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March 25, 2004

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TRAFFIC ROOM

VIA HAND DELIVERY

Hon. Deborah Taylor Tate, Chairman
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37238

Re: *Implementation of the Federal Communications Commission's
Triennial Review Order (Nine-month Proceeding) (Loop & Transport)*
Docket No. 03-00527

Dear Chairman Tate:

Enclosed are fifteen copies of errata to the Direct and Rebuttal testimony of Shelley Padgett on behalf of BellSouth in this matter. Ms. Padgett has an errata sheet and redlined replacement pages for testimony and exhibits as applicable. Exhibits 3 and 8 contain proprietary information and are being submitted under separate cover subject to the terms of the Protective Order entered in this matter.

Copies of the enclosed are being provided to counsel of record.

Very truly yours,

Guy M. Hicks

GMH:ch

TESTIMONY OF SHELLEY W. PADGETT
BEFORE THE TENNESSEE REGULATORY AUTHORITY

DOCKET NO. 03-00527

ERRATA

PADGETT ERRATA

Direct

- 1 p 2, line 20. Replace "33" with "23" and "37" with "21"
- 2 p. 2, line 21. Replace "37" with "21"
3. p 5, line 2. Delete "a" and replace "loop" with "loops" so that the line reads, "that are offering loops on a widely available wholesale basis to other carriers seeking to"
- 4 p 10, line 13. Delete the comma
- 5 p 11, line 15 Replace "fiber-base" with "fiber-based"
- 6 p 14, line 21. Insert "evidence" between "other" and "that" so that the line reads, "wholesalers at the carrier level based on the evidence from discovery and other evidence that"
- 7 p. 26, line 1 Insert "directly" between "transport" and "between" so that the line reads "not use their transport facilities to provide transport directly between ILEC central offices, the"
- 8 p 36, line 15 Delete "that"
- 9 Replace exhibits SWP-1 through SWP-11, SWP-13, and SWP-14 with the attached exhibits.

Rebuttal

10. p. 6, line 23. Delete "s" from DS3S so that the line reads "ECONOMICALLY PROVIDE DS3 SERVICES. DO YOU AGREE?"
11. p. 8, lines 20-23. Delete the paragraph

1 but left to obtain a Master of Business Administration degree from Texas A&M
2 University, graduating in 1998 After receiving my graduate degree, I began employment
3 with BellSouth in the Interconnection Services organization. I have held various
4 positions involving Negotiations and Product Management within the BellSouth
5 Interconnection Services organization. I have held my present position since October
6 2001.

7
8 Q. WHAT IS THE PURPOSE OF YOUR TESTIMONY?

9
10 A. I identify the customer locations and interoffice transport routes in BellSouth's territory
11 in Tennessee where the triggers for loop and transport facilities established by the FCC in
12 its Triennial Review Order (TRO) have been satisfied, and where Competitive Local
13 Exchange Providers (CLECs) are therefore not impaired without access to unbundled
14 high-capacity loops or dedicated transport

15
16 The first part of my testimony focuses on the facilities triggers for high-capacity loops I
17 describe the two triggers the FCC established, explain how they should be applied, and
18 present evidence of where the triggers have been satisfied in BellSouth's territory in
19 Tennessee My testimony demonstrates that the triggers have been met for DS1 loops to
20 ~~3323~~ customer locations, for DS3 loops to ~~3721~~ customer locations, and for dark-fiber
21 loops to ~~3721~~ customer locations For these locations, which represent only a very small
22 percentage of BellSouth's almost 14,000 total locations served by high-capacity loops in

1 of service comparable in quality” that have deployed facilities to a particular location and
2 that are offering a loop_s on a widely available wholesale basis to other carriers seeking to
3 serve customers at the location. (§51.319(a)(4)(ii) and §51.319(a)(5)(i)(B))
4

5 Carriers may attempt to add imaginary requirements to those outlined in the TRO in order
6 to make the triggers more difficult to meet (e.g., claiming capacity limits or the need for
7 additional electronics before facilities can qualify for the triggers). However, the rules
8 are quite clear as to the requirements for meeting the triggers, the TRO does not allow
9 room for additional criteria to be added, and this Authority should resist any call to do so.
10

11 Q. DOES A LOOP HAVE TO TERMINATE AT AN ILEC CENTRAL OFFICE TO
12 COUNT TOWARD THE TRIGGERS?
13

14 A No If the provider of the loop facility is the ILEC, as it is the case for UNEs, the central
15 office would, of course, be the ILEC central office. However, in the context of the
16 triggers for high-capacity loops, the loops in question are alternative loops provided by
17 CLECs The objective of the self-provisioning triggers is to identify if “two or more
18 competitive LECs have self-provisioned loop transmission facilities, either intermodal or
19 intramodal facilities, to a particular customer location” and are “serving customers at that
20 location at the relevant loop capacity level.” (TRO, 332) Clearly, whether the other side
21 of the loop goes to an ILEC central office or some other point in the CLEC’s network is
22 completely immaterial to the showing of a CLEC’s ability to serve customers in that

1 for data on carriers from whom I did not have adequate responses BellSouth purchased
2 data from GeoResults, Inc., an independent consulting firm specializing in national
3 business and residential databases, customized database marketing and geo-mapping
4 services, business level telecom bandwidth, demand and spend estimates, a
5 comprehensive set of telecom competitive intelligence reports, proprietary wire center
6 boundary products and spatial analysis tools and services.

7
8 GeoResults provided its GeoLIT™ Plus Report, listing buildings that contain fiber-based
9 equipment together with the names of the carriers that own the equipment. The
10 GeoLIT™ Plus Report was further refined to exclude instances where a carrier obtained
11 the loop facility from another carrier (including BellSouth) on a wholesale basis, leaving
12 only those buildings where the carrier has deployed its own fiber loop facility capable of
13 providing DS3 and dark fiber loops. In the absence of responses to discovery, which
14 comply with the triggers used by the FCC, BellSouth relied on information from the
15 GeoLIT™ Plus Report to determine where the carrier has deployed loops Exhibit SWP-
16 13 lists these carriers

17
18 Q WHY DO YOU BELIEVE THE GEOLIT™ PLUS REPORT IS A RELIABLE
19 SOURCE OF DATA TO USE IN THE TRIGGERS' ANALYSIS?

20
21 A. First let me reiterate that using the GeoResults data is the best alternative BellSouth had
22 to overcoming the lack of useful discovery data, and that I have used this data only in

1 instances where a carrier has not provided us with complete information through
2 discovery

3
4 The GeoLIT™ Plus Report is a summary of building locations that have been identified
5 as being served by a fiber facility and lists carriers providing fiber-based services in those
6 buildings. The report is based on the CLONES (Central Location Online Entry System)
7 database from Telecordia, to which carriers self-report records of their equipment as it is
8 deployed. This database is widely used in the industry to create, update, and maintain
9 Common Language Location (CLLI) Codes to uniquely identify geographic places and
10 certain types of equipment. GeoResults uses proprietary analysis methodologies and data
11 compilation techniques to determine, from CLONES, which pieces of equipment are
12 fiber-based

13
14 I also note that the GeoLIT™ Plus Report is conservative, because it does not identify
15 all instances where competitive carriers have deployed fiber-based loop facilities:

16 GeoResults uses a conservative algorithm to identify fiber-based loop facilities, which
17 only identifies facilities as “lit” when it is absolutely clear from the description field in
18 CLONES that the equipment is fiber-based – when in doubt, the facility is not identified
19 as “lit.” Moreover, since creating records in CLONES is voluntary, there are not
20 infrequent situations where a competitive carrier deploys a loop facility to a customer
21 location, but fails to create a CLONES record for the facility. Facilities with no records
22 in CLONES are obviously not captured in the GeoLIT™ Plus Report from GeoResults.

1 carrier, rather than by customer location, because the decision about whether a carrier is
2 willing to wholesale is one of business model, and so it is made at the company level
3 rather than on a location-by-location basis. In other words, if a carrier is willing to
4 wholesale high-capacity loops at a given customer location, it is also likely to be willing
5 to wholesale high-capacity loops at all other customer locations where it has deployed its
6 own loop facilities. I don't know of any reason to believe that this is not the case and
7 nothing that we learned through discovery suggests otherwise.
8

9 Q. DOES BELL SOUTH PROVIDE LOCATION-SPECIFIC EVIDENCE THAT THE
10 WHOLESALE TRIGGER HAS BEEN MET?
11

12 A. Yes. BellSouth does in fact provide location-specific evidence that the wholesale trigger,
13 as described by the FCC in the TRO, is met. Wherever relief is claimed, granular
14 evidence is presented that at least two competitive carriers who are willing to offer
15 wholesale service are present at each customer location at the specific capacity level
16

17 A carrier only counts towards the trigger at a given customer location if it has deployed
18 its own facilities to that specific location *and* is a wholesaler. BellSouth uses data from
19 discovery and the GeoLIT™ Plus Report to obtain granular evidence that carriers have
20 deployed their own facilities on a location-by-location basis. Carriers are classified as
21 wholesalers at the carrier level based on the evidence from discovery and other evidence

1 not use their transport facilities to provide transport directly between ILEC central
2 offices, the FCC does not require that the CLEC currently provides transport on each
3 specific route, but only that it is operationally ready to do so
4

5 Q. IF A CARRIER HAS AN OCn TRANSPORT FACILITY TO A COLLOCATION
6 ARRANGEMENT IN AN ILEC WIRE CENTER, DOES IT MEET THE
7 "OPERATIONALLY READY" CONDITION IN THE DS1 and DS3 TRIGGERS?
8

9 A Yes The FCC's rules say that to count toward the trigger, the competing provider should
10 have "deployed its own transport facilities and [be] operationally ready to use those
11 transport facilities to provide dedicated DS3 transport along the particular route." (47
12 C F R §51.319(e)(2)(i)(1)) In reality, as explained in Mr. Gray's testimony, carriers
13 typically deploy fiber-optic facilities that can operate at a range of capacities determined
14 by the electronics attached to them For example, when laying fiber it makes sense to
15 deploy high-capacity, OCn facilities so that there will be enough bandwidth to handle all
16 traffic on a given route and leave room for growth. The carrier can then attach electronics
17 to subdivide (or "channelize") the available capacity, activating the amount of capacity
18 and number of channels needed along the route As Mr Gray explains, the electronics
19 used to do this channelization of OCn facilities into DS1 or DS3 facilities are relatively
20 inexpensive, are widely available, and can be quickly installed whenever the carrier has
21 demand for DS3 transport facilities The fact that the capacity of the facility itself is at the

1

2 Q HAVE YOU IDENTIFIED ROUTES THAT MEET THE DARK FIBER WHOLESALE
3 FACILITIES TRIGGER? IF SO, PLEASE IDENTIFY THOSE ROUTES.

4

5 A Yes The routes that satisfy the wholesale trigger for dark fiber transport are listed in
6 Exhibit SWP-10. Supporting evidence is presented in Exhibits SWP-6 and SWP-8, as
7 described above.

8

9 Q DO THE FACILITIES USED TO DETERMINE THAT THE ROUTES IDENTIFIED
10 IN EXHIBIT SWP-10 TERMINATE IN A COLLOCATION ARRANGEMENT?

11

12 A. Yes. The methodology used to identify routes that meet the trigger assures that all the
13 facilities used in the trigger analysis terminate in collocation arrangements on both ends.

14

15 Q DO THE PROVIDERS USED TO DETERMINE ~~THAT~~ THE ROUTES IDENTIFIED
16 IN EXHIBIT SWP-10 HAVE SUFFICIENT QUANTITIES OF DARK FIBER
17 AVAILABLE TO SATISFY DEMAND ALONG THAT ROUTE?

18

19 A. Yes. For the reasons explained above, we assume that there is enough spare fiber to
20 wholesale unless carriers tell us otherwise through discovery In those instances, the
21 transport facility is not included in Exhibit SWP-10 Therefore I believe that there are

Exhibit 1: Carriers classified as wholesalers in analysis of FCC's triggers for high-capacity loops - State of Tennessee

ADELPHIA/TELCOVE
AT&T
ICG TELECOM
MCI
MEMPHIS NETWORK
TIME WARNER TELECOM
XO COMMUNICATIONS
XSPEDIUS

Exhibit 2: Customer locations in BellSouth territory where FCC's triggers for DS1 loops are met - State of Tennessee

Customer location			Triggers met	
Index	Address	City	Self-provisioning	Wholesale
1	165 MADISON AVE	MEMPHIS	N/A	YES
2	201 COURT AVE	MEMPHIS	N/A	YES
3	210 25TH AVE N	NASHVILLE	N/A	YES
4	211 COMMERCE ST	NASHVILLE	N/A	YES
5	240 S HOLLYWOOD ST	MEMPHIS	N/A	YES
6	2525 PERIMETER PLACE DR	NASHVILLE	N/A	YES
7	2632 JACKSON AVE	MEMPHIS	N/A	YES
8	2650 THOUSAND OAKS BLVD	MEMPHIS	N/A	YES
9	3100 W END AVE	NASHVILLE	N/A	YES
10	315 DEADERICK ST	NASHVILLE	N/A	YES
11	340 HERRON DR	NASHVILLE	N/A	YES
12	3993 CROWFARN DR	MEMPHIS	N/A	YES
13	400 W MAIN ST	KNOXVILLE	N/A	YES
14	500 W SUMMIT HILL DR	KNOXVILLE	N/A	YES
15	5100 POPLAR AVE	MEMPHIS	N/A	YES
16	5350 POPLAR AVE	MEMPHIS	N/A	YES
17	633 CHESTNUT ST	CHATTANOOGA	N/A	YES
18	65 UNION AVE	MEMPHIS	N/A	YES
19	6625 LENOX PARK DR	MEMPHIS	N/A	YES
20	77 W CAROLINA AVE	MEMPHIS	N/A	YES
21	800 S GAY ST	KNOXVILLE	N/A	YES
22	801 BROADWAY	NASHVILLE	N/A	YES
23	820 FESSLERS PKWY	NASHVILLE	N/A	YES

**Competitive Carriers with High-Capacity Loop Facilities to Customer
Locations in BellSouth Territory – State of Tennessee**

Confidential and Proprietary Information

Exhibit 4: Customer locations in BellSouth territory where FCC's triggers for DS3 loops are met - State of Tennessee

Customer location			Triggers met	
Index	Address	City	Self-provisioning	Wholesale
1	201 COURT AVE	MEMPHIS	YES	YES
2	209 10TH AVE S	NASHVILLE	YES	NO
3	210 25TH AVE N	NASHVILLE	YES	YES
4	211 COMMERCE ST	NASHVILLE	YES	YES
5	240 S HOLLYWOOD ST	MEMPHIS	YES	YES
6	2525 PERIMETER PLACE DR	NASHVILLE	YES	YES
7	2632 JACKSON AVE	MEMPHIS	YES	YES
8	3100 W END AVE	NASHVILLE	YES	YES
9	315 DEADERICK ST	NASHVILLE	YES	YES
10	340 HERRON DR	NASHVILLE	YES	YES
11	3993 CROWFARN DR	MEMPHIS	YES	YES
12	400 W MAIN ST	KNOXVILLE	YES	YES
13	500 W SUMMIT HILL DR	KNOXVILLE	YES	YES
14	5100 POPLAR AVE	MEMPHIS	YES	YES
15	633 CHESTNUT ST	CHATTANOOGA	YES	YES
16	65 UNION AVE	MEMPHIS	YES	YES
17	6625 LENOX PARK DR	MEMPHIS	YES	YES
18	77 W CAROLINA AVE	MEMPHIS	YES	YES
19	800 S GAY ST	KNOXVILLE	YES	YES
20	801 BROADWAY	NASHVILLE	YES	YES
21	820 FESSLERS PKWY	NASHVILLE	YES	YES

Exhibit 5: Customer locations in BellSouth territory where FCC's triggers for dark fiber loops are met - State of Tennessee

Customer location			Triggers met	
Index	Address	City	Self-provisioning	Wholesale
1	201 COURT AVE	MEMPHIS	YES	N/A
2	209 10TH AVE S	NASHVILLE	YES	N/A
3	210 25TH AVE N	NASHVILLE	YES	N/A
4	211 COMMERCE ST	NASHVILLE	YES	N/A
5	240 S HOLLYWOOD ST	MEMPHIS	YES	N/A
6	2525 PERIMETER PLACE DR	NASHVILLE	YES	N/A
7	2632 JACKSON AVE	MEMPHIS	YES	N/A
8	3100 W END AVE	NASHVILLE	YES	N/A
9	315 DEADERICK ST	NASHVILLE	YES	N/A
10	340 HERRON DR	NASHVILLE	YES	N/A
11	3993 CROWFARN DR	MEMPHIS	YES	N/A
12	400 W MAIN ST	KNOXVILLE	YES	N/A
13	500 W SUMMIT HILL DR	KNOXVILLE	YES	N/A
14	5100 POPLAR AVE	MEMPHIS	YES	N/A
15	633 CHESTNUT ST	CHATTANOOGA	YES	N/A
16	65 UNION AVE	MEMPHIS	YES	N/A
17	6625 LENOX PARK DR	MEMPHIS	YES	N/A
18	77 W CAROLINA AVE	MEMPHIS	YES	N/A
19	800 S GAY ST	KNOXVILLE	YES	N/A
20	801 BROADWAY	NASHVILLE	YES	N/A
21	820 FESSLERS PKWY	NASHVILLE	YES	N/A

**Exhibit 6: Carriers classified as wholesalers in analysis of FCC's triggers for
dedicated transport - State of Tennessee**

ADELPHIA/TELCOVE
AT&T
KMC TELECOM
MCI
MEMPHIS NETWORK
TIME WARNER TELECOM
XO COMMUNICATIONS

Exhibit 7: Interoffice routes in BellSouth territory where FCC's triggers for DS1 transport are met - State of Tennessee

Index	Route			Triggers met	
	CLLI 1	CLLI 2	LATA	Self-provisioning	Wholesale
1	CHTGTNBR	CHTGTNDT	CHATTANOOGA, TN	N/A	YES
2	CHTGTNBR	CHTGTNNS	CHATTANOOGA, TN	N/A	YES
3	CHTGTNDT	CHTGTNNS	CHATTANOOGA, TN	N/A	YES
4	KNVLTNBE	KNVLTNMA	KNOXVILLE, TN	N/A	YES
5	KNVLTNBE	KNVLTNWH	KNOXVILLE, TN	N/A	YES
6	KNVLTNBE	OKRGTNMT	KNOXVILLE, TN	N/A	YES
7	KNVLTNMA	KNVLTNWH	KNOXVILLE, TN	N/A	YES
8	KNVLTNMA	OKRGTNMT	KNOXVILLE, TN	N/A	YES
9	KNVLTNWH	OKRGTNMT	KNOXVILLE, TN	N/A	YES
10	MMPHTNBA	MMPHTNCK	MEMPHIS, TN	N/A	YES
11	MMPHTNBA	MMPHTNCT	MEMPHIS, TN	N/A	YES
12	MMPHTNBA	MMPHTNEL	MEMPHIS, TN	N/A	YES
13	MMPHTNBA	MMPHTNGT	MEMPHIS, TN	N/A	YES
14	MMPHTNBA	MMPHTNMA	MEMPHIS, TN	N/A	YES
15	MMPHTNBA	MMPHTNMT	MEMPHIS, TN	N/A	YES
16	MMPHTNBA	MMPHTNOA	MEMPHIS, TN	N/A	YES
17	MMPHTNBA	MMPHTNSL	MEMPHIS, TN	N/A	YES
18	MMPHTNCK	MMPHTNCT	MEMPHIS, TN	N/A	YES
19	MMPHTNCK	MMPHTNEL	MEMPHIS, TN	N/A	YES
20	MMPHTNCK	MMPHTNGT	MEMPHIS, TN	N/A	YES
21	MMPHTNCK	MMPHTNMA	MEMPHIS, TN	N/A	YES
22	MMPHTNCK	MMPHTNMT	MEMPHIS, TN	N/A	YES
23	MMPHTNCK	MMPHTNOA	MEMPHIS, TN	N/A	YES
24	MMPHTNCK	MMPHTNSL	MEMPHIS, TN	N/A	YES
25	MMPHTNCT	MMPHTNEL	MEMPHIS, TN	N/A	YES
26	MMPHTNCT	MMPHTNGT	MEMPHIS, TN	N/A	YES
27	MMPHTNCT	MMPHTNMA	MEMPHIS, TN	N/A	YES
28	MMPHTNCT	MMPHTNMT	MEMPHIS, TN	N/A	YES
29	MMPHTNCT	MMPHTNOA	MEMPHIS, TN	N/A	YES
30	MMPHTNCT	MMPHTNSL	MEMPHIS, TN	N/A	YES
31	MMPHTNEL	MMPHTNGT	MEMPHIS, TN	N/A	YES
32	MMPHTNEL	MMPHTNMA	MEMPHIS, TN	N/A	YES
33	MMPHTNEL	MMPHTNMT	MEMPHIS, TN	N/A	YES
34	MMPHTNEL	MMPHTNOA	MEMPHIS, TN	N/A	YES
35	MMPHTNEL	MMPHTNSL	MEMPHIS, TN	N/A	YES
36	MMPHTNGT	MMPHTNMA	MEMPHIS, TN	N/A	YES
37	MMPHTNGT	MMPHTNMT	MEMPHIS, TN	N/A	YES
38	MMPHTNGT	MMPHTNOA	MEMPHIS, TN	N/A	YES
39	MMPHTNGT	MMPHTNSL	MEMPHIS, TN	N/A	YES
40	MMPHTNMA	MMPHTNMT	MEMPHIS, TN	N/A	YES
41	MMPHTNMA	MMPHTNOA	MEMPHIS, TN	N/A	YES
42	MMPHTNMA	MMPHTNSL	MEMPHIS, TN	N/A	YES
43	MMPHTNMT	MMPHTNOA	MEMPHIS, TN	N/A	YES
44	MMPHTNMT	MMPHTNSL	MEMPHIS, TN	N/A	YES
45	MMPHTNOA	MMPHTNSL	MEMPHIS, TN	N/A	YES
46	FKLNTNMA	NSVLTNAP	NASHVILLE, TN	N/A	YES
47	FKLNTNMA	NSVLTNBW	NASHVILLE, TN	N/A	YES
48	FKLNTNMA	NSVLTNCH	NASHVILLE, TN	N/A	YES
49	FKLNTNMA	NSVLTNDO	NASHVILLE, TN	N/A	YES
50	FKLNTNMA	NSVLTNMC	NASHVILLE, TN	N/A	YES
51	FKLNTNMA	NSVLTNMT	NASHVILLE, TN	N/A	YES
52	FKLNTNMA	NSVLTNST	NASHVILLE, TN	N/A	YES
53	FKLNTNMA	NSVLTNUN	NASHVILLE, TN	N/A	YES

54	NSVLTNAP	NSVLTNBW	NASHVILLE, TN	N/A	YES
55	NSVLTNAP	NSVLTNCH	NASHVILLE, TN	N/A	YES
56	NSVLTNAP	NSVLTNDO	NASHVILLE, TN	N/A	YES
57	NSVLTNAP	NSVLTNMC	NASHVILLE, TN	N/A	YES
58	NSVLTNAP	NSVLTNMT	NASHVILLE, TN	N/A	YES
59	NSVLTNAP	NSVLTNST	NASHVILLE, TN	N/A	YES
60	NSVLTNAP	NSVLTNUN	NASHVILLE, TN	N/A	YES
61	NSVLTNBW	NSVLTNCH	NASHVILLE, TN	N/A	YES
62	NSVLTNBW	NSVLTNDO	NASHVILLE, TN	N/A	YES
63	NSVLTNBW	NSVLTNMC	NASHVILLE, TN	N/A	YES
64	NSVLTNBW	NSVLTNMT	NASHVILLE, TN	N/A	YES
65	NSVLTNBW	NSVLTNST	NASHVILLE, TN	N/A	YES
66	NSVLTNBW	NSVLTNUN	NASHVILLE, TN	N/A	YES
67	NSVLTNCH	NSVLTNDO	NASHVILLE, TN	N/A	YES
68	NSVLTNCH	NSVLTNMC	NASHVILLE, TN	N/A	YES
69	NSVLTNCH	NSVLTNMT	NASHVILLE, TN	N/A	YES
70	NSVLTNCH	NSVLTNST	NASHVILLE, TN	N/A	YES
71	NSVLTNCH	NSVLTNUN	NASHVILLE, TN	N/A	YES
72	NSVLTNDO	NSVLTNMC	NASHVILLE, TN	N/A	YES
73	NSVLTNDO	NSVLTNMT	NASHVILLE, TN	N/A	YES
74	NSVLTNDO	NSVLTNST	NASHVILLE, TN	N/A	YES
75	NSVLTNDO	NSVLTNUN	NASHVILLE, TN	N/A	YES
76	NSVLTNMC	NSVLTNMT	NASHVILLE, TN	N/A	YES
77	NSVLTNMC	NSVLTNST	NASHVILLE, TN	N/A	YES
78	NSVLTNMC	NSVLTNUN	NASHVILLE, TN	N/A	YES
79	NSVLTNMT	NSVLTNST	NASHVILLE, TN	N/A	YES
80	NSVLTNMT	NSVLTNUN	NASHVILLE, TN	N/A	YES
81	NSVLTNST	NSVLTNUN	NASHVILLE, TN	N/A	YES

**Competitive Carriers with Transport Facilities on Routes Between
BellSouth Wire Centers in the Same LATA – State of Tennessee**

Confidential and Proprietary Information

Exhibit 9: Interoffice routes in BellSouth territory where FCC's triggers for DS3 transport are met - State of Tennessee

Index	Route			Triggers met	
	CLLI 1	CLLI 2	LATA	Self-provisioning	Wholesale
1	CHTGTNBR	CHTGTNDT	CHATTANOOGA, TN	YES	YES
2	CHTGTNBR	CHTGTNNS	CHATTANOOGA, TN	YES	YES
3	CHTGTNDT	CHTGTNNS	CHATTANOOGA, TN	YES	YES
4	FKLNTNMA	NSVLTNAP	NASHVILLE, TN	NO	YES
5	FKLNTNMA	NSVLTNBW	NASHVILLE, TN	NO	YES
6	FKLNTNMA	NSVLTNCH	NASHVILLE, TN	YES	YES
7	FKLNTNMA	NSVLTNDO	NASHVILLE, TN	YES	YES
8	FKLNTNMA	NSVLTNMC	NASHVILLE, TN	NO	YES
9	FKLNTNMA	NSVLTNMT	NASHVILLE, TN	YES	YES

Exhibit 10: Interoffice routes in BellSouth territory where FCC's triggers for dark fiber transport are met - State of Tennessee

Index	Route			Triggers met	
	CLLI 1	CLLI 2	LATA	Self-provisioning	Wholesale
1	CHTGTNBR	CHTGTNDT	CHATTANOOGA, TN	YES	YES
2	CHTGTNBR	CHTGTNNS	CHATTANOOGA, TN	YES	YES
3	CHTGTNDT	CHTGTNNS	CHATTANOOGA, TN	YES	YES
4	FKLNTNMA	NSVLTNAP	NASHVILLE, TN	NO	YES
5	FKLNTNMA	NSVLTNBW	NASHVILLE, TN	NO	YES
6	FKLNTNMA	NSVLTNCH	NASHVILLE, TN	YES	YES
7	FKLNTNMA	NSVLTNDO	NASHVILLE, TN	YES	YES
8	FKLNTNMA	NSVLTNMC	NASHVILLE, TN	NO	YES
9	FKLNTNMA	NSVLTNMT	NASHVILLE, TN	YES	YES
10	FKLNTNMA	NSVLTNST	NASHVILLE, TN	NO	YES
11	FKLNTNMA	NSVLTNUN	NASHVILLE, TN	YES	YES
12	MMPHTNBA	MMPHTNCK	MEMPHIS, TN	NO	YES
13	MMPHTNBA	MMPHTNCT	MEMPHIS, TN	YES	YES
14	MMPHTNBA	MMPHTNEL	MEMPHIS, TN	YES	YES
15	MMPHTNBA	MMPHTNGT	MEMPHIS, TN	YES	YES
16	MMPHTNBA	MMPHTNMA	MEMPHIS, TN	YES	YES
17	MMPHTNBA	MMPHTNMT	MEMPHIS, TN	YES	YES
18	MMPHTNBA	MMPHTNOA	MEMPHIS, TN	YES	YES
19	MMPHTNBA	MMPHTNSL	MEMPHIS, TN	YES	YES
20	MMPHTNCK	MMPHTNCT	MEMPHIS, TN	NO	YES
21	MMPHTNCK	MMPHTNEL	MEMPHIS, TN	NO	YES
22	MMPHTNCK	MMPHTNGT	MEMPHIS, TN	NO	YES
23	MMPHTNCK	MMPHTNMA	MEMPHIS, TN	NO	YES
24	MMPHTNCK	MMPHTNMT	MEMPHIS, TN	NO	YES
25	MMPHTNCK	MMPHTNOA	MEMPHIS, TN	NO	YES
26	MMPHTNCK	MMPHTNSL	MEMPHIS, TN	NO	YES
27	MMPHTNCT	MMPHTNEL	MEMPHIS, TN	YES	YES
28	MMPHTNCT	MMPHTNGT	MEMPHIS, TN	YES	YES
29	MMPHTNCT	MMPHTNMA	MEMPHIS, TN	YES	YES
30	MMPHTNCT	MMPHTNMT	MEMPHIS, TN	YES	YES
31	MMPHTNCT	MMPHTNOA	MEMPHIS, TN	YES	YES
32	MMPHTNCT	MMPHTNSL	MEMPHIS, TN	YES	YES
33	MMPHTNEL	MMPHTNGT	MEMPHIS, TN	YES	YES
34	MMPHTNEL	MMPHTNMA	MEMPHIS, TN	YES	YES
35	MMPHTNEL	MMPHTNMT	MEMPHIS, TN	YES	YES
36	MMPHTNEL	MMPHTNOA	MEMPHIS, TN	YES	YES
37	MMPHTNEL	MMPHTNSL	MEMPHIS, TN	YES	YES
38	MMPHTNGT	MMPHTNMA	MEMPHIS, TN	YES	YES
39	MMPHTNGT	MMPHTNMT	MEMPHIS, TN	YES	YES
40	MMPHTNGT	MMPHTNOA	MEMPHIS, TN	YES	YES
41	MMPHTNGT	MMPHTNSL	MEMPHIS, TN	YES	YES
42	MMPHTNMA	MMPHTNMT	MEMPHIS, TN	YES	YES
43	MMPHTNMA	MMPHTNOA	MEMPHIS, TN	YES	YES
44	MMPHTNMA	MMPHTNSL	MEMPHIS, TN	YES	YES
45	MMPHTNMT	MMPHTNOA	MEMPHIS, TN	YES	YES
46	MMPHTNMT	MMPHTNSL	MEMPHIS, TN	YES	YES
47	MMPHTNOA	MMPHTNSL	MEMPHIS, TN	YES	YES
48	NSVLTNAP	NSVLTNBW	NASHVILLE, TN	NO	YES
49	NSVLTNAP	NSVLTNCH	NASHVILLE, TN	NO	YES
50	NSVLTNAP	NSVLTNDO	NASHVILLE, TN	NO	YES
51	NSVLTNAP	NSVLTNMC	NASHVILLE, TN	NO	YES
52	NSVLTNAP	NSVLTNMT	NASHVILLE, TN	NO	YES
53	NSVLTNAP	NSVLTNST	NASHVILLE, TN	NO	YES

54	NSVLTNAP	NSVLTNUN	NASHVILLE, TN	NO	YES
55	NSVLTNBW	NSVLTNCH	NASHVILLE, TN	NO	YES
56	NSVLTNBW	NSVLTNDO	NASHVILLE, TN	NO	YES
57	NSVLTNBW	NSVLTNMC	NASHVILLE, TN	NO	YES
58	NSVLTNBW	NSVLTNMT	NASHVILLE, TN	NO	YES
59	NSVLTNBW	NSVLTNST	NASHVILLE, TN	NO	YES
60	NSVLTNBW	NSVLTNUN	NASHVILLE, TN	NO	YES
61	NSVLTNCH	NSVLTNDO	NASHVILLE, TN	YES	YES
62	NSVLTNCH	NSVLTNMC	NASHVILLE, TN	NO	YES
63	NSVLTNCH	NSVLTNMT	NASHVILLE, TN	YES	YES
64	NSVLTNCH	NSVLTNST	NASHVILLE, TN	NO	YES
65	NSVLTNCH	NSVLTNUN	NASHVILLE, TN	YES	YES
66	NSVLTNDO	NSVLTNMC	NASHVILLE, TN	NO	YES
67	NSVLTNDO	NSVLTNMT	NASHVILLE, TN	YES	YES
68	NSVLTNDO	NSVLTNST	NASHVILLE, TN	NO	YES
69	NSVLTNDO	NSVLTNUN	NASHVILLE, TN	YES	YES
70	NSVLTNMC	NSVLTNMT	NASHVILLE, TN	NO	YES
71	NSVLTNMC	NSVLTNST	NASHVILLE, TN	NO	YES
72	NSVLTNMC	NSVLTNUN	NASHVILLE, TN	NO	YES
73	NSVLTNMT	NSVLTNST	NASHVILLE, TN	YES	YES
74	NSVLTNMT	NSVLTNUN	NASHVILLE, TN	YES	YES
75	NSVLTNST	NSVLTNUN	NASHVILLE, TN	YES	YES

Evidence of Willingness to Wholesale Loops

Carrier	Evidence	Source
Adelphia/Telcove	"Local or intercity TelCove can deliver the communications solution that is right for you We are a facilities-based telecommunications provider with an 11-year history of delivering advanced, secure communications over our fiber optic network "	< http://www.telcove.com/ >
	"Our Synchronous Optical Network (SONET) ring architecture connects your business through fiber optic loops, transmitting information bi-directionally, for built-in, protective redundancy "	< http://www.telcove.com/network.htm >
	Nashville is shown on the Network Map as a "Telcove Owned Market"	< http://www.telcove.com/about/Network%20Map.pdf >
AT&T	AT&T Data Services for Service Providers An Overview of AT&T Data Services "Whether you are providing a simple T1 local connection, OC192 (10 Gbps) wavelength service or international FR/ATM, AT&T facilities can enable you to build flexibility, high reliability, performance, and scalability into your service offerings "	< http://www.business.att.com/content/datasrvswlsale_1tr.pdf >
	AT&T Wholesale Services AT&T Service for Service Providers "AT&T Voice Services offer a flexible portfolio of local, national and international voice products and services "	< http://www.business.att.com/default/index.jsp?pageid=wholesale_data&branchid=wholesale >

	AT&T Wholesale Services AT&T Wholesales Services Portfolio "Your needs for connectivity are met by our comprehensive range of Voice Services, from the basics of outbound and inbound transit (including ISDN) and hubbing services up to advanced levels of carrier support for end-user calling cards, prepaid card services and collect calling AT&T Data Services offer a flexible portfolio of local, national and international data products and services "	< http://www.business.att.com/content/gws_sheet.pdf >
ICG Telecom	Special Access "Special Access from ICG Communications offers a dedicated, intralATA transport service connecting your Point of Presence (POP) to a carrier, POP, or customer designated end-user Special Access can carry voice, data, and/or video traffic at DS-1, DS-3 and OC-N capacities	< http://www.icgcomm.com/products/carrier/special_access.asp >
	ICG's Network "ICG also has a voice network serving California, Colorado, Ohio, Texas and parts of the southeastern United States ICG Markets Alabama Birmingham Georgia Atlanta Kentucky, Louisville North Carolina Charlotte Tennessee Nashville"	< http://www.icgcomm.com/products/network.asp >
MCI	"As a carrier's carrier, UUNET wants to be your partner in the telecom world of tomorrow "	< http://global.mci.com/wholesale/services4U/carrier/ >
	Global Data Link "International, national and metropolitan managed bandwidth for either standard point to point services, or providing you with a simple upgrade and economy of scale through the channelized point to point and point to multi-point options "	< http://global.mci.com/wholesale/services4U/carrier/carrierbrochurenew.pdf >
	Direct Switched Voice Services "Your switch connects to WorldCom's global infrastructure using a dedicated, secure direct line or by linking the building to a WorldCom Metropolitan Area Network "	

	<p>"WorldCom, Inc officially announced its name change back to MCI, with UUNET as the sub-brand for its wholesale services. It is targeting, basically, everyone from wholesale to retail, from consumer up through large enterprises."</p>	<p><u>WorldCom is born again as MCI, and files plan to exit Chapter 11</u> Current Analysis, April 15, 2003 http://global.mci.com/news/presskit/strategy/current.pdf ></p>
Memphis Networkx	<p>"Memphis Networkx, a metro carrier's carrier, plans to offer high-speed data services."</p>	<p>"Memphis Networkx Selects Optical Metro Solutions from Nortel Networks", January 22, 2002 http://www.nortelnetworks.com/corporate/news/newsreleases/2002a/01_21_02_memphis_networkx.html></p>
	<p>"Memphis Networkx, LLC is a public-private corporation formed in 1999 to create a citywide fiber optic network and provide metro access and metro core services that remove the 'last mile' bandwidth bottleneck that persists in the 2nd and 3rd Tier metro space. Memphis Networkx enables communications providers, through its state-of-the-art DWDM network and world class Technology Center, to supply their customers with the kinds of services and applications that are typically found only in Tier 1 cities. Metro access and metro core services include SONET, Ethernet, and Optical Wavelengths to carriers, service providers and building owners."</p>	<p>"Memphis Networkx selects ConceptWave to deliver OrderCare solution", June 18, 2002 http://www.conceptwave.com/downloads/press2.pdf</p>

	<p>"Citing the continued telecom recession hammering potential wholesale clients and an increased demand for business data services, Memphis Networkx has announced it will roll out ethernet services by year end. Networkx CEO Mark Ivie says the company will look for partners to provide the service to maintain its carrier's carrier status, but it plans to directly offer the service. 'We're still doing what we set out to do which is to provide transport to carriers,' Ivie says. 'This is just a natural extension.'"</p>	<p>"Memphis Networkx considers moving into retail services", Kate Miller, <u>Memphis Business Journal</u>, November 1, 2002. <http://memphis.bizjournals.com/memphis/stories/2002/11/04/story2.html></p>
Time Warner	<p>Carriers "Time Warner Telecom is committed to serving the needs of carriers and service providers. Our commitment, combined robust network, means you can count on us to provide the communications solutions you need to stay competitive. Some of our services for carriers include Dedicated High Capacity Services (DS1/DS3)."</p>	<p><http://www.twtelecom.com/default.aspx?navId=33&configArgs=src=ctm,doc=0900bb3f801414b8></p>
	<p>Regional Networks "Time Warner Telecom is unique in its ownership of "on-net" local and long haul networks. Each network is individually designed, and all are equipped to offer and support Dedicated High Capacity service levels for DS-n, OC-n and wavelength capacity."</p>	<p><http://www.twtelecom.com/Documents/Resources/PDF/Marketingcollateral/2301RegNet.pdf></p>
	<p>"We have over 17,000 route miles of fiber, predominantly local fiber miles. We have over 3,600 buildings on fiber net and can deliver a range of services to those customers that compete with the incumbent regional Bell operating companies."</p>	<p>"Company Interview Michael A. Rouleau, Time Warner Telecom Inc." <u>Excerpted from The Wall Street Transcript</u> 30 June 2003</p>

	<p>"Time Warner Telecom is unique in its ownership of "on-net" local and long haul networks. Each network is individually designed, and all are equipped to offer and support Dedicated High Capacity service levels for DS-n, OC-n and wavelength capacity."</p>	<p><http://www.twtelecom.com/default.aspx?navID=33&configARGS=src=dctm,doc=0900bb3f801414b8></p>
	<p>"the company also targets long-distance carriers (IXCs), Internet service providers (ISPs), wireless communications companies, and government entities. The company provides its customers (i.e., enterprise and carrier) with a wide array of communication services, including dedicated transmission, local switched, long-distance, data, high-speed dedicated Internet access, and Ethernet services such as Native LAN and Gigabit Ethernet."</p>	<p><u>Time Warner Telecom</u> Current Analysis, Nov 24, 2003 <www.currentanalysis.com></p>
	<p>"The carrier also has a significant wholesale business. As of April 2003, the company had served customers in 44 local markets and had over 3,500 buildings on-net. Over half of Time Warner Telecom's revenue came from dedicated transport services. In 2002, roughly 45% of the company's revenue came from its top 10 customers, with only WorldCom, a wholesale customer, accounting for more than 10%."</p>	<p><u>U.S. CLEC Competitive Analysis, 2003</u> IDC, June 2003</p>
XO	<p>"the carrier has a wholesale operation that caters mainly to IP carriers. XO's fiber facilities cover 63 metro areas. On the wholesale side, the company sells intercity wavelength services in addition to its metro wavelength services, as well as wide-area Ethernet services at 10, 100, and 1000 Mbps connection speeds. As a facilities-based CLEC, XO remains one of the largest independent telecom providers selling a wide array of retail voice and data services to small and mid-sized business customers, and wholesale services to carriers."</p>	<p><u>XO - NS</u> Current Analysis October 30, 2003 <currentanalysis.com></p>

	"The second is for Global Crossing to buy at least \$70 million in XO access and private line data services over the next five years "	<u>Global Crossing and XO Communications Expand and Extend Their Carrier Partnership</u> <currentanalysis.com>
Xspedius	"Xspedius Fiber Group is a wholly owned subsidiary of Xspedius Communications Each metropolitan area network is strategically designed for optimal connectivity of major Business Districts, Local Serving Offices, Carrier Hotels, and Interexchange Carrier Points-of-Presence (POP) sites "	<http://www.xspedius.com/about/affiliates.shtml>
	Chattanooga is shown on the Network Map as being a city in which Xspedius has a "metrofiber network"	<http://www.xspedius.com/images/int_network_map.pdf>
	Carrier Solutions "Xspedius Communications offers superior products and services to carrier customers in 36 markets the United States "	<www.xspedius.com/carrier/index.shtml>
	Special Access "Xspedius Communications Special Access is the perfect alternative for your local access networking needs Our Special Access service provides optimal connectivity to major business districts, interexchange carrier points of presence (POPs), local serving offices (LSOs), carrier hotels and commercial end-user buildings "	
	"Special Access works off of our Metro SONET rings and can provide service between a customer location and a network service provider POP or between two service providers "	<www.xspedius.com/carrier/spacc.shtml>

Carriers for which BellSouth Used GeoResults Data for Loops

Carrier	Discovery	Use of GeoResults data
Adelphia	Served but no response	Only source of data on loop deployment
DSLNet Communications	No response	Only source of data on loop deployment
IDT/Winstar	No response	Only source of data on loop deployment
SBC Communications	No response	Only source of data on loop deployment
Verizon	Served but no response	Only source of data on loop deployment
Xspedius	Served but no response	Only source of data on loop deployment

Carriers for which BellSouth Supplemented Carrier's Discovery Responses for Transport with BellSouth Internal Data

Carrier	Discovery	Use of BellSouth internal data
Adelphia	Served but no response	Only source Fiber-based collocations in BellSouth central offices
SBC	No response	Only source Fiber-based collocations in BellSouth central offices
Xspedius	Served but no response	Only source Fiber-based collocations in BellSouth central offices

TESTIMONY OF SHELLEY W. PADGETT
BEFORE THE TENNESSEE REGULATORY AUTHORITY

DOCKET NO. 03-00527

ERRATA

PADGETT ERRATA

Direct

1. p. 2, line 20. Replace "33" with "23" and "37" with "21"
2. p. 2, line 21. Replace "37" with "21"
3. p. 5, line 2. Delete "a" and replace "loop" with "loops" so that the line reads, "that are offering loops on a widely available wholesale basis to other carriers seeking to"
4. p. 10, line 13. Delete the comma
5. p. 11, line 15. Replace "fiber-base" with "fiber-based"
6. p. 14, line 21. Insert "evidence" between "other" and "that" so that the line reads, "wholesalers at the carrier level based on the evidence from discovery and other evidence that"
7. p. 26, line 1. Insert "directly" between "transport" and "between" so that the line reads "not use their transport facilities to provide transport directly between ILEC central offices, the"
8. p. 36, line 15. Delete "that"
9. Replace exhibits SWP-1 through SWP-11, SWP-13, and SWP-14 with the attached exhibits.

Rebuttal

10. p. 6, line 23. Delete "s" from DS3S so that the line reads "ECONOMICALLY PROVIDE DS3 SERVICES. DO YOU AGREE?"
11. p. 8, lines 20-23. Delete the paragraph

1 facilities and is operationally ready to use those transport facilities to provide
2 dedicated (. .) transport along the particular route” ((47 C.F.R.
3 §51.319(e)(2)(i)(A)(1)). Therefore, the statements made in Mr Ball’s testimony
4 regarding the need to show evidence that a

5
6
7 CLEC is “providing service between the two ILEC wire centers” are inconsistent
8 with the TRO and should be disregarded by this Authority.

9
10 As stated in the FCC’s rules, the qualifying condition is that the CLEC has to be
11 “operationally ready” to use those facilities to provide transport along the specific
12 route, which a CLEC clearly is when it has operational fiber-based collocation
13 arrangements at both ILEC central offices. Establishing a connection between
14 two operationally ready collocations via a switch or hub typically requires only a
15 software-based configuration of a circuit. Thus, even if a CLEC does not
16 ordinarily use its interoffice facilities to provide transport between ILEC central
17 offices, this fact is irrelevant for the proceeding since they are operationally ready
18 to do so

19
20 Q. MR. BALL STATES ON PAGE 19 OF HIS TESTIMONY THAT THE
21 PRESENCE OF OCN EQUIPMENT IN A BUILDING OR ON A ROUTE IS
22 NOT INDICATIVE OF WHETHER ANOTHER CARRIER CAN
23 ECONOMICALLY PROVIDE DS3S SERVICES. DO YOU AGREE?

1

2

(2) The definition of a customer location

3

4 Q HOW DOES MR. BALL DEFINE A "CUSTOMER LOCATION"?

5

6 A Mr Ball claims in his testimony that in multi-tenant building, the customer
7 location is defined as the tenant unit rather than the building (page 21) The
8 implication of this assertion is that meeting the self-provisioning trigger for loops
9 would require an individual end user to be served by two or more competing
10 providers in order for the trigger to apply, and, even then, the unbundling relief
11 would only apply to the facilities serving that particular end user.

12

13 Q IS MR. BALL'S INTERPRETATION CORRECT?

14

15 A. No. Mr. Ball's interpretation is contrary to the rules, which distinguish between
16 "customer locations" and "individual unit[s] within that location" 47 C.F.R. §
17 51.319(a)(4)(ii), (5)(i)(B). This distinction indicates that a customer location is a
18 building, not an individual unit or suite in a multi-unit building.

19

20 ~~Indeed, based on their discovery responses, the CLECs in Florida agree. The~~
21 ~~Authority's discovery specifically asked the CLECs to identify the "customer~~
22 ~~locations" to which they have deployed loop facilities and, in response, the~~
23 ~~CLECs provided the addresses of specific buildings.~~

CERTIFICATE OF SERVICE

I hereby certify that on March 25, 2004, a copy of the foregoing document was served on the parties of record, via the method indicated:

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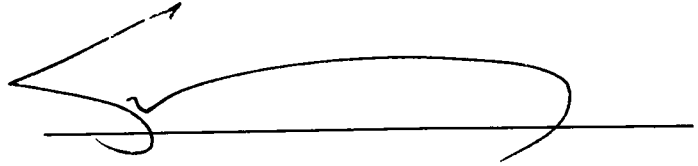
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A handwritten signature in black ink, appearing to read "Ken Woods", is written over a horizontal line. The signature is stylized with a large loop and a sharp upward stroke at the end.