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BEFORE THE TENNESSEE REGULATORY AUTHORITY
NASHVILLE, TENNESSEE

IN RE:

APPLICATION OF MEMPHIS NETWORKX, LLC
FOR A CERTIFICATE OF PUBLIC CONVENIENCE
AND NECESSITY TO PROVIDE INTRASTATE
TELECOMMUNICATION SERVICES AND JOINT
PETITION OF MEMPHIS LIGHT GAS & WATER
DIVISION, A DIVISION OF THE CITY OF
MEMPHIS, TENNESSEE ("MLGW") AND A&L
NETWORKS-TENNESSEE, LLC ("A&L") FOR
APPROVAL OF AGREEMENT BETWEEN MLGW
AND A&L REGARDING JOINT OWNERSHIP OF
MEMPHIS NETWORKX, LLC.

DOCKET NO. 99-00909

SUBPOENA DUCES TECUM OF ELIZABETH BROWN

TO: Elizabeth Brown
6285 Royal ~~News~~ Drive.
Millington, Tennessee 38053

Pursuant to Tennessee Code Annotated § 4-5-311(a), you are hereby commanded to appear at the time, dates and place specified below for the purpose of giving testimony. In addition, you are to produce and make available the items listed. Failure to appear and/or produce the listed items may result in punishment by fine and/or imprisonment, as provided by law.

TIME & DATES: 3:00 P.M. – July 18, 2000;
9:00 A.M. – July 19, 2000; and
9:00 A.M. – July, 20, 2000

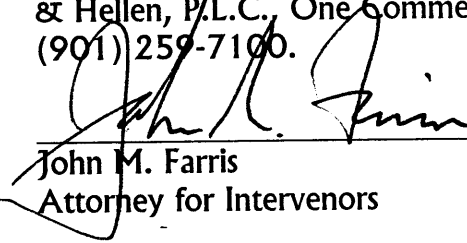
PLACE: Tennessee Regulatory Authority's Hearing Room on the
Ground Floor, 460 James Robertson Parkway, Nashville,
Tennessee.


ITEMS TO BRING: Any and all documents related, in any way, to the Shelby
County circuit court lawsuit, Brown v. A&L Underground,
Inc. (complaint attached hereto). "Document" is defined
as any medium, including computers or other electronic
media, upon which intelligence or information can be
recorded, stored and/or retrieved, and includes, without
limitation, the original and the copy, regardless of origin or

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location, of any book, record, report, statement, diary, calendar, schedules, progress schedules, time logs, drawings, notes, audio tape, video tape, computer disk, computer tape, computer printout, electronic or voice-mail message, pamphlet, periodical, letter, memorandum (including memorandum, note or report of a meeting or conversation or any other written, typed, reported, transcribed, punched, taped, filmed, electronic or graphic mater, however produced or reproduced. *Include all checks, contracts, loan documents and other documents.*

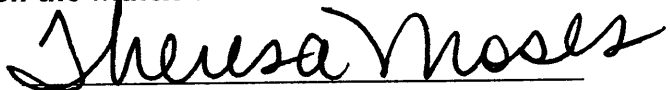
This subpoena is being issued on behalf of the Intervenor in the referenced docket, Time Warner Telecom of the Mid-South, L.P., Time Warner Communications of the Mid-South, and the Tennessee Cable Telecommunications Association, represented by John M. Farris of the law firm of Farris, Mathews, Branan, Bobango & Hellen, P.L.C., One Commerce Place, Suite 2000, Memphis, Tennessee 38103, (901) 259-7100.


John M. Farris
Attorney for Intervenor


David Waddell
Executive Secretary of the Tennessee Regulatory Authority

RETURN ON SERVICE

I, Theresa Moses, certify that on the date indicated below, I served a copy of this subpoena on the witness stated above.


Theresa Moses

I, Elizabeth Brown, acknowledge being served with this subpoena on the date indicated below.


Elizabeth Brown

DATE OF SERVICE: 7-12-00 145 pm

Sworn to and subscribed before me on this _____ day of _____, 2000.

Notary Public

My Commission Expires: