



November 30, 2007

VIA OVERNIGHT DELIVERY

Ann Cole, Commission Clerk
Office of Commission Clerk
Florida Public Service Commission
2540 Shumard Oak Boulevard
Tallahassee, Florida 32399

DISTRICT OF COLUMBIA
07 DEC -3 AM 10:55

RECEIVED-FPSC
07 DEC -3 PM 3:12
COMMISSION CLERK

070555

Re: Informational Filing Regarding a Change in Control of RNK, Inc. d/b/a RNK Communications, Inc. (Company Codes: TX942, TJ725) and Transfer of Interexchange Certificate

Dear Clerk Cole:

RNK, Inc. d/b/a RNK Communications, Inc. ("RNK") and Wave2Wave Communications, Inc. ("Wave2Wave") (collectively, the "Parties") hereby respectfully notify the Florida Public Service Commission ("Commission") of a change of control of RNK, a telecommunications service provider. In addition, RNK hereby respectfully notifies the Commission of a transfer of its interexchange certificate from RNK, Inc. d/b/a RNK Telecom, Inc. to RNK, Inc. d/b/a RNK Communications, Inc. In connection with this notice, the Parties provide the following information:

THE PARTIES

Wave2Wave Communications, Inc.

- CMP** _____ Wave2Wave is a Delaware corporation with headquarters at 433 Hackensack Avenue,
- COM** _____ Hackensack, New Jersey 07601. Wave2Wave is the parent corporation of Wave2Wave VoIP
- CTR** _____ Communications, LLC, a provider of voice over Internet Protocol ("VoIP") or IP-enabled
- ECR** _____ services to business customers, Wave2Wave Data Communications, LLC and Wave2Wave Mid-
- GCL** _____ West Region Communications, LLC, providers of resold dedicated transport services.
- OPC** _____ Wave2Wave is one of the nation's largest providers of high speed wired and wireless broadband
- RCA** _____ services to universities, hospital and communities.
- SCR** _____ Mr. Steve Asman, a United States citizen, is the largest shareholder of Wave2Wave and
- SGA** _____ currently holds approximately 35.3% ownership in Wave2Wave. Mr. Asman is President of
- SEC** _____ Wave2Wave. The Mennen Trust is the second largest shareholder and holds approximately
- OTH** _____ 20.7% of Wave2Wave shares. The Mennen Trust is managed by the Wilmington Trust
- _____ Company and Jeff Mennen as co-trustees, and John Henry Mennen is the beneficiary of the trust.
- _____ All other shareholders own less than 10% of Wave2Wave. After consummation of the
- _____ Transaction, Mr. Asman will remain the largest shareholder of Wave2Wave, holding

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approximately 31.7% of its shares. The Mennen Trust will retain 20.38% of Wave2Wave shares. All other shareholders will own less than 9% of Wave2Wave.

RNK, Inc.

RNK, Inc. d/b/a RNK Communications, Inc., a Massachusetts corporation, is authorized to provide local exchange and interexchange telecommunications services in Florida.^{1/} RNK, Inc. is a Massachusetts corporation, and is the parent of RNK Telecom. RNK’s sole shareholder is RNK Holding Company (“RHC”), a Massachusetts business trust. RNK, Inc. is also the parent of RNK VA, LLC, a Virginia limited liability company with authority to provide facilities-based and resale competitive local exchange access and interexchange telecommunications services. Richard N. Koch and Joy Tessier, both United States citizens, own all of the issued and outstanding shares of the beneficial interests of RHC. The address for RNK, RHC, Richard N. Koch and Joy Tessier is 333 Elm Street, Dedham, Massachusetts 02026.

RNK is a full-service network communications provider that offers a variety of origination and termination products, services, and customized network solutions. RNK serves a range of communication service providers, including international tier one carriers, domestic interexchange carriers, competitive local exchange carriers (“CLECs”), and broadband service providers.

DESIGNATED CONTACTS

The designated contacts for questions concerning this filing are:

| FOR WAVE2 WAVE | FOR RNK |
|---|--|
| <p>Cherie R. Kiser Mintz, Levin, Cohn, Ferris, Glovsky and Popeo, P.C. 701 Pennsylvania Ave. NW, Suite 900 Washington, D.C. 20004 (202) 434-7300 (telephone) (202) 434-7400 (facsimile) crkiser@mintz.com</p> | <p>Douglas S. Denny-Brown, General Counsel Michael Tenore, Assistant General Counsel 333 Elm Street, Suite 310 Dedham, MA 02026 (781) 613-6000 (telephone) (781) 297-9836 (facsimile) dougdb@rnkcom.com mtenore@rnkcom.com</p> |

^{1/} RNK, Inc. d/b/a RNK Telecom, Inc. was issued IXC Certificate No. 8265 in Docket No. 021021-TI, Order No. PSC-03-0088-CO-TI, issued Jan. 13, 2003. Initially, RNK Telecom, Inc., a Florida domestic corporation, and wholly-owned subsidiary of RNK, was issued CLEC Certificate No. 8250 in Docket No. 040632-TX, Order No. PSC-04-1019-PAA-TX, decision issued Oct. 20, 2004. However, in Docket No. 070555, RNK petitioned the Florida Public Service Commission (“FPSC”) for permission to transfer CLEC authority to RNK Inc. d/b/a RNK Communications, Inc. This transfer was approved by a vote of the FPSC on October 23, 2007, and the PAA Order was issued on November 19, 2007. Following final approval, RNK Telecom, Inc. will be dissolved and all services in Florida will be provided by RNK, Inc. d/b/a RNK Communications, Inc.

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| Steve Asman President Wave2Wave Communications, Inc. 433 Hackensack Ave., 6 th Floor Hackensack, NJ 07601 (201) 968-9797 (telephone) | |
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DESCRIPTION OF THE TRANSACTION

On October 12, 2007, RNK, RHC, and its shareholders (collectively, “Sellers”) entered into an Amended and Restated Stock Purchase Agreement (“Agreement”) with Wave2Wave (“Buyer”) pursuant to which Wave2Wave will purchase for cash and pursuant to promissory notes all of the issued and outstanding common shares of the capital stock of RNK (collectively, “Transaction”). RNK will thereafter become a direct subsidiary of Wave2Wave, and RNK’s subsidiaries will become indirect subsidiaries of Wave2Wave.

Upon consummation of the Transaction, RNK will continue to offer the same services at the same rates, terms and conditions pursuant to its existing authorizations and tariffs. The proposed Transaction will not result in an assignment of authority, customers, or assets. Customers will continue to receive bills under the RNK name and will continue to receive the same service quality they have come to expect from RNK. Accordingly, the contemplated Transaction will be transparent to customers and no Commission approval is required for the Transaction described herein.

The Parties submit that no Commission approval is required for the Transaction described herein.

INTEREXCHANGE CERTIFICATE TRANSFER

In addition to the change in control discussed above, RNK respectively gives notice that its interexchange certificate (Certificate No. 8265 issued in Docket No. 021021-TI, Order No. PSC-03-0088-CO-TI, released Jan. 13, 2003) will be concurrently, with the above transaction, transferred from RNK Inc. d/b/a RNK Telecom, Inc. (a Florida domestic corporation) to RNK Inc. d/b/a RNK Communications Inc. (a Massachusetts corporation). As with the above-referenced Transaction, this change will be seamless and transparent to all end users. RNK believes that Commission approval is not necessary for the transfer of its IXC license given the repeal of Rules 25-24.472 and 25-24.473, F.A.C. in Docket No. 041017-TI.^{2/}

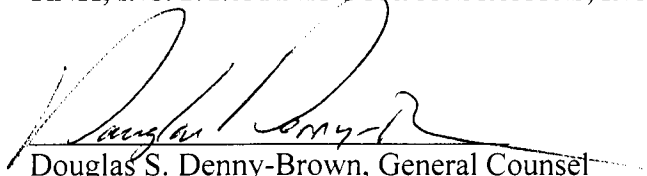
An original and fifteen copies of this filing are enclosed. Enclosed please also find a duplicate copy of this filing and a self-addressed, postage-paid envelope. Please date-stamp the

^{2/} Adopted in Order No. PSC-05-04-19-FOF-TI, issued April 19, 2005

duplicate upon receipt and return it in the envelope provided. Should the Commission have any questions, please contact the undersigned.

Respectfully submitted,

RNK, INC. D/B/A RNK COMMUNICATIONS, INC.

A handwritten signature in black ink, appearing to read "Douglas S. Denny-Brown", is written over a horizontal line.

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