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Jean Stone, General Counsel
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37238

filed electronically in docket
office on 11/15/12

Re: *Transfer of Certificates of TCG Midsouth, Inc.*
Docket No. 12-00076

Dear General Stone:

On October 3, 2012, AT&T informed the Authority of an internal consolidation involving TCG MidSouth, Inc. Some information in that letter was incorrect, and this notice replaces the letter filed on October 3 in its entirety.

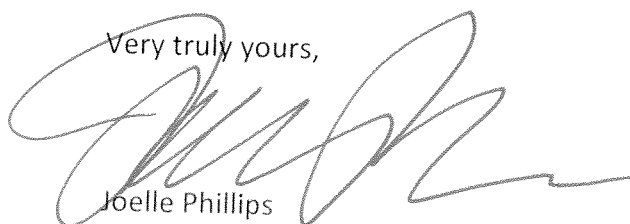
In connection with the upcoming consolidation of AT&T affiliates, this letter advised that AT&T will conduct in internal consolidation of affiliates to merge TCG MidSouth, Inc. (TCG) into Teleport Communications America, LLC (Teleport). There will be no change in the rates or substantive terms and conditions under which Teleport, will serve Tennessee customers and are currently being served by TCG. Teleport will comply with the terms of TCG's tariff in providing notices to consumers. This transaction will close on or about December 31, 2012. The certificates of the TCG entities will be transferred to Teleport at that time.

Teleport is currently a wholly owned subsidiary of Teleport Communications Group Inc. which is a wholly owned subsidiary of AT&T Corp, Inc., and will remain so after this consolidation.

Consistent with the similar notice letter filed in connection with the consolidation of AT&T of the South Central States earlier this year, this letter will serve as evidence that the certificates previously held by TCG have been transferred to Teleport.

Thank you for your assistance. We apologize for any confusion that may have resulted from the October 3 notice.

Very truly yours,



Joelle Phillips

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