

TENNESSEE REGULATORY AUTHORITY



Eddie Roberson, Chairman
Pat Miller, Director
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T.R.A. DOCKET ROOM

460 James Robertson Parkway
Nashville, Tennessee 37243-0505

October 4, 2007

Catherine Wang, Counsel
Jeffrey Strenkowski, Counsel
Bingham McCutchen LLP
2020 K Street, N.W.
Washington, DC 20006

RE: Docket 07-00221: Joint Petition of Broadview Networks Holdings, Inc., A.R.C. Networks, Inc., and ATX Licensing, Inc. for the Indirect Transfer of Control of the Joint Petitioners and to Encumber Utility Property

Dear Ms. Wang and Mr. Strenkowski:

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 October 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. Have the Petitioners filed a similar petition with the FCC? If so, list any action taken and the associated docket number. If a schedule to complete the review of your petition has been established, provide such with your response.
3. Have the Petitioners applied for approval of the requested financing from any federal agency? Have they notified any federal agency? If so, what is the status of any such petition or notification?
4. Provide the number of customers that ATX Licensing, Inc. ("ATX") currently have in Tennessee.
5. Provide the number of customers that A.R.C. Networks, Inc. ("A.R.C.") have in Tennessee.
6. Provide an organizational chart of Broadview Networks Holdings, Inc., ATX, and A.R.C. before and after the transfer.
7. Provide a copy of the terms and conditions for the financing transactions described in the *Petition*.

8. Will any Tennessee assets be pledged as collateral for debt issued?

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 copies along with an electronic file to:

Ms. Sharla Dillon, Docket Room Manager
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37243-0505
Sharla.Dillon@state.tn.us

Sincerely,

A handwritten signature in black ink, appearing to read "Jerry Kettles". The signature is fluid and cursive, with a stylized "J" and "K".

Jerry Kettles, Chief
Economic Analysis & Policy Division

c: Mr. Charles Hunter, Executive Vice President and General Counsel
Broadview Network Holdings, Inc.