

Schedule 65

(Further Answer to Interrogatory No. 65)

In addition to other documents that have been or will be produced, the attached documents are responsive to Interrogatory No. 65.

Monte R. Lee and Company

LYNN R. MERRILL, P.E.
STEVE GUEST, P.E.
MONTE R. LEE, P.E.
GARY G. BEIKMANN, Manager

CONSULTING ENGINEERS
100 N.W. 63rd STREET, SUITE 100
OKLAHOMA CITY, OK 73116
PHONE (405) 842-2405
FAX (405) 848-8018
E-mail: mrl@mrleng.com
Website: www.mrleng.com



December 2, 1998

Mr. Matt Austin
Preferred Communication Systems, Inc.
170-C North Palm Canyon Drive
Palm Springs, CA 92262

Dear Mr. Austin:

Enclosed is a signed copy of our Engineering Service Contract for your records. If you have any questions or need any further information, please call our office.

Sincerely,

A handwritten signature in cursive that reads "Jan Melton".

Jan Melton
Contract Adm.

Enclosure

gs

**ENGINEERING SERVICE CONTRACT
SPECIAL SERVICES**

AGREEMENT made as of November 24, 19 98 between
Preferred Communication Systems, Inc. (hereinafter called the "Owner")
and Monte R. Lee and Company (hereinafter called the "Engineer").

NOW, THEREFORE, in consideration of the mutual understanding herein contained, the parties hereto agree as follows:

ARTICLE 1

General

The Engineer shall render diligently and competently the engineering services described in Article II, upon the terms and conditions herein stated.

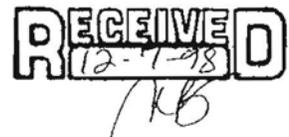
ARTICLE II

Services

The Engineer will perform the following services in an expeditious manner:

Engineering design and coordination for new 800 MHz sites located in Puerto Rico (6) and Virgin Islands (2) to include the following:

1. Plot map (Lat & Long) & 22 dBm contour maps for each site.
2. Tower Search and negotiations for tower / eqpt. space lease for each site.
3. Coordination of Equipment Installation for each site.
4. FCC Filing for site turn-up.



It is agreed, without limiting the generality of the foregoing, that all drawings, designs, specifications and other incidental engineering work or materials, furnished by the Engineer hereunder shall be and remain the property of the Owner.

All services to be rendered hereunder shall be subject to the direction and approval of the Owner.

ARTICLE III

Compensation

The Owner shall pay the Engineer for services as outlined in Quotation No. 001 dated November 24, 19 98. These items shall be due and payable per the attached payment schedule included in Quotation No. 001. Payments are due upon receipt of invoice with payments to be wire transferred to Engineer's account. Work on each project phase will not begin until payment has been received. Any invoices more than thirty (30) days past due will have an additional 1.5% added to the unpaid balance (18% per annum).

ARTICLE IV

Section 1. License: The Engineer shall comply with all applicable statutes pertaining to engineering and warrants that he possesses License Number 14856 issued to him by the State of Oklahoma on February 20, 19 87.

Section 2. Insurance: The Engineer shall take out and maintain workman's compensation insurance, public liability insurance, and automobile insurance as prescribed by the latest revision per 7 CFR Chapter XVI, Part 1788, November 1989. (See Addendum No. 1) Compliance with future revisions will be made within 90 days after the date of issuance of the revision.

Section 3. Qualified Personnel: The obligations and duties to be performed by the Engineer under this Agreement shall be performed by persons qualified to perform such duties efficiently. The Engineer, if the Owner shall so direct, shall replace any engineer or other person employed by the Engineer in connection with the work.

Section 4. Terms of Agreement: This Agreement shall become effective as of the date hereof and shall remain in effect until terminated by either party giving thirty days notice to the other party of its intention to terminate.

Section 5. Assignment: The obligations of the Engineer under the Agreement shall not be assigned without the approval in writing of the Owner.

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be duly executed.

PREFERRED COMMUNICATION SYSTEMS, INC.
OWNER

By Charles M. Arlin
PRESIDENT / PARTNER / OWNER *
(Strike out inapplicable designation)

ATTEST:

Mickelle Stutz
SECRETARY

MONTE R. LEE AND COMPANY
ENGINEER

By Sam R Merrill
PRESIDENT

ATTEST:

Gary S Beckmann
SECRETARY

ADDENDUM NO. 1

REVISED INSURANCE REQUIREMENTS
AS PER 7 CFR CHAPTER XVI, PART 1788

November 1989

Article IV, Section 2. Insurance. The Engineer shall take out and maintain throughout the period of this Agreement the following types and minimum amounts of insurance:

a. Worker's compensation and employers' liability insurance, as required by law, covering all their employees who perform any of the obligations of the contractor, engineer, and architect under the contract. If any employer or employee is not subject to the worker's compensation laws of the governing state, then insurance shall be obtained voluntarily to extend to the employer and employee coverage to the same extent as though the employer or employee were subject to the worker's compensation laws.

b. Public liability insurance covering all operations under the contract shall have limits for bodily injury or death of not less than \$1 million each occurrence, limits for property damage of not less than \$1 million each occurrence, and \$1 million aggregate for accidents during the policy period. A single limit of \$1 million of bodily injury and property damage is acceptable. This required insurance may be in a policy or policies of insurance, primary and excess including the umbrella or catastrophe form.

c. Automobile liability insurance on all motor vehicles used in connection with the contract, whether owned, nonowned, or hired, shall have limits for bodily injury or death of not less than \$1 million per person and \$1 million each occurrence, and property damage limits of \$1 million for each occurrence. This required insurance may be in a policy or policies of insurance, primary and excess including the umbrella or catastrophe form.

The policies of insurance shall be in such form and issued by such insurer as shall be satisfactory to the Owner. The Engineer shall furnish the Owner a certificate evidencing compliance with the foregoing requirements which shall provide not less than (30) days prior written notice to the Owner of any cancellation or material change in the insurance.

QUOTATION NO. 001
NOVEMBER 24, 1998

ENGINEERING DESIGN & COORDINATION FOR NEW 800 MHz SITES

	<u>Labor</u>	<u>Travel Costs</u>	<u>Total</u>
Puerto Rico - Six sites	10,335.00	3,910.00	14,245.00
Virgin Islands - Two sites	<u>3,445.00</u>	<u>4,510.00</u>	<u>7,955.00</u>
Total	13,780.00	8,420.00	22,200.00

Above quotation is based on \$53.00 / hr. labor plus travel expenses.

The following payment schedule is required for this project:

Engineering \$ due prior to start of project (40%)	\$8,880.00
Engineering \$ due prior to site visits (40%)	\$8,880.00
Balance due upon completion of work (20%)	\$4,440.00

See Attached Sheets for details on engineering costs.

800 MHz GX Licenses Job Puerto Rico

	Job	MRL Employee	Hrs. per site	\$ per Hour	Total
1	Lat & Long (Plot Map For Each Site)		1.5	\$53.00	\$477.00
2	Contours (22 dBm) Design for New Site Location		2	\$53.00	\$636.00
3	Tower Search <i>12 hrs.</i>	<i>est. given for six sites</i>	2	\$53.00	\$636.00
4	Contact For Lease Tower Co. <i>21 hrs.</i>		3.5	\$53.00	\$1,113.00
5	Negotiate Lease <i>15 hrs.</i>		2.5	\$53.00	\$795.00
6	Find Installation Crew for Each Area		4	\$53.00	\$1,272.00
7	FCC Filing		4	\$53.00	\$1,272.00
8	Site Visit		6	\$53.00	\$1,908.00
9	Coordination		7	\$53.00	\$2,226.00
				TOTAL	\$10,335.00

Travel Costs \$3,910.00

Total Engineering \$14,245.00

Tower Search - 12 hrs \$636.00
Contact for lease Tower 21 hrs \$1,113-
Lease Negotiations 15 hrs \$795-

*Puerto Rico
only*

*48 hrs. @ \$2,544
(rate - \$53.00/hr)*

800 MHz GX Licenses Job Virgin Islands

	Job	MRL Employee	Hrs. per site	\$ per Hour	Total
1	Lat & Long (Plot Map For Each Site)		1.5	\$53.00	\$159.00
2	Contours (22 dBm)		2	\$53.00	\$212.00
3	Tower Search		2	\$53.00	\$212.00
4	Contact For Lease Tower Co.		3.5	\$53.00	\$371.00
5	Negotiate Lease		2.5	\$53.00	\$265.00
6	Find Installation Crew for Each Area		4	\$53.00	\$424.00
7	FCC Filing		4	\$53.00	\$424.00
8	Site Visit		6	\$53.00	\$636.00
9	Coordination		7	\$53.00	\$742.00
				TOTAL	\$3,445.00

Tower Search 4 hrs. @ \$212-
Contact for lease 7 hrs @ \$371
Negotiate lease 5 hrs @ \$265

Travel Costs \$4,510.00

Total Engineering \$7,955.00

Virgin Islands

16 hrs @ \$848-

28

Ackley Caribbean Ent., Inc.
 P.O. Box 302179
 Charlotte Amalie, USVI
 00803-2179
 Telephone 809/776-7760

INVOICE NO. 121494

CUSTOMER NO. PREFER

BILL TO:

PREFERRED COMMUNICATIONS SYSTEMS
 170-C NORTH PALM CANYON DRIVE
 PALM SPRINGS, CA 92262

SHIP TO:

PREFERRED COMMUNICATIONS SYSTEMS
 170-C NORTH PALM CANYON DRIVE
 PALM SPRINGS, CA 92262

DATE		SHIP VIA		F.O.B.		TERMS	
01/08/99		Delivered		Origin		NET 15	
PURCHASE ORDER NUMBER			ORDER DATE		SALESPERSON		OUR ORDER NUMBER
INSTALL SIGNAL BOX			01/08/99		JA		None
QUANTITY			ITEM NUMBER	DESCRIPTION	UNIT PRICE	EXTENDED PRICE	
QTY. REQ.	SHIPPED	B.O.					
1	12		L7	MOUNT ANTENNA/INSTALL SIGNAL B	75.00	900.00	
1	1		PARTS	MISC. PARTS	950.00	950.00	
MOUNT ANTENNA AND INSTALL SIGNAL BOX ON MT. WELCOME TOWER AT 100' LEVEL 2 MEN 6 HRS. EACH = 12 HRS. LABOR TOTAL PARTS USED: 150' 1/2" CABLE; 4 TYPE N CONNECTORS; 1 BNC-TO-N ADAPTOR; 1 ANTENNA BRACKET; 1 LIGHTNING PROTECTOR; 1 COMPUTER CORD							
NonTaxable Subtotal						1850.00	
Taxable Subtotal						0.00	
Tax						0.00	
Total						1850.00	

26

Ackley Caribbean Ent., Inc.
 P.O. Box 302179
 Charlotte Amalie, USVI
 00803-2179
 Telephone 809/776-7760

INVOICE NO. 121492
 CUSTOMER NO. PREFER

BILL TO:
 PREFERRED COMMUNICATIONS SYSTEMS
 170-C NORTH PALM CANYON DRIVE
 PALM SPRINGS, CA 92262

SHIP TO:
 PREFERRED COMMUNICATIONS SYSTEMS
 170-C NORTH PALM CANYON DRIVE
 PALM SPRINGS, CA 92262

DATE		SHIP VIA		F.O.B.		TERMS	
12/24/98		Delivered		Origin		NET 15	
PURCHASE ORDER NUMBER			ORDER DATE		SALESPERSON		OUR ORDER NUMBER
INSTALLATION			12/23/98		JA		None
QUANTITY			ITEM NUMBER	DESCRIPTION	UNIT PRICE	EXTENDED PRICE	
QTY. REQ.	SHIPPED	B.O.					
14	14		L7	LABOR - INSTALL ANTENNA & CABL	75.00	1050.00	
INSTALLATION OF ANTENNA AND				CABLE ON TOWER AT CROWN MOUNTAIN, ST. THOMAS			
14 HRS. LABOR							
					NonTaxable Subtotal	1050.00	
					Taxable Subtotal	0.00	
					Tax	0.00	
					Total	1050.00	

26

Ackley Caribbean Ent., Inc.
 P.O. Box 302179
 Charlotte Amalie, USVI
 00807-0179
 P.O. Box 302179
 Charlotte Amalie, USVI
 00807-0179

INVOICE NO. 121493
 CUSTOMER NO. PREFERRED

BILL TO:
 PREFERRED COMMUNICATIONS SYSTEMS
 170-C NORTH PALM CANYON DRIVE
 PALM SPRINGS, CA 92262

SHIP TO:
 PREFERRED COMMUNICATIONS SYSTEMS
 170-C NORTH PALM CANYON DRIVE
 PALM SPRINGS, CA 92262

DATE		SHIP VIA		F.O.B.	TERMS	
12/27/98		Delivered		Origin	NET 15	
PURCHASE ORDER NUMBER			ORDER DATE	SALESPERSON		OUR ORDER NUMBER
INSTALLATION			12/27/98	JA		None
QUANTITY			ITEM NUMBER	DESCRIPTION	UNIT PRICE	EXTENDED PRICE
QTY. REQ.	SHIPPED	B.O.				
11	11		L7	LABOR - INSTALL ANTENNA CABLE	75.00	825.00
1	1		TRAVEL	TRAVEL EXPENSES	300.00	300.00
INSTALLTION OF ANTENNA AND CABLE ON TOWER AT MT. WELCOME, ST. CROIX 11 HRS. PLUS TRAVEL EXPENSES						
NonTaxable Subtotal						1125.00
Taxable Subtotal						0.00
Tax						0.00
Total						1125.00

Ackley Caribbean Ent., Inc.
 P.O. Box 302179
 Charlotte Amalie, USVI
 00803-2179
 Telephone 809/776-7760

STATEMENT OF ACCOUNT

PLEASE RETURN THIS PORTION
 WITH YOUR PAYMENT

STATEMENT DATE	ACCOUNT NO.
01/31/99	PREFER

STATEMENT DATE	ACCOUNT NO.
01/31/99	PREFER

PREFERRED COMMUNICATIONS SYSTEMS
 170-C NORTH PALM CANYON DRIVE
 PALM SPRINGS, CA 92262

AMOUNT REMITTED _____

DATE PAID _____ CHECK NO. _____ AMOUNT _____

IF PAYING BY INVOICE - CHECK
 INDIVIDUAL INVOICES PAID

TRANSACTION DATE	INVOICE NO.	DESCRIPTION	AMOUNT	BALANCE	INVOICE NO.	AMOUNT DUE
1/24/98	121492	INSTALLATION	1050.00	1050.00	121492	1050.00
1/27/98	121493	INSTALLATION	1125.00	1125.00	121493	1125.00
1/08/99	121494	INSTALL SIGNAL BOX	1850.00	1850.00	121494	1850.00
FRIENDLY REMINDER: PAYMENTS ARE DUE ON OR BEFORE THE 15TH OF EACH MONTH						
FOR INTERNET USERS: EXTRA DIAL-UP LINES AVAILABLE AT 776-4246						
EFFECTIVE MARCH 1, 1999, THE ST. CROIX OFFICE WILL BE RELOCATING TO FISHER SHOPPING CENTER IN PETER'S REST.						
Current	Over 30	Over 60	Over 90	Over 120	TOTAL	BALANCE DUE
1850.00	2175.00	3.00	0.00	0.00	4025.00	4025.00

INVOICE NO.

CUSTOMER NO.

CG

Ackley Caribbean Ent., Inc.
 P.O. Box 302179
 Charlotte Amalie, USVI
 00803-2179

121492

PREFER

BILL TO:

PREFERRED COMMUNICATIONS SYSTEMS
 170-C NORTH PALM CANYON DRIVE
 PALM SPRINGS, CA 92262

SHIP TO:

PREFERRED COMMUNICATIONS SYSTEMS
 170-C NORTH PALM CANYON DRIVE
 PALM SPRINGS, CA 92262

DATE		SHIP VIA		F.O.B.		TERMS	
12/24/98		Delivered		Origin		NET 15	
PURCHASE ORDER NUMBER			ORDER DATE		SALESPERSON		OUR ORDER NUMBER
INSTALLATION			12/23/98		JA		None
QUANTITY			ITEM NUMBER	DESCRIPTION	UNIT PRICE	EXTENDED PRICE	
QTY. REQ.	SHIPPED	B.O.					
14	14	0	L7	LABOR - INSTALL ANTENNA & CABL	75.00	1050.00	
INSTALLATION OF ANTENNA AND				CABLE ON TOWER AT CROWN MOUNTAIN, ST. THOMAS			
14 HRS. LABOR							
					NonTaxable Subtotal	1050.00	
					Taxable Subtotal	0.00	
					Tax	0.00	
					Total	1050.00	

INVOICE NO.

CUSTOMER NO.

G
Ackley Caribbean Ent., Inc.
P.O. Box 302179
Charlotte Amalie, USVI
00803-2179

121493

PREFER

BILL TO:

PREFERRED COMMUNICATIONS SYSTEMS
170-C NORTH PALM CANYON DRIVE
PALM SPRINGS, CA 92262

SHIP TO:

PREFERRED COMMUNICATIONS SYSTEMS
170-C NORTH PALM CANYON DRIVE
PALM SPRINGS, CA 92262

DATE		SHIP VIA		F.O.B.		TERMS	
2/27/98		Delivered		Origin		NET 15	
PURCHASE ORDER NUMBER			ORDER DATE		SALESPERSON		OUR ORDER NUMBER
INSTALLATION			12/27/98		JA		None
QUANTITY			ITEM NUMBER	DESCRIPTION	UNIT PRICE	EXTENDED PRICE	
QTY. REQ.	SHIPPED	B.O.					
11	11	0	L7	LABOR - INSTALL ANTENNA CABLE	75.00	825.00	
1	1	0	TRAVEL	TRAVEL EXPENSES	300.00	300.00	
INSTALLTION OF ANTENNA AND CABLE ON TOWER AT MT. WELCOME, ST. CROIX 11 HRS. PLUS TRAVEL EXPENSES							
NonTaxable Subtotal						1125.00	
Taxable Subtotal						0.00	
Tax						0.00	
Total						1125.00	

INVOICE NO.

CUSTOMER NO.

121494

PREFER

20

Ackley Caribbean Ent., Inc.
 P.O. Box 302179
 Charlotte Amalie, USVI
 00803-2179

BILL TO:

PREFERRED COMMUNICATIONS SYSTEMS
 170-C NORTH PALM CANYON DRIVE
 PALM SPRINGS, CA 92262

SHIP TO:

PREFERRED COMMUNICATIONS SYSTEMS
 170-C NORTH PALM CANYON DRIVE
 PALM SPRINGS, CA 92262

DATE		SHIP VIA		F.O.B.		TERMS	
01/08/99		Delivered		Origin		NET 15	
PURCHASE ORDER NUMBER			ORDER DATE		SALESPERSON		OUR ORDER NUMBER
INSTALL SIGNAL BOX			01/08/99		JA		None
QUANTITY			ITEM NUMBER	DESCRIPTION	UNIT PRICE	EXTENDED PRICE	
QTY. REQ.	SHIPPED	B.O.					
1	12	-11	L7	MOUNT ANTENNA/INSTALL SIGNAL B	75.00	900.00	
1	1	0	PARTS	MISC. PARTS	950.00	950.00	
MOUNT ANTENNA AND INSTALL SIGNAL BOX ON MT. WELCOME TOWER AT 100' LEVEL 2 MEN 6 HRS. EACH = 12 HRS LABOR TOTAL PARTS USED: 150' 1/2" CABLE; 4 TYPE N CONNECTORS; 1 BNC-TO-N ADAPTOR; 1 ANTENNA BRACKET; 1 LIGHTNING PROTECTOR; 1 COMPUTER CORD							
NonTaxable Subtotal						1850.00	
Taxable Subtotal						0.00	
Tax						0.00	
Total						1850.00	

Shipper's Name and Address TRANSCRIPT INTERNATIONAL 608 WEST TRAVELERS TRAIL ATTN: JANA ROBERTS BURNSVILLE, MN 55337		Shipper's Account Number 4689058		Not Negotiable Air Waybill ARROW AIRWAYS, INC. P.O. BOX 026062 MIAMI, FL 33102-6062	
Consignee's Name and Address PREFERRED COMMUNICATIONS HOLD AT AIRPORT AND NOTIFY: MATT AUSTIN-PH: 787-319-3900 ST CROIX USVI ISLANDS VIRGIN ISLAN		Consignee's Account Number 000000		Copies 1, 2 and 3 of this Air Waybill are originals and have the same validity.	
Issuing Carrier's Agent Name and City FRITZ COMPANIES, INC. EAGAN		Accounting Information MSP Ref. 68251907710 ****VERY URGENT FREIGHT****		Agent's IATA Code 0117339/212	
Airport of Departure (Addr. of First Carrier) and Requested Routing MSP		Reference Number		Optional Shipping Information	
To	By First Carrier	Routing and Destination	to	by	Currency
SJU	JW	STX JW			USD
Airport of Destination ST CROIX		Requested Flight/Date 501/18 1103/21		Amount of Insurance NONE	
Handling Information HOLD AT AIRPORT AND NOTIFY: MATT AUSTIN -PH: 787-319-3900 (CELL PHONE) DIMS: 1@36X36X29, 1@26X60X58, 1@180X4X4 INCHES DO NOT REMOVE DOGS PRIOR TO ARRIVAL					
These commodities, technology or software were exported from the United States in accordance with the Export Administration Regulations. Ultimate destination U.S. VIRGIN ISLANDS				Division contrary to U.S. law prohibited.	
No. of Pieces RCP	Gross Weight	Rate Class	Chargeable Weight	Rate	Total
3	251	358 K	251	967.95	967.95
Prepaid			Weight Charge	Collect	Other Charges
Valuation Charge			Tax		
Total Other Charges Due Agent			Total Other Charges Due Carrier		
Total Prepaid			Total Collect		
Currency Conversion Rates			CC Charges in Dest. Currency		
For Carriers Use only at Destination			Charges at Destination		
Total Collect Charges			404 - 60495153		

12/24

1103

N135

ESTADO LIBRE ASOCIADO DE PUERTO RICO
DEPARTAMENTO DE HACIENDA
NEGOCIADO DE ARBITRIOS
SE AUTORIZA LEVANTE
IMPUESTOS PAGADOS
AFIANZADOS
FABRICA
NO TRIBUTABLE
Origine
Decl. Arbitrario
Cacho
Firma
Refrendado

Signature of Shipper or his Agent

12/16/98 MSP BABS HARAK

Importers Premises Bank

BUSINESS FORMS, INC. C3944 (6/98) COPY 6 (EXTRA COPY)

SC REC 9 AM 6:00

TOWER TOP INVESTMENTS INC.
 P.O. BOX 302179
 ST. THOMAS, USVI 00803

Telephone 809/776-7760

STATEMENT OF ACCOUNT

PLEASE RETURN THIS PORTION
 WITH YOUR PAYMENT

STATEMENT DATE	ACCOUNT NO.
12/30/98	PREFER

STATEMENT DATE	ACCOUNT NO.
12/30/98	PREFER

PREFERRED COMMUNICATION SYSTEMS INC
 170-C NORTH PALM CANYON DRIVE
 PALM SPRINGS, CA 92262

Last Payment: 12/22/98 for \$ 475.00

AMOUNT REMITTED _____

DATE PAID _____ CHECK NO. _____ AMOUNT _____

IF PAYING BY INVOICE - CHECK
 INDIVIDUAL INVOICES PAID

TRANSACTION DATE	INVOICE NO.	DESCRIPTION	AMOUNT	BALANCE	
2/22/98	RECEIPT		-475.00	-475.00	
2/27/98	2249	CROWN MOUNTAIN	475.00	475.00	
2/27/98	2264	MT. WELCOME	475.00	475.00	
PAYMENTS ARE DUE ON OR BEFORE THE 15TH OF EVERY MONTH					
Current	Over 30	Over 30	Over 90	Over 120	TOTAL
475.00	0.00	0.00	0.00	0.00	475.00

INVOICE NO.	AMOUNT DUE
RECEIPT	-475.00
2249	475.00
2264	475.00
BALANCE DUE	TOTAL
←	→
	475.00

INVOICE NO.

26

CUSTOMER NO.

TOWER TOP INVESTMENTS INC.
 P.O. BOX 302179
 ST. THOMAS, USVI 00803

2264
 PREFER

BILL TO:

PREFERRED COMMUNICATION SYSTEMS INC
 170-C NORTH PALM CANYON DRIVE
 PALM SPRINGS, CA 92262

SHIP TO:

PREFERRED COMMUNICATION SYSTEMS INC
 170-C NORTH PALM CANYON DRIVE
 PALM SPRINGS, CA 92262

DATE		SHIP VIA		F.O.B.	TERMS	
12/27/98		Delivered		Origin	NET 15	
PURCHASE ORDER NUMBER			ORDER DATE	SALESPERSON		OUR ORDER NUMBER
MT. WELCOME			12/22/98			
QUANTITY			ITEM NUMBER	DESCRIPTION	UNIT PRICE	EXTENDED PRICE
QTY. REQ.	SHIPPED	B.O.				
1	1	0	TR	MONTHLY TOWER RENT	475.00	475.00
					NonTaxable Subtotal	475.00
					Taxable Subtotal	0.00
					Tax	0.00
					Total	475.00

INVOICE NO.

26

CUSTOMER NO.

TOWER TOP INVESTMENTS INC.
 P.O. BOX 302179
 ST. THOMAS, USVI 00803

2249
 PREFER

BILL TO:

PREFERRED COMMUNICATION SYSTEMS INC
 170-C NORTH PALM CANYON DRIVE
 PALM SPRINGS, CA 92262

SHIP TO:

PREFERRED COMMUNICATION SYSTEMS INC
 170-C NORTH PALM CANYON DRIVE
 PALM SPRINGS, CA 92262

DATE		SHIP VIA		F.O.B.		TERMS	
12/27/98		Delivered		Origin		NET 15	
PURCHASE ORDER NUMBER			ORDER DATE		SALESPERSON		OUR ORDER NUMBER
CROWN MOUNTAIN			12/22/98				
QUANTITY			ITEM NUMBER	DESCRIPTION	UNIT PRICE	EXTENDED PRICE	
QTY. REQ.	SHIPPED	B.O.					
1	1	0	TR	MONTHLY TOWER RENT	475.00	475.00	
					NonTaxable Subtotal	475.00	
					Taxable Subtotal	0.00	
					Tax	0.00	
					Total	475.00	

404 ATL 60495002

404 - 60495002

Shipper's Name and Address FRITZ DOMESTIC AIR FREIGHT 10000 NW 25TH STREET MIAMI, FL 33072		Shipper's Account Number 2939062	Not Negotiable Air Waybill ARROW AIRWAYS, INC. P.O. BOX 026062 MIAMI, F 33102-6062	
Consignee's Name and Address FRITZ COMPANIES, INC. P.O. BOX 810321 AMS FACILITY CAROLINA PUERTO RICO 00981		Consignee's Account Number 2939865	Issued by MIAMI, F 33102-6062	
Issuing Carrier's Agent Name and City FAF DOMESTIC AIRFREIGHT SVC627 MIAMI		Accounting Information ** FAA #WP-94-01-042 **		
Agent's IATA Code 01-1-7899/997	Account No.			
Airport of Departure (Name of First Carrier and Requested Routing) ATL				

To	By First Carrier	to	by	to	by	Currency	Declared Value for Carriage	Declared Value for Customs
SJU	JW					USD	NVD	NVD
Airport of Destination SAN JUAN		Flight/Date 509/11		Amount of Insurance NONE		Insurance - If carrier offers insurance, and such insurance is requested in accordance with the conditions thereof, indicate amount to be insured in figures in box marked "Amount of Insurance".		

These commodities, technology or software were exported from the United States in accordance with the Export Administration Regulations. Ultimate destination **PUERTO RICO** Division contrary to U.S. law prohibited.

No. of Pieces RCP	Gross Weight	Rate Class	Chargeable Weight	Rate	Total	Nature and Quantity of Goods (Incl. Dimensions or Volume)
10/20	4866		6505		2471.90	CABLING ACCESSORIES
10/20	4866				2,471.90	

ESTADO LIBRE ASOCIADO DE PUERTO RICO
DEPARTAMENTO DE HACIENDA
SECRETADO DE ARBITRIOS
SE AUTORIZA LEVANTE
IMPUESTOS PAGADOS
AFIANZADOS
FABRICA
NO TRIBUTABLE
OTROS

125/

10/20

Dec. - Arbitrios

Placa N.º

Referencias:

Prepaid	Weight Charge	Value	Other Charges	Total
				2,471.90
Total Other Charges Due Agent				
Total Other Charges Due Carrier				
Total Prepaid		Total Collect		
2,471.90				
Currency Conversion Fees	CC Charges to Dest. Currency	Executed on (date) 12/09/98 at (place) DMI DENNIS PORTUONDO		
For Carriers Use only at Origin	Charges at Destination	Signature of Issuing Carrier or its Agent		

404 - 60495002



DEPARTMENT OF THE TREASURY
U.S. CUSTOMS SERVICE
CHARLOTTE AMALIE
ST. THOMAS
THE VIRGIN ISLANDS OF THE UNITED STATES

Declaration of Origin for U.S. Customs
Covering merchandise shipped from the United States or Puerto Rico

This form will be presented to U.S. Customs accompanied by invoices indicating the Country of Origin of the merchandise.

Vessel or Aircraft N 135 FS 4102
Bill of Lading 404-6049 5142 Date of Arrival 12/23/98

NOTE: All foreign merchandise which is not the growth or product of the United States or Puerto Rico shipped from the United States or Puerto Rico and imported into the United States Virgin Islands is subject to duty unless specially provided for as free and must be entered with U.S. Customs even though duty has been paid in the U.S. or Puerto Rico. (DANISH LAW 64, Section 1; Title 1; Virgin Islands Code, Section 36. -and- 48 USC Section 1395). Customs is always entitled to make a detailed examination of imported goods.

WARNING: VIRGIN ISLANDS TARIFF LAW PROVIDES IF A RECEIVER (IMPORTER) FAILS TO ENTER AN ARTICLE OR REPORTS A QUANTITY LESS THAN ACTUAL PENALTY IS FORFEITURE OF NON REPORTED GOODS; IF A VALUE LESS THAN ACTUAL IS REPORTED, CHARGE IS ORDINARY DUTY PLUS A FINE OF 25 TIMES THE REGULAR DUTY ON THE NONREPORTED VALUE. A FALSE DECLARATION IS PUNISHABLE BY A PENALTY. (D.L. 64, ORDINANCE, SECTION 21, 24). THE PRETEXT THAT CLERKS, SERVANTS OR PORTERS HAVE BEEN IN FAULT SHALL NOT BE ACCEPTED AS GROUNDS FOR REMITTING OR LESSENING ANY PENALTY IMPOSED. (D.L. 64, ORDINANCE, SECTION 26).

DECLARATION

I, Gene Jackson of Prepared Comm
(Importer, Owner, Consignee or Agent) (Name of Firm)

do hereby declare that the above described shipment contains:

- MERCHANDISE WHICH IS the growth, product or manufacture of the Customs territory of the United States including Puerto Rico.
- MERCHANDISE WHICH IS NOT the growth, product or manufacture of the Customs territory of the United States including Puerto Rico.
(An entry is required, within 5 days, Sundays and Holidays excepted.
D.L. 64, ORDINANCE, SECTION 7.)
- MERCHANDISE OF WHICH I have no knowledge as to origin. I am requesting examination to determine same.

Signature: Gene Jackson Date: 12/24/98

NOTICE TO CARRIER: This declaration must be presented to you for every shipment (bill of lading or Airway bill) before the merchandise is delivered to the importer or his agent (note: your carriers' bond on file with U.S. Customs). A Customs stamped "Release" copy of a shipping document may be substituted for the release authorized by this form.

Examination to be Performed at: (For Use of Customs Inspector)

- Importers' Premises
- Dock
- Carrier's Warehouse (Stripping Station)

U.S. Customs Release

Delivery Authorized

12/24/98 / (Date) IC Inspector & Badge No.



Mr. Ramón Hernandez Lucca

Invoice No.

P.O. Box 4953, Suite 2024 Caguas, PR 00726-4953

INVOICE

Customer

Name Preferred Communications Systems, Inc.
 Address 14304 Olympic Court
 City Dallas State Texas ZIP 75234-3978
 Phone _____

Date 12/28/98
 Order No. _____
 Rep _____
 FOB _____

Qty	Description	Unit Price	TOTAL
4	Complete installation of 4 repeaters cabinets 22"x26x54" and 4 base antennas at the Radio Room and roof of the First Bank Building located at 1519 Ponce de Leon Ave. Santurce, PR. Installation was completed in 12-26-98 Units	\$1,000.00	\$4,000.00

Payment Details

- Cash
- Check - 1282
- _____

SubTotal	\$4,000.00
Shipping & Handling	\$0.00
Taxes	_____
TOTAL	\$4,000.00

Office Use Only

JOSE COLON
S.S. NO. 582-35-4770
CALLE 3 - #F32
URB. LAS VEGAS
CATANO, PUERTO RICO 00962
TELEPHONE: 787-318-6001

INVOICE

Pay to:

TO: PREFERRED COMMUNICATION
14304 OLYMPIC COURT
DALLAS, TEXAS 75234-3878

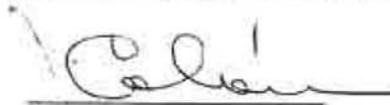
ATTENTION: BOB GOLDBERG
CHUCK GUSKY

Jose Gonzalez Colon
P.O. Box 810309
Carolina, PR.
00981-0309

Pick up of (4) cabinets 5', (4) antennas 12' each, cable
Connectors, brackets and accessories at:
Crown Castle Intl - Catano Puerto Rico -----300.00

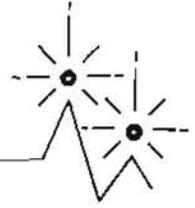
Inside Delivery to WORA
First Federal Building
(4) men from PH to Roof
2 floors by hand and antennas
outside of the building with rope -----600.00

Total of this invoice -----\$900.00


J. Colon
President



CROWN®



COMMUNICATIONS

***** INVOICE *****

NUMBER: 41685

Remit to -
Crown Communication of Puerto Rico
P O Box 70284
San Juan
PR
00936-8284

CUSTOMER NO: 12026
INVOICE DATE: 12/31/98
TERMS: Net 30 Days
P.O. NUMBER:
RE: Installation of ant

PCS
170-C NORTH PALM CANYON
ATTN: MR. CHARLES AUSTIN
PALM SPRINGS CA 92262

DESCRIPTION

AMOUNT

Installation of antennas

La Mesa, La Santa, Atalaya

6,217.75

Balance Due

6,217.75

QUESTIONS ON THIS INVOICE MAY BE ANSWERED BY CALLING JULIE AT (724) 416-2411

Crown Communication Inc. • Crown Network Systems, Inc • Crown Mobile Systems, Inc

Reply to USA Headquarters • Scraperport • 375 Scraperport Blvd • Clarksburg PA 15317 • Phone (724) 416-2000 • Fax (724) 416-2000

DELIVERY ORDER

DATE 12-14-98

SHIPPER NO.

FRITZ REF.

AGENTS NO.:



FRITZ COMPANIES, INC.

THE MERCHANDISE DESCRIBED BELOW WILL BE ENTERED AND FORWARDED AS FOLLOWS: IF NOT IN ACCORDANCE PLEASE CONTACT US.

CARRIERS

FRITZ COMPANIES

TO DELIVERY CLERK: UPON PROPER IDENTIFICATION YOU MAY DELIVER THE CARGO DESCRIBED BELOW TO THE CARRIER NAMED ABOVE.

CONSIGNEE: CROWN CASTLE INTL
 CARR 869 - Km 0.5
 BO. PALMAS, CATANO

SHIPPER

PREFERRED COMMUNICATIONS

UPDATED

LOCATION: TEL 641-2351

ENTRY No./Date

EXPORTING CARRIER: ATTN: MR. LUIS RUIZ

FROM PORT OF

BEL OF LADING AIR WAY BILL HAWB 6877427

DATE OF ARRIVAL

LAST FREE DAY

NUMBER PACKAGES	DESCRIPTIONS	WEIGHT	RATE	CHK COL	FRESH CHARGES
20	COMM EQUIPMENT	6505#			

ORIGINAL*

20 PIEZAS

[Handwritten signature]

BILL FREIGHT CHARGES TO:

FRITZ COMPANIES, INC. WILL NOT BE RESPONSIBLE FOR ANY DEMURRAGE, LOADING OR OTHER CHARGES NOT AUTHORIZED IN ADVANCE.

The agreed or declared value of the property is hereby stated by the shipper to be not exceeding per

*TWO ORIGINAL DELIVERY ORDERS ALL OF THIS TENOR & DATE HAVE BEEN SIGNED, ONE OF WHICH BEING ACCOMPLISHED, THE OTHER TO STAND VOID.

SHIPPER: FRITZ COMPANIES, INC AS AGENT FOR SHIPPER NAMED ABOVE

CARRIER

AGENT PER DATE

CONSIGNEE RECEIVED IN GOOD ORDER AND CONDITION EXCEPT AS NOTED.

SIGNATURE *[Signature]* Carlos Barbosa

DATE 12-14-98



FRITZ DOMESTIC AIR FREIGHT SERVICES

REMIT TO: P.O. BOX 610008
DALLAS/FORT WORTH AIRPORT
TEXAS 75261-0008

1-800-445-1302

AIRBILL NUMBER	
Origin City	MT MSP 6877427
Destination Airport Code	9.111
Date	12/10/71

1 DOMESTIC SERVICES

- SAME DAY
- NEXT DAY
- SECOND DAY
- THIRD DAY
- DEFERRED
- NOTE: IF A SERVICE IS NOT CHECKED, SECOND DAY SERVICE WILL APPLY.

2 FORM OF PAYMENT

- CHARGES (Check One)
- PREPAID
 - COLLECT
 - 3rd PARTY (COMPLETE "BILL TO AREA")



DECLARED VALUE FOR CARRIAGE

SHIPPER'S DECLARATION: I HEREBY DECLARE AND AFFIRM THAT THE GOODS HEREIN DESCRIBED ARE ACCEPTED BY AIRMENT UNDER THE TARIFFS AND REGULATIONS OF THE FEDERAL AVIATION ADMINISTRATION AND THAT THE GOODS ARE NOT SUBJECT TO A HIGHER REGULATORY VALUE THAN IS SET BY THE FEDERAL AVIATION ADMINISTRATION. I HEREBY AGREE TO WAIVE MY RIGHTS UNDER THE WARSAW CONVENTION AND TO ACCEPT THE LIABILITY OF THE CARRIER AS PROVIDED IN THE TARIFFS AND REGULATIONS OF THE FEDERAL AVIATION ADMINISTRATION.

Shipper's Account Number 4689058		Consignee's Account Number 1	
From (Company Name): TRANSCRIPT/E.F. JOHNSON		To (Company Name): PREFERRED COMMUNIC	Phone (Required) ()
Street Address: 603 W TRAVELERS TRAIL		Street Address (P.O. Box Not Deliverable) LUIS MUNOZ INT'L AIRPORT	
City: BURNSVILLE, MN	State: MN	Zip Code (Required): 55337000	City: SAN JUAN, PR
Shipper's Reference Numbers: INV#394282, ORD#IS982024		Consignee's Reference Number:	

Weight Charge
8800.00

Pickup Charge

Dest. Delivery Charge

Value Charge

Origin Advance Charges

No. Pieces	Description of Contents	Weight	Piece Dimensions (Inches)			
			PCS	L x	W x	H
20	CABLING ACCESSORIES	4856	9@180X4X4			
			37X37X40			
			8@60X26X58			
			60X26X58			
Total	Rate	Cubic Inches	Total	Total Dim. Weight		
20		975059	6525	11396		

C.O.D.

\$

Company Check Acceptable

COO Fee

Other

Bill to Account (Third Party Billing)	Special Instructions
Name:	HOLD AND NOA
Address:	
City, State & Zip:	

Total Charges
8800.00

Receipt in Good Order Except as Noted for

Date: _____ Time: _____

IT IS MUTUALLY AGREED THAT THE GOODS HEREIN DESCRIBED ARE ACCEPTED BY AIRMENT UNDER THE TARIFFS AND REGULATIONS OF THE FEDERAL AVIATION ADMINISTRATION AND THAT THE GOODS ARE NOT SUBJECT TO A HIGHER REGULATORY VALUE THAN IS SET BY THE FEDERAL AVIATION ADMINISTRATION. I HEREBY AGREE TO WAIVE MY RIGHTS UNDER THE WARSAW CONVENTION AND TO ACCEPT THE LIABILITY OF THE CARRIER AS PROVIDED IN THE TARIFFS AND REGULATIONS OF THE FEDERAL AVIATION ADMINISTRATION.

RECEIVED BY _____ SHIPPER'S AT _____

DOOR TERMINAL OTHER

Shipper must provide one of the items below

Shipper must provide proper documentation on all dangerous goods shipments

Contains Dangerous Goods Described Above _____ Contains No Dangerous _____

SHIPPER'S SIGNATURE _____

SHIPPER'S SIGNATURE **X**

OF PIECES RECEIVED _____ TIME _____ DATE _____

SHIPPER'S COPY



TO: PREFERRED COMMUNICATIONS
LUIS MUÑOZ INT'L AIRPORT
SAN JUAN, PR 00919

DATE: 12/10/98

Hold + Notify

SHIPPER: TRANSCRIPT/E.F. JOHNSON
603 W TRAVELERS TRAIL
BURNSVILLE, MN 55337
Phone: 61288259020000 Fax: 5078356384

FROM: PAF DOMESTIC AIRFREIGHT SVC627

MIAMI, FL 33172
Phone: 800-445-1302 Fax: 415-875-3200

Att. Jarka

SHIPMENT ADVICE

MAWB NO: 404-60495002

HAWB/INVOICE NO: 62768774270

SHIPMENT TYPE: DOMESTIC

SHIPPING DATE: 12/11/98

FLIGHT INFO: ARROW AIRWAYS, INC.
FLT# 509/12 ATLANTA/SAN JUAN

ETA: 12/12/98 @ 03:30

*Arrival into PR on
12/12/1998*

SHIPPER'S REF: INV#394282, ORD#IS982024

CONSIGNEE'S REF: None

Revised

NATURE AND QUANTITY OF GOODS:

CABLING ACCESSORIES

TOTAL PCS: 20

TOTAL WGT: 4866.0 LBS

EABS HARAK
AIR EXPORT AGENT

THANK YOU FOR USING FRITZ COMPANIES!