

TENNESSEE REGULATORY AUTHORITY



Sara Kyle, Chairman
Eddie Roberson, Director
Pat Miller, Director
Ron Jones, Director

460 James Robertson Parkway
Nashville, Tennessee 37243-0505

August 29, 2006

Ms. Katherine Barker Marshall, Counsel
KELLEY, DRYE, AND WARREN, LLP
3050 K Street, NW, Suite 400
Washington, DC 20007

RE: Docket 06-00214: *Joint Application of Acceris Management and Acquisition LLC and First Communications, LLC d/b/a First Communications of Ohio, LLC for Approval of the Transfer of Assets, including Customers, of Acceris Management and Acquisition LLC to First Communications, LLC*

Dear Ms. Marshall:

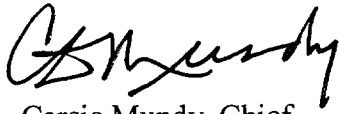
In order to fully analyze the above-referenced application, the Tennessee Regulatory Authority ("TRA or Authority") requires additional information. Please provide the information requested below by September 7, 2006, and refer to this correspondence as Data Request No. 1 in the response.

1. Have the applicants filed similar applications or notices in other states? If so, provide a listing of states and action taken.
2. As required by FCC Rules in CC Docket No. 00-257, provide a copy of the self-certification letter filed with the FCC regarding transfer transactions.
3. Provide the number of enterprise business customers that Acceris Management and Acquisition LLC ("Acceris") currently has in Tennessee.
4. Will all Acceris business customers in Tennessee be transferred to First Communications LLC d/b/a First Communications of Ohio, LLC ("First Communications")?
5. Page 5 of the *Joint Application* filed with the Authority on August 22, 2006, certifies that a copy of the notification letter that will be sent to the affected business customers will be provided to the Authority upon request. Consistent with TRA Rule 1220-4-2-.56(2)(d), provide a current customer notification letter that meet the requirements and/or complies with the above-referenced rule (see attachment).
6. Page 1 of the *Joint Application*, certifies that First Communications and Acceris entered into an Asset Purchase Agreement ("Agreement") dated July 11, 2006. File and/or provide the Authority with a copy of the Agreement.

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 either by U.S. Mail or express mail. Alternatively, you may send the original and four (4) copies along with an electronic file of the original to:

Ms. Sharla Dillon, Docket Room Manager
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37243-0505
Email: sharla.dillon@state.tn.us

Sincerely,

A handwritten signature in black ink, appearing to read "Carsie Mundy". The signature is stylized with a large, looped "C" and a long, sweeping "y".

Carsie Mundy, Chief
Competitive Markets & Policy Division

c: Ms. Mary Cegelski
Mr. Drew Backstrand
Docket Room

Requirements for a Valid Tennessee Customer Notification Letter

When a customer base is transferred between 2 or more telecommunications providers, the providers must give sufficient notice to the customers and obtain their approval. The TRA will deem that the notice and approval requirements have been met if the letter complies with TRA Rule 1220-4-2-.56(2)(d)

The letter must:

Be pre-approved by the TRA

Be mailed by the current telecommunications provider (not the acquiring provider) with the logo or name of the current provider displayed on the exterior envelope, and the logo or name of both the current and acquiring provider on the letterhead.

Describe the customer transfer and explain that the customer's local or long distance service will be transferred to the acquiring service provider by a certain date specified in the notification letter, unless the customer selects a different provider

Be mailed no less than thirty (30) days prior to the actual customer transfer (although the TRA may waive this requirement for good cause shown)

Inform customers that the acquiring provider agrees to pay any fees charged to the customer for changing the service to the acquiring provider

Inform customers that, for up to ninety (90) days from the date of the transfer of customers, the acquiring provider agrees to provide the customers a thirty (30) day written notice of any rate increase that may affect their service.