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A Professional Limited Liability Company

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Monica Borne Haab  
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May 15, 2002

**BY OVERNIGHT DELIVERY**

Mr. Martin J. Huelsmann, Exec. Director  
Kentucky Public Service Commission  
730 Schenkel Lane  
Frankfort, KY 40601

Re: Notification by LecStar Telecom, Inc. and Nuvox Communications,  
Inc. of an Asset Purchase Agreement

Dear Mr. Huelsmann:

On behalf of LecStar Telecom Inc. ("LecStar") and Nuvox Communications, Inc. ("Nuvox") attached a copy of the notification letter sent to inform the Commission of an Asset Purchase Agreement between the parties.

Pursuant to conversations with Commission staff and in order to comply with Administrative Order 359, this letter is to advise the Commission that NuVox will discontinue serving residential customers in the Kentucky Bell South service territory.

NuVox will amend its tariff to reflect this change as quickly as possible.

Enclosed are the original and eleven (11) 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, please do not hesitate to contact the undersigned. Thank you for your assistance in this matter.

Sincerely,



EllenAnn G. Sands

cc: Michael Britt  
Hamilton Russell

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April 15, 2002

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PUBLIC SERVICE  
COMMISSION

**BY OVERNIGHT DELIVERY**

Mr. Martin J. Huelsmann, Exec. Director  
Kentucky Public Service Commission  
730 Schenkel Lane  
Frankfort, KY 40601

Re: Notification by LecStar Telecom, Inc. and Nuvox Communications,  
Inc. of an Asset Purchase Agreement

Dear Mr. Huelsmann:

On behalf of LecStar Telecom Inc. ("LecStar") and Nuvox Communications, Inc. ("Nuvox") this letter is to advise the Commission of an Asset Purchase Agreement (the "Agreement") which the companies propose to consummate. 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 thirty (30) days of the date of this letter, the parties will proceed to consummate the transaction in a timely fashion.

LecStar and Nuvox propose to consummate the Agreement whereby LecStar will purchase the telecommunications assets of Nuvox, to include only the residential local and long distance customers of Nuvox located in the BellSouth service territory. LecStar will not purchase and Nuvox will not sell the current business customers of Nuvox.

LecStar is a Georgia corporation with principal offices located at 4501 Circle 75 Parkway, Suite 4210, Building D, Atlanta, Georgia 30339. LecStar is a wholly owned subsidiary of LecStar Corporation, a publicly held Texas corporation. LecStar is a competitive provider of local and interexchange services. LecStar is a certificated local and interexchange provider in this State.<sup>1</sup>

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<sup>1</sup> In this State, LecStar provides resold intrastate local exchange and long distance telecommunications services pursuant to authority granted in Docket Number 359 and 370 effective date August 8, 2000.

Nuvox is a privately held South Carolina corporation with principal offices located at 16090 Swingley Ridge Road, Suite 500, Chesterfield, Missouri 63017. Nuvox is a certificated carrier in this State.<sup>2</sup>

The proposed Acquisition will accomplish the following:

- a. Nuvox shall sell, transfer and assign to LecStar all of Nuvox's right, title and interest in and to Nuvox's residential local and long distance telecommunications assets, as defined in the Asset Purchase Agreement;
- b. In consideration for the above transfer and sale of assets, LecStar will pay to Nuvox the purchase price set forth in the Asset Purchase Agreement.
- c. Following the transaction, Nuvox will continue to provide telecommunications services to its business customers, pursuant to the authority previously granted in this State.

LecStar proposes this transaction to transfer and consolidate the residential customer accounts of Nuvox in order to create a single, larger provider of residential local and long distance telecommunications services, facilitating efficiencies for the benefit for all of LecStar's customers. By virtue of these transactions, LecStar will realize significant economic, marketing and administrative efficiencies.

Following consummation of the transaction discussed above, the customers of Nuvox would be given the opportunity to switch their service from Nuvox to a substantially similar product offering of LecStar or choose a different carrier. Those customers of Nuvox who choose to switch their service to LecStar, will be transferred to LecStar and LecStar will continue to service these customers through and pursuant to the Certificate of Public Convenience and Necessity, or other operating authority, presently utilized by LecStar in servicing its existing customers in this State.<sup>3</sup>

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<sup>2</sup> In this state, Nuvox was granted authority to provide local exchange and long distance telecommunications services pursuant to authority granted in tariff filing adopting the tariffs of TriVergent Communications, Inc. of Greenville SC and Gabriel Communications of Kentucky, dated April 10, 2001.

<sup>3</sup> Prior to consummation of the proposed transaction, LecStar intends to notify all current end users of Nuvox of the event and of the opportunity to switch their service to a substantially similar product offering of LecStar or to choose a different carrier. The notification will be by bill insert, a sample copy of which is attached hereto as Exhibit "A".

The technical, managerial and financial personnel of Nuvox will assist with the transition and integration of the acquired Assets for a designated period following the transaction. Thereafter, the technical, managerial and financial personnel of LecStar, will continue servicing the transferred Nuvox customers with the same high level of expertise that they have had in the past.

Critical to the proposed transaction and consolidation of customer accounts is the need to ensure the continuation of high quality service to all customers currently served by Nuvox. The proposed transaction will serve the public interest for the following reasons:

- a. It will enable LecStar to provide a streamlined level of service for all involved customers by creating a single, larger provider of telecommunications services to the customers in this State. The transaction will enhance the operating efficiencies, including market efficiencies, of LecStar.
- b. It will increase the appeal to present and potential customers because of LecStar's larger size and greater variety of service offerings and market visibility.
- c. Finally, it will result in cost savings as the result of discounts on quantity ordering of materials and services.

Accordingly, the requested transaction and subsequent consolidation will serve to create a heightened level of operating efficiency which generally will serve to enhance the overall capacity of LecStar to compete in the marketplace and to provide telecommunications services for a greater number of consumers in this state at competitive rates.

Additionally, LecStar will possess a greater customer account base as the result of the proposed purchase of assets, and will thus be a stronger carrier able to provide a higher quality and variety of services to all customers presently serviced by both LecStar and Nuvox.

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 thirty (30) days of the date of this letter, we will proceed under 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 eleven (11) 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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