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BEFORE THE ARIZONA CORPORATION

COMMISSIONERS

BOB STUMP - CHAIRMAN
GARY PIERCE
BRENDA BURNS
SUSAN BITTER SMITH
BOB BURNS

RECEIVED
2013 DEC 23 A 10:56
CORP COMMISSIONER
DOCKET CONTROL

Arizona Corporation Commission
DOCKETED

DEC 23 2013

DOCKETED BY [Signature]

IN THE MATTER OF THE JOINT)
APPLICATION OF TNCI OPERATING)
COMPANY LLC AND TRANS NATIONAL)
COMMUNICATIONS INTERNATIONAL, INC.)
(DEBTOR-IN-POSSESSION) FOR APPROVAL)
OF THE TRANSFER OF CUSTOMER BASE)
AND ASSETS)

DOCKET NOS. T-20882A-13-0114
T-03785A-13-0114
03975

COMPLIANCE FILING

COMPLIANCE FILING

TNCI Operating Company LLC ("TNCI-OpCo") and Trans National Communications International, Inc. (Debtor-In-Possession) ("TNCI-DIP") (together, "Applicants"), by their undersigned representatives and pursuant to Decision No. 74094, notify the Commission that on December 13, 2013, TNCI-OpCo completed the acquisition of the Arizona intrastate customers (including the customers' contracts) and assets of TNCI-DIP as described in the above-referenced Application. An Affidavit from TNCI-OpCo regarding the completion of the transaction is attached hereto pursuant to Decision No. 74094. As a result of the Transaction, TNCI-OpCo initiated intrastate service to TNCI-DIP's Arizona customers pursuant to the Certificate granted by Decision No. 74152.

Also as a result of the Transaction, TNCI-DIP no longer provides telecommunications services in Arizona. Pursuant to Decision No. 74094, the cancellation of TNCI-DIP's Certificate¹

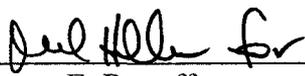
¹ TNCI-DIP was authorized to provide resold long distance telecommunications service and resold and facilities-based local exchange telecommunications service pursuant to authority granted in Docket Nos. T-03975A-00-1065 and T-03975A-04-0499.

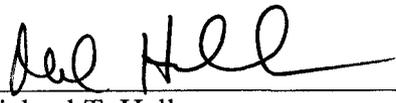
1 is effective upon receipt of this Compliance Filing. Questions or inquiries regarding any
2 outstanding regulatory obligations of TNCI-DIP should be directed to the following:

3 Pamela Hesse, Controller
4 Trans National Communications
5 International, Inc.
6 2 Charlesgate West
7 Boston, MA 02215
8 617-369-1096 (tel)
9 617-369-1097 (fax)
10 phesse@tncii.com

Bruce E. Rogoff
The Staten Group, Inc.
2 Dukes Rd.
Wellesley, MA 02481
617-797-4553 (tel)
772-325-8313 (fax)
brogoff@statengroup.com

RESPECTFULLY SUBMITTED this 23rd day of December, 2013.

9 
10 _____
11 Bruce E. Rogoff
12 **The Staten Group, Inc.**
13 2 Dukes Rd.
14 Wellesley, MA 02481
15 617-797-4553 (tel)
16 772-325-8313 (fax)
17 brogoff@statengroup.com


10 _____
11 Michael T. Hallam
12 **LEWIS ROCA ROTHGERBER LLP**
13 40 North Central Avenue
14 Phoenix, AZ 85004-4429
15 602-262-5340 (tel)
16 602-734-3886 (fax)
17 MHallam@lrrlaw.com

18 Chief Restructuring Officer for Trans
19 National Communications
20 International, Inc.

Counsel for TNCI Operating Company LLC

21 Original and 13 copies of the foregoing
22 filed this 23rd day of December, 2013 with:

23 Docket Control
24 Arizona Corporation Commission
1200 West Washington Street
Phoenix, Arizona 85007

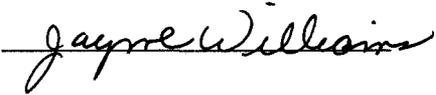
Copy of the foregoing mailed this
23rd day of December, 2013 to:

Lyn Farmer, Esq.
Chief Administrative Law Judge
Hearing Division
Arizona Corporation Commission

1 1200 West Washington Street
Phoenix, Arizona 85007

2 Janice Alward, Esq.
3 Chief Counsel, Legal Division
4 Arizona Corporation Commission
1200 West Washington Street
Phoenix, Arizona 85007

5 Mr. Steven M. Olea
6 Director, Utilities Division
7 Arizona Corporation Commission
1200 West Washington Street
Phoenix, Arizona 85007

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1 STATE OF CALIFORNIA)
2)
3 COUNTY OF SANTA BARBARA)
4

5 **AFFIDAVIT**

6 I, Jeff Compton, state that I am Chief Executive Officer and President of TNCI Operating
7 Company LLC (the "Company"); that I am authorized to make this Affidavit on behalf of the
8 Company; that on December 13, 2013, the Company completed acquisition of the Arizona
9 intrastate customers (including the customers' contracts) and assets of Trans National
10 Communications International, Inc. (Debtor-In-Possession); and that the foregoing is true and
11 correct to the best of my knowledge, information and belief.
12

13
14
15 
16 _____
17 Jeff Compton
18 Chief Executive Officer and President
19 TNCI Operating Company LLC

20 [SEE ATTACHED CALIFORNIA NOTARY FORM]
21
22
23
24
25
26
27

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

CIVIL CODE § 1189

State of California

County of Santa Barbara

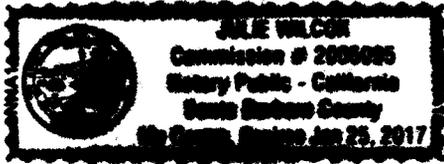
On December 17, 2013 before me,

Julie Wilcox, Notary Public
Here Insert Name and Title of the Officer

personally appeared Jeff Compton

Name(s) of Signer(s)

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature: Julie Wilcox

Signature of Notary Public

Place Notary Seal Above

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: affidavit

Document Date: _____

Number of Pages: _____

Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer(s)

Signer's Name: _____

Signer's Name: _____

Corporate Officer — Title(s): _____

Corporate Officer — Title(s): _____

Individual

Individual

Partner — Limited General

Partner — Limited General

Attorney in Fact

Attorney in Fact

Trustee

Trustee

Guardian or Conservator

Guardian or Conservator

Other: _____

Other: _____

Signer Is Representing: _____

Signer Is Representing: _____

RIGHT THUMBPRINT OF SIGNER

Top of thumb here

RIGHT THUMBPRINT OF SIGNER

Top of thumb here