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Telephone: (703) 714-1300

Facsimile: (703) 714-1330

E-mail: mail@CommLawGroup.com

Website: www.CommLawGroup.com

HELEIN & MARASHLIAN, LLC
1483 Chain Bridge Road
Suite 301
McLean, Virginia 22101

Writer's Direct Dial Number
703-714-1313

Writer's E-mail Address
jsm@commlawgroup.com

December 26, 2007

Via Overnight Courier and E-mail

E-mail: AFimbres@azcc.gov

Docket Control Center
Arizona Corporation Commission
Attn: Armando Fimbres
1200 West Washington Street
Phoenix, Arizona 85007

Arizona Corporation Commission
DOCKETED

DEC 28 2007

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**Re: Docket No. T-20514A-07-0113
Broadweave Networks of Arizona, LLC
Answers to Staff's Second Set of Data Requests**

Dear Mr. Fimbres:

Broadweave Networks of Arizona, LLC ("BNA" or "Applicant"), by its attorneys, hereby provides the following un-redacted responses to Staff's Second Set of Data Requests. Confidential information contained in BNA's initial response, filed December 12, 2007, was redacted pending entry of a Protective Agreement, which was subsequently entered on December 21, 2007.

STF 2.1 Does Broadweave Networks of Arizona, LLC ("BNA") (1) have any affiliates in Arizona who provide cable, video or broadband services, (2) provide cable, video or broadband services within the BNA entity, or (3) plan to provide cable, video or broadband services through Arizona affiliates or within the BNA entity? If any response is yes, please provide the names of such affiliates or explain accordingly.

BNA Answers:

- (1) BNA currently does not have any affiliates who provide cable, video or broadband services in Arizona.

- (2) **BEGIN CONFIDENTIAL INFORMATION** BNA currently does not provide cable, video or broadband services within the BNA entity.
- (3) BNA has not yet determined whether it will offer video or broadband services through Arizona affiliates or within the BNA entity. Broadweave Networks, Inc., the parent company of BNA, intends to offer video and broadband services in Arizona in the future, but the entity (BNA, an affiliate of BNA, or a different entity) through which these services will be offered has not been determined. **END CONFIDENTIAL INFORMATION**

STF 2.2

If the answer to STF 2.1 is yes, please provide:

1. the names of all communities in which BNA or an Arizona affiliate currently provides cable, video or broadband services.
2. the names of all communities in which BNA or any Arizona affiliate is planning or developing plans to provide cable, video or broadband services.

BNA Answers:

1. Neither BNA nor any of its affiliates provide cable, video or broadband services in any communities in Arizona.
2. **BEGIN CONFIDENTIAL INFORMATION** Broadweave Networks, Inc., through another entity yet to be determined, plans to offer video and broadband services to the Show Low Bluffs development in Show Low, Arizona. **END CONFIDENTIAL INFORMATION**

STF 2.3

If BNA or any Arizona affiliate has entered into any Preferred Provider Agreements ("PPAs") that include the provision of telecommunications services to Master Planned Communities ("MPC"), please provide:

1. the date such agreements were signed.
2. the names of all parties to such agreement.
3. the services BNA receives and provides within the terms of such agreement.
4. the revenue sharing terms within such agreements involving BNA.

BNA Answers:

Neither BNA nor any of its affiliates have entered into any PPAs that include the provision of telecommunication services to MPCs.

STF 2.4

If BNA or any Arizona affiliate has entered into any PPAs that include the provision of telecommunications services, please explain how the terms of such agreements do not limit the ability of the Incumbent Local Exchange Carrier ("ILEC") or any Competitive Local Exchange Carriers ("CLECs") from providing competitive telecommunications services.

BNA Answers:

Neither BNA nor any of its affiliates have entered into any PPAs that include the provision of telecommunication services.

- STF 2.5 If BNA or any Arizona affiliate is planning to enter into PPAs that include the provision of telecommunication services, please explain:
1. the date when each PPA negotiation was initiated.
 2. the names of all parties involved in such negotiations.
 3. the services BNA would expect to receive and provide within the terms of each agreement.
 4. the potential revenue sharing terms within each agreement involving BNA.

BNA Answers:

As an initial matter, BNA notes that ACC staff has not precisely defined the term "PPA" in this data request and, therefore, BNA is unsure of the meaning and scope of the term. Notwithstanding the uncertainty surrounding the definition of PPA, Broadweave notes that it does not intend to enter into any agreements that would legally or contractually preclude any service provider from installing infrastructure equipment, offering services, or otherwise competing for any Broadweave customers. Broadweave does plan to enter into agreements with developers and home owners associations so that these developers and home owners associations can offer advanced telecommunication services to their residents and members. To the extent these agreements are considered PPAs, BNA answers as follows:

1. **BEGIN CONFIDENTIAL INFORMATION** April 2007
2. Broadweave Networks of Arizona, LLC; Show Low Bluffs Development Corp.; and Show Low Bluffs Community Association
3. the services BNA would expect to receive and provide are still being negotiated. BNA or an Arizona affiliate is considering the provision of voice, video, and data services to members of the Show Low Bluffs Community Association.
4. the potential revenue sharing terms are under consideration. **END CONFIDENTIAL INFORMATION**

Broadweave hereby supplements its responses to STF 2.2 and 2.5.

Supplement to 2.2:

2. **BEGIN CONFIDENTIAL INFORMATION** BNA is in early stage negotiations with Montage Holdings LLC regarding properties being developed by Montage Holdings LLC in the state of Arizona; BNA is not aware of any specific Arizona communities that might be served through an agreement with Montage Holdings LLC.

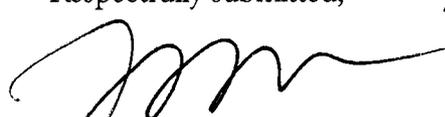
BNA is also in early stage negotiations with The Cardon Group. The Cardon Group is a land broker and not a developer. BNA is not able to identify any specific Arizona communities that might be served through an agreement with The Cardon Group. **END CONFIDENTIAL INFORMATION**

Supplement to 2.5:

1. **BEGIN CONFIDENTIAL INFORMATION** Negotiations with Montage Holdings LLC were initiated in October 2007. Negotiations with The Cardon Group were initiated in December 2007.
2. Broadweave Networks of Arizona, LLC is in early stage negotiations with land developer, Montage Holdings LLC, and land broker, The Cardon Group.
3. the services BNA would expect to receive and provide are still being negotiated. BNA or an Arizona affiliate is considering the provision of voice, video, and data services to properties being developed by Montage Holdings LLC and on land brokered by The Cardon Group.
4. the potential revenue sharing terms are under consideration. **END CONFIDENTIAL INFORMATION**

An original plus thirteen (13) copies of this response are enclosed herewith. An additional copy is also enclosed, to be date-stamped and returned in the postage-prepaid envelope provided.

Respectfully submitted,



Jonathan S. Marashlian
Regulatory Counsel