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May 31, 2006

Ron Jones, Chairman
Tennessee Regulatory Authority
460 James Robertson Pkwy.
Nashville, Tennessee 37243-0505

Re: *Petition for Arbitration of Aeneas Communications, LLC with BellSouth Telecommunications, Inc.*
Docket No. 04-00017

Dear Chairman Jones:

In a letter dated May 24, 2006, General Counsel Richard Collier requested that the parties to the above-captioned arbitration, which has been on hold pending a final decision in Docket 04-00381, advise the Authority as to whether the parties are now ready to proceed with the arbitration.

I have discussed this matter with Guy Hicks, counsel for BellSouth. Because of the complexity of the issues in Docket 04-00381, we request that this arbitration remain in abeyance pending either the issuance of a written order in Docket 04-00381 or a request by one of the parties to proceed. Out of an abundance of caution, the parties state and agree that this letter is not intended to be a waiver of any argument regarding the meaning or effect of the Authority's recent rulings in Docket 04-00381.

Thank you for your consideration of this request. Mr. Hicks has reviewed and approved this letter.

Very truly yours,

BOULT, CUMMINGS, CONNERS & BERRY, PLC

By: 
Henry Walker

HW/djc
cc: Guy Hicks