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September 18, 2014

VIA FED EX

Herbert H. Hilliard, Chairman
Tennessee Regulatory Authority
c/o Sharla Dillon, Dockets and Records Manager
Tennessee Regulatory Authority
502 Deaderick Street, 4th Floor
Nashville, TN 37243

14-00099

Re: *Informal Notice Regarding the Transfer of Control of SNET America, Inc.,
Carrier ID No. 113867*

Dear Chairman:

This letter notifies the Tennessee Regulatory Authority ("TRA") of a proposed transaction that will result in a transfer of control of SNET America, Inc. ("SNET America") from AT&T Inc. ("AT&T") to Frontier Communications Corporation ("Frontier") (collectively, the "Parties"). The proposed transaction will result only in a change of ownership of SNET America. Moreover, SNET America has no customers in Tennessee.

SNET America submitted a Notice of Intent to Operate Pursuant to Market Regulation ("Notice") in accordance with T.C.A. § 65-5-109 (Docket No. 14-00014), and thus no formal approval of the transaction is required from the TRA. At the request of TRA Staff, however, a courtesy copy or informal notice of the proposed transaction is being provided.

Parties to the Transaction

SNET America is certificated to provide operator services and/or resell telecommunications services State-wide in Tennessee pursuant to TRA Docket No. 95-02946.¹ SNET America is a corporation organized under the laws of Connecticut. Its principal offices are located at 310 Orange Street, New Haven Connecticut, 06510. SNET America is a wholly-owned direct subsidiary of AT&T Teleholdings, Inc., which is in turn a wholly-owned direct subsidiary of AT&T.

¹ SNET America was issued Carrier ID No. 113867 by the TRA.

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Frontier is a publicly traded corporation organized under the laws of Delaware. Its principal offices are located at 3 High Ridge Park, Stamford, Connecticut, 06905. Frontier provides an array of telecommunications and broadband services through its wholly-owned operating companies, including local and long distance voice, broadband data, and video services.²

Designated Contacts

Questions, correspondence, or other communications concerning this letter should be directed to signatory of this letter and the following contacts:

For Frontier:

Kevin Saville
Vice President & Associate General Counsel
Frontier Communications Corporation
2378 Wilshire Boulevard
Mound, Minnesota 55364
952-491-5564 (tele.)
952-491-5577 (fax)
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For SNET America:

Tom Alexander
General Attorney
AT&T Services, Inc.
111 E Capitol St., Rm. 6038
Jackson, Mississippi 39201
601-592-6560 (tele.)
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Description and Benefits of Transaction

On December 16, 2013, Frontier and AT&T entered into a Stock Purchase Agreement (the "Agreement") pursuant to which Frontier will acquire control over The Southern New England Telephone Company ("SNET"), which provides services in the state of Connecticut, and SNET America, which is SNET's long distance affiliate.³ Thus, the proposed transfer of control of SNET America to Frontier is part of this larger transaction in which Frontier has agreed to acquire SNET from AT&T.

Upon completion of the transaction, SNET America will become a wholly-owned direct subsidiary of Frontier. The transaction will not affect SNET's rates, terms and conditions, nor

² Frontier is the parent company of the following three companies that are authorized by the TRA to provide a variety of telecommunications services in Tennessee: Frontier Communications of Tennessee (Carrier ID No. 74668); Frontier Communications of The Volunteer State (Carrier ID No. 20); and Frontier Communications of America (Carrier ID No. 118071).

³ SNET neither holds authority nor provides service in Tennessee.

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will it result in any assignment of any authorizations. It is therefore anticipated that the change in ownership of SNET America will be seamless.⁴

The proposed transaction is anticipated to close in late October 2014.

* * *

An original and four (4) copies of this filing are enclosed, along with a CD version. Also enclosed is an extra copy for the records of the Parties to these transactions. Please date-stamp the extra copy of this filing and return it in the envelope provided. If you have any questions regarding the transfer of control of SNET America to Frontier, please do not hesitate to contact us.

Sincerely,


Debrea M. Terwilliger
Counsel to Frontier Communications Corporation

cc: Kevin Saville
Tom Alexander

⁴ SNET America currently operates under the trade name AT&T Long Distance, which will change after closing of the proposed transaction. Frontier will follow any applicable Tennessee filing requirements associated with such changes.