

TENNESSEE REGULATORY AUTHORITY



460 James Robertson Parkway
Nashville, Tennessee 37243-0505

December 11, 2009

Jean L. Kiddoo, Counsel
Bingham McCutchen LLP
2020 K Street, NW
Washington, DC 20006

RE: Docket No. ~~09-00189~~: Application of MegaPath Inc., DSL.net, Inc., and DSLnet Communications, LLC for Approval of a Pro Forma Internal Change of Control of DSLnet Communications, LLC

Dear Ms. Kiddoo:

In order to fully analyze the above-referenced *Application*, the Tennessee Regulatory Authority ("TRA" or "Authority") requires additional information. Please provide the information requested below by December 18, 2009, and refer to this correspondence as Data Request No. 1 in the response.

1. Have the Applicants filed similar applications or notices in other states? If so, provide a listing of states and action taken.
2. Have the Applicants filed a similar application with the FCC? 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 the FCC, provide such with your response.
3. Please discuss the implications of the transaction described in the *Application* on the public interest of Tennessee consumers?

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 (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
Sharla.Dillon@tn.gov

Sincerely,

Jerry Kettles, Chief
Economic Analysis & Policy Division

cc: Steven B. Chisholm, Schula Hobbs