

BEFORE THE TENNESSEE REGULATORY AUTHORITY

NASHVILLE, TENNESEE

JANUARY 5, 2000

IN RE:

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

DOCKET NO. 99-00909

ORDER APPOINTING A PRE-HEARING OFFICER

This matter came before the Tennessee Regulatory Authority (the "Authority") at a regularly scheduled Authority Conference held on December 20, 1999, upon the Application of Memphis Networkx, L.L.C. for a Certificate of Public Convenience and Necessity to Provide Intrastate Telecommunications 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.

At the above-referenced Authority Conference, the Directors considered the appointment of a Pre-Hearing Officer and voted unanimously to appoint General Counsel or his designee to act as Pre-Hearing Officer in this matter to render decisions on petitions for

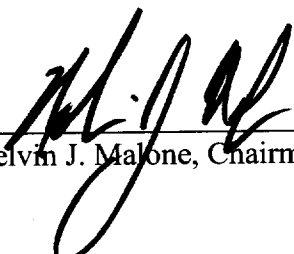
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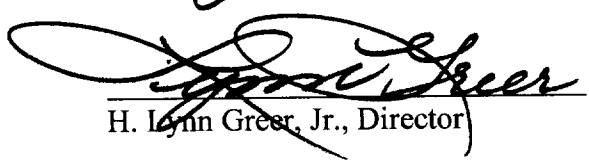
intervention, to hear preliminary matters prior to the Hearing, and to set a procedural schedule to completion.


IT IS THEREFORE ORDERED THAT:

1. The General Counsel or his designee is appointed as Pre-Hearing Officer in this matter to render decisions on petitions for intervention, to hear preliminary matters prior to the Hearing, and to set a procedural schedule to completion.

2. Any party aggrieved with the Authority's decision in this matter may file a Petition for Reconsideration with the Authority within ten (10) days from the date of this Order.



Melvin J. Malone, Chairman

H. Lynn Greer, Jr., Director

Sara Kyle, Director

ATTEST:



K. David Waddell, Executive Secretary