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VIA UPS – OVERNIGHT

January 8, 2008

Ms. Ann Cole
Commission Clerk
Florida Public Service Commission
2540 Shumard Oak Blvd.
Tallahassee, FL 32399-0850

Re: Notice of Indirect Transfer of Control of DIECA Communications, Inc. d/b/a Covad Communications Company

Dear Ms. Cole:

DIECA Communications, Inc. d/b/a Covad Communications Company (“Covad”) and CCGI Holding Corporation (“Holding”) (collectively, the “Parties”) advise the Commission of a transaction whereby Holding will acquire indirect control of Covad.

The Parties understand that Commission approval is not required to complete the transaction described below. The Parties file this letter as a courtesy to advise the Commission of the proposed transaction and to ensure the continuing accuracy of the Commission’s records.

The Parties provide the following additional notice information:

I. DESCRIPTION OF THE PARTIES

A. DIECA Communications, Inc. (“Covad”)

Covad is a Virginia corporation, with offices located at 110 Rio Robles, San Jose, California, and is a wholly owned subsidiary of Covad Communications Group, Inc. (“CCGI”), (AMEX: DVW), a publicly held Delaware company located at the same address. Covad is a leading nationwide provider of integrated voice and data communications. The company offers DSL, Voice Over IP, T1, Web hosting, managed security, IP and dial-up, wireless broadband, and bundled voice and data services directly through Covad's network and through Internet Service Providers, value-added resellers, telecommunications carriers and affinity groups to small and medium-sized businesses and home users. Covad broadband services are currently available across the nation in 44 states and 235 Metropolitan Statistical Areas and can be purchased by more than 57 million homes and businesses, which represent over 50 percent of all US homes and businesses.

DOCUMENT NUMBER-DATE

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Covad is authorized to provide Alternative Local Exchange Telecommunications service in Florida pursuant to a Certificate of Public Convenience and Necessity Granted by the Commission in Docket No. 980909-TX et.al, Decision No. PSC-98-1357 on October 12, 1998. Covad is authorized to provide interexchange telecommunications services in Florida pursuant to a Certificate of Public Convenience and Necessity Granted by the Commission in Docket No. 030143-TI, Decision No. PSC-03-0575, dated May 6, 2003.

B. CCGI Holding Corporation, Inc. (“Holding”)

Holding, formerly known as Blackberry Holding Corporation, is a Delaware corporation with offices at 360 N. Crescent Drive, South Building, Beverly Hills, California 90210. Holding is ultimately controlled by Platinum Equity LLC (“Platinum”). Platinum is a privately held Delaware limited liability company with offices located at 360 North Crescent Drive, Beverly Hills, California 90210. Platinum is a global firm specializing in the merger, acquisition and operation of companies that provide services and solutions to customers in a broad range of business markets, including information technology, telecommunications, logistics, manufacturing, and entertainment distribution.

Neither Holding nor Platinum offer any regulated telecommunications services and therefore do not hold any telecommunications authorizations from the Commission.

II. DESCRIPTION OF THE TRANSACTION

Platinum has created CCGI Merger Corporation (“Merger”) and Holding for the purpose of acquiring CCGI, the parent of Covad. Merger is a wholly owned subsidiary of Holding. Holding is ultimately controlled by Platinum. Pursuant to the Agreement and Plan of Merger dated as of October 28, 2007, by and among Merger, Holding and CCGI, subject to the obtaining of requisite regulatory and shareholder approvals, Merger will merge with CCGI, with CCGI surviving. As a result, Holding will acquire indirect control of Covad.

Although the proposed transaction will result in an indirect change of control of Covad, the merger will not adversely affect any of the customers who receive service in connection with Covad’s ongoing operations. Immediately following the consummation of the proposed transaction, those customers will continue to receive service under the same rates, terms and conditions of service. Therefore, the transfer of control will be seamless to consumers in Florida.

III. PUBLIC INTEREST CONSIDERATIONS

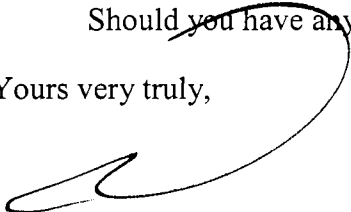
The Parties respectfully submit that the transaction described herein is in the public interest. Under new ownership, Covad will continue to provide high-quality telecommunications services to consumers, while gaining critically important access to the additional resources and operational expertise of Platinum. This transfer of control, therefore, will give Covad the ability to become a stronger competitor, to the ultimate benefit of consumers. Further, Covad will not change its name or its rates, terms or conditions of service as an immediate result of the transfer of control. The transfer of control, therefore, will be transparent to consumers.

IV. CONCLUSION

For the reasons stated above, the Parties respectfully submit that the public interest, convenience and necessity will be furthered by completion of the proposed transaction.

Should you have any questions, please do not hesitate to contact me.

Yours very truly,



Gregory T. Diamond
Senior Counsel
Covad Communications Company

cc: Eva Kalawski, CCGI Holding Corporation
Russell M. Blau, Bingham McCutchen, LLP
Jeffrey R. Strenkowski, Bingham McCutchen, LLP