

**BEFORE THE TENNESSEE REGULATORY AUTHORITY AT
NASHVILLE, TENNESSEE**

May 17, 2006

IN RE:)	
)	
JOINT PETITION OF UNITED AMERICAN)	
TECHNOLOGY, INC. AND PROMISEVISION)	DOCKET NO.
TECHNOLOGY, INC FOR APPROVAL OF)	04-00431
TRANSFER OF CUSTOMER BASE)	

ORDER APPROVING CUSTOMER NOTIFICATION LETTER

This matter came before Chairman Pat Miller, Director Sara Kyle and Director Ron Jones of the Tennessee Regulatory Authority (the "Authority" or "TRA"), the voting panel assigned to this Docket, at a regularly scheduled Authority Conference held on February 28, 2005 for consideration of the *Joint Petition of United American Technology, Inc. and PromiseVision Technology, Inc for Approval of Transfer of Customer Base* ("Petition") filed on December 14, 2004.

The Petition

PromiseVision Technology, Inc. ("PromiseVision") was granted a Certificate of Public Convenience and Necessity ("CCN") to provide interexchange services by the Authority on September 12, 2000 in Docket No. 00-00659. During the February 28, 2005 Authority Conference, prior to this Docket being heard, the Authority granted United American Technology, Inc. ("UAT") a CCN to provide interexchange services in Docket No. 04-00400.

In the *Petition*, which was filed with the TRA on December 14, 2004, PromiseVision and UAT (collectively, the "Petitioners") request TRA approval of a transfer of the customer base of PromiseVision to UAT pursuant to Tenn. Code Ann. § 65-4-113 (2004). Petitioners state that

UAT's acquisition of PromiseVision's customer base will ensure the continued provision of high-quality, affordable telecommunications services to PromiseVision's Tennessee customers and should promote competition in the Tennessee telecommunications market. The *Petition* maintains that the proposed transaction does not involve the transfer of network facilities or telecommunications equipment in Tennessee and will generally be transparent to customers and will benefit the public interest.

Following consummation of the proposed transfer and upon UAT obtaining a CCN, PromiseVision will surrender its CCN to provide interexchange telecommunications services in the State of Tennessee.

Statutory and Regulatory Framework

TRA Rule 1220-4-2-.56(2)(d) applies when a customer base is transferred between two or more telecommunications service providers. It provides that sufficient notice has been given to affected customers when the following criteria have been met:

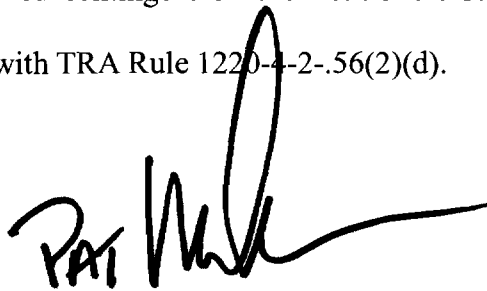
2. A notification letter, pre-approved by the Authority, shall be mailed by U.S. First Class Postage by the telecommunications service provider being acquired to its customers describing the customer transfer and explaining that the customers' local or long distance service will be transferred to the acquiring telecommunications service provider by a certain date unless the customer selects another telecommunications service provider. This customer notification shall be mailed to the customers no less than thirty (30) days prior to the actual customer transfer. The notification letter required by the FCC may be used for the notification purposes of this part. The Authority may waive the thirty (30) day notice requirement of this part for good cause shown.
3. The acquiring telecommunications service provider agrees to pay any fees charged to the customer associated with changing service to the acquiring telecommunications service provider. The notification letter required in 1220-4-2-.56(2)(d)(2) shall inform the customer of this provision.
4. The acquiring telecommunications service provider agrees to provide to the affected customers a thirty (30) day written notice of any rate increase that may affect their service up to ninety (90) days from the date of the transfer of customers. The notification letter mentioned in 1220-4-2-.56(2)(d)(2) shall inform the customer of this provision.

February 28, 2005 Authority Conference

At the regularly scheduled Authority Conference held on February 28, 2005, the panel determined that it could only consider the customer notification letter pursuant to TRA Rule 1220-4-2-.56(2)(d). The panel voted unanimously to approve the customer notification letter subject to the Petitioners revising the letter to inform customers that they will receive a 30-day written notice of any rate increase that may affect their service up to 90 days from the date of the transfer from PromiseVision to UAT and prior to being mailed to customers, a revised customer notification letter must be filed with the Authority and must be found consistent with TRA Rule 12290-4-2-.56(2)(d).¹

IT IS THEREFORE ORDERED THAT:

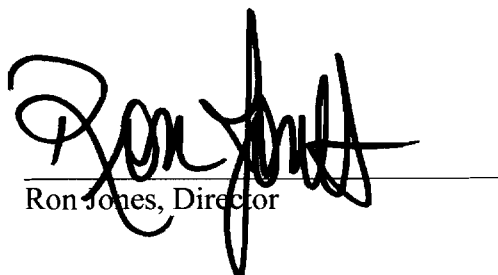
The customer notification letter is approved contingent on the Petitioners submitting for Authority approval a revised letter that complies with TRA Rule 1220-4-2-.56(2)(d).



Pat Miller, Chairman



Sara Kyle, Director



Ron Jones, Director

¹ Director Jones offered a similar motion; however, he specified that the customer notification letter should be submitted to the Authority's Legal Division to determine if the letter complies with TRA Rule 1220-4-2-.56(2)(d), and the Legal Division should notify the Petitioners in writing of its determination.