



January 3, 2011  
Via Electronic Delivery

Ms. Patricia Van Gerpen  
Executive Director  
South Dakota Public Utilities Commission  
Capitol Building, 1<sup>st</sup> Floor  
500 East Capitol  
Pierre, SD 57501

**Re: Application of WiMacTel, Inc.**

Dear Ms. Van Gerpen:

Enclosed for filing please find the Application of WiMacTel, Inc. A check in the amount of \$250 representing the filing fee has been sent in overnight mail.

Questions regarding this filing may be directed to my attention at (407) 740-3001 or via e-mail to [tforte@tminc.com](mailto:tforte@tminc.com).

Please acknowledge receipt of this filing by date stamping the extra copy of this cover letter and returning it in the self-addressed, stamped envelope enclosed for this purpose.

Thank you for your assistance.

Sincerely,

Thomas M. Forte  
Consultant to WiMacTel, Inc.

TMF/mp  
Enclosures

cc: James MacKenzie – WiMacTel (E-Mail)  
file: WiMacTel – SD local  
TMS: SD11100

BEFORE THE SOUTH DAKOTA PUBLIC SERVICE COMMISSION

REGISTRATION OF  
WIMACTEL, INC.

Pursuant to Rule 20:10:24:02 of the Commission's Telecommunications Services Rules, WiMacTel, Inc. ("WiMacTel") submits the following registration information:

- 1. The applicant's name, address, telephone number, facsimile number, E-mail address and whether the applicant is a sole proprietorship, partnership, corporation, limited liability corporation, or limited liability partnership.**

WiMacTel, Inc.  
1882 Porter Lake Drive, Suite 101  
Sarasota, FL 34240  
Telephone: (888) 476 - 0881  
Facsimile: (403) 398 - 0714  
Web site: www.wimactel.com

WiMacTel, Inc. is a Delaware corporation incorporated on 5/4/2010.

- 2. If sole proprietorship, the full name and business address of its owner; if a partnership, the full name and business address of each partner; if a corporation, a listing of the full name and business address of each corporate officer and director; if a limited liability corporation, the full name and business address of each partner.**

WiMacTel, Inc. is a wholly owned subsidiary of QuorTech Equities, Ltd. QuorTech Equities, Inc., iTechnology Customer Service and Support Inc. and iTechnology Digital Advertising Solutions are additional entities owned by QuorTech Equities, Ltd. but none of these providers offer telecommunications services within the United States. All listing of the corporate officers, and respective addresses, for WiMacTel can be found in **Attachment IV**.

- 3. The name under which the applicant will provide local exchange services if different than in question (1) of this section:**

Not applicable

- 4. If a corporation:**

- (a) The location of its principal office, if any, in this state and the name and address of its current registered agent.**

WiMacTel has no principal offices in South Dakota.

Registered Agent:  
National Registered Agents, Inc.  
300 South Pahillips Ave., Suite 300  
Sioux Falls, SD 57104-6322

- (b) **A list of shareholders owning twenty (20) percent or more of the interest in the business.**

WiMacTel, Inc. is a wholly owned subsidiary of QuorTech Equities, Ltd. QuorTech Equities, Inc., iTechnology Customer Service and Support Inc. and iTechnology Digital Advertising Solutions are additional entities owned by QuorTech Equities, Ltd. but none of these providers offer telecommunications services within the United States.

- (c) **The state in which the applicant is incorporated, the date of incorporation and a copy of its certificate of incorporation.**

WiMacTel, Inc. is a Delaware corporation incorporated on 5/4/2010. A copy of Applicant's Certificate of Incorporation from the State of Delaware is provided in **Attachment I**.

- (d) **If it is an out-of-state corporation, a copy of its certificate of authority to transact business in South Dakota from the Secretary of State.**

A copy of WiMacTel's Certificate of Good Standing in South Dakota is included at **Attachment II**.

5. **A description of the applicant's experience providing any telecommunications services in South Dakota or in other jurisdictions, including the types of services provided, and the dates and nature of state or federal authorization to provide the services.**

**Attachment III** contains a listing of the states in which WiMacTel has filed for Local Exchange authority and the dates of approval.

6. **Names and addresses of applicant's affiliates, subsidiaries, and parent organizations, if any.**

WiMacTel is requesting a waiver from filing company specific financial information. The company is providing the financial statements of the parent company, QuorTech Equities, Ltd., in **Attachment VI** as proof of the overall financial stability.

7. **A list and specific description of the types of services the applicant seeks to offer and the means by which the services will be provided including:**

**(a) Information indicating the class of customers the applicant intends to serve.**

The Company intends to provide facilities-based service through a commercial agreements with either the ILECs or 2nd tier certificated CLEC providers within the state. The Company intends to provide interexchange long distance and operator services to various aggregator locations throughout the state using the underlying carrier services of various certificated interexchange carriers.

**(b) Information indicating the extent to and time-frame by which applicant will provide service through the use of its own facilities, the purchase of unbundled network elements, or resale.**

The Company intends to provide local exchange service in South Dakota by utilizing a combination of unbundled network elements and resold services obtained from other local exchange carriers pursuant to interconnection and/or commercial agreements. The Company intends to initiate service upon approval of this application and all filed agreements.

**(c) A description of all facilities that the applicant will utilize to furnish the proposed local exchange services, including any facilities of underlying carriers.**

The Company intends to provide facilities-based service through a commercial agreements with either the ILECs or 2nd tier certificated CLEC providers within the state.

**(d) Information identifying the types of services it seeks authority to provide by reference to the general nature of the service.**

The Company intends to provide facilities-based service through a commercial agreements with either the ILECs or 2nd tier certificated CLEC providers within the state. The Company intends to provide interexchange long distance and operator services to various aggregator locations throughout the state using the underlying carrier services of various certificated interexchange carriers.

**8. A service area map and narrative description indicating with particularity the geographic area proposed to be served by the applicant.**

The Company is seeking authority statewide.

**9. Information regarding the technical competence of the applicant to provide its proposed local exchange services including:**

**(a) A description of the education and experience of the applicant's management personnel who will oversee the proposed local exchange services.**

A copy of current resumes of WiMacTel's management personnel is attached at **Attachment V**.

**(b) Information regarding policies, personnel, or arrangements made by the applicant which demonstrates the applicant's ability to respond to customer complaints and inquiries promptly and to perform facility and equipment maintenance necessary to ensure compliance with any commission quality of service requirements.**

The company will be the initial point of contact for all IXC, CLEC and operator calls billed through the LEC or via a credit card. Customers can contact the Company through the toll free customer service number [(888) 476 - 0881] which will be provided on the bill. The Customer Service Department will be open 24 hours per day, 7 days per week.

WiMacTel's toll free telephone number for customer inquiries, complaints and repair is (888) 476 - 0881. Customers may contact the company in writing at the headquarters address indicated below.

The contact for resolution of customer complaints with the Commission is:

James MacKenzie  
WiMacTel, Inc.  
1882 Porter Lake Drive, Suite 101  
Sarasota, FL 34240  
Telephone: (888) 476 - 0881  
Facsimile: (403) 398 - 0714  
Toll Free (888) 476 - 0881

**10. Information explaining how the applicant will provide customers with access to emergency services such as 911 or enhanced 911, operator services, interexchange services, directory assistance, and telecommunications relay services.**

WiMacTel will enter into resale, interconnection and commercial agreements with Qwest and other certificated LECs. Under such an agreements, WiMacTel customers will be able to access emergency services such as 911 or enhanced 911. Such calls will be routed through the underlying carrier to the appropriate emergency agency serving the originating location. Access to local operator services, directory assistance and telecommunications relay services will also be made available.

**11. Financial information including:**

- (a) **For the most recent 12 month period, financial statements consisting of balance sheets, income statements, and cash flow statements.**

WiMacTel is requesting a waiver from filing company specific financial information. The company is providing the financial statements of the parent company, QuorTech Equities, Ltd., in **Attachment VI** as proof of the overall financial stability.

- (b) **If a public corporation, the applicant's latest annual report and report to stockholders.**

Not Applicable. Neither WiMacTel nor its parent company, QuorTech Equities, Ltd. is publicly held companies.

**12. Information detailing the following matters associated with interconnection to provide proposed local exchange services:**

- (a) **The identity of all local exchange carriers with which the applicant plans to interconnect**

WiMacTel plans to sign resale, interconnection and commercial agreements with Qwest and with other certificated LECs based upon a specific Customer request.

- (b) **The likely timing of initiation of interconnection service and a statement as to when negotiations for interconnection started or when negotiations are likely to start.**

The Company has already entered into single state negotiations with Qwest for New Mexico, Oregon and Washington. They will add South Dakota to that agreement once the Commission approves this application.

- (c) **A Copy of any request for interconnection made by the applicant to any local exchange carrier.**

The Company has not yet requested interconnection or commercial agreements for South Dakota but will do so upon approval of this application.

**13. A tariff or price list indicating the prices, terms and conditions of each contemplated local service offering.**

Please see **Attachment VII**.

14. **Cost support for rates shown in the Company's tariff or price list for rate or price regulated noncompetitive or emerging competitive services.**

The Company requests a waiver of ARSD 20:10:32:03(14) requiring cost support. The Company has not yet determined final prices for its noncompetitive or emerging competitive services and will be unable to do so until an interconnection and/or commercial agreements are signed.

15. **A description of how the applicant intends to market its local exchange target market, whether the applicant engages in multilevel marketing, and copies of any company brochures that will be used to assist in the sale of the services.**

WiMacTel utilizes a direct sales approach to its marketing efforts. The Company does not utilize any form of multilevel marketing in the sale of its services.

16. **If the applicant is seeking authority to provide local exchange service in the service area of a rural telephone company, the date by which the applicant expects to meet the service obligation imposed pursuant to '20:10:32:15 and applicant's plan for meeting the service obligations.**

WiMacTel is not seeking authority to provide local exchange service in the service area of rural telephone companies. The Company may, upon receipt of a request from service from a prospective customer, enter into interconnection and/or commercial agreements with a rural telephone company. The Company has no such requests at the present time.

17. **A list of the states in which the applicant is registered or certified to provide telecommunications services, whether the applicant has ever been denied registration or certification in any state and the reasons for any such denial, a statement as to whether or not the applicant is in good standing with the appropriate regulatory agency in the states where it is registered or certified, and a detailed explanation of why the applicant is not in good standing in a given state, if applicable.**

WiMacTel has never been denied registration or certification in any state and is in good standing with all states in which it is presently certified. A listing of the states in which WiMacTel is registered or certified is enclosed as **Attachment III**.

18. **The names, addresses, telephone numbers, E-mail addresses, and facsimile numbers of the applicant's representatives to whom all inquires must be made regarding customer complaints and other regulatory matters.**

Customer Complaints: Alvaro Quiros  
WiMacTel, Inc.  
1882 Porter Lake Drive, Suite 101  
Sarasota, FL 34240  
Telephone: (888) 476 - 0881  
Facsimile: (403) 398 - 0714  
Toll Free (888) 476 - 0881  
E-mail: [aquiros@quortech.com](mailto:aquiros@quortech.com)

General Regulatory Matters: James MacKenzie,  
President, Chief Executive Officer and Secretary  
WiMacTel, Inc.  
1882 Porter Lake Drive, Suite 101  
Sarasota, FL 34240  
Telephone: (888) 476 - 0881  
Facsimile: (403) 398 - 0714  
Email: [james.mackenzie@quortechequities.com](mailto:james.mackenzie@quortechequities.com)

19. **Information concerning how the applicant plans to bill and collect charges from customers who subscribe to its proposed local exchange services.**

Customers of WiMacTel will receive bills via different methods. Long Distance and CLEC customers will be billed directly for their services by the Company. Operator Services from transient end user locations will be either billed through the End User's Credit Card or through the use of LEC billing, through a billing agent. In all cases WiMacTel will be identified as the billing and providing carrier for the services.

20. **Information concerning the applicant's policies relating to solicitation of new customers and a description of the efforts the applicant shall use to prevent the unauthorized switching of local service customers by the applicant, its employees, or agents.**

WiMacTel utilizes a direct sales approach to its marketing efforts. The Company does not utilize any form of multilevel marketing in the sale of its services. The Company uses a written contract for all customers to prevent the unauthorized switching of local service customers.



- 21. The number and nature of complaints filed against the applicant with any state or federal commission regarding the unauthorized switching of a customer's telecommunications provider and the act of charging customers for services that have not been ordered.**

WiMacTel has never had a complaint filed against it for the unauthorized switching of a customer's local exchange service.

- 22. A written request for waiver of those rules believed to be inapplicable.**

WiMacTel requests a waiver from ARSD 20:10:32:03(14) requiring cost support and from the requirement to provide financial statements. The Company has addressed these issues in items 11 and 14.

Additionally, WiMacTel will not be collecting deposits for service within South Dakota. The company will post a surety bond payable to the Consumers of the State of South Dakota should they change their deposit policy in the future.

- 23. Federal Tax Identification Number.**

WiMacTel's Federal Tax Identification Number is 32-0309631.

- 24. Other information requested by the commission needed to demonstrate that the applicant has sufficient technical, financial, and managerial capabilities to provide the local exchange services it intends to offer consistent with the requirements of this chapter and other applicable rules and laws.**

WiMacTel has experience operating as a telecommunications provider as provided in Attachment III. WiMacTel will rely on its facilities-based underlying carrier for the operation and maintenance of the local exchange network. WiMacTel is technically, financially and managerially qualified to provide local exchange service in South Dakota based on the Company's experience and manner of provision services with South Dakota.

Respectfully submitted,

WiMacTel, Inc.



James MacKenzie  
President, Chief Executive Officer and Secretary

Date: \_\_\_\_\_

4/3/11

# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "WIMACTEL INC." AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

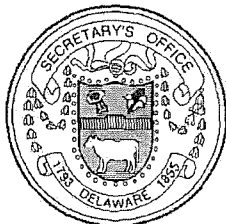
CERTIFICATE OF INCORPORATION, FILED THE FOURTH DAY OF MAY, A.D. 2010, AT 4:56 O'CLOCK P.M.

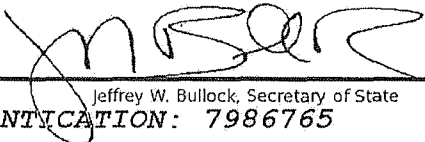
AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID CORPORATION, "WIMACTEL INC.".

4819548 8100H

100492066

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7986765

DATE: 05-11-10

RECEIVED MAY 13 10

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 05:13 PM 05/04/2010  
FILED 04:56 PM 05/04/2010  
SRV 100460829 - 4819548 FILE

**CERTIFICATE OF INCORPORATION  
OF  
WIMACTEL INC.**

**FIRST:** The name of the corporation is WiMacTel Inc. (the "Corporation").

**SECOND:** The Corporation's registered office in the State of Delaware is located at 222 Delaware Avenue, 9<sup>th</sup> Floor, Wilmington, New Castle County, Delaware. The Corporation's registered agent at that address is The Delaware Corporation Agency, Inc.

**THIRD:** The purpose of the Corporation is to engage in any lawful acts or activities for which a corporation may be organized under the General Corporation Law of the State of Delaware, as amended from time to time (the "General Corporation Law").

**FOURTH:** The total number of shares of capital stock which the Corporation shall have authority to issue is Five Thousand (5,000) shares of common stock, \$.01 par value.

**FIFTH:** The name and mailing address of the incorporator are Maria H. Norton, P.O. Box 25130, Wilmington, DE 19899.

**SIXTH:** Except as otherwise provided in Section 102(b)(7) of the General Corporation Law, or in any analogous provision of any successor law, no director of the Corporation shall have personal liability to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director. Any repeal or modification of the foregoing paragraph, or the adoption of any provision hereof inconsistent with this Article SIXTH, shall not adversely affect any right or protection of a director of the Corporation existing hereunder with respect to any act or omission occurring prior to or at the time of such repeal or modification shall not adversely affect any right or protection of any director of the Corporation existing at the time of, or increase the liability of any directors of the Corporation with respect to any acts or omissions of such director occurring prior to, such repeal or modification.

**SEVENTH:** The Corporation reserves the right to amend, alter, change and repeal any provision contained in this Certificate of Incorporation in the manner now or hereafter prescribed by law and all rights conferred on officers, directors and stockholders herein are granted subject to this reservation.

**EIGHTH:** In furtherance and not in limitation of the powers conferred by the laws of the State of Delaware, the Board of Directors is expressly authorized to make, amend and repeal the By-Laws of the Corporation.

{BAY:01541909v1}

RECEIVED MAY 13 2010

NINTH: The election of directors need not be by written ballot unless the by-laws of the Corporation shall so provide.

IN WITNESS WHEREOF, the undersigned has executed this certificate as of this 4th day of May, 2010

  
\_\_\_\_\_  
Marla H. Norton, Incorporator

**ATTACHMENT II**

Secretary of State Certificate of Good Standing

# State of South Dakota



## OFFICE OF THE SECRETARY OF STATE

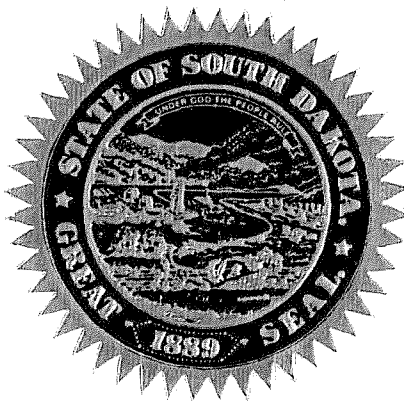
### Certificate of Authority

ORGANIZATIONAL ID #: FB034382

I, **Chris Nelson**, Secretary of State of the State of South Dakota, hereby certify that the Application for a Certificate of Authority of **WIMACTEL, INC. (DE)** to transact business in this state duly signed and verified pursuant to the provisions of the South Dakota Corporation Acts, have been received in this office and are found to conform to law.

**ACCORDINGLY** and by virtue of the authority vested in me by law, I hereby issue this Certificate of Authority and attach hereto a duplicate of the application to transact business in this state.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of South Dakota, at Pierre, the Capital, this June 2, 2010.



*Chris Nelson*

Chris Nelson  
Secretary of State

### **ATTACHMENT III**

#### Listing of Existing Approved States

The Applicant is a start-up company, and, as such, has not yet initiated operations in any state. The Applicant has received authority to provide intrastate facilities-based and resold local exchange services and interexchange services in AL, FL, IL, MT, NH, ND, KS, MA, NM, NY, OR, RI, SC, TX, VT, WI, WY, WA and has applications pending in all other states.

## ATTACHMENT IV

### Corporate Officers

The following individuals are officers of WiMacTel, Inc. and may be contacted at the Company's headquarters located 1882 Porter Lake Drive, Suite 101, Sarasota, FL 34240:

**Officers:**

James MacKenzie	President, Chief Executive Officer and Secretary
John Wilson	Chief Technical Officer and Director

Directors

James MacKenzie	President, Chief Executive Officer and Secretary
John Wilson	Chief Technical Officer and Director



**ATTACHMENT V**

Resumes of Management

**James MacKenzie, President & Chief Executive Officer, WiMacTel, Inc.**

James is an accomplished executive with over 25 years of experience in Business Leadership, M&A, Sales and Marketing, Strategic Planning, Technology and cross functional management of all business disciplines. James has been involved in the public communications industry for over 15 years and has extensive experience in all aspects of the payphone business. He has held the following positions in his career prior to WiMacTel: President & CEO of QuorTech Solutions, Inc., the leading supplier of payphones, parts, and repair/refurbishment to the payphone industry, where he is responsible for overall management and strategic direction of the company, Group Vice President at Gores Technology Group where he was responsible for due diligence, formulation and execution of detailed operating plans and accountable for strategic direction and financial performance of a portfolio of companies providing direction to assigned CEO's and General Manager and Vice President, Nortel Networks Payphone Division where he was responsible for overall management and strategic direction of the payphone division as well as various other Technology, Product Management and Sales roles, Nortel Networks. James has a degree in Electrical Engineering and has been educated in Executive Finance at Queen's University in Kingston Ontario.

**John Wilson, Vice President & Chief Technology Officer, WiMacTel, Inc.**

John is an accomplished executive with over 20 years of experience in Technology, M&A, Strategic Planning and cross functional management. John has in depth experience in reviewing, acquiring and transitioning new businesses, and in operational management. John has been involved in the public communications industry for over 10 years and has extensive knowledge of existing and new technologies associated with the payphone business. He has held the following positions prior to WiMacTel: Vice President & CTO of QuorTech Solutions, Inc where he is responsible for all aspects of technology direction and delivery, M&A, Gores Technology Group where he was responsible for due diligence, technology centric analysis, intellectual property management and technology strategic planning and CTO of iTDi where he was responsible for overall technology strategy and delivery as well as various other Technology roles, Nortel Networks. John has a degree in Electrical Engineering Science from the University of Western Ontario, London and has been educated in Executive Finance at Queen's University, Kingston Ontario.

**Alvaro Quiros, Vice President & Chief Marketing Officer, WiMacTel, Inc.**

Al is an accomplished sales executive with over 20 years of experience in Sales, Account Management and Marketing. Al has in depth experience in analyzing and developing marketing strategies. Al has been involved in the public communications industry for over 18 years and has extensive knowledge and understanding of the payphone business case and life cycle management. He has held the following positions prior to WiMacTel: Vice President Sales, QuorTech Solutions, Inc. where he is responsible for sales and marketing to the United States, Mexico and Latin America as well as various other sales and account management roles for Elcotel Telecommunications which developed the first smart payphone for the Independent Payphone Provider in 1992. Al has a degree in Economics from Stetson University in Deland, Florida and the University of Madrid in Spain.

## **J.L. (JIM) BOLOKOSKI**

Jim is a graduate from the University of Calgary with a Bachelor of Commerce Degree Accounting major, minor in Economics and Finance plus a professional designation as a Certified Management Accountant. He has over 25 years of business experience in a variety of roles including; Chief Executive Officer, Chief Financial and Chief Operating Officer displaying visionary growth and creative problem-solver techniques while operating in a fast-paced environment. His roles have touched all aspects of a corporation. He has additional training and experience in such key areas as; increasing shareholder value, business sustainability design and execution, corporate benchmarking and local and international taxation. He has worked with PricewaterhouseCoopers Securities Inc., the global leader in professional services specializing in a corporate finance advisory role involving the raising of capital, acquisitions and divestitures for all types of private and public organizations. Levering his vast experience with both private and public companies he has delivered numerous successful strategic and has successfully executed many operational and restructuring plans in addition to the design and implementation of several tax driven international operating structures. His experience has been gained within a wide range of industries that include: Professional services, Technology, Manufacturing, Oil and gas services, Information Technology, Real Estate development, Telecommunications, Services and Packaged and bundled software. Currently a CFO within the QuorTech Group of Company's including; WiMacTel Inc., QuorTech Solutions Inc., iTechnology Customer Service and Support Inc. and QuorTech Equities Ltd.

## **Dave Askeland, Chief Operating Officer, WiMacTel, Inc.**

Dave is an accomplished executive with over 19 years of experience in Sales, Service and Technical Operations. He has an extensive background in Process Improvement and Operations Management. He has held the following positions prior to WiMactel: Regional Director and Manager, Sterling Payphones LLC in Atlanta, GA where he was responsible for managing day-to-day, multi site operations to maximize net operating income with limited resources, cut costs, and improve service route efficiency, equipment deployed in over 6,000 locations in 18 states, Vice President of Sales & Marketing, Davel Communications, Inc. in Cleveland, OH where he improved gross margins while maintaining annual revenue of \$50M through direct and indirect sales teams in a declining industry. Dave was Vice President, American Telemanagement Solutions in Red Bank, NJ where he provided industry expertise and acted as program manager for projects in the travel center and truck stop industries; financial turnaround, RPF process management, utility expense auditing, and strategic planning. He has also held positions with Toll Call, Inc., Hewlett Packard and Sprint. Dave has a MA in Psychology from the University of West Georgia and a BA in Business/Basic Studies from the University of South Florida.

## **ATTACHMENT VI**

### Financial Information

WiMacTel is requesting a waiver from filing company specific financial information. The company is providing the financial statements of the parent company, QuorTech Equities, Ltd., as proof of the overall financial stability.

# **QUORTECH CONSOLIDATED**

**(QuorTech Solutions Inc. and  
iTechnology Customer Service and Support Inc. and  
QuorTech Freight and Logistics Inc.)**

## **FINANCIAL STATEMENTS**

December 31 2009

To The Shareholders  
**QUORTECH SOLUTIONS INC. and  
ITECHNOLOGY CUSTOMER SERVICE &  
SUPPORT INC. and QuorTech Freight and Logistics  
Inc.**

**NOTICE TO READER REPORT**

We have compiled the Consolidated Balance Sheet and Income Statement consisting of the company's **iTECHNOLOGY CUSTOMER SERVICE & SUPPORT INC. and QUORTECH SOLUTIONS INC. and QUORTECH FREIGHT AND LOGISTICS INC.** as at **DECEMBER 31, 2009** for the year then ended.

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Our compilation was made in accordance with generally accepted standards for notice to reader reports and accordingly consists from information provided by management of the company.

Our compilation does not constitute an audit, review nor have we attempted to verify the accuracy or completeness of such information.

Readers are cautioned that these statements may not be appropriate for their purposes

*Marimco Ltd.*

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**Marimco Management Consultants Ltd.**

Calgary, Alberta  
April 19, 2010

MARIMCO MANAGEMENT CONSULTANTS LTD.

**QuorTech Equities Consolidated  
Balance Sheet  
31-Dec-09**

	2009	2008
<b>(With Prior Period Information For Comparison)</b>		
<b>Current Assets</b>		
Bank	149,905	448,363
Accounts Receivable US	207,907	402,795
Accounts Receivable Cdn	738,348	118,413
Accounts Receivable allowance	(20,317)	(20,317)
Prepays & Deposits	6,700	0
Deferred Income Tax	200,000	200,000
Inventory and Work In Process and Reserves	263,000	0
<b>Total Current Assets</b>	<b>1,545,543</b>	<b>1,149,254</b>
<b>Fixed Assets</b>		
Equipment	606,312	624,222
Accum Depre	(596,589)	(589,615)
<b>Total Fixed Assets</b>	<b>9,723</b>	<b>34,607</b>
<b>Other Assets</b>		
Reorganization Costs	160,000	160,000
Other Intangibles	5,900	5,900
Amortization intangibles	(46,036)	(46,036)
<b>Total Other Assets</b>	<b>119,864</b>	<b>119,864</b>
<b>Total Assets</b>	<b>1,675,130</b>	<b>1,303,725</b>
<b>Current Liabilities</b>		
Accounts Payable US	551,967	310,804
Accounts Payable Cdn	527,410	716,326
GSTHST and Sales Tax Payable	(2,700)	6,321
Payroll and Income Tax Payable	39,637	6,184
Purchases Receipt Liability	0	21,586
Service Receipt Accrual	0	(8,567)
Accrued Expenses	240,000	772,810
Interest Payable	0	10,270
Accrued Warranty Liability and Other Liability	156,611	4,000
Deferred Revenue	100,000	100,000
Accrued Wages, Commissions and Vacation	36,000	32,956
<b>Total Current Liabilities</b>	<b>1,648,925</b>	<b>1,972,690</b>
<b>Long Term Liabilities</b>		
Pacific Crest	70,000	128,317
QEL Equity/Millennium	169,512	0
QE, IBT, iTechess, iTechcon	81,208	81,208
	<b>320,720</b>	<b>209,525</b>
	<b>1,969,645</b>	<b>2,182,215</b>
<b>Shareholder Equity</b>		
Translation Adjustment	33,503	33,403
Share Capital Common and Paid Up Capital	110	110
Share Capital Preferred	639,923	639,923
<b>Retained Earnings (Deficit)</b>	<b>(968,051)</b>	<b>(1,551,926)</b>
<b>Total Shareholder Equity</b>	<b>(294,515)</b>	<b>(878,490)</b>
<b>Total Liabilities and Equity</b>	<b>1,675,130</b>	<b>1,303,725</b>

**QuorTech Equities Consolidated  
Statement of Income and Retained Earnings  
For The Year Ended December 31 2009  
With Prior Year Figures for Comparison**

	2009	2008
<b>Revenue</b>	<b>4,866,594</b>	<b>8,833,213</b>
<b>Cost of Sales</b>	<b>2,055,021</b>	<b>5,312,917</b>
<b>Gross Profit</b>	<b>2,811,573</b>	<b>3,520,296</b>
	57.77%	39.85%
<b>Sales Expenses</b>		
Payroll	334,998	
Property Tax	10,745	
Insurance Operations	33,235	
Storage	550	
Telecommunications	4,944	
Other	57,932	
	<u>442,404</u>	
<b>Operating Expenses</b>		
Accounting and Professional Fees	157,225	165,823
Advertising & Promotions	3,358	3,970
Amortization/Depreciation	6,973	27,883
Automotive	43,932	45,997
Bad Debts	7,173	118,617
Bank Charges	38,560	0
Business and Property Taxes	6,000	10,496
Contract Services	91,564	0
Computer Supplies and Lease	58,639	35,914
Insurance, Licenses	11,268	41,310
Equipment Rentals	105,874	178,906
Interest on Long Term Debt	0	(4,669)
Management and Director Fees	505,856	633,226
Office	37,161	55,587
Product Development (net)	535,630	485,629
Rent and Storage	112,167	174,120
Supplies and Equipment Rental	0	14,117
Salaries and Wages and Fringe	535,186	1,040,985
Telephone and Utilities	68,018	32,622
Travel and Conferences	73,622	160,234
Warranty	(50,000)	221,740
<b>Total Operating Expenses</b>	<b>2,348,206</b>	<b>3,442,507</b>
<b>Net Operating Income (Loss) Before Other Items</b>	<b>20,963</b>	<b>77,789</b>
<b>Other Income (Expenses)</b>	<b>318,284</b>	<b>81,320</b>
<b>Net Operating Income (Loss) Before Taxes</b>	<b>339,247</b>	<b>159,109</b>
Provision for income tax (recoverable)	0	0
<b>Net Income (Loss) For The Period</b>	<b>339,247</b>	<b>159,109</b>
<b>Retained Earnings (Deficit)</b>		
Beginning of Year	(1,551,926)	(1,541,044)
Prior Period Adjustments	244,628	(169,991)
End of Year	<b>(968,051)</b>	<b>(1,551,926)</b>

MARIMCO MANAGEMENT CONSULTANTS LTD.



## **QUORTECH CONSOLIDATED**

**(These statements include: QuorTech Solutions Inc. and  
iTechnology Customer Service and Support Inc. and  
QuorTech freight and Logistics Ltd., and WiMacTel, Inc.)**

### **FINANCIAL STATEMENTS**

July 31, 2010

To The Shareholders  
**Quortech Solutions Inc. and  
iTechnology Customer Service and Support Inc.  
and QuorTech Freight and Logistics  
Inc. and WiMacTel, Inc.**

**NOTICE TO READER REPORT**

We have compiled the Consolidated Balance Sheet and Income Statement consisting of the company's **iTECHNOLOGY CUSTOMER SERVICE & SUPPORT INC. and QUORTECH SOLUTIONS INC. and QUORTECH FREIGHT AND LOGISTICS INC. and WIMACTEL, INC.** as at **JULY 31, 2010** for the seven month then ended.

Our compilation was made in accordance with generally accepted standards for notice to reader reports and accordingly consists from information provided by management of the company.

Our compilation does not constitute an audit, review nor have we attempted to verify the accuracy or completeness of such information.

Readers are cautioned that these statements may not be appropriate for their purposes

*Marimco Ltd.*

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**Marimco Management Consultants Ltd.**

Calgary, Alberta  
October 14, 2010

MARIMCO MANAGEMENT CONSULTANTS LTD.

**QuorTech Equities Consolidated****Balance Sheet**

2,010

2,009

**31-Jul-10****(With Prior Period Information For Comparison)****Current Assets**

Bank	311,286	149,905
Accounts Receivable US	329,935	402,794
Accounts Receivable Cdn (incl SRED)	893,293	867,597
Accounts Receivable allowance	(20,317)	(20,317)
Prepays & Deposits	9,550	6,500
Deferred Income Tax	200,000	200,000
Inventory and Work In Process and Reserves	163,236	263,236

**Total Current Assets****1,886,983****1,869,715****Fixed Assets**

Equipment	632,147	606,312
Accum Depre	(603,563)	(596,589)

**Total Fixed Assets****28,584****9,723****Other Assets**

Reorganization and New Venture Costs	234,663	160,000
Other Intangibles	5,900	5,900
Amortization intangibles	(46,036)	(46,036)

**Total Other Assets****194,527****119,864****Total Assets****2,110,094****1,999,301****Current Liabilities**

Accounts Payable US	245,748	452,346
Accounts Payable Cdn	590,909	376,033
GSTHST and Sales Tax Payable	15,615	10,844
Payroll and Income Tax Payable	8,000	38,977
Accrued Expenses	169,879	240,000
Accrued Warranty Liability and Other Liability	147,810	147,810
Other Liability	4,000	0
Accrued Wages, Commissions and Vacation	11,326	36,123

**Total Current Liabilities****1,193,287****1,302,134****Long Term Liabilities**

Pacific Credit	17,500	70,000
Due to Mmcl	54,688	54,688
Other	81,208	81,208

**153,396****205,895****1,346,682****1,508,030****Shareholder Equity**

Translation Adjustment	48,402	59,882
Share Capital Common and Paid Up Capital	482,403	482,403
Share Capital Preferred	639,923	639,923

**Retained Earnings (Deficit)****(407,317)****(690,937)****Total Shareholder Equity****763,411****491,271****Total Liabilities and Equity****2,110,094****1,999,301**

MARIMCO MANAGEMENT CONSULTANTS LTD.

**QuorTech Equities Consolidated**  
**Statement of Income and Retained Earnings**  
**For The Seven Months Ended July 31 2010**  
**With Prior Year Figures for Comparison**

	2010	2009
<b>Revenue</b>	<b>2,673,583</b>	<b>4,966,597</b>
<b>Cost of Sales</b>	<b>924,615</b>	<b>2,070,841</b>
<b>Gross Profit</b>	<b>1,748,968</b>	<b>2,895,756</b>
	65.4%	58.3%
<b>Sales Expenses</b>	191,271	536,922
<b>Operating Expenses</b>		
Accounting and Professional Fees	59,551	157,229
Advertising & Promotions	19	3,388
Amortization/Depreciation	6,973	6,973
Automotive	27,230	43,932
Bad Debts	32,599	4,631
Bank Charges	11,473	42,038
Business and Property Taxes	3,000	6,991
Computer Supplies and Lease	46,200	63,960
Insurance, Licenses	52,577	6,477
Equipment Rentals	17,423	105,874
Interest on Long Term Debt	7,341	5,012
Management and Director Fees	210,000	498,656
Office	9,374	44,922
Product Development (net)	309,523	627,192
Rent and Storage	6,025	95,687
Supplies and Equipment Rental	69,685	5,515
Salaries and Wages and Fringe	305,928	455,312
Telephone and Utilities	56,595	67,746
Travel and Conferences	29,462	68,279
Warranty	0	(50,000)
<b>Total Operating Expenses</b>	<b>1,260,978</b>	<b>2,259,814</b>
<b>Net Operating Income (Loss) Before Other Items</b>	296,719	99,020
Income Tax	13,099	0
<b>Net Income (Loss) After Tax</b>	<b>283,620</b>	<b>99,020</b>
<b>Other Items</b>		
Other Income (Expenses)	0	546,284
<b>Net Income (Loss) For The Period</b>	<b>283,620</b>	<b>645,304</b>
<b>Retained Earnings (Deficit)</b>		
Beginning of Year	(690,937)	(1,330,048)
Prior Period Adjustments	0	(6,193)
<b>End of Year</b>	<b>(407,317)</b>	<b>(690,937)</b>