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Harry N. Malone
Phone: 202.373.6000
Fax: 202.373.6001
harry.malone@bingham.com

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October 9, 2007

BY OVERNIGHT DELIVERY

01-00728 CCN

Sharla Dillon
Docket and Records Manager
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37243-0505

**Re: Notification of East Tennessee Network, LLC d/b/a XTN of
Discontinuance of Services in the State of Tennessee**

Dear Ms. Dillon:

Pursuant to Section 1220-4-8-.05 of the Authority's rules, East Tennessee Network, LLC d/b/a XTN ("XTN"), through its undersigned counsel, hereby notifies the Commission of the discontinuance of services to customers in Tennessee. In connection with this Notification, XTN submits the following information:

I. Description of Discontinuance

1. Name, address, and brief description of carrier

East Tennessee Network, LLC
125 W. Summer Street
Greeneville, Tennessee 37744-1387

XTN was granted authority to provide local and interexchange telecommunications in Tennessee pursuant to the Tennessee Regulatory Authority's ("TRA") Order in Docket No. 01-00728 on November 7, 2001.

XTN's toll-free customer service telephone number for customer inquiries concerning this discontinuance is 1-888-323-1142.

2. Date of planned service discontinuance

The anticipated date for the discontinuance of service is January 10, 2008, or as soon thereafter as the necessary state and federal regulatory authorizations have been obtained.

Boston
Hartford
Hong Kong
London
Los Angeles
New York
Orange County
San Francisco
Santa Monica
Silicon Valley
Tokyo
Walnut Creek
Washington

Bingham McCutchen LLP
2020 K Street NW
Washington, DC
20006-1806

T 202.373.6000
F 202.373.6001
bingham.com

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3. Points of geographic areas of service and number of customers affected

XTN seeks authority to discontinue the provision of all services provided to Tennessee customers. XTN provides local, interexchange and DSL services to approximately 1,050 customers in Tennessee.

4. Brief description of the type of service affected

XTN intends to discontinue the provision of local, interexchange and DSL services to all customers in Tennessee.

5. Brief description of the dates and methods of notice to all affected customers

Written notice to all affected customers, attached as Exhibit A, was mailed to customers on October 5, 2007. The customer notice letter was prepared in accordance with the requirements of TRA and Section 63.71(a) of the FCC's Rules. *See* 47 C.F.R. § 63.71(a).

6. Additional questions regarding this filing may be addressed to:

Jean L. Kiddoo
Harry N. Malone
Bingham McCutchen LLP
2020 K Street, NW
Washington, D.C. 20006
Tel: (202) 373-6000
Fax: (202) 373-6001
Email: jean.kiddoo@bingham.com
harry.malone@bingham.com

For purposes of this filing, XTN may be contacted at:

Duane Uhls
Vice President
East Tennessee Network, LLC
125 W. Summer Street
Greeneville, Tennessee 37744-1387
Tel: (423) 798-0187
Fax: (423) 638-6273
Email: duhls@xtn.net

II. Circumstances of Discontinuance

As part of its plan to refocus its business in order to maintain long term profitability, XTN has determined to discontinue the provision of all telecommunications services in Tennessee.


III. Public Interest Considerations

XTN's disconnection of service to its customers, while regrettable, is necessary and appropriate, and will not adversely affect the public convenience and necessity. The public will not be unduly harmed by the discontinuance of the services described above because customers have been given notice that affords them an opportunity to select a new carrier. As indicated herein, XTN has undertaken a customer notification initiative that is aimed at providing all affected customers with sufficient notice and opportunity to select another telecommunications provider.

IV. Conclusion

An original and thirteen (13) copies of this Notification are enclosed for filing. Please date-stamp and return the enclosed extra copy of this letter. XTN intends to proceed as described above on or shortly after **January 10, 2008**. Therefore, XTN respectfully requests that the TRA notify XTN if it has any questions regarding the proposed transaction or believes that further action is required.

Respectfully submitted,

A handwritten signature in black ink that reads "Harry N. Malone" followed by a stylized set of initials "JCB".

Jean L. Kiddoo
Harry N. Malone

Counsel for East Tennessee Network, LLC d/b/a XTN

Attachment

EXHIBIT A

Sample Discontinuance Notice

NOTICE OF COMMUNICATION SERVICES DISCONTINUANCE

DO NOT DISREGARD THIS NOTICE
YOU MUST CHOOSE A NEW TELECOMMUNICATIONS SERVICE
PROVIDER BY JANUARY 10, 2008



123 W. Summer Street
Greeneville, TN 37743
888-323-1142

October 5, 2007

«CUSTOMER_NAME»
Attn: «Contact_Name»
«ADDRESS»
«CITY», «STATE» «ZIP»

RE: Discontinuance of Telecommunications Services provided by East Tennessee Network, LLC

Dear XTN Customer:

We regret to inform you that East Tennessee Network, LLC ("XTN") will no longer be able to provide your telecommunications services in Tennessee. **Accordingly, XTN will discontinue its voice and data services, including any local, long distance and DSL Internet services that you may receive. Subject to the necessary state and federal regulatory approvals, the anticipated date for the discontinuance of XTN's service is January 10, 2008.**

YOUR IMMEDIATE ACTION IS REQUIRED! YOU MUST SELECT A NEW TELECOMMUNICATIONS SERVICE PROVIDER AS QUICKLY AS POSSIBLE BUT NO LATER THAN JANUARY 10, 2008 OR YOU MAY LOSE TELECOMMUNICATIONS SERVICES, INCLUDING LOCAL DIALTONE SERVICE.

You must elect a new service provider as soon as possible to avoid any interruption of service. Please do not delay in arranging for a new service provider, as some providers may require several weeks to install or connect new services. To help avoid service disruption, please check carefully that all affected voice and data service types you currently have with XTN are moved to your new service provider. Once you have chosen and contacted your new provider, XTN will coordinate with the provider you have selected to assist in the transition of your service. Generally, you can find a list of most local telephone service providers in your local telephone directory. Other types of service providers may also be in your local telephone directory. After selecting a new local telephone service provider, you should also contact your

current long distance service provider, to ensure that your current long distance calling plan is not changed as a result of your change in your local service.

Please be aware that you are responsible for paying all bills rendered for services provided to you by XTN up to and including those provided during the transition. You may be subject to suspension or termination of your phone service in accordance with the Tennessee Regulatory Authority's rules if you fail to pay your telephone bills. Any deposits or credits associated with your account will be applied to your final bill, with any remaining balance returned to you. Any switchover fees (excluding non-recurring charges such as service connection charges, etc.) you incur to migrate your account to another telecommunications service provider will be reimbursed by XTN.

For further information regarding the Tennessee Regulatory Authority's rules relating to competitive local exchange carrier certification and regulation, or to obtain information regarding other local carriers operating in the state of Tennessee, please contact:

Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37243-0505
(615) 741-2904
www.state.tn.us/tra

The Federal Communications Commission ("FCC") permits customers to object to discontinuance of their service by a telecommunications provider. As provided in the FCC's rule 47 CFR 63.71:

The FCC will normally authorize this proposed discontinuance of service unless it is shown that customers would be unable to receive service or a reasonable substitute from another carrier or that the public convenience and necessity is otherwise adversely affected. If you wish to object, you should file your comments within 15 days after receipt of this notification. Address them to the Federal Communications Commission, Washington, D.C. 20554, referencing the Section 63.71 Application of East Tennessee Network, LLC. Your comments should include specific information about the impact of this proposed discontinuance upon you or your company, including any inability to acquire reasonable substitute service.

XTN has truly enjoyed serving you, and we apologize for any inconvenience caused by our departure from voice and data services. We sincerely hope that your transition is smooth to another telecommunications provider who will meet all your needs.

If you have additional questions about our discontinuing services, please contact us toll-free at 1-888-323-1142. Thank you for using XTN services.

Sincerely,

Duane Uhls
Chief Operating Officer
East Tennessee Network, LLC