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Our File No. 0000323029

## Via Overnight Delivery

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

Re: <u>Docket No. 06-00303</u> - Joint Application of Journal Communications Inc., Norlight Communications Inc. and Q-Comm Corporation For Approval of the Transfer of Control of Norlight Telecommunications Inc. to Q-Comm Corporation and for Norlight Telecommunications, Inc. to Participate in Certain Financing Arrangements

Dear Chairman Kyle:

On behalf of Journal Communications, Inc. ("Journal"), Norlight Telecommunications, Inc. ("Norlight"), and Q-Comm Corporation ("Q-Comm") (Journal, Norlight and Q-Comm collectively, "Applicants"), enclosed for filing are an original and four (4) copies of Applicants' response to Data Request No. 2 dated December 21, 2006. We have also provided a diskette with a copy of this filing in PDF format.

Please date-stamp the enclosed extra copy of this filing and return it in the envelope provided. Should you have any questions, please do not hesitate to contact us at (202) 424-7500.

Respectfully submitted,

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## BEFORE THE TENNESSEE REGULATORY AUTHORITY Nashville, Tennessee

Joint Application of	)
Journal Communications, Inc., Norlight Telecommunications, Inc.	) ) ) ) Docket No. 06-00303
and	)
Q-Comm Corporation	)
For Approval of the Transfer of Control of Norlight Telecommunications, Inc. to Q-Comm Corporation and for Norlight Telecommunications, Inc. to Participate in Certain Financing Arrangements	) ) ) ) )

## **RESPONSE TO DATA REQUEST NO. 2**

Journal Communications, Inc. ("Journal"), Norlight Telecommunications, Inc. ("Norlight"), and Q-Comm Corporation ("Q-Comm") (Journal, Norlight and Q-Comm collectively, "Applicants"), through their undersigned counsel, provide the following response to the Tennessee Regulatory Authority's ("TRA") Data Request No. 2.

 Provide a copy of the terms and conditions for the financing transactions described in the Joint Application.

A copy of the Term Sheet for the financing transactions is attached hereto under seal as <a href="Exhibit E"><u>Exhibit E</u></a>. Applicants respectfully request confidential treatment of the Term Sheet. <a href="Exhibit E"><u>Exhibit E</u></a> contains confidential business information that Q-Comm does not ordinarily make available to the public. The information set forth in this Exhibit derives significant economic value from not being disclosed to the public and, more importantly, the competitors of Q-Comm and Norlight

may gain significant economic benefit in the event of disclosure of such information. In order to maintain the protected status of the Term Sheet, Applicants have clearly designated all protected information as "CONFIDENTIAL," and have enclosed the information in sealed envelopes.

2. Page 6 of the Joint Application states that upon closing Norlight will pledge assets as security for the First Lien Facilities and Second Lien Facilities.

What Tennessee assets will be pledged as collateral for debt issued?

As stated in the Joint Application, Norlight, however, may have some customer premise equipment that it leases to customers in Tennessee. Norlight does not have any other assets in Tennessee. Therefore, the customer premise equipment is the only asset in Tennessee that Norlight will pledge as collateral for debt issued.

Respectfully submitted,

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COUNSEL FOR APPLICANTS

Dated: December 28, 2006