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A Professional Limited Liability Company

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December 4, 2003

**BY OVERNIGHT DELIVERY**

Executive Secretary  
Kentucky Public Utilities Commission  
730 Schenkel Lane  
Frankfort, KY 40601

**RECEIVED**

DEC 05 2003

PUBLIC SERVICE  
COMMISSION

Re: Notification by Reduced Rate Long Distance, LLC of a membership interest transaction

Dear Sir or Madam:

On behalf of Visia Communications, LLC ("Visia"), and Reduced Rate Long Distance, LLC ("RRLD") (together referred to as the "Parties"), this letter is to advise the Commission of the transfer of control of RRLD to Dominion Business Group, Inc. ("Dominion").

It is our understanding, based upon review of the applicable statutes and regulations, that this transaction does not require prior Commission approval. Accordingly, absent written notice to the contrary within fifteen (15) days of the date of this letter, the parties will proceed to consummate the transaction in a timely fashion.

The Parties propose a transaction whereby Dominion will acquire from BSM Family Limited Partnership ("BSM") and David Butler, Individually ("Butler") BSM's and Butler's membership interest in Visia, including Visia's 100% membership interest in RRLD. This transaction does not involve transfer of operating authority nor any transfer of customers. The transaction will change the ultimate control of RRLD by virtue of a membership interest transaction. RRLD will continue to provide competitive telecommunications services to its existing customers following consummation of the proposed transaction.

Reduced Rate Long Distance is a wholly-owned subsidiary of Visia, which in turn is wholly-owned by Butler and BSM. Visia and RRLD are Nevada Limited Liability Companies and are headquartered at Orlando Southhall Center, 101 Southhall Lane, Suite 400, Maitland, Florida 32751. RRLD is qualified to transact business in this state as a foreign limited liability company. RRLD is a provider of interexchange telecommunications services. RRLD is authorized to provide long distance telecommunication services in 47

states. RRLD received its authority to provide long distance telecommunication services in this state in Docket No. 62-0572, dated 5/30/01. Visia is a holding company and has no certificates of authority.

Butler is an individual whose business address is 480 Fentress Blvd., Suite M, Daytona Beach, Florida 32114. BSM is a Nevada Limited Partnership with its principal office at 1555 E. Flamingo Road, Suite 155, Las Vegas, NV 89119. Butler and BSM have no certificates of authority.

Dominion is a Nevada corporation with its principal offices located at 3811 Hollow Crossing Drive, Orlando, Florida 32817. Dominion is a holding company which holds no certificates of authority.

The proposed transaction will accomplish the following:

Dominion will acquire 100% of the membership interest in Visia which includes Visia's 100% membership interest in RRLD.

The proposed transaction will not result in any change in the direct ownership and control of RRLD. RRLD will still be wholly owned by Visia which in turn will be wholly owned by Dominion.

The proposed transfer will be seamless to RRLD's customers. RRLD's name, rates and service offerings, as reflected in its tariff, will not change as a result of the proposed transaction. There will be no interruption of service. The physical assets, property, and personnel of RRLD will remain the same after the change in control. The customer service numbers for billing and service problems, liaison with Commission staff and tariffed rates will remain the same.

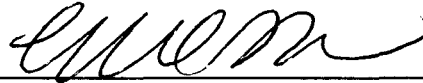
The proposed transaction will serve the public interest, convenience, and necessity. Consummation of the proposed transaction will result in net benefits to RRLD's customers by strengthening the financial status of Visia. The transaction will enhance RRLD's ability to offer a broader range of innovative products and services to customers.

The Commission's ability and authority to regulate RRLD and to ensure that it satisfies all obligations, commitments and regulatory requirements established by the laws of this state and the Commission will remain unchanged. Thus, there are no potential public interest harms raised by the proposed transaction and there will be clear benefits to the public upon the closing of this transaction.

The parties are forwarding this letter to the Commission for informational purposes, to be included in the appropriate files. Absent receipt of written notification to the contrary within fifteen (15) days from the date of this letter, we will proceed with the understanding that no approval or other formal action is required by the Commission prior to consummation of the proposed transaction.

Enclosed are the original and ten (10) copies of this letter. Please return one (1) of the copies file-stamped in the envelope provided. If you need any further information or have any questions regarding the matters discussed herein, please do not hesitate to contact the undersigned. Thank you for your assistance in this matter.

Respectfully submitted,



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Partnership, Visia Communications, LLC.  
Reduced Rate Long Distance, LLC and  
Dominion Business Group, Inc.

cc: David Butler  
Robert Sorrentino