

Visiology, Inc.

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October 12, 2000

RECEIVED

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PUBLIC SERVICE
COMMISSION

Ms. Helen C. Helton
Executive Director
Public Service Commission
730 Schenkel Lane
Post Office Box 615
Frankfort, Kentucky 40602

Re: Transfer of Control of TeleConex, Inc. to Pre-Cell Solutions, Inc.

Dear Ms. Helton:

TeleConex, Inc. ("TeleConex") and Pre-Cell Solutions, Inc. ("Pre-Cell"), herewith notify the Kentucky Public Service Commission ("Commission") of the impending transfer of control ("Transfer") of TeleConex to Pre-Cell. After the Transfer, TeleConex will become a wholly owned subsidiary of Pre-Cell Solutions, Inc. The Transfer is currently scheduled to be consummated on November 30, 2000.

TeleConex, with its principal offices located at 4100 Barrancas Avenue, Pensacola, Florida 32507, was authorized to provide competitive local exchange services by the Commission and its tariff was effective on June 6, 1998.

Pre-Cell Solutions, Inc. is a corporation organized under the laws of Colorado with its principal place of business at 385 East Drive, Melbourne, Florida 32904. Pre-Cell, a publicly traded company, is a leading provider of prepaid wireless technology and prepaid services. Pre-Cell has been providing competitive local exchange services in Florida since November, 1997 through a wholly owned subsidiary. Pre-Cell intends to merge the Florida operations with and into TeleConex, with TeleConex as the surviving entity.

Upon consummation of the Transfer, TeleConex will continue operating under its current name and approved tariffs and no certificate holder name will change. Moreover, TeleConex will continue to provide high quality, affordable telecommunications services to the public. This Transfer will not in any way disrupt service nor cause inconvenience or confusion to TeleConex's customers. Indeed, the transaction will be virtually transparent to customers in terms of the services they receive since there will be no change in underlying carrier, tariffs, services, rates, charges, or customer service numbers. A revised list of the officers and directors and other relevant contact data are enclosed.

For Commission use, enclosed are four copies of this letter. Please acknowledge receipt of this letter by file-stamping and returning the extra copy of this letter in the self-addressed, stamped envelop provided for this purpose. Communications regarding this matter may be directed to me at (205) 330-1703.

Sincerely,



Bobbi Ferguson
Regulatory Consultant to
TeleConex, Inc.
Pre-Cell Solutions, Inc.

Enclosures

COMPANY DATA
TELECONEX, INC.

1. Principal address and telephone numbers:

TeleConex, Inc.
4100 Barrancas Avenue
Pennsacola, Florida 32507
(850) 455-8898 Fax (850) 455-8411

2. Regulatory contact for this transfer of control:

Bobbi Ferguson
Visiology, Inc.
16061 Carmel Bay Drive
Northport, AL 35475
(205) 330-1703, FAX (205) 330-1705, Email: bobbi@visiology.com

3. Officers and Directors - Post Transfer

Thomas Biddix	Director & CEO
Tom Fricks	Director & Secretary-Treasurer
Chris Watson	President
Paul Watson	Director & Vice President
Steve Watson	Director & Vice President

4. Company contact for on-going Commission notifications and orders

Steven T. Watson, Vice President, Operations
4100 Barrancas Avenue
Pennsacola, Florida 32507
(850) 455-8898, ext. 204 Fax (850) 455-8411 Email: swatson@dotstar.net

5. Principal address, telephone number, and fax number of Pre-Cell Solutions, Inc:

Pre-Cell Solutions, Inc.
385 East Drive
Melbourne, Florida 32904
(321) 308-2900 Fax (321) 729-8484