

REQUEST TO ESTABLISH DOCKET  
(Please Type)

Date: December 5, 2007      Docket No. 070713-TL

1. Division Name/Staff Name: Division of Competitive Markets and Enforcement/Toni McCoy

2. OPR: Toni McCoy, CMP

3. OCR: GCO

4. Suggested Docket Title: Acknowledgment of name change on IXC Registration No. TJ725, effective December 3, 2007, from RNK, Inc. d/b/a RNK Telecom, Inc. to RNK, Inc. d/b/a RNK Communications Inc.

NOTE: The attached letter from RNK Communications was filed in Docket No. 070555-TX until a new docket title request could be filed with the Clerk. Please move Document No. 10651 Dec 3 07 from 070555\_TX into this newly established docket.

Call Toni McCoy @ 413-6532 if you have any questions.

5. Suggested Docket Mailing List (attach separate sheet if necessary)

A. Provide NAMES OR ACRONYMS ONLY if a regulated company.

B. Provide COMPLETE NAME AND ADDRESS for all others. (Match representatives to companies.)

1. Parties and their representatives (if any):

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07 DEC -6 AM 10 00  
COMMISSION  
CLERK

2. Interested persons and their representatives (if any):

6. Check one:

Documentation is attached.

Documentation will be provided with recommendation.



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 PM 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
- COM
- CTR
- ECR
- GCL
- OPC
- RCA
- SCR
- SGA
- SEC
- OTH

Wave2Wave is a Delaware corporation with headquarters at 433 Hackensack Avenue, Hackensack, New Jersey 07601. Wave2Wave is the parent corporation of Wave2Wave VoIP Communications, LLC, a provider of voice over Internet Protocol ("VoIP") or IP-enabled services to business customers, Wave2Wave Data Communications, LLC and Wave2Wave Mid-West Region Communications, LLC, providers of resold dedicated transport services. Wave2Wave is one of the nation's largest providers of high speed wired and wireless broadband services to universities, hospital and communities.

Mr. Steve Asman, a United States citizen, is the largest shareholder of Wave2Wave and currently holds approximately 35.3% ownership in Wave2Wave. Mr. Asman is President of Wave2Wave. The Mennen Trust is the second largest shareholder and holds approximately 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.<sup>17</sup> 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
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	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

<sup>17</sup> 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.

Steve Asman President Wave2Wave Communications, Inc. 433 Hackensack Ave., 6 <sup>th</sup> 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.<sup>2/</sup>

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

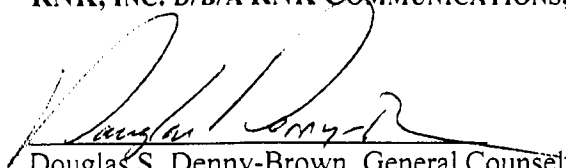
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<sup>2/</sup> Adopted in Order No. PSC-05-04-19-FOF-TI, issued April 19, 2005

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.

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

COMPANY IDENTIFICATION

Printed on 12/05/2007 at 11:53:07 by TJM

Complete Name: RNK Inc. d/b/a RNK Telecom, Inc.

Mailing Name: RNK Telecom, Inc.

Company Code: TJ725 FEID Number: 04-3149565

MAILING INFORMATION

Attention:

Address Line 1: 333 Elm Street, Suite 310

Address Line 2:

City: Dedham State: MA Zip Code: 02026-4530

E-mail Address: dougdb@rnktel.com

Web Address: <http://www.rnktel.com>

Liaison 1: Douglas Denny-Brown

Liaison 2:

Title: General Counsel

Title:

Phone: (781) 613-6103

Phone:

E-mail: dougdb@rnktel.com

E-mail:

Fax 1: (781) 297-9836

Fax 2:

County:

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No Events

No Name History

Entity Name: 

## Detail by Entity Name

### Foreign Profit Corporation

RNK COMMUNICATIONS INC.

### Cross Reference Name

RNK INC.

### Filing Information

**Document Number** F07000003873**FEI Number** 043149565**Date Filed** 07/31/2007**State** MA**Status** ACTIVE

### Principal Address

333 ELM STREET SUITE 310  
DEDHAM MA 02026

### Mailing Address

333 ELM STREET SUITE 310  
DEDHAM MA 02026

### Registered Agent Name & Address

REGISTERED AGENT SOLUTIONS, INC.  
155 OFFICE PLAZA DRIVE SUITE A  
TALLAHASSEE FL 32301 US

### Officer/Director Detail

#### **Name & Address**

Title DV

KOCH, PAULA  
333 ELM STREET SUITE 310  
DEDHAM MA 02026

Title DPT

KOCH, RICHARD  
333 ELM STREET SUITE 310

DEDHAM MA 02026

Title D

TESSIER, JOY  
333 ELM STREET SUITE 310  
DEDHAM MA 02026

Title S

DENNY-BROWN, DOUGLAS S  
333 ELM STREET SUITE 310  
DEDHAM MA 02026

**Annual Reports**

No Annual Reports Filed

**Document Images**

07/31/2007 -- Foreign Profit [View image in PDF format](#)

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