

TENNESSEE REGULATORY AUTHORITY

Pat Miller, Chairman
Deborah Taylor Tate, Director
Sara Kyle, Director
Ron Jones, Director



460 James Robertson Parkway
Nashville, Tennessee 37243-0505

April 6, 2005

Mr. Brad E. Mutschelknaus, Counsel
Ms. Melissa S. Conway, Counsel
Kelley Drye & Warren LLP
1200 19th Street, NW, Suite 500
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Mr. R. Dale Grimes, Counsel
Mr. George H. Masterson, Counsel
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Bass, Berry, & Sims PLC
Suite 2700
315 Deaderick Street
Nashville, TN 37238

RE: Docket 05-00092; Joint Petition for Approval to Transfer Authority to Provide Telecommunications Services and To Sell Assets of KMC Telecom III LLC and CenturyTel Acquisition, LLC

Dear Messrs Mutschelknaus and Grimes:

In order to more fully analyze the above-referenced petition, the Tennessee Regulatory Authority (TRA) requires additional information. Please provide the information requested below by April 19, 2005, and refer to this correspondence as Data Request No. 1 in the response

1. Have the petitioners filed similar petitions or notices in other states? If so, provide a listing of states and action taken or pending.
2. Have the petitioners filed a similar petition with the FCC or other federal agency? If so, list any action taken and the associated file(s) or document number(s)
3. Provide a current organizational chart of KMC III and CenturyTel Acquisition before and after the transaction.
4. How many customers do the petitioners currently have in Tennessee?

5. How many customers does KMC III have in Tennessee, and how many will be transferred to CenturyTel Acquisition?
6. What telecommunication services will KMC III continue to provide under its current CCN in Tennessee after the transfer?
7. Consistent with TRA Rule 1220-4-2-.56(2) (d), provide a current customer notice or letter informing customers of the change in ownership and/or operating authority.
8. Verify all current CCNs issued with the Authority, and provide copies of all current business licenses of CenturyTel Acquisition filed with the Tennessee Secretary of State's Office.
9. Confirm that petitioners will continue to operate under their present CCNs issued by the Authority and business licenses as filed with the Tennessee Secretary of State's office.

If you have any questions, or need further assistance, please call Carlos Black at 615-741-2904, ext. 196 or e-mail him at Carlos.Black@state.tn.us. Please respond by sending the original and 13 copies to:

Ms. Sharla Dillon, Docket Room Manager
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37243-0505

Sincerely,



Aster Adams, Chief
Competitive Markets & Policy Division

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