

TENNESSEE REGULATORY AUTHORITY



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

460 James Robertson Parkway
Nashville, Tennessee 37243-0505

June 27, 2005

Mr. Eric J. Branfman, Counsel
Ms. Grace R. Chiu, Counsel
Ms. Jeanne W. Stockman, Counsel
Swidler Berlin LLP
The Washington Harbour
3000 K Street, N.W. Suite 300
Washington, D.C. 20007-5116

RE: Docket 05-00093: Petition for Approval of the Indirect Transfer of Control of ATX
Licensing, Inc. to Leucadia National Corporation

Dear Messrs. Branfman, Chiu, and Stockman:

In order to fully analyze the above-referenced petition, the Tennessee Regulatory Authority (TRA) requires additional information. Please provide the information requested below by June 30, 2005, and refer to this correspondence as Data Request No. 2 in the response.

1. Please confirm that ATX Licensing, Inc. is the same utility as ATX Telecommunications, Ltd.

The TRA recently received a Letter of Credit (LOC) in the name of ATX Licensing, Inc. However, the name of the utility that was certificated by Order of the TRA issued on March 14, 2000, in Docket No. 00-00089 is ATX Telecommunications Services, Ltd. The TRA has no evidence that ATX Telecommunications Services, Ltd. legally changed its name to ATX Licensing, Inc.

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

c: Mr. Pat Miller, Chairman
Ms. Sharla Dillon, Docket Room Manager