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**Via Overnight Courier**

PUBLIC SERVICE  
COMMISSION

Jeff Derouen, Executive Director  
Kentucky Public Service Commission  
211 Sower Boulevard  
Frankfort, KY 40601

Re: NOTICE OF NON-CONSUMMATION  
Notification Regarding a Transfer of Control of First Communications, LLC and  
Globalcom, Inc.

Dear Mr. Derouen:

On behalf of First Communications, Inc. and Globalcom, Inc. (together, "FirstComm"), this letter notifies the Commission that the proposed transfer of control to Gores AC Holdings, LLC will not be consummated. FirstComm had notified the Commission about the proposed transfer of control on October 12, 2011.

An original and ten (10) copies of this letter are enclosed for filing. Please date-stamp the enclosed the extra copy of this letter and return it in the attached self-addressed, stamped envelope provided. Please direct any questions to the undersigned.

Respectfully submitted,

  
Jean L. Kiddoo  
Danielle Burt

cc (via email): Ms. Sandi Murphy (First Communications)  
Ms. Mary Cegelski (First Communications)

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