

JAMES MEZA III
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February 18, 2005

Mrs. Blanca S. Bayó
Division of the Commission Clerk and
Administrative Services
Florida Public Service Commission
2540 Shumard Oak Boulevard
Tallahassee, FL 32399-0850

Re: **Docket No.: 040130-TP**
**Joint Petition for Arbitration of NewSouth Communications Corp., NuVox
Communications Corp., KMC Telecom V, Inc., KMC Telecom III LLC, and
Xspedius Communications, LLC on Behalf of its Operating Subsidiaries
Xspedius Management Co. Switched Services, LLC and Xspedius
Management Co. of Jacksonville, LLC**

Dear Ms. Bayó:

Enclosed is an original and fifteen copies BellSouth Telecommunications, Inc.'s Exhibit ELO-1 that was inadvertently omitted from the official filing of Rebuttal Testimony for Eddie L. Owens on February 7, 2005, which we ask that you file in the captioned docket.

A copy of this letter is enclosed. Please mark it to indicate that the original was filed and return the copy to me. Copies have been served to the parties shown on the attached Certificate of Service.

Sincerely,


James Meza III

Enclosures

cc: All Parties of Record
Marshall M. Criser III
R. Douglas Lackey
Nancy B. White

DOCUMENT NUMBER-DATE
01727 FEB 18 05
FPSC-COMMISSION CLERK

**CERTIFICATE OF SERVICE
DOCKET NO. 040130-TP**

I HEREBY CERTIFY that a true and correct copy of the foregoing was served via Electronic Mail and First Class U. S. Mail this 18th day of February, 2005 to the following:

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James Meza III

Mergers & Acquisitions Process

HOME

- 1.0 Description**
- 2.0 Expectations**
- 3.0 Restrictions**
- 4.0 Rates**
- 5.0 Let's Get Started**
- 6.0 Collocation**
- 7.0 Forms**
- 8.0 Links**
- 9.0 Glossary**
- 10.0 FAQs**
- 11.0 Contact Us**

Welcome

WELCOME to the Mergers and Acquisitions (M&A) home page. The Mergers and Acquisition Process is designed to assist Wholesale Customers during their merger, acquisition, and consolidation of accounts. The Process supports all Wholesale Customers and provides step by step instructions and guidance for the ease of this critical transaction.

This home page contains links to supporting processes in an effort to provide comprehensive information useful during and at the conclusion of the M&A process. These pages contain the documents and forms essential to the M&A process, frequently asked questions as well as a method to contact us for further assistance.

If you have any questions, please contact **Your BellSouth Mergers and Acquisition Chairperson** via e-mail at [Contact Us](#). BellSouth will respond in 3 business days.

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Mergers & Acquisitions Process

[HOME](#)

[1.0 Description](#)

[2.0 Expectations](#)

[3.0 Restrictions](#)

[4.0 Rates](#)

[5.0 Let's Get Started](#)

[6.0 Collocation](#)

[7.0 Forms](#)

[8.0 Links](#)

[9.0 Glossary](#)

[10.0 FAQs](#)

[11.0 Contact Us](#)

1.0 Description

A merger is defined as the consolidation of two companies. In a merger, the merged company ceases to exist as a separate business and legal entity. The acquiring company assumes the assets, liabilities, franchises, and powers of the merged company by operation of law (i.e., automatically).

An acquisition applies when Company A acquires some or all of the property of company B. Typically asset acquisitions involve the transfer of some of the telephone "exchanges" operated by the selling company

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HOME

- 1.0 Description
- 2.0 Expectations
- 3.0 Restrictions
- 4.0 Rates
- 5.0 Let's Get Started
- 6.0 Collocation
- 7.0 Forms
- 8.0 Links
- 9.0 Glossary
- 10.0 FAQs
- 11.0 Contact Us

Mergers & Acquisitions Process

2.0 Expectations

The acquiring CLEC or IXC will complete Level 1 and Level 2 Checklists that will assist BellSouth in determining how the transaction will be managed. The acquiring CLEC or IXC will also be responsible for providing a spreadsheet inventory of the transferring assets.

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HOME

- 1.0 Description
- 2.0 Expectations
- 3.0 Restrictions
- 4.0 Rates
- 5.0 Let's Get Started
- 5.0 Collocation
- 7.0 Forms
- 8.0 Links
- 9.0 Glossary
- 10.0 FAQs
- 11.0 Contact Us

Mergers & Acquisitions Process

3.0 Restrictions

- No interruption or disconnection in service use.
- No relocation of all existing service.
- The new customer (Assignee) assumes all outstanding indebtedness for such services, any un-expired portion of the minimum period, and the termination liability (if any) associated with the services involved in the transfer. If the new customer does not agree to assume responsibility for all charges, Transfer of Service is not applicable and N & D orders are required.
- An outright purchase
- Acquisition of an existing business
- The merging of two or more existing businesses
- Establishment of a new/changed business structure; i.e.

Sole ownership - Partnership - Corporation

- No service order(s) will be issued/released to execute a Transfer of Service prior to the receipt of proper written agreement from both the Assignor (former owner) and the Assignee (new owner). If the former company has already been dissolved, the Transfer Document will not be appropriate.

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HOME

- 1.0 Description**
- 2.0 Expectations**
- 3.0 Restrictions**
- 4.0 Rates**
- 5.0 Let's Get Started**
- 6.0 Collocation**
- 7.0 Forms**
- 8.0 Links**
- 9.0 Glossary**
- 10.0 FAQs**
- 11.0 Contact Us**

Mergers & Acquisitions Process

4.0 Rates

The cost of implementing the merger changes within BellSouth is dependent of the quantity and type of services involved in the merger as well as tariff defined and negotiated rates.

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HOME

1.0 Description

2.0 Expectations

3.0 Restrictions

4.0 Rates

5.0 Let's Get Started

6.0 Collocation

7.0 Forms

8.0 Links

9.0 Glossary

10.0 FAQs

11.0 Contact Us

Mergers & Acquisitions Process

5.0 Let's Get Started

- Contact BellSouth as noted in the notices section of the Interconnection Agreement or your Account Team Representative, we will guide you through the process and advise where to submit forms.
- Request PSC approval of the acquisition
- Verify all NECA changes and additions
- Complete and submit credit profile

<http://interconnection.bellsouth.com/forms/lec/pdf/rf-3950.pdf>

- Submit a letter providing the details of the "assumption of services" should be from the 'acquiring' customer on their letterhead
- Complete and submit level 1 checklist
- Provide inventory spreadsheets
- Should document how the 'transferring' customer's ACNA and/or OCN will be used in the issuance of service orders if applicable.
- Provide all legal names that are used or will be used in the application to BellSouth Sign the Transfer Agreement

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Complete, sign and fax to: 404-986-0166 Attention: Business Credit Management		Estimated Monthly billing with BellSouth \$ _____	
For questions concerning this application call 888-634-4114		New customer <input type="checkbox"/> Existing customer <input type="checkbox"/>	
Please Print And Complete All Information.		Attach Copy of Fiscal Audited Statement (if available)	
Business Name (Legal Name)		Doing Business As (Trade Style)	
Please Check One: <input type="checkbox"/> Corporation <input type="checkbox"/> Partnership <input type="checkbox"/> Sole-Proprietor <input type="checkbox"/> Other			
Street Address		City	State Zip
Corporate Office Location (If different from above)		City	State Zip
(Area Code) Telephone Number	(Area Code) Fax Number	E mail address of business	
Are you presently a Bellsouth Customer in another area of business? <input type="checkbox"/> Yes <input type="checkbox"/> No			
Contact name for additional information (if needed)			
President		CFO	CEO
Company History			
Year Business Established	Principal Business of Firm		Company Web Site:
Company Name		City	State (Area Code) Telephone Number
Account Number	Contact Name		
Company Name		City	State (Area Code) Telephone Number
Account Number	Contact Name		
Company Name		City	State (Area Code) Telephone Number
Account Number	Contact Name		
Bank Reference			
Bank Name		City	State Account Number
Banking Officer		(Area Code) Telephone Number	(Area Code) Fax Number
I hereby authorize you to release to BellSouth any and all information, which they may request concerning my account. I understand that such information will be held strictly confidential and will remain BellSouth's property whether or not credit is extended. I understand that security may be required by BellSouth to establish service. I certify that the above information provided for this credit profile is true and correct to the best of my knowledge.			
Signature (Authorized Individual Only)		Print Name	Date (MM/DD/YYYY)

HOME

- 1.0 Description
- 2.0 Expectations
- 3.0 Restrictions
- 4.0 Rates
- 5.0 Let's Get Started
- 6.0 Collocation
- 7.0 Forms
- 8.0 Links
- 9.0 Glossary
- 10.0 FAQs
- 11.0 Contact Us

Mergers & Acquisitions Process

6.0 Collocation

If Collocation:

- Customer prepares an application in e-Application, prints the application, but does not submit the application until the agreement is finalized and the distribution of applications is authorized)
- Submit a Letter of Authorization (LOA) for the transfer and release of the of the collocation arrangement(s).
 - Should be from the 'transferring' customer on their letterhead.
 - Should include the Reference Number for each arrangement.
- Submit a letter providing the details of the "assumption of services"
 - Should be from the 'acquiring' customer on their letterhead
 - Should document how the 'transferring' customer's ACNA will be used in the issuance of service orders for services.
- Submit a complete list of the Collocation Billing Account Numbers (BANS) that will be transferred.
- Submit a complete list of all terminations (CFA) and circuits for each arrangement that will be transferred.
 - Use the attached template and provide all requested information.
- Submit a hard copy of the application to transfer ownership for each collocation arrangement being transferred.
 - Enter the application in BellSouth's eApplication system. Print a copy of the application but do not submit it until the *Transfer Agreement* has been signed.
- Submit a Virtual Collocation Equipment Inventory/Acceptance List for each virtual collocation arrangement.
- Contact your Contract Negotiator to discuss any necessary contractual revisions.
- Sign the Transfer Agreement
- Submit the e-applications(s) once the Transfer Agreement has been signed and all information and details are complete.
- The customer (buyer) and/or certified vendor is responsible for ALL re-stenciling. This includes, but is not limited to, Virtual equipment and/or cable/pair interconnection points.
- e-Application
<https://collocation.bellsouth.com>

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Mergers & Acquisitions Process

HOME

1.0 Description

2.0 Expectations

3.0 Restrictions

4.0 Rates

5.0 Let's Get Started

6.0 Collocation

7.0 Forms

8.0 Links

9.0 Glossary

10.0 FAQs

11.0 Contact Us

7.0 Forms

[MNA Level I Initial Checklist V06](#)

[MNA Special Access TOS Spreadsheet V11](#)

[MNA Level II Access Trunking/Operator Services PrePlan V05](#)

[MNA Trunking/Operator Services Spreadsheet V1](#)

[MNA Level II Local Trunking/Operator Services PrePlan V05](#)

[MNA UNEd Spreadsheet V1](#)

[MNA Level II QACCT PMAP SEEM V03](#)

[MNA Right Of Way V1](#)

[MNA Level II Special Access Preplan V031](#)

[TORC DForm](#)

[MNA Level II UNE PrePlan V01](#)

[TORC NDForm](#)

[MNA Level II Wireless PrePlan V031](#)

[MNA Level II Wireless Trunking PrePlan V051](#)

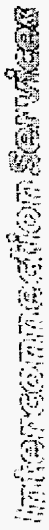
[MNA Wireless Trunking Spreadsheet v11](#)

[MNA Wireless Non-Access Specials Spreadsheet v11](#)

[Line Sharing Spreadsheet Issue 11](#)

[Line Splitting Spreadsheet Issue 11](#)

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Mergers & Acquisitions Process

HOME

1.0 Description

2.0 Expectations

3.0 Restrictions

4.0 Rates

5.0 Let's Get Started

6.0 Collocation

7.0 Forms

8.0 Links

9.0 Glossary

10.0 FAQs

11.0 Contact Us

8.0 Links

[Do you want to become a CLEC?](#)

[Do you want to become a Wireless Provider?](#)

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HOME

- 1.0 Description
- 2.0 Expectations
- 3.0 Restrictions
- 4.0 Rates
- 5.0 Let's Get Started
- 6.0 Collocation
- 7.0 Forms
- 8.0 Links
- 9.0 Glossary
- 10.0 FAQs
- 11.0 Contact Us

Mergers & Acquisitions Process

9.0 Glossary

Merger - The consolidation of two companies. In a merger, the merged company ceases to exist as a separate business and legal entity. The surviving company assumes the assets, liabilities, franchises, and powers of the merged company by operation of law (i.e., automatically)

Asset acquisition - Company A acquires some or all of the property of company B. Typically asset acquisitions involve the transfer of some of the telephone "exchanges" operated by the selling company.

Company - A legal entity, formed under the laws of a particular state usually to operate a business of some type (e.g., provision of telephone service). Other types of legal entities that may perform similar functions include cooperatives, partnerships, limited liability corporations (LLCs), sub chapter S corporations, etc. For simplicity, all are referred to a "companies" in this document. As a legal entity, a "company" has the status similar to a person and can sign contracts, employ people, own assets (including other companies), and buy and sell goods and services.

M&A Chair - Merger and Acquisition Chairperson, a program manager and whose responsibility is to guide wholesale customers through the M&A process.

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10.0 FAQs

Question 1: My company, ABC Telco, has just merged with Just in Time Telecom. What do I need to do to get their customers brought over to ABC Telecom's ACNA?

Answer: If you are a CLEC- then refer to the notices section in your ICA. If you are an IXC, contact your Account Team Representative.

Question 2: If my company has merged in the corporate world, why do I have to go through a merger process with BellSouth?

Answer: If BST is not notified, you will still operate as separate entities.

Question 3: My company, ABC Telecom, already does business with BellSouth and the company we just merged with, Just in Time Telecom, does as well. Why are we charged to go through the merger process with BellSouth?

Answer: There are costs associated with the changes that BST must make to align our records with the new single entity.

Question 4: Why do I need to provide a list of customers/circuits to BellSouth in order to combine my inventory?

Answer: BST requires an explicit listing of all products that are affected by the merger to ensure that the assets you have acquired are correctly identified.

Question 5: My company already has a deposit on file with BellSouth. Why do I have to go through the credit process again now that my company has been through a merger?

Answer: You are assuming additional assets that may require analysis.

Question 6: My company just merged with another provider. We both currently have PSC certification. Do we have to contact the PSC/Regulatory boards about our merger?

Answer: Yes

Question 7: My company has not kept very good records over the years. What can I do if I cannot provide BellSouth an acceptable inventory of my circuits/customers?

Answer: BellSouth has an internal organization that will assist you in preparing the inventory.

Question 8: How long will the BellSouth merger process?

Answer: All timeframes are negotiated.

Question 9: What will the BellSouth merger process cost?

Answer: The rates are dependent upon the services that are impacted by the merger.

Question 10: Can my BellSouth Account Team handle this process for me?

Answer: Your merger process involves many BellSouth representatives, of which your Account Team is one.

Question 11: What documentation should I provide to BellSouth to begin the merger process?

Answer: Please refer to the Merger website. A list of forms and other documentation requirements are identified on this website.

Question 12: What is a merger?

Answer: Get definition from website.

Question 13: Will new account numbers be assigned after completion of merger?

Answer: Establishment of new accounts or use of existing accounts is dependent on the merger activities and will be communicated to you via the Merger and acquisition chairperson.

Question 14: How can I be assured that the merger process is complete?

Answer: The M&A chairperson will coordinate the merger on your behalf and contact you during the merger process and up on completion.

Contact Us

**Exhibit No. ELO-1
Page 14 of 14**

To: Terri.Douglas@BellSouth.com; Carolyn.Cauthen@BellSouth.com; Amanda.Butler2@BellSouth.com
Subject: Mergers and Acquisitions Internet site