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June 13, 2007

By Email and Overnight Delivery

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

**Re: Docket No. 07-00149 – Petition of Comtel Telecom Assets LP for
Approval of an Indirect Transfer of Control
Response to Data Request No. 1**

Dear Chairman Jones:

On behalf of Comtel Telecom Assets LP (“Comtel”), enclosed for filing are an original and four (4) copies of Comtel’s response to Data Request No. 1 in the above cited docket issued on June 8, 2007. Comtel requests confidential treatment of its Number of Tennessee Customers labeled as Exhibit A (an original and thirteen (13) copies will be sent via Overnight Delivery). This Exhibit contains commercially sensitive and competitively significant information that is not otherwise released to the public. Unrestricted availability of this information would provide competitors with knowledge that would be otherwise unavailable and could place Applicant at a competitive disadvantage. Confidential and trade secret treatment is therefore required to avoid commercial and competitive injury.

Please date stamp the extra copy of this filing and return it in the envelope provided. Should you have any questions, please do not hesitate to contact Jeff Strenkowski at (202) 373-6002.

Respectfully submitted,

Catherine Wang
Troy F. Tanner
Jeffrey Strenkowski

Enclosure

Cc: Carlos Black (TRA) (via email)

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BEFORE THE TENNESSEE REGULATORY AUTHORITY
Nashville, Tennessee

June 13, 2007

Petition of)

Comtel Telecom Assets LP)

For the Indirect Change in Control of)
Comtel Telecom Assets LP)
_____)

Docket No. 07-00149

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

Comtel Telecom Assets LP ("Comtel"), by undersigned counsel, hereby provides 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 actions taken.**

ANSWER: Comtel has filed similar petitions/applications in the following states: Arizona, California, Delaware, Hawaii, Indiana, Minnesota, New Jersey, New York, Ohio, Pennsylvania, Texas, Utah, Virginia, West Virginia, and Wyoming. All requests for approvals are pending.

Further, Comtel has filed notification letters concerning the change of control with the following states: Alabama, Connecticut, District of Columbia, Georgia, Kentucky, Louisiana, Maine, Massachusetts, Mississippi, Nevada, New Hampshire, New Mexico, North Carolina, Rhode Island, South Dakota, Vermont (the notification form Comtel plans to file in Vermont is still pending final review and submittal), Washington and Wisconsin.

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

ANSWER: Comtel and Comtel Virginia LLC (“Comtel-VA”) filed with the FCC a combined Domestic and International 214 application for the change of control of Comtel and Comtel-VA. The Domestic Section 214 Application was assigned WC Docket No. 07-104, while the International Section 214 Application was assigned FCC File No. ITC-T/C-20070511-00187. On May 17, 2007, the FCC released a Public Notice establishing a Streamlined Pleading Cycle for the Domestic Section 214 Application: comments concerning the application were due by May 31, 2007; reply comments were due by June 7, 2007; and automatic approval is expected on June 18, 2007. On June 1, 2007, the FCC released a Public Notice accepting the International Section 214 Application with streamlined treatment. The International Section 214 Application is expected to be automatically approved effective June 15, 2007.

3. Provide the number of customers that Comtel Telecom Assets LP currently has in Tennessee.

ANSWER: In response to this data request, Comtel provides confidentially Exhibit A the number of customers served in Tennessee. Due to the sensitive nature of this information, Comtel respectfully requests confidential treatment of the information provided in this Exhibit.

Should you have any questions concerning this information, please do not hesitate to contact us.

Respectfully submitted,



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Counsel for Comtel

Dated: June 13, 2007

List of Exhibits

Exhibit A Number of Tennessee Customers
[CONFIDENTIAL - Filed Under Seal]

Exhibit A

Number of Tennessee Customers

[CONFIDENTIAL - Filed Under Seal]