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Via Overnight Delivery & Electronic Mail

Chairman Dr. Kenneth C. Hill
c/o Sharla Dillon, Dockets and Records Manager
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37243-0505
Sharla.Dillon@tn.gov

Re: Docket No. 11-00165; Petition of First Communications, LLC, Globalcom, Inc., and Gores AC Holdings, LLC for Approval to Transfer Control

Dear Chairman Hill:

First Communications, LLC, Globalcom, Inc., and Gores AC Holdings, LLC (collectively "Petitioners"), by their undersigned counsel, respectfully notify the Authority that they are withdrawing their Petition in Docket No. 11-00165 without prejudice. Petitioners request that the Authority treat the Petition as an informational filing to ensure the continuing accuracy of the Authority's records.

As of October 20, 2011, FCL and Globalcom each notified the Authority of its election to operate pursuant to market regulation in accordance with T.C.A. § 65-5-109. Given this election, Petitioners understand that Authority approval will not be required under T.C.A. § 65-4-113 to enable the parties to consummate the transaction described in the Petition. Withdrawal of the Petition is therefore appropriate and in the public interest. Petitioners respectfully request that the Authority allow the withdrawal of the Petition without prejudice.

Enclosed for filing are an original and four (4) copies of this letter. Please date-stamp the enclosed extra copy of this filing and return it in the envelope provided. A copy of this filing is also being submitted via electronic mail. Should you have any questions, please do not hesitate to contact us.

Respectfully submitted,



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Counsel for Petitioners

cc: Jerry Kettles
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