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**IFONE GSM Network
Due Diligence Documents
Requested by Telcordia
For Assignment of MNC and MCC Codes**

Background

The documents and copies of correspondence contained herein establishes IFONE as a US telecommunications carrier providing a turnkey GSM network located solely on US Army installations and other US Government facilities in Afghanistan and other countries. IFONE's operating authority in Afghanistan is granted by the US Government. IFONE will switch all of its traffic on the US Army Afghanistan network in the United States and will utilize a US area code and 7 digit dialing string for its numbering plan for incoming and outgoing calls through the PSTN and DSN (Defense Switched Network).

Turnkey means that IFONE integrates the network infrastructure (Mobile Switching Center (MSC), Base Station Subsystems), towers and antennas) and is the operator of the network. The network is based upon GSM technology, which allows a user on the IFONE network to roam from base to base on the IFONE network and roam in Europe on the Macro GSM network.

On the IFONE network, a user will be able to make the following types of calls after a 3 phase cut-over is implemented:

- Call mobile to mobile within US Army bases or between US Army bases - Phase One
- Make and receive calls worldwide on the DSN (defense switched network) - Phase One.
- Roam on to the marco GSM network world-wide through a planned roaming agreement with T-Mobile. Authorized T-mobile users will also be able to roam on the IFONE network - Phase Two

This document includes confidential data pertaining to US Government communications capabilities in one or more war zones and private competition sensitive communications between IFONE and T-Mobile that are intended only for the person to whom its addressed. It shall not be duplicated, used, or disclosed – in whole or in part – for any purposes other for the specific purpose of issuing IFONE a Mobile Network code (MNC) and Mobile Country code (MCC) by Telcordia. Under no circumstances shall it be disclosed outside Telecordia without the written permission of IFONE.

- Make calls on the PSTN (by dialing a US area code and 7 digit number) and receive calls on the PSTN by the calling party dialing a US area code and 7 digit number. Switching is performed by IFONE in the US. - Phase 3

As per Garry Richenaker's request, we are providing the following documents to support IFONE's application for an MNC and MCC number for our GSM network, which we urgently need in order to order our SIM cards, which we need to complete all phases of our planned network cut-over.

1. Company information to establish IFONE, Inc. as a legitimate company located in the State of Florida:
 - a. IFONE Company Information – (Fax and email)
 - b. List of some supplier and trade credit references, Bank reference, Duns number and Department of Defense Cage Code (this number is from a central data base of approved DOD vendors) – (Fax)
 - c. Copy of the "Articles of Incorporation OF IFONE, INC." , a Florida Corporation filed on 10 November 1999. – (Fax)

2. US Army Contracting Information – (Fax)

The contracting information is confidential for both commercial and Security reasons and can be view only by Ms. Ann Walker, Garry Richenaker or specific persons within telcordia for the sole purpose of issuing IFONE the MNC and MCC numbers. It is being send to Fax number (732) 336-6999.

IFONE was awarded the contract by the Army to provide cellular systems and services to Third Army. HQ Third Army issued a purchase request to SFCA-IT, a Government contracting office at Ft. Huachuca. It was decided that the contract could be awarded fastest through an existing contracting vehicle between the Army and Northrop Grumman. Speed was important because the IFONE GSM network will provide mission-essential communications for the US Army in Afghanistan and other such war zones. IFONE is responsible for providing a turnkey GSM solution, including the equipment and manpower to operate the network in war zones. Northrop Grumman performs the contract administration for IFONE.

The documents flow as follows:

- a. Purchase request from HQ THIRD US ARMY/ARCENT, Ft. MCPHERSON, GA 303330-7000 to SFCA-IT W, Greely Hall, Ft. Huachuca, AZ 85613:

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This documents that that funds were provided from HQ THIRD US ARMY / ARCENT to the contracting office at Ft. Huachuca, AZ. For the purchase "**of IFONE Cellular Systems**".

- b. DHL AWB# 7786029985 - Shows that 3 crates weighing 9,866 pounds was picked up at IFONE's Technical Integration facility, Miami, Florida on 6 April. This shipment contained the base stations, microwave links, towers, antennas and subscriber handsets necessary to build out the GSM network on US Government facilities Afghanistan. It was shipped to **Joint Task Force – 180, IFONE, Inc., Bagram AB, Afghanistan, Attention: Captain Robinson – CJ6.**
3. Frequency approval in Afghanistan - Email showing that Maj. Roose of Task Force 180 issued approval to IFONE for 900 MHz. – (Fax and email)

This is a little hard to follow due to the informal nature of communicating via emails.

Refer to the email dated 04 January 2004. Our project manager, Tony Kisiell, provided an update to Joe Stewart and to BR Witt on IFONE. Point number 1 states:

- a. Re: Freq Approval - we are approved for 900 Mhz in Bagram - J6 will double tap the other locations. **[J6 is the designation for the Joint-communications officer – Major Roose – the official who authorized 900 Mhz for the IFONE GSM network – see below]**
- b. At the end of point 2, is an email that Tony Kisiell received from Major Roose, IFONE's Army Point of Contact (POC). As the POC, Major Roose is empowered to "task" IFONE in matters relating to the contract. His email to Tony Kisiell is dated 04 January 2004.

Major Roos stated

“Sir,

I will let CPT Lane handle parts of this. But here is what I have.”

What follows is an email that Tony Kisiell sent to Capt Lane asking some questions. Mr. Kisiell copies Maj Roos, as can be seen from the header below. Major Roos answers Mr. Kisiell's email by providing comments at the end of Mr. Kisiell's questions. I have highlighted Major's Roos' comments in bold in the reprint below for emphasis.

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Scrolling down you find point number 1 stating:

- c. Frequency Approval for 900 Mhz GSM spectrum. I have the technical spec for the radio and I'll send it to you in a separate email. Need to get the Army's Frequency Manager involved ASAP. **You are approved for 900 Mhz in Bagram - we will double tap the other locations"**

The last line is written by Major Roose (my bold added for emphasis): "You are approved for 900 Mhz in Bagram - we will double tap the other locations"

The first part, up to the last line, was written by Tony Kisiell to Capt. Karlton Lane.

4. Roaming agreement with T-mobile.

Attached is an email that I sent to Virginia Giebel, Manager of Government sales. She is facilitating the roaming agreement between T-mobile and IFONE. I provided an answer to one of her questions about costs to T-mobile. The question was raised by Daryl Zakov, of T-mobile, who is also working with David Clay. Mr. Zakov and David Clay administer and engineer the T-mobile roaming agreements with T-mobile's roaming partners.

Virginia Giebel (202) 390-5109

5. PSTN interconnect between the IFONE MSC and the PSTN:

IFONE is exploring an inter-connect agreement with SBC and three other carriers to provide interconnection to the PSTN, through its MSC to be located in Miami, Florida. Regarding SBC, we have discussed the technical solution with Mr. Alpha Diallo, Ph. 925-468-5821. He referred us to Mr. Eric Sargeson, 925-867-5706 in procurement to agree on settlement rates and other business issues. We have not yet contracted Mr. Sargeson, since the PSTN interconnect Agreement is the 3rd and final phase of our cut-over process.

SIGNED For IFONE

Joseph S. Stewart III, CEO

IFONE, Inc.

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