ◆ *Customer Complaint Tracking Project - Analyst/Developer* for Visual Basic/SQL Server application on Windows 95 platform. Designed and developed an application that allowed customer complaints to be entered, processed, and reported. Improved customer complaint tracking and visibility.
- ◆ *ISO Documentation Viewer Project - Analyst/Developer* for Visual Basic application on Windows 95 platform. Worked with Microsoft MediaView Author and MedaView SDK to create a custom viewer for MediaView (M14) ISO documentation file.
- ◆ *Scoreboard Project - Analyst/Developer* for Visual Basic/SQL Server application on Windows 95 platform. Developed Data Collection and Information Delivery applications for Paper Mill management to use in decision-making. Data collected from multiple legacy systems and Visual Basic data entry programs were loaded into SQL Server database. That information was then presented to the customer via graphical user interfaces written in Visual Basic. Application also included a charting tool.

Sep 1994 - Aug 1996

IS Senior Specialist

Northern Telecom (Nortel)

Research Triangle Park, NC

- ◆ *Quality Data Collection System - Project Manager* for C/C++/Motif/Oracle application on HP/UX platform. Responsible for system design and implementation. Supervised 3 application developers, and coordinated support from various groups: DBA, Desktop Services, etc. Delivered application 1 month ahead of schedule and under budget. Improved quality control analysis.
- ◆ *PUR Rationalization - Analyst/Project Lead* for COBOL/View/TurboImage application on MPE/iX platform. Consolidated Canadian & US Purchasing Systems together to reduce maintenance and computing costs. Project team received Nortel Award of Merit for realizing over \$30 million in cost savings.
- ◆ *Warehouse Management System - Analyst/Developer* for interfacing C/C++ application on HP/UX platform and COBOL applications on MPE/iX platform. Project implemented automated warehousing system, using wireless bar-code terminals, in the Nashville, TN Distribution Center. Project team received Nortel President's Award of Excellence for Teamwork.
- ◆ Actively participated in the following organizations: Development Environment Standards Committee, Data Architecture Working Committee, Information Systems Learning Center Advisory Council, Teacher Training Program.

Aug 1993 - Sep 1994

Information Systems Consultant

Metro Information Services

Research Triangle Park, NC

Dec 1990 - Aug 1993

MIS Manager

Mobile Aerospace Engineering

Mobile, AL

Military Experience

- ◆ Presently hold rank of Captain, US Army Reserve
- ◆ Branch Qualified in both Transportation Corps and Quartermaster Corps
- ◆ Desert Storm Veteran, Ports of Jubail and Dammam, Kingdom of Saudi Arabia

Education and Training

- ◆ Project Estimating and Risk Management Training, Keane Consulting, Research Triangle Park, NC (Jun '96)
- ◆ Project Management Training, Keane Consulting, Research Triangle Park, NC (Aug '95)
- ◆ Over 300 hours of instructor-led technical training in C, C++, Motif, Relational DB Design, SQL, VB and Java
- ◆ BS, Computer Science, Spring Hill College, Mobile, AL (May '88)

DAVID DENMARK

145 Silverwood
 Mobile, AL 36607

334 479 3229 H
 334 602 6370 W

Key Strengths

- **Data Networking Design:** Emphasis on Frame Relay, ISDN, ATM
- **Oral Presentation Skills:** Emphasis on technical training
- **Voice Telecommunications Systems:** Centrex, PBX and key systems
- **Data Networking Applications:** SNA, Internet access, remote connection to LANs
- **Cost-center analysis:** Expense/Revenue reporting
- **Contract Negotiation and Administration:** RFP generation and analysis
- **Project Management:** coordinating multiple vendors toward a specific, measurable goal

Education **Southern Methodist University, Dallas, TX, Electrical Engineering Dept.**
 1995 - present Masters in Telecommunications (*ongoing, 33% complete, current GPA 4.0*)

1982 - 1986 **University of South Alabama, Mobile,AL, B.S. in Computer Science (major)**
 cumulative GPA 3.83 **Business Management (minor)**

Presidential Scholastic Scholarship
Computer Science Outstanding Academic Achievement Award

Awards

Leadership Mobile Class of 1996
 BellSouth's Fast Track program since 1994
 1996 Leadership Award for Southern Region
 Aspiration Award Recipient (*BellSouth's highest achievement*)
 Best of the Best Award for 1996
 BellSouth's Summit Club 3 consecutive years
 Achiever's Club 8 consecutive years

Boards / Volunteer

Mobile United, voting member
 Leadership Mobile, Chairman of Selection Committee
 Mainstreet Mobile, Board Member
 Boys and Girls Club of Alabama
 Episcopal Youth Advisory Committee

Work Experience 1988 - present

BellSouth, Systems Designer and Regional Accounts Manager
Experience includes:

- Designed 1,200 station Centrex system for Mobile County Gov't Plaza
- ISDN Subject Matter Expert for Alabama (1993 - 1994)
- Provided technical training for BellSouth Indirect Sales Channels (primarily on ISDN and data networking)
- Designed and implemented city-wide data network utilizing ISDN circuit and packet switching. This design received national recognition.
- Designed and implemented 4-state Frame Relay Network (134 sites)
- Designed county-wide network using SMDS technology for Mobile schools (104 sites)
- Worked on initial team building the technical platform for the Mobile Area FreeNet
- Profit Center Assistant Analyst for GulfSouth District
- Responsible for managing \$6.6 M annual revenue stream for BellSouth
- Provided technical support for Telecommunication Systems (*voice and data*) for:

Mobile Infirmary, Alabama Supercomputer Authority, City of Mobile, Mobile County, Baldwin County, QMS, Delchamps, Mobile Gas Service Corp., Mobile County Schools, Huntsville City Schools, City of Huntsville, Madison County, UAH, Alabama A&M, Nichols Research, SCI

1986 - 1988

BellSouth Services, Analyst / Programmer, Birmingham Data Center
Experience included:

- Writing interrupt-driven software to simulate "load testing" on an IBM Series 1
- Designing parsing subroutines implemented in Right Touch Services
- Writing system management subroutines for IBM mini-computers

Personal

Married to Holly Gould. We have one daughter, Madeleine (14 months old)
Active at Christ Episcopal Church in downtown Mobile

EXHIBIT C

Proposed Tariffs for Vision Prepaid Services, Inc.

