

October 30 2008

RECEIVED

2008 NOV -7 PM 1:59

IDAHO PUBLIC
UTILITIES COMMISSION

Idaho Public Utilities Commission

472 West Washington State House

Boise, ID 83720-0074

NTA-T-08-01

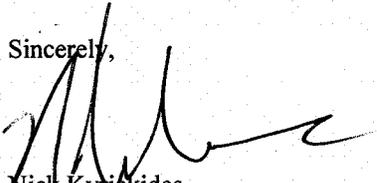
Re: NET TALK.COM, INC. Application to Provide Facilities Based Local Exchange and Resale Interexchange Service

Enclosed for filing please find one original and three (3) copies of the application of **NETTALK.COM, INC.** to provide facilities-based local exchange and resale interexchange service within the state of Idaho.

Any questions you may have regarding this filing may be directed to my attention at 305-621-1200 ext. 109 or via e-mail at nick@nettalk.com

Please acknowledge receipt of this filing at your nearest convenience. Thank you for your assistance.

Sincerely,



Nick Kynakides

NET TALK.COM, INC.

Enclosure

NET TALK.COM, INC
Idaho CLEC Application

1.

RECEIVED

2008 NOV -7 PM 1:59

IDAHO PUBLIC UTILITIES COMMISSION

BEFORE THE IDAHO PUBLIC UTILITIES COMMISSION

Application of)
NET TALK.COM, INC.)
Provide Facilities-Based Local Exchange)
And Resale Interexchange Telecommunications)
Service Throughout Idaho)

Case No. NTA-T-08-01

APPLICATION FOR CERTIFICATION

Pursuant to Title 62 of the Idaho Code and IDAP A 31.01.111, NET TALK.COM, INC. ("Net Talk" or Company) respectfully requests that the Idaho Public Utilities Commission ("Commission") grant the Company a Certificate of Public Convenience and Necessity to provide local exchange and interexchange telecommunications services within the State of Idaho.

I. Proposed Services

Net Talk is requesting authority to provide basic resold and facilities-based local exchange services and resold interexchange service to both residence and business customers throughout Idaho in all exchanges not exempt from competition. Net Talk will provide services by combining unbundled network elements and reselling services obtained from incumbent local exchange carriers located in the State pursuant to interconnection agreement(s). Net Talk may also acquire services and facilities from other carriers operating in the State and may eventually install its own switching facilities to provide services within the state. Company is requesting statewide authority. Should its Application be granted, Net Talk plans to commence offering service immediately upon the establishment of the appropriate and necessary arrangements with the incumbent LECs.

II. Form of Business

1. Name, Address and Form of Business

NET TALK.COM, INC.

1100 NW 163rd Drive Ste. 3

North Miami Beach, FL 33169

c. If the applicant is a corporation,

(1) a short statement of the character of public service in which it may engage,

NET TALK.COM provides very affordable local/long distance telecom service to both residential and business clients

(2) the name of the state in which it is incorporated,

NET TALK.COM, INC
Idaho CLEC Application

NET TALK.COM, INC. is an active for profit corporation registered in the State of Florida

(3) its principal business address and its principal business address within Idaho,

1100 NW 163rd Drive Ste. 3

North Miami Beach, FL 33169

Net Talk does not operate an office in Idaho

(4) a certified copy of its articles of incorporation,

Please see attached Articles of Incorporation

(5) if not incorporated in Idaho, a certificate of good standing issued by the Idaho Secretary of State of Idaho, and

Net Talk has applied for a certificate of Authority with the secretary of State-Please see attached as proof of filing

(6) name and address of registered agent for service in Idaho.

Incorp Services, Inc.

921 S. Orchard Street, Suite G

Boise, ID 83705

2. If a corporation, the names and addresses of the ten common stockholders of applicant owning the greatest number of shares of common stock and the number of such shares owned by each, as follows:

Name	Address	SharesOwned	Percentage ofAll Shares Issued and Outstanding	Percentage of Voting Control
------	---------	-------------	--	------------------------------

1. Anastasios Kyriakides-President/Secretary: 2,100,000 Shares Owned- 24.4% voting control

1030 Washington Street

Hollywood, FL 33019

**NET TALK.COM, INC
Idaho CLEC Application**

2. Kenneth Hosfeld-VP/Director: 1,100,000 Shares Owned- 12.8% voting control

5166 North Springs Way

Coral Springs, FL 33076

3. Leo Manzewitsch-CTO/Director: 1,100,000 Shares Owned- 12.8% voting control

11331 SW 20th Street

Miramar, FL 33025

4. Bill Rodriguez- CFO/Director: 1,100,000 Shares Owned- 12.8% voting control

5701 SW 196 Lane

South West Ranches, FL 33332

5. Ron Rule-Stockholder: 1,000,000 Shares Owned- 11.6% voting control

1124 Foxwood Dr.,

Lutz, FL 33549

6. Nicholas Kyriakides- Director of Marketing: 600,000 Shares Owned- 7% voting control

1030 Washington Street

Hollywood, FL 33019

7. Robin Hoover-Stockholder: 113,250 Shares Owned- 1.3% voting control

4201 Bayshore Blvd, Unit 1201

Tampa, Florida 33611

8. Jacques Marcotte: 40,000 Shares Owned- .4% voting control

P.O. Box 923323

Norcross, GA 300100

9. Samuel McClain: 40,000 Shares Owned- .4% voting control

766 Rosemere Circle

Orlando, FL 32835

10. Robert Zenner: 40,000 Shares Owned- .4% voting control

21521 farmcrest Road

Belgrade, MN 56312

3. Names and addresses of the officers and directors of applicant.

Please refer to above question and see attached

4. Name and address of any corporation, association, or similar organization holding a 5% or greater ownership or a management interest in the applicant. As to ownership, the amount and character of the interest must be indicated. A copy of any management agreement must be attached.

Apogee Financial Investment, Inc.: 1,000,000 Shares Owned- 11.6%

4902 Eisenhower Blvd, Suite 185

Tampa, FL 33634

-Apogee does not have a management contract with Net Talk.COM, INC.

5. Names and addresses of subsidiaries owned or controlled by applicant.

NET TALK.COM, INC. is the sole company

III. Telecommunication Service

1. The date on which applicant proposes to begin construction or anticipates it will begin to provide service.

Upon certification of this application

**NET TALK.COM, INC
Idaho CLEC Application**

2. A written description of customer classes and customer service[s] that the applicant proposes to offer to the public.

Net Talk intends to offer service to both business and residential customers. The Company intends to provide network bundled telecommunications services, including long distance and local exchange services. In addition, the Company ensures customer access to emergency services such as 911/E911, operator services and directory assistance.

Net Talk understands the importance of effective customer service for local service consumers. Once it initiates operations, Net Talk's toll free customer service telephone number will be available with live operator response Monday-Friday from 8 a.m. till 6 pm.

IV. Service Territory

1. A description sufficient for determining whether service is to be offered in a particular location; and the names of all incumbent local exchange corporations with whom the proposed utility is likely to compete.

Net Talk intends to offer service in the geographic areas currently served by Qwest Communications. Net Talk will mirror the basic local calling scopes of the incumbent local exchange companies.

2. Written description of the intended manner of service, for example, resold services or facilities based. A general description of the property owned or controlled by applicant.

Net Talk proposes to provide resold and facilities-based local exchange and resold interexchange services through the combination of its own and/or leased facilities and the resale of other carrier's facilities and network elements. The Company intends to offer service immediately upon certification and approval of its interconnection agreement.

3. A statement describing with whom the applicant is likely to compete.

Any and all VoIP providers and the local ILECs and additionally a grant of Net Talk's Application to provide facilities-based local exchange and resold interexchange services is in the public interest and serves the public convenience and necessity. In enacting the Federal Telecommunications Act of 1996, the United States Congress determined that it is in the public interest to promote competition in the provision of telecommunications services, including local exchange services. Experience with competition in other telecommunications markets, such as long distance, competitive access, and customer premises equipment, demonstrates the benefits that competition can bring to consumers. Consumers are enjoying increased services, lower prices, higher quality, and greater reliability. This is true not only with respect to the service offerings of the new entrants, but also as a result of the response of incumbent monopoly providers to the introduction of competition. Net Talk's proposed services will provide multiple public benefits by increasing the competitive choices available to users in Idaho. Enhanced competition in telecommunications services likely will further stimulate economic development in Idaho. In addition, increased competition will create incentives for all carriers to offer lower prices, more innovative services, and more responsive customer service.

4. A description of the property owned by the applicant clarifies the applicant's proposed services and operation.

Net Talk is a newly formed company and has yet to initiate operations in Idaho. The company does have a Class V switching facility data center in North Miami Beach Florida.

V. Financial Information

1. Current detailed balance sheets, including a detailed income and profit and loss statements of applicant reflecting current and prior year balances for the twelve months ended as of the date of the balance sheet, or if not readily available, for the period since the close of the preceding calendar year.

Net Talk is a newly formed company but has attached a pro-forma balance sheet

2. If a balance sheet and income statement are not available, the applicant must submit financial data sufficient to establish that it possesses adequate financial resources to provide the proposed services.

NET TALK.COM, INC. is a newly formed corporation in the State of Florida. The company has recently been funded in the amount of \$500,000 by a large MASTER FUND based in New York. NET TALK.COM, INC will be receiving additional funding by the fund as certain milestones are completed to launch the business. Attached is a Pro-Forma Balance Sheet as of September 10, 2008 and is limited due to the fact that the company is newly formed.

VI. "Illustrative" Tariff Filings - ATTACHED

Proposed initial tariff and price sheets setting forth rates, rules, terms, and regulations applicable to the contemplated service.

VII. Customer contacts

1. Contact information for the Applicant.

Nicholas Kyriakides

1100 NW 163rd Drive Ste. 3

North Miami Beach FL 33169

Phone (305)-621-1200 ext 109

nick@nettalk.com

b) A toll-free number for customer inquiries and complaints.

Not yet initiated but will be available upon certification

a) The name, number and electronic mailing addresses (if available) of the person(s) designated as a contact for the Commission Staff for resolving complaints, inquiries and matters concerning rates and price lists or tariffs.

Nicholas Kyriakides

1100 NW 163rd Drive Ste. 3

North Miami Beach FL 33169

Phone (305)-621-1200 ext 109

nick@nettalk.com

VIII. Interconnection Agreements

1. Statements of whether the applicant has initiated interconnection negotiations and, if so, when and with whom.

Net Talk has not yet initiated interconnection agreements as of yet but is planning on doing so

IX. Compliance with Commission Rules

Net Talk has reviewed all of the Commission's rules applicable to competitive local exchange service and interexchange service providers and agrees to comply with those rules except to the extent the

NET TALK.COM, INC
Idaho CLEC Application

rules are explicitly waived for Net Talk or for all carriers in the same class. Specifically, Net Talk requests exemption from the following rule:

(a) Reporting Requirements

Net Talk further requests waivers of any reporting requirements which, although applicable to incumbent LECs, are not applicable to competitive providers such as Net Talk because such requirements: (1) are not consistent with the demands of the competitive market; and (2) they constitute an undue burden on a competitive provider, thereby requiring an inefficient allocation of its limited resources. In addition, Net Talk reserves the right to seek any regulatory waivers which may be required for Net Talk to compete effectively in the Idaho local exchange services market.

X. Escrow Account or Security Bond

N/A

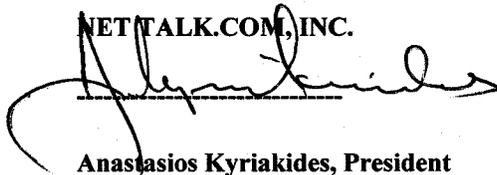
XI. Conclusion

This Application demonstrates that Net Talk possesses the technical, financial and managerial resources to provide local exchange and interexchange service in Idaho. Wherefore, Net Talk respectfully requests that the Commission:

1. **grant Net Talk authority to operate as a provider of resold and facilities-based basic local exchange and resold interexchange telecommunications services within the State of Idaho;**
2. **grant the waivers requested in this Application; and**
3. **grant such other relief as it deems necessary and appropriate.**

Respectfully submitted

NET TALK.COM, INC.



Anastasios Kyriakides, President

NET TALK.COM, INC.

Articles of Incorporation

State of Florida



Department of State

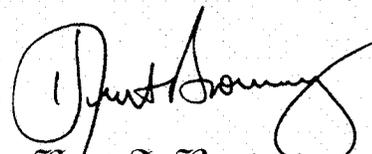
I certify the attached is a true and correct copy of the Articles of Incorporation, as amended to date, of NET TALK.COM, INC., a corporation organized under the laws of the State of Florida, as shown by the records of this office.

The document number of this corporation is P06000061539.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capitol, this the
Twenty-seventh day of October, 2008



CR2EO22 (01-07)


Kurt S. Brotoning
Secretary of State

State of Florida

Department of State

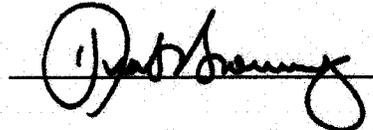
I certify from the records of this office that NET TALK.COM, INC. is a corporation organized under the laws of the State of Florida, filed on May 1, 2006.

The document number of this corporation is P06000061539.

I further certify that said corporation has paid all fees due this office through December 31, 2008, that its most recent annual report was filed on September 11, 2008, and its status is active.

I further certify that said corporation has not filed Articles of Dissolution.

*Given under my hand and the Great Seal of
Florida, at Tallahassee, the Capital, this the
Twelfth day of September, 2008*



Secretary of State



Authentication ID: 000135805680-091208-P06000061539

To authenticate this certificate, visit the following site, enter this ID, and then follow the instructions displayed.

<https://efile.sunbiz.org/certauthver.html>

SECRETARY'S CERTIFICATE

I, Anastasios Kyriakides, the Secretary of NET TALK.COM, INC., a Florida corporation (the "Company"), in connection with that certain Securities Purchase Agreement (the "Securities Purchase Agreement") dated as of even date herewith by and between the Company and DEBT OPPORTUNITY FUND, ("Debt Opportunity"), do hereby certify to Debt Opportunity that:

1. Attached hereto as Exhibit A is a certified copy of the Articles of Incorporation of the Company as originally filed together with all amendments thereto; and

2. Attached hereto as Exhibit B is a true and correct copy of the By-Laws of the Company; said By-Laws have not been amended, rescinded, modified or revoked and are in full force and effect as of the date hereof; and

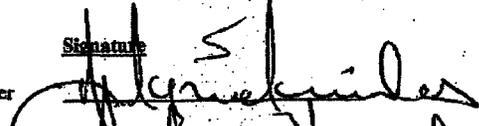
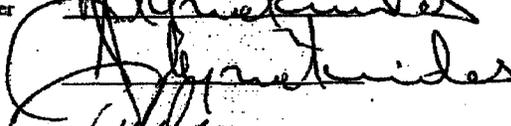
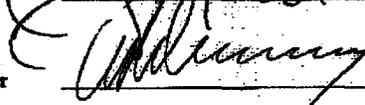
3. Attached hereto as Exhibit C is a good standing certificate for the Company issued by the Secretary of State of Florida; and

4. The Company has since the date of the certificate referred to in Item 3 above through the date hereof remained in good standing under the laws of the State of Florida; and

5. No suit or proceeding for the dissolution or liquidation of the Company has been instituted or is now threatened; and

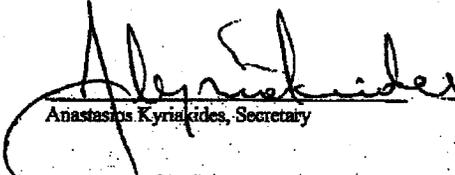
6. Attached hereto as Exhibit D is a true, correct and complete copy of resolutions of the Board of Directors of the Company adopted in accordance with the provisions of law and the Articles of Incorporation and By-Laws of the Company, and said resolutions are now in full force and effect and have not been modified in any respect; and

7. The following persons have been duly elected, have duly qualified, and as of the date of the execution of the Securities Purchase Agreement were, and on the date hereof are, officers of the Company holding the respective offices set opposite their respective names below, and the signatures set opposite their respective names below are their respective genuine signatures:

<u>Name</u>	<u>Title</u>	<u>Signature</u>
Anastasios Kyriakides	Chief Executive Officer	
Anastasios Kyriakides	Secretary	
Bill Rodriguez	Chief Financial Officer	

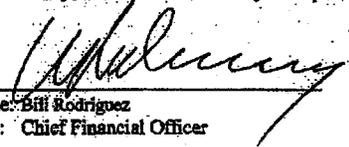
IN WITNESS WHEREOF, I have signed this Certificate as of the 10th day of September,

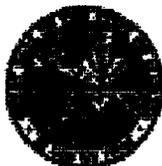
2008.


Anastasios Kyriakides, Secretary

I, Bill Rodriguez, the Chief Financial Officer of the Company, do hereby certify that Anastasios Kyriakides has been duly elected, has duly qualified, and as of the date of the execution of the Contribution Agreement was, and on the date hereof is, the Secretary of the Company and the signature appearing above is a true specimen of his signature.

IN WITNESS WHEREOF, I have hereunto set my hand as of the 10th day of September, 2008.

By: 
Name: Bill Rodriguez
Title: Chief Financial Officer



September 10, 2008

FLORIDA DEPARTMENT OF STATE
Division of Corporations

NET TALK.COM, INC.
1100 NW 163 DR
MIAMI, FL 33169US

Re: Document Number P06000061539

The Articles of Amendment to the Articles of Incorporation for DISCOVER SCREENS, INC. which changed its name to NET TALK.COM, INC., a Florida corporation, were filed on September 10, 2008.

The certification requested is enclosed. To be official, the certification for a certified copy must be attached to the original document that was electronically submitted and filed under FAX audit number H08000211974.

Should you have any question regarding this matter, please telephone (850) 245-6050, the Amendment Filing Section.

Cheryl Coulliette
Regulatory Specialist II
Division of Corporations

Letter Number: 308A00049555

**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
DISCOVER SCREENS, INC.**

DISCOVER SCREENS, INC., a Florida corporation (the "Corporation"), hereby certifies as follows:

1. The Articles of Incorporation of the Corporation (Florida Division of Corporations Document Number **P06000061539**) are hereby amended by deleting the present form of Article I in its entirety and by substituting, in lieu thereof, the following:

"ARTICLE I

CORPORATE NAME AND PRINCIPAL OFFICE

The name of this corporation is NET TALK.COM, INC. (the "Corporation") and its principal office and mailing address is 1100 NW 163 Drive, Miami, Florida 33169."

.....

2. The foregoing amendment shall become effective as of the close of business on the date these Articles of Amendment are approved by the Florida Department of State and all filing fees then due have been paid, all in accordance with the corporation laws of the State of Florida.

3. The amendment recited in Section 1. above has been duly adopted in accordance with the provisions of §607.0821, .0704, .1003 and .1006, Florida Statutes, the shareholders and directors of the Corporation having executed a written statement, dated effective December 30, 2007, manifesting their intention that the amendment be adopted.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be prepared under the signature of its Chief Executive Officer this 10th day of September, 2008.

DISCOVER SCREENS, INC.,
a Florida corporation

By: 
Robin C. Hoover, Chief Executive Officer

**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
DISCOVER SCREENS, INC.**

DISCOVER SCREENS, INC., a Florida corporation (the "Corporation"), hereby certifies as follows:

1. The Articles of Incorporation of the Corporation (Florida Division of Corporations Document Number **P06000061539**) are hereby amended by deleting the present form of Article I in its entirety and by substituting, in lieu thereof, the following:

"ARTICLE I

CORPORATE NAME AND PRINCIPAL OFFICE

The name of this corporation is NET TALK.COM, INC. (the "Corporation") and its principal office and mailing address is 1100 NW 163 Drive, Miami, Florida 33169."

.....

2. The foregoing amendment shall become effective as of the close of business on the date these Articles of Amendment are approved by the Florida Department of State and all filing fees then due have been paid, all in accordance with the corporation laws of the State of Florida.

3. The amendment recited in Section 1. above has been duly adopted in accordance with the provisions of §607.0821, .0704, .1003 and .1006, Florida Statutes, the shareholders and directors of the Corporation having executed a written statement, dated effective December 30, 2007, manifesting their intention that the amendment be adopted.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be prepared under the signature of its Chief Executive Officer this 10th day of September, 2008.

DISCOVER SCREENS, INC.,
a Florida corporation

By: _____



Robin C. Hoover, Chief Executive Officer

NET TALK.COM, INC.

Certificate of Authority Filing Proof with the State of Idaho



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

The undersigned Corporation applies for a Certificate of Authority and states as follows:

1. The name of the corporation is:

NET TALK.COM, INC.

2. The name which it shall use in Idaho is: NET TALK.COM, INC.

3. It is incorporated under the laws of Florida

4. Its date of incorporation is: Sept 10 2008

5. The address of its principal office is:

1100 NW 163rd Drive Ste. 3 North Miami Beach Florida

6. The address to which correspondence should be addressed, if different from item 5, is:

n/a

7. The street address of its registered office in Idaho is: 921 S Orchard St., Suite G Boise, ID 83705

and its registered agent in Idaho at that address is: Incorp Services Inc.

8. The names and respective business addresses of its directors and officers are:

Name	Title	Business Address
<u>Anastasios Kyriakides</u>	<u>President/Secretary</u>	<u>1100 NW 163rd Dr. Ste. 3 Miami 33169</u>
<u>Kenneth Hosfeld</u>	<u>Vice President</u>	<u>1100 NW 163rd Dr. Ste. 3 Miami 33169</u>
<u>Bill Rodriguez</u>	<u>Chief Financial Officer</u>	<u>1100 NW 163rd Dr. Ste. 3 Miami 33169</u>
<u>Leo Manzewitsch</u>	<u>CTO</u>	<u>1100 NW 163rd Dr. Ste. 3 Miami 33169</u>
_____	_____	_____
_____	_____	_____

Dated: Oct 22 2008

Signature: _____

Typed Name: Guillermo Rodriguez

Capacity: Chief Financial Officer

[The signer must be a director or an officer of the corporation.]

Customer Acct # _____

If using pre-paid account:

Secretary of State use only

INSTRUCTIONS

Optional: If the document is incorrect where can you be reached for corrections? 305.621.1200 ext 109
Note: Complete and submit the application in duplicate. This application must be accompanied by a certificate of existence (or goodstanding), dated within 90 days from the date of filing with this office. **A certified copy of the articles of incorporation or a certificate of tax status will NOT be accepted.**

1. Lines 1 & 2 - Enter the name of the corporation exactly as it reads from the certificate of existence from the domestic state. Complete item 2 only if: (1) the corporation must adopt a fictitious name to avoid a conflict with an existing name on the records of the Secretary of State, or (2) the corporation's true name does not include one of the words of incorporation required by section 30-1-401, Idaho Code, and such word is added to the true name in item 2. A corporate name must include corporation, incorporated, company, limited, or any abbreviation thereof. If a fictitious name is adopted to avoid a conflict, attach a resolution of the board of directors adopting the assumed name.
2. Lines 3 & 4 - Enter the domestic state and its date of incorporation. You must include the day, month and year. This date must match the date on the certificate of existence, if one is given.
3. Line 5 - Enter the address of its principal office.
4. Line 6 - Enter the address you would like future reports mailed to, if different from the address in #5.
5. Line 7 - Enter the name and street address of the registered agent for the corporation. A registered agent is the person designated to receive service of process upon litigation. This person must be located in Idaho at a street address. If you do not have anyone to act as your registered agent in Idaho you may contact the Secretary of State for a list of companies which offer such representation in Idaho.
6. Line 8 - Enter the names and business addresses of the officers and directors. We are looking for office held of president, secretary and directors.
7. Sign and date the application. Please identify the name of the signer by typing his/her name below the signature and indicate in what capacity they are signing.
8. Enclose the appropriate fee.
 - a. If the application is typed the fee is \$100.
 - b. If the application is not typed, the fee is \$120.
 - c. If expedited service is requested add \$20 to the fee.
 - d. If the fees are to be paid from the filing party's pre-paid customer account, enter the customer account number in the indicated space.

Pursuant to Idaho Code § 67-910(6), the Secretary of State's Office may delete a business entity filing from our database if payment for the filing is not completed.

9. Mail or deliver to:

Idaho Secretary of State
450 N 4th Street
PO Box 83720
Boise ID 83720-0080

10. If you have questions or need help, call the Secretary of State's Office at (208) 334-2301.

ADMISSION OF FOREIGN CORPORATION

Section 30-1-1501

30-1-1501. AUTHORITY TO TRANSACT BUSINESS REQUIRED

(1) A foreign corporation may not transact business in this state until it obtains a certificate of authority from the secretary of state.

(2) The following activities, among others, do not constitute transacting business within the meaning of subsection (1) of this section:

- (a) Maintaining, defending or settling any proceeding.
- (b) Holding meetings of the board of directors or shareholders or carrying on other activities concerning internal corporate affairs.
- (c) Maintaining bank accounts.
- (d) Maintaining offices or agencies for the transfer, exchange and registration of the corporation's own securities or maintaining trustees or depositories with respect to those securities.
- (e) Selling through independent contractors.
- (f) Soliciting or obtaining orders, whether by mail or through employees or agents or otherwise, if the orders require acceptance outside this state before they become contracts.
- (g) Creating or acquiring indebtedness, mortgages and security interests in real or personal property.
- (h) Securing or collecting debts or enforcing mortgages and security interests in property securing the debts.
- (i) Owning, without more, real or personal property.
- (j) Conducting an isolated transaction that is completed within thirty (30) days and that is not one in the course of repeated transactions of a like nature.
- (k) Transacting business in interstate commerce.

(3) The list of activities in subsection (2) of this section is not exhaustive.

NET TALK. COM, INC.
1100 NW 163RD DR., SUITE B-4
MIAMI, FL 33169

CITIBANK, N.A.

63-8655/2660

2330

DATE

Oct 22, 2008

AMOUNT

\$ 100.00



One Hundred and 00/100 Dollars

PAY
TO THE
ORDER
OF:

IDAHO SECRETARY OF STATE
450 N. 4th Street
P.O. BOX 83720
BOISE, ID 83720-0080

VOID AFTER 180 DAYS

Memo: IDAHO SEC OF STATE LIC.

[Handwritten Signature]
AUTHORIZED SIGNATURE

⑈002330⑈ ⑆266086554⑆ 3200723614⑈



UPS Ground S.D.P.

Shipping Document

See instructions on back. Visit UPS.com® or call 1-800-PICK-UPS® (800-742-5877) for additional information and Tariff/Terms and Conditions.

TRACKING NUMBER K123 913 2523

SHIPMENT FROM

SHIPPER'S UPS ACCOUNT NO. 714y54

REFERENCE NUMBER

NAME Nicholas Kyriakides TELEPHONE 305 621-1200

COMPANY Net Talk.com INC.

STREET ADDRESS 1100 NW 163rd Dr B-4

CITY AND STATE ZIP CODE Vero Beach, FL 33169

DELIVERY TO

NAME TELEPHONE 208 334 2301

COMPANY IDHDO Secretary of State DEPT./FLR.

STREET ADDRESS 150 N 4th St, P.O. Box 83720 Residential Delivery

CITY AND STATE ZIP CODE Boise, ID 83720-0080



3 WEIGHT LTR	WEIGHT WHOLE LBS. ONLY	DIMENSIONAL WEIGHT If Applicable	LARGE PACKAGE <input type="checkbox"/>	4 SHIPPER RELEASE <input type="checkbox"/>
-----------------	------------------------	----------------------------------	--	--

5 GROUND S.D.P. SHIPPING CHARGES		CHARGES \$
----------------------------------	--	------------

6 OPTIONAL SERVICES	<input type="checkbox"/> DECLARED VALUE FOR CARRIAGE contents are automatically protected up to \$100. For declared value over \$100, see instructions.	\$	AMOUNT \$
C.O.D. shipping may be available at UPS.com			

7 ADDITIONAL HANDLING CHARGE	<input type="checkbox"/> An Additional Handling Charge applies for certain items. See instructions.	\$
TOTAL CHARGES \$		

8 METHOD OF PAYMENT	BILL SHIPPER'S ACCOUNT NUMBER <input checked="" type="checkbox"/>	BILL RECEIVER <input type="checkbox"/>	BILL THIRD PARTY <input type="checkbox"/>	CREDIT CARD <input type="checkbox"/>	American Express Diner's Club MasterCard Visa	CHECK <input type="checkbox"/>
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9 RECEIVER'S/THIRD PARTY'S UPS ACCT. NO. OR MAJOR CREDIT CARD NO.	EXPIRATION DATE
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THIRD PARTY'S COMPANY NAME AND ADDRESS

STREET ADDRESS

CITY AND STATE ZIP CODE

10 SHIPPER'S SIGNATURE X [Signature] DATE OF SHIPMENT 10/22/08

All shipments are subject to the terms contained in the UPS Tariff/Terms and Conditions of Service, which are incorporated herein by reference, and are available at UPS.com and local UPS offices.

021295 1/07 MW SHIPPER'S COPY

Vertical text on the right side of the form, including 'This form is not needed with UPS Internet Shipping at UPS.com' and various legal notices.

NET TALK.COM, INC.

Management

The following individuals are key managers of NET TALK.COM, INC. and may be contacted at the Company's headquarters located at 1100 NW 163rd Drive Ste. 3 North Miami Beach, Florida 33169

MANGERIAL CAPABILTY

Anastasios N. Kyriakides is President. Mr. Kyriakides received a Bachelor of Science degree in business from Florida International University in 1975; in 1977, he received a degree in investment banking from the American Institute of Banking. From 1979 to the present, Mr. Kyriakides has consulted for numerous companies in the areas of shipping, travel, banking, and electronics. His cruise ship career started with Carnival Cruise line out of the Port of Miami, and continued to a successful start up with Tropicana Cruises; one of the first gaming ships out of the Port of Miami. In 1994, Mr. Kyriakides became the Chairman of Montgomery Ward Travel, a company created to provide full travel services to eight million Montgomery Ward customers and credit card holders; he served in this capacity from 1994 to 1996. Mr. Kyriakides had previously organized the successful start-up of Seawind Cruise Line in 1990; there, he was the founder, and later, the Chairman, CEO, and Secretary until 1994. In 1984 Mr. Kyriakides founded Regency Cruise Line, the world's first publicly traded company in passenger shipping, and served as its Chairman and Secretary until 1987. In 1983, Mr. Kyriakides founded the Mylex Corporation to develop and produce the world's first hand-held optical scanner and VGA card for personal computers. As the President and Chairman, Mr. Kyriakides guided Mylex from its beginning as a private company to its becoming a public company traded on the NASDAQ under the stock symbol MYLX until it was acquired as a wholly owned subsidiary of IBM (NYSE: IBM). In 1983, Mr. Kyriakides was the founder and Chairman of Tower Bank NA, a full service commercial bank, with three offices, headquartered in Dade County, Florida.

In 1980, Mr. Kyriakides, was the founder of Delcor Industries of Hollywood, Florida, an electronics manufacturing facility, assembling OEM products for various electronics companies including IBM mainframe and cable division employing over 150 skilled employees. In 1979, he was the founder and Chairman of Lexicon Corporation, the worlds first hand held electronic language translator the LK3000 that translated into 12 different languages. This company, publicly traded on the NASDAQ, under the symbol LEXI, was ultimately acquired by Nixdorf Computers of Germany.

Prior to founding NET TALK.COM, INC., Mr. Kyriakides was a co-founder and CEO of Interlink Global Corp. a Telephone company that was built up to include subsidiaries in three countries, including a nation wide full service telephone company in Venezuela (recently sold to the largest cable company in Venezuela).

Kenneth Hosfeld is Executive Vice President. Kenneth has over twenty-two years of international sales, marketing, and business management experience in the telecommunications industry. Kenneth was a co-founder of Interlink Global Corp. a Telephone company that was built up to include subsidiaries in three countries, including a nation wide full service telephone company in Venezuela (recently sold to the largest cable company in Venezuela). Before co-founding Interlink Global Corp, he co-founded another VOIP telephone company (NetExpress) which was eventually rolled up into OneRing Internzational. Prior experience includes being the Regional Director of Brazil, the Andinos, and the Caribbean for Tellabs, Inc. He secured Tellabs' first "turn-key" contract (a complete, fully managed network deployment including all products and services and project financing). He opened Tellabs' offices in Brazil and regularly exceeded revenue targets. Prior to that, Kenneth was Vice President of Nera Latin America, a subsidiary of Nera Telecommunications (formerly ABB), with full P&L responsibility for the region. He opened offices throughout Latin America including Brazil, Colombia, Mexico, and Venezuela and additionally penetrated the Mexican and Chilean markets. Prior to Latin America, Kenneth was responsible for sales in Africa and in China. He speaks over six languages including fluent Spanish and Portuguese.

Nicholas Kyriakides is the Marketing Director. (Resume Attached) Nicholas received dual degrees in Finance and Multinational Business Operations from Florida State University and a Masters of Business Administration from Nova Southeastern University. In addition to his current marketing capacities at netTALK.com Inc., was the Director of Marketing & Business development at Interlink Global Corp. a Telephone company that was built up to include subsidiaries in three countries, including a nation wide full service telephone company in Venezuela (recently sold to the largest cable company in Venezuela). Nicholas also teaches Principles of Marketing at Miami Dade College School of Business. Nicholas is fluent in both English and Spanish.

Bill Rodriguez is the CFO. Prior to his CFO duties at NET TALK.COM, INC., Bill was a CFO at Interlink Global Corp. a Telephone company that was built up to include subsidiaries in three countries, including a nation wide full service telephone company in Venezuela (recently sold to the largest cable company in Venezuela). Bill's resume is attached.

TECHNICAL CAPABILITY

Leo Manzewitsch is the CTO. Leo has more than 18 years in the Telecommunications industry. Leo received a Master's in Electronics Engineering, from the University of Buenos Aires, Argentina in 1991 and previously received a degree in mechanics from the Argentinean National School of Technical Education, Buenos Aires in 1981.

Before coming on board, Leo was the CTO of Interlink Global Corp. a Telephone company that was built up to include subsidiaries in three countries, including a nation wide full service telephone company in Venezuela (recently sold to the largest cable company in Venezuela). Previously, Leo held positions sale support management at UT Starcom, Business Development Manager for STRATEKGY Telecom Solutions, Marketing Manager for Tellabs International in their South American market, and finally various positions at NEC Corporation ranging from new product engineering up to and including management of new product marketing.

Leo is fluent in both English and Spanish

NET TALK.COM, INC.

Financial Statement and Affidavit

(confidential)

NET TALK.COM, INC SIGNATURE PAGE

We affirm that the above statements and the unaudited financial statements are true and correct.



Anatasios Kyriakides
President & CEO



Bill Rodriguez
Chief Financial Officer

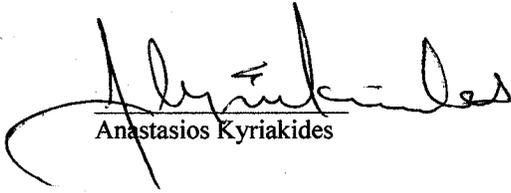
AFFIDAVIT

STATE OF FLORIDA
COUNTY OF DADE

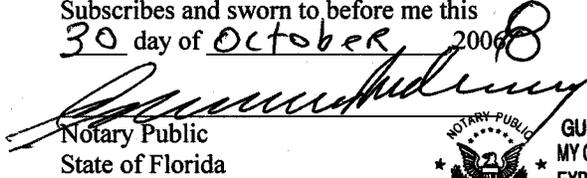
Anastasios Kyriakides, being first duly sworn, deposes and states as follows:

I am President of NET TALK.COM, INC.;;
I am the Secretary of the Board of Directors

NET TALK is committed to the support of its future telecommunications operation in IDAHO and has the financial resources to provide such support.


Anastasios Kyriakides

Subscribes and sworn to before me this
30 day of October, 2009


Notary Public
State of Florida



GUILLERMO RODRIGUEZ
MY COMMISSION # DD 584001
EXPIRES: November 14, 2010
Bonded Thru Budget Notary Services

My commission expires: _____

NET TALK.COM, INC.

Officers and Directors

The following individuals are officers of NET TALK.COM, INC. and may be contacted at the Company's headquarters located at 1100 NW 163rd Drive Ste. 3 North Miami Beach, Florida 33169

Officers:

Anastasios Kyriakides
Kenneth Hosfeld
Bill Rodriguez
Leo Manzewitsch
Nicholas Kyriakides

President
Vice President
Chief Financial Officer
Chief Technology Officer
Director of Marketing

Directors:

Anastasios Kyriakides
Kenneth Hosfeld
Bill Rodriguez
Leo Manzewitsch

Secretary/Director
Director
Director
Director

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IDAHO PUBLIC
UTILITIES COMMISSION

NET TALK.COM, INC.

Stockholders

CONFIDENTIAL

NET TALK.COM, INC
Idaho CLEC Application

22.

NET TALK.COM, INC.

Proposed Service Area Map

NET TALK seeks statewide authority to offer its services.