EXHIBIT C

TCG Joint Venture Holdings, Inc. d/b/a TCG Ohio ("TCG Ohio") submits this application seeking the Commission's approval, pursuant to O.A.C. § 4901:1-6-29(B)(1)(a), for the transfer of the certificate held by TCG Ohio to its newly-formed affiliate, Teleport Communications America, LLC. Both TCG Ohio and Teleport Communications America, LLC are wholly owned subsidiaries of AT&T Corp. The proposed transfer is part of a multi-state initiative to consolidate in Teleport Communications America, LLC the provision of intrastate regulated telephone services that are now provided through multiple subsidiaries of AT&T Corp.

Teleport Communications America, LLC, is a Delaware limited liability company with headquarters at One AT&T Way, Bedminster, New Jersey 07921. It is a wholly owned subsidiary of Teleport Communications Group, Inc., which, in turn, is a wholly owned subsidiary of AT&T Corp., which, in turn, is a wholly owned subsidiary of AT&T Inc. AT&T, Inc. is one of the largest providers of telecommunications services in the world. AT&T Corp. maintains a modern worldwide telecommunications network and either directly or through its subsidiaries offers wireline and Internet-based services and products serving residential, business, and government customers, as well as wholesale customers. AT&T Corp. provides domestic interstate, intrastate, and international telecommunications services throughout the United States.

AT&T Inc. and its subsidiaries have extensive operational and managerial experience and substantial financial resources. Information about AT&T Inc.'s consolidated financial status, operations, management, and services is set forth in AT&T Inc.'s most recent annual report, is available at http://www.att.com/gen/landing-pages?pid=5718.

Teleport Communications America, LLC is duly registered with the Ohio Secretary of State as a foreign limited liability company. Its certificate of good standing is attached.

A tariff application updating the existing TCG Ohio tariff consistent with the changes resulting from this transaction will be filed post-closing. Exhibit B includes only the impacted tariff cover sheets because only the entity name on the tariffs will change. The issued and effective dates on the tariff pages will be added upon Commission approval of the transaction but not earlier than the closing date, at which time the revised tariffs will be filed.

There will be no change in the rates or substantive terms and conditions under which TCG Ohio currently serves customers, whether under tariff, Service Guide, or contract. Once the transaction is completed, the same personnel who manage these services will continue to do so and there will be no change in the network assets used to provide these services.

TCG Ohio's Commission Certificate No. 90-9010, issued on March 22, 2001, does not include the following counties: Ashtabula, Knox, Logan, and Putnam. The applicant therefore requests that a new statewide certificate be issued to Teleport Communications America, LLC, consistent with the current Commission practice and rule.

Lastly, at the request of the Commission Staff, an updated Proposed Market Area matrix is included with this filing.