

TENNESSEE REGULATORY AUTHORITY

RECEIVED

Eddie Roberson, Chairman
Tre Hargett, Director
Sara Kyle, Director
Ron Jones, Director



2008 APR -3 PM 3:38

T.R.A. DOCKET ROOM

460 James Robertson Parkway
Nashville, Tennessee 37243-0505

April 3, 2008

Melissa S. Conway, Counsel
Kelley Drye & Warren LLP
3050 K Street, N.W., Suite 400
Washington, DC 20007

RE: Docket No. 08-00043 - Petition of XO Communications Services, Inc. for Authority to Provide Security in Connection with Financing

Dear Ms. Conway:

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 April 9, 2008, and refer to this correspondence as Data Request No. 1 in the response.

1. Has XO Communications Services, Inc. ("XOCS") filed similar petitions or notices in other states? If so, provide a listing of states and action taken.
2. Has XOCS applied for approval for the financing transaction from any federal agency? If so, what is the status of any such petition or notification?
3. The *Petition* notes that the obligations of XO Communications, LLC will be guaranteed by XOCS. Will any Tennessee assets be pledged as collateral for any debt issued regarding the proposed financing transaction?

If you have any questions or need further assistance, please call Carlos Black at 615-741-2904, ext. 196 or email 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,

Jerry Kettles, Chief
Economic Analysis & Policy Division

Alaine Y. Miller

Telephone (615) 741-2904, Toll-Free 1-800-342-8359, Facsimile (615) 741-5015
www.state.tn.us/tra