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ORIGINAL

April 19, 2005

Docketing Division  
Kentucky Public Service Commission  
P.O. Box 615  
211 Sower Boulevard  
Frankfort, Kentucky 40602-0615

**Re: A.R.C. Networks, Inc. d/b/a InfoHighway  
Notice of Technical Transfer of Control**

Dear Sir or Madam:

On behalf of our clients, A.R.C. Networks, Inc. ("A.R.C."), ARC Networks, Inc. ("ARC"), and InfoHighway Communications Corporation ("InfoHighway"), we hereby notify the Commission of the technical transfer of control of A.R.C., which is authorized to provide long-distance telecommunications service in Kentucky. *See Case # TFS2004-01133.*

Prior to the transfer, A.R.C. was a wholly-owned subsidiary of ARC, which, in turn, was a wholly-owned subsidiary of InfoHighway. On April 13, 2005, InfoHighway assumed direct control over A.R.C., essentially removing ARC from A.R.C.'s ownership chain. This transfer of control was accomplished through a dividend of ARC's holdings in A.R.C. to ARC's sole shareholder, InfoHighway. While this transaction resulted in a technical transfer of control of A.R.C. from ARC to InfoHighway, it did not result in any substantive transfer of control or change in the actual controlling party. A.R.C. will continue to provide telecommunications services as authorized by the Commission.

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Please contact the undersigned if you have any questions.

Sincerely,

A handwritten signature in black ink, appearing to be "GR" followed by a flourish, representing Glenn Richards and Jarrett Taubman.

Glenn Richards  
Jarrett Taubman

*Counsel for A.R.C. Networks, Inc., ARC  
Networks, Inc., and InfoHighway  
Communications Corporation*

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