

# TENNESSEE REGULATORY AUTHORITY



October 28, 2014

502 Deaderick Street, 4<sup>th</sup> Floor  
Nashville, Tennessee 37243

Brian Rankin  
Senior Deputy General Counsel  
Vice-President, Chief Regulatory Counsel – Cable  
Comcast Corporation  
1701 John F. Kennedy Boulevard, 55<sup>th</sup> Floor  
Philadelphia, PA 19103

Henry Walker  
Bradley, Arant, Boult, Cummings  
Roundabout Plaza  
1600 Division Street, Suite 700  
Nashville, TN 37203

RE: Docket No. 14-00067, *Petition of Midwest Cable Phone of Tennessee, LLC for a Certificate as a Competing Telecommunications Service Provider*

Dear Mr. Rankin and Mr. Walker:

The Tennessee Regulatory Authority received the above referenced petition on June 17, 2014. According to the petition, Midwest Cable Phone of Tennessee, LLC will become an indirect, wholly owned subsidiary of Midwest Cable in conjunction with the closing date of a transaction involving Comcast Corporation and Charter Communications, Inc. To assist the Tennessee Regulatory Authority in its review of Midwest Cable Phone of Tennessee, LLC's application for Certificate of Convenience and Necessity to provide competing local exchange telecommunications services in Tennessee, you are requested to provide the following information:

- 1) What is the status of the transaction between Comcast Corporation and Charter Communications, Inc. referenced at the time of this filing?
- 2) What is the anticipated closing date of the transaction?
- 3) Is it the intent of Midwest to have its Application heard and considered by the Authority after the spin-off of Midwest Cable, LLC has taken place?

If so, Midwest should notify the Authority once the spin-off has been completed and supplement its Application to reflect Midwest Cable Phone of Tennessee's

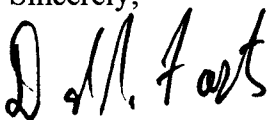
managerial, technical and financial qualifications to provide telecommunications services after the spin-off. In other words, Midwest should verify that all anticipated managerial, technical, and financial qualifications asserted in the application prior to the spin-off have actually taken place.

If Midwest intends for the Authority to hear and consider the application prior to the spin-off taking place, please provide Midwest Cable Phone of Tennessee's managerial, technical, and financial qualifications of Midwest that are currently in place and exist prior to the spin-off. In addition, Midwest should amend its application to include all required information based on current, not anticipated, qualifications.

- 4) Provide the name and telephone number of the person authorized to respond to Tennessee Regulatory Authority inquiries.
- 5) Specifically what types of "regulated and unregulated telecommunications services" will Midwest Cable Phone of Tennessee, LLC be offering in Tennessee?
- 6) Have any of the anticipated post spin-off subsidiaries of Midwest Cable, Inc. been approved in other states? If so, list the states and the authority received by each.

It is requested that this information be provided no later than 2:00 pm on November 14, 2014 and that you reference Docket Number 14-00067 on the response. In accordance with TRA rules submit either (1) thirteen written copies of your response or (2) four written copies and an electronic version. Should you have questions regarding this request, please contact Lisa Foust at 615-770-6886.

Sincerely,

A handwritten signature in black ink, appearing to read "D. Foster", written over the printed name.

David Foster  
Utilities Division Chief