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Our File No.: 0000322830

December 13, 2006

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Chairman Ron Jones
c/o Sharla Dillon, Docket Room Manager
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37243-0505

Re: Docket No. 06-00292 – Joint Petition of Pac-West Telecomm, Inc., Pac-West Acquisition Corporation and Pac-West Funding Company LLC For Approval of Transfer of Control of Pac-West Telecomm Inc.

Dear Chairman Jones:

On behalf of Pac-West Telecomm Inc., Pac-West Acquisition Corporation and Pac-West Funding Company LLC (collectively, "Petitioners"), enclosed for filing are an original and four (4) copies of Petitioners' response to Data Request No. 1 in the above cited docket issued on December 5, 2006.

Please date stamp the extra copy of this filing and return it in the envelope provided. Petitioners have also provided a diskette with an electronic copy of this filing in PDF format. Should you have any questions, please do not hesitate to contact me.

Respectfully submitted,



Brett Ferenchak

Enclosure

**BEFORE THE TENNESSEE REGULATORY AUTHORITY
Nashville, Tennessee**

December 13, 2006

IN RE)	
)	
PETITION OF PAC-WEST)	
TELECOMM INC., PAC-WEST)	Docket No. 06-00292
ACQUISITION CORPORATION)	
LLC AND PAC-WEST FUNDING)	
COMPANY LLC FOR APPROVAL)	
OF A TRANSFER OF CONTROL OF)	
PAC-WEST TELECOMM, INC.)	
)	

**RESPONSES TO TENNESSEE REGULATORY AUTHORITY'S
DATA REQUEST NO. 1**

Pac-West Telecomm Inc. ("Pac-West"), Pac-West Acquisition Corporation and Pac-West Funding Company LLC (collectively, "Petitioners"), by undersigned counsel, hereby provide the following responses to the Tennessee Regulatory Authority's ("TRA") Data Request No. 1:

- 1. Have the petitioners filed similar petitions or notices in other states? If so, provide a listing of states and action taken.**

ANSWER: Petitioners have requested approval for the proposed transfer of control and/or stock issuance or financing arrangements from the following states: California (transfer of control only), Delaware, Georgia, Minnesota (transfer of control only), Mississippi (transfer of control only), Nebraska (transfer of control only), New Jersey, New York, Pennsylvania, Tennessee, Utah (transfer of control only). All of these requests for approval are pending. Petitioners are also in the process of preparing requests for approval in: Colorado, District of Columbia, Indiana, Louisiana, Ohio (transfer of control only), Texas (transfer of control only) and Virginia (transfer of control only).

Petitioners have filed a notice of the proposed transfer of control in the following states: Alabama, Florida, Illinois, Kansas, Kentucky, Massachusetts, Maryland, Michigan, Missouri, Nevada, Oregon, Rhode Island, South Carolina, Washington, and Wisconsin. Petitioners are in the process of filing a notice of the proposed transaction in the following states: Arizona, Idaho, New Mexico, and North Carolina.

2. Have the petitioners filed a similar application with the FCC or other federal agency? If so, list any action taken and the associated file(s) or document number(s). If a schedule to complete the review of your petition has been established by any federal agency, provide such with your response.

ANSWER: Petitioners are in the process of filing a combined Domestic and International Section 214 Application for approval of the proposed transfer of control. Petitioners expect to qualify for streamlined treatment of the Domestic and International Section 214 Applications and, therefore, obtain approval 30 days after the Public Notice establishing the pleading cycle for the Domestic Section 214 Application and 14 days after the Public Notice accepting the International Section 214 Application for filing.

3. Provide the number of customers Pac-West Telecomm, Inc (“Pac-West”) currently has in Tennessee.

ANSWER: Pac-West currently has no customers in Tennessee.

4. Footnote 2 on page 6 of the Joint Petition filed with the Authority on November 27, 2006, states that Pac-West, which pledged its assets as security under the original Loan and Security Agreement, will maintain the pledge of assets, although securing an increased amount of indebtedness, under the Amended and Restated Loan Agreement. Will any Tennessee assets be pledged as collateral for debt issue? If so, name the particular asset(s), and the percentage of each particular asset(s) pledged.

ANSWER: Pac-West has no assets in Tennessee. To the extent that Pac-West has facilities in Tennessee, the facilities are leased from other carriers and vendors, and those facilities were not pledged in this transaction.

Respectfully submitted,



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Dated: December 12, 2006