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**VIA OVERNIGHT MAIL**

Sharla Dillon, Dockets and Records Manager  
Tennessee Regulatory Authority  
460 James Robertson Parkway  
Nashville, TN 37243-0505

**Re: Docket No. 06-00291**

bingham.com

Dear Ms. Dillon:

Boston  
Hartford  
London  
Los Angeles  
New York  
Orange County  
San Francisco  
Silicon Valley  
Tokyo  
Walnut Creek  
Washington

First Communications, Inc. ("FCI"), Lightyear Network Solutions, LLC ("Lightyear"), and First Communications, LLC ("First Communications") (collectively, "Petitioners") jointly filed a Petition in this proceeding on November 22, 2006 requesting approval for two transfers of control of two certificated companies to FCI. The Commission approved the transfer as of January 22, 2007. Petitioners hereby notify the Commission that that it has been decided by Lightyear that the transaction does not correspond with its near-term business plans and that it will not participate in the transaction described in the Petition. Accordingly, the transfer of control of Lightyear described in the Petition will not be consummated at this time. To the extent that Lightyear may later decide to combine with FCI, it will seek appropriate approval from the Commission.

The other transfer of control described in the joint Petition (i.e. the transfer of First Communications to FCI) will proceed on the schedule set forth in the Petition. FCI will submit a notice to the Commission upon consummation of that transaction.

An original and thirteen (13) copies of this letter are enclosed. Please date-stamp the enclosed extra copy of this filing and return it in the self-addressed, stamped envelope provided. Should you have any questions, please do not hesitate to contact the undersigned.

Respectfully submitted,

  
Jean L. Kiddoo  
Danielle Burt

cc: Carlos Black