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August 4, 2000

VIA OVERNIGHT DELIVERY

Mr. Martin Huelsmann
Executive Director
Kentucky Public Service Commission
211 Sower Boulevard
Frankfort, Kentucky 40602-0615
(502) 564-3940

Re: IDS Telcom, LLC

Dear Mr. Huelsmann:

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22205209 - 0510
9500

Enclosed please find for filing one original and eleven (11) copies of IDS Telcom, LLC's Filing Requirements to Operate as a Reseller and Facilities-based Provider of Interexchange and Local Exchange Telecommunications Services within the Commonwealth of Kentucky.

- (1) IDS Telcom, LLC, 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 and facilities-based provider of interexchange and local exchange telecommunications services. The name and address of the company are as follows: IDS Telcom, LLC, 1525 Northwest 167th Street, Second Floor, Miami, Florida 33169.
- (2) The name, address, telephone number and fax number of the responsible contact for complaints and regulatory issues is Keith Kramer, IDS Telcom, LLC, 1525 Northwest 167th Street, Second Floor, Miami, Florida 33169, (305) 913-4000 (Phone), (305) 913-4011 (Fax).
- (3) Copies of IDS Telcom, LLC's Articles of Organization and Certificate of Conversion and certificate of authority from the Secretary of State are attached hereto as Exhibit A.

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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 IDS Telcom, LLC, that demonstrate the technical and managerial abilities to provide adequate, reasonable, and efficient service.
- (5) Attached hereto as Exhibit C is a Proposed interexchange Tariff and a Proposed Local Exchange Tariff for IDS Telcom, LLC.
- (6) Interconnection / Resale Agreement. IDS Telcom, LLC has entered into an Interconnection Agreement with BellSouth.
- (7) A notarized statement by Michael Noshay, President for IDS Telcom, LLC, regarding intrastate service is attached hereto as Exhibit D.
- (8) IDS Telcom, LLC, intends to provide interexchange and local exchange telecommunications services to business and residential telecommuter customers.
- (9) IDS Telcom, LLC will provide telecommunications services utilizing unbundled network elements purchased from the incumbent local exchange carriers and its own facilities. IDS Telcom, LLC will also provide interexchange and local exchange telecommunications services on a resale basis.
- (10) IDS Telcom, LLC, will comply with the monitoring requirements of the Kentucky Administrative Code 355.

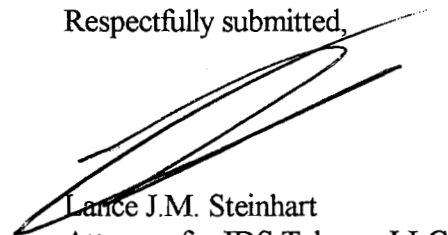
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Executive Director
Kentucky Public Service Commission
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- (11) IDS Telcom, LLC does not seek to provide operator assisted services to traffic aggregators as defined in Adm. Case No. 330

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 IDS Telcom, LLC

Enclosures

cc: Michael Noshay

EXHIBIT A

Copy of the Articles of Organization and Certificate of Conversion and Certificate of Authority from
Kentucky Secretary of State for IDS Telcom, LLC

H00000037085

**ARTICLES OF ORGANIZATION
OF
IDS TELCOM LLC**

ARTICLE I - Name

The name of the Limited Liability Company is "IDS TELCOM LLC" (the "Company").

ARTICLE II - Principal Office

The mailing address and street address of the principal office of the Company is: 1525 N.W. 167th Street, Suite 200, Miami, Florida 33169.

ARTICLE III - Registered Agent

The name of the initial registered agent of the Company is Michael Noshay, and the street address of the Company's initial registered agent is 1525 N.W. 167th Street, Suite 200, Miami, Florida 33169.

ARTICLE IV - Management

The Company will be a manager-managed company. The initial Managers shall be ANTHONY PETRONE, JOSEPH C. MILLSTONE, and MICHAEL NOSHAY.

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These Articles of Organization are hereby executed by the undersigned Members of the Company.

IDS LONG DISTANCE, INC., a Florida corporation

By: *Michael Noshay*
Michael Noshay, President
Date: 7/13/00

ANTHONY L. PETRONE, INC., a Florida corporation

By: *Anthony L. Petrone*
Anthony L. Petrone, President
Date: 7/13/00

JOSEPH C. MILLSTONE, LLC, a Florida limited liability company

By: *Joseph C. Millstone*
Joseph C. Millstone, as the sole Member and Manager
Date: 7/13/00

State of Florida



Department of State

I certify the attached is a true and correct copy of the Certificate of Conversion, filed on July 14, 2000, for IDS TELCOM LLC, the resulting Florida Limited Liability Company, as shown by the records of this office.

I further certify the document was electronically received under FAX audit number H00000037085. This certificate is issued in accordance with section 15.16, Florida Statutes, and authenticated by the code noted below.

The document number of this entity is L00000008398.

Given under my hand and the Great Seal of the State of Florida, at Tallahassee, the Capital, this the Nineteenth day of July, 2000

Authentication Code: 100A00039109-071700-L00000008398-1/1



CR2EO22 (1-88)

Katherine Harris

Katherine Harris
Secretary of State

H00000037085

This Certificate of Conversion to a Limited Liability Company is hereby executed by the undersigned Partners of IDS Telcom and Members of IDS Telcom LLC.

IDS LONG DISTANCE, INC., a Florida corporation

By: *Michael Noshay*
Michael Noshay, President
Date: 7/13/00

ANTHONY L. PETRONE, INC., a Florida corporation

By: *Anthony L. Petrone*
Anthony L. Petrone, President
Date: 7/13/00

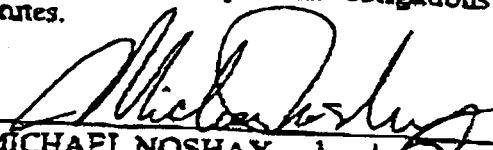
JOSEPH C. MILLSTONE, LLC, a Florida limited liability company

By: *Joseph C. Millstone*
Joseph C. Millstone, as the sole Member
Date: 7/13/00

H00000037085

Acceptance of Appointment of Registered Agent

MICHAEL NOSHAY, having been named the Registered Agent of IDS TELCOM LLC, hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Chapter 608 of Florida Statutes.


MICHAEL NOSHAY
Date: 7/19/00

COMMONWEALTH OF KENTUCKY
JOHN Y. BROWN III
SECRETARY OF STATE

0498077.09



John Y. Brown III
Secretary of State
Received and Filed
07/20/2000 10:48 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:

- The corporation is a business corporation (KRS 271B). a nonprofit corporation (KRS 273).
 a professional service corporation (KRS 274).
- The name of the corporation is Go Solo Technologies, Inc.
- The name of the corporation to be used in Kentucky is _____
(If "real name" is unavailable for use)
- Florida is the state or country under whose law the corporation is incorporated.
- March 29, 1999 is the date of incorporation and the period of duration is Perpetual
- The street address of the corporation's principal office is 5053 Ocean Blvd., #54, Sarasota, FL 34242
- 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.
- The names and usual business addresses of the corporation's current officers and directors are as follows:
President See attached list.
Vice President _____
Secretary _____
Treasurer _____
Directors _____
(Attach a continuation sheet, if necessary)

- 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.
- A certificate of existence duly authenticated by the Secretary of State accompanies this application.
- This application will be effective upon filing, unless a delayed effective date and/or time is specified: _____
(Delayed effective date and/or time)

Gregg Corella
Signature
Executive VP
Type or Print Name & Title
Date: 7/17 2000

TCS Corporate Services, Inc.
Type or print name of registered agent
consent to serve as the registered agent on behalf of the corporation.

Lance J.M. Steinhart, President
Signature of Registered Agent
Type or Print Name & Title

LIST OF OFFICERS & DIRECTORS FOR
Go Solo Technologies, Inc.

Officers

Louis J. Zant	Chief Executive Officer
John M. Wendell	Chief Operating Officer
Paul S. Hoffman	Chief Financial Officer
Gregg Corella	Executive VP
Deborah Kurtyka	Secretary

Directors

Louis J. Zant

All the above listed Officers & Directors can be reached at the following address: 5053 Ocean Blvd., #54, Sarasota, FL 34242

EXHIBIT B

Biographies for Key Management Personnel of IDS Telcom, LLC

BIOGRAPHICAL INFORMATION

The three owners of IDS Telcom have a common background; they have each built companies from the ground up. Be it in telecommunications, retail, real estate, construction, the automobile or restaurant industries, these men have each demonstrated a unique ability to know what sells, when to sell it and most importantly, how to sell it.

Mr. Joe Millstone, Chief Executive Officer

Mr. Joe Millstone is a founding member of IDS. He, along with his father, Burris Millstone, and Michael Noshay, were three visionaries who came together in the late 80's to pool their talents and fill a void in the telecommunication needs of small businesses.

Joe Millstone began his career at the early age of 20 as the owner/operator of an audio-stereo equipment store that grew into a chain of stores. These stores, called "Stereo Etc.", developed throughout Florida to include a warehouse, corporate centers and eleven branch stores. Stereo Etc. grossed \$11 million dollars annually with 70 employees. The advent of electronic superstores led Mr. Millstone to focus his efforts and resources in a niche market such as telecom equipment.

Mr. Millstone and his father, Burris, saw the need for a company that could provide telephone inter-connect equipment and operator services for small to medium sized businesses, particularly hotels, in South Florida. Therefore, Mr. Millstone created IDS to fulfill the needs of hotels and motels along the coast for new phone systems that allowed the hotel owners to take advantage of the revenues that could be gained by the AT&T breakup. By the time he was 30 years old his company had installed well over one hundred new phone and billing systems in the major hotels. The strong business relationship between Mr. Millstone and the hotel industry through his Interconnect Company was the foundation that launched the long distance company.

Over the last 11 years Mr. Millstone has carefully managed staff, designed the network, selected the switching facilities and developed the sales and marketing divisions of IDS. Mr. Millstone oversees every aspect of the retail side of IDS Telcom along with the sister company, Interconnect Data Service (the telephone equipment side of the house). Mr. Millstone manages everything from the purchase of switching equipment and the development of point of sale materials to billing and collections.

Mr. Michael Noshay, President

Mr. Noshay is also a founding father of IDS. Mr. Noshay has a vast wealth of experience in various businesses including construction, real estate, manufacturing, distribution and the hotel industry. His relationships helped to

establish a customer base that secured the company's revenue stream at a critical time.

Mr. Noshay has had over 10 years experience in the telecommunications industry. At IDS Telcom, Mr. Noshay is responsible for the development and negotiation of all interconnection agreements with companies such as BellSouth, Bell Atlantic, GTE and Sprint, to name a few, along with several PTT agreements with foreign countries. He handles all of the legal and contractual situations that arise within the business, including regulatory issues and billing disputes. He also is responsible for maintaining tariffs and certain licensing requirements for the company.

Mr. Anthony Petrone, Executive Vice President

Mr. Petrone is the newcomer to IDS. Although he's been with IDS for over two years, the impact of his association with the company is still being felt in the revenue stream that has been created by his management of the International Wholesale Carrier Division.

Mr. Petrone's background includes ownership of TCI, Ltd. of Virginia Beach, a telecommunications company dedicated primarily to the resale of long distance service and the sale of pre-paid phone cards. In the development of IDS Telcom, Mr. Petrone forged relationships with telecommunication industry giants who continue to do business with his Wholesale Carrier Services Division today. Mr. Petrone merged his customer base from TCI, Ltd. with IDS Long Distance in 1998.

In his role as head of the Wholesale Carrier Division, Mr. Petrone has negotiated PTT agreements for IDS throughout the world, including Nigeria, India, Colombia, Peru, Ecuador, Venezuela, Mexico, Jamaica, and various other Caribbean and South American countries. Establishing these networks with other countries requires extensive knowledge and experience with voice and data, VOIP, fiber and satellite systems. Mr. Petrone manages a team of engineers and back office staff that is responsible for auditing and billing wholesale carrier minutes and operating these networks 24 hours a day, 7 days a week.

EXHIBIT C

Proposed Tariffs for IDS Telecom, LLC