

BASS

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August 15, 2011

VIA HAND DELIVERY

filed electronically in docket office on 08/15/11

Chairman Eddie Roberson
c/o Sharla Dillon
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, Tennessee 37243

Re: **Docket No. 11-00133: In re: Tennessee Telephone
Company's Petition for Expedited Review of Growth Code Denial by
the Number Pooling Administrator**

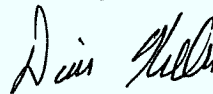
Dear Chairman Roberson:

Enclosed please find Tennessee Telephone Company's Petition for Expedited Review of Growth Code Denial by the Number Pooling Administrator. Also enclosed is a check in the amount of \$25.00 for the filing fee for Tennessee Telephone Company's Petition.

Please file the original and four copies of this material and stamp the additional copy as "filed." Then please return the stamped copy to me by way of our courier.

Should you have any questions concerning this matter, please do not hesitate to contact me at the email address or telephone number listed above.

Sincerely,



David Killion

Enclosures

cc: Mr. Jerry Kettles, Chief of Economic Analysis & Policy Division
Mr. David Foster, Chief of Utility Division
Mr. Bruce Mottern

9799038.1

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

IN RE:

**TENNESSEE TELEPHONE COMPANY'S
PETITION FOR EXPEDITED REVIEW
OF GROWTH CODE DENIAL BY THE
NUMBER POOLING ADMINISTRATOR**

Docket No. _____

PETITION FOR EXPEDITED REVIEW OF CENTRAL OFFICE CODE DENIAL

Tennessee Telephone Company ("Tennessee Telephone"), pursuant to rules adopted by the FCC for challenging determinations of the Number Pooling Administrator ("NeuStar"), petitions the Tennessee Regulatory Authority (the "Authority") for an expedited review of NeuStar's denial of Tennessee Telephone's application for use of central office code numbering resources in the 615 area code.

Tennessee Telephone respectfully shows the Authority as follows:

1. Tennessee Telephone is a telecommunications public utility regulated by the Authority providing intraLATA, local exchange telecommunications services in the and Halls Crossroads and LaVergne Rate Centers.
2. NeuStar is an independent non-governmental entity that is responsible for administering and managing the North American Numbering Plan ("NANP"). See C.F.R. § 52.13(a), (b).
3. On March 31, 2000, the Federal Communications Commission issued a Report and Order and Further Notice of Proposed Rule Making relating to numbering resource optimization ("FCC 00-104" or the "March Order"). On December 29, 2000, the FCC issued its Second Report and Order, Order on Reconsideration in CC Docket No. 96-98 and CC Docket

No. 99-200, and Second Further Notice of Proposed Rulemaking in CC Docket No. 99-200 (“FCC 00-429” or the “December Order”). These FCC orders addressed issues and strategies relating to the efficient use of numbering resources.

4. In FCC 00-104 and FCC 00-429, the FCC announced rules and sought comments in an effort to implement uniform standards governing requests for telephone numbering resources in order to increase efficiency in the use of existing telephone numbers and to slow further exhaustion of existing numbers under the NANP.

5. Among other things, FCC 00-104 adopted a revised standard for assessing a carrier’s need for numbering resources by requiring carriers to report rate center based utilization data to NeuStar. The FCC further required that to qualify for access to new numbering resources, applicants must establish that existing inventory within the applicant’s rate center will be exhausted within six months of the application. Prior to this ruling, the Central Office Code Assignment Guidelines, used by the industry and NeuStar to make code assignments, required the applicant’s existing number inventory within the applicant’s serving switch to exhaust within six months of the code application in order for a code to be assigned.

6. This shift to a “rate center” basis for determining the need for new numbering resources was intended to “more accurately reflect how numbering resources are assigned” and to allow “carriers to obtain numbering resources in response to specific customer demands.” FCC Order ¶ 105. On December 28, 2001, the FCC entered an order retaining the rules requiring carriers to calculate MTE on a rate center basis rather than on a per-switch basis. *In the Matter of Numbering Resource Optimization; Implementation of the Local Competition Provisions of the Telecommunications Act of 1996; Telephone Number Portability*, CC Docket Nos. 99-200,

96-98 and 95-116, Third Report and Order and Second Order on Reconsideration in CC Docket No. 99-200, FCC 01-362, Paragraph 48 (rel. Dec. 28, 2001).

7. On July 21, 2011, Tennessee Telephone submitted a Central Office Code (NXX) Assignment Request - Part 1, and the CO Code Assignment - Months to Exhaust Certification Worksheet, to NeuStar to be assigned an 865 Code for the Halls Crossroads Rate Center. The request and worksheet are attached hereto as Exhibit A. While the code request is for the whole code, Tennessee Telephone will retain one block for the rate center and the remaining 9,000 numbers from each code will be pooled.

8. The code assignment request is to open the code 865-920 and to obtain just the 1000-1999 block and pool the other 9000 numbers for Halls Crossroads, TN for the company's new Metaswitch HCRDTNXADS2. The Metaswitch is located in Halls Crossroads, TN and thus a unique LRN needs to be provisioned to identify the switch or POI in the number portability capable network.

9. On July 21, 2011, Tennessee Telephone submitted a Central Office Code (NXX) Assignment Request - Part 1, and the CO Code Assignment - Months to Exhaust Certification Worksheet, to NeuStar to be assigned an 615 Code for the LaVergne Rate Center. The request and worksheet are attached hereto as Exhibit B. While the code request is for the whole code, Tennessee Telephone will retain one block for the rate center and the remaining 9,000 numbers from each code will be pooled.

10. The code assignment request is to open the code 615-721 and to obtain just the 1000-1999 block and pool the other 9000 numbers for LaVergne, TN for the company's Metaswitch LVRGTNXARSO. The Metaswitch is located in LaVergne, TN and thus a unique

LRN needs to be provisioned to identify the switch or POI in the number portability capable network.

11. The code assignment request was based on Tennessee Telephone's obtaining a Location Routing Number ("LRN") for new switch augmentations it is establishing at the Halls Crossroads and LaVergne Rate Centers. The new Tennessee MetaSwitches will function as a feature server in the existing Halls Crossroads and LaVergne central offices to provide new and advanced services as well as handle internal long distance traffic which the existing 5ESS switches cannot provide or perform. Customers requiring new feature functionality will be migrated to the new platform, and thus there is a need for an NXX/LRN for porting functionality to the MetaSwitch. However, in order for the MetaSwitches to be functional, it must host 1000 numbers. Tennessee Telephone does not have 1000 numbers that are appropriate to be hosted in the new switch. For this reason, Tennessee Telephone sought the numbering resources as noted above.

12. Tennessee Telephone's basis for requesting additional numbering codes is: (a) Tennessee Telephone does not possess a non-contaminated existing code to transfer the A-record to the new switch Carrier Language Location Identifiers ("CLLI"); (b) the LRN would be a ported number as this is the only way to route pooled numbers; (c) if Tennessee Telephone does not get a new NXX and the only numbers assigned to the new switches are pooled/porting numbers, any failure of Number Portability Administration Center ("NPAC")/Local Service Management System ("LSMS"), or any mishap on the LRN subscription in NPAC would eliminate any routing into the new switches, and in case of NPAC/LSMS outages etc., default routing to the NPA/NXX is used to get calls to the switch that owns the NXX so at least some calls can be completed; and (d) if the only numbers that belong to the new switches are

ported/pooled numbers, a failure of NPAC/LSMS databases would route all traffic to the switch that owns the ported/pooled NXX.

13. Tennessee Telephone completed the applications in accordance with NeuStar's Central Office Code (NXX) Assignment Guidelines and completed the necessary Months to Exhaust Certification Worksheet required by NeuStar.

14. At the time of the code request, the Halls Crossroads and LaVergne Rate Centers had an months to exhaust of approximately 96.13 and 60.62 months.

15. Despite the fact that Tennessee Telephone's Halls Crossroads and LaVergne Rate Centers may not exhaust for 96.13 and 60.62 months, Tennessee Telephone is unable to utilize the new MetaSwitch without a new NNXs.

16. On July 21, 2011, NeuStar's Central Office Code Administration denied the code assignment requests on the grounds that Tennessee Telephone had not met the 75% utilization criteria now set forth in the Central Office Code (NXX) Guidelines, notwithstanding the fact that Tennessee Telephone does not have the numbering resources needed to provide the service required in connection with its new MetaSwitch.

17. Tennessee Telephone's inability to utilize the new MetaSwitch without the requested numbers prevents Tennessee Telephone from providing the quality of service its customer's desire and expect.

18. Both FCC 00-104 and NeuStar's Central Office Code (NXX) Guidelines provide that state regulatory authorities have the power and authority to review NeuStar's decision to deny a request for numbering resources. *See* FCC 00-104, Appendix A, Final Rules, § 52.15(g) (3) (iv) ("The carrier may challenge the NeuStar's decision to the appropriate state regulatory commission"); NeuStar Central Office Code (NXX) Guidelines § 13.0 ("Appeals may include

but are not limited to one or more of the following options: . . . C. The CO Code Administrator(s) and code holders/applicants may pursue the disagreement with the appropriate governmental/regulatory body”).

19. The TRA has recognized its jurisdiction and authority to review NeuStar denials and to order the release of numbering resources to meet specific customer needs.

20. In reviewing previous petitions of this type, the TRA Staff has requested that parties provide additional information concerning number utilization for the specific central office involved in the request. This information for the Halls Crossroads and LaVergne Rate Center is attached hereto as Exhibit C.

21 The Authority, and not the FCC, is the most appropriate body to address this appeal. As noted above, the Authority has been granted jurisdiction to hear appeals from NeuStar’s decisions regarding numbering resources. Any jurisdiction of the FCC to do the same is merely concurrent with the jurisdiction of the Authority. Tennessee Telephone believes that the Authority can more quickly address the numbering problem facing Tennessee Telephone, and, because time is of the essence, Tennessee Telephone believes it is appropriate to pursue this matter in the forum that can most quickly address the issue.

22. Under earlier months-to-exhaust procedures used by NeuStar, waivers or exceptions were granted where customer hardships could be demonstrated or where the service provider’s inventory did not have a block of sequential numbers large enough to meet its needs. Under existing procedures, NeuStar looks at the number of months-to-exhaust for the entire rate center without any exceptions. The current process for review is arbitrary and results in decisions contrary to the public interest and decisions that do not necessarily preserve the efficient use of telephone numbers or postpone dates of exhaust. Moreover, the denial of

sufficient numbering resources to Tennessee Telephone to meet its customers' needs is inconsistent with the FCC's position that "[u]nder no circumstances should consumers be precluded from receiving telecommunications services of their choice from providers of their choice for want of numbering resources." FCC 00-429 at ¶ 61. By refusing to grant numbering resources sufficient to meet Tennessee Telephone's customers' needs, NeuStar is preventing these customers from obtaining the service of their choice from the carrier of choice, Tennessee Telephone.

23. Notwithstanding its need for an NNX to make its new MetaSwitch functional and to serve its customers, Tennessee Telephone's analysis indicates that Tennessee Telephone will be unable to meet the months-to-exhaust and utilization threshold at the rate center level in time to obtain adequate numbering resources to serve these customers absent relief from the Authority. This situation will result in Tennessee Telephone's inability to utilize the new MetaSwitch and provide the services it makes available to Tennessee Telephone's customers.

CONCLUSION

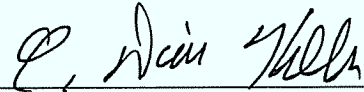
For the reasons articulated above, Tennessee Telephone respectfully urges the Authority to direct NeuStar to provide the requested NNX to Tennessee Telephone to enable Tennessee Telephone to obtain the needed functionality and upgraded service of its MetaSwitches and meet the requirements of its customers in order that they may receive the service of their choice from the provider of their choice to meet their telecommunications needs.

WHEREFORE, Tennessee Telephone requests:

1. The Authority review the decision of the NeuStar to deny Tennessee Telephone's request for additional numbering resources; and

2. The Authority direct NeuStar to provide the NPA/NXX to Tennessee Telephone to establish and assign an LRN to the MetaSwitches in the Halls Crossroads and LaVergne Rate Centers.

Respectfully submitted,



R. Dale Grimes (#006332)
C. David Killion (#026412)
BASS, BERRY & SIMS PLC
150 Third Ave. South, Suite 2800
Nashville, TN 37201
(615) 742-6200

Attorneys for Tennessee Telephone Company

9791086.1

EXHIBIT A

Appendix 3

May 16, 2008

MONTHS TO EXHAUST and UTILIZATION CERTIFICATION WORK SHEET
- TN Level¹

(Thousands-Block Number Pooling Growth Block Request)

Tracking Number: 865-HLSCRSSRDS-TN-460535

Date: 07/21/2011

OCN: 0575

Company Name: TENNESSEE
TELEPHONE CO.

Rate Center: HLSCRSSRDS

List all Codes NPA(s)-NXX(s) and Blocks NPA(s)-NXX-X(s): 865-922-A 865-925-A

Name of Block Applicant: Anne Chism

Signature: Anne Chism

Title: Sr. Administrator - Number Management
4680

FAX No.: 608-664-4275

Telephone No.: 608-664-

E-mail: anne.chism@tdstelecom.com

A. Available Numbers: 9613

B. Assigned Numbers: 10387

C. Total Numbering Resources: 20000

D. Quantity of numbers activated in the past 90 days (increments of 1,000 or 10,000)
and excluded from the Utilization calculation ²: 0

List

Excluded

Code(s) N/A

or

Block(s):

Mont Mont Mont Mont Mont Mont Mont Mont Mont Mont Mont

h	h	h	h	h	h	h	h	h	h	h	h
#1	#2	#3	#4	#5	#6	#7	#8	#9	#10	#11	#12

E. Growth History - Previous 6 months³

<u>67</u>	<u>46</u>	<u>74</u>	<u>73</u>	<u>61</u>	<u>138</u>
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F. Forecast - Next 12 months⁴

<u>100</u>	<u>100</u>	<u>100</u>	<u>100</u>	<u>100</u>	<u>100</u>	<u>100</u>	<u>100</u>	<u>100</u>	<u>100</u>	<u>100</u>	<u>100</u>
------------	------------	------------	------------	------------	------------	------------	------------	------------	------------	------------	------------

G. Average Monthly Forecast (Sum of months 1-6 (Part F above) divided by 6):100.0

H. Months to Exhaust⁵
=

Numbers Available for Assignment to Customers(A)

Average Monthly Forecast(G)

Block Requested

Available Numbers

Months To Exhaust

1

9613

96.13

I. Utilization⁶ =

Assigned Numbers(B) - Excluded Numbers(D)

X 100 =
51.935

Total Numbering Resources(C)-
Excluded Numbers(D)

Explanation: _____

¹A copy of this worksheet is required to be submitted to the Pooling Administrator when requesting additional numbering resources in a rate center. For auditing purposes, the

applicant must retain a copy of this document.

²Quantity of numbers activated in the past 90 days is based on blocks and/or codes received from the administrator and shall be reported in increments of 1,000 or 10,000 TNs (e. g.: 2 blocks received=2,000 and 1 code received =10,000).

³Net change in TNs no longer available for assignment in each previous month, starting with the most distant month as Month #1, and Month #6 as the current month.

⁴Forecast of TNs needed in each following month, starting with the most recent month as Month #1.

⁵To be assigned an additional thousands-block (NXX-X) for growth, "Months to Exhaust" must be less than or equal to 6 months. (FCC 00-104, section 52.15 (g) (3) (iii)).

⁶Newly acquired numbers may be excluded from the Utilization calculation (FCC 00104, section 52.15 (g)(3)(ii))

Central Office Code (NXX) Assignment Request
Part 1 December 9, 2005

Tracking
Number: 865-HLSCRSSRDS-TN-460535

Full NXX:
LRN

Type of
Application: ☒ New ☐ Change ☐ Delete

1.0 GENERAL INFORMATION

1.1 Contact Information:

Code Applicant:

Company/Entity Name: TENNESSEE TELEPHONE CO.

Headquarters
Address: 525 Junction Road

City, State, Zip: Madison, WI, 53717

Contact Name: Anne Chism

Contact
Address: 525 Junction Road

City, State, Zip: Madison, WI, 53717

Phone: 608-664-4680 FAX: 608-664-4275
mail: anne.chism@tdstelecom.com

E-

Code Administrator:²

Name: Michael Ortega

Address: 46000 Center Oak Plaza

City, State, Zip: Sterling, VA, 20166

Phone: 571-434-5348 FAX: 571-434-5502

NXX:³ 865 0575 LATA: 474 OCN:⁴
1.2 NPA: 865 0575 Parent Company's OCN(s)
0881

Switching Identification(Switch Entity/POI)⁵
HCRDTNXADS2

Locality/City/Wire Center: HLSCRSSRDS Rate Center:⁶ HLSCRSSRDS

Homing Tandem
Operating Co:⁷ Bellsouth Tandem Homing CLLI
Telecom ⁸: KNVLTNMA84T

1.3 Dates: Date of Request Effective Date: ^{9 10}
Application: 07/21/2011 09/25/2011

☒ By selecting this checkbox, I acknowledge that I am requesting the earliest possible effective date the Administrator can grant. Please note that this only applies to a reduction in the Administrator's processing time, however the request will still be processed in the order received.

Request Expedited Treatment? Yes _____ No X

1.4 a) Type of company/entity requesting the code: Incumbent Local Exchange Carrier (ILEC) (LEC, IC, CMRS, Other)

b) Types of service: Wireline (e.g., Cellular - Type 2)

c) Code Assignment Preference (Optional) 865-920

d) Codes that are undesirable, if any _____

e) Type of change (Mark all that apply)

☐ OCN-Intra-company ¹¹ ☐ Switching Id ☐ Rate Center ☐ Tandem
Homing CLLI

☐ OCN-Inter-company ¹² ☐ Effective Date ☐ LATA ☐ Extend
Reservation

1.5 Type of Request (Initial, growth, etc.) Growth

If an initial code, attach (1) evidence of certification and (2) proof of ability to place code in service within 60 days. If a growth code, attach months to exhaust worksheet.

Pooling Indicator: ¹³ ☒ Yes

☐ No

1.6 NPA Jeopardy Criteria Apply: ☐ Yes ☐ No

1.7 Code request for new service (Explain): _____

1.8 It is the code applicant's responsibility to arrange input of Part 2 information into BIRRDS. The 45-calendar day nationwide minimum interval cut-over for BIRRDS will not begin until input into BIRRDS has been completed.

Comments:

I hereby certify that the above information requesting an NXX code is true and accurate to the best of my knowledge and that this application has been prepared in accordance with Central Office Code (NXX) Assignment Guidelines posted to the ATIS Web Site (<http://www.atis.org/atis/clc/inc/incdocs.htm>) as of the date of this application: ¹⁴

Anne Chism

Signature of Code Applicant

Sr. Administrator

- Number
Management

Title

07/21/2011

Date

¹ Identify type and reason for change(s) in Section 1.4(e).

² A list of the current Code Administrator(s) who can provide assistance in completing this form is available upon request from NANPA.

³ The NXX field is required for any code request in which there is a change or the NXX is being returned.

⁴ Operating Company Number (OCN) assignments must uniquely identify the applicant. Relative to CO Code assignments, NECA-assigned Company Codes may be used as OCNs. Companies with no prior CO Code or Company Code assignments may contact NECA (800-228-8597) to be assigned a Company Code(s). Since multiple OCNs and/or Company Codes may be associated with a given company, companies with prior assignment should direct questions regarding appropriate OCN usage to the Telcordia™ Routing Administration (TRA) on 732-699-6700.

⁵ This is an eleven-character descriptor of the switch provided by the owning entity for the purpose of routing calls. This is the eleven-character Telcordia™ COMMON LANGUAGE CLLI™ Location Identification of the applicant's switch or POI. (Telcordia and CLLI are trademarks and COMMON LANGUAGE is a registered trademarks of Telcordia Technologies, Inc.)

⁶ Rate Center name must be a tariffed Rate Center associated with toll billing.

⁷ Applies to any code applicant connecting to the Public Switched Telephone Network via a tandem owned by a different carrier.

⁸ This is an eleven-character descriptor provided by the owning entity for the purpose of routing calls. This must be the CLLITM Location Identification Code of the switching entity/POI, and is the same on Part 2, Form 1, Page 2 of 2.

⁹ Code applicants should request an effective date that is at least 66 calendar days from the submission of this form. It should be noted that interconnection arrangements and facilities need to be in place prior to activation of a code. Such arrangements are outside the scope of these guidelines.

¹⁰ Requests for code assignment shall not be made more than six months prior to the requested effective date.

¹¹ Select if you are the current Code Holder

¹² Select if you are not the current Code Holder

¹³ The Applicant will indicate "YES" if the NXX being requested will be used for thousands-block number pooling and will leave this field blank if it is not.

¹⁴ An incomplete form may result in delays in processing this request.

Thousands-Block Application Form - Part 1A

Tracking
Number: 865-
HLSCRSSRDS-
TN-460535
Full NXX: LRN

Type of
Application: ☒ New ☐ Change ☐ Disconnect

GENERAL APPLICATION INFORMATION

1.1 Contact Information:

Block Applicant:

Company
Name: TENNESSEE TELEPHONE CO.

Headquarters
Address: 525 Junction Road

City, State,
Zip: Madison, WI, 53717

Contact
Name: Anne Chism

Contact
Address: 525 Junction Road

City, State, Zip
: Madison, WI, 53717

Phone: 608- FAX: 608-
664-4680 664-4275 E-mail: anne.chism@tdstelecom.com

Pooling Administrator: ⁱⁱ

Contact
Name: Genevieve Bettiga

Contact
Address: 1800 Sutter St

City, State, Zip
: Concord, CA, 94520

Phone: 925-363-7652 FAX: 925-363-7683

E-mail: genevieve.bettiga@neustar.biz

1.2 General Information:

Check one : No LRN needed _____ LRN needed ⁱⁱⁱ X

NPA: 865 LATA: 474 OCN: ^{iv} 0575 Parent Company's OCN 0881

Number of Thousands-Blocks Requested : 1

Switching Identification(Switch Entity/POI) : ^v

HCRDTNXADS2

City or Wire Center Name : _____

Rate Center: ^{vi} HLSCRSSRDS

HLSCRSSRDS

Rate Center Sub Zone: HLSCRSSRDS

1.3 Dates:

Date of Application: ^{vii} _____

07/21/2011

Requested Block Effective Date: ^{viii}

09/25/2011

☒ By selecting this checkbox, I acknowledge that I am requesting the earliest possible effective date the Administrator can grant. Please note that this only applies to a reduction in the Administrator's processing time, however the request will still be processed in the order received.

Request Expedited Treatment? (See Section 8.6) Yes _____ No X

1.4 Type of Service Provider Requesting the Thousands-Block :

a) Type of Service Provider : Incumbent Local Exchange Carrier (ILEC)
(LEC, IXC, CMRS, Other)

b) Primary type of service Blocks to be used for : Wireline

c) Thousands-Block(s) (NXX-X) assignment Preference (Optional) 865-920

d) Thousands-Block(s) (NXX-X) that are undesirable for this assignment , if any _____

e) If requesting a code for LRN purposes, indicate which block(s) you will be keeping(the remainder of the blocks will be given to the pool) 865-xxx-1,

1.5 Type of Request:

Initial block for rate center : Yes _____ If Yes , attach evidence of authorization and proof of capability to provide service within 60 days.

Growth block for rate center : Yes X If Yes , attach months to exhaust worksheet

☐ By selecting this checkbox, I acknowledge that I am willing to accept a block in red and explicitly understand that the underlying CO code may not yet be activated in the PSTN and loaded in the NPAC on the block effective date.

Type of change(Mark all that apply)

☐ OCN:Intra-company^{ix} ☐ Switching Id ☐ Part 1B

☐ OCN:Inter-company^x ☐ Effective Date

Change block : Yes _____ If Yes , list NPA-NXX-X _____

1.6 Block Return :

a) Is this block Contaminated Yes _____

No _____

b) If Yes how many TNs are NOT available for assignment : _____

c) Have all new Intra SP ports been completed in the NPAC Yes _____ No _____

d) Has this block been protected from further assignment Yes _____ No _____

Disconnect block : Yes _____ If Yes , list NPA-NXX-X _____

Remarks:

I hereby certify that the above information requesting an NXX-X block is true and accurate to the best of my knowledge and that this application has been prepared in accordance with the Thousands-Block (NXX-X) Pooling Administration Guidelines(ATIS-0300066) available on the ATIS web site (<http://www.atis.org/inc>) or by contacting inc@atis.org as of the date of this application.

Anne Chism

Sr.
Administrato 07/21/2011
r - Number

Signature of Block Applicant

Management

Title

Date

Instructions for filling out each Section of the Part 1A form:

Section 1.1 Contact information requires that Service Providers supply under "Block Applicant" the company name, company headquarters address, a contact within the company, an address where the contact person may be reached, in addition to the correct phone, fax, and e-mail address. The Pooling Administrator section also requires the Service Provider to fill in the Pooling Administrator's name, address, phone, fax and e-mail.

Section 1.2 Service Providers who need a thousands-block assignment or for an Location Routing Number (LRN) are required to fill in this section. If needed for an LRN, a CO Code Application needs to also be submitted to the PA. The Service Provider should supply the Numbering Plan Area (NPA); the Local Access Transport Area (LATA), which is a three-digit number that can be found in the TelcordiaTM LERGTM Routing Guide. The Operating Company Number (OCN) assigned to the service provider and the OCN its parent company. An OCN is a four-character alphanumeric assigned by TelcordiaTM Routing Administration (TRA). In addition, the number of thousands-blocks requested should be supplied. The Switch Identification as well as the city or wire center name, rate center, rate center sub zone, homing tandem and CLLITM tandem of the facilities based provider^{xi}. Explanations of these terms may be found in the footnotes.

Section 1.3 The date the Service Provider completes the application should be entered in this section, as well as the Effective Date of the requested thousands-block.

Section 1.4 Service Providers should indicate their type, e.g., local exchange carrier, competitive local exchange carrier, interexchange carrier, CMRS. They also indicate the primary type of business in which the numbering resource is to be used. Service Providers also may indicate their preference for a particular thousands-block, e.g., 321-9XXX, or indicate any thousands-blocks that may be undesirable, e.g., 321-6XXX.

Section 1.5 Service Providers indicate the type of request. Initial requests are for first applications for thousands-blocks in a rate center, growth for additional thousands-blocks in a rate center in which the applicant already has numbering resources, and provide the required evidence as ordered by the FCC.

Section 1.6 Service Providers must indicate the updated/current information in regards to contaminated TNs on the block they are returning to the pool. Blocks with over 10% contamination (101 TNs or more) shall not be returned to the pool unless they meet criteria outlined in section 9.1.2 of these Guidelines. If the block being returned is over 10% contaminated the PA shall seek a new block holder. If question c and/or d have a response of No, the request for return shall be denied. The thousands-block applicant certifies veracity of this form by signing their name, and providing their title and date.

Foot Notes :

- ⁱ Identify the type of change(s) in Section 1.5.
- ⁱⁱ The Pool Administrator is available to assist in completing these forms.
- ⁱⁱⁱ A CO Code application will also need to be submitted to the PA.
- ^{iv} Operating Company Number (OCN) assignments must uniquely identify the applicant. Relative to CO Code assignments, NECA-assigned Company Codes may be used as OCNs. Companies with no prior CO Code or Company Code assignments should contact NECA (800 524-1020) to be assigned a Company Code(s). Since multiple OCNs and/or Company Codes may be associated with a given company, companies with prior assignments should direct questions regarding appropriate OCN usage to (TRA) (732-699-6700).
- ^v This is an eleven-character descriptor of the switch provided by the owning entity for the purpose of routing calls. This is the 11 character CLLITM code of the switch /POI.
- ^{vi} Rate Center name must be a tariffed Rate Center.
- ^{vii} Acknowledgment and indication of disposition of this application will be provided to applicant within seven calendar days from the date of receipt of this application. An incomplete form may result in delays in processing this request.
- ^{viii} Please ensure that the NPA-NXX of the LRN to be associated with this block(s) is/will be active in the network prior to the effective date of the block(s).
- ^{ix} Select if you are the current Block Holder.
- ^x Select if you are not the current Block Holder
- ^{xi} Telcordia, LERG Routing Guide, and CLLI are trademarks of Telcordia Technologies, Inc.

November 21, 2003

Attachment 3

ATIS-0300066.at3

Pooling Administrator's Response/Confirmation
TBPAG Part 3

Tracking Number : **865-
HLSCRSSRDS-
TN-460535**

Date of Application: **07/21/2011** Effective Date: _____
Date of Receipt: **07/21/2011** Date of Response: **07/21/2011**

Service Provider Name: **TENNESSEE TELEPHONE CO.**

(Telcordia TM LERG TM
Routing Guide) OCN: **0575**

NPAC SOA SPID : _____

Pooling Administrator Contact Information:

Genevieve Bettiga Phone: **925-363-7652**

Signature of Pooling
Administrator

Genevieve Bettiga Fax: **925-363-7683**

Name (print)

Email: **genevieve.bettiga@neustar.biz**

NPA-NXX or
NPA-NXX-X : _____

Block
Assigned: _____

Block
Reserved : _____

Block
Reservation
Expiration Date
: _____

Block/Code
Modified : _____

Block/Code
Disconnected : _____

Block Contaminated(Yes or No) : _____

If Yes, enter the number of TNs contaminated : _____

Switch Identification(Switch Entity/POI): ¹

HCRDTNXADS2

Rate Center:

HLSCRSSRDS

Rate Center Sub Zone:

HLSCRSSRDS

X Form Complete, request denied.

Explanation:

DR-57: You do not meet the MTE and/or Utilization requirements, therefore this request for a new code is denied. You may proceed with requesting a State Waiver from the appropriate state commission using this Part 3 denial. If you are in disagreement with the disposition of this request, please refer to the Thousands'Block Number (NXX-X) Pooling Administration Guidelines for the appeals process.

Request withdrawn.

Explanation:

Assignment activity suspended by the administrator.

Explanation:

Remarks:

¹ This is an eleven-character descriptor provided by the owning entity for the purpose of routing calls. This must be the CLLI TM Location Identification code of the switching entity/POI shown on the Part 1A form (Telcordia, LERG ROUTING Guide and CLLI are trademarks of Telcordia Technologies, Inc.)

EXHIBIT B

Appendix 3

May 16, 2008

MONTHS TO EXHAUST and UTILIZATION CERTIFICATION WORK SHEET
- TN Level¹

(Thousands-Block Number Pooling Growth Block Request)

Tracking Number: 615-LAVERGNE-TN-459788

Date: 07/20/2011

OCN: 0575

Company Name: TENNESSEE
TELEPHONE CO.

Rate Center: LAVERGNE

List all Codes NPA(s)-NXX(s) and Blocks NPA(s)-NXX-X(s): 615-213 - A 615-287 - A
615-501 - 0,1,3,4,5,6,7,8,9 615-641 - A 615-793 - A

Name of Block Applicant: Anne Chism

Signature: Anne Chism

Title: Sr. Administrator - Number Management
4680

FAX No.: 608-664-4275

Telephone No.: 608-664-

E-mail: anne.chism@tdstelecom.com

A. Available Numbers: 18187

B. Assigned Numbers: 30813

C. Total Numbering Resources: 49000

D. Quantity of numbers activated in the past 90 days (increments of 1,000 or 10,000)
and excluded from the Utilization calculation ²: 0

List
Excluded
Code(s) N/A
or
Block(s):

Mont	Mont	Mont	Mont	Mont	Mont	Mont	Mont	Mont	Mont	Mont	Mont	Mont
h	h	h	h	h	h	h	h	h	h	h	h	h
#1	#2	#3	#4	#5	#6	#7	#8	#9	#10	#11	#12	

E. Growth History - Previous 6 months³

<u>254</u>	<u>254</u>	<u>824</u>	<u>118</u>	<u>191</u>	<u>135</u>
------------	------------	------------	------------	------------	------------

F. Forecast - Next 12 months⁴

<u>300</u>	<u>300</u>	<u>300</u>	<u>300</u>	<u>300</u>	<u>300</u>	<u>300</u>	<u>300</u>	<u>300</u>	<u>300</u>	<u>300</u>	<u>300</u>	<u>300</u>
------------	------------	------------	------------	------------	------------	------------	------------	------------	------------	------------	------------	------------

G. Average Monthly Forecast (Sum of months 1-6 (Part F above) divided by 6):300.0

H. Months to Exhaust⁵

=
$$\frac{\text{Numbers Available for Assignment to Customers(A)}}{\text{Average Monthly Forecast(G)}}$$

<u>Block Requested</u>	<u>Available Numbers</u>	<u>Months To Exhaust</u>
1	18187	60.623

I. Utilization⁶ =
$$\frac{\text{Assigned Numbers(B) - Excluded Numbers(D)}}{\text{Total Numbering Resources(C) - Excluded Numbers(D)}} \times 100 =$$

62.884

Explanation: _____

¹A copy of this worksheet is required to be submitted to the Pooling Administrator when

requesting additional numbering resources in a rate center. For auditing purposes, the applicant must retain a copy of this document.

²Quantity of numbers activated in the past 90 days is based on blocks and/or codes received from the administrator and shall be reported in increments of 1,000 or 10,000 TNs (e. g.: 2 blocks received=2,000 and 1 code received =10,000).

³Net change in TNs no longer available for assignment in each previous month, starting with the most distant month as Month #1, and Month #6 as the current month.

⁴Forecast of TNs needed in each following month, starting with the most recent month as Month #1.

⁵To be assigned an additional thousands-block (NXX-X) for growth, "Months to Exhaust" must be less than or equal to 6 months. (FCC 00-104, section 52.15 (g) (3) (iii)).

⁶Newly acquired numbers may be excluded from the Utilization calculation (FCC 00104, section 52.15 (g)(3)(ii))

Central Office Code (NXX) Assignment Request
Part 1 December 9, 2005

Tracking
Number: 615-LAVERGNE-TN-459788

Full NXX:
LRN

Type of
Application: ☒ New ☐ Change ☐ Delete

1.0 GENERAL INFORMATION

1.1 Contact Information:

Code Applicant:

Company/Entity Name: TENNESSEE TELEPHONE CO.

Headquarters
Address: 525 Junction Road

City, State, Zip: Madison, WI, 53717

Contact Name: Anne Chism

Contact
Address: 525 Junction Road

City, State, Zip: Madison, WI, 53717

Phone: 608-664-4680 FAX: 608-664-4275
mail: anne.chism@tdstelecom.com

E-

Code Administrator:²

Name: Michael Ortega

Address: 46000 Center Oak Plaza

City, State, Zip: Sterling, VA, 20166

Phone: 571-434-5348 FAX: 571-434-5502

NXX:³ 615 0575 LATA: 470 OCN:⁴
Parent Company's OCN(s)
0881

Switching Identification(Switch Entity/POI)⁵
LVRGTNXARS0

Locality/City/Wire Center: Lavergne Rate Center: LAVERGNE

Homing Tandem Tandem Homing CLLI
Operating Co: Bell South⁷ NSVLTNMT84T⁸

1.3 Dates: Date of Request Effective Date:^{9 10}
Application: 07/20/2011 09/24/2011

☒ By selecting this checkbox, I acknowledge that I am requesting the earliest possible effective date the Administrator can grant. Please note that this only applies to a reduction in the Administrator's processing time, however the request will still be processed in the order received.

Request Expedited Treatment? Yes _____ No X

1.4 a) Type of company/entity requesting the code: Incumbent Local Exchange Carrier (ILEC) (LEC, IC, CMRS, Other)

b) Types of service: Wireline (e.g., Cellular - Type 2)

c) Code Assignment Preference (Optional) 615-721

d) Codes that are undesirable, if any _____

e) Type of change (Mark all that apply)

☐ OCN-Intra-company¹¹ ☐ Switching Id ☐ Rate Center ☐ Tandem
Homing CLLI

☐ OCN-Inter-company¹² ☐ Effective Date ☐ LATA ☐ Extend
Reservation

1.5 Type of Request (Initial, growth, etc.) Growth

If an initial code, attach (1) evidence of certification and (2) proof of ability to place code in service within 60 days. If a growth code, attach months to exhaust worksheet.

Pooling Indicator: ¹³ ☒ Yes

☐ No

1.6 NPA Jeopardy Criteria Apply: ☐ Yes ☐ No

1.7 Code request for new service (Explain): _____

1.8 It is the code applicant's responsibility to arrange input of Part 2 information into BIRRDS. The 45-calendar day nationwide minimum interval cut-over for BIRRDS will not begin until input into BIRRDS has been completed.

Comments:

I hereby certify that the above information requesting an NXX code is true and accurate to the best of my knowledge and that this application has been prepared in accordance with Central Office Code (NXX) Assignment Guidelines posted to the ATIS Web Site (<http://www.atis.org/atis/clc/inc/incdocs.htm>) as of the date of this application:¹⁴

Anne Chism

Signature of Code Applicant

Sr. Administrator
- Number
Management

Title

07/20/2011

Date

¹ Identify type and reason for change(s) in Section 1.4(e).

² A list of the current Code Administrator(s) who can provide assistance in completing this form is available upon request from NANPA.

³ The NXX field is required for any code request in which there is a change or the NXX is being returned.

⁴ Operating Company Number (OCN) assignments must uniquely identify the applicant. Relative to CO Code assignments, NECA-assigned Company Codes may be used as OCNs. Companies with no prior CO Code or Company Code assignments may contact NECA (800-228-8597) to be assigned a Company Code(s). Since multiple OCNs and/or Company Codes may be associated with a given company, companies with prior assignment should direct questions regarding appropriate OCN usage to the TelcordiaTM Routing Administration (TRA) on 732-699-6700.

⁵ This is an eleven-character descriptor of the switch provided by the owning entity for the purpose of routing calls. This is the eleven-character TelcordiaTM COMMON LANGUAGE CLLITM Location Identification of the applicant's switch or POI. (Telcordia and CLLI are trademarks and COMMON LANGUAGE is a registered trademarks of Telcordia Technologies, Inc.)

⁶ Rate Center name must be a tariffed Rate Center associated with toll billing.

⁷ Applies to any code applicant connecting to the Public Switched Telephone Network via

a tandem owned by a different carrier.

⁸ This is an eleven-character descriptor provided by the owning entity for the purpose of routing calls. This must be the CLLI™ Location Identification Code of the switching entity/POI, and is the same on Part 2, Form 1, Page 2 of 2.

⁹ Code applicants should request an effective date that is at least 66 calendar days from the submission of this form. It should be noted that interconnection arrangements and facilities need to be in place prior to activation of a code. Such arrangements are outside the scope of these guidelines.

¹⁰ Requests for code assignment shall not be made more than six months prior to the requested effective date.

¹¹ Select if you are the current Code Holder

¹² Select if you are not the current Code Holder

¹³ The Applicant will indicate "YES" if the NXX being requested will be used for thousands-block number pooling and will leave this field blank if it is not.

¹⁴ An incomplete form may result in delays in processing this request.

Thousands-Block Application Form - Part 1A

Tracking Number: 615-
LAVERGNE-TN-
459788
Full NXX: LRN

Type of Application: ☒ New ☐ Change ☐ Disconnect

GENERAL APPLICATION INFORMATION

1.1 Contact Information:

Block Applicant:

Company Name: TENNESSEE TELEPHONE CO.

Headquarters Address: 525 Junction Road

City, State, Zip: Madison, WI, 53717

Contact Name: Anne Chism

Contact Address: 525 Junction Road

City, State, Zip: Madison, WI, 53717

Phone: 608-664-4680 FAX: 608-664-4275 E-mail: anne.chism@tdstelecom.com

Pooling Administrator:ⁱⁱ

Contact Name: Genevieve Bettiga

Contact Address: 1800 Sutter St

City, State, Zip: Concord, CA, 94520

Phone: 925-363-7652 FAX: 925-363-7683

E-mail: genevieve.bettiga@neustar.biz

1.2 General Information:

Check one : No LRN needed _____ LRN needed ⁱⁱⁱ X

NPA: 615 LATA: 470 OCN: ^{iv} 0575 Parent Company's OCN 0881

Number of Thousands-Blocks Requested : 1

Switching Identification(Switch Entity/POI) : ^v

LVRGTNXARS0

City or Wire Center Name : _____

Rate Center: ^{vi} LAVERGNE

Lavergne

Rate Center Sub Zone: Lavergne

1.3 Dates:

Date of Application: ^{vii} 07/20/2011

Requested Block Effective Date: ^{viii} 09/24/2011

☒ By selecting this checkbox, I acknowledge that I am requesting the earliest possible effective date the Administrator can grant. Please note that this only applies to a reduction in the Administrator's processing time, however the request will still be processed in the order received.

Request Expedited Treatment? (See Section 8.6) Yes _____ No X

1.4 Type of Service Provider Requesting the Thousands-Block :

a) Type of Service Provider : Incumbent Local Exchange Carrier (ILEC)
(LEC, IXC, CMRS, Other)

b) Primary type of service Blocks to be used for : Wireline

c) Thousands-Block(s) (NXX-X) assignment Preference (Optional) 615-721

d) Thousands-Block(s) (NXX-X) that are undesirable for this assignment , if any _____

e) If requesting a code for LRN purposes, indicate which block(s) you will be keeping(the remainder of the blocks will be given to the pool) 615-xxx-1,

1.5 Type of Request:

Initial block for rate center : Yes _____ If Yes , attach evidence of authorization and proof of capability to provide service within 60 days.

Growth block for rate center : Yes X If Yes , attach months to exhaust worksheet

☐ By selecting this checkbox, I acknowledge that I am willing to accept a block in red and explicitly understand that the underlying CO code may not yet be activated in the PSTN and loaded in the NPAC on the block effective date.

Type of change(Mark all that apply)

☐ OCN:Intra-company^{ix} ☐ Switching Id ☐ Part 1B

☐ OCN:Inter-company^x ☐ Effective Date

Change block : Yes _____ If Yes , list NPA-NXX-X _____

1.6 Block Return :

a) Is this block Contaminated Yes _____
No _____

b) If Yes how many TNs are NOT available for assignment : _____

c) Have all new Intra SP ports been completed in the NPAC Yes _____ No _____

d) Has this block been protected from further assignment Yes _____ No _____

Disconnect block : Yes _____ If Yes , list NPA-NXX-X _____

Remarks:

I hereby certify that the above information requesting an NXX-X block is true and accurate to the best of my knowledge and that this application has been prepared in accordance with the Thousands-Block (NXX-X) Pooling Administration Guidelines(ATIS-0300066) available on the ATIS web site (<http://www.atis.org/inc>) or by contacting inc@atis.org as of the date of this application.

Anne Chism

Sr.
Administrato 07/20/2011
r - Number

Signature of Block Applicant

Management

Title

Date

Instructions for filling out each Section of the Part 1A form:

Section 1.1 Contact information requires that Service Providers supply under "Block Applicant" the company name, company headquarters address, a contact within the company, an address where the contact person may be reached, in addition to the correct phone, fax, and e-mail address. The Pooling Administrator section also requires the Service Provider to fill in the Pooling Administrator's name, address, phone, fax and e-mail.

Section 1.2 Service Providers who need a thousands-block assignment or for an Location Routing Number (LRN) are required to fill in this section. If needed for an LRN, a CO Code Application needs to also be submitted to the PA. The Service Provider should supply the Numbering Plan Area (NPA); the Local Access Transport Area (LATA), which is a three-digit number that can be found in the TelcordiaTM LERGTM Routing Guide. The Operating Company Number (OCN) assigned to the service provider and the OCN its parent company. An OCN is a four-character alphanumeric assigned by TelcordiaTM Routing Administration (TRA). In addition, the number of thousands-blocks requested should be supplied. The Switch Identification as well as the city or wire center name, rate center, rate center sub zone, homing tandem and CLLITM tandem of the facilities based provider^{xi}. Explanations of these terms may be found in the footnotes.

Section 1.3 The date the Service Provider completes the application should be entered in this section, as well as the Effective Date of the requested thousands-block.

Section 1.4 Service Providers should indicate their type, e.g., local exchange carrier, competitive local exchange carrier, interexchange carrier, CMRS. They also indicate the primary type of business in which the numbering resource is to be used. Service Providers also may indicate their preference for a particular thousands-block, e.g., 321-9XXX, or indicate any thousands-blocks that may be undesirable, e.g., 321-6XXX.

Section 1.5 Service Providers indicate the type of request. Initial requests are for first applications for thousands-blocks in a rate center, growth for additional thousands-blocks in a rate center in which the applicant already has numbering resources, and provide the required evidence as ordered by the FCC.

Section 1.6 Service Providers must indicate the updated/current information in regards to contaminated TNs on the block they are returning to the pool. Blocks with over 10% contamination (101 TNs or more) shall not be returned to the pool unless they meet criteria outlined in section 9.1.2 of these Guidelines. If the block being returned is over 10% contaminated the PA shall seek a new block holder. If question c and/or d have a response of No, the request for return shall be denied. The thousands-block applicant certifies veracity of this form by signing their name, and providing their title and date.

Foot Notes :

- ⁱ Identify the type of change(s) in Section 1.5.
- ⁱⁱ The Pool Administrator is available to assist in completing these forms.
- ⁱⁱⁱ A CO Code application will also need to be submitted to the PA.
- ^{iv} Operating Company Number (OCN) assignments must uniquely identify the applicant. Relative to CO Code assignments, NECA-assigned Company Codes may be used as OCNs. Companies with no prior CO Code or Company Code assignments should contact NECA (800 524-1020) to be assigned a Company Code(s). Since multiple OCNs and/or Company Codes may be associated with a given company, companies with prior assignments should direct questions regarding appropriate OCN usage to (TRA) (732-699-6700).
- ^v This is an eleven-character descriptor of the switch provided by the owning entity for the purpose of routing calls. This is the 11 character CLLITM code of the switch /POI.
- ^{vi} Rate Center name must be a tariffed Rate Center.
- ^{vii} Acknowledgment and indication of disposition of this application will be provided to applicant within seven calendar days from the date of receipt of this application. An incomplete form may result in delays in processing this request.
- ^{viii} Please ensure that the NPA-NXX of the LRN to be associated with this block(s) is/will be active in the network prior to the effective date of the block(s).
- ^{ix} Select if you are the current Block Holder.
- ^x Select if you are not the current Block Holder
- ^{xi} Telcordia, LERG Routing Guide, and CLLI are trademarks of Telcordia Technologies, Inc.

November 21, 2003

Attachment 3

ATIS-0300066.at3

Pooling Administrator's Response/Confirmation
TBPAG Part 3

Tracking Number : 615-
LAVERGNE-TN-
459788

Date of Application: 07/20/2011 Effective Date: _____

Date of Receipt: 07/20/2011 Date of Response: 07/20/2011

Service Provider Name: TENNESSEE TELEPHONE CO.

(Telcordia TM LERG TM
Routing Guide) OCN: 0575

NPAC SOA SPID : _____

Pooling Administrator Contact Information:

Genevieve Bettiga Phone: 925-363-
7652

Signature of Pooling
Administrator

Genevieve Bettiga Fax: 925-363-
7683

Name (print)

Email: genevieve.bettiga@neustar.biz

NPA-NXX or
NPA-NXX-X : _____

Block
Assigned: _____

Block
Reserved : _____

Block
Reservation
Expiration Date
: _____

Block/Code
Modified : _____

Block/Code
Disconnected : _____

Block Contaminated(Yes or No) : _____

If Yes, enter the number of TNs contaminated : _____

Switch Identification(Switch Entity/POI): ¹

LVRGTNXARSO

Rate Center:

LAVERGNE

Rate Center Sub Zone:

Lavergne

X Form Complete, request denied.

Explanation:

DR-57: You do not meet the MTE and/or Utilization requirements, therefore this request for a new code is denied. You may proceed with requesting a State Waiver from the appropriate state commission using this Part 3 denial. If you are in disagreement with the disposition of this request, please refer to the Thousands'Block Number (NXX-X) Pooling Administration Guidelines for the appeals process.

Request withdrawn.

Explanation:

Assignment activity suspended by the administrator.

Explanation:

Remarks:

¹ This is an eleven-character descriptor provided by the owning entity for the purpose of routing calls. This must be the CLLI TM Location Identification code of the switching entity/POI shown on the Part 1A form (Telcordia, LERG ROUTING Guide and CLLI are trademarks of Telcordia Technologies, Inc.)

EXHIBIT C

Petition of Tennessee Telephone Company

Halls Crossroads Rate Center

[illegible]

LaVergne Rate Center

NPA - NXX	Available Numbers	Assigned Numbers	Total Number Resources	Utilization
615-280	58	691	1,000	69.10%
615-501	5923	2271	9,000	28.39%
615-213	2450	7500	10,000	75.00%
615-287	2152	7572	10,000	75.72%
615-641	3717	5632	10,000	56.32%
615-793	3211	6275	10,000	62.75%
Total	17511	29941	50000	61.21%