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Jean L. Kiddoo  
Danielle Burt  
Phone: 202.373.6000  
Fax: 202.373.6001  
jean.kiddoo@bingham.com  
danielle.burt@bingham.com

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July 26, 2007

JUL 30 2007

Via FedEx

TN REGULATORY AUTHORITY  
UTILITIES DIVISION

Sharla Dillon, Docket Room Manager  
Tennessee Regulatory Authority  
460 James Robertson Parkway  
Nashville, TN 37243-0505

**Re: Docket No. 07-00175; Joint Petition of First Communications, LLC and Gores FC Holdings, LLC for Approval for Transfer of Control**

Dear Ms. Dillon:

First Communications, LLC ("FCL") and Gores FC Holdings, LLC ("Gores FC") (collectively, "Petitioners"), through undersigned counsel, hereby respond to the Tennessee Regulatory Authority's Data Request No. 1, dated July 24, 2007.

- 1. Have the Petitioners filed similar Petitions or notices in other states? If so, provide a listing of states and actions taken.**

Petitioners have requested approval for the proposed transaction from the following states: California, Georgia, Hawaii, Minnesota, Mississippi, Missouri, Nebraska, New Jersey, New York, Ohio, Pennsylvania, Tennessee, Texas, and West Virginia. All of these requests for approval are pending.

Petitioners have also filed notice of the proposed transaction in the following states: Alabama, Arizona, Arkansas, Colorado, Connecticut, Delaware, Florida, Idaho, Illinois, Indiana, Iowa, Kansas, Kentucky, Louisiana, Maine, Maryland, Massachusetts, Michigan, Montana, Nevada, New Hampshire, New Mexico, North Carolina, North Dakota, Oklahoma, Oregon, Rhode Island, South Carolina, South Dakota, Utah, Vermont, Virginia, Washington, Wisconsin, and Wyoming.

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

Petitioners filed an application with the FCC on July 24, 2007. Both domestic and international approvals are currently pending. The FCC's International Bureau assigned

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

Bingham McCutchen LLP  
2020 K Street NW  
Washington, DC  
20006-1806

202.373.6000  
202.373.6001  
bingham.com

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File Nos. ITC-T/C-20070724-00286 and ITC-T/C-20070724-00287 to the application.

3. Provide the number of customers that First Communications, LLC currently has in Tennessee.

ECL 1

An original and thirteen (13) copies of the responses to Data Request No. 1 are enclosed. Please date-stamp and include an 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 us at (202) 373-6039.

Respectfully submitted,



Jean L. Kiddoo  
Danielle Burt

cc: Carlos Black