

BEFORE THE TENNESSEE REGULATORY AUTHORITY
NASHVILLE, TENNESSEE

IN RE:	§	
COMPLAINT OF	§	
BELLSOUTH TELECOMMUNICATIONS,	§	
LLC DBA AT&T TENNESSEE V. HALO	§	
WIRELESS, INC.	§	
	§	
	§	
	§	
	§	
	§	
	§	
	§	DOCKET NO. 11-00119

NOTICE OF REMOVAL TO FEDERAL COURT

PLEASE TAKE NOTICE that a **Notice of Removal** of the above entitled action from the Tennessee Regulatory Authority, to the United States District Court for the Middle District of Tennessee, Nashville Division was duly filed on the 19th Day of August 2011 by Halo Wireless, Inc. pursuant to 28 U.S.C. §1452 and Rule 9027 of the Federal Rules of Bankruptcy Procedure in the United States District Court for the United States District Court for the Middle District of Tennessee, Nashville Division. A true and correct copy of such Notice of Removal is attached hereto as **Exhibit A**.

PLEASE TAKE FURTHER NOTICE that pursuant to 28 U.S.C. §1452 and Rule 9027 of the Federal Rules of Bankruptcy Procedure, no further action can be taken in the above captioned proceeding unless otherwise ordered by the district court or a subdivision thereof.

Respectfully submitted this 19th day of August, 2011.

Respectfully submitted,


PAUL S. DAVIDSON

Tennessee Bar No. 011789

JAMES M. WEAVER

Tennessee Bar No. 013451

**WALLER LANSDEN DORTCH & DAVIS,
LLP**

511 Union Street, Suite 2700

Nashville, TN 37219

Phone: 615-850-8942

Fax: 615-244-6804

Attorneys for Halo Wireless, Inc.

CERTIFICATE OF SERVICE

The undersigned hereby certifies that a true and correct copy of the foregoing *Notice of Removal to Federal Court* was served via regular mail and/or certified mail, return receipt requested, on the following counsel of record and designated contact individuals on this the 19th day of August, 2011:

**ATTORNEYS FOR BELLSOUTH TELECOMMUNICATIONS LLC D/B/A
AT&T TENNESSEE:**

Guy M. Hicks
Joelle Phillips
333 Commerce Street, Suite 2101
Nashville, TN 37201-3300

Dennis G. Friedman
J. Tyson Covey
MAYER BROWN LLP
71 South Wacker Drive
Chicago, IL 60606


JAMES M. WEAVER

2. In the TRA Proceeding, the AT&T asserts claims for Debtor's alleged breach of the interconnection agreement between the Debtor and AT&T and for payment of payment of charges AT&T claims the Debtor owes AT&T.

3. The Debtor asserts that the TRA does not have jurisdiction and cannot proceed with the TRA Proceeding because each of the claims for relief asserted by AT&T implicate federal questions that fall within: (a) the FCC's exclusive original jurisdiction over market entry (licensing) of radio based services, (b) the FCC's exclusive original jurisdiction and power to prescribe rules relating to the process for and rules governing "interconnection" between radio service providers and local exchange carriers, (c) the FCC's exclusive original jurisdiction over market entry to provide interstate communications services by wire and/or radio, and/or (d) the FCC's exclusive original jurisdiction to prescribe "compensation" terms governed by 47 U.S.C. §§ 201 and 251(b)(5), (with regard to interstate communications) and 47 U.S.C. § 251(g). The FCC is the Congressionally-mandated "first decider" for these issues. *See American Electric Power Co., Inc., et al. v. Connecticut et al*, No. 10-174, __ U.S. __, slip op. at 13 (June 20, 2011).

4. On August 8, 2011, the Debtor filed its voluntary petition for relief under Chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the Eastern District of Texas, Sherman Division, commencing the above referenced bankruptcy case which bears Case No. 11-42464 (the "Bankruptcy Case").

5. On August 10, 2011, the Debtor filed a Suggestion of Bankruptcy with the TRA notifying the TRA and all parties to the TRA Proceeding that the Debtor had filed

for bankruptcy and that the provisions of 11 U.S.C. §362 (the automatic stay) were applicable to the Debtor.

II. Authority for Removal under 28 U.S.C. §1452

6. The TRA proceeding may be removed to this Court pursuant to 28 U.S.C. §1452, which provides in pertinent part:

A party may remove any claim or cause of action in a civil action other than a proceeding before the United States Tax Court or a civil action by a governmental unit to enforce such governmental unit's police or regulatory power, to the district court for the district where such civil action is pending, if such district court has jurisdiction of such claim or cause of action under section 1334 of this title. 28 U.S.C.A. §1452(a) (emphasis added).

Based on the language of section 1452, a party may remove any "civil action" over which a Court has jurisdiction under 28 U.S.C. § 1334. Pursuant to 28 U.S.C. § 1334, this Court has original jurisdiction over all civil actions "arising under title 11, or arising in or related to cases under Title 11".

7. The TRA Proceeding is related to the Debtor's Bankruptcy Case within the meaning of 28 U.S.C. § 1334 because the claims for relief asserted by AT&T therein seek to determine amounts the Debtor allegedly owes AT&T and effectively challenge the Debtor's right to operate its business.

8. The TRA Proceeding is a "civil action" within the meaning of 28 U.S.C. § 1452 because: a) the TRA Proceeding is a private party dispute between AT&T and the Debtor in which AT&T seeks monetary damages and b) the TRA Proceeding is not a civil action by the State of Tennessee or other governmental unit to enforce such governmental unit's police or regulatory power. The TRA is merely acting as a judicial tribunal over the private civil action between AT&T and the Debtor.

9. Based on the foregoing, the TRA Proceeding may be removed to this Court pursuant to 28 U.S.C. § 1452.

III. All Requirements for Removal Have Been Met and Removal to this Court is Proper

10. This Notice of Removal is timely pursuant to Rule 9027 of the Federal Rules of Bankruptcy Procedure ("FRBP") because the Debtor filed this Notice of Removal with this Court within ninety (90) days of entry of the order for relief under the Bankruptcy Code and/or within ninety (90) days of the Petition Date because the commencement of a voluntary chapter 11 proceeding constitutes an order for relief. 11 U.S.C. §301(b).

11. This action is a core proceeding pursuant to 28 U.S.C. § 157(b)(2)(A), (B) and (O).

12. The United States District Court for the Middle District of Tennessee, Nashville Division, is the proper court in which to remove this action pursuant to 28 U.S.C. § 1452 and FRBP 9027 because the TRA Proceeding is pending in this district and division.

13. Written notice of the filing of this Notice of Removal and a copy of this Notice of Removal are being served upon AT&T through its counsel of record and will be filed with the Clerk of the TRA.

14. True and correct copies of the pleadings and other documents on file in the TRA Proceeding are attached hereto as follows:

<u>Exhibit</u>	<u>Date</u>	<u>Filing</u>
1.	07/26/11	Complaint
2.	08/10/11	Suggestion of Bankruptcy

3. 08/15/11 Steve H. Thomas' Motion for Admission Pro Hac Vice
4. 08/15/11 Jennifer M. Larson's Motion for Admission Pro Hac Vice
5. 08/15/11 Troy P. Majoue's Motion for Admission Pro Hac Vice
6. 08/15/11 W. Scott McCollough's Motion for Admission Pro Hac Vice
7. 08/19/2011 Notice of Removal to TRA

16. The Debtor has not heretofore sought similar relief regarding the removal of the TRA Proceeding.

IV. ADOPTION AND RESERVATION OF DEFENSES

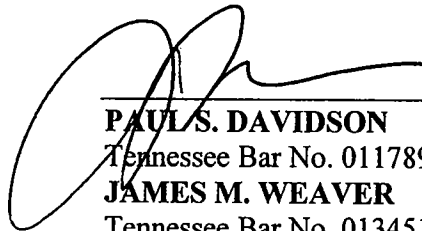
17. Nothing in this Notice of Removal shall be interpreted as a waiver or relinquishment of the Debtor's rights to maintain and/or assert any affirmative defenses in this matter, including, but not limited to, the defenses of: (1) lack of jurisdiction over the person or subject matter; (2) improper venue; (3) insufficiency of process; (4) failure to state a claim; (5) and any other pertinent defense available under applicable state or federal law, or otherwise, which rights are expressly reserved.

18. Further, nothing in this Notice of Removal shall be interpreted as a waiver or relinquishment of the Debtor's rights and protections under the automatic stay provided pursuant to 11 U.S.C. §362 and any other provision of the United States Bankruptcy Code, which rights and protections are expressly reserved.

WHEREFORE the Debtor hereby removes the TRA Proceeding to the United States Bankruptcy Court for the Middle District of Tennessee pursuant to 28 U.S.C. §1452 and Rule 9027 of the Federal Rules of Bankruptcy Procedure.

Respectfully submitted this 19th day of August, 2011.

Respectfully submitted,



PAUL S. DAVIDSON

Tennessee Bar No. 011789

JAMES M. WEAVER

Tennessee Bar No. 013451

**WALLER LANSDEN DORTCH & DAVIS,
LLP**

511 Union Street, Suite 2700

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Phone: 615-850-8942

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Attorneys for Halo Wireless, Inc.

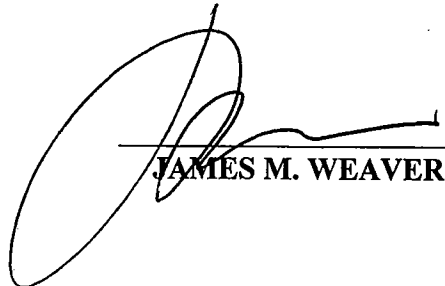
CERTIFICATE OF SERVICE

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**ATTORNEYS FOR BELL SOUTH TELECOMMUNICATIONS LLC D/B/A
AT&T TENNESSEE:**

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July 26, 2011

VIA HAND DELIVERY

Hon. Eddie Roberson, Chairman
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37238

Re: *BellSouth Telecommunications LLC dba AT&T Tennessee v. Halo Wireless, Inc.*
Docket No. _____

Dear Chairman Roberson:

Enclosed for filing in the referenced docket are the original and four copies of AT&T Tennessee's *Complaint*.

A copy has been provided to Halo Wireless' Agent for Service of Process and Halo's contact designated in its Interconnection Agreement with AT&T Tennessee.

Very truly yours,



Guy M. Hicks

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BEFORE THE TENNESSEE REGULATORY AUTHORITY
Nashville, Tennessee

In Re: *BellSouth Telecommunications, LLC dba AT&T Tennessee v. Halo Wireless, Inc.*

Docket No. _____

COMPLAINT

BellSouth Telecommunications, LLC d/b/a AT&T Tennessee ("AT&T Tennessee")¹, by counsel, files this complaint against Halo Wireless, Inc. ("Halo"), pursuant to 47 U.S.C. § 252 and Tennessee Regulatory Authority ("Authority" or "TRA") Rule 1220-1-2-.02. AT&T Tennessee seeks an order allowing it to terminate its wireless interconnection agreement ("ICA") with Halo based on Halo's material breaches of that ICA. The ICA does not authorize Halo to send AT&T traffic that does not originate on a wireless network, but Halo, in the furtherance of an access charge avoidance scheme, is sending large volumes of traffic to AT&T Tennessee that does not originate on a wireless network, in violation of the ICA.

As a result of this and other unlawful Halo practices, Halo owes AT&T Tennessee significant amounts of money – amounts that grow rapidly each month and that Halo refuses to pay. AT&T Tennessee brings this Complaint in order to terminate the ICA and discontinue its provision of interconnection and traffic transit and termination service to Halo. AT&T Tennessee also seeks an Order requiring Halo to pay AT&T Tennessee the amounts Halo owes.

In order to bring a stop as soon as possible to Halo's unlawful conduct, and the ever-increasing damage it is causing, AT&T Tennessee requests that the Authority conduct this case

¹ Effective July 1, 2011, BellSouth Telecommunications Inc. was converted to BellSouth Telecommunications, LLC by operation of Georgia law (the law of the state in which the former BellSouth Telecommunications, Inc. was incorporated).

in two phases. The first phase, which AT&T Tennessee asks the Authority to conduct on an expedited basis, would encompass only Counts I and II below, which ask the Authority to authorize AT&T Tennessee to terminate the parties' ICA by reason of Halo's material breaches. Counts III and IV should be held in abeyance until the first phase concludes. Then, the Authority may move on to address Counts III and IV and determine the amount of money Halo owes AT&T Tennessee under the ICA and/or AT&T Tennessee's tariffs.² In support of its Complaint, AT&T Tennessee states as follows:

1. BellSouth Telecommunications, LLC, a Georgia limited liability company, operates in Tennessee under the name AT&T Tennessee and is an incumbent local exchange carrier providing telecommunications services in Tennessee. AT&T Tennessee's address in Tennessee is 333 Commerce Street, Suite 2101, Nashville, Tennessee.
2. Halo Wireless, Inc. is a Texas corporation with its principal place of business at 2351 West Northwest Highway, Suite 1204, Dallas, Texas 75220.
3. On March 29, 2010, and April 5, 2010, respectively, Halo and AT&T Tennessee executed an MFN Agreement dated March 25, 2010, in which Halo adopted the "251/252 wireless interconnection agreement, in its entirety," as executed between AT&T Tennessee and T-Mobile USA, Inc., and dated May 8, 2003. A copy of this ICA as amended is attached hereto as Exhibit 1.

² As explained in footnote 3 below, AT&T Tennessee expects to raise in federal court the claims asserted in Counts III and IV, and the Authority may never have occasion to address those Counts.

4. The Authority has jurisdiction over this Complaint because it involves violations of an interconnection agreement entered into under 47 U.S.C. §§ 251 and 252 and approved by the Authority³, and violations of AT&T Tennessee's state tariffs.

COUNT I

BREACH OF ICA: SENDING WIRELINE-ORIGINATED TRAFFIC TO AT&T TENNESSEE

5. AT&T Tennessee repeats and realleges paragraphs 1-4 above.
6. The parties' ICA authorizes Halo to send only wireless-originated traffic to AT&T Tennessee. For example, a recital that the parties added through an amendment to the ICA when Halo adopted the ICA, states:

Whereas, the Parties have agreed that this Agreement will apply *only* to (1) traffic that originates on AT&T's network or is transited through AT&T's network and is routed to Carrier's wireless network for wireless termination by Carrier; and (2) traffic that *originates through wireless transmitting and receiving facilities* before [Halo] delivers traffic to AT&T for termination by AT&T or for transit to another network. (Emphasis added).

7. Despite that requirement, Halo sends traffic to AT&T Tennessee that is not wireless-originated traffic, but rather is wireline-originated interstate, interLATA or intraLATA toll traffic. The purpose and effect of this breach of the parties' ICA is to avoid payment of the access charges that by law apply to the wireline-originated traffic that Halo is delivering to AT&T Tennessee by disguising the traffic as "Local" wireless-originated traffic that is not subject to access charges.

8. By sending wireline-originated traffic to AT&T Tennessee, Halo is materially violating the parties' ICA. AT&T Tennessee respectfully requests that the Authority authorize

³ See Docket No. 10-00063. The ICA was approved on May 24, 2010.

AT&T Tennessee to terminate the ICA for this breach and to discontinue its provision of traffic transit and termination service to Halo, and grant all other necessary relief. At a minimum, if the Authority does not authorize termination of the ICA, the Authority should bring a halt to Halo's access charge avoidance scheme by ordering Halo to comply immediately with the ICA by ceasing and desisting from sending wireline-originated traffic or any other traffic not authorized by the ICA to AT&T Tennessee.

COUNT II

BREACH OF ICA: ALTERATION OR DELETION OF CALL DETAIL

9. AT&T Tennessee repeats and realleges paragraphs 1-8 above.
10. The ICA requires Halo to send AT&T Tennessee proper call information to allow AT&T Tennessee to bill Halo for the termination of Halo's traffic. Specifically, Section XIV.G of the ICA provides:

The parties will provide each other with the proper call information, including all proper translations for routing between networks and any information necessary for billing where BellSouth provides recording capabilities. This exchange of information is required to enable each party to bill properly.

11. AT&T Tennessee's analysis of call detail information delivered by Halo, however, shows that Halo is consistently altering the Charge Party Number ("CN") on traffic it sends to AT&T Tennessee. This prevents AT&T Tennessee (and likely other, downstream, carriers) from being able to properly bill Halo based on where the traffic originated. That is, Halo's conduct prevents AT&T Tennessee (and likely other, downstream, carriers) from determining where the call originated (and thus whether it is interLATA or intraLATA or interMTA or intraMTA), and

thus prevents AT&T Tennessee from using the CN to properly bill Halo for the termination of Halo's traffic

12. Halo's alteration of the CN on traffic it sends to AT&T Tennessee materially breaches the ICA. AT&T Tennessee respectfully requests that the Authority authorize AT&T Tennessee to terminate the ICA for this breach and to discontinue its provision of traffic transit and termination service to Halo, and grant all other necessary relief. At a minimum, if the Authority does not authorize termination of the ICA, the Authority should order Halo to comply immediately with the ICA by ceasing and desisting from altering CN on the traffic it delivers to AT&T Tennessee, and hold that, going forward, Halo must transmit unaltered CN for all calls that it delivers to AT&T Tennessee.

COUNT III

PAYMENT FOR TERMINATION OF WIRELINE-ORIGINATED TRAFFIC

13. AT&T Tennessee repeats and realleges paragraphs 1-12 above.

14. As explained above, Halo's sending of wireline-originated traffic to AT&T Tennessee is not allowed by the ICA. Accordingly, all such traffic previously sent to AT&T Tennessee by Halo and terminated by AT&T Tennessee to AT&T Tennessee's end users is not governed by the ICA, but is instead subject to tariffed switched access charges. AT&T Tennessee has demanded that Halo pay such charges, but Halo, without lawful justification or excuse, has refused to do so. AT&T Tennessee therefore requests that Halo be required to pay,

within 30 days of the Authority's Order, all access charges due to AT&T Tennessee as computed under its access tariffs for the wireline-originated-traffic that Halo has sent to AT&T Tennessee.⁴

COUNT IV

BREACH OF ICA: NON-PAYMENT FOR FACILITIES

15. AT&T Tennessee repeats and realleges paragraphs 1-14 above.
16. Pursuant to the ICA, Halo has ordered, and AT&T Tennessee has provided, transport facilities associated with interconnection with AT&T Tennessee.
17. AT&T Tennessee has billed Halo for this transport on a monthly basis pursuant to the ICA.⁵ Halo, however, has refused, with no lawful justification or excuse, to pay those bills.
18. AT&T Tennessee respectfully requests that the Authority declare that Halo must pay for the facilities it orders from AT&T Tennessee, at the rates required by the ICA, and must pay AT&T Tennessee the full amount due for previously provided facilities at the time this case concludes.

RELIEF REQUESTED

Based on the foregoing, AT&T Tennessee respectfully requests that the Authority make the following findings and grant the following relief:

- (a) Expedite the processing of Counts I and II;
- (b) Schedule an informal conference as quickly as possible;

⁴ The claims asserted in Counts III and IV are those that AT&T Tennessee asks the Authority to defer to a second phase of the proceeding, after Counts I and II are decided. AT&T Tennessee recognizes that the Authority may not have jurisdiction over its claim for tariffed interstate switched access charges in Count III, but includes a claim as to all access charges in order to avoid any possibility of waiver. AT&T Tennessee expects to file a federal court action to collect interstate access charges, and that action may also encompass AT&T Tennessee's claims for intrastate access charges. Consequently, assuming the Authority defers Counts III and IV as AT&T Tennessee proposes, the Authority may never have occasion to address Counts III and IV.

⁵ See Section V.B. ("Two Way Trunk Group Arrangement") and VI.B. ("Compensation of Facilities").

- (c) Find that the Halo-AT&T Tennessee ICA allows Halo to send AT&T Tennessee only wireless-originated traffic and that Halo has materially breached the ICA by sending wireline-originated traffic to AT&T Tennessee, and authorize AT&T Tennessee to terminate the ICA for this breach and to discontinue its provision of traffic transit and termination service to Halo. At a minimum, if the Authority does not authorize termination of the ICA, the Authority should order Halo to comply immediately with the ICA by ceasing and desisting from sending any wireline-originated traffic, or any other traffic not authorized by the ICA, to AT&T Tennessee;
- (d) Find that Halo has not been sending AT&T Tennessee adequate Charge Party Number information and has thereby materially breached the ICA, and authorize AT&T Tennessee to terminate the ICA for this breach and to discontinue its provision of traffic transit and termination service to Halo. At a minimum, if the Authority does not authorize termination of the ICA, the Authority should order Halo to comply immediately with the ICA by ceasing and desisting from sending inadequate Charge Party information and to transmit unaltered CN data for all calls that it delivers to AT&T Tennessee;
- (e) Order Halo to pay AT&T Tennessee within 30 days of the Authority's decision in this case AT&T Tennessee's tariffed access charge rates for all wireline-originated traffic that Halo has sent to AT&T Tennessee and that AT&T Tennessee has terminated to its end-users as of the date of the Authority's decision in this case;

- (f) Find that Halo has ordered interconnection transport facilities under the parties' ICA, is responsible to pay for those facilities, but has not paid for them, and therefore is in breach of the ICA, and must pay AT&T Tennessee, within 30 days of the date of the Authority's decision in this case, the full amount owed for such facilities as of the date of the Authority's decision in this case.
- (g) Grant all such other relief as the Authority deems necessary and appropriate.

Respectfully submitted,

BELLSOUTH TELECOMMUNICATIONS, LLC
dba AT&T Tennessee

By: 

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Joelle Phillips
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CERTIFICATE OF SERVICE

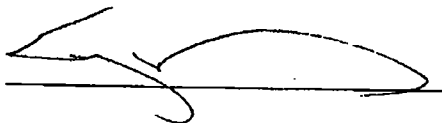
I hereby certify that on July 26, 2011, a copy of the foregoing document was served on the following, via the method indicated:

- ☐ Hand
- ☐ Mail
- ☐ Facsimile
- ☐ Overnight
- ☒ Electronic

Todd Wallace, CTO
Halo Wireless
3437 W. 7th St., Box 127
Fort Worth, TX 76107
twallace@halowireless.com

- ☐ Hand
- ☒ Mail
- ☐ Facsimile
- ☐ Overnight
- ☐ Electronic

Halo Wireless
c/o CT Corporation
800 S. Gay Street, #2021
Knoxville, TN 37929



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**BEFORE THE TENNESSEE REGULATORY AUTHORITY
NASHVILLE, TENNESSEE**

IN RE:
COMPLAINT OF
BELLSOUTH TELECOMMUNICATIONS
LLC D/B/A AT&T TENNESSEE
V.
HALO WIRELESS, INC.

T.R.A. DOCKET ROOM
DOCKET NO.: 11-00119

SUGGESTION OF BANKRUPTCY

Defendant Halo Wireless, Inc. ("Halo") hereby files its Suggestion of Bankruptcy as follows:

1. Notice is hereby given that on August 8, 2011, Halo filed a voluntary petition for relief under Chapter 11 of Title 11 of the United States Code in the United States Bankruptcy Court for the Eastern District of Texas (Sherman Division). A copy of the Petition for Relief is attached hereto as Exhibit "A" and incorporated herein by reference for all purposes.

2. Pursuant to Section 362 of the Bankruptcy Code, the filing of the Petition operates as a stay of:

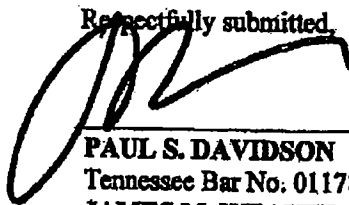
- a. The commencement or continuation, including the issuance or employment of process, of a judicial, administrative, or other proceeding against the Debtor that was or could have been commenced before the commencement of the case under this Title, or to recover a claim against the Debtor that arose before the commencement of the case under this Title;
- b. The enforcement, against the Debtor or against property of the estate, of a judgment obtained before the commencement of the case under this Title;
- c. Any act to obtain possession of property of the estate or property from the estate;
- d. Any act to create, perfect, or enforce any lien against property of the estate;

- e. Any act to create, perfect, or enforce against property of the Debtor any lien to the extent that such lien secures a claim that arose before the commencement of the case under this Title, except to the extent provided in section 362(b);
- f. Any act to collect assets, or recover a claim against the Debtor that arose before the commencement of the case under this title;
- g. The set off of any debt owing to the Debtor that arose before the commencement of the case under this Title against any claim against the Debtor; and
- h. The commencement or continuation of a proceeding before the United States Tax Court concerning the Debtor.

3. Accordingly, pursuant to the provisions of 11 U.S.C. § 362, the automatic stay prohibits further action against the Debtor in the instant proceeding.

Dated this 10th day of August, 2011.

Respectfully submitted,



PAUL S. DAVIDSON

Tennessee Bar No. 011789

JAMES M. WEAVER

Tennessee Bar No. 013451

WALLER LANSDEN DORTCH & DAVIS, LLP

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Nashville, TN 37219

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Attorneys for Halo Wireless, Inc.

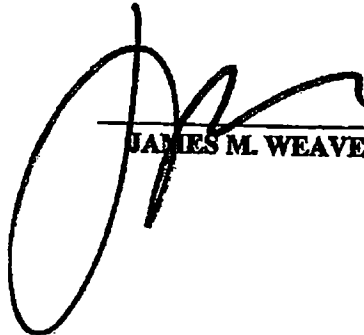
CERTIFICATE OF SERVICE

The undersigned hereby certifies that a true and correct copy of the foregoing *Suggestion of Bankruptcy* was served via certified mail, return receipt requested, on the following counsel of record on this the 10th day of August, 2011:

**ATTORNEYS FOR BELL SOUTH TELECOMMUNICATIONS LLC D/B/A AT&T
TENNESSEE:**

Guy M. Hicks
Joelle Phillips
333 Commerce Street, Suite 2101
Nashville, TN 37201-3300

Dennis G. Friedman
J. Tyson Covey
MAYER BROWN LLP
71 South Wacker Drive
Chicago, IL 60606



JAMES M. WEAVER

Exhibit A

UNITED STATES BANKRUPTCY COURT
Eastern District of Texas

Name of Debtor (if individual, enter Last, First, Middle): Halo Wireless, Inc.		Name of Joint Debtor (Spouse) (Last, First, Middle):	
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):		All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):	
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all): 20-2287342		Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all):	
Street Address of Debtor (No. and Street, City, and State): 2351 West Northwest Highway, Suite 1204 Dallas, TX		Street Address of Joint Debtor (No. and Street, City, and State):	
County of Residence or of the Principal Place of Business: ZIP CODE 75220		County of Residence or of the Principal Place of Business: ZIP CODE	
Mailing Address of Debtor (if different from street address): ZIP CODE		Mailing Address of Joint Debtor (if different from street address): ZIP CODE	
Location of Principal Assets of Business Debtor (if different from street address above): 1701 Commerce Street, Tyler, TX 75702			
Type of Debtor (Form of Organization) (Check one box.)		Nature of Business (Check one box.)	
<input type="checkbox"/> Individual (includes Joint Debtor) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)		<input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other <input type="checkbox"/> Tax-Exempt Entity (Check box, if applicable.) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).	
		Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box.)	
		<input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding	
		Nature of Debts (Check one box.)	
		<input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(6) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.	
Filing Fee (Check one box.)		Chapter 11 Debtors	
<input checked="" type="checkbox"/> Full Filing Fee attached. <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay the except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.		Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 (amount subject to adjustment on 4/01/13 and every three years thereafter). Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).	
Statistical/Administrative Information			
<input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.			
Estimated Number of Creditors			
<input type="checkbox"/> 1-49 <input checked="" type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> Over 100,000			
Estimated Assets			
<input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion			
Estimated Liabilities			
<input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion			

**THIS SPACE IS FOR
COURT USE ONLY**

Voluntary Petition <i>(This page must be completed and filed in every case.)</i>		Name of Debtor(s): Halo Wireless, Inc.	
<i>All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet.)</i>			
Location Where Filed:	Case Number:	Date Filed:	
Location Where Filed:	Case Number:	Date Filed:	
<i>Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet.)</i>			
Name of Debtor:	Case Number:	Date Filed:	
District: Eastern District of Texas	Relationship:	Judge:	
Exhibit A (To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.) <input type="checkbox"/> Exhibit A is attached and made a part of this petition.		Exhibit B (To be completed if debtor is an individual whose debts are primarily consumer debts.) I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that (he or she) may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. § 342(b). <input checked="" type="checkbox"/> _____ Signature of Attorney for Debtor(s) (Date)	
Exhibit C Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety? <input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> No.			
Exhibit D (To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.) <input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition. If this is a joint petition: <input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.			
Information Regarding the Debtor - Venue (Check any applicable box.) <input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District. <input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District. <input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding (in a federal or state court) in this District, or the interests of the parties will be served in regard to the relief sought in this District.			
Certification by a Debtor Who Resides as a Tenant of Residential Property (Check all applicable boxes.) <input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.) <div style="text-align: center;"> _____ (Name of landlord that obtained judgment) </div> <div style="text-align: center;"> _____ (Address of landlord) </div> <input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and <input type="checkbox"/> Debtor has included with this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition. <input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(f)).			

Voluntary Petition <i>(This page must be completed and filed in every case.)</i>		Name of Debtor(s): HALO Wireless, Inc.
<p style="text-align: center;">Signature(s) of Debtor(s) (Individual/Join)</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct. [If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. [If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).</p> <p>I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p><input checked="" type="checkbox"/> _____ Signature of Debtor</p> <p><input checked="" type="checkbox"/> _____ Signature of Joint Debtor</p> <p>_____ Telephone Number (if not represented by attorney)</p> <p>_____ Date</p>	<p style="text-align: center;">Signatures</p> <p style="text-align: center;">Signature of a Foreign Representative</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.</p> <p>(Check only one box.)</p> <p><input type="checkbox"/> I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. § 1515 are attached.</p> <p><input checked="" type="checkbox"/> Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.</p> <p><input checked="" type="checkbox"/> _____ (Signature of Foreign Representative)</p> <p>_____ (Printed Name of Foreign Representative)</p> <p>_____ Date</p>	
<p style="text-align: center;">Signature of Attorney*</p> <p><input checked="" type="checkbox"/> <u>/s/ E. P. Keffler</u> Signature of Attorney for Debtor(s) <u>E. P. Keffler (11181700)</u> Printed Name of Attorney for Debtor(s) <u>Wright Ginsberg Bruslow P.C.</u> Firm Name <u>325 N. St. Paul Street, Suite 4150</u> <u>Dallas, TX 75201</u> Address <u>(214) 651-6500</u> Telephone Number <u>08/08/2011</u> Date</p> <p><small>*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.</small></p>	<p style="text-align: center;">Signature of Non-Attorney Bankruptcy Petition Preparer</p> <p>I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.</p> <p>_____ Printed Name and title, if any, of Bankruptcy Petition Preparer</p> <p>Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social-Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)</p> <p>_____ Address</p> <p><input checked="" type="checkbox"/> _____ Date</p> <p>Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided above.</p> <p>Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual.</p> <p>If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.</p> <p><small>A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.</small></p>	
<p style="text-align: center;">Signature of Debtor (Corporation/Partnership)</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.</p> <p>The debtor requests the relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p><input checked="" type="checkbox"/> <u>/s/ Russell Wiseman</u> Signature of Authorized Individual <u>Russell Wiseman</u> Printed Name of Authorized Individual <u>President</u> Title of Authorized Individual <u>08/08/2011</u> Date</p>		

Open New Bankruptcy Case (External)

United States Bankruptcy Court

Eastern District of Texas

Notice of Bankruptcy Case Filing

The following transaction was received from E. P. Keiffer entered on 8/8/2011 at 2:09 PM CDT and filed on 8/8/2011

Case Name: Halo Wireless, Inc.

Case Number: 11-42464

Document Number: 1

Docket Text:

Chapter 11 Voluntary Petition. Without Schedules, Statements and Other Required Documents. Filed by Halo Wireless, Inc. Document Due 08/15/2011.(Keiffer, E.)

The following document(s) are associated with this transaction:

Document description: Main Document

Original filename: C:\fakepath\Voluntary Petition.pdf

Electronic document Stamp:

[STAMP bkecfStamp_ID=995489823 [Date=8/8/2011] [FileNumber=11553079-0]
[c14e38f33b5338b5921774cff3f6c24fe73771d7cdd84465ed77155bad8212f287fd
2b70ab8df4dc37ade167868d62472e69c26e48a5bb9146b32ce03537d0bf]]

11-42464 Notice will be electronically mailed to:

E. P. Keiffer on behalf of Debtor Halo Wireless, Inc.
pkeiffer@wglawfirm.com

US Trustee

USTPRRegion06.TY.ECF@USDOJ.GOV

11-42464 Notice will not be electronically mailed to:

3

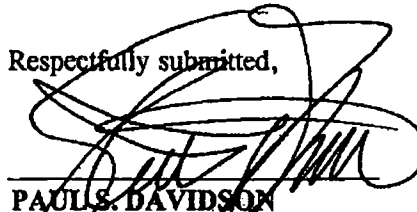
**BEFORE THE TENNESSEE REGULATORY AUTHORITY
NASHVILLE, TENNESSEE**

IN RE:	:	
COMPLAINT OF	:	
BELLSOUTH TELECOMMUNICATIONS	:	DOCKET NO.: 11-00119
LLC D/B/A AT&T TENNESSEE	:	
V.	:	
HALO WIRELESS, INC.	:	

STEVEN H. THOMAS' MOTION FOR ADMISSION PRO HAC VICE

COMES NOW, Steven H. Thomas ("Thomas") and seeks admission *pro hac vice* to the Tennessee Regulatory Authority, pursuant to Tennessee Supreme Court Rule 19 and Tennessee Regulatory Authority Rule 1220-1-2-.04, to represent Halo Wireless, Inc. In accordance with Rule 19, the Affidavit of Steven H. Thomas is attached as Exhibit A and Thomas' Certificate of Good Standing from the United States District Court for the Northern District of Texas is attached as Exhibit B. Thomas' Certificate of Good Standing from the Supreme Court of Texas is attached as Exhibit C.

Respectfully submitted,



PAUL S. DAVIDSON

Tennessee Bar No. 011789

JAMES M. WEAVER

Tennessee Bar No. 013451

**WALLER LANSDEN DORTCH & DAVIS,
LLP**

511 Union Street, Suite 2700

Nashville, TN 37219

Phone: 615-850-8942

Fax: 615-244-6804

W. SCOTT MCCOLLOUGH

Texas State Bar No. 13434100

pro hac vice motion pending

MCCOLLOUGH|HENRY PC

1250 S. Capital of Texas Hwy., Bldg. 2-235

West Lake Hills, TX 78746

Phone: 512.888.1112

Fax: 512.692.2522

STEVEN H. THOMAS

Texas State Bar No. 19868890

pro hac vice motion forthcoming

TROY P. MAJOUÉ

Texas State Bar No. 24067738

pro hac vice motion pending

JENNIFER M. LARSON

Texas State Bar No. 24071167

pro hac vice motion pending

McGUIRE, CRADDOCK

& STROTHER, P.C.

2501 N. Harwood, Suite 1800

Dallas TX 75201

Phone: 214.954.6800

Fax: 214.954.6850

Attorneys for Halo Wireless, Inc.

CERTIFICATE OF SERVICE

The undersigned hereby certifies that a true and correct copy of the foregoing *Motion for Admission Pro Hac Vice* was served via regular mail and/or certified mail, return receipt requested, on the following counsel of record and designated contact individuals on this the 15th day of August, 2011:

Tennessee Board of Professional Responsibility of the Supreme Court of Tennessee
10 Cadillac Drive
Suite 220
Brentwood, Tennessee 37027

**ATTORNEYS FOR BELL SOUTH TELECOMMUNICATIONS LLC D/B/A
AT&T TENNESSEE:**

Guy M. Hicks
Joelle Phillips
333 Commerce Street, Suite 2101
Nashville, TN 37201-3300

Dennis G. Friedman
J. Tyson Covey
MAYER BROWN LLP
71 South Wacker Drive
Chicago, IL 60606



STEVEN H. THOMAS

**BEFORE THE TENNESSEE REGULATORY AUTHORITY
NASHVILLE, TENNESSEE**

IN RE: :
COMPLAINT OF :
BELLSOUTH TELECOMMUNICATIONS : DOCKET NO.: 11-00119
LLC D/B/A AT&T TENNESSEE :
V. :
HALO WIRELESS, INC. :

AFFIDAVIT OF STEVEN H. THOMAS

STATE OF TEXAS §
§
COUNTY OF DALLAS §

BEFORE ME, the undersigned authority, personally appeared **STEVEN H. THOMAS**, who, being by me first duly sworn, deposed upon his oath as follows:

1. "My name is Steven H. Thomas. I am an attorney licensed to practice law in Texas. I am over twenty-one (21) years of age, of sound mind and capable of making this Affidavit. I have never been convicted of a felony or crime involving moral turpitude. All matters stated herein are based upon my personal knowledge unless otherwise so stated.

2. My office address is McGuire, Craddock & Strother, P.C., 2501 N. Harwood, Suite 1800, Dallas, Texas 75201. I was licensed to practice law in the State of Texas on May 10, 1991, under bar number 19868890, and in the State of New York in 1990. I am admitted to practice in the United States District Court for the Northern District of Texas (1993), the United States District Court for the Eastern District of Texas (2007), the United States District Court for the Western District of Texas (1992), the United States District Court for the Southern District of Texas (1993), the United States District Court for the Southern District of New York (1998), and the United States Court of Appeals for the Second Circuit (1998), Fifth Circuit (1998), and Ninth

AFFIDAVIT OF STEVEN H. THOMAS
983361

Page 1



Circuit (2010). I am a member in good standing in all jurisdictions in which I am licensed to practice law.

3. Through my Motion for Admission Pro Hac Vice (the "Motion"), I seek to represent Halo Wireless, Inc. in the above-referenced action before the Tennessee Regulatory Authority.

4. I have not sought admission in any trial or appellate court of Tennessee within the preceding three years. Further, I have not been denied *pro hac vice* admission or had an admission *pro hac vice* revoked by any court in any jurisdiction.

5. I have not been disciplined or sanctioned by the Board of Professional Responsibility of the Supreme Court of Tennessee or by any similar lawyer disciplinary agency in any jurisdiction. Further, no disciplinary action or investigation concerning my conduct is pending before the Board of Professional Responsibility of the Supreme Court of Tennessee or before any similar lawyer disciplinary agency in any jurisdiction.

6. I am familiar with the Tennessee Rules of Professional Conduct and the rules governing proceedings before the Tennessee Regulatory Authority.

7. I consent to the disciplinary jurisdiction of the Board of Professional Responsibility of the Supreme Court of Tennessee and the courts of Tennessee in any manner arising out of my conduct in any proceeding and I agree to be bound by the Tennessee Rules of Professional Conduct and any other rules of conduct applicable to lawyers generally admitted in Tennessee.

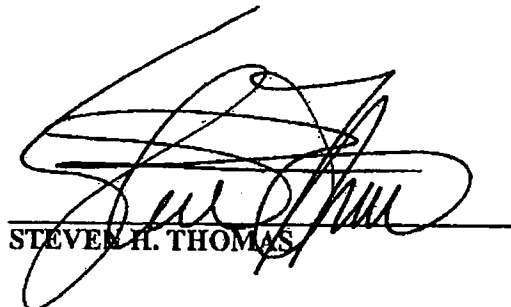
8. Paul S. Davidson and James M. Weaver, Waller Lansden Dortch & Davis, LLP, 511 Union Street, Suite 2700, Nashville, Tennessee 37219, 615-850-8942, and Tennessee Bar

Number 011789 (Davidson) and Tennessee Bar Number 013451 (Weaver) are associated in accordance with Tennessee Supreme Court Rule 19(g).

9. Per discussion with the Tennessee Regulatory Authority, no fees are required to be paid in connection with the Motion.

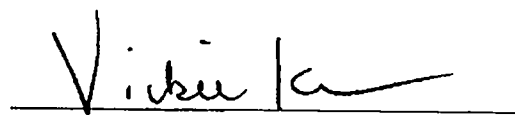
10. As stated in the Motion, I will serve the Motion and all exhibits upon all counsel of record in the proceeding and upon the Board of Professional Responsibility of the Supreme Court of Tennessee."

FURTHER AFFIANT SAYETH NOT.


STEVEN H. THOMAS

SUBSCRIBED and SWORN TO before me, on this, the 15th day of August, 2011.

[SEAL]


NOTARY PUBLIC in and for the
State of Texas

Commission Expires: 2-25-2013



**U.S. DISTRICT COURT
NORTHERN DISTRICT OF TEXAS**

CERTIFICATE OF GOOD STANDING

I, Karen Mitchell, Clerk of the U.S. District Court for the Northern District of Texas, certify that the attorney named below is admitted to practice before this court and is currently in good standing:

Steven H. Thomas

Bar Number:

19868890

Date of Admission:

July 9, 1993

Witness my official signature and the seal of this court.

Dated: July 29, 2011

Karen Mitchell,
Clerk of Court

By: Penny Hunton
Deputy Clerk

Fee: \$15.00



The Supreme Court of Texas

AUSTIN

CLERK'S OFFICE

I, **BLAKE HAWTHORNE**, Clerk of the Supreme Court of Texas, certify that the records of this office show that

Steven H. Thomas

was duly admitted and licensed as an attorney and counselor at law by the Supreme Court of Texas on the 10th day of May, 1991.

I further certify that the records of this office show that, as of this date

Steven H. Thomas

is presently enrolled with the State Bar of Texas as an active member in good standing.

IN TESTIMONY WHEREOF witness my hand
and the seal of the Supreme Court of
Texas at the City of Austin, this, the
4th day of August, 2011.

BLAKE HAWTHORNE, Clerk

by Blanca E. Valdez
Blanca E. Valdez, Deputy Clerk

No. 080411B



This certification expires thirty days from this date, unless sooner revoked or rendered invalid by operation of rule or law.

4

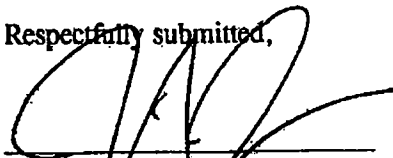
**BEFORE THE TENNESSEE REGULATORY AUTHORITY
NASHVILLE, TENNESSEE**

IN RE:	:	
COMPLAINT OF	:	
BELLSOUTH TELECOMMUNICATIONS	:	DOCKET NO.: 11-00119
LLC D/B/A AT&T TENNESSEE	:	
V.	:	
HALO WIRELESS, INC.	:	

JENNIFER M. LARSON'S MOTION FOR ADMISSION PRO HAC VICE

COMES NOW, Jennifer M. Larson ("Larson") and seeks admission *pro hac vice* to the Tennessee Regulatory Authority, pursuant to Tennessee Supreme Court Rule 19 and Tennessee Regulatory Authority Rule 1220-1-2-.04, to represent Halo Wireless, Inc. In accordance with Rule 19, the Affidavit of Jennifer M. Larson is attached as **Exhibit A** and Larson's Certificate of Good Standing from the United States District Court for the Northern District of Texas is attached as **Exhibit B**. Larson's Certificate of Good Standing from the Supreme Court of Texas is attached as **Exhibit C**.

Respectfully submitted,



PAUL S. DAVIDSON

Tennessee Bar No. 011789

JAMES M. WEAVER

Tennessee Bar No. 013451

**WALLER LANSDEN DORTCH & DAVIS,
LLP**

511 Union Street, Suite 2700

Nashville, TN 37219

Phone: 615-850-8942

Fax: 615-244-6804

W. SCOTT MCCOLLOUGH

Texas State Bar No. 13434100

pro hac vice motion pending

MCCOLLOUGH|HENRY PC

1250 S. Capital of Texas Hwy., Bldg. 2-235

West Lake Hills, TX 78746

Phone: 512.888.1112

Fax: 512.692.2522

STEVEN H. THOMAS

Texas State Bar No. 19868890

pro hac vice motion forthcoming

TROY P. MAJOUÉ

Texas State Bar No. 24067738

pro hac vice motion pending

JENNIFER M. LARSON

Texas State Bar No. 24071167

pro hac vice motion pending

McGUIRE, CRADDOCK

& STROTHER, P.C.

2501 N. Harwood, Suite 1800

Dallas TX 75201

Phone: 214.954.6800

Fax: 214.954.6850

Attorneys for Halo Wireless, Inc.

CERTIFICATE OF SERVICE

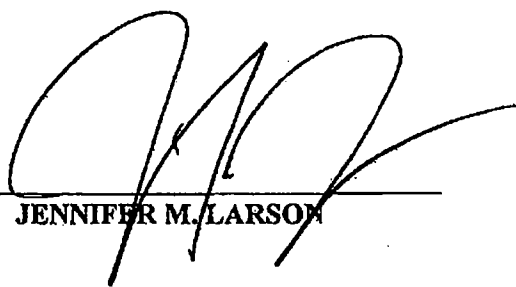
The undersigned hereby certifies that a true and correct copy of the foregoing *Motion for Admission Pro Hac Vice* was served via regular mail and/or certified mail, return receipt requested, on the following counsel of record and designated contact individuals on this the 15th day of August, 2011:

Tennessee Board of Professional Responsibility of the Supreme Court of Tennessee
10 Cadillac Drive
Suite 220
Brentwood, Tennessee 37027

**ATTORNEYS FOR BELL SOUTH TELECOMMUNICATIONS LLC D/B/A
AT&T TENNESSEE:**

Guy M. Hicks
Joelle Phillips
333 Commerce Street, Suite 2101
Nashville, TN 37201-3300

Dennis G. Friedman
J. Tyson Covey
MAYER BROWN LLP
71 South Wacker Drive
Chicago, IL 60606



JENNIFER M. LARSON

**BEFORE THE TENNESSEE REGULATORY AUTHORITY
NASHVILLE, TENNESSEE**

IN RE: :
COMPLAINT OF :
BELLSOUTH TELECOMMUNICATIONS : DOCKET NO.: 11-00119
LLC D/B/A AT&T TENNESSEE :
V. :
HALO WIRELESS, INC. :

AFFIDAVIT OF JENNIFER M. LARSON

STATE OF TEXAS §
 §
COUNTY OF DALLAS §

BEFORE ME, the undersigned authority, personally appeared JENNIFER M. LARSON, who, being by me first duly sworn, deposed upon his oath as follows:

1. "My name is Jennifer M. Larson. I am an attorney licensed to practice law in Texas. I am over twenty-one (21) years of age, of sound mind and capable of making this Affidavit. I have never been convicted of a felony or crime involving moral turpitude. All matters stated herein are based upon my personal knowledge unless otherwise so stated.

2. My office address is McGuire, Craddock & Strother, P.C., 2501 N. Harwood, Suite 1800, Dallas, Texas 75201. I was licensed to practice law in the State of Texas on November 7, 2010, under bar number 24071167. I am admitted to practice in the United States District Court for the Northern District of Texas (2010) and the United States District Court for the Eastern District of Texas (2011). I am a member in good standing in all jurisdictions in which I am licensed to practice law.

AFFIDAVIT OF JENNIFER M. LARSON
983367

Page 1



3. Through my Motion for Admission Pro Hac Vice (the "Motion"), I seek to represent Halo Wireless, Inc. in the above-referenced action before the Tennessee Regulatory Authority.

4. I have not sought admission in any trial or appellate court of Tennessee within the preceding three years. Further, I have not been denied *pro hac vice* admission or had an admission *pro hac vice* revoked by any court in any jurisdiction.

5. I have not been disciplined or sanctioned by the Board of Professional Responsibility of the Supreme Court of Tennessee or by any similar lawyer disciplinary agency in any jurisdiction. Further, no disciplinary action or investigation concerning my conduct is pending before the Board of Professional Responsibility of the Supreme Court of Tennessee or before any similar lawyer disciplinary agency in any jurisdiction.

6. I am familiar with the Tennessee Rules of Professional Conduct and the rules governing proceedings before the Tennessee Regulatory Authority.

7. I consent to the disciplinary jurisdiction of the Board of Professional Responsibility of the Supreme Court of Tennessee and the courts of Tennessee in any manner arising out of my conduct in any proceeding and I agree to be bound by the Tennessee Rules of Professional Conduct and any other rules of conduct applicable to lawyers generally admitted in Tennessee.

8. Paul S. Davidson and James M. Weaver, Waller Lansden Dortch & Davis, LLP, 511 Union Street, Suite 2700, Nashville, Tennessee 37219, 615-850-8942, and Tennessee Bar Number 011789 (Davidson) and Tennessee Bar Number 013451 (Weaver) are associated in accordance with Tennessee Supreme Court Rule 19(g).

9. Per discussion with the Tennessee Regulatory Authority, no fees are required to be paid in connection with the Motion.

10. As stated in the Motion, I will serve the Motion and all exhibits upon all counsel of record in the proceeding and upon the Board of Professional Responsibility of the Supreme Court of Tennessee."


FURTHER AFFIANT SAYETH NOT.


JENNIFER M. LARSON

SUBSCRIBED and SWORN TO before me, on this, the 15th day of August, 2011.

[SEAL]




NOTARY PUBLIC in and for the
State of Texas

Commission Expires: 2-25-2013

**U.S. DISTRICT COURT
NORTHERN DISTRICT OF TEXAS**

CERTIFICATE OF GOOD STANDING

I, Karen Mitchell, Clerk of the U.S. District Court for the Northern District of Texas, certify that the attorney named below is admitted to practice before this court and is currently in good standing:

Jennifer M. Larson

Bar Number:

Date of Admission:

24071167

December 6, 2010

Witness my official signature and the seal of this court.

Dated: July 29, 2011

Karen Mitchell,
Clerk of Court

By: Penny Hunton
Deputy Clerk

Fee: \$15.00



The Supreme Court of Texas

AUSTIN

CLERK'S OFFICE

I, **BLAKE HAWTHORNE**, Clerk of the Supreme Court of Texas, certify that the records of this office show that

Jennifer Michelle Larson

was duly admitted and licensed as an attorney and counselor at law by the Supreme Court of Texas on the 5th day of November, 2010.

I further certify that the records of this office show that, as of this date

Jennifer Michelle Larson

is presently enrolled with the State Bar of Texas as an active member in good standing.

IN TESTIMONY WHEREOF witness my hand
and the seal of the Supreme Court of
Texas at the City of Austin, this, the
4th day of August, 2011.

BLAKE HAWTHORNE, Clerk

by Blanca E. Valdez

Blanca E. Valdez, Deputy Clerk

No. 080411A



This certification expires thirty days from this date, unless sooner revoked or rendered invalid by operation of rule or law.

5

**BEFORE THE TENNESSEE REGULATORY AUTHORITY
NASHVILLE, TENNESSEE**

IN RE:	:	
COMPLAINT OF	:	
BELLSOUTH TELECOMMUNICATIONS	:	DOCKET NO.: 11-00119
LLC D/B/A AT&T TENNESSEE	:	
V.	:	
HALO WIRELESS, INC.	:	

TROY P. MAJOUÉ'S MOTION FOR ADMISSION PRO HAC VICE

COMES NOW, Troy P. Majoue ("Majoue") and seeks admission *pro hac vice* to the Tennessee Regulatory Authority, pursuant to Tennessee Supreme Court Rule 19 and Tennessee Regulatory Authority Rule 1220-1-2-.04, to represent Halo Wireless, Inc. In accordance with Rule 19, the Affidavit of Troy P. Majoue is attached as Exhibit A and Majoue's Certificate of Good Standing from the United States District Court for the Northern District of Texas is attached as Exhibit B. Majoue's Certificate of Good Standing from the Supreme Court of Texas is attached as Exhibit C.

Respectfully submitted,



PAUL S. DAVIDSON

Tennessee Bar No. 011789

JAMES M. WEAVER

Tennessee Bar No. 013451

**WALLER LANSDEN DORTCH & DAVIS,
LLP**

511 Union Street, Suite 2700

Nashville, TN 37219

Phone: 615-850-8942

Fax: 615-244-6804

W. SCOTT MCCOLLOUGH

Texas State Bar No. 13434100

pro hac vice motion pending

MCCOLLOUGH|HENRY PC

1250 S. Capital of Texas Hwy., Bldg. 2-235

West Lake Hills, TX 78746

Phone: 512.888.1112

Fax: 512.692.2522

STEVEN H. THOMAS

Texas State Bar No. 19868890

pro hac vice motion forthcoming

TROY P. MAJOUÉ

Texas State Bar No. 24067738

pro hac vice motion pending

JENNIFER M. LARSON

Texas State Bar No. 24071167

pro hac vice motion pending

McGUIRE, CRADDOCK

& STROTHER, P.C.

2501 N. Harwood, Suite 1800

Dallas TX 75201

Phone: 214.954.6800

Fax: 214.954.6850

Attorneys for Halo Wireless, Inc.

CERTIFICATE OF SERVICE

The undersigned hereby certifies that a true and correct copy of the foregoing *Motion for Admission Pro Hac Vice* was served via regular mail and/or certified mail, return receipt requested, on the following counsel of record and designated contact individuals on this the 15th day of August, 2011:

Tennessee Board of Professional Responsibility of the Supreme Court of Tennessee
10 Cadillac Drive
Suite 220
Brentwood, Tennessee 37027

**ATTORNEYS FOR BELL SOUTH TELECOMMUNICATIONS LLC D/B/A
AT&T TENNESSEE:**

Guy M. Hicks
Joelle Phillips
333 Commerce Street, Suite 2101
Nashville, TN 37201-3300

Dennis G. Friedman
J. Tyson Covey
MAYER BROWN LLP
71 South Wacker Drive
Chicago, IL 60606



TROY P. MAJOUÉ

**BEFORE THE TENNESSEE REGULATORY AUTHORITY
NASHVILLE, TENNESSEE**

IN RE: :
COMPLAINT OF :
BELLSOUTH TELECOMMUNICATIONS : DOCKET NO.: 11-00119
LLC D/B/A AT&T TENNESSEE :
V. :
HALO WIRELESS, INC. :

AFFIDAVIT OF TROY P. MAJOUÉ

STATE OF TEXAS §
§
COUNTY OF DALLAS §

BEFORE ME, the undersigned authority, personally appeared TROY P. MAJOUÉ, who, being by me first duly sworn, deposed upon his oath as follows:

1. "My name is Troy P. Majoue. I am an attorney licensed to practice law in Texas. I am over twenty-one (21) years of age, of sound mind and capable of making this Affidavit. I have never been convicted of a felony or crime involving moral turpitude. All matters stated herein are based upon my personal knowledge unless otherwise so stated.

2. My office address is McGuire, Craddock & Strother, P.C., 2501 N. Harwood, Suite 1800, Dallas, Texas 75201. I was licensed to practice law in the State of Texas in May of 2009, under bar number 24067738, in the State of Louisiana in October of 2005, under the bar number 29963, and in the State of Alabama in May of 2006, under bar number AB-1365-Y88M. I am admitted to practice in the United States District Court for the Northern District of Texas (2009), the United States District Court for the Eastern District of Texas (2009), the United States District Court for the Western District of Texas (1992), the United States District Court for the Southern District of Texas (2009), the United States District Court for the Eastern District

AFFIDAVIT OF TROY P. MAJOUÉ
983364

Page 1



of Louisiana (2006), the United States District Court for the Western District of Louisiana (2006), the Middle District of Louisiana (2006), and the United States Court of Appeals for the Fifth Circuit (2006). I am a member in good standing in all jurisdictions in which I am licensed to practice law.

3. Through my Motion for Admission Pro Hac Vice (the "Motion"), I seek to represent Halo Wireless, Inc. in the above-referenced action before the Tennessee Regulatory Authority.

4. I have not sought admission in any trial or appellate court of Tennessee within the preceding three years. Further, I have not been denied *pro hac vice* admission or had an admission *pro hac vice* revoked by any court in any jurisdiction.

5. I have not been disciplined or sanctioned by the Board of Professional Responsibility of the Supreme Court of Tennessee or by any similar lawyer disciplinary agency in any jurisdiction. Further, no disciplinary action or investigation concerning my conduct is pending before the Board of Professional Responsibility of the Supreme Court of Tennessee or before any similar lawyer disciplinary agency in any jurisdiction.

6. I am familiar with the Tennessee Rules of Professional Conduct and the rules governing proceedings before the Tennessee Regulatory Authority.

7. I consent to the disciplinary jurisdiction of the Board of Professional Responsibility of the Supreme Court of Tennessee and the courts of Tennessee in any manner arising out of my conduct in any proceeding and I agree to be bound by the Tennessee Rules of Professional Conduct and any other rules of conduct applicable to lawyers generally admitted in Tennessee.

8. Paul S. Davidson and James M. Weaver, Waller Lansden Dortch & Davis, LLP, 511 Union Street, Suite 2700, Nashville, Tennessee 37219, 615-850-8942, and Tennessee Bar Number 011789 (Davidson) and Tennessee Bar Number 013451 (Weaver) are associated in accordance with Tennessee Supreme Court Rule 19(g).9. Per discussion with the Tennessee Regulatory Authority, no fees are required to be paid in connection with the Motion.

10. As stated in the Motion, I will serve the Motion and all exhibits upon all counsel of record in the proceeding and upon the Board of Professional Responsibility of the Supreme Court of Tennessee."

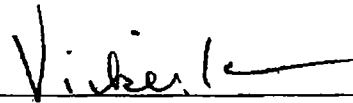
FURTHER AFFIANT SAYETH NOT.



TROY P. MAJOUÉ

SUBSCRIBED and SWORN TO before me, on this, the 15th day of August, 2011.

[SEAL]



NOTARY PUBLIC in and for the
State of Texas

Commission Expires: 2-25-2013



**U.S. DISTRICT COURT
NORTHERN DISTRICT OF TEXAS**

CERTIFICATE OF GOOD STANDING

I, Karen Mitchell, Clerk of the U.S. District Court for the Northern District of Texas, certify that the attorney named below is admitted to practice before this court and is currently in good standing:

Troy P. Majoue

Bar Number:

24067738

Date of Admission:

January 23, 2009

Witness my official signature and the seal of this court.

Dated: July 29, 2011

Karen Mitchell,
Clerk of Court

By: Penny Hunton
Deputy Clerk

Fee: \$15.00



The Supreme Court of Texas

AUSTIN

CLERK'S OFFICE

I, **BLAKE HAWTHORNE**, Clerk of the Supreme Court of Texas, certify that the records of this office show that

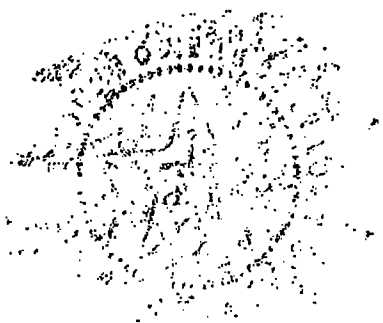
Troy Preston Majoue

was duly admitted and licensed as an attorney and counselor at law by the Supreme Court of Texas on the 1st day of May, 2009.

I further certify that the records of this office show that, as of this date

Troy Preston Majoue

is presently enrolled with the State Bar of Texas as an active member in good standing.



IN TESTIMONY WHEREOF witness my hand
and the seal of the Supreme Court of
Texas at the City of Austin, this, the
4th day of August, 2011.

BLAKE HAWTHORNE, Clerk

by Blanca E. Valdez

Blanca E. Valdez, Deputy Clerk

No. 080411C



This certification expires thirty days from this date, unless sooner revoked or rendered invalid by operation of rule or law.

6

**BEFORE THE TENNESSEE REGULATORY AUTHORITY
NASHVILLE, TENNESSEE**

IN RE:	:	
COMPLAINT OF	:	
BELLSOUTH TELECOMMUNICATIONS	:	DOCKET NO.: 11-00119
LLC D/B/A AT&T TENNESSEE	:	
V.	:	
HALO WIRELESS, INC.	:	

W. SCOTT MCCOLLOUGH'S MOTION FOR ADMISSION PRO HAC VICE

COMES NOW, W. Scott McCollough ("McCollough") and seeks admission *pro hac vice* to the Tennessee Regulatory Authority, pursuant to Tennessee Supreme Court Rule 19 and Tennessee Regulatory Authority Rule 1220-1-2-.04, to represent Halo Wireless, Inc. In accordance with Rule 19, the Affidavit of W. Scott McCollough is attached as **Exhibit A** and McCollough's Certificate of Good Standing from the United States District Court for the Western District of Texas is attached as **Exhibit B**. McCollough's Certificate of Good Standing from the Supreme Court of Texas is attached as **Exhibit C**.

Respectfully submitted,

STEVEN H. THOMAS

Texas State Bar No. 19868890

pro hac vice motion pending

TROY P. MAJOUÉ

Texas State Bar No. 24067738

pro hac vice motion pending

JENNIFER M. LARSON

Texas State Bar No. 24071167

pro hac vice motion pending

McGUIRE, CRADDOCK

& STROTHER, P.C.

2501 N. Harwood, Suite 1800

Dallas TX 75201

Phone: 214.954.6800

Fax: 214.954.6850

W. SCOTT MCCOLLOUGH

Texas State Bar No. 13434100

pro hac vice motion pending

MATTHEW A. HENRY

Texas State Bar No. 24059121

pro hac vice motion pending

MCCOLLOUGH|HENRY PC

1250 S. Capital of Texas Hwy., Bldg. 2-235

West Lake Hills, TX 78746

Phone: 512.888.1112

Fax: 512.692.2522

PAUL S. DAVIDSON

Tennessee Bar No. 011789

JAMES M. WEAVER

Tennessee Bar No. 013451

**WALLER LANSDEN DORTCH & DAVIS,
LLP**

511 Union Street, Suite 2700

Nashville, TN 37219

Direct: 615-850-8942

Fax: 615-244-6804

Attorneys for Halo Wireless, Inc.

CERTIFICATE OF SERVICE

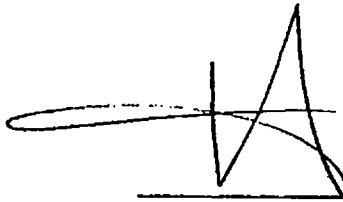
The undersigned hereby certifies that a true and correct copy of the foregoing *Motion to Dismiss* was served via regular mail and/or certified mail, return receipt requested, on the following counsel of record and designated contact individuals on this the 15th day of August, 2011:

Tennessee Board of Professional Responsibility of the Supreme Court of Tennessee
10 Cadillac Drive
Suite 220
Brentwood, Tennessee 37027

**ATTORNEYS FOR CONCORD TELEPHONE EXCHANGE, INC.,
HUMPHREYS COUNTY TELEPHONE COMPANY, TELlico TELEPHONE
COMPANY, TENNESSEE TELEPHONE COMPANY, CROCKETT
TELEPHONE COMPANY, INC. PEOPLES TELEPHONE COMPANY, WEST
TENNESSEE TELEPHONE COMPANY, INC., NORTH CENTRAL
TELEPHONE COOP., INC. AND HIGHLAND TELEPHONE COOPERATIVE,
INC.:**

H. LaDon Baltimore
FARRAR & BATES
211 7th Ave., N.
Suite 500
Nashville, TN 37219

Norman J. Kennard
THOMAS, LONG, NIESEN & KENNARD
212 Locust Street
Suite 500
Harrisburg, PA 17108-9500

A handwritten signature in black ink, appearing to read 'W. Scott McCollough', is written over a horizontal line.

W. SCOTT MCCOLLOUGH

**BEFORE THE TENNESSEE REGULATORY AUTHORITY
NASHVILLE, TENNESSEE**

IN RE:	:	
COMPLAINT OF	:	
BELLSOUTH TELECOMMUNICATIONS	:	DOCKET NO.: 11-00119
LLC D/B/A AT&T TENNESSEE	:	
V.	:	
HALO WIRELESS, INC.	:	

AFFIDAVIT OF W. SCOTT MCCOLLOUGH

STATE OF TEXAS §
 §
COUNTY OF DALLAS §

BEFORE ME, the undersigned authority, personally appeared W. SCOTT MCCOLLOUGH, who, being by me first duly sworn, deposed upon his oath as follows:

1. “My name is W. Scott McCollough. I am an attorney licensed to practice law in Texas. I am over twenty-one (21) years of age, of sound mind and capable of making this Affidavit. I have never been convicted of a felony or crime involving moral turpitude. All matters stated herein are based upon my personal knowledge unless otherwise so stated.

2. My office address is 1250 S. Capital of Texas Hwy., Bldg. 2-235, West Lake Hills, TX 78746. I was licensed to practice law in the State of Texas on May 13, 1983, under bar number 13434100. I am admitted to practice in the United States District Court for the Western District of Texas and the United States Court of Appeals for the Fifth Circuit. I am a member in good standing in all jurisdictions in which I am licensed to practice law.

3. Through my Motion for Admission Pro Hac Vice (the “Motion”), I seek to represent Halo Wireless, Inc. in the above-referenced action before the Tennessee Regulatory Authority.

AFFIDAVIT OF W. SCOTT MCCOLLOUGH
983373

Page 1



4. I have not sought admission in any trial or appellate court of Tennessee within the preceding three years. Further, I have not been denied *pro hac vice* admission or had an admission *pro hac vice* revoked by any court in any jurisdiction.

5. I have not been disciplined or sanctioned by the Board of Professional Responsibility of the Supreme Court of Tennessee or by any similar lawyer disciplinary agency in any jurisdiction. Further, no disciplinary action or investigation concerning my conduct is pending before the Board of Professional Responsibility of the Supreme Court of Tennessee or before any similar lawyer disciplinary agency in any jurisdiction.

6. I am familiar with the Tennessee Rules of Professional Conduct and the rules governing proceedings before the Tennessee Regulatory Authority.

7. I consent to the disciplinary jurisdiction of the Board of Professional Responsibility of the Supreme Court of Tennessee and the courts of Tennessee in any manner arising out of my conduct in any proceeding and I agree to be bound by the Tennessee Rules of Professional Conduct and any other rules of conduct applicable to lawyers generally admitted in Tennessee.

8. Paul S. Davidson and James M. Weaver, Waller Lansden Dortch & Davis, LLP, 511 Union Street, Suite 2700, Nashville, Tennessee 37219, 615-850-8942, and Tennessee Bar Number 011789 (Davidson) Tennessee Bar Number 013451 (Weaver) are associated in accordance with Tennessee Supreme Court Rule 19(g).

9. Per discussion with the Tennessee Regulatory Authority, no fees are required to be paid in connection with the Motion.

10. As stated in the Motion, I will serve the Motion and all exhibits upon all counsel of record in the proceeding and upon the Board of Professional Responsibility of the Supreme Court of Tennessee."

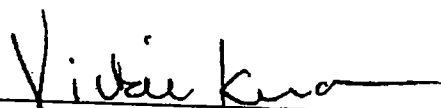
FURTHER AFFIANT SAYETH NOT.



W. SCOTT MCCOLLOUGH

SUBSCRIBED and SWORN TO before me, on this, the 15th day of August, 2011.

[SEAL]



NOTARY PUBLIC in and for the
State of Texas

Commission Expires: 2-25-2013

Certificate of Good Standing

UNITED STATES DISTRICT COURT
WESTERN DISTRICT OF TEXAS

I, **WILLIAM G. PUTNICKI**, Clerk of the United States District Court, Western District of Texas,
DO HEREBY CERTIFY that **W. Scott McCollough**, Texas State Bar No. 13434100, was duly admitted to
practice in said Court on July 9, 1996, and is in good standing as a member of the bar of said Court.

Signed at Austin, Texas on August 5, 2011.

WILLIAM G. PUTNICKI, Clerk

BY:

[Signature]
Deputy Clerk

EXHIBIT

B

The Supreme Court of Texas

AUSTIN

CLERK'S OFFICE

I, **BLAKE HAWTHORNE**, Clerk of the Supreme Court of Texas, certify that the records of this office show that

William Scott McCollough

was duly admitted and licensed as an attorney and counselor at law by the Supreme Court of Texas on the 13th day of May, 1983.

I further certify that the records of this office show that, as of this date

William Scott McCollough

is presently enrolled with the State Bar of Texas as an active member in good standing.

IN TESTIMONY WHEREOF witness my hand
and the seal of the Supreme Court of
Texas at the City of Austin, this, the
28th day of July, 2011.

BLAKE HAWTHORNE, Clerk

by *Blanca E. Valdez*

Blanca E. Valdez, Deputy Clerk



No. 072811G



This certification expires thirty days from this date, unless sooner revoked or rendered invalid by operation of rule or law.

7

BEFORE THE TENNESSEE REGULATORY AUTHORITY
NASHVILLE, TENNESSEE

IN RE:
COMPLAINT OF
BELLSOUTH TELECOMMUNICATIONS,
LLC DBA AT&T TENNESSEE V. HALO
WIRELESS, INC.

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DOCKET NO. 11-00119

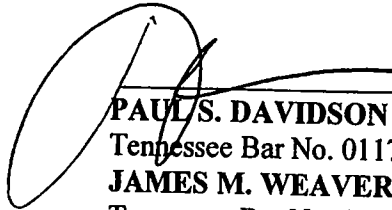
NOTICE OF REMOVAL TO FEDERAL COURT

PLEASE TAKE NOTICE that a **Notice of Removal** of the above entitled action from the Tennessee Regulatory Authority, to the United States District Court for the Middle District of Tennessee, Nashville Division was duly filed on the 19th Day of August 2011 by Halo Wireless, Inc. pursuant to 28 U.S.C. §1452 and Rule 9027 of the Federal Rules of Bankruptcy Procedure in the United States District Court for the United States District Court for the Middle District of Tennessee, Nashville Division. A true and correct copy of such Notice of Removal is attached hereto as **Exhibit A**.

PLEASE TAKE FURTHER NOTICE that pursuant to 28 U.S.C. §1452 and Rule 9027 of the Federal Rules of Bankruptcy Procedure, no further action can be taken in the above captioned proceeding unless otherwise ordered by the district court or a subdivision thereof.

Respectfully submitted this 19th day of August, 2011.

Respectfully submitted,



PAUL S. DAVIDSON
Tennessee Bar No. 011789
JAMES M. WEAVER

Tennessee Bar No. 013451
WALLER LANSDEN DORTCH & DAVIS,
LLP
511 Union Street, Suite 2700
Nashville, TN 37219
Phone: 615-850-8942
Fax: 615-244-6804

Attorneys for Halo Wireless, Inc.

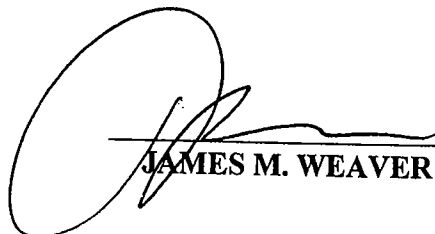
CERTIFICATE OF SERVICE

The undersigned hereby certifies that a true and correct copy of the foregoing *Notice of Removal to Federal Court* was served via regular mail and/or certified mail, return receipt requested, on the following counsel of record and designated contact individuals on this the 19th day of August, 2011:

**ATTORNEYS FOR BELL SOUTH TELECOMMUNICATIONS LLC D/B/A
AT&T TENNESSEE:**

Guy M. Hicks
Joelle Phillips
333 Commerce Street, Suite 2101
Nashville, TN 37201-3300

Dennis G. Friedman
J. Tyson Covey
MAYER BROWN LLP
71 South Wacker Drive
Chicago, IL 60606



JAMES M. WEAVER