



January 23, 2012

Washington Utilities and Transportation Commission
1300 South Evergreen Park Drive SW
Olympia, WA 98504-7250

**RE: REGISTRATION AND COMPETITIVE CLASSIFICATION OF 365
WIRELESS, LLC**

To Whom It May Concern:

Please find the attached Application to Provide Local Exchange and Interexchange Telecommunications Services. Applicant is subject to effective competition and requests waiver of regulatory requirements outlined in WAC 480-121-063 (1).

The Company is a new entity and has just begun the significant deployment of its extensive telecommunications network and all related network assets throughout the United States. In support of its Application, Applicant's pro forma balance sheet and income statement are attached along with a Certified Statement of Capitalization signed by 365's Chief Financial Officer, Mr. Clive Marsh, and a Bank Letter of Deposit.

Please contact us at the address below if you have questions. We will appreciate your immediate attention to this matter.

Sincerely,

A handwritten signature in black ink, appearing to read 'Tony D. Cash', written over a horizontal line.

Tony D. Cash
General Counsel

attachment

1500 Trotters Cove
Atlanta, Georgia 30338
Tel. 404.281.3377
Fax. 970.722.6231
tony@365wireless.net
www.365wireless.net

**REGISTRATION AND COMPETITIVE CLASSIFICATION
OF TELECOMMUNICATION COMPANIES**

All telecommunications companies must register with the Utilities and Transportation Commission (UTC) prior to beginning operations in the state of Washington. Refer to RCW 80.36, WAC 480-121, 480-80, and 480-120.

1300 South Evergreen Park Drive SW
PO Box 47250
Olympia, WA 98504-7250

Telephone 360-664-1160 / Fax 360-586-1150
TTY 360-586-8203 or 1-800-416-5289
Website: www.wutc.wa.gov

The UTC has a policy of providing equal access to its services. To request this document in alternate formats, please call 360-664-1133.

- Complete the application form.
- Submit these forms via the [Records Center Web portal](#) or e-mail to records@wutc.wa.gov as an electronic attachment. UTC encourages electronic submission of filings.
- UTC will issue a registration certificate with an effective date 30 days from the date the completed application is received and approved.

Include the following:

Current Balance Sheet Latest Annual Report, if any

Competitive Classification

Applicant is subject to effective competition and requests waiver of regulatory requirements
Yes No outlined in WAC 480-121-063 (1).

Telecommunications Company Information

Company Name: 365 Wireless, LLC d/b/a:
Company Mailing Address: 1500 Trotters Cove
City/State/Zip: Atlanta, GA 30338
Web Site Address: www.365wireless.net

Unified Business Identification Number (UBI): 603128053
(If you do not know your UBI number or need to request one contact the Department of Licensing at 360-664-1400)

Questions regarding this application should be directed to:

Name: Tony D. Cash
Phone Number: 678.916.0628 Fax Number: 970.722.6231 E-mail: tony@365wireless.net
Mailing Address: 1500 Trotters Cove
City/State/Zip: Atlanta, GA 30338

Registered Agent (A Washington Agent is required if the company is located outside Washington State):

Name: National Registered Agents, Inc.
Mailing Address: 1780 Barnes Boulevard SW, Building G
City/State/Zip: Tumwater, WA 98512
Phone Number: 800-767-1553

Name, address and title of each officer or director (attach additional pages if needed)

Name	Address	Title
Bridgett Weller	1500 Trotters Cove Atlanta, GA 30338	President
Clive Marsh	1500 Trotters Cove Atlanta, GA 30338	Chief Financial Officer

Regulatory Contact:

Name: Tony D. Cash
Mailing Address: 1500 Trotters Cove, Atlanta, GA 30338
Phone Number: 678-916-0628 Fax Number: 970-722-6231
E-mail: tony@365wireless.net

Consumer Questions and/or Complaint Contact:

Name: Joe White
Title: VP Operations
Phone Number: 970.722.6232 Fax Number: 970-722-6231
E-mail: joe@365wireless.net

Emergency Contact:

Name: Joe White
Title: VP Operations
Phone Number: 970.722.6232 Fax Number: 970-722-6231
E-mail: joe@365wireless.net

Telecommunication services that will be provided (check all that apply):

- | | |
|---|--|
| <input checked="" type="checkbox"/> Local Exchange Service (Resale) | <input type="checkbox"/> Data Services |
| <input type="checkbox"/> Calling Cards | <input type="checkbox"/> Prepaid Calling Cards |
| <input type="checkbox"/> Alternate Operator Services | <input type="checkbox"/> Directory Assistance |
| <input checked="" type="checkbox"/> Long Distance Interlata | <input checked="" type="checkbox"/> WATS (800/888) |
| <input checked="" type="checkbox"/> Long Distance Intralata | |

Other, please specify Local Exchange Service (facilities-based)_____

Certified Statement of Capitalization

365 Wireless, LLC (hereafter “the Applicant”) has just begun the significant deployment of its extensive telecommunications network and all related network assets throughout the United States. As such, certified audited financial statements do not yet exist for the entity. Such financial statements will be available at within the next 60-90 calendar days and will be forwarded to the Commission at that time as requested. The Company has adequate capitalization at the current time and will be “self-funding” its operations from its realized profits and positive cash flow. Such self-funding is estimated to occur in Q1 of 2012 as will be further evidenced by the financial statements to be filed at that time. To date, all capital expenditures of the Company have been addressed and all future capital needs have been pledged with no anticipated shortfalls.



Clive Marsh - Chief Financial Officer



Balance Sheet
365 Wireless, LLC
Proforma Balance Sheet

	As of 12/31/2012	As of 12/31/2013	As of 12/31/2014
Current Assets			
Cash in bank	\$ 456,985	\$ 858,633	\$ 1,569,852
Accounts receivable	365,987	701,548	1,211,659
Prepaid expenses	2,692	16,985	25,691
Other current assets	15,698	30,584	32,504
Total current assets	841,362	1,607,750	2,839,706
Fixed Assets			
Network equipment	\$ 356,587	\$ 705,897	\$ 909,845
Furniture & fixtures	16,851	69,949	70,051
Other fixed assets	2,568	4,598	6,594
(LESS accumulated depreciation on all fixed assets)	(141,152)	(343,407)	(553,092)
Total Fixed Assets (net of depreciation)	\$ 234,854	\$ 437,037	\$ 433,398
Other Assets			
Deposits	85,500	125,000	125,000
Other	589	5,005	83,125
Total Other Assets	\$ 86,089	\$ 130,005	\$ 208,125
TOTAL Assets	\$ 1,162,285	\$ 2,174,792	\$ 3,481,229
Liabilities and Equity			
Current Liabilities			
Accounts payable	\$ 396,976	\$ 559,836	\$ 801,005
Interest payable	6,982	9,852	8,542
Taxes payable	1,134	2,569	3,654
Notes, short-term (due within 12 months)	10,000	10,000	-
Total Current Liabilities	\$ 415,092	\$ 582,257	\$ 813,201
Long-term Debt			
Note payable to related party	150,000	60,000	-
Total Long-term Debt	\$ 150,000	\$ 60,000	\$ -
Total Liabilities	\$ 565,092	\$ 642,257	\$ 813,201
Owners' Equity			
Invested capital	\$ 100,000	\$ 100,000	\$ 100,000
Retained earnings - beginning	-	497,193	1,432,535
Retained earnings - current	497,193	935,342	1,335,493
Total Owners' Equity	\$ 597,193	\$ 1,532,535	\$ 2,868,028
TOTAL Liabilities & Equity	\$ 1,162,285	\$ 2,174,792	\$ 3,481,229



Profit and Loss Statement
365 Wireless, LLC

THREE YEAR PROFORMA INCOME STATEMENTS

	2012	2013	2014
Sales Revenue			
Network services	\$ 6,863,598	\$ 9,685,451	\$ 11,596,674
Other service revenue	\$ 4,389	\$ 6,568	\$ 9,006
Total Sales Revenue	<u>\$ 6,867,987</u>	<u>\$ 9,692,019</u>	<u>\$ 11,605,680</u>
Cost of Sales			
Interconnection costs	\$ 656,369	\$ 709,659	\$ 874,526
Bandwidth costs	\$ 205,894	\$ 365,985	\$ 459,633
Colocation costs	\$ 25,367	\$ 45,986	\$ 11,245
Switching costs	\$ 421,888	\$ 605,784	\$ 615,333
Usage costs	\$ 3,968,567	\$ 5,026,558	\$ 5,966,663
Total Cost of Sales	<u>\$ 5,278,085</u>	<u>\$ 6,753,972</u>	<u>\$ 7,927,400</u>
Gross profit	<u>\$ 1,589,902</u>	<u>\$ 2,938,047</u>	<u>\$ 3,678,280</u>
Operating Expenses			
Advertising and Marketing	\$ 36,571	\$ 56,815	\$ 75,012
Wages and salaries	\$ 259,986	\$ 756,892	\$ 805,556
Outside services	\$ 95,862	\$ 75,001	\$ 50,666
Supplies	\$ 12,698	\$ 23,565	\$ 54,874
Rent	\$ 38,974	\$ 38,974	\$ 38,974
Postage	\$ 2,674	\$ 3,025	\$ 5,989
Telephone and Internet	\$ 21,636	\$ 29,832	\$ 36,598
Legal and professional	\$ 50,587	\$ 85,065	\$ 50,058
Consulting fees	\$ 45,036	\$ 50,020	\$ 65,988
Depreciation	\$ 141,152	\$ 202,255	\$ 209,685
Insurance	\$ 44,269	\$ 57,899	\$ 59,058
Other expense	\$ 9,893	\$ -	\$ -
Total Operating Expenses	<u>\$ 759,138</u>	<u>\$ 1,379,143</u>	<u>\$ 1,452,458</u>
Pre-tax Income	<u>\$ 830,764</u>	<u>\$ 1,558,904</u>	<u>\$ 2,225,822</u>
Tax allowance	\$ (332,306)	\$ (623,562)	\$ (890,329)
Other income (expense)	\$ (1,265)	\$ -	\$ -
Net income (loss)	<u>\$ 497,193</u>	<u>\$ 935,342</u>	<u>\$ 1,335,493</u>



January 5, 2012

**State of Washington
Utilities and Transportation Commission
1300 South Evergreen Park Drive SW
Olympia, WA 98504-7250**

Dear Sir/Madam,

As of the date of this letter, 365 Wireless, LLC (Account # 334032589202) currently has a balance of at least \$25,000 USD (Twenty Five Thousand Dollars) held in its account at our institution – Bank of America.

Sincerely,

A handwritten signature in black ink, appearing to read "Michel Makany". The signature is fluid and cursive, with a prominent flourish at the end.

**Michel Makany
Small Business Specialist
Bank of America Representative**

BANK OF AMERICA
 BUCKHEAD FINANCIAL CENTER
 3116 PEACHTREE RD.
 ATLANTA, GA 30305
 GA7-804-01-01



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Welcome Valued Business Banking Client
 365 WIRELESS, LLC - Business Accounts
 Protect your accounts and information, visit the security center

Last sign in: 07/05/2012 at 02:08 PM ET

Make your Bank of America credit card or loan payment online.

LEARN MORE

Accounts

Business Accounts	Balance
Business Economy Chk - 9202	\$24,625.71
Investment Accounts	

Merill Lynch

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Account # 338032589202