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February 28, 2012
Via Overnight Delivery

Ms. Sharla Dillon, Dockets & Records Manager
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37243-0505

Attn: Utilities Division

12-00017

RE: Airespring, Inc. Notification of Intent to Operate pursuant to Market Regulation

Dear Ms. Dillon:

Enclosed for filing please find the original and thirteen (13) copies of this letter to notify the Tennessee Regulatory Authority ("TRA") of Airespring, Inc.'s intent to operate pursuant to market regulation, in accordance with amended T.C.A. Section 65-5-109 enacted May 21, 2009. On that basis, Airespring requests immediate cancellation of its local and long distance tariffs on file with the TRA.

Airespring, Inc. was granted authority as an interexchange carrier pursuant to order issued on April 2, 2004 in Docket No. 04-00048 and was granted authority to resell local telecommunication services on November 2, 2007 in Docket No. 07-00157.

Airespring, Inc. understands that it remains subject to, and will comply with the jurisdictional requirements as set forth in the new legislation as applicable, including payment of inspection fees, contribution to TDAP, and filing of annual Small & Minority Owned Business Plan updates.

Sincerely,

Thomas M. Forte
Consultant to AireSpring, Inc.

cc: C. Firstman, Airespring
file: Airespring - Tennessee - Local
Airespring - Tennessee - IXC
tms: TNx1201

Enclosures
TF/im