

TENNESSEE REGULATORY AUTHORITY



460 James Robertson Parkway
Nashville, Tennessee 37243-0505

January 3, 2007

Mr. Edward S. Quill, Jr., Counsel
Brian McDermott, Counsel
Williams Mullen
8270 Greensboro Drive, Suite 700
McLean, VA 22102

RE: Docket 06-00318: Joint Petition of TelCove of Nashville, L.P. and TelCove Operations, Inc. for Grant of the Authority to Complete a *Pro Forma* Reorganization, Including the Assignment of Assets and Customers, Surrender of Operating Authority and Change in the Name of an Authorized Carrier

Dear Messrs. Quill and McDermott:

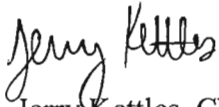
In order to fully analyze the above-referenced petition, the Tennessee Regulatory Authority ("TRA" or "Authority") requires additional information. Please provide the information requested below by January 11, 2007, and refer to this correspondence as Data Request No. 1 in the response.

1. Have the petitioners filed similar petitions 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 customers that TelCove of Nashville, L.P. ("TelCove-Nashville") currently has in Tennessee.
4. Will all TelCove-Nashville customers in Tennessee be transferred and/or assigned to TelCove Operations, Inc. ("TelCove-Operations")?
5. According to page 5 of the *Petition* filed with the Authority on December 20, 2006, Petitioners are sending customer notices alerting TelCove-Nashville customers that they will be transitioned to TelCove-Operations. Also on page 5, the *Petition* states that Petitioners are also sending customer notices to TelCove-Operations' Tennessee customers informing them of the name change from TelCove Operations, Inc. to TelCove Operations, LLC. Consistent with TRA Rule 1220-4-2-.56(2)(d), provide a current customer notification letter that meets the requirements and/or complies with the above-referenced rule (see attachment).

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 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 "Jerry Kettles". The signature is fluid and cursive, with the first name "Jerry" and last name "Kettles" clearly distinguishable.

Jerry Kettles, Chief
Economic Analysis & Policy Division

c: Mr. Michael Donahue

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.