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08-1115-TP-CIO

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September 23, 2008

Via FedEx

Renee J. Jenkins, Director of Administration
Docketing Department
Public Utilities Commission of Ohio
180 E. Broad St.
Columbus, OH 43215-3793

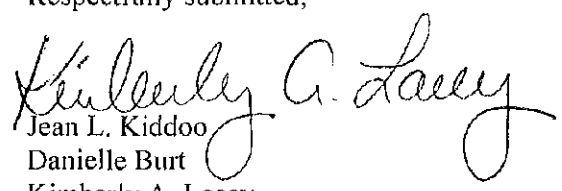
Re: Joint Application of First Communications, LLC, Globalcom, Inc. and Renaissance Acquisition Corp. for Approval of the Transfer of Control of First Communications, LLC and Globalcom, Inc. to Renaissance Acquisition Corp.

Dear Ms. Jenkins:

On behalf of Applicants, enclosed for filing are an original and ten (10) copies of the above-referenced Joint Application.

Please date-stamp the enclosed extra copy of this filing and return it in the self-addressed, postage paid envelope provided. Should you have any questions concerning this filing, please do not hesitate to contact Danielle Burt at (202) 373-6039.

Respectfully submitted,


Jean L. Kiddoo
Danielle Burt
Kimberly A. Lacey

Counsel for Applicants

- Boston
- Hartford
- Hong Kong
- London
- Los Angeles
- New York
- Orange County
- San Francisco
- Santa Monica
- Silicon Valley
- Tokyo
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Technician ASD Date Processed 9/24/08

The Public Utilities Commission of Ohio
TELECOMMUNICATIONS APPLICATION FORM for ROUTINE PROCEEDINGS
(Effective: 01/13/2008)

In the Matter of the Application of First Communications, LLC, Globalcom, Inc. and Renaissance Acquisition Corp.)
for a Transfer of Control)

TRF Docket No. 90-_____
Case No. 08 - 115-TP-CIO
NOTE: Unless you have reserved a Case # or are filing a Contract, leave the "Case No" fields BLANK.

Name of Registrant(s) First Communications, LLC and Globalcom, Inc.
DBA(s) of Registrant(s) _____
Address of Registrant(s) 3340 West Market Street, Akron, Ohio 44333
Company Web Address www.firstcomm.com
Regulatory Contact Person(s) Mary Cegelski
Regulatory Contact Person's Email Address mcegelski@firstcomm.com
Contact Person for Annual Report same as above
Address (if different from above) _____
Consumer Contact Information same as above
Address (if different from above) _____

Phone (216) 468-1614 Fax (216) 468-1680

Phone _____

Phone _____

Motion for protective order included with filing? Yes No
Motion for waiver(s) filed affecting this case? Yes No [Note: Waivers may toll any automatic timeframe.]

Section I – Pursuant to Chapter 4901:11-6 OAC – Part I – Please indicate the Carrier Type and the reason for submitting this form by checking the boxes below. CMRS providers: Please see the bottom of Section II.

NOTES: (1) For requirements for various applications, see the identified section of Ohio Administrative Code Section 4901 and/or the supplemental application form noted.

(2) Information regarding the number of copies required by the Commission may be obtained from the Commission's web site at www.puco.ohio.gov under the docketing information system section, by calling the docketing division at 614-466-4095, or by visiting the docketing division at the offices of the Commission.

Carrier Type <input type="checkbox"/> Other (explain below)	<input type="checkbox"/> ILEC	<input checked="" type="checkbox"/> CLEC	<input checked="" type="checkbox"/> CTS	<input type="checkbox"/> AOS/IOS
Tier 1 Regulatory Treatment				
Change Rates within approved Range	<input type="checkbox"/> TRF 1-6-04(B) (0 day Notice)	<input type="checkbox"/> TRF 1-6-04(B) (0 day Notice)		
New Service, expanded local calling area, correction of textual error	<input type="checkbox"/> ZTA 1-6-04(B) (0 day Notice)	<input type="checkbox"/> ZTA 1-6-04(B) (0 day Notice)		
Change Terms and Conditions, Introduce non-recurring service charges	<input type="checkbox"/> ATA 1-6-04(B) (Auto 30 days)	<input type="checkbox"/> ATA 1-6-04(B) (Auto 30 days)		
Introduce or Increase Late Payment or Returned Check Charge	<input type="checkbox"/> ATA 1-6-04(B) (Auto 30 days)	<input type="checkbox"/> ATA 1-6-04(B) (Auto 30 days)		
Business Contract	<input type="checkbox"/> CTR 1-6-17 (0 day Notice)	<input type="checkbox"/> CTR 1-6-17 (0 day Notice)		
Withdrawal	<input type="checkbox"/> ATW 1-6-12(A) (Non-Auto)	<input type="checkbox"/> ATW 1-6-12(A) (Auto 30 days)		
Raise the Ceiling of a Rate	Not Applicable	<input type="checkbox"/> SLF 1-6-04(B) (Auto 30 days)		
Tier 2 Regulatory Treatment				
Residential - Introduce non-recurring service charges	<input type="checkbox"/> TRF 1-6-05(E) (0 day Notice)	<input type="checkbox"/> TRF 1-6-05(E) (0 day Notice)		
Residential - Introduce New Tariffed Tier 2 Service(s)	<input type="checkbox"/> TRF 1-6-05(C) (0 day Notice)	<input type="checkbox"/> TRF 1-6-05(C) (0 day Notice)	<input type="checkbox"/> TRF 1-6-05(C) (0 day Notice)	
Residential - Change Rates, Terms and Conditions, Promotions, or Withdrawal	<input type="checkbox"/> TRF 1-6-05(E) (0 day Notice)	<input type="checkbox"/> TRF 1-6-05(E) (0 day Notice)	<input type="checkbox"/> TRF 1-6-05(E) (0 day Notice)	
Residential - Tier 2 Service Contracts	<input type="checkbox"/> CTR 1-6-17 (0 day Notice)	<input type="checkbox"/> CTR 1-6-17 (0 day Notice)	<input type="checkbox"/> CTR 1-6-17 (0 day Notice)	
Commercial (Business) Contracts	Not Filed	Not Filed	Not Filed	
Business Services (see "Other" below)	Detariffed	Detariffed	Detariffed	
Residential & Business Toll Services (see "Other" below)	Detariffed	Detariffed	Detariffed	

Section I – Part II – Certificate Status and Procedural

Certificate Status	ILEC	CLEC	CTS	AOS/IOS
Certification (See Supplemental ACE form)		<input type="checkbox"/> ACE 1-6-10 (Auto 30 days)	<input type="checkbox"/> ACE 1-6-10 (Auto 30 days)	<input type="checkbox"/> ACE 1-6-10 (Auto 30 days)
Add Exchanges to Certificate	<input type="checkbox"/> ATA 1-6-09(C) (Auto 30 days)	<input type="checkbox"/> AAC 1-6-10(F) (0 day Notice)	CLECs must attach a current CLEC Exchange Listing Form	
Abandon all Services - With Customers	<input type="checkbox"/> ABN 1-6-11(A) (Non-Auto)	<input type="checkbox"/> ABN 1-6-11(A) (Auto 90 day)	<input type="checkbox"/> ABN 1-6-11(B) (Auto 14 day)	<input type="checkbox"/> ABN 1-6-11(B) (Auto 14 day)
Abandon all Services - Without Customers		<input type="checkbox"/> ABN 1-6-11(A) (Auto 30 days)	<input type="checkbox"/> ABN 1-6-11(B) (Auto 14 day)	<input type="checkbox"/> ABN 1-6-11(B) (Auto 14 day)
Change of Official Name (See below)	<input type="checkbox"/> ACN 1-6-14(B) (Auto 30 days)	<input type="checkbox"/> ACN 1-6-14(B) (Auto 30 days)	<input type="checkbox"/> CIO 1-6-14(A) (0 day Notice)	<input type="checkbox"/> CIO 1-6-14(A) (0 day Notice)
Change in Ownership (See below)	<input type="checkbox"/> ACO 1-6-14(B) (Auto 30 days)	<input checked="" type="checkbox"/> ACO 1-6-14(B) (Auto 30 days)	<input checked="" type="checkbox"/> CIO 1-6-14(A) (0 day Notice)	<input type="checkbox"/> CIO 1-6-14(A) (0 day Notice)
Merger (See below)	<input type="checkbox"/> AMT 1-6-14(B) (Auto 30 days)	<input type="checkbox"/> AMT 1-6-14(B) (Auto 30 days)	<input type="checkbox"/> CIO 1-6-14(A) (0 day Notice)	<input type="checkbox"/> CIO 1-6-14(A) (0 day Notice)
Transfer a Certificate (See below)	<input type="checkbox"/> ATC 1-6-14(B) (Auto 30 days)	<input type="checkbox"/> ATC 1-6-14(B) (Auto 30 days)	<input type="checkbox"/> CIO 1-6-14(A) (0 day Notice)	<input type="checkbox"/> CIO 1-6-14(A) (0 day Notice)
Transaction for transfer or lease of property, plant or business (See below)	<input type="checkbox"/> ATR 1-6-14(B) (Auto 30 days)	<input type="checkbox"/> ATR 1-6-14(B) (Auto 30 days)	<input type="checkbox"/> CIO 1-6-14(A) (0 day Notice)	<input type="checkbox"/> CIO 1-6-14(A) (0 day Notice)
Procedural				
Designation of Process Agent(s)	<input type="checkbox"/> TRF (0 day Notice)	<input type="checkbox"/> TRF (0 day Notice)	<input type="checkbox"/> TRF (0 day Notice)	<input type="checkbox"/> TRF (0 day Notice)

Section II – Carrier to Carrier (Pursuant to 4901:1-7), CMRS and Other

Carrier to Carrier	ILEC	CLEC		
Interconnection agreement, or amendment to an approved agreement	<input type="checkbox"/> NAG 1-7-07 (Auto 90 day)	<input type="checkbox"/> NAG 1-7-07 (Auto 90 day)		
Request for Arbitration	<input type="checkbox"/> ARB 1-7-09 (Non-Auto)	<input type="checkbox"/> ARB 1-7-09 (Non-Auto)		
Introduce or change c-t-c service tariffs,	<input type="checkbox"/> ATA 1-7-14 (Auto 30 day)	<input type="checkbox"/> ATA 1-7-14 (Auto 30 day)		
Introduce or change access service pursuant to 07-464-TP-COI	<input type="checkbox"/> ATA (Auto 30 day)			
Request rural carrier exemption, rural carrier suspension or modification	<input type="checkbox"/> UNC 1-7-04 or 1-7-05 (Non-Auto)	<input type="checkbox"/> UNC 1-7-04 or 1-7-05 (Non-Auto)		
Pole attachment changes in terms and conditions and price changes.	<input type="checkbox"/> UNC 1-7-23(B) (Non-Auto)	<input type="checkbox"/> UNC 1-7-05 (Non-Auto)		
CMRS Providers See 4901:1-6-15	<input type="checkbox"/> RCC [Registration & Change in Operations] (0 day)		<input type="checkbox"/> NAG [Interconnection Agreement or Amendment] (Auto 90 days)	
Other* (explain) _____				

*NOTE: During the interim period between the effective date of the rules and an Applicant's Detariffing Filing, changes to existing business Tier 2 and all toll services, including the addition of new business Tier 2 and all new toll services, will be processed as 0-day TRF filings, and briefly described in the "Other" section above.

All Section I and II applications that result in a change to one or more tariff pages require, at a minimum, the following exhibits. Other exhibits may be required under the applicable rule(s). ACN, ACO, AMT, ATC, ATR and CIO applications see the 4901:1-6-14 Filing Requirements on the Commission's Web Page for a complete list of exhibits.

Exhibit	Description:
A	The tariff pages subject to the proposed change(s) as they exist before the change(s) N/A No tariff changes are anticipated.
B	The Tariff pages subject to the proposed change(s), reflecting the change, with the change(s) marked in the right margin. N/A No tariff changes are anticipated.
C	A short description of the nature of the change(s), the intent of the change(s), and the customers affected. See Attachment A for a description of the transaction.
D	A copy of the notice provided to customers, along with an affidavit that the notice was provided according to the applicable rule(s). N/A FCL and Globalcom will continue to provide service to their customers.

Section III. – Attestation

Registrant hereby attests to its compliance with pertinent entries and orders issued by the Commission.

AFFIDAVIT

Compliance with Commission Rules and Service Standards

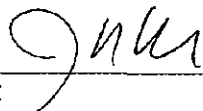
I am an officer/agent of the applicant corporation, First Communications, Inc., and am authorized to make this statement on its behalf.
(Name)

I attest that these tariffs comply with all applicable rules, including the Minimum Telephone Service Standards (MTSS) Pursuant to Chapter 4901:1-5 OAC for the state of Ohio. I understand that tariff notification filings do not imply Commission approval and that the Commission's rules, including the Minimum Telephone Service Standards, as modified and clarified from time to time, supersede any contradictory provisions in our tariff. We will fully comply with the rules of the state of Ohio and understand that noncompliance can result in various penalties, including the suspension of our certificate to operate within the state of Ohio.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on (Date) _____ at (Location) Akron, Ohio

*(Signature and Title) _____
Chief Operating Officer



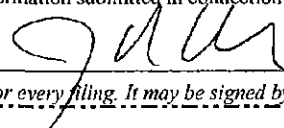
(Date) 9.11.08

- *This affidavit is required for every tariff-affecting filing. It may be signed by counsel or an officer of the applicant, or an authorized agent of the applicant.*

VERIFICATION

I, Joseph R. Morris
verify that I have utilized the Telecommunications Application Form for Routine Proceedings provided by the Commission and that all of the information submitted here, and all additional information submitted in connection with this case, is true and correct to the best of my knowledge.

*(Signature and Title) _____ Chief Operating Officer



(Date) 9.11.08

**Verification is required for every filing. It may be signed by counsel or an officer of the applicant, or an authorized agent of the applicant.*

Send your completed Application Form, including all required attachments as well as the required number of copies, to:

**Public Utilities Commission of Ohio
Attention: Docketing Division
180 East Broad Street, Columbus, OH 43215-3793**

Or

Make such filing electronically as directed in Case No 06-900-AU-WVR

Section III. – Attestation

Registrant hereby attests to its compliance with pertinent entries and orders issued by the Commission.

AFFIDAVIT

Compliance with Commission Rules and Service Standards

I am an officer/agent of the applicant corporation, Renaissance Acquisition Corp., and am authorized to make this statement on its behalf.
(Name)

I attest that these tariffs comply with all applicable rules, including the Minimum Telephone Service Standards (MTSS) Pursuant to Chapter 4901:1-5 OAC for the state of Ohio. I understand that tariff notification filings do not imply Commission approval and that the Commission's rules, including the Minimum Telephone Service Standards, as modified and clarified from time to time, supersede any contradictory provisions in our tariff. We will fully comply with the rules of the state of Ohio and understand that noncompliance can result in various penalties, including the suspension of our certificate to operate within the state of Ohio.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on (Date) 9/11/08

at (Location) Langston Beach, VA

*(Signature and Title) [Signature]
Chairman and Chief Executive Officer

(Date) 9/11/08

- This affidavit is required for every tariff-affecting filing. It may be signed by counsel or an officer of the applicant, or an authorized agent of the applicant.

VERIFICATION

I, Barry Florescue
verify that I have utilized the Telecommunications Application Form for Routine Proceedings provided by the Commission and that all of the information submitted here, and all additional information submitted in connection with this case, is true and correct to the best of my knowledge.

*(Signature and Title) [Signature] Chairman and Chief Executive Officer

(Date) 9/11/08

*Verification is required for every filing. It may be signed by counsel or an officer of the applicant, or an authorized agent of the applicant.

Send your completed Application Form, including all required attachments as well as the required number of copies, to:

Public Utilities Commission of Ohio
Attention: Docketing Division
180 East Broad Street, Columbus, OH 43215-3793

Or

Make such filing electronically as directed in Case No 06-900-AU-WVR

ATTACHMENTS

- Attachment A - Description of Transaction
- Attachment B - Pre- and Post-Transaction Illustrative Chart
- Attachment C - Certificate of Good Standing
- Attachment D - List of Officers

Attachment A

Description of Transaction

First Communications, LLC (“FCL”), Globalcom, Inc. (“Globalcom”), and Renaissance Acquisition Corp. (“RAC”) (collectively, “Applicants”), hereby respectfully request Commission approval for a transaction that will result in the transfer of control of FCL, and Globalcom to RAC as described in Section III.¹

No transfer of certificates, assets or customers will occur as a consequence of the proposed stock transaction. FCL and Globalcom will continue to provide service to their existing customers in Ohio pursuant to those authorizations under the same rates, terms and conditions. Accordingly, this transaction will be virtually transparent to the customers of FCL and Globalcom.

In support of their Joint Application, Applicants state as follows:

I. Description of the Companies

A. First Communications, LLC

FCL is an Ohio limited liability company located at 3340 West Market Street, Akron, Ohio 44333. FCL is a wholly owned subsidiary of First Communications, Inc. (“FCI”), a Delaware corporation listed on the Alternative Investment Market of the London Stock Exchange (“AIM”). FCI, through its operating subsidiaries, FCL and Xtension Services, Inc. (“Xtension”), provides local, private line, and/or long distance services to both business and residential customers in 49 states. Its services include traditional local and long distance services, toll-free services, conference calling packages, calling cards, prepaid calling cards, Internet access and dedicated and private line services. FCL is authorized to provide local, private line, and/or long distance services to both business and residential customers in 49 states and holds domestic and international Section 214 authorizations from the Federal Communications Commission (“FCC”).

In Ohio, FCL is authorized to provide local exchange and interexchange telecommunications services pursuant to Docket Nos. 04-542-TP-AAC, 99-284-CT-ATR and Certificate No. 90-9217 issued on April 29, 2004, May 1, 2002 and June 15, 1999. Further information regarding FCL (as well as Globalcom) and the services it provides has previously been submitted to the Commission and is therefore a matter of public record, and Applicants request that it be incorporated herein by reference.

¹ Globalcom and First Communications, Inc. (“FCI”) filed a Joint Application that remains pending with the Commission for the indirect transfer of control of Globalcom to FCI. See Docket No. 08-1064-TP-ACO. Globalcom and FCI anticipate the transfer of control transaction will close prior to the transaction described in this Application, and therefore, Globalcom is included as an Applicant to this proceeding.

B. Xtension Services, Inc.

Xtension, a wholly owned subsidiary of FCI, is a corporation founded in 2000 under the laws of the State of Delaware. Its offices are currently located at 30 South Treasure Drive, Tampa, Florida 33609. Xtension holds domestic and international Section 214 authorizations from the FCC and is authorized to provide long distance telecommunications services in 13 states and local exchange services in New Jersey. Xtension does not provide telecommunications services in Ohio.

C. Globalcom, Inc.

Globalcom is an Illinois corporation with its principal offices located at 200 E. Randolph St., Floor 23, Chicago, IL 60601. Globalcom is a voice and data service provider primarily to small and medium sized business customers in the Chicagoland MSA. It offers complete voice and data solutions including local and long distance, T-1, PRI, Internet T-1, IP Telephony, toll-free, international long distance, access & private networking, conference calling, managed solutions, consulting services, collocation, hosted services, VPN & security and monitoring services. In Ohio, Globalcom is authorized to provide local exchange and intrastate telecommunications services pursuant to Docket No. 97-1114-TP-ACE issued on November 21, 1997.

D. Renaissance Acquisition Corp.

RAC, a Delaware corporation with principal offices at 50 East Sample Road, Suite 400, Pompano Beach, Florida 33064, is a publicly traded corporation on the American Stock Exchange ("AMEX") under the symbol "RAK." RAC was organized for the purpose of effecting a merger, capital stock exchange, asset acquisition, or other similar business combination with an operating business. For the purpose of accomplishing this transaction, RAC has created a new merger subsidiary, FCI Merger Sub I, Inc. ("Merger Sub I"), a Delaware corporation and direct wholly-owned subsidiary of RAC, and has created FCI Merger Sub II, LLC ("Merger Sub II"), a Delaware limited liability company and direct wholly-owned subsidiary of RAC.²

II. Designated Contacts

For the purposes of this Joint Application, questions or any correspondence, orders, or other materials should be directed to the following contacts:

Counsel for FCL and Globalcom:

Jean L. Kiddoo
Danielle C. Burt
Bingham McCutchen LLP
2020 K Street, N.W.

² Applicants anticipate changing the name of Merger Sub II after closing.

Washington, DC 20006
Tel: (202) 373-6000
Fax: (202) 373-6001
Email: jean.kiddoo@bingham.com
danielle.burt@bingham.com

With copies to:

Mary Cegelski
First Communications, LLC
15278 Neo Parkway
Garfield Heights, OH 44128
Tel: (216) 468-1614
Fax: (216) 468-1680
Email: mcegelski@firstcomm.com

and:

Abby Knowlton
First Communications, LLC
3340 West Market Street
Akron, OH 44333
Tel: (888) 777-3300
Fax: (888) 777-3300
Email: aknowlton@firstcomm.com

Counsel for RAC:

Paige Fronabarger
Brian Higgins
Wilkinson Barker Knauer, LLP
2300 N. Street, NW, Suite 700
Washington, DC 20037
Tel: (202) 383-3396
Fax: (202) 783-5851
Email: pfronabarger@wbklaw.com
bhiggins@wbklaw.com

With copies to:

Rick A. Bloom
Renaissance Acquisition Corp.
15652 Woodvale Road
Encino, CA 91436
Tel: (818) 995-7171
Fax: (818) 995-7191

Email: rbloom@renacq.com

III. Description of the Transaction

RAC and FCI entered into an Agreement and Plan of Merger (“Agreement”) on September 13, 2008 whereby (1) FCI will merge into and with Merger Sub I with FCI surviving and (2) FCI will merge into and with Merger Sub II with Merger Sub II surviving. As a result, FCL and Globalcom will be wholly-owned subsidiaries of RAC, which intends to change its name to “First Communications, Inc.” Applicants therefore request authority for the transfer of control of FCL and Globalcom to RAC. For the Commission’s convenience, pre- and post-transaction illustrative organization charts for the combined Ohio operating companies are provided as Exhibit A.

FCL and Globalcom will continue to offer service with no change in the name of the companies, or their rates or terms and conditions of service following consummation of the proposed transaction. Therefore, the transfer of control of FCL and Globalcom will be seamless and virtually transparent to consumers in the State. If in the future any changes are proposed to the existing rates of FCL or Globalcom, the Applicants will seek approval in accordance with the Commission’s requirements applicable to such changes.

IV. Public Interest Considerations

Petitioners submit that the proposed transaction will serve the public interest. The proposed acquisition will enable FCL and Globalcom to obtain access to additional financial and operational resources from their new publicly-traded parent company. These additional resources will allow FCL and Globalcom to strengthen their competitive position in Ohio to the benefit of Ohio’s consumers and the State’s telecommunications marketplace. Specifically, the transaction will allow the combined company to pursue growth strategies as well as increase brand awareness, expand into additional geographic markets, and expand its service offerings. The combined company will also hold the managerial, operational and technical qualifications of exciting FCI management.

In addition, the transaction will be conducted in a manner that will be virtually transparent to customers of FCL and Globalcom. The transfer of control of FCL and Globalcom will not result in a change of carrier for customers or any assignment or transfer of authorizations. Following consummation of the proposed transaction, FCL and Globalcom will continue to provide high-quality communications services to their customers without interruption and without change in rates, terms or conditions. Applicants emphasize that the proposed transfer of control will be seamless and virtually transparent to the customers of FCL and Globalcom, and in no event will it result in the discontinuance, reduction, loss, or impairment of service to customers.

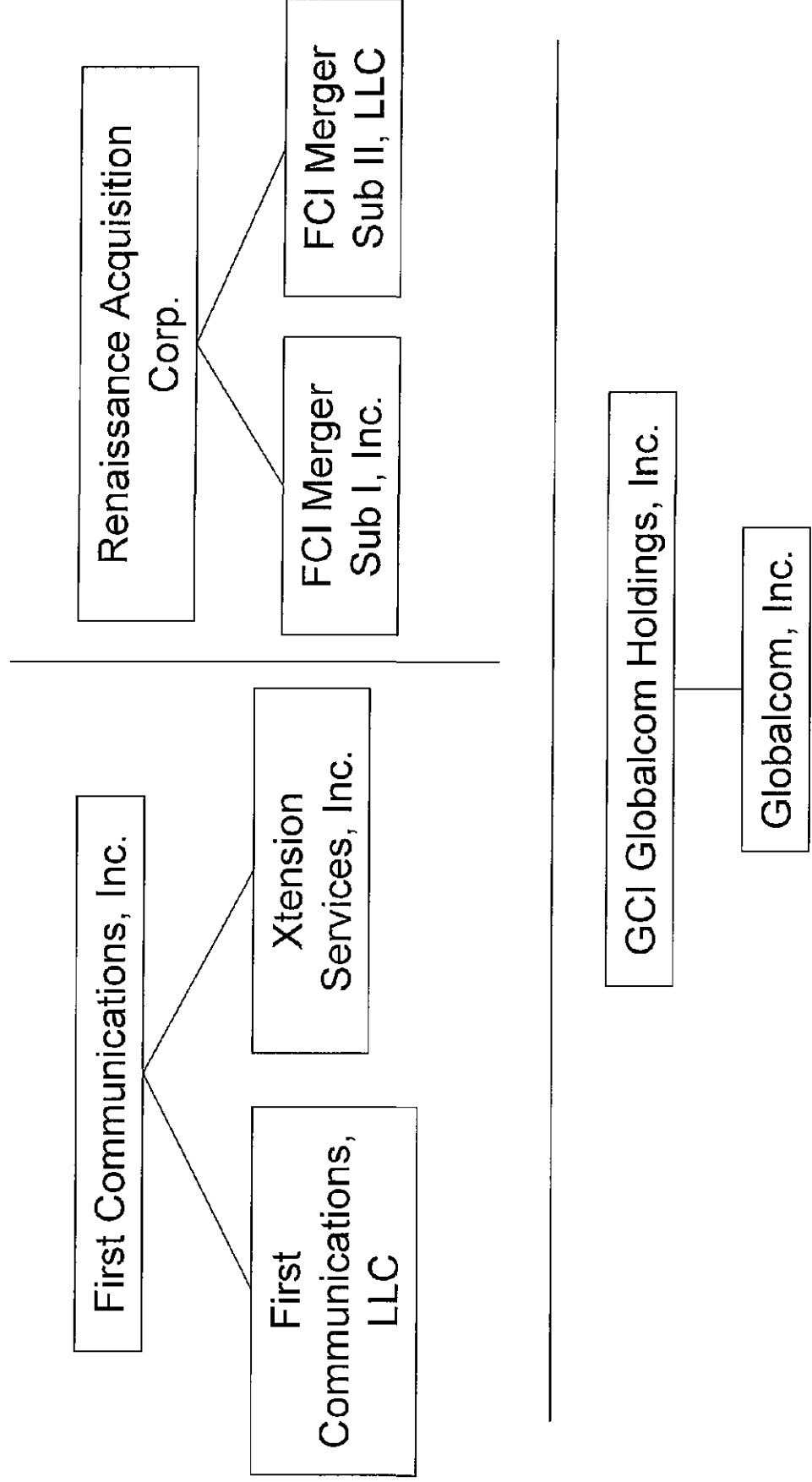
V. Conclusion

For the reasons stated above, Applicants respectfully submit that the public interest, convenience, and necessity would be furthered by a grant of this Application for the transfer of control of First Communications, LLC and Globalcom, Inc.

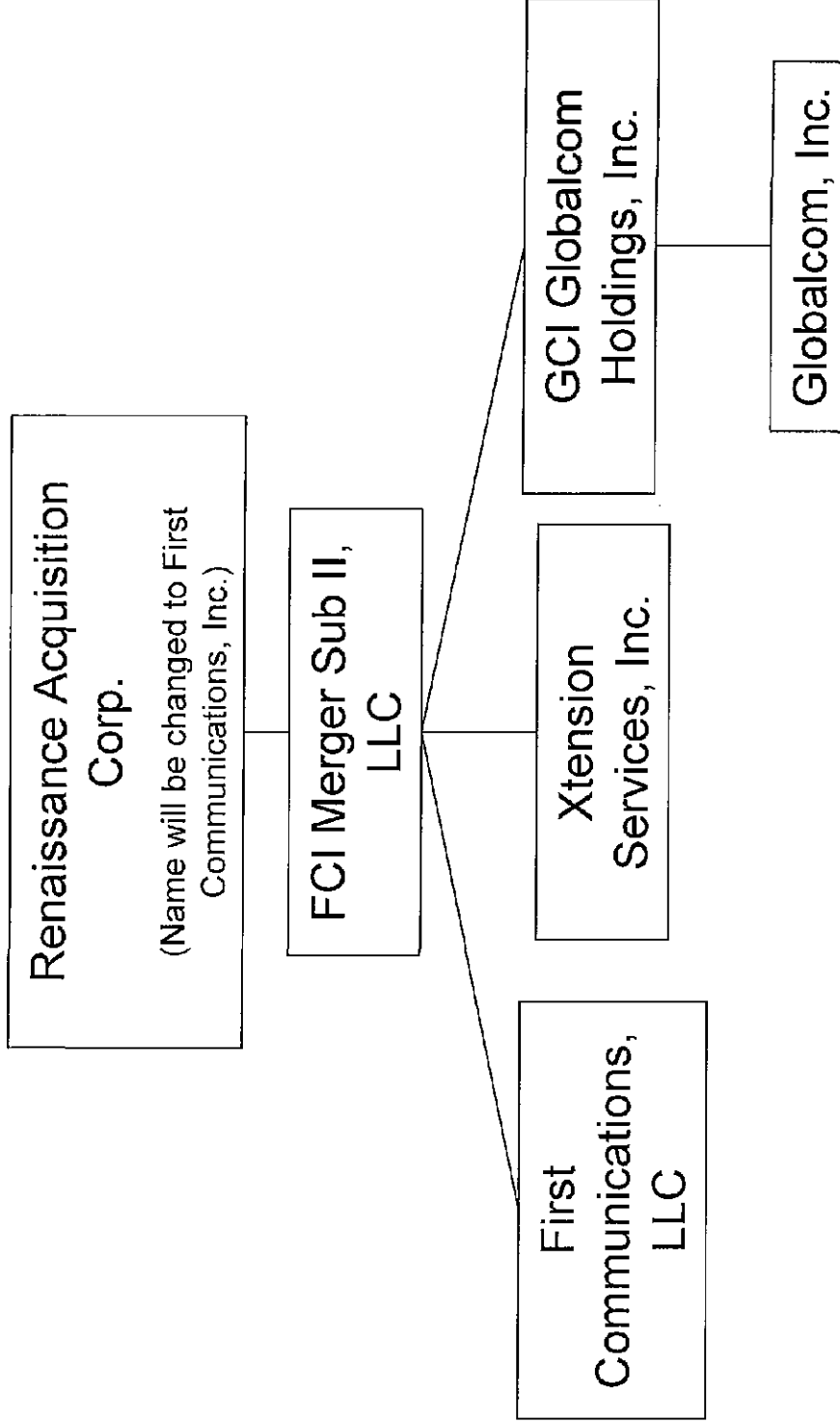
Attachment B

Pre- and Post-Transaction Illustrative Chart

Pre-Transaction Illustrative Organization Chart



Post-Transaction Illustrative Organization Chart



Attachment C
Certificate of Good Standing

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

I, Jennifer Brunner, 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 business entities; that said records show GCI GLOBALCOM INC. (GLOBALCOM INC.), an Illinois corporation, having qualified to do business within the State of Ohio on June 06, 1997 under License No. 982498 is currently in GOOD STANDING upon the records of this office.



*Witness my hand and the seal of the
Secretary of State at Columbus, Ohio
this 22nd day of September, A.D. 2008*

A handwritten signature in cursive script, reading "Jennifer Brunner".

Ohio Secretary of State

Validation Number: V2008265SD5CCC

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

*I, Jennifer Brunner, 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 business entities; that said records show **FIRST COMMUNICATIONS, LLC**, an Ohio Limited Liability Company, Registration Number 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 23rd day of September, A.D. 2008*

A handwritten signature in black ink, appearing to read "Jennifer Brunner".

Ohio Secretary of State

Validation Number: V2008266S77AE1

Attachment D

List of Officers

First Communications, Inc.

Theodore V. Boyd	Chairman of the Board
Ray Hexamer	President and Chief Executive Officer
Joseph Morris	Chief Operating Officer and Chief Financial Officer
Rick Buyens	President of Operations