

BEFORE THE TENNESSEE REGULATORY AUTHORITY

NASHVILLE, TENNESSEE

January 13, 2006

IN RE:

JOINT PETITION FOR ARBITRATION OF NEWSOUTH)
COMMUNICATIONS CORP, NUVOX COMMUNICATIONS,) DOCKET NO.
INC., KMC TELECOM V, INC., KMC TELECOM III LLC, AND) 04-00046
XSPEDIUS COMMUNICATIONS, LLC ON BEHALF OF ITS)
OPERATING SUBSIDIARIES XSPEDIUS MANAGEMENT CO.)
SWITCHED SERVICES, LLC AND XSPEDIUS MANAGEMENT)
CO. OF CHATTANOOGA, LLC OF AN INTERCONNECTION)
AGREEMENT WITH BELL SOUTH TELECOMMUNICATIONS,)
INC.)

ORDER ESTABLISHING PROCEDURAL SCHEDULE

This matter is before the Pre-Arbitration Officer upon the *Motion to Establish Procedural Schedule* ("Motion") filed by NuVox Communications, Inc. ("NuVox") and Xspedius Communications, LLC for itself and on behalf of its operating subsidiaries ("Xpedius") (collectively, the "Petitioners") on December 13, 2005. Also on December 13, 2005, the Petitioners filed a *Petition for Enforcement of Abeyance Agreement*. In the *Motion*, the Petitioners suggested a procedural schedule wherein BellSouth Telecommunications, Inc. ("BellSouth") could file any opposition to the *Petition for Enforcement of Abeyance Agreement* by January 13, 2006 and the Petitioners could file any reply to BellSouth's opposition by January 27, 2006. On December 19, 2005, BellSouth filed a response to the *Motion*, urging the Authority to either deny the *Motion* or suspend it and any responsive timeframes until after the U.S. District Court ruled on the Petitioners' pending appeal and Motion to Dismiss concerning the

abeyance agreement issue.¹ If the Authority determined to proceed, BellSouth requested thirty (30) days to file a response, the timeframe suggested by the Petitioners in the *Motion*. On January 5, 2006, BellSouth notified the Authority that the U.S. District Court had granted the Petitioners' Motion to Dismiss the appeal on December 21, 2005² and renewed its request for an opportunity to file a response to the *Motion*. BellSouth suggested that its response be due thirty (30) days after the U.S. District Court's dismissal of the appeal, or January 20, 2006

On January 10, 2006, the Pre-Arbitration Officer met with counsel for the Petitioners and BellSouth and clarified that BellSouth was requesting an opportunity to respond to the *Petition for Enforcement of Abeyance Agreement* by January 20, 2006. In addition, the parties agreed that under the procedural schedule suggested in the *Motion*, the Petitioners would have two (2) weeks from the due date of BellSouth's response to file a reply, or until February 3, 2006.

The Pre-Arbitration Officer finds that the establishment of a procedural schedule will assist the Authority in moving to resolution of the issues raised in the *Petition for Enforcement of Abeyance Agreement*. In addition, the filing deadlines, as agreed to by the parties, will not significantly delay the resolution of this docket. The Pre-Arbitration Officer also grants leave pursuant to TRA Rule 1220-1-2-.06(3) for the Petitioners to file a reply. As a result, the *Motion* is granted to the extent that a procedural schedule is issued as follows:

January 20, 2006

BellSouth's Response to *Petition for Enforcement of Abeyance Agreement* is due no later than 2:00 p.m.

¹ The Petitioners filed a Motion to Dismiss Without Prejudice in the U.S. District Court, Middle District of Tennessee, in *NuVox Communications, Inc. and Xspedius Communications, LLC v. Tennessee Regulatory Authority*, Case No. 3:05-0742

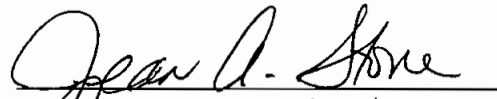
² The Petitioners filed a similar notice of the U.S. District Court's action with the Authority on January 6, 2006

February 3, 2006

Petitioners' Reply to BellSouth's
Response is due no later than 2:00
p.m.

IT IS THEREFORE ORDERED THAT:

The *Motion to Establish Procedural Schedule* is granted to the extent that a procedural schedule is established as stated herein.

A handwritten signature in cursive script, reading "Jean A. Stone", written over a horizontal line.

Jean A. Stone, Counsel
as Pre-Arbitration Officer