



STOLL
KEENON
OGDEN
PLLC

2000 PNC Plaza
500 West Jefferson Street
Louisville, KY 40202-2828
(502) 568-5734
Fax: (502) 333-6099
www.skofirm.com

DOUGLAS F. BRENT
502-568-5734
douglas.brent@skofirm.com

September 27, 2013

Mr. Jeff DeRouen
Executive Director
Kentucky Public Service Commission
211 Sower Boulevard
P.O. Box 615
Frankfort, Kentucky 40601

Re: Notice of Birch Communications of Kentucky, LLC's Adoption of the SE Acquisitions, LLC d/b/a Lightyear Network Solutions of Kentucky End User Communications Services KY Tariff No. 1

Dear Mr. DeRouen:

On May 10, 2013, Birch Communications, Inc. ("BCI"), and Lightyear Network Solutions, LLC ("Lightyear") entered into an Asset Purchase Agreement ("Agreement") pursuant to which Birch will purchase certain assets and customers of Lightyear and its subsidiary SE Acquisitions, LLC d/b/a Lightyear Network Solutions of Kentucky ("SouthEast") including certain customer accounts and receivables, certain customer agreements and contracts, certain vendor agreements and contracts, certain equipment, and certain intellectual property ("Transaction").

The Transaction closed today. The existing Kentucky customers of SouthEast will be served by BCI's subsidiary, Birch Communications of Kentucky, LLC ("Birch"), a newly formed entity that registered with the Commission on July 17, 2013. Accordingly, enclosed herewith is Birch's Notice of Adoption of the SouthEast KY Tariff No. 1.

The Kentucky Public Service Commission previously approved the transfer of the Eligible Telecommunications Carrier ("ETC") designation of SouthEast to Birch for those areas

in which SouthEast was previously designated as an ETC.¹ By adopting this tariff Birch will be able to provide uninterrupted Lifeline Service to the eligible customers previously served by SE Acquisitions/SouthEast.

Please indicate receipt of this filing by your office by placing a file stamp on the notice and returning to me.

Very truly yours,

STOLL KEENON OGDEN PLLC

A handwritten signature in black ink, appearing to read "Douglas F. Brent". The signature is stylized with a long horizontal stroke extending to the right.

Douglas F. Brent

Enc.

117188.146607/1024764.1

¹ Case No. 2013-00296, *In the Matter of Birch Communications of Kentucky, LLC Request for Transfer of ETC Designation of SE Acquisitions, LLC* (Ky. PSC Aug. 12, 2013).