

FILE

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A LIMITED LIABILITY PARTNERSHIP

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MUMBAI, INDIA

January 16, 2007

VIA UPS

Ms. Renee Jenkins
Secretary
Public Utilities Commission of Ohio
180 East Broad Street, 10th Floor
Columbus, OH 43215-3793

Re: Notification of Asset Transfer, Including Customers, from Acceris Management and Acquisition LLC and New Access Communications LLC to First Communications, LLC, Docket No. 06-1500-TP-ATR

Dear Ms. Jenkins:

Enclosed please find, for filing one original and ten (10) copies of the Amendment to the Telecommunications Application Form filed on behalf of Acceris Management and Acquisition LLC ("Acceris"), New Access Communications LLC ("NAC") and First Communications, LLC ("First"), which outlines an asset transfer, including customers from Acceris and NAC to First. First is already certified in Ohio to provide both interexchange and local telecommunications services. This Amendment includes a copy of First's Certificate of Formation under the laws of Ohio and its list of contact information for its officers and directors.

Please date stamp the duplicate of this filing and return in the self-addressed, postage prepaid envelope. Thank you for your assistance in this matter and please do not hesitate to contact me if you have any questions or concerns.

Respectfully submitted,



Katherine E. Barker Marshall

Enclosure

cc: Kerry Sheets, General Counsel's Office, Public Utilities Commission of Ohio

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Technician Date Processed 1-17-07

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RECEIVED-DOCKETING DIV
2007 JAN 17 AM 8:50
PUCO

Officers and Directors of First Communications, LLC

First Communications, LLC is a privately held Ohio limited liability company headquartered at 3340 West Market Street, Akron, Ohio, 44333, (216) 468-1614. First Communication's principal officers, located at the same address, are:

Ray Hexamer, Chief Executive Officer

Joseph R. Morris, J.D., Chief Operating Officer

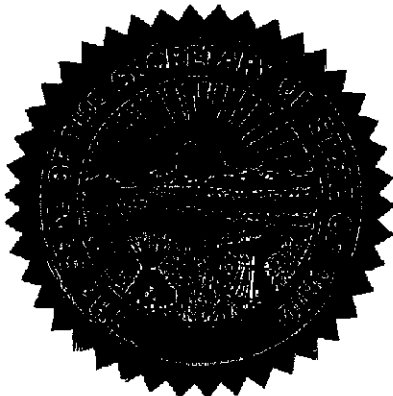
Marvin Sharpless, Vice President and Chief Financial Officer

David W. Johnson, II, Vice President of Sales and Marketing

Certificate of Formation of First Communications, LLC

**UNITED STATES OF AMERICA
STATE OF OHIO
OFFICE OF THE SECRETARY OF STATE**

I, J. Kenneth Blackwell, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign corporations; that said records show FIRST COMMUNICATIONS, LLC, an Ohio Limited Liability Company, Registration No. 1011207, was organized within the State of Ohio on July 01, 1998, is currently in FULL FORCE AND EFFECT upon the records of this office.



*Witness my hand and the seal of the
Secretary of State at Columbus, Ohio
this 7th day of July, A.D. 2006.*

J. Kenneth Blackwell
Ohio Secretary of State

DATE	DOCUMENT NO	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
7/8/1998	199818300442	LCA ARTICLES OF ORGANIZATION/DOM. LIMITED LIABILITY C	85.00	10.00	0.00	0.00	0.00
		TOTAL	85.00	10.00	0.00	0.00	0.00

Return To:
 THE BUTLER REPORT COMPANY
 ATTN D COMYSTOR
 606 S HIGH ST STE 103
 COLUMBUS, OH 43215-0000

cut along the dotted line



The State of Ohio
Certificate

Secretary of State - Bob Taft

1011207

It is hereby certified that the Secretary of State of Ohio has custody of the business records for FIRSTCOM, LLC and that said business records show the filing and recording of:

Document(s)
 ARTICLES OF ORGANIZATION/DOM. LIMITED LIABILITY CO

Document No(s)
 199818300442

United States of America
 State of Ohio
 Office of the Secretary of State



Witness my hand and the seal of the Secretary
 of State at Columbus, Ohio, This 1st day of
 July, A.D. 1998

Bob Taft
 Bob Taft
 Secretary of State



Prescribed by
Bob Taft, Secretary of State
30 East Broad Street, 14th Floor
Columbus, Ohio 43266-0418
Form LCA (July 1994)

Approved _____
Date _____
Fee \$85.00

ARTICLES OF ORGANIZATION

(Under Section 1705.04 of the Ohio Revised Code)
Limited Liability Company

The undersigned, desiring to form a limited liability company, under Chapter 1705 of the Ohio Revised Code, do hereby state the following:

FIRST: The name of said limited liability company shall be FirstCom, LLC

(the name must include the words "limited liability company", "limited", "Ltd" or "Ltd.")

SECOND: This limited liability company shall exist for a period of perpetual
existence

THIRD: The address to which interested persons may direct requests for copies of any operating agreement and any bylaws of this limited liability company is:

600 Superior Avenue, East, Suite 2100

(street or post office box)

Cleveland, Ohio 44114-2653

(city, village or township)

(state)

(zip code)

☐ Please check this box if additional provisions are attached hereto

Provisions attached hereto are incorporated herein and made a part of these articles of organization.

FOURTH: Purpose (optional)

IN WITNESS WHEREOF, we have hereunto subscribed our names, this 30th day of June, 19 98.

Signed: Shawn M. Riley Signed: _____

Shawn M. Riley, Authorized Representative

Signed: _____ Signed: _____

Signed: _____ Signed: _____

(If insufficient space for all signatures, please attach a separate sheet containing additional signatures)

INSTRUCTIONS

1. The fee for filing Articles of Organization for a limited liability company is \$85.00.
2. Articles will be returned unless accompanied by a written appointment of agent signed by all or a majority of the members of the limited liability company which must include a written acceptance of the appointment by the named agent.
3. A limited liability company must be formed by a minimum of two persons.
4. Any other provisions that are from the operating agreement or that are not inconsistent with applicable Ohio law and that the members elect to set out in the articles for the regulation of the affairs of the limited liability company may be attached.

[Ohio Revised Code Section 1705.04]



Prescribed by
 Bob Taft, Secretary of State
 30 East Broad Street, 14th Floor
 Columbus, Ohio 43266-0418
 Form LCO (July 1994)

ORIGINAL APPOINTMENT OF AGENT
 (for limited liability company)

the authorized representative for

The undersigned, being authorized representative of the members of FirstCom, LLC, hereby appoint

Shawn M. Riley (name of limited liability company) so be the agent

(name of agent)

upon whom any process, notice or demand required or permitted by statute to be served upon the limited liability company may be served. The complete address of the agent is:
 c/o McDonald, Hopkins, Burke & Haber Co., L.P.A.
 600 Superior Avenue, East, Suite 2100

(street address)

Cleveland, Ohio 44114-2653
 (city, village or township) Note: F.D. Box addresses are not acceptable (zip code)

(member)

Shawn M. Riley
 Authorized Representative

(member)

(member)

(If insufficient space for all signatures, please attach a separate sheet containing additional signatures)

ACCEPTANCE OF APPOINTMENT

The undersigned, named herein as the statutory agent for FirstCom, LLC

herby acknowledges and accepts the

appointment of agent for said limited liability company.

Shawn M. Riley
 Agent's Signature

INSTRUCTIONS

- Articles of organization must be accompanied by an original appointment of agent R.C. 1705.06(B).
- The agent for a limited liability company must be an individual who is a resident of Ohio, an Ohio corporation, or a foreign corporation holding an Ohio license as a foreign corporation. R. C. 1705.06(A)
- An original appointment of agent form must be signed by at least a majority of the members of the limited liability company. R.C. 1705.06(B)

DATE	DOCUMENT NO	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
1. 1/19/1999	199901500191	LAM AMEND/ARTICLES-ORGANIZATION/DOOM LIMITED LIAB. CO	10.00	10.00	0.00	0.00	0.00
		TOTAL	10.00	10.00	0.00	0.00	0.00

Return To:
 CORPORATE SERVICES OF OHIO INC
 80 W BROAD ST STE 1120
 COLUMBUS, OH 43215-0000

-----cut along the dotted line-----



The State of Ohio
Certificate

Secretary of State - J. Kenneth Blackwell

1011207

It is hereby certified that the Secretary of State of Ohio has custody of the business records for FIRST COMMUNICATIONS, LLC and that said business records show the filing and recording of:

Document(s):
 AMEND/ARTICLES-ORGANIZATION/DOOM LIMITED LIAB. CO

Document No(s):
 199901500191

United States of America
 State of Ohio
 Office of the Secretary of State



Witness my hand and the seal of the Secretary
 of State at Columbus, Ohio, This 14th day of
 January, A.D. 1999

J. Kenneth Blackwell
 J. Kenneth Blackwell
 Secretary of State

**CERTIFICATE OF AMENDMENT TO
ARTICLES OF ORGANIZATION OF
FIRSTCOM, LLC**

The undersigned, being a member and authorized representative of FirstCom, LLC, an Ohio limited liability company, organized on the 1st day of July, 1998, does hereby certify that the undersigned is duly authorized to execute this certificate, and hereby certifies that the Articles of Organization of the above-named limited liability company have been amended as follows:


AMENDMENT

Article FIRST is hereby amended as follows:

FIRST: The name of said limited liability company shall be
First Communications, LLC

IN WITNESS WHEREOF, the undersigned has executed this certificate this 30 day of
December, 1998.

FIRSTCOM, LLC

By: 
Its: Duly Authorized Member and
Representative

RECEIVED

JAN 14 1999

**J. KENNETH BLACKWELL
SECRETARY OF STATE**