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**Lance J.M. Steinhart, P.C.**

Attorney At Law  
1720 Windward Concourse  
Suite 250  
Alpharetta, Georgia 30005

T.R.A. DOCKET ROOM

Also Admitted in New York  
and Maryland

Telephone: (770) 232-9200

Facsimile: (770) 232-9208

Email: lsteinhart@telecomcounsel.com

February 23, 2006

**VIA OVERNIGHT MAIL**

Mr. David Waddell  
Tennessee Regulatory Authority  
460 James Robertson Parkway  
Nashville, TN 32743-0505

Re: Metropolitan Telecommunications of Tennessee, Inc.  
Docket No. 06-00014

Dear Mr. Waddell:

Pursuant to the Commission's letter dated January 24, 2006, enclosed please find for filing an original and thirteen (13) copies of Metropolitan Telecommunications of Tennessee, Inc.'s responses.

**Please note that attached financial statements, contain confidential and proprietary information, and Applicant hereby respectfully requests confidential treatment of such information. One copy of the financial statements is being filed herewith in a separate sealed envelope marked "CONFIDENTIAL".**

I have also enclosed an extra copy of this letter to be date stamped and returned to me in the enclosed, self-addressed, postage prepaid envelope.

If you have any questions or if I may provide you with any additional information, please do not hesitate to contact me. Thank you.

Respectfully submitted,

  
Lance J.M. Steinhart  
Attorney for Metropolitan Telecommunications of Tennessee, Inc.

Enclosures

cc: Sam Vogel (w/enc)

Metropolitan Telecommunications of Tennessee, Inc.  
Docket No. 06-00014  
February 28, 2006

1. An actual certificate of authority to transact business in the State of Tennessee. Exhibit B contained only the Application of Certificate of Authority (For Profit), not the actual certificate that would have been issued by the Secretary of State's office.

**RESPONSE:** See attached.

2. Further elaborate on the managerial and technical experience of the Company Officers and describe the extent to which they will be involved in the day to day operation of Metropolitan Telecommunications of Tennessee, Inc. Are there other individuals who will be involved in the operation of Metropolitan Telecommunications of Tennessee, such as Liliana Sanchez, who is listed on the Application as the Customer Service Manager? Provide further details regarding the managerial and technical qualifications of those individuals.

**RESPONSE:** Please see attached biographical information on additional individuals specified above.

3. An organizational chart detailing the corporate structure of Metropolitan Telecommunications of Tennessee, Inc. and its relation to Metropolitan Telecommunications Holding Corporation. The Application indicated this information was included in Exhibit E. However, there was no chart or organizational information included.

**RESPONSE:** Please see attached organizational chart.

4. The financial information submitted in Exhibit C was for Metropolitan Telecommunications Holding Corporation. Will Metropolitan Telecommunications Holding Corporation be providing the funding for Metropolitan Telecommunications of Tennessee, Inc.? Are there other sources of funding available to Metropolitan Telecommunications of Tennessee, Inc.?

**RESPONSE:** Please see additional financial information for Metropolitan Telecommunications of Tennessee, Inc., under separate cover and marked as "confidential".



Secretary of State  
Division of Business Services  
312 Eighth Avenue North  
4th Floor, William R. Snodgrass Tower  
Nashville, Tennessee 37243

DATE: 11/11/00  
REQUEST NUMBER: 4047-0079  
TELEPHONE CONTACT: (615) 741-1100  
FILE DATE/TIME: 11/09/00 0906  
SPECIFIC DATE/TIME:  
CONTROL NUMBER: 00000000

TO:  
GERALD WEINBERG P  
90 STATE ST  
ALBANY, NY 12207

RE:  
MGTNL  
APPLICATION FOR REGISTRATION OF ASSUMED CORPORATE  
NAME

THIS WILL ACKNOWLEDGE THE FILING OF THE ATTACHED ASSUMED NAME  
REGISTRATION FOR A FIVE YEAR PERIOD BEGINNING WITH AN EFFECTIVE DATE AS  
INDICATED ABOVE.

THE CORPORATION MAY RENEW THE RIGHT TO USE THIS NAME WITHIN TWO  
(2) MONTHS PRECEDING THE EXPIRATION OF SUCH RIGHT, FOR A PERIOD OF FIVE (5)  
YEARS, BY FILING AN APPLICATION WITH THE SECRETARY OF STATE.

WHEN CORRESPONDING WITH THIS OFFICE OR SUBMITTING DOCUMENTS FOR  
FILING, PLEASE REFER TO THE CORPORATION CONTROL NUMBER GIVEN ABOVE.

FOR: APPLICATION FOR REGISTRATION OF ASSUMED CORPORATE NAME ON DATE 11/11/00

FROM:  
GERALD WEINBERG P  
90 STATE ST

RECEIVED  
\$20.00 \$0.00  
TOTAL PAYMENT RECEIVED \$20.00

ALBANY, NY 12207-0000

RECEIPT NUMBER: 00000764939  
ACCOUNT NUMBER: 00148518



*Riley C. Darnell*

RILEY C. DARNELL  
SECRETARY OF STATE



Metropolitan Telecommunications

## **Metropolitan Telecommunications of Tennessee, Inc. Management Team Responsible for Network, Finance and Customer Operations**

### **Edward J. Fox III - Vice President Network Services**

Mr. Fox is responsible for the planning, deployment and operation of MetTel's broadband, data and VoIP network infrastructure. Prior to joining MetTel, he had more than 15 years of telecommunications and network experience, holding senior positions at several large corporations, where he developed the ability to manage massive organizational and customer growth. At Network Plus he was responsible for a 7 state, 3 RBOC, local voice and data network build in less than 2 years and brought one of the first consumer available packet voice networks to the business marketplace. While at Bell Atlantic Mobile, the company was awarded its first customer satisfaction award from JD Powers, for the Manhattan, NY service area, where Ed managed its operation. For the Teleport Communications Group he managed network validation testing, meeting stringent AT&T requirements, which allowed traffic exchange. Mr. Fox has a BS in Electrical Engineering Technology, from Rochester Institute of Technology.

### **Marc Wolfsohn - Corporate Controller**

Mr. Wolfsohn, Corporate Controller, is responsible for MetTel's Accounting, Finance and Administrative areas. Previously he was the CFO of a publicly traded manufacturer of instruments used in the production of telecommunications systems. There and at Arthur Anderson he gained experience working with bankers, financial and tax auditors as well as the SEC. Mr. Wolfsohn has a BBA from Baruch College and is a Certified Public Accountant.

### **Milton Schneeberg- Managing Director-Customer Operations**

Mr. Schneeberg is responsible for all Customer Service, Provisioning and Repair operations at MetTel. He has over 40 years of telecommunications industry experience with NYNEX Corp. (now Verizon) and the CLEC industry in customer service, field operations, engineering planning and financial analysis, regulatory, purchasing and training. Prior to joining MetTel Mr. Schneeberg was Vice President-Customer Operations at Infohighway where his supervisory responsibilities included over 75 people in three organizations, with a budget in excess of \$15 million dollars, providing service provisioning for an area from Maine to West Virginia, the Mid West and the National Maintenance Center. Mr. Schneeberg has an AAS, Electrical Engineering Degree from Suffolk County Community College, Selden, N.Y.

**Marshall Aronow - Chief Executive Officer**

Mr. Aronow is a co-founder of the company and has served in this position since 1996. Previously, he was a finance specialist and managing partner of JDK Partners, a Manhattan based hedge fund that specialized in technology and telecommunications. Prior to that, Mr. Aronow was a member of both the Chicago and New York Mercantile Exchanges. Mr. Aronow attended New York University and has a BA in Economics.

**Andoni Economou - Chief Operating Officer/Executive Vice President**

Mr. Economou has served as the COO and Executive VP of MetTel since 1996. He is responsible for the day-to-day operations of the company and shares the strategic responsibilities with Marshall Aronow. Mr. Economou has also been instrumental in guiding MetTel through the industry's many regulatory changes. Prior to joining the company, Mr. Economou was associated with the New Jersey Law firm, Nashel & Nashel, where he practiced real estate law, specializing in cooperative conversions. Previously, he held a position as Law Clerk for the Hon. Geoffery Gaukin, P.J.A.D., Superior Court of N.J. Mr. Economou graduated from Rutgers University School of Law, where he served as the Managing Research Editor of the Rutgers Computer and Technology Law Journal.

**David Aronow - President**

Mr. Aronow is a co-founder of the company and has served as President of MetTel since 1996. He was a driving force in the early stages of MetTel's network build and is also President of MetTel's MetConnect ISP service. He continues to be involved in MetTel's extensive network expansion program. Previously he was a partner at Aronow & Aronow, LLP, a commercial litigation practice in N.Y. Mr. Aronow graduated from New York Law School.

**Sam Vogel - Chief Marketing Officer/Senior Vice President-Interconnection**

Mr. Vogel is responsible for directing all MetTel's Marketing activities, including marketing plans, pricing and profitability; as well as Interconnection activities with Incumbent Local Exchange Carriers (ILECs). He has directed MetTel's expansion into 23 states presently and into 48 states by the end of 2005. He has over 40 years of telecommunications industry experience and has held executive positions in engineering, operations, regulatory, sales and marketing and business development. Prior to re-joining MetTel in 2001, Mr. Vogel held senior executive positions in the CLEC industry and prior to 1996, he served as Managing Director at NYNEX Telesector Resources (now Verizon) in their Business Markets Group responsible for product development and management of \$1.2 billion in annual calling services revenues. He received a BS degree, Cum Laude, in Business Administration/Management, from the N.Y. Institute of Technology.

MetTel Proprietary Information  
ALL COMPANIES ARE WHOLLY-OWNED BY METROPOLITAN TELECOMMUNICATIONS HOLDING CORPORATION

Metropolitan Telecommunications Holding Corporation			
Manhattan Telecommunications Corporation			
Metropolitan Telecommunications of Alabama, Inc.			
Metropolitan Telecommunications of Alaska, Inc.			
Metropolitan Telecommunications of Arizona, Inc.			
Metropolitan Telecommunications of Arkansas, Inc.			
Metropolitan Telecommunications of California, Inc.			
Metropolitan Telecommunications of Colorado, Inc.			
Metropolitan Telecommunications of CT, Inc.			
Metropolitan Telecommunications of DE, Inc.			
Metropolitan Telecommunications of D.C., Inc.			
Metropolitan Telecommunications of Florida, Inc.			
Metropolitan Telecommunications of Georgia, Inc.			
Metropolitan Telecommunications of Hawaii, Inc.			
Metropolitan Telecommunications of Idaho, Inc.			
Metropolitan Telecommunications of Illinois, Inc.			
Metropolitan Telecommunications of Indiana, Inc.			
Metropolitan Telecommunications of Iowa, Inc.			
Metropolitan Telecommunications of Kansas, Inc.			
Metropolitan Telecommunications of Kentucky, Inc.			
Metropolitan Telecommunications of Louisiana, Inc.			
Metropolitan Telecommunications of Maine, Inc.			
Metropolitan Telecommunications of Maryland, Inc.			
Metropolitan Telecommunications of Mass., Inc.			
Metropolitan Telecommunications of Michigan, Inc.			
Metropolitan Telecommunications of Minnesota, Inc.			
Metropolitan Telecommunications of Mississippi, Inc.			
Metropolitan Telecommunications of Missouri, Inc.			
Metropolitan Telecommunications of Montana, Inc.			
Metropolitan Telecommunications of Nebraska, Inc.			
Metropolitan Telecommunications of Nevada, Inc.			
Metropolitan Telecommunications of New Hampshire, Inc.			
Manhattan Telecommunications of New Jersey, Inc.			
Metropolitan Telecommunications of New Mexico, Inc.			
Metropolitan Telecommunications of North Carolina, Inc.			
Metropolitan Telecommunications of North Dakota, Inc.			
Metropolitan Telecommunications of Ohio, Inc.			
Metropolitan Telecommunications of Oklahoma, Inc.			
Metropolitan Telecommunications of Oregon, Inc.			
Metropolitan Telecommunications Corporation of PA			
Metropolitan Telecommunications of Rhode Island, Inc.			
Metropolitan Telecommunications of South Carolina, Inc.			
Metropolitan Telecommunications of South Dakota, Inc.			
Metropolitan Telecommunications of Tennessee, Inc.			
Metropolitan Telecommunications of Texas, Inc.			
Metropolitan Telecommunications of Utah, Inc.			
Metropolitan Telecommunications of Vermont, Inc.			
MetTel of VA, Inc.			
Metropolitan Telecommunications of Washington, Inc.			
Metropolitan Telecommunications of West Virginia, Inc.			
Metropolitan Telecommunications of Wisconsin, Inc.			
Metropolitan Telecommunications of Wyoming, Inc.			
Empire Payphones Inc.			
Metropolitan Payphones Corporation			
MetTel Clearing Services Inc.			

Metropolitan Telecommunications of Tennessee, Inc.  
Docket No. 06-00014  
February 22, 2006

5. Please identify, with specificity, any and all rules and regulatory compliance requirements that Metropolitan Telecommunications of Tennessee, Inc. is requesting be waived. Part VI of the Petition requests waiver of "regulatory requirements inapplicable to competitive local service reseller such as MetTel." The Petition does not quote specific statutes or rules it is requesting to be waived.

**RESPONSE:**

Please see the attached revised Page 12 of the Petition.



## **VI. Waivers and Regulatory Compliance**

MetTel requests that the Commission grant it a waiver of those regulatory requirements inapplicable to competitive local service resellers as stated below and referenced in Tennessee Rules and Regulations Chapter 1220-4-1-.11 and Chapter 1220-4-2-.09. Such rules are not appropriate or necessary for competitive providers and constitute an economic barrier to entry into the local exchange market.

### **1. Financial Record-Keeping System**

a. MetTel requests that it be exempt from any record-keeping rules or regulations that might require a carrier to maintain its financial records in conformance with the Uniform System of Accounts ("USOA"). The USOA was developed by the FCC as a means of regulating telecommunications companies subject to rate base regulation, and as a competitive carrier, MetTel does not maintain its financial records in this manner.

b. As a competitive carrier, MetTel maintains its book of accounts in accordance with Generally Accepted Accounting Principles ("GAAP"). Neither the FCC, nor the Commission, has required MetTel to maintain its records under the USOA for purposes of MetTel's interexchange operations. Thus, MetTel does not possess the detailed cost data required by USOA, nor does it maintain detailed records on a state-specific basis. As a competitive provider, MetTel's network operations are integrated to achieve maximum efficiency. Having to maintain records pertaining specifically to its Tennessee local service operations would place an extreme burden on MetTel.

c. Moreover, MetTel asserts that because it utilizes GAAP, the Commission will have a reliable means by which to evaluate MetTel's operations. Therefore, MetTel hereby respectfully requests to be exempted from the any USOA requirements of the Commission.

d. The Applicant does agree that it will provide wire line activity reports as required by Commission rules and regulations.