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**BEFORE THE ARIZONA CORPORATION COMMISSION**

**BOB STUMP**  
Chairman

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**GARY PIERCE**  
Commissioner

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DOCKET CONTROL

Arizona Corporation Commission  
**DOCKETED**

**BRENDA BURNS**  
Commissioner

MAR 12 2013

**SUSAN BITTER SMITH**  
Commissioner

DOCKETED BY

**BOB BURNS**  
Commissioner

IN THE MATTER OF THE APPLICATION OF )  
ACCESSLINE COMMUNICATIONS CORP. )  
FOR AN ORDER AUTHORIZING THE )  
ENCUMBRANCE OF ITS ASSETS. )

DOCKET NO. T-04292A-13-0022

**NOTICE OF FILING AFFIDAVIT OF PUBLICATION**

Attached is the Affidavit of Publication published on March 1, 2013, in the Arizona Republic by which the Applicant gave public notice of the Application in this matter.

RESPECTFULLY SUBMITTED this 12th day of March, 2013.

LEWIS AND ROCA LLP

Michael T. Hallam  
40 North Central Avenue  
Phoenix, AZ 85004

Attorneys for Accessline Communications Corp.

ORIGINAL and thirteen (13) copies of the foregoing filed this 12th day of March, 2013, with:

The Arizona Corporation Commission  
Utilities Division – Docket Control  
1200 W. Washington Street  
Phoenix, Arizona 85007

1 Copy of the foregoing hand-delivered  
2 this 12th day of March, 2013, to:

3 Lyn Farmer, Esq.  
4 Chief Administrative Law Judge  
5 Hearing Division  
6 Arizona Corporation Commission  
7 1200 W. Washington Street  
8 Phoenix, Arizona 85007

9 Janice Alward  
10 Chief Counsel, Legal Division  
11 Arizona Corporation Commission  
12 1200 W. Washington Street  
13 Phoenix, Arizona 85007

14 Mr. Steven M. Olea, Director  
15 Utilities Division  
16 Arizona Corporation Commission  
17 1200 W. Washington Street  
18 Phoenix, Arizona 85007

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*Jayne Williams*

# THE ARIZONA REPUBLIC

In the Matter of the Application of AccessLine Communications Corporation for an Order Authorizing the Encumbrance of its Assets

No. T-4232A-13-0022

AccessLine Communications Corp. ("AccessLine") filed an Application with the Arizona Corporation Commission on February 6, 2013, pursuant to A.R.S. § 40-285 and any regulations deemed applicable, requesting an order allowing AccessLine to encumber its Arizona assets in connection with certain financing arrangements to be entered into by AccessLine and Intermedia Holdings, Inc. ("Intermedia"). The financing arrangements are being undertaken in connection with Intermedia's proposed acquisitions of Telenet, Inc., and its subsidiaries, including AccessLine. The financing is expected to be in an aggregate amount of \$90 million including both a \$65 million secured loan, and a \$25 million revolving credit facility. In addition, Intermedia may borrow an additional \$25 million, for a total of \$115 million (subject to certain conditions).

AccessLine also seeks to the extent required, approval *nunc pro tunc* of an encumbrance of its assets in relation to a prior note issuance by Telenet.

The Application is available for inspection during regular business hours at the office of Applicant's legal counsel, Lewis and Roca LLP, 40 North Central Avenue, Suite 1900, Phoenix, Arizona 85004; at the offices of the Commission located at 1200 West Washington Street, Phoenix, Arizona 85007; and on the Internet via the Commission website ([www.azcc.gov](http://www.azcc.gov)) using the e-Docket function.

Intervention in the Commission's proceedings on the Application shall be permitted to any person entitled by law to intervene and having a direct substantial interest in this matter. Persons desiring to intervene must file a Motion to Intervene with the Commission that must be served upon the Applicant and that, at a minimum, shall contain the following information:

1. The name, address and telephone number of the proposed intervenor and of any person upon whom service of documents is to be made if different from the intervenor.
2. A short statement of the proposed intervenor's interest in the proceeding.
3. Whether the proposed intervenor desires a formal evidentiary hearing on the Application and the reasons for such a hearing.
4. A statement certifying that a copy of the Motion to Intervene has been mailed to the Applicant.

The granting of Motions to Intervene shall be governed by A.A.C. R14-3-105, except that all Motions to Intervene must be filed on or before the 15th day after this notice.

Pub: March 1, 2013

STATE OF ARIZONA }  
COUNTY OF MARICOPA } SS.

Tabitha Weaver, being first duly sworn, upon oath deposes and says: That she is a legal advertising representative of the Arizona Business Gazette, a newspaper of general circulation in the county of Maricopa, State of Arizona, published at Phoenix, Arizona, by Phoenix Newspapers Inc., which also publishes The Arizona Republic, and that the copy hereto attached is a true copy of the advertisement published in the said paper on the dates as indicated.

The Arizona Republic

March 1, 2013

Sworn to before me this  
5<sup>th</sup> day of  
March A.D. 2013

BRIAN BILLINGS  
Notary Public - Arizona  
Maricopa County  
My Comm. Expires Jul 25, 2014

  
Notary Public