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Ms. Sharla Dillon, Docket Office
Docket and Records Manager
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37243-0505

DOCKET NO.

07-00267

RE: Petition of Access Integrated Networks, Inc. for Approval of Financing Transaction

Dear Ms. Dillon:

Enclosed are the original and thirteen (13) copies of a Petition of Access Integrated Networks, Inc. for Approval of Financing Transaction.

A check in the amount of \$25.00 representing the filing fee is included with this filing.

Questions regarding this notice may be directed to my attention at (407) 740-3004 or via e-mail at morton@tminc.com.

To keep our records complete, please acknowledge receipt of this filing by returning, file-stamped, the extra copy of this correspondence in the self-addressed stamped envelope enclosed for this purpose.

Thank you for your assistance.

Sincerely,


Robin Norton
Consultant

RN/gs
Enclosure

cc: Sharyl Fowler - AIN
file: AIN - TN
tms: TNi0702x

BEFORE THE
TENNESSEE REGULATORY AUTHORITY

In the Matter of the Petition of)
Access Integrated Networks, Inc.)
for Approval of Financing Transaction) Docket No. _____

PETITION

I. INTRODUCTION

Pursuant to Tennessee Code § 65-4-109, Access Integrated Networks, Inc. ("AIN" or "Petitioner") hereby requests approval from the Tennessee Regulatory Authority ("Authority"), to borrow up to \$40 million in debt financing. A description of the proposed transaction is provided in Section IV of this Petition. Petitioner is a nondominant telecommunications carrier authorized to provide local exchange and resold interexchange services in the State of Tennessee. Petitioner respectfully requests that the Authority approve the instant Petition on an expedited basis to allow the financing transaction to be completed as soon as possible.

AIN submits the following information in support of its Petition:

II. PETITIONER

Petitioner is a Georgia corporation headquartered at 4885 Riverside Drive, Suite 304, Macon, GA 31210-1122. Petitioner is authorized to provide resold and facilities-based local and interexchange toll services in Tennessee.

III. DESIGNATED CONTACTS

Inquiries or copies of any correspondence, orders, or other materials pertaining to this Petition should be directed to:

Robin Norton
Technologies Management, Inc.
300 Maitland Center Parkway, Suite 300
Maitland, Florida 32751
Telephone: (407) 740-3004
Facsimile: (407) 740-0613
E-mail: rnorton@tminc.com

With a copy to:

Sharyl D. Fowler, Sr. Regulatory Analyst
Access Integrated Networks, Inc.
4885 Riverside Drive, Suite 304
Macon, Georgia 31210
Telephone: (478) 476-1165
Facsimile: (478) 405-3112
E-mail: Sharyl.fowler@accesscomm.com

IV. DESCRIPTION OF FINANCING TRANSACTION

By this Petition, Petitioner seeks Authority for participation in a new financing transaction whereby Petitioner may incur debt in an amount up to \$40 million, secured by certain of Petitioner's assets and guaranteed by Petitioner.

Petitioner has entered into a Note Purchasing Agreement ("Agreement") pursuant to which Petitioner may borrow up to a total of \$40 million with a maturity date of sixty-six months from the date of closing. The money borrowed will be subject to repayment, with a floating interest rate equal to LIBOR plus 800 basis points. The Notes are secured by the assets of Petitioner.

Petitioner's participation in the proposed financing transaction for the purposes stated will not result in a change in management matters or in the day-to-day operations in Tennessee; nor will it adversely affect current or proposed operations in Tennessee. In fact, the financing transaction will enable Petitioner to better utilize available funds to enhance service in Tennessee. The funds made available through the financing will be used for general corporate purposes and working capital requirements. Accordingly, and to the extent required, Petitioner respectfully requests that the Authority approve the financing transaction as requested.

V. CUSTOMER IMPACT

The completion of the financing described herein will be transparent to customers, and will not result in the change of any rate, term or condition of service. Customers will continue to receive the same high-quality service at the same rates, terms and conditions. Significantly, customers should benefit from the proposed transaction, as it will ensure that the Petitioner has the capital necessary to grow and expand the businesses. It will also improve overall financial condition by improving cash flow and enabling the hiring of more employees, including customer service employees. No change in management matters of Petitioner will occur as a result of this transaction.

VI. PUBLIC INTEREST CONSIDERATIONS

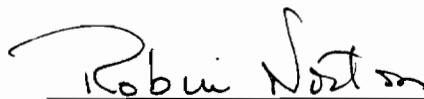
Consummation of the proposed transaction will serve the public interest in promoting competition among telecommunications carriers by providing Petitioner with the opportunity to strengthen its competitive position through access to greater financial resources. Furthermore, by increasing the breadth and scope of telecommunications services made available through an increased ability to expand and enhance its operations, greater access to capital will also strengthen its ability to bring competitive telecommunications services to consumers in the State of Tennessee.

VIII. CONCLUSION

For the reasons stated above, Petitioner submits that the public interest, convenience and necessity will be furthered by Board approval of Petitioner's participation in the proposed financing transaction described herein. Petitioner respectfully requests expedited treatment of this Petition in order to permit consummation of the financing transaction as soon as possible. The parties to the transaction expect to close on this transaction as soon as possible, but in any case no later than February 1, 2007. Accordingly, Petitioner respectfully request expedited approval of participation in the proposed financing transaction, and grant of all such other relief as necessary and appropriate to effectuate the transaction described herein.

WHEREFORE, Petitioner prays that this Petition be granted, as requested herein.

Respectfully submitted,



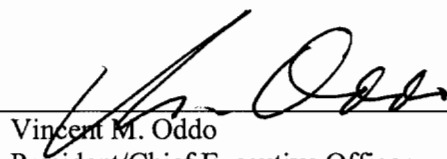
Robin Norton, Consultant
Technologies Management, Inc.
2600 Maitland Center Parkway, Suite 300
Maitland, FL 32751

Dated: November 29, 2007

VERIFICATION

STATE OF GEORGIA
COUNTY OF BIBB

I, Vincent M. Oddo, being first duly sworn, do hereby certify, depose and state that I am President/Chief Executive Officer for Access Integrated Networks, Inc. and that I am authorized to make this verification on behalf of Access Integrated Networks, Inc.; that I have read the foregoing Application; and that the facts stated therein are true and correct to the best of my knowledge, information and belief.



Vincent M. Oddo
President/Chief Executive Officer
Access Integrated Networks, Inc.

Subscribed and sworn to before me, a Notary Public, this 28TH day of NOVEMBER 2007



Notary Public



My Commission expires: MARCH 1, 2010