

Kimberley Pena

ORIGINAL

From: Melinda Watts
Sent: Wednesday, April 11, 2007 4:34 PM
To: Hong Wang; Kimberley Pena
Subject: Last docket title change for Docket No. 070190-TP

After talking with the company, Ray made some more changes to the title of this docket. As noted in the below email traffic, he confirmed it with the parties. The new docket title should be:

Application of Florida Digital Network, Inc. d/b/a FDN Communications, holder of CLEC Certificate No. 5715 and IXC Registration No. TJ246, and FDN, LLC d/b/a FDN Communications, for transfer and name change of CLEC Certificate No. 5715 from Florida Digital Network, Inc. d/b/a FDN Communications to FDN, LLC d/b/a FDN Communications; acknowledgment of cancellation of IXC Registration No. TJ246; acknowledgment of registration as an IXC and adoption of Florida Digital Network, Inc. d/b/a FDN Communications' IXC tariff by FDN, LLC d/b/a FDN Communications, effective upon notification by the companies that the merger has been completed; and for waiver of carrier selection requirements of Rule 25-4.118, F.A.C.

From: Matthew Feil [mailto:mfeil@mail.fdn.com]
Sent: Wednesday, April 11, 2007 10:16 AM
To: MConway@KelleyDrye.com; Ray Kennedy; sberlin@nuvox.com
Cc: Melinda Watts
Subject: Re: Docket No. 070190-TP

It looks right to me.

Melinda should have the labels this morning. If we need to send more or different ones, please let me know as soon as you can.

M

----- Original Message -----

From: Conway, Melissa S. <MConway@KelleyDrye.com>
To: Ray Kennedy <RKennedy@PSC.STATE.FL.US>; SBerlin@nuvox.com <SBerlin@nuvox.com>; Matthew Feil
Cc: Melinda Watts <Mwatts@PSC.STATE.FL.US>
Sent: Wed Apr 11 09:52:57 2007
Subject: RE: Docket No. 070190-TP

Hi Ray. This all seems to make sense. We are finalizing a customer notice letter now and will forward to you and Melinda for review. I will let Matt and Susan confirm your email.

Thanks much -- Melissa

Melissa Smith Conway
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CMP
COM
CTR
ECR
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OPC
RCA
SCR
SGA
SEC
OTH N.G.
K.P.

-----Original Message-----

From: Ray Kennedy [mailto:RKennedy@PSC.STATE.FL.US]
Sent: Wednesday, April 11, 2007 9:06 AM
To: SBerlin@nuvox.com; mfeil@mail.fdn.com; Conway, Melissa S.
Cc: Melinda Watts
Subject: Docket No. 070190-TP

DOCUMENT NUMBER-DATE

03098 APR 11 07

4/12/2007

FPSC-COMMISSION CLERK

Good Morning Susan, Melissa, and Matt,

The purpose of my e-mail is to seek your acknowledgment that what we are about to do for you is correct, and to point out some before Agenda and after merger actions that require your attention.

We are changing the docket title to the following: Application of Florida Digital Network, Inc. d/b/a FDN Communications, holder of CLEC Certificate No. 5715 and IXC Registration No. TJ246, and FDN, LLC d/b/a FDN Communications, for transfer and name change of CLEC Certificate No. 5715 from Florida Digital Network, Inc. d/b/a FDN Communications to FDN, LLC d/b/a FDN Communications; acknowledgment of cancellation of IXC Registration No. TJ246; acknowledgment of registration as an IXC and adoption of Florida Digital Network, Inc. d/b/a FDN Communications' IXC tariff by FDN, LLC d/b/a FDN Communications, effective upon notification by the companies that the merger has been completed; and for waiver of carrier selection requirements of Rule 25-4.118, F.A.C.

With the new docket title, the following will occur (to keep explanation simple, I will use Old and New, meaning old FDN and new FDN):

1. Old's CLEC certificate will transfer to New and New's name will be on the CLEC certificate.
2. Old's IXC registration will be cancelled.
3. New will become a newly registered IXC (we don't transfer IXCs because there is nothing to transfer - no certificate).
4. Old's IXC tariff will be adopted by New.
5. Slamming rule will be waived.

A. Melinda tells me that you are submitting a revised page for the CLEC Application transfer to identify the company as FDN, LLC d/b/a FDN Communications to replace the current page that identifies NuVox Transition Subsidiary, LLC as the company. Don't forget to add the d/b/a to the page as well (items 2 and 3 on page 2 of the Application). Our Clerk's Office will not assign a CLEC Company Code to New FDN until the revised page is received.

B. Melinda also tells me that you are providing a sample letter that will be sent to all existing customers of OLD FDN. I believe you are all clear that the waiver should ensure that the NEW FDN will not be subject to slamming fines. If you fail to submit the sample letter, then we will recommend denying the waiver and you will just have to take your chances.

C. Matt, OLD FDN needs to state when they will pay the FPSC regulatory assessment fees for 2007 for the IXC and CLEC. If you agree, we will state in the recommendation that OLD FDN will submit fee payments within 45 days after the parties notify the FPSC that the merger is complete. Our rules require that IXC fees be paid before cancellation is approved, but we understand that is impossible in this case, so we just need commitment from you. If you find 45 days is unacceptable, then propose something different. I suggest it not be January 30, 2008, because OLD FDN will no longer exist and that causes some concern here.

D. NEW FDN should initiate registration with the Florida Secretary of State for the new corporate entity FDN, LLC. Please start that process now.

E. Before you make the final notification to the FPSC that the merger is complete, OLD FDN will need to cancel its fictitious name with Secretary of State, and NEW FDN will need to file application with Secretary of State to acquire the fictitious name. You may be able to transfer ownership of the fictitious name, but I don't know. That is up to you.

4/12/2007

F. Since NEW is adopting both IXC and CLEC tariffs of OLD, we need the labels for both tariffs. We will need them for the top and bottom of each page. I know you were just thinking bottom Matt, but the company name at the top is different too. This should be a lot easier than submitting a complete revision of the tariffs. I think you have already discovered that.

I believe I have covered everything. I need at least acknowledgment by Matt and Susan that this will satisfy what you want. We are working on the recommendation based on the information I have presented here. If you agree, just email saying you concur with all. Melinda will add this to the docket file to confirm we are all on the same page.

Of course, if you need to talk about it, my number is below.

Ray Kennedy
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