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May 16, 2012

Dr. Kenneth Hill
 Chairman, Tennessee Regulatory Authority
 Attn.: Sharla Dillon, Dockets & Records Manager
 Tennessee Regulatory Authority
 460 James Robertson Parkway
 Nashville, Tennessee 37243

Re: Notification of Image Access, Inc. d/b/a NewPhone's Intent to Discontinue Services

Dear Chairman Hill:

Image Access Inc. d/b/a NewPhone ("NewPhone" or the "Company"), through the undersigned counsel and pursuant to Chapter 1220-4-8-.05 of the *Rules of the Tennessee Regulatory Authority*, hereby notifies the Tennessee Regulatory Authority ("Authority") that it intends to discontinue the provision of prepaid local exchange and interexchange services to customers within the State of Tennessee. In response to changing market conditions, NewPhone has determined that it is no longer economically feasible to offer its current service packages. For this reason, the Company has decided to discontinue all of its currently provided services.¹ The proposed discontinuance will not result in harm to the affected customers because equivalent service offerings are available from other carriers, including the underlying carrier whose services NewPhone resells.

In connection with this filing, NewPhone submits the following information:

**I. Description of Discontinuance
 The Company:**

Image Access, Inc. d/b/a NewPhone
 5555 Hilton Avenue, Suite 415
 Baton Rouge, LA 70808
 Phone: 225-214-4414
 Fax: 225-214-4111

¹ Following implementation of this decision, NewPhone will undertake a strategic re-assessment of the intrastate and national communications markets and determine whether the Company can effectively compete in alternate service categories.

NewPhone provides intrastate services in Tennessee pursuant to authority granted by the Authority.² As explained below, the Company does not wish to surrender its authorization at this time.

Date of Proposed Discontinuance

NewPhone's customers purchase prepaid service on a monthly basis. Customer "renewal" dates occur throughout each month, based upon when individual customers started service. The Company plans to discontinue the provision of services on a schedule synchronized to each customer's renewal date. NewPhone believes that this approach will create the least disruption for its customers. Subject to receipt of any necessary federal and state regulatory authorizations, the proposed disconnections are scheduled to take place starting on June 19, 2012 and ending on July 18, 2012. By July 18, 2012, all affected services will have been disconnected.

Notwithstanding the staggered discontinuance dates, all customers will receive at least 60 days' advance notice of the discontinuance.

Services to be Discontinued & Affected Customers in Tennessee

NewPhone provides prepaid flat-rated local exchange and interexchange services to residential customers in Tennessee. At this time, NewPhone serves approximately 1005 customers in Tennessee.

Date and Method of Customer Notice

On April 16 and 17, 2012, NewPhone sent written notice to its customers by first-class mail, informing them that the Company will cease providing prepaid residential local exchange and long distance services and identifying each customer's specific discontinuance date. The notice clearly underscores that customers must make arrangements with another carrier to avoid loss of service and provides a toll-free telephone number that customers may call to reach NewPhone service representatives for assistance with this transition. A sample copy of this notice, which also complies with the requirements of the Federal Communications Commission ("FCC"), is appended as Exhibit A.³

II. Contacts for this Notice

Questions and correspondence regarding this filing should be addressed to:

² See Dockets 98-00460; 03-00270; 04-00213.

³ NewPhone is filing a Section 63.71 application with the FCC for approval to discontinue domestic interstate services. A copy of that filing will be served on the Authority. The Company does not provide international services.

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with copies to:

Jim Dry
President
Image Access, Inc., d/b/a NewPhone
5555 Hilton Ave., Suite 415
Baton Rouge, LA 70808
Phone: 225-214-4414
Fax: 225-214-4111

III. Circumstances of Discontinuance

As discussed above, NewPhone has determined that market conditions make its current prepaid service offerings economically unfeasible. Consequently, the Company proposes to discontinue these service offerings at this time. Following implementation of this decision, NewPhone will undertake a strategic re-assessment of the intrastate and national communications markets and determine in what manner the Company can most effectively compete in other service categories. Because the Company anticipates that it may again provide regulated intrastate services in Tennessee in the future, NewPhone does not wish to surrender its telecommunications authorization at this time.

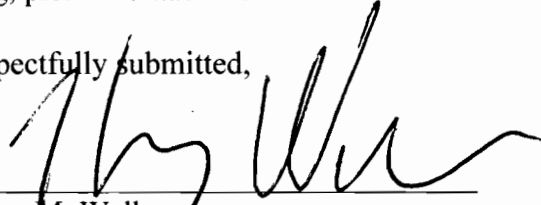
IV. Public Interest Considerations

NewPhone's proposed discontinuance is consistent with the public interest. The services offered by NewPhone are available from other providers in the Tennessee market. Consequently, NewPhone's customers will not be unduly harmed as they will be able to transition to new providers. Consistent with Tennessee and FCC requirements, NewPhone's customers have been given sufficient advance notice of the need to select a new provider such that they will be able to do so in a thoughtful and informed manner. Company representatives will be available at least through July 18, 2012 to assist customers with this process.

V. Summary

Subject to any required regulatory approvals, NewPhone expects to implement the proposed discontinuance beginning on June 19, 2012 and ending on July 18, 2012. Should the Authority have any questions regarding this filing, please contact me.

Respectfully submitted,

A handwritten signature in black ink, appearing to read 'H. Walker', written over a horizontal line.

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Counsel for Image Access, Inc. d/b/a NewPhone

Exhibit A

Sample Customer Discontinuance Notice



April 16, 2012

[Customer Name]
[Address Line 1]
[City, State, Zip]
[Telephone Number]

**Notice of Discontinuance of Your Telephone Service
by Image Access, Inc. d/b/a NewPhone ("NewPhone")**

Dear NewPhone Customer:

Image Access, Inc. d/b/a NewPhone ("NewPhone") regrets to inform you that it is preparing to cease providing prepaid local and long distance service to all of its customers throughout its service areas.¹ **In order to avoid a disruption in telephone service, you must make arrangements for service with a new telephone company before your cut-off date (listed below).** The names and telephone numbers of local telephone service companies, which also typically provide long distance service, are listed in your telephone directory. Customer service representatives at these companies will help you to select services to most effectively replace your current NewPhone service. If you arrange for new service before your NewPhone service is terminated and wish to keep your current telephone number(s), please be sure to address this with your new service provider.

To ease this process for our customers, NewPhone is scheduling the discontinuance of your service to occur at the end of a billing cycle. **Subject to regulatory approval, your service cut-off date is [Cut-Off Date]. If you do not arrange to have your telephone service provided by a new telephone company prior to [Cut-Off Date], you may lose telephone service (which means that you will be unable to make local calls including 911) and you may not be able to keep your current telephone number(s) with the new service provider.** Effective with this notice, NewPhone will no longer make any changes to or reconnect existing service and will not accept orders for new service.

¹ NewPhone provides prepaid local and long distance service to residential customers in Alabama, Florida, Georgia, Kentucky, Louisiana, Mississippi, North Carolina, South Carolina, and Tennessee.

The Federal Communications Commission requires us to provide you with the following notice in connection with its review of the proposed discontinuance:

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 as soon as possible, but no later than 15 days after the Commission releases public notice of the proposed discontinuance. Address them to the Federal Communications Commission, Wireline Competition Bureau, Competition Policy Division, Washington, DC 20554, and include in your comments a reference to the § 63.71 Application of Image Access, Inc. d/b/a NewPhone. 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.

We thank you for being a NewPhone customer and wish you well with your new provider. Should you have any questions, please contact NewPhone at 800-444-4080.

Sincerely,

Image Access, Inc. d/b/a NewPhone
5555 Hilton Avenue, Suite 415
Baton Rouge, LA 70808

Message for Mississippi Customers: NewPhone does not collect deposits from its customers; however, pursuant to Mississippi law, we are required to advise you that any deposits held by the Company will be applied to your final bill. If the amount of a deposit exceeds the final bill amount, refunds will be issued within forty-five (45) days of the final bill date.