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ORIGINAL

April 19, 2005

Docketing Division
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37243-0505

**Re: A.R.C. Networks, Inc. d/b/a InfoHighway
Notice of Technical Transfer of Control**

05-00133

Dear Sir or Madam:

On behalf of our clients, A.R.C. Networks, Inc. ("A.R.C."), ARC Networks, Inc. ("ARC"), and InfoHighway Communications Corporation ("InfoHighway"), we hereby notify the Authority of the technical transfer of control of A.R.C., which is authorized to provide long-distance telecommunications service in Tennessee. See Docket No. 02-01336.

Prior to the transfer, A.R.C. was a wholly-owned subsidiary of ARC, which, in turn, was a wholly-owned subsidiary of InfoHighway. On April 13, 2005, InfoHighway assumed direct control over A.R.C., essentially removing ARC from A.R.C.'s ownership chain. This transfer of control was accomplished through a dividend of ARC's holdings in A.R.C. to ARC's sole shareholder, InfoHighway. While this transaction resulted in a technical transfer of control of A.R.C. from ARC to InfoHighway, it did not result in any substantive transfer of control or change in the actual controlling party. A.R.C. will continue to provide telecommunications services as authorized by the Authority.

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Please contact the undersigned if you have any questions.

Sincerely,

A handwritten signature in black ink, appearing to be a cursive combination of the names Glenn Richards and Jarrett Taubman.

Glenn Richards
Jarrett Taubman

*Counsel for A.R.C. Networks, Inc., ARC
Networks, Inc., and InfoHighway
Communications Corporation*

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