

**BEFORE THE TENNESSEE REGULATORY AUTHORITY
Nashville, Tennessee**

In Re: Enforcement of Interconnection Agreement)
Between BellSouth Telecommunications, Inc. and) Docket No. 04-00133
NuVox Communications, Inc.)

JOINT MOTION TO DISMISS COMPLAINT

BellSouth Telecommunications, Inc. (“BellSouth”) and NuVox Communications, Inc. (“NuVox”), through counsel, hereby respectfully request that the Tennessee Regulatory Authority (“TRA”) dismiss, with prejudice, the Complaint of BellSouth filed in the above-captioned proceeding, dated May 4, 2004. In support of this Joint Motion, BellSouth and NuVox state as follows:

1. On May 4, 2004, BellSouth filed with the TRA a Complaint, pursuant to T.C.A. 65-4-117 and Rule 1120-1-1.09, to enforce the audit provisions of the interconnection agreement between BellSouth and NuVox for the State of Tennessee (the “Agreement”), and to obtain relief for NuVox’s alleged breach of the Agreement.

2. On March 31, 2006, BellSouth and AT&T Inc. (“AT&T”) filed with the Federal Communications Commission (“FCC”) an Application requesting authority to transfer to AT&T control of certain licenses and authorizations held directly and indirectly by BellSouth.¹

3. On December 29, 2006, the FCC approved the merger of BellSouth and AT&T, subject to the voluntary commitments of AT&T,² and the parties consummated the merger on that date.³ The final EEL audit merger condition approved by the FCC states:

¹ *In the Matter of BellSouth Corporation and AT&T Inc., Application Pursuant to Section 214 of the Communications Act of 1934 and Section 63.04 of the Commission’s Rules for Consent to Transfer the Control of BellSouth Corporation to AT&T Inc.*, WC Docket No. 06-74 (filed Mar. 31, 2006).

² FCC Approves Merger of AT&T Inc. and BellSouth Corporation, Fed. Communications Comm’n News (rel. Dec. 29, 2006) (“News Release”).

AT&T/BellSouth shall cease all ongoing or threatened audits of compliance with the [FCC]'s EEL eligibility criteria (as set forth in the *Supplemental Order Clarification's* significant local use requirement and related safe harbors, and the *Triennial Review Order's* high capacity EEL eligibility criteria), **and shall not initiate new EELs audits.**⁴

Therefore, pursuant to the FCC's announced adoption of a Memorandum Opinion and Order approving the merger, BellSouth became obligated to cease all "ongoing or threatened" EEL audits, as of December 29, 2006.⁵

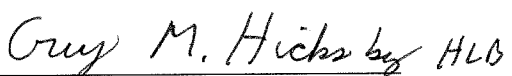
4. In consideration of the EEL audit merger condition approved by the FCC, BellSouth and NuVox agree that the dispute before the TRA in the above-captioned proceeding is moot.

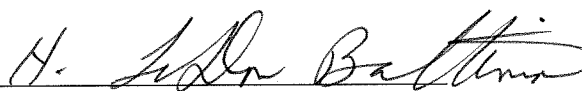
5. The TRA has not yet issued its order in the above-captioned proceeding, resolving the issues presented in BellSouth's Complaint.

WHEREFORE, for the reasons set forth herein, BellSouth and NuVox respectfully request that the TRA dismiss, with prejudice, BellSouth's Complaint in the above-captioned proceeding.

Submitted this 12th day of January, 2007.

Respectfully Submitted,


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³ Press Release, AT&T and BellSouth Join to Create a Premier Global Communications Company: Deal Consolidates Ownership of Cingular Wireless; BellSouth and Cingular Brand Transition to Begin Soon (Dec. 29, 2006) at www.att.com/gen/press-room..

⁴ News Release, AT&T Merger Commitment Letter, Attachment at 3.

⁵ *Id.* at 3 ("Action by the Commission, and effective upon adoption, Friday, December 29, 2006, by Memorandum Opinion and Order.").

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