

EARLY, LENNON, CROCKER & BARTOSIEWICZ, P.L.C.

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HAROLD E. FISCHER, JR. RUSSELL B. BAUGH
LAWRENCE M. BRENTON ANDREW J. VORBRICH
GORDON C. MILLER TYREN R. CUDNEY
GARY P. BARTOSIEWICZ STEVEN M. BROWN
BLAKE D. CROCKER KRISTEN L. GETTING

OF COUNSEL
JOHNT. PETERS, JR.

THOMPSON BENNETT
(1912-2004)
VINCENT T. EARLY
(1922-2001)
JOSEPH J. BURGIE
(1926-1992)

October 18, 2005

Pamela Bonrud, Executive Director
South Dakota Public Utilities Commission
State Capitol Building
500 East Capital Avenue
Pierre, SD 57501

RECEIVED
OCT 19 2005
SOUTH DAKOTA PUBLIC
UTILITIES COMMISSION

RE: Pacific Centrex Services, Inc.

Dear Ms. Bonrud:

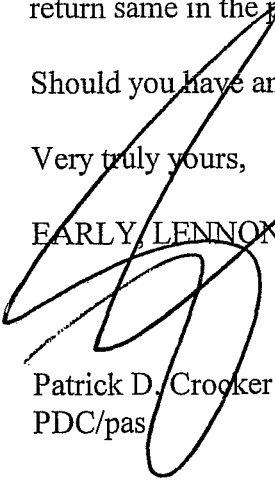
Enclosed herewith for filing with the Commission, please find an original and ten (10) copies of the above captioned corporation's APPLICATION FOR A CERTIFICATE OF AUTHORITY TO PROVIDE FACILITIES-BASED AND RESOLD LOCAL EXCHANGE SERVICES, along with a check in the amount of \$250.00 to cover the filing fees related to same.

Enclosed you will find an exact duplicate of this letter. Please stamp the duplicate received and return same in the postage-paid envelope attached thereto.

Should you have any questions or concerns, please contact the undersigned.

Very truly yours,

EARLY, LENNON, CROCKER & BAROSIEWICZ, P.L.C.



Patrick D. Crocker
PDC/pas

BEFORE THE
PUBLIC UTILITIES COMMISSION
OF THE STATE OF SOUTH DAKOTA

RECEIVED

OCT 19 2005

In the of the Application of)
Pacific Centrex Services, Inc.)
For a Certificate of Authority to Provide) Docket No.
Facilities-based and)
Resold Local Exchange Services)

SOUTH DAKOTA PUBLIC
UTILITIES COMMISSION

APPLICATION FOR AUTHORITY TO PROVIDE
LOCAL EXCHANGE SERVICES

I. INTRODUCTION

Pursuant to S.D.C.L. § 49-31.3 and the Federal Telecommunications Act of 1996 ("Federal Act" or "Act"), Pub.L. No. 104-104, 100 Stat. 56 (1996) Pacific Centrex Services, Inc. ("Applicant") respectfully seeks a Certificate of Public Convenience and Necessity to permit it to provide facilities-based and resold local exchange services in the State of South Dakota.

The Telecommunication Act of 1996 presents this Commission with the unique opportunity to expand upon existing pro-competitive telecommunications policies to ensure that all consumers--residential and business--will have access to high quality, low-cost, and innovative telecommunications services. The Federal Act was adopted to promote competition and reduce regulation in order to secure lower prices and higher quality telecommunications services for the American populace.

In accordance with these goals, Congress included provisions in the Federal Act designed to facilitate increased competition in all aspects of the local exchange market. Section 253 of the Act prohibits states from imposing any requirements that would constitute any barriers to entry into the local exchange market. The Federal Act also imposes several requirements on the incumbent local exchange carriers ("LECs") to assist new entrants in the market. Specifically, the Federal Act prohibits all LECs from imposing unreasonable or discriminatory conditions or limitations on the

resale of telecommunications services. 47 U.S.C. § 251(b)(1). Incumbent LECs also must enter reciprocal compensation arrangements for the origination and termination of telecommunications services. 47 U.S.C. §§ 251, 252. Finally, incumbent LECs are required to offer for resale at wholesale rates (based on retail prices minus avoided costs), any telecommunications services that the carrier provides to subscribers who are not telecommunications carriers. Applicant seeks authority from the Commission to provide local exchange services as soon as these rates are available.

The Federal Act's prohibition against barriers to entry clearly contemplates that the State will not impose any requirements that are more burdensome than necessary. In light of Applicant's extensive experience in providing telecommunications services in the State and its intent to provide facilities-based and resold services, Applicant requests that a Certificate be granted without hearing or any other formal proceeding that would delay its expansion into the local resale market.

The approval of this Application will further the purposes of the Federal Telecommunications Act of 1996 as well as S.D.C.L. § 49-31.3. Accordingly, Applicant requests that the Commission grant a Certificate of Authority to provide facilities-based and resold local exchange services.

In support thereof, Applicant provides the following information:

II. QUALIFICATIONS

1. Applicant's legal name is Pacific Centrex Services, Inc. Applicant maintains its principal place of business at:

Pacific Centrex Services, Inc.
6855 Tujunga Avenue
North Hollywood, CA 91605
Telephone 818-623-2300
Facsimile 818-623-2301
Toll Free 800-881-7054

2. Correspondence or communications pertaining to this application should be directed to Applicant's attorney:

Patrick D. Crocker
Early, Lennon, Crocker & Bartosiewicz, P.L.C.
900 Comerica Building
Kalamazoo, MI 49007
Telephone 269-381-8844
Facsimile 269-381-8822

3. Questions concerning the ongoing operations of Applicant following certification should be directed to:

Rhaphael Tarpley
Regulatory Affairs Department
Pacific Centrex Services, Inc.
530 W. 6th Street, Suite 300
Los Angeles, CA 90014

4. Applicant is a California corporation. Applicant is qualified to do business in the State of South Dakota. Applicant is seeking authority to provide resold and facilities-based local exchange services within the State. A copy of Applicant's Articles of Incorporation and Certificate of Authority to Transact Business within the State are attached hereto as Exhibit A.

5. Applicant's registered agent in South Dakota is:

Ronald D. Olinger
117 East Capitol
Pierre, SD 57501

6. Applicant intends initially to provide local exchange service on a facilities-based and resold basis. The specific manner in which Applicant will provide local exchange service depends upon the result of negotiations with the incumbent local exchange carriers currently operating within the State.

7. Applicant is financially qualified to provide resold telecommunications services in the State. In particular, Applicant has access to the financing and capital necessary to conduct its telecommunications operations as specified in this Application. In support of Applicant's financial ability to provide the proposed service, Applicant attaches most recent statements as Exhibit B.

8. All complaints and billing inquires should be made to Applicant. Applicant's customer service organization is available 24 hours per day, seven days per week to receive questions and billing inquires. Customers may contact a Customer Service Representative ("CSR") by calling Applicant's toll-free customer service number or by writing to Applicant. When an inquiry is received, a CSR will research the questions and obtain pertinent information about the customer's account. If needed, CSR will make adjustments to a customer's bill at the time of inquiry. In the event of a billing dispute, each CSR has the authority to make adjustments to a customer's bill up to a specified dollar amount. Any adjustments which exceed this amount are handled by a department supervisor. When an adjustment is made, the customer will see the credit on the subsequent invoice. The contact person responsible for customer complaints is Rhaphael Tarpley. Mr. Tarpley may be reached at (213) 244-1465. Applicant's toll-free number for customer complaints and inquires is (800) 881-7054.

9. Applicant is technically qualified to provide resold telecommunications services within the State. Applicant is authorized by registration or certification to provide resold long distance service and local exchange service in Arkansas, California, Colorado, Connecticut, Florida, Illinois, Indiana, Kansas, Michigan, Missouri, Nevada, New Jersey, New York, Ohio, Texas, and Wisconsin. Applicant currently provides primarily small and medium size business customers with high quality cost effective telecommunications services. Descriptions of Applicant's key personnel are attached hereto as Exhibit C.

II. PROPOSED SERVICES

1. Applicant proposes to provide facilities-based and resold local exchange service to subscribers within the Qwest local service areas. Specifically, Applicant seeks authority to resell local exchange service in the existing service areas of Qwest. Applicant intends to provide all forms of intrastate telecommunications services including: (1) Basic Residential Exchange Services (Local Exchange Flat Rate, Measured Rate Services, operator access, etc.); (2) Residential Custom and Class Features (call waiting, caller ID, call forwarding, etc.); (3) Adjunct Provided Features (voice messaging, etc.); and (4) Residential Ancillary Services (911, directory listing, directory assistance, etc.)

2. The Federal Act establishes the framework for incumbent LECs to provide resellers of local exchange service with unbundled service at wholesale rates. 47 U.S.C. §§ 251, 252. These rates must be based on current retail rates minus the avoided costs as prescribed by the Federal Act until such time as commercially viable wholesale rates are available from the incumbent LECs, Applicant is unable to file a proposed tariff. As soon as such rates are available, and prior to the commencement of service, Applicant shall file a proposed tariff (containing its rates, terms and conditions of service) with the Commission for its review.

IV. CONCLUSION

The telecommunications industry is growing and changing at an impressive pace. The entry of Applicant into the local exchange resale market will enhance competition in the provision of telecommunications services within the State of South Dakota as prescribed by the South Dakota Codified Laws and the Federal Act. Applicant will bring significant benefits to South Dakota State telecommunications users. Applicant's expertise in the telecommunications sector will permit it to select the most economic and efficient services, thereby providing customers with a better combination of price, quality, and customer service than other carries. Accordingly, Applicant anticipates its proposed service will provide subscribers with better quality services and will increase consumer choice of innovative, diversified, and reliable service offerings.

Wherefore, Pacific Centrex Services, Inc. requests that the South Dakota Public Utilities Commission approve the requested authority for a certificate of public convenience and necessity to include resold local exchange services in South Dakota.

Respectfully Submitted

Pacific Centrex Services, Inc.

Dated: _____

10/18/11

By: _____

Patrick D. Crocker
Early, Lennon, Crocker & Bartosiewicz, P.L.C.
900 Comerica Building
Kalamazoo, MI 49007-4752
Its: Attorneys

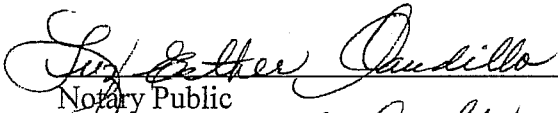
VERIFICATION

M. Devin Semler, President of Pacific Centrex Services, Inc., first being duly sworn on oath, deposes and says that he has read the foregoing Application and verifies that the statements made therein are true and correct to the best of his knowledge, information, and belief.

Pacific Centrex Services, Inc.

By: 
M. Devin Semler

The foregoing instrument was acknowledged before me this 20th day of February, 2004⁵
by M. Devin Semler.


Notary Public
For the County of Los Angeles
My Commission Expires March 30, 2007

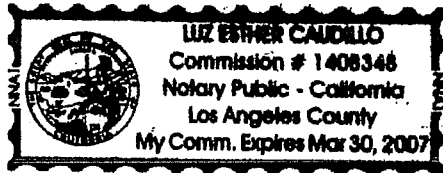


EXHIBIT A

Articles of Incorporation

Certificate of Authority to Transact Business

2159363

FILED
in the office of the Secretary of State
of the State of California

APR 02 1999

Bill Jones
BILL JONES, Secretary of State

ARTICLES OF INCORPORATION
OF
PACIFIC CENTREX SERVICES, INC.

I

The name of the corporation is **PACIFIC CENTREX SERVICES, INC.**

II

The purpose of the corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California, other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the California Corporations Code.

III

The name and address, in the State of California, of this corporation's initial agent for service of process is M. Devin Semler, 6855 Tujunga Avenue, North Hollywood, California 91605.

IV

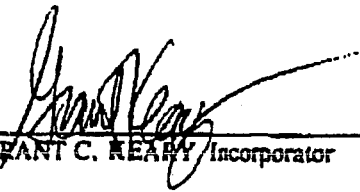
This corporation is authorized to issue only one class of shares of stock; the total number of shares which the corporation is authorized to issue is 100,000.

V

The liability of the directors of the corporation for monetary damages shall be eliminated to the fullest extent permissible under California law.

The corporation is authorized to provide indemnification of agents (as defined in Section 317 of the Corporations Code) for breach of duty to the corporation and its stockholders through bylaw provisions or through agreements with the agents, or both, in excess of the indemnification otherwise permitted by Section 317 of the Corporations Code, subject to the limits on such excess indemnification set forth in Section 204 of the Corporations Code.

DATE: April 1, 1999


GRANT C. NEARY, Incorporator

00330160

2159343

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
PACIFIC CENTREX SERVICES, INC.
a California corporation

FILED
In the office of the Secretary of State
of the State of California

AUG 23 1999
Bill Jones
BILL JONES, Secretary of State

M. Devin Semler certifies that:

1. He is the President and Secretary, of PACIFIC CENTREX SERVICES, INC., a California corporation.
2. Article IV of the Articles of Incorporation of this corporation is amended and restated in its entirety to read as follows:

"IV

The corporation is authorized to issue only one class of shares of stock; the total number of shares which the corporation is authorized to issue is Fifty Million (50,000,000). On the Amendment of this Article, each outstanding share is split up and converted into 2,500 shares."

3. The foregoing amendment of Articles of Incorporation has been duly approved by the Board of Directors.
4. The foregoing amendment of Articles of Incorporation has been duly approved by the required vote of shareholders in accordance with Section 902, Corporations Code. The total number of outstanding shares of the corporation is 2,000. The number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required was more than 50%.

I further declare under penalty of perjury under the laws of the State of California that the matters set forth in this Certificate are true and correct of my own knowledge, and that this Certificate of Amendment was executed on August 12, 1999 at North Hollywood, California.

Date: August 12, 1999


M. Devin Semler, President and Secretary



J:\CCK\board\PCS Stock Split Amendment.spd

State of South Dakota



OFFICE OF THE SECRETARY OF STATE

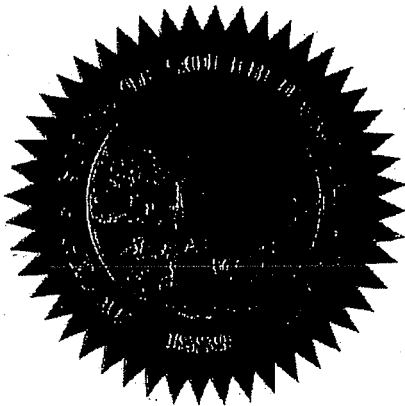
Certificate of Authority

ORGANIZATIONAL ID #: FB029539

I, **Chris Nelson**, Secretary of State of the State of South Dakota, hereby certify that the Application for a Certificate of Authority of **PACIFIC CENTREX SERVICES, INC. (CA)** 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 April 12, 2005.



Chris Nelson

Chris Nelson
Secretary of State



Secretary of State
 State Capitol
 500 E. Capitol Ave.
 Pierre SD 57501
 Phone 605-773-4845
 Fax 605-773-4550

Filed this 12th day of April 2005
 Application for Certificate of Authority
 DEPARTMENT OF STATE

RECEIVED

APR 05 05

S.D. SEC. of STATE

RECEIVED

Pursuant to the provisions of SDCL 47-8-7, the undersigned corporation hereby applies for a Certificate of Authority to transact business in the State of South Dakota and for that purpose submits the following statement:

(1) The name of the corporation is PACIFIC CENTREX SERVICES, INC.
 (exact corporate name)

(2) If the name of the corporation does not contain the word "corporation", "company", "incorporated" or "limited" or does not contain an abbreviation of one of such words, then the name of the corporation with the word or abbreviation which it elects to add thereto for use in this state is

(3) State where incorporated California Federal Taxpayer ID# 95-4735850

(4) The date of its incorporation is April 2, 1999 and the period of its duration, which may be perpetual, is

(5) The address of its principal office in the state or country under the laws of which it is incorporated is
6855 Tujunga Avenue, North Hollywood, CA Zip Code 91605

mailing address if different from above is:
 Zip Code

(6) The street address, or a statement that there is no street address, of its proposed registered office in the State of South Dakota is
117 East Capitol, Pierre, SD Zip Code 57501

and the name of its proposed registered agent in the State of South Dakota at that address is Ronald D. Olinger

(7) The purposes which it proposes to pursue in the transaction of business in the State of South Dakota are: (state specific purpose)
To provide telecommunication services.

(8) The names and respective addresses of its directors and officers are:

Name	Officer Title	Street Address	City	State	Zip
<u>M. Devin Semler</u>	<u>Dir., Pres.</u>	<u>6855 Tujunga Ave.</u>	<u>N. Hollywood</u>	<u>CA</u>	<u>91605</u>
<u>Josh Ploude</u>	<u>V-P</u>	<u>6855 Tujunga Ave.</u>	<u>N. Hollywood</u>	<u>CA</u>	<u>91605</u>
<u>Ron Semler</u>	<u>Secy., Treas</u>	<u>6855 Tujunga Ave.</u>	<u>N. Hollywood</u>	<u>CA</u>	<u>91605</u>
<u>Subash Khurana</u>	<u>COO</u>	<u>6855 Tujunga Ave.</u>	<u>N. Hollywood</u>	<u>CA</u>	<u>91605</u>

(9) The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class is:

Number of shares	Class	Series	Par value per share or statement that shares are without par value
<u>50,000,000</u>	<u>Common</u>	<u>---</u>	<u>Without par value</u>

(10) The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of shares	Class	Series	Par value per share or statement that shares are without par value
5,000,000	Common	---	Without par value

(11) The amount of its stated capital is \$ ~~100~~ 100,000.00
Shares issued times par value equals stated capital. In the case of no par value stock, stated capital is the consideration received for the issued shares.

(12) This application is accompanied by a CERTIFICATE OF FACT or a CERTIFICATE OF GOOD STANDING duly acknowledged by the Secretary of State or other officer having custody of corporate records in the state or country under whose laws it is incorporated.

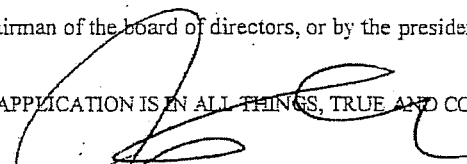
(13) That such corporation shall not directly or indirectly combine or make any contract with any incorporated company, foreign or domestic, through their stockholders or the trustees or assigns of such stockholders, or with any copartnership or association of persons, or in any manner whatever to fix the prices, limit the production or regulate the transportation of any product or commodity so as to prevent competition in such prices, production or transportation or to establish excessive prices therefor.

(14) That such corporation, as a consideration of its being permitted to begin or continue doing business within the State of South Dakota, will comply with all the laws of the said State with regard to foreign corporations.

The application must be signed, in the presence of a notary public, by the chairman of the board of directors, or by the president or by another officer.

I DECLARE AND AFFIRM UNDER THE PENALTY OF PERJURY THAT THIS APPLICATION IS IN ALL THINGS, TRUE AND CORRECT.

Dated 2-18-2005



 (Signature)

 Vice - President

 (Title)

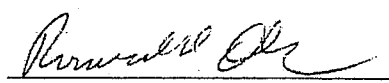
STATE OF _____
COUNTY OF _____

I, _____, a notary public, do hereby certify that on this _____ day of _____ 20 05, personally appeared before me _____ who, being by me first duly sworn, declared that he/she is the _____ of PACIFIC CENTREX SERVICES, INC., that he/she signed the foregoing document as officer of the corporation, and the statements therein contained are true.

My Commission Expires _____ (Notary Public)

Notarial Seal

The Consent of Appointment below must be signed by the registered agent listed in number six.

Consent of Appointment by the Registered Agent	
I, <u>Ronald D. Olinger</u> , hereby give my consent to serve as the registered agent for <u>PACIFIC CENTREX SERVICES, INC.</u>	(name of registered agent) (corporate name)
Dated <u>April 4</u> 20 <u>05</u>	 (signature of registered agent)

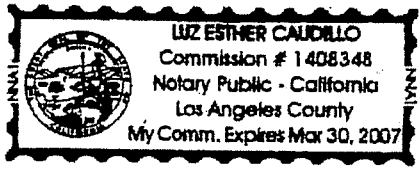
CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California }
County of Los Angeles } ss.

On Feb 16, 2005, before me, Luz Esther Caudillo
Date Name and Title of Officer (e.g., "Jane Doe, Notary Public")

personally appeared Jahua Floude
Name(s) of Signer(s)

- personally known to me
- proved to me on the basis of satisfactory evidence



to be the person(s) whose name(s) is are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.
Luz Esther Caudillo
Signature of Notary Public

Place Notary Seal Above

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document
Title or Type of Document: Application / Certificate of Authority
(Secretary of State)
Document Date: _____ Number of Pages: 4

Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer

- Signer's Name: _____
- Individual
 - Corporate Officer — Title(s): _____
 - Partner — Limited General
 - Attorney in Fact
 - Trustee
 - Guardian or Conservator
 - Other: _____

Signer Is Representing: _____

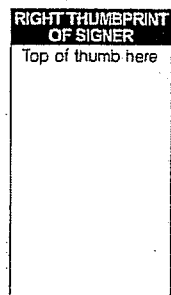


EXHIBIT B

Financial Statements

Pacific Centrex Services, Inc.

Balance Sheet

12/20/2004

As of November 30, 2004

Nov 30, '04

ASSETS

Current Assets

Checking/Savings

1000 · Petty Cash	200.00
1046 · Corp Acct - General	302,335.40
1047 · Corp Acct - Payroll	27,291.19
1048 · Business Maximizer Acct.	790,471.99
1049 · Corporate Tax Account	13,056.55

Total Checking/Savings	<u>1,133,355.13</u>
------------------------	---------------------

Accounts Receivable

1200 · Accounts Receivable	
1204 · Monthly NSF Checks	266,444.75
1205 · Monthly A/R	6,447,984.92
Total 1200 · Accounts Receivable	<u>6,714,429.67</u>

1202 · Reserve for Bad Debts	-1,862,524.85
1210 · Accounts Receivable - Access	776,120.33

Total Accounts Receivable	<u>5,628,025.15</u>
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Other Current Assets

1230 · Interests Receivable	7,900.00
1401 · Employee Advances	
1409 · Employees - Officer I	362,695.82
1401 · Employee Advances - Other	85,854.36
Total 1401 · Employee Advances	<u>468,550.18</u>

1490 · Prepaid Expenses	
1493 · Prepaid Compensation	68,900.80
1494 · Prepaid Purchases	25,164.56
Total 1490 · Prepaid Expenses	<u>94,065.36</u>

Total Other Current Assets	<u>570,515.54</u>
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Total Current Assets	<u>7,331,895.82</u>
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Fixed Assets

1600 · Furniture & Fixtures	37,431.44
1604 · Automobiles	11,150.32
1605 · Computer Equipment	177,274.57
1610 · Office Equipment	45,471.42
1615 · Phone Equipment	192,556.23
1620 · Leasehold Improvements	21,726.14
1625 · Software	187,751.11
1635 · Telecom Equipment	266,586.12
1700 · Accumulated Depreciation	-456,063.00

Total Fixed Assets	<u>483,884.35</u>
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Other Assets

1801 · Accumulated Amortization	-966,238.00
1910 · Deposits	
1915 · Security Deposits	24,429.33
Total 1910 · Deposits	<u>24,429.33</u>

1930 · Acquisitions

1931 · Acquisition - Furst Group C.B.	500,000.00
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Total 1930 · Acquisitions	<u>500,000.00</u>
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	<u>Nov 30, '04</u>
1990 · Goodwill	679,982.42
Total Other Assets	<u>238,173.75</u>
TOTAL ASSETS	<u>8,053,953.92</u>
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Accounts Payable	
2000 · Accounts Payable	3,034,680.78
Total Accounts Payable	<u>3,034,680.78</u>
Other Current Liabilities	
2250 · Garnishments Payable	0.02
2251 · 401K Payable	2,540.19
2252 · Retirement Plan Payable	-40,000.00
2260 · Tax Payable - Fed/State/Surchrg	338,146.07
Total Other Current Liabilities	<u>300,686.28</u>
Total Current Liabilities	3,335,367.06
Long Term Liabilities	
2401 · Interest Payable - Affiliate	33,466.45
2500 · Settlements Payable	121,500.00
2700 · Shareholders Loan	
2710 · A.J. Semler	50,000.00
2715 · D.K. Semler	50,000.00
2720 · D.T. Semler	80,000.00
2734 · Portland Trust	25,000.00
2740 · S.R. Semler	50,000.00
2746 · Ron and Lisa Semler Fam.Trust	1,627,012.19
2747 · M.S. Semler	50,000.00
2748 · M.R. Semler	50,000.00
2749 · R.M. Semler	50,000.00
Total 2700 · Shareholders Loan	<u>2,032,012.19</u>
2800 · Leases Payable	
2804 · MBE	37,372.79
Total 2800 · Leases Payable	<u>37,372.79</u>
Total Long Term Liabilities	<u>2,224,351.43</u>
Total Liabilities	5,559,718.49
Equity	
3000 · Capital Stock	200.00
3100 · Retained Earnings	1,220,358.45
3120 · PIC - Semler's	106,168.00
3165 · Distribution 2003 - MDSemler	-700,000.00
3166 · Distribution 2003 - RHSemler	-700,000.00
3167 · Distribution 2004 - MDSemler	-1,718,012.19
3168 · Distribution 2004 - RHSemler	-1,718,012.19
Net Income	6,003,533.36
Total Equity	<u>2,494,235.43</u>
TOTAL LIABILITIES & EQUITY	<u>8,053,953.92</u>

Pacific Centrex Services, Inc.

Profit & Loss

January through November 2004

	Jan '04	Feb '04	Mar '04	Apr '04	May '04	Jun '04	Jul '04	Aug '04	Sep '04
Ordinary Income/Expense									
Income									
4000 • Sales									
4001 • Full Service Sales	1,763,977.16	1,880,623.90	1,920,208.57	1,934,864.47	1,938,085.05	2,012,147.29	2,062,844.60	2,232,195.29	2,237,743.88
4003 • Sales - Finance Charges	21,124.79	22,593.95	23,086.62	25,631.24	24,896.42	27,119.12	24,748.04	23,387.53	25,366.63
4005 • Sales - Taxes & Surcharges	396,236.69	421,008.45	460,064.86	461,148.93	482,860.57	507,706.30	551,901.37	553,281.71	603,964.15
4006 • Access Charges	161,379.27	246,413.65	283,503.08	264,072.62	278,072.66	294,240.93	264,513.22	272,470.39	321,197.21
4010 • Write-offs/Refunds	-4,132.92	0.00	-411.53	-3,092.90	-141.47	-3,118.63	-5,354.06	-620.12	-102.82
4020 • Credits Allowed	-86,515.07	-46,134.41	-92,390.43	-56,257.72	-62,687.83	-77,346.49	-119,712.21	-68,539.78	-179,350.41
4021 • Debit Adjustments	117,886.57	126,122.32	150,990.35	206,517.39	229,429.31	126,876.44	212,075.53	189,042.96	183,152.10
Total 4000 • Sales	2,369,956.49	2,650,627.86	2,745,051.52	2,832,884.03	2,890,514.71	2,887,624.96	2,991,016.49	3,201,217.98	3,191,970.74
4050 • Interest Income	547.58	469.80	482.95	439.42	410.45	484.15	457.56	517.06	14,490.27
4100 • Recovery Income from Embezzleme	250.00	250.00	0.00	250.00	500.00	500.00	500.00	500.00	500.00
4200 • Other Income-Judgement	7,500.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	24,375.63
Total Income	2,378,254.07	2,651,347.66	2,745,534.47	2,833,573.45	2,891,425.16	2,888,609.11	2,991,974.05	3,202,235.04	3,231,336.64
Cost of Goods Sold									
5000 • Purchases									
5001 • Usage Charges									
5002 • Full Service	389,263.78	221,740.86	193,051.08	156,291.63	80,090.80	78,683.04	74,223.53	54,263.75	56,826.92
5003 • Long Distance	143,567.06	147,066.53	168,808.72	166,616.85	161,629.00	168,450.74	198,889.52	192,014.03	238,963.95
5004 • Other Charges	701,132.35	867,319.06	853,801.06	835,797.69	880,189.52	913,167.05	1,009,483.81	1,132,262.78	1,029,225.28
5006 • Internet Services	8,921.88	8,623.14	7,475.60	6,012.02	5,145.23	5,069.46	6,831.00	6,003.87	7,055.12
5009 • Voice Messaging	10,737.01	10,673.94	6,254.79	7,723.98	6,644.06	6,060.15	7,516.25	8,730.00	6,998.35
Total 5001 • Usage Charges	1,253,622.08	1,255,423.53	1,229,391.25	1,172,442.17	1,133,698.61	1,171,430.44	1,296,944.11	1,393,274.43	1,339,069.62
Total 5000 • Purchases	1,253,622.08	1,255,423.53	1,229,391.25	1,172,442.17	1,133,698.61	1,171,430.44	1,296,944.11	1,393,274.43	1,339,069.62
Total COGS	1,253,622.08	1,255,423.53	1,229,391.25	1,172,442.17	1,133,698.61	1,171,430.44	1,296,944.11	1,393,274.43	1,339,069.62
Gross Profit	1,124,631.99	1,395,924.13	1,516,143.22	1,661,131.28	1,757,726.55	1,717,178.67	1,695,029.94	1,808,960.61	1,892,267.02
Expense									
6000 • Salaries									
6002 • Billing	12,771.60	15,860.53	15,542.46	15,850.86	15,863.36	15,474.66	15,733.96	15,846.26	17,630.08
6003 • Commissions	0.00	4,000.00	4,500.00	1,000.00	69,216.00	1,500.00	1,528.00	0.00	0.00
6004 • Customer Service	30,294.98	37,857.07	39,550.28	43,704.58	40,808.81	38,991.71	39,533.99	37,365.44	38,306.09
6005 • Info Services	12,905.24	15,238.31	15,002.10	15,366.67	14,731.87	15,255.49	15,441.29	15,098.67	14,940.52

	Jan '04	Feb '04	Mar '04	Apr '04	May '04	Jun '04	Jul '04	Aug '04	Sep '04
6006 · Management	33,250.00	48,250.00	42,000.00	42,000.00	42,000.00	42,000.00	42,000.00	42,000.00	42,000.00
6007 · Office	11,043.85	11,062.51	13,822.68	15,567.43	15,602.22	16,655.83	17,921.79	19,011.40	17,776.10
6010 · Sales	31,540.22	23,982.20	20,024.48	18,774.48	15,179.48	19,814.47	26,141.20	23,865.75	22,300.45
6011 · Technician	6,869.12	9,597.04	10,459.43	10,778.62	10,292.28	10,811.74	10,704.21	10,342.27	10,876.72
6013 · Collections	8,259.18	11,254.16	11,794.14	14,395.93	11,667.69	12,162.02	13,892.37	12,666.18	11,593.14
6014 · Provisioning	14,627.43	17,174.36	19,299.86	19,571.77	19,060.81	19,821.81	20,548.58	20,197.87	21,449.53
6015 · Bonus	0.00	0.00	1,000.00	2,000.00	0.00	0.00	0.00	0.00	0.00
6016 · QA/Setup	9,349.83	10,463.73	12,184.30	10,937.36	12,172.95	10,414.50	15,709.65	41,943.58	19,100.01
6000 · Salaries - Other	-98,284.48	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total 6000 · Salaries	72,626.97	204,739.91	205,179.73	209,947.70	266,595.47	202,902.23	219,155.04	238,337.42	215,972.64
6100 · Operating Expenses									
6101 · Accounting Services	5,230.00	1,950.00	1,269.00	0.00	632.50	0.00	5,551.00	8,900.00	6,537.00
6105 · Agent Commissions	204,591.67	249,025.50	183,242.30	325,135.66	272,264.80	174,854.95	405,269.55	394,968.80	534,081.90
6115 · Automobile Expense	15,279.49	12,454.81	12,248.77	13,860.78	13,829.17	12,489.23	12,519.48	11,700.32	12,370.64
6120 · Bad Debts	104,833.03	121,020.54	127,011.09	129,527.28	132,573.47	133,590.60	135,541.13	144,438.36	146,974.29
6121 · Collection of BD Provisions	-3,181.33	-5,213.83	-3,266.98	-3,684.63	-3,516.50	-1,861.35	-5,936.14	-5,895.64	-2,621.83
6125 · Bank Charges	4,745.31	4,886.53	5,686.95	5,815.75	5,115.10	5,744.26	5,650.53	6,113.41	5,397.70
6130 · Business Development	1,715.83	145.31	98.85	0.00	1,277.07	7,500.00	3,264.45	534.53	3,280.07
6135 · Casual Labor	1,000.00	1,000.00	1,844.25	2,493.00	1,650.00	1,720.00	3,102.40	955.00	0.00
6136 · Cash Over/Short	0.00	0.00	0.00	0.00	0.00	0.00	0.78	0.00	0.10
6145 · Computer Expense									
6146 · Software	2,178.75	2,178.75	2,178.75	2,178.75	2,178.75	2,178.75	2,178.75	2,178.75	2,178.75
6145 · Computer Expense - Other	8,485.96	8,904.92	8,225.77	15,823.38	15,613.15	12,100.87	6,600.57	7,371.00	6,060.38
Total 6145 · Computer Expense	10,664.71	11,083.67	10,404.52	18,002.13	17,791.90	14,279.62	8,779.32	9,549.75	8,239.13
6150 · Data Processing/Billing	2,478.62	5,351.43	5,527.96	4,751.94	5,203.23	4,550.03	4,646.08	5,344.71	5,188.05
6155 · Donations & Contributions	0.00	0.00	0.00	500.00	0.00	1,500.00	0.00	1,150.00	0.00
6160 · Dues & Subscriptions	286.39	109.88	0.00	35.00	0.00	382.46	153.20	135.00	0.00
6165 · Legal Fees	15,255.20	8,984.22	1,112.50	1,793.96	2,675.10	5,273.17	1,613.04	1,306.03	2,334.33
6170 · Miscellaneous	0.00	0.00	0.00	0.00	0.00	0.00	0.00	59.61	0.00
6174 · Network Supplies	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	4,711.70
6175 · Office Supplies	13,845.89	2,182.42	2,262.39	2,448.28	249.54	6,591.15	2,786.97	2,714.12	2,183.06
6180 · Outside Services									
6181 · Janitorial	500.00	1,000.00	500.00	936.00	1,172.00	416.00	2,064.00	714.57	2,522.00
6182 · Technical	7,004.55	12,703.27	6,056.43	4,616.48	4,313.00	3,722.75	4,782.00	3,947.13	4,785.70
6184 · Security	0.00	0.00	0.00	0.00	927.50	0.00	0.00	0.00	42.00
Total 6180 · Outside Services	7,504.55	13,703.27	6,556.43	5,552.48	6,412.50	4,138.75	6,846.00	4,661.70	7,349.70
6185 · Postage & Delivery	9,843.82	19,453.71	11,639.33	12,150.72	10,720.23	17,616.01	33,085.30	39,459.46	31,421.28
6190 · Telephone	2,776.94	2,988.30	2,744.49	1,775.49	1,593.49	3,070.84	2,380.33	3,645.36	2,296.80
Total 6100 · Operating Expenses	396,870.12	449,125.76	368,381.85	520,157.84	468,471.60	391,439.72	625,253.42	629,740.52	769,743.92

	Jan '04	Feb '04	Mar '04	Apr '04	May '04	Jun '04	Jul '04	Aug '04	Sep '04
6200 · Employee Benefits									
6205 · Employee Education	0.00	0.00	0.00	0.00	2,583.00	0.00	0.00	0.00	0.00
6210 · Employee Incentives	5,209.11	517.42	3,527.07	3,562.06	5,611.26	10,485.15	53,422.60	6,273.99	544.57
6215 · Payroll Expenses	774.24	259.74	268.09	340.85	355.90	433.45	369.20	443.70	389.75
6220 · Payroll Taxes	19,209.77	20,554.36	18,848.07	28,189.60	16,552.04	16,497.41	16,702.49	16,349.48	14,252.32
6225 · Training	0.00	0.00	0.00	0.00	1,200.00	0.00	0.00	0.00	500.00
6230 · Health Insurance	9,917.61	10,047.99	9,757.53	9,439.21	10,674.35	12,305.55	12,360.23	12,182.38	12,528.00
6235 · Retirement	172.00	172.00	172.00	297.00	172.00	172.00	172.00	172.00	172.00
Total 6200 · Employee Benefits	35,282.73	31,551.51	32,572.76	41,828.72	37,148.55	39,893.56	83,026.52	35,421.55	28,386.64
6300 · Insurance									
6305 · Officer's Life Insurance	12,376.03	8,321.54	8,321.54	8,321.54	8,321.54	8,321.54	8,321.54	8,321.54	8,321.54
6310 · Liability	4,818.48	646.73	1,048.25	1,195.06	1,195.06	1,195.06	1,195.06	1,195.06	1,254.81
6320 · Workers Compensation	0.00	5,269.00	2,302.80	2,302.80	2,302.80	2,302.80	2,302.80	2,302.80	2,302.80
Total 6300 · Insurance	17,194.51	14,237.27	11,672.59	11,819.40	11,819.40	11,819.40	11,819.40	11,819.40	11,879.15
6400 · Other Fees & Expenses									
6410 · Consultant & Mgmt Fee									
6411 · CAB - Consultancy	6,614.29	6,106.69	6,966.67	8,023.79	7,557.75	8,083.25	8,568.91	8,724.21	8,991.95
6412 · TAX - Consultancy	0.00	2,551.98	2,676.50	2,439.10	2,428.00	2,426.50	2,426.50	2,130.96	0.00
Total 6410 · Consultant & Mgmt Fee	6,614.29	8,658.67	9,643.17	10,462.89	9,985.75	10,509.75	10,995.41	10,855.17	8,991.95
Total 6400 · Other Fees & Expenses	6,614.29	8,658.67	9,643.17	10,462.89	9,985.75	10,509.75	10,995.41	10,855.17	8,991.95
6600 · Occupancy Cost									
6601 · Rent	9,398.00	7,425.00	7,398.00	9,467.64	7,425.00	7,425.00	9,420.00	7,425.00	7,425.00
6602 · Parking	500.00	500.00	500.00	500.00	500.00	500.00	500.00	500.00	500.00
6605 · Utilities	789.95	32.00	2,868.71	1,617.77	2,004.87	1,827.22	2,299.16	2,384.07	2,785.73
6615 · Decorations	0.00	0.00	0.00	0.00	0.00	0.00	201.57	0.00	1,455.32
Total 6600 · Occupancy Cost	10,687.95	7,957.00	10,766.71	11,585.41	9,929.87	9,752.22	12,420.73	10,309.07	12,166.05
6650 · Repairs and Maintenance									
6651 · Building Repairs	13,007.54	6,104.98	1,837.19	4,796.95	3,977.27	3,747.08	1,865.03	936.42	461.82
6652 · Equipment Repairs	484.96	0.00	0.00	85.00	85.00	1,605.40	137.65	5,240.12	868.19
6655 · Equipment Rental	0.00	0.00	0.00	0.00	0.00	0.00	294.60	310.69	226.74
Total 6650 · Repairs and Maintenance	13,492.50	6,104.98	1,837.19	4,881.95	4,062.27	5,352.48	2,297.28	6,487.23	1,556.75
6800 · Taxes & Licenses									
6805 · Fees and Licenses	3,648.00	35.00	502.20	417.71	100.00	100.76	423.69	0.00	5,517.49
6810 · Corporate Taxes	0.00	0.00	0.00	0.00	521.30	0.00	0.00	0.00	0.00
6812 · Sales Tax	127,418.49	128,996.10	151,002.27	170,501.98	172,295.51	197,494.94	206,124.37	269,496.29	244,770.34

	Jan '04	Feb '04	Mar '04	Apr '04	May '04	Jun '04	Jul '04	Aug '04	Sep '04
Total 6800 - Taxes & Licenses	131,066.49	129,031.10	151,504.47	170,919.69	172,916.81	197,595.70	206,548.06	269,496.29	250,287.83
6999 - Uncategorized Expenses	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
7200 - Marketing & Advertising									
7250 - Advertising & Promotion	1,525.01	1,209.06	14,971.48	1,328.34	1,572.14	24,992.49	3,653.57	2,454.92	1,364.49
7251 - Printing	3,983.61	4,207.13	825.00	1,840.25	497.82	12,037.50	2,246.19	1,239.46	0.00
Total 7200 - Marketing & Advertising	5,508.62	5,416.19	15,796.48	3,168.59	2,069.96	37,029.99	5,899.76	3,694.38	1,364.49
7300 - Entertainment & Travel									
7310 - Entertainment	2,989.66	2,922.79	3,245.02	1,966.03	2,905.66	3,267.13	3,669.36	3,027.73	6,635.02
7350 - Travel									
7351 - Agent Conference	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	450.00
7352 - Airfares	426.10	1,771.13	1,662.50	2,602.28	1,895.20	3,541.19	2,379.11	2,795.89	3,602.63
7353 - Miscellaneous Travel	0.00	0.00	631.61	0.00	0.00	0.00	0.00	0.00	0.00
7354 - Hotels	0.00	2,075.05	199.40	257.63	1,357.52	2,576.54	1,331.84	283.70	3,182.75
7355 - Meals	0.00	165.98	267.93	339.19	0.00	0.00	0.00	0.00	75.99
7356 - Auto Rental	0.00	0.00	304.64	0.00	0.00	0.00	0.00	0.00	266.84
7350 - Travel - Other	0.00	0.00	821.68	0.00	0.00	0.00	598.34	0.00	130.37
Total 7350 - Travel	426.10	4,012.16	3,887.76	3,199.10	3,252.72	6,117.73	4,309.29	3,079.59	7,708.58
7300 - Entertainment & Travel - Other	0.00	0.00	0.00	28.90	0.00	0.00	0.00	0.00	0.00
Total 7300 - Entertainment & Travel	3,415.76	6,934.95	7,132.78	5,194.03	6,158.38	9,384.86	7,978.65	6,107.32	14,343.60
Total Expense	692,759.94	863,757.34	814,487.73	989,966.22	989,158.06	915,679.91	1,185,394.27	1,222,268.35	1,314,693.02
Net Ordinary Income	431,872.05	532,166.79	701,655.49	671,165.06	768,568.49	801,498.76	509,635.67	586,692.26	577,574.00
Other Income/Expense									
Other Expense									
9100 - Prior Period Expenses	41,711.81	0.00	4,202.10	6,539.00	0.00	0.00	0.00	0.00	0.00
9150 - Finance Charges	21.06	0.00	118.44	127.53	200.60	433.91	87.91	0.00	0.00
9400 - Interest Expense	16,204.81	14,157.53	16,349.33	15,821.92	16,349.33	15,821.92	15,889.29	17,007.55	16,458.90
Total Other Expense	57,937.68	14,157.53	20,669.87	22,488.45	16,549.93	16,255.83	15,977.20	17,007.55	16,458.90
Net Other Income	-57,937.68	-14,157.53	-20,669.87	-22,488.45	-16,549.93	-16,255.83	-15,977.20	-17,007.55	-16,458.90
Net Income	373,934.37	518,009.26	680,985.62	648,676.61	752,018.56	785,242.93	493,658.47	569,684.71	561,115.10

NOTE : Some Invoices still not entered

Pacific Centrex Services, Inc.

Profit & Loss

12/20/2004

January through November 2004

Oct '04

Nov '04

TOTAL

Ordinary Income/Expense

Income

4000 - Sales

4001 - Full Service Sales	2,196,361.88	2,179,204.34	22,358,256.43
4003 - Sales - Finance Charges	26,609.02	26,183.79	270,747.15
4005 - Sales - Taxes & Surcharges	658,458.13	626,254.56	5,722,885.72
4006 - Access Charges	304,798.40	280,293.03	2,970,954.46
4010 - Write-offs/Refunds	-2,813.56	-490.72	-20,278.73
4020 - Credits Allowed	-58,050.73	-70,217.51	-917,202.59
4021 - Debit Adjustments	197,920.39	178,931.59	1,918,944.95

Total 4000 - Sales 3,323,283.53 3,220,159.08 32,304,307.39

4050 - Interest Income 744.18 847.89 19,891.31

4100 - Recovery Income from Embezzleme 0.00 0.00 3,250.00

4200 - Other Income-Judgement 0.00 0.00 31,875.63

Total Income 3,324,027.71 3,221,006.97 32,359,324.33

Cost of Goods Sold

5000 - Purchases

5001 - Usage Charges	38,173.92	19,676.31	1,362,285.62
5002 - Full Service	235,279.25	194,972.06	2,016,257.71
5003 - Long Distance	1,536,999.51	1,515,889.12	11,275,267.23
5004 - Other Charges	9,328.61	9,097.58	79,563.51
5006 - Internet Services	6,130.10	71,226.45	148,695.08
5009 - Voice Messaging	1,825,911.39	1,810,861.52	14,882,069.15

Total 5001 - Usage Charges 1,825,911.39 1,810,861.52 14,882,069.15

Total 5000 - Purchases 1,825,911.39 1,810,861.52 14,882,069.15

Total COGS 1,825,911.39 1,810,861.52 14,882,069.15

Gross Profit 1,498,116.32 1,410,145.45 17,477,255.18

Expense

6000 - Salaries

6002 - Billing	18,352.16	19,140.87	178,066.80
6003 - Commissions	6,904.22	0.00	88,648.22
6004 - Customer Service	40,929.09	40,752.99	428,095.03
6005 - Info Services	15,164.46	14,952.29	164,096.91

	Oct '04	Nov '04	TOTAL
6006 · Management	42,000.00	42,000.00	459,500.00
6007 · Office	17,395.49	17,764.37	173,623.67
6010 · Sales	22,090.70	22,368.72	246,082.15
6011 · Technician	12,619.11	12,957.09	116,307.63
6013 · Collections	12,996.43	13,050.00	133,731.24
6014 · Provisioning	24,823.89	20,620.08	217,195.99
6015 · Bonus	0.00	0.00	3,000.00
6016 · QA/Setup	21,727.90	18,809.35	182,813.16
6000 · Salaries - Other	0.00	0.00	-98,284.48
Total 6000 · Salaries	235,003.45	222,415.76	2,292,876.32
6100 · Operating Expenses			
6101 · Accounting Services	-3,640.00	2,218.50	28,648.00
6105 · Agent Commissions	343,187.53	289,714.80	3,376,337.46
6115 · Automobile Expense	13,602.06	13,343.91	143,698.66
6120 · Bad Debts	151,368.68	145,718.33	1,472,596.80
6121 · Collection of BD Provisions	-4,596.33	-29,886.66	-69,661.22
6125 · Bank Charges	5,713.51	5,705.56	60,574.61
6130 · Business Development	9,564.00	2,800.44	30,180.55
6135 · Casual Labor	900.00	560.00	15,224.65
6136 · Cash Over/Short	-0.01	0.00	0.87
6145 · Computer Expense			
6145 · Software	2,178.75	2,287.69	24,075.19
6145 · Computer Expense - Other	21,678.35	1,263.27	112,127.62
Total 6145 · Computer Expense	23,857.10	3,550.96	136,202.81
6150 · Data Processing/Billing	9,875.48	11,987.80	64,905.33
6155 · Donations & Contributions	0.00	0.00	3,150.00
6160 · Dues & Subscriptions	222.10	160.16	1,484.19
6165 · Legal Fees	3,133.42	1,513.00	44,993.97
6170 · Miscellaneous	0.00	110.00	169.61
6174 · Network Supplies	500.00	261.50	5,473.20
6175 · Office Supplies	942.78	2,854.41	39,061.01
6180 · Outside Services			
6181 · Janitorial	1,363.32	1,384.00	12,571.89
6182 · Technical	4,918.00	5,353.34	62,202.65
6184 · Security	414.00	35.00	1,418.50
Total 6180 · Outside Services	6,695.32	6,772.34	76,193.04
6185 · Postage & Delivery	19,059.17	20,667.04	225,116.07
6190 · Telephone	2,120.33	3,866.68	29,259.05
Total 6100 · Operating Expenses	582,505.14	481,918.77	5,683,608.66

	Oct '04	Nov '04	TOTAL
6200 · Employee Benefits			
6205 · Employee Education	0.00	0.00	2,583.00
6210 · Employee Incentives	5,329.65	11,399.94	105,882.82
6215 · Payroll Expenses	391.20	404.55	4,430.67
6220 · Payroll Taxes	14,797.14	14,450.41	196,403.09
6225 · Training	0.00	0.00	1,700.00
6230 · Health Insurance	13,089.26	12,312.90	124,615.01
6235 · Retirement	-322.97	172.00	1,522.03
Total 6200 · Employee Benefits	33,284.28	38,739.80	437,136.62
6300 · Insurance			
6305 · Officer's Life Insurance	8,821.54	8,321.54	96,091.43
6310 · Liability	45,528.00	0.00	59,271.57
6320 · Workers Compensation	2,302.80	2,302.80	25,994.20
Total 6300 · Insurance	56,652.34	10,624.34	181,357.20
6400 · Other Fees & Expenses			
6410 · Consultant & Mgmt Fee			
6411 · CAB - Consultancy	10,482.99	10,096.36	90,216.86
6412 · TAX - Consultancy	0.00	0.00	17,079.54
Total 6410 · Consultant & Mgmt Fee	10,482.99	10,096.36	107,296.40
Total 6400 · Other Fees & Expenses	10,482.99	10,096.36	107,296.40
6600 · Occupancy Cost			
6601 · Rent	9,420.00	7,425.00	89,653.64
6602 · Parking	500.00	500.00	5,500.00
6605 · Utilities	2,472.08	2,103.42	21,184.98
6615 · Decorations	0.00	167.27	1,824.16
Total 6600 · Occupancy Cost	12,392.08	10,195.69	118,162.78
6650 · Repairs and Maintenance			
6651 · Building Repairs	2,800.00	7,466.39	47,000.67
6652 · Equipment Repairs	2,144.73	679.99	11,331.04
6655 · Equipment Rental	440.71	0.00	1,272.74
Total 6650 · Repairs and Maintenance	5,385.44	8,146.38	59,604.45
6800 · Taxes & Licenses			
6805 · Fees and Licenses	50.00	970.02	11,764.87
6810 · Corporate Taxes	0.00	-12,857.05	-12,335.75
6812 · Sales Tax	255,059.02	261,836.79	2,184,996.10

	Oct '04	Nov '04	TOTAL
Total 6800 · Taxes & Licenses	255,109.02	249,949.76	2,184,425.22
6999 · Uncategorized Expenses	0.00	0.00	0.00
7200 · Marketing & Advertising			
7250 · Advertising & Promotion	813.59	5,576.26	59,461.35
7251 · Printing	692.80	0.00	27,569.76
Total 7200 · Marketing & Advertising	1,506.39	5,576.26	87,031.11
7300 · Entertainment & Travel			
7310 · Entertainment	4,053.41	4,603.72	39,285.53
7350 · Travel			
7351 · Agent Conference	450.00	0.00	900.00
7352 · Airfares	4,180.43	7,494.76	32,351.22
7353 · Miscellaneous Travel	0.00	0.00	631.61
7354 · Hotels	1,806.14	2,014.88	15,085.45
7355 · Meals	0.00	0.00	849.09
7356 · Auto Rental	0.00	0.00	571.48
7350 · Travel - Other	0.00	0.00	1,550.39
Total 7350 · Travel	6,436.57	9,509.64	51,939.24
7300 · Entertainment & Travel - Other	0.00	0.00	28.90
Total 7300 · Entertainment & Travel	10,489.98	14,113.36	91,253.67
Total Expense	1,202,811.11	1,051,776.48	11,242,752.43
Net Ordinary Income	295,305.21	358,368.97	6,234,502.75
Other Income/Expense			
Other Expense			
9100 · Prior Period Expenses	0.00	0.00	52,452.91
9150 · Finance Charges	0.00	0.00	989.45
9400 · Interest Expense	17,007.55	16,458.90	177,527.03
Total Other Expense	17,007.55	16,458.90	230,969.39
Net Other Income	-17,007.55	-16,458.90	-230,969.39
Net Income	278,297.66	341,910.07	6,003,533.36
NOTE : Some Invoices still not enter			

EXHIBIT C

Key Personnel

M. Devin Semler, CEO and President of Pacific Centrex Services, Inc.

Monte Devin Semler is the co-founder and President of Pacific Centrex Service, Inc. the 3rd largest Shared Service Provider in California and the fastest growing as recognized by Pacific Bell. His involvement and knowledge of telecommunications spans more than 10 years. From cellular service to pre-paid calling cards...from provisioning to finance. Mr. Semler has in-depth knowledge of this industry, its players and its major trends.

Mr. Semler brings to Pacific Centrex Services a sustained backroom insight into the telecommunications industry, relationships with major players and partners, and sales and marketing savvy.

Since its founding in 1996, Mr. Semler has served as chief executive officer and co founder of Pacific Centrex Services.

From 1996 to 1997 Mr. Semler was the founder and president of Direct Link Telecommunications, Inc., a wholesale prepaid calling card telecommunications provider located in Los Angeles.

From 1994 to 1996, Mid-Com Communications, Inc., a Seattle Washington headquartered facilities-based long distance carrier, employed Mr. Semler. At Mid-Com Communications he held various staff positions including customer care, provisioning, sales compensation and finance.

From 1991 to 1994, Mr. Semler was employed as a sales representative for Secure Net, Inc. a wireless telecommunications service provider.

Subash Khurana, COO

Mr. Khurana brings to Pacific Centrex over 15 years of project management and business operations for major corporations with over 200 million dollars in revenue. His wealth of experience covers the successful implementation of business startups, as well as established major international companies. He brings to the team organizational expertise required to run and maintain the complexities of telecommunications companies.

From 1997 to 1998 Mr. Khurana was Director of Hospitality Systems for SmarTalk Teleservices, Inc. His responsibilities included the development of P.O.S. Activation Systems for prepaid phone card sales and the managing and developing of a web based managing and reporting system to support and track millions of calling cards around the world.

He is a holder of a BS in Electrical Engineering and an MBA from the University of Hartford in Connecticut.

Kay Singian, Secretary & Treasurer

Ms. Singian brings to Pacific Centrex Service a wealth of knowledge and experience within the finance industry as well as corporate experience in handling human resources and all accounting matters.

Ms. Singian graduated with an accounting degree from the University of Santo Tomas in the Philippines and is also a registered CPA.

Manzu Rahman, Database Engineer

Mr. Rahman has been with Pacific Centrex Service since its beginning in 1996. He has worked extensively with various billing databases, including construction, setup and maintenance of all billing systems. Mr. Rahman in conjunction with Mr. Khurana have been responsible for the implementation of the most recent billing database used by Pacific Centrex Services to track inventory, services and usage.

Prior to joining Pacific Centrex Services Mr. Rahman worked as an account for FirstServeNet, an Internet startup company where he provided accounting service for 4 years.

Joshua Ploude, Network Specialist

Mr. Ploude brings to Pacific Centrex Services a fresh outlook and detailed knowledge of the technologies that are driving the telecommunications revolution today. Mr. Ploude has been aggressively planning the rollout of a facilities-based CLEC network. Since Pacific Centrex Services has become committed to the technology that will drive the network, Mr. Ploude has begun to supervise interconnection of Pacific Centrex Services network with all relevant ILECs. Mr. Ploude is a trained SMS800 Engineer. He has helped Pacific Centrex Services become a responsible organization and establish their SMS800 Department.

Prior to joining Pacific Centrex Services, Mr. Ploude worked as a computer consultant and research manager for Richard Dinel of R.H. Dinel Investment Counsel in Brentwood, California. During his experience Mr. Ploude became adept in the methods used to research companies that showed investment potential. He was responsible for generating portfolio performance statistics on a quarterly basis. Mr. Ploude has recently graduated from UCLA with a BA in Political Science.

Leila Davila, Provisioning Manager

Ms. Davila is responsible for supervising the provisioning department for Pacific Centrex Services. Ms. Davila has extensive order fulfillment experience with various ILECs, IXCs and other service providers. She heads a team of 5 individuals whose sole responsibility is ordering and maintenance of the services that Pacific Centrex Services provides.