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BEFORE THE ARIZONA CORPORATION COMMISSION

COMMISSIONERS

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BRENDA BURNS
SUSAN BITTER SMITH
BOB BURNS

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Arizona Corporation Commission

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ARIZONA CORP COMMISSION
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IN THE MATTER OF THE APPLICATION OF)
TNCI OPERATING COMPANY LLC FOR)
APPROVAL OF A CERTIFICATE OF)
CONVENIENCE AND NECESSITY TO)
PROVIDE RESOLD AND FACILITIES-BASED)
LONG DISTANCE AND LOCAL EXCHANGE)
TELECOMMUNICATIONS SERVICES AND)
SWITCHED ACCESS AND PRIVATE LINE)
TELECOMMUNICATIONS SERVICES)

DOCKET NOS. T-20882A-13-0108

**REQUEST FOR WAIVER
AND/OR EXPEDITED
TREATMENT**

REQUEST FOR WAIVER AND/OR EXPEDITED TREATMENT

TNCI Operating Company LLC ("TNCI-OpCo"), by its undersigned counsel, respectfully requests (1) that the Commission waive the requirement for a hearing in this matter and/or (2) expedite the hearing and final consideration of this Application. As explained in the Application, TNCI-OpCo has applied for a certificate of convenience and necessity to enable it to operate the intrastate telecommunications services business that it is acquiring in a bankruptcy sale from the estate of Trans National Communications International, Inc. ("TNCI-DIP"). The Bankruptcy Court approved the sale on March 14, 2013, and TNCI-OpCo has already received the necessary licenses, certifications and asset transfer approvals from the FCC and approximately 42 state commissions. The interstate customer accounts and accounts for intrastate services in 37 states have already been conveyed to TNCI, and the parties expect to complete the transfer of intrastate customers in nearly all the remaining states at the next closing which is expected to occur perhaps as soon as August 19, 2013. We anticipate that all of the other regulatory approvals other than

1 Arizona and the District of Columbia will be in hand by the end of August. It is therefore
2 important that this Commission approve this Application and the Application filed in Docket Nos.
3 T-20882A-13-0114 and T03975A-13-0114 (the "Transaction Dockets") at its September Open
4 Meeting, but no later than its October Open Meeting, so that the Final Closing of the transaction
5 can occur at the earliest possible time.

6 Trans National has been in bankruptcy since October, 2011. Under the Purchase
7 Agreement approved by the Bankruptcy Court, the latest "drop dead date" that the final closing
8 can occur is October 27, 2013. However, because the parties expect to be able to close in all other
9 states no later than September, to the extent that the Arizona Commission has not issued a
10 certificate and approved the asset transfer to TNCI-OpCo by that time, the Arizona intrastate
11 customers will be the only customers who continue to obtain service from TNCI-DIP and the
12 parties will be unable to complete the final closing and wind up the transition process and the
13 affairs of the bankrupt entity. If this Commission does not grant the necessary approvals by
14 October 27, 2013, it is conceivable that the Arizona customers will not be transferred at all and
15 they could lose their telecommunications services.

16 Given the circumstances and bankrupt status of TNCI-DIP and other reasons described
17 above, TNCI-OpCo requests that the Commission expedite the consideration and approval,
18 including waiving the need for a hearing as it has for certain applications that involved similar
19 transactions as filed in the Transaction Dockets,¹ of this Application so that the parties can
20 complete the transaction as soon as possible. To do otherwise will disadvantage (and perhaps
21 even harm) the Arizona customers of TNCI-DIP as compared to TNCI-DIP's customers in other
22 states.

23 _____
24 ¹ See e.g., *In the Matter of the Application of Midvale Telephone, Inc.*, (Decision No. 72728); *In the Matter of the Application of CCG Communications and Lexent, Inc.* (Decision No. 73581).

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Mr. Steven M. Olea
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Jayne Williams