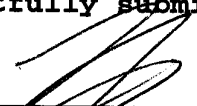



WHEREFORE, Applicant, NobelTel, LLC, respectfully requests that the Missouri Public Service Commission grant it a certificate of service authority to provide interexchange telecommunications services within the State of Missouri. Applicant also requests classification as a competitive telecommunications company and that its services be classified as competitive. In addition Applicant requests a waiver of the above-referenced rules and statutory provisions.

Respectfully submitted,



Lance J.M. Steinhart, Esq.
Attorney at Law
1720 Windward Concourse, Suite 250
Alpharetta, Georgia 30005
(770) 232-9200
Georgia Bar No. 678222

and



Judith A. Rau, Esq.
Rau & Rau
119 E. Mill Street
Waterloo, Illinois 62298
(618) 939-7186
Missouri Bar No. 24856

Attorneys for Applicant

ATTACHED EXHIBITS

- Exhibit I Missouri Secretary of State Authorization
 And Certificate of Formation**
- Exhibit II Executive Officers' Qualifications and Experience**
- Exhibit III Financial Information**
- Exhibit IV Draft Tariff**

Exhibit I
Missouri Secretary of State Authorization
and
Certificate of Formation

NO. FL0071013

STATE OF MISSOURI



Matt Blunt
Secretary of State

CERTIFICATE OF REGISTRATION
FOREIGN LIMITED LIABILITY COMPANY

WHEREAS,
NOBELTEL, LLC

using in Missouri the name
NOBELTEL, LLC

and existing under the laws of the State of DELAWARE
has filed with this state its application for registration and
WHEREAS this application for registration conforms to the
Missouri Limited Liability Company Act;

NOW, THEREFORE, I, MATT BLUNT, Secretary of State of the
State of Missouri, by virtue of authority vested in me by law,
do certify and declare that on the 20th day of SEPTEMBER, 2002,
the above Foreign Limited Liability Company is duly authorized
to transact business in the State of Missouri
and is entitled to any rights granted
Limited Liability Companies.

IN TESTIMONY WHEREOF, I have set my
hand and imprinted the GREAT SEAL of
the State of Missouri, on this, the
20th day of SEPTEMBER, 2002.

A handwritten signature of Matt Blunt in black ink, written over a horizontal line.

\$105.00

Secretary of State

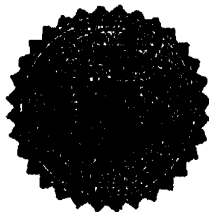


Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "NOBELTEL, LLC", FILED IN THIS OFFICE ON THE FOURTEENTH DAY OF JANUARY, A.D. 2002, AT 12 O'CLOCK P.M.



3480082 8100

020023690

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1557302

DATE: 01-14-02

STATE OF DELAWARE
NOBELTEL, LLC
CERTIFICATE OF FORMATION

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 12:00 PM 01/14/2002
020029690 - 3480082

Pursuant to the provisions of the Delaware Limited Liability Company Act (the "Act"), the undersigned hereby certifies as follows;

1. Name of the Limited Liability Company. The name of the limited liability company formed hereby (the "LLC") is NobelTel, LLC.
2. Agent for Service of Process. The name and address of the resident agent for service of process for the LLC is The Corporation Trust Company, 1209 Orange Street, Corporation Trust Center, Wilmington, County of Newcastle, Delaware 19801.

[Remainder of page intentionally left blank]

Exhibit II
Executive Officers' Qualifications and Experience

See attached Resumes

Thomas Knobel:
Founder & Chief Executive Officer

Thomas, as founder and CEO of Nobel, has used his effective business strategies to spawn the rapid growth of this company. Starting Nobel as a college project in 1997, Thomas has since created a profitable and innovative telecommunication company in Nobel which includes retail, wholesale and carrier divisions. His innate sense of business and intense motivation are the driving forces behind Nobel's success. Thomas is constantly developing new business models and establishing relationships with key partners both domestically and abroad. He continuously modifies Nobel's products and services to meet the needs of telecommunication users worldwide. In addition, Thomas oversees all internal operations at Nobel. Thomas holds a Bachelor of Science Degree in Business Management from Babson College in Massachusetts.

Jared Yaffe:
Chief Technology Officer & V.P. of Marketing

Jared serves as the Chief Technology Officer and Vice President of Marketing at Nobel. He is responsible for both the underlying information technology infrastructure and development of the global marketing efforts. Before joining Nobel, as part of the original founding team in 1999, Jared successfully managed his own online retail business and has accumulated over 10 years of Internet experience. Raised and educated in Boston, Massachusetts, Jared's formal education is in Entrepreneurship and Marketing. He received a Bachelor of Science degree in Business Management from Babson College.

Richard Mahfouz:
General Counsel

With over 25 years of extensive financial and operational management experience, Rich has been a key factor in Nobel's expeditious growth and financial stability. He has worked with varied national and international industries, including technology, health-care, manufacturing, financial and publishing companies. Prior to working at Nobel, Rich had performed due diligence services and financial management turn-around services for the investment interests of Permal Capital, Gulf Investment Company and Carl Marks and Company. Rich also served as Chief Financial Officer at BrainStorm Technology, Inc., Elantix Corporation, Juniko, Inc. and Brookstreet Software, Inc, where he helped secure over 20 million in venture financing. In addition, Rich spent three years at the CPA firm of Arthur Young & Company. He holds a MBA from Pace University and a JD from New York Law School.

Sam Abboud:
Chief of Carrier Operations

Sam brings 10 years of telecom experience to Nobel. After receiving his education in Bordeaux, France, he came to the United States to complete his Masters in Computer Science and Networking from the University of Los Angeles (UCLA) in 1991. In 1996, after several years of working in prepaid and postpaid telecommunications, Sam built his first domestic telecom network. In 2001, Sam joined Nobel to build a more efficient domestic and international switching network. Today, Sam's responsibilities range from carrier connections to wholesale telecom buying & selling.

Chris Berejik:
General Manager

Chris plays an integral part in Nobel's Operation Team. As General Manager, Chris is responsible for overseeing internal operations at Nobel. He develops and implements all of the company's policies and procedures. Chris' initiative and leadership abilities have been fundamental in maintaining a solid infrastructure amidst Nobel's rapid growth. His inherent business sense and problem solving abilities have been essential in Nobel's ever-changing environment. Chris majored in Computer Information Science and Mathematics at the University of Massachusetts at Dartmouth.

Exhibit III
Financial Information

NOBEL LIMITED COMPANY, LLC

Financial Statements

**December 31, 2001
and December 31, 2000 (Balance Sheet Only)**

TOFIAS

NOBEL LIMITED COMPANY, LLC

Financial Statements

December 31, 2001 and December 31, 2000 (Balance Sheet Only)

Table of Contents

Independent Auditors' Report on the Financial Statements	1
Financial Statements:	
Balance Sheets	2
Statement of Operations	3
Statement of Changes in Members' Equity	4
Statement of Cash Flows	5
Notes to Financial Statements	6-12



Independent Auditors' Report

To the Manager and Members
Nobel Limited Company, LLC

We have audited the accompanying balance sheets of Nobel Limited Company, LLC as of December 31, 2001 and 2000 and the related statements of operations, changes in members' equity and cash flows for the year ended December 31, 2001. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Nobel Limited Company, LLC at December 31, 2001 and 2000, and the results of its operations, changes in members' equity and its cash flows for the year ended December 31, 2001 in conformity with accounting principles generally accepted in the United States of America.

Tofias PC

March 29, 2002

NOBEL LIMITED COMPANY, LLC

Balance Sheets

December 31,

	2001	2000
Assets		
Current assets:		
Cash and cash equivalents	\$ 805,532	\$ 134,215
Accounts receivable, less allowance for doubtful accounts of \$30,000 for 2001	37,006	41,005
Inventory	393,220	182,243
Prepaid expenses and other current assets	<u>107,580</u>	<u>3,092</u>
Total current assets	1,343,338	360,555
Equipment, net	622,097	14,111
Security deposits	<u>58,721</u>	<u>87,242</u>
Total assets	<u><u>\$ 2,024,156</u></u>	<u><u>\$ 461,908</u></u>
Liabilities and Members' Equity		
Current liabilities:		
Accounts payable and accrued expenses	\$ 519,918	\$ 142,993
Accrued distributions	329,000	-
Current maturities of long-term debt	457,050	90,000
Deferred revenue	<u>170,562</u>	<u>-</u>
Total current liabilities	<u>1,476,530</u>	<u>232,993</u>
Long-term debt	<u>150,000</u>	<u>300,000</u>
Members' equity:		
Contributed capital:		
100,000,000 common units authorized		
and 100 common units issued and outstanding	40,000	40,000
Members' equity/(members' deficit)	<u>357,626</u>	<u>(111,085)</u>
	<u>397,626</u>	<u>(71,085)</u>
Total liabilities and members' equity	<u><u>\$ 2,024,156</u></u>	<u><u>\$ 461,908</u></u>

The accompanying notes are an integral part of the financial statements.

NOBEL LIMITED COMPANY, LLC

Statement of Operations

Year Ended December 31, 2001

Revenues	\$ 9,972,748
Cost of revenues	<u>6,814,736</u>
Gross profit	<u>3,158,012</u>
Operating expenses:	
Contract labor	867,381
Sales and marketing	774,625
General and administrative	<u>689,726</u>
Total operating expenses	<u>2,331,732</u>
Income from operations	<u>826,280</u>
Other income/(expense):	
Interest income	4,327
Interest expense	<u>(32,896)</u>
	<u>(28,569)</u>
Net income	<u><u>\$ 797,711</u></u>

NOBEL LIMITED COMPANY, LLC

Statement of Changes in Members' Equity

Year Ended December 31, 2001

	Contributed Capital	Members' Equity/ (Members' Deficit)	Total
Balance, January 1, 2001	\$ 40,000	\$ (111,085)	\$ (71,085)
Net income	-	797,711	797,711
Distributions to members	-	(329,000)	(329,000)
Balance, December 31, 2001	<u>\$ 40,000</u>	<u>\$ 357,626</u>	<u>\$ 397,626</u>

The accompanying notes are an integral part of the financial statements.

NOBEL LIMITED COMPANY, LLC

Statement of Cash Flows

Year Ended December 31, 2001

Cash flows from operating activities:

Net income	\$ 797,711
------------	------------

Reconciliation to cash flow:

Depreciation	27,059
--------------	--------

Change in:

Accounts receivable	3,999
---------------------	-------

Inventory	(210,977)
-----------	-----------

Prepaid expenses and other current assets	(104,488)
---	-----------

Security deposits	28,521
-------------------	--------

Accounts payable and accrued expenses	376,925
---------------------------------------	---------

Deferred revenue	170,562
------------------	---------

Total adjustments	291,601
-------------------	---------

Net cash provided by operating activities	1,089,312
---	-----------

Cash flows from investing activities:

Purchases of equipment	(135,545)
------------------------	-----------

Cash flows from financing activities:

Repayments of long-term debt	(282,450)
------------------------------	-----------

Net increase in cash and cash equivalents	671,317
---	---------

Cash and cash equivalents, beginning	134,215
--------------------------------------	---------

Cash and cash equivalents, ending	\$ 805,532
-----------------------------------	------------

NOBEL LIMITED COMPANY, LLC

Notes to Financial Statements

December 31, 2001 and December 31, 2000 (Balance Sheet Only)

Note 1 - Line of Business

Nobel Limited Company, LLC (the "Company") was organized in August 1998 for the purpose of providing an Internet retail division outlet for international and domestic prepaid telecommunications products and services. The retail division accounts for approximately 88% of the Company's sales, primarily selling to U.S. and Canadian customers online. In August 2000, the Company launched a wholesale division that sells calling cards to calling card distributors generally operating along the U.S. East Coast. In November 2001, the Company established an international telecommunications switching division infrastructure through the purchase of its own switching equipment. The international telecommunications switching division enables the Company to provide an array of telecommunications services independent from other providers.

Note 2 - Summary of Significant Accounting Policies

Revenue Recognition

The Company's retail division provides personal identification numbers ("PINS") for its customers who are primarily U.S. and Canadian online customers. Revenue is recognized upon online transmission of calling card personal identification numbers to the customers. Retail sales terms allow for the exchange of unused products. The experience and current estimation of management indicates that an allowance for product exchange is not required.

The Company's wholesale division provides PIN's for its customers, who are primarily distributors of prepaid phone cards. The Company contracted with a provider of switching equipment that processed the phone card calls when the end consumer ultimately used them. When cards were ready for distribution to end consumers, customers authorized the Company to activate a specific sequence of PIN's. The PIN's are pre-numbered code combinations that are imprinted on these cards. This allows for the proper routing and time recording of minutes used on the calling cards. Revenue is recognized upon activation of calling cards delivered to its customer. Wholesale sales terms allow for the exchange of unused products. The experience and current estimation of management indicates that an allowance for product exchange is not required.

The Company's international telecommunication switching division established in November 2001, recognizes revenue at the time of customer usage as it relates to traffic that is carried on its switching equipment. Deferred revenue represents payments for minutes sales received in advance of actual usage of the prepaid minutes. The Company tracks usage on a monthly basis and adjusts deferred revenue accordingly.

Cash and Cash Equivalents

For purposes of reporting cash flows, the Company considers all highly liquid short-term investments with maturity when purchased of three months or less to be cash equivalents.

Inventories

Inventories are valued at the lower of cost or market using the first in first out ("FIFO") method.

NOBEL LIMITED COMPANY, LLC

Notes to Financial Statements

December 31, 2001 and December 31, 2000 (Balance Sheet Only)

Note 2 - Summary of Significant Accounting Policies (Continued)

Equipment

Equipment is stated at cost and includes computer equipment and telephone switch equipment. Repairs and maintenance are charged to expense as incurred. Assets are depreciated on the straight-line method beginning with the month the asset is placed into service over the estimated useful lives of the assets, as indicated below:

Description	Useful Life
Computer equipment	2 1/2 years
Telephone switch equipment - hardware	5 years
Telephone switch equipment - software	3 years

Advertising Costs

Advertising costs are expensed as incurred. Total advertising costs for the year ended December 31, 2001 were \$75,311.

Taxes on Income

The Company is a Limited Liability Company. Taxes on income, as applicable, are the responsibility of the individual members. Accordingly, no provision for federal or state taxes on income is recorded in the accompanying financial statements.

It is the intention of the Company, to make distributions to its members sufficient to cover federal and state income tax liabilities equal to 45% of the taxable income of the Company.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could vary from the estimates that were used.

NOBEL LIMITED COMPANY, LLC

Notes to Financial Statements

December 31, 2001 and December 31, 2000 (Balance Sheet Only)

Note 3 - Inventory

Inventory consists of prepaid calling cards held for resale on-line and prepaid minutes purchased from various carriers.

At December 31, inventories consisted of the following:

	2001	2000
Prepaid calling cards	\$ 73,436	\$ 182,243
Prepaid minutes	<u>319,784</u>	<u>-</u>
Total	<u>\$ 393,220</u>	<u>\$ 182,243</u>

Note 4 - Equipment

At December 31, equipment consisted of the following:

	2001	2000
Computer equipment	\$ 149,656	\$ 9,761
Telephone switch equipment	499,500	-
Other equipment	<u>-</u>	<u>4,350</u>
	649,156	14,111
Less accumulated depreciation	<u>(27,059)</u>	<u>-</u>
Total	<u>\$ 622,097</u>	<u>\$ 14,111</u>

NOBEL LIMITED COMPANY, LLC

Notes to Financial Statements

December 31, 2001 and December 31, 2000 (Balance Sheet Only)

Note 5 - Long-Term Debt

At December 31, long-term debt consisted of the following:

	2001	2000
Unsecured advances due to a related party, with installments of \$90,000 due on August 1, 2001, \$150,000 due on June 30, 2002 and June 30, 2003. Interest accrues at Prime Rate plus 2% (6.75% at December 31, 2001 and 11.5% at December 31, 2000), and is payable on December 30, 2002 and June 30, 2003. (On March 14, 2002, the Company entered into a subordination agreement; see Note 11)	\$ 300,000	\$ 390,000
Note payable due to a supplier without interest, secured by equipment, with an initial principal installment due September 28, 2001 of \$100,000 and ten subsequent monthly installments of \$17,450 beginning December 1, 2001 through September 1, 2002.	157,050	-
Note payable due to a supplier without interest, secured by equipment, with an initial principal installment due December 14, 2001 of \$75,000 and ten subsequent monthly installments of \$15,000 beginning February 1, 2002 through November 1, 2002.	150,000	-
	607,050	390,000
Less current maturities	457,050	90,000
	<u>\$ 150,000</u>	<u>\$ 300,000</u>

Approximate annual maturities over the remaining period of indebtedness are as follows:

2002	\$ 457,050
2003	150,000

At December 31, 2001 and 2000, interest accrued and unpaid on the advances from the related party was \$63,517 and \$30,621 respectively.

NOBEL LIMITED COMPANY, LLC

Notes to Financial Statements

December 31, 2001 and December 31, 2000 (Balance Sheet Only)

Note 6 - Members' Equity

The Company has one class of units, common units. In accordance with the Company's operating agreement, the manager may authorize other classes of units, or add, or decrease the number of units from time to time. The liability of the Members for losses, debts and obligations of the LLC is restricted and limited to their capital accounts. All net profits and losses, and distributions of cash flows shall be allocated to the members based upon their percentage of ownership of common units.

Note 7 - Commitments and Contingencies

The Company is obligated under two leases for office space. The first lease for the Company's current office space requires minimum monthly rentals of \$3,000 and expires June 30, 2002. The second lease for the Company's new office space begins April 1, 2002 and requires minimum monthly rentals of \$19,665 with scheduled rent increases of 3.5% on the anniversary date of the lease and expires May 31, 2007. The lease agreement includes an option to renew for an additional five years, and also provides that the Company pay their proportionate share of real estate taxes, and direct expenses. Rent expense for 2001 totaled \$45,950.

Future minimum annual payments under these leases are as follows:

2002	\$	161,653
2003		242,171
2004		250,647
2005		259,419
2006		268,499
Thereafter		112,828

The Company is obligated under an automobile's lease entered into on October 25, 2001. The lease requires minimum monthly rentals of \$919. The lease provides for a 24 month term.

Future minimum annual payments under these leases are as follows:

2002	\$	11,028
2003		8,271

In October 2001, a former leased employee from an unaffiliated staffing company filed a charge of discrimination and wrongful termination with the Massachusetts Commission Against Discrimination against the Company and an officer. The Company intends to vigorously contest this claim. The Company has been informed that it is insured under the staffing company's insurance policy for claims related to employment practices that may cover the claim, subject to a \$75,000 deductible.

The Company is involved in other legal matters arising in the normal course of business. At December 31 2001, the outcomes of these matters were not determined. Management does not believe that the eventual outcomes of these matters will have a material adverse effect on the Company's financial position or results of operation. The Company has been vigorously defending these matters.

NOBEL LIMITED COMPANY, LLC

Notes to Financial Statements

December 31, 2001 and December 31, 2000 (Balance Sheet Only)

Note 7 - Commitments and Contingencies (Continued)

The Company has entered into a client service agreement with a staffing network company. Under the terms of the client service agreement, the staffing network company provides employees to the Company. The Company engages the employees in job functions at their worksite. The agreement commenced on January 1, 2000 and remains in force and in effect on a month-to-month period, until either party gives thirty days written notice of termination. Contract labor expense for 2001 totaled \$867,381.

Note 8 - Concentration of Credit Risk

The Company maintains cash balances at a bank, which, at times, exceed federally insured limits. The Company has not experienced any losses in such accounts and believes it is not exposed to any significant credit risk on cash and cash equivalents.

During 2001, approximately 50% of the Company's retail sales related to calling card PIN numbers were supplied and supported by two separate vendors. This dependency was significantly reduced when the Company purchased its own telephone switching equipment in November 2001.

Concentration of credit risk with respect to trade accounts receivable is limited due to the large number of customers comprising the Company's customer base, with no significant individual customer revenues or accounts receivable balances at December 31, 2001 and 2000.

Note 9 - Purchase Commitments

During 2001, the Company entered into several carrier agreements to purchase a certain number of minutes per month. The terms of the agreements are subject to price changes with seven days notice, and are cancelable by either party with thirty days notice. If the Company does not meet minimum purchase requirements, the carrier may bill the Company as if they had reached minimum purchase commitments. In addition, the Company entered into one agreement with another carrier whereby the Company has purchased a predetermined amount of minutes to be used by certain dates in 2002. At December 31, 2001 management believes it will meet all its minimum purchase requirements and use all of its prepaid minutes. Included in inventory at December 31, 2001 are all of the unused minutes the Company has paid for.

Note 10 - Cash Flow Information

During 2001, cash paid for interest was \$4,610

Non-cash investing and financing activities included the purchase of equipment in exchange for \$499,500 of debt.

Non-cash financing activities included the accrual of a distribution to members for \$329,000 at December 31, 2001.

NOBEL LIMITED COMPANY, LLC

Notes to Financial Statements

December 31, 2001 and December 31, 2000 (Balance Sheet Only)

Note 11 - Subsequent Events

In January 2002, three new related companies were formed as Delaware LLC's, NobelTel, LLC, NobelCom, LLC and Nobel Limited Company, LLC. The Massachusetts limited liability company, Nobel Limited Company was then merged into the Delaware limited liability company, Nobel Limited Company, LLC.

On January 2, 2002, the Company entered into a consulting agreement. The terms of the agreement provide for an unconditional consultant's fee of \$300,000 to be paid during the term of the agreement that will end on June 30, 2004. The consultant also received an option to purchase member units. The Company is involved in renegotiations with the consultant regarding the agreement.

In March 2002, the Company entered into a financing agreement with a bank. The Company was granted a \$500,000 equipment financing line of credit and an additional \$500,000 letter of credit. The equipment financing line of credit has a maturity date of March 7, 2007 bearing interest at the Bank's Prime Rate, is secured by substantially all assets of the Company, and is subject to certain financial covenants. The letter of credit's expiration date is April 30, 2003 with a 90-day subsequent period available to cover the beneficial interests under the letter of credit.

In connection with the execution of the new bank agreements the Company's related party debt (see Note 5) became subordinated to the advances under the bank agreement.

On March 28, 2002 the Company signed a letter of credit of \$65,000, and received cash back on the security deposit included in current assets.

NOBEL LIMITED COMPANY, LLC
Balance Sheet
As of

	<u>June 30, 2002</u>	<u>December 31, 2001</u>
Assets		
Current assets:		
Cash and cash equivalents	1,015,406	805,532
Accounts receivable, less allowance for doubtful accounts of \$30,000 and \$30,000, respectively	138,932	37,006
Inventory	267,344	393,220
Prepaid expenses and other current assets	<u>174,915</u>	<u>107,580</u>
Total current assets	1,596,596	1,343,338
Equipment, net	1,110,353	622,097
Security deposits	<u>55,221</u>	<u>58,721</u>
Total assets	<u><u>2,762,170</u></u>	<u><u>2,024,156</u></u>
Liabilities and Members' Equity		
Current liabilities:		
Accounts payable and accrued expenses	795,687	519,918
Accrued distributions	-	329,000
Current maturities of long-term debt	404,670	457,050
Deferred revenue	<u>632,871</u>	<u>170,562</u>
Total current liabilities	1,833,228	1,476,530
Long-term debt	353,730	150,000
Members' equity:		
Contributed capital		
100,000,000 common units, authorized	40,000	40,000
100,000,000 and 100,000,000 common units issued and outstanding respectively		
Retained earnings/ (accumulated deficit)	<u>535,212</u>	<u>357,626</u>
	<u>575,212</u>	<u>397,626</u>
Total liabilities and members' equity	<u><u>2,762,170</u></u>	<u><u>2,024,156</u></u>

NOBEL LIMITED COMPANY, LLC
Income Statement
For the Six Months Ended June 30, 2002

Revenues	6,820,513
Cost of revenues	<u>3,930,458</u>
Gross profit	2,890,055
Operating expenses:	
Contract labor	874,382
Sales and marketing	535,563
General and administrative	<u>1,182,105</u>
Total operating expenses	2,592,050
Income from operations	298,005
Other income/(expense):	
Interest income	2,750
Interest expense	(9,597)
Other expense	(4,428)
	<u>(11,275)</u>
Net income	<u><u>286,730</u></u>

NOBEL LIMITED COMPANY, LLC
Income Statement
For the Period Ended June 30, 2002

Cash flows from operating activities:

- Net Income	286,730
- Depreciation	81,687
- Changes in:	
- A/R	(101,926)
- Inventory	125,876
- Prepaid expenses & other current assets	(67,352)
- Security deposits	3,500
- A/P & accrued expenses	275,769
- Deferred revenue	462,309
	<hr/>
Total Adjustments	698,176
	<hr/>
Net cash provided by operating activities	1,066,593

Cash flows from investing activities:

- Purchases of equipment	<hr/> (569,942)
--------------------------	-----------------

Cash flows from financing activities:

- Repayments of debt	(282,150)
- Proceeds from equipment loan	433,500
- Dividends paid	<hr/> (438,127)

Net cash from financing activities	<hr/> (286,777)
------------------------------------	-----------------

Net increase (decrease) in cash & cash equivalents	209,874
--	---------

Cash & cash equivalents, beginning	<hr/> 805,532
------------------------------------	---------------

Cash & cash equivalents, ending	<hr/> <hr/> 1,015,406
---------------------------------	-----------------------

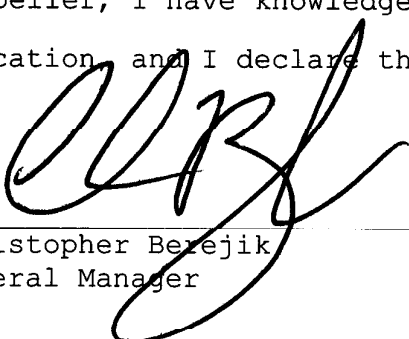
Exhibit IV
Draft Tariff

State of California

County of San Diego

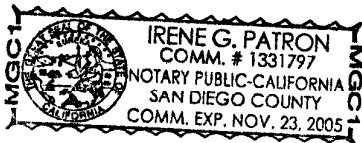
VERIFICATION

I, Christopher Berejik, being duly sworn, declare that I am the General Manager of NobelTel, LLC, the Applicant. I verify that, based upon information and belief, I have knowledge of the statements in the foregoing Application, and I declare that they are true and correct.



Christopher Berejik
General Manager

Sworn to before me, the undersigned Notary Public on this
13th day of Sept., 2002.





Notary Public

IRENE G. PATRON

Print or Type Name

My commission expires:

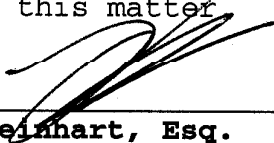
NOV. 23, 2005

BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI

In the matter of the)	
Application of)	
NobelTel, LLC)	
)	
for a certificate of service)	
authority to provide)	Case No. _____
interexchange telecommunications))	
services and to classify such)	
services and the company as)	
Competitive)	

ENTRY OF APPEARANCE

COMES NOW Lance J. M. Steinhart, Attorney at Law and pursuant to rule 4 CSR 240-2.040 herewith files his Entry of Appearance on behalf of Applicant NobelTel, LLC, in connection with the above-styled proceeding. With respect to his entry, Mr. Steinhart hereby advises the Commission that he is a member in good standing of the State Bar of Georgia and the New York State Bar and is admitted to practice before District Courts. He also is on inactive status with the State Bar of Maryland. Neither the undersigned nor any member of his firm is disqualified to appear in any court. I also hereby designate Judith A. Rau, of the law firm of Rau & Rau, 119 E. Mill St., Waterloo, IL 62298 to serve as our local Missouri counsel in this matter.



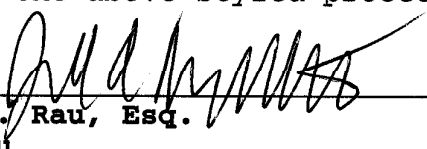
Lance J.M. Steinhart, Esq.
Attorney at Law
1720 Windward Concourse, Suite 250
Alpharetta, Georgia 30005
(770) 232-9200
(770) 232-9208 (Fax)
Georgia Bar No. 678222

**BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI**

In the matter of the)	
Application of)	
NobelTel, LLC)	
)	
for a certificate of service)	
authority to provide)	Case No. _____
interexchange telecommunications))	
services and to classify such)	
services and the company as)	
Competitive)	

ENTRY OF APPEARANCE

COMES NOW Judith A. Rau of the Law Firm of Rau & Rau, and pursuant to rule 4 CSR 240-2.040, herewith files her Entry of Appearance as local Missouri counsel on behalf of Applicant **NobelTel, LLC**, in connection with the above-styled proceeding.



Judith A. Rau, Esq.
Rau & Rau
119 E. Mill Street
Waterloo, Illinois 62298
(618) 939-7186
Missouri Bar No. 24856

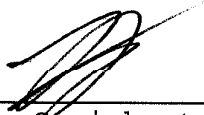
CERTIFICATE OF SERVICE

I hereby certify that I have this day served a true copy of the foregoing Application for Certificate of Service Authority to Provide Interexchange Telecommunications Services Within the State of Missouri on the following parties, in accordance with the Commission rules:

Office of the Public Counsel
P. O. Box 7800
Jefferson City, MO 65102

General Counsel
Missouri Public Service Commission
P. O. Box 360
Jefferson City, MO 65102

Dated this 24 day of July, 2002.



Lance J.M. Steinhart
Georgia Bar No. 678222

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