

Tennessee Phone Service, Inc.
4918 Charlotte Avenue
Nashville, TN 37209
615-463-8488

and

Express Connection, LLC
3207 Nolensville Road
Nashville, TN 37211
615-331-8255

February 8, 2006

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

600021

RECEIVED
2006 FEB -8 PM 12:33

Re: Joint Petition of Tennessee Phone Service, Inc. and Express Connection, LLC,
for the Approval of Transfer of Customer Base

Dear Ms. Dillon:

On behalf of Tennessee Phone Service, Inc. and Express Connection, LLC (together, "Petitioners"), transmitted herewith is an original plus thirteen (13) copies of our petition to transfer the customer base of Tennessee Phone Service to Express Connection, plus an original and thirteen (13) copies of the 30-day Notification Letter that will be sent out to all active customers. Also enclosed is the fee associated with this filing.

Should there be any questions regarding this filing, kindly contact the undersigned.

Respectfully submitted,



Michael Sullivan
Tennessee Phone Service, Inc.



Roberta Swager
Express Connection, LLC

BEFORE THE TENNESSEE REGULATORY AUTHORITY

NASHVILLE, TENNESSEE

JOINT PETITION OF
TENNESSEE PHONE SERVICE, INC.
AND EXPRESS CONNECTION, LLC.
FOR APPROVAL OF TRANSFER OF
CUSTOMER BASE

DOCKET NO. 06 03

JOINT PETITION OF TENNESSEE PHONE SERVICE, INC.
AND EXPRESS CONNECTION, LLC
FOR APPROVAL OF TRANSFER OF CUSTOMER BASE

Tennessee Phone Service, Inc. ("TPS") and Express Connection, LLC ("EC"), petition the Tennessee Regulatory Authority ("TRA"), pursuant to T.C.A. 65-4-113 for approval to transfer the customer base of TPS to EC. In support of this Petition, TPS and EC provide the following information:

1. TPS is a Tennessee corporation which maintains its principal place of business at 4918 Charlotte Ave., Nashville, Tn., 37209. TPS holds a certificate to provide intrastate interexchange services in Tennessee, under docket numbers 96-01618 (original docket granting permission to operate) and 98-00875 (when TPS filed as Subchapter- S Corporation status) . TPS has no applications pending in any other states, and none pending before the TRA.

2. EC is a Limited Liability Company in Tennessee, TRA Company ID #128924, with its principal place of business at 3207 Nolensville Rd., Nashville, Tn., 37211. It holds a certificate to provide service in Tennessee, under docket numbers 98-00389 (original docket granting permission to operate), and 04-00406 (docket granting

permission to operate as a single-member LLC, and to resell prepaid long distance). EC has no applications pending in other states, or before the TRA.

3. TPS has agreed to sell and EC has agreed to purchase TPS' customer base. Upon obtaining regulatory approval, customers will be provided at least 30 days' advance written notice before their first billing under EC's name. This notice will inform TPS customers that: (1) after 30 days EC will become their new local service provider; (2) they may select a different carrier without incurring any charges from TPS or EC; (3) a toll-free service number will be provided for TPS customers to call with any questions or complaints, and will remain connected and staffed for 12 months following the completion of the transaction; (4) there will be no change in their service and no interruptions, and (5) all terms and conditions will not change.

4. EC has extensive experience providing telephone services to its customers. This customer base transfer is in the public interest as it will ensure the continued provision of high-quality, affordable telecommunications services to TPS' customers.

5. Wherefore, TPS and EC respectfully request that the TRA authorize the proposed customer base transfer.

Respectfully submitted,



Michael Sullivan
Tennessee Phone Service Inc.



Roberta Swager
Express Connection, LLC



(615) 463-8488
Outside Area (800) 960-5338



3207 NOLENSVILLE RD.
NASHVILLE, TN 37211



(615) 331-TALK
(331-8255)
1-800-509-8121

February 22, 2006

IMPORTANT NOTICE ABOUT YOUR HOME TELEPHONE SERVICE

Dear Tennessee Phone Service Customers:

Tennessee Phone Service will be ceasing its operations effective 30 days from the date of this letter.

Express Connection will be providing your home telephone service. **There will be no interruption in your service, and no charge to you.** You may keep your same phone number, and you do not need to do anything except continue to pay your bill.

While you have the right to change your home telephone service to another provider, we want to reassure you that Express Connection is committed to providing the same high quality phone service that you have always enjoyed with Tennessee Phone Service, along with the finest in customer care.

As a warm welcome gift, Express Connection will be giving you **three free hours of long distance**, one hour a month for the first three months that you keep the service.

If you have any questions, please call:

Tennessee Phone Service at 615-463-8488 or 800-960-5338

OR

Express Connection Phone Service at 615-865-5000 in Madison, 615-331-8255 on Nolensville Road in Nashville, or 800-509-8121

Sincerely,
Tennessee Phone Service and
Express Connection