

RECEIVED

SEP 24 2008

**SOUTH DAKOTA PUBLIC
UTILITIES COMMISSION**

Jean L. Kiddoo
Danielle Burt
Kimberly A. Lacey
Phone: 202.373.6000
Fax: 202.373.6001
jean.kiddoo@bingham.com
danielle.burt@bingham.com

September 23, 2008

Via Overnight Delivery

Patricia Van Gerpen, Executive Director
South Dakota Public Utilities Commission
500 E. Capitol Avenue
State Capitol Building, 1st Floor
Pierre, SD 57501

**Re: Notification of the Transfer of Control of First Communications, LLC to
Renaissance Acquisition Corp.**

Dear Ms. Van Gerpen:

First Communications, LLC ("FCL") and Renaissance Acquisition Corp. ("RAC") (together, "Parties"), through their undersigned counsel, hereby notify the Commission of a transaction that will result in the transfer of control of FCL to RAC as described in Section III.

No transfer of certificates, assets or customers will occur as a consequence of the proposed stock transaction. FCL will continue to provide service to its existing customers in South Dakota pursuant to those authorizations under the same rates, terms and conditions. Accordingly, this transaction will be virtually transparent to the customers of FCL. The Parties will notify the Commission when the transfer of control is complete.

The Parties further state as follows:

I. Description of the Companies

A. First Communications, LLC

FCL is an Ohio limited liability company located at 3340 West Market Street, Akron, Ohio 44333. FCL is a wholly owned subsidiary of First Communications, Inc. ("FCI"), a Delaware corporation listed on the Alternative Investment Market of the London Stock Exchange ("AIM"). FCI, through its operating subsidiaries, FCL and Xtension Services, Inc. ("Xtension") provides local, private line, and/or long distance services to both

- Boston
- Hartford
- Hong Kong
- London
- Los Angeles
- New York
- Orange County
- San Francisco
- Santa Monica
- Silicon Valley
- Tokyo
- Walnut Creek
- Washington

Bingham McCutchen LLP
2020 K Street NW
Washington, DC
20006-1806

T 202.373.6000
F 202.373.6001
bingham.com

A/72659448.1

business and residential customers in 49 states.¹ Its services include traditional local and long distance services, toll-free services, conference calling packages, calling cards, prepaid calling cards, Internet access and dedicated and private line services. FCL is authorized to provide local, private line, and/or long distance services to both business and residential customers in 49 states and holds domestic and international Section 214 authorizations from the Federal Communications Commission ("FCC").

In South Dakota, FCL is authorized to provide interexchange telecommunications services pursuant to Docket No. TC06-147 issued on October 31, 2006. Further information regarding FCL and the services it provides has previously been submitted to the Commission and is therefore a matter of public record, and the Parties request that it be incorporated herein by reference.

B. Xtension Services, Inc.

Xtension, a wholly owned subsidiary of FCI, is a corporation founded in 2000 under the laws of the State of Delaware. Its offices are currently located at 30 South Treasure Drive, Tampa, Florida 33609. Xtension holds domestic and international Section 214 authorizations from the FCC and is authorized to provide long distance telecommunications services in 13 states and local exchange services in New Jersey. Xtension does not provide telecommunications services in South Dakota.

C. Renaissance Acquisition Corp.

RAC, a Delaware corporation with principal offices at 50 East Sample Road, Suite 400, Pompano Beach, Florida 33064, is a publicly traded corporation on the American Stock Exchange ("AMEX") under the symbol "RAK." RAC was organized for the purpose of effecting a merger, capital stock exchange, asset acquisition, or other similar business combination with an operating business. For the purpose of accomplishing this transaction, RAC has created a new merger subsidiary, FCI Merger Sub I, Inc. ("Merger Sub I"), a Delaware corporation and direct wholly-owned subsidiary of RAC, and has created FCI Merger Sub II, LLC ("Merger Sub II"), a Delaware limited liability company and direct wholly-owned subsidiary of RAC.²

II. Designated Contacts

For the purposes of this Notification, questions or any correspondence, orders, or other materials should be directed to the following contacts:

Counsel for FCL:

Jean L. Kiddoo
Danielle C. Burt

¹ On July 21, 2008, FCI announced that it signed a definitive agreement to acquire Globalcom, Inc. ("Globalcom"), an Illinois corporation which offer a complete portfolio of voice and data services for business customers. Globalcom holds authority to provide competitive telecommunications services in a number of states, but Globalcom does not operate in South Dakota. FCI expects this transaction to close in October 2008.

² The Parties anticipate changing the name of Merger Sub II after closing.

Bingham McCutchen LLP
2020 K Street, N.W.
Washington, DC 20006
Tel: (202) 373-6000
Fax: (202) 373-6001
Email: jean.kiddoo@bingham.com
danielle.burt@bingham.com

With copies to:

Mary Cegelski
First Communications, LLC
15278 Neo Parkway
Garfield Heights, OH 44128
Tel: (216) 468-1614
Fax: (216) 468-1680
Email: mcegelski@firstcomm.com

and:

Abby Knowlton
First Communications, LLC
3340 West Market Street
Akron, OH 44333
Tel: (888) 777-3300
Fax: (888) 777-3300
Email: aknowlton@firstcomm.com

Counsel for RAC:

Paige Fronabarger
Brian Higgins
Wilkinson Barker Knauer, LLP
2300 N. Street, NW, Suite 700
Washington, DC 20037
Tel: (202) 383-3396
Fax: (202) 783-5851
Email: pfronabarger@wbklaw.com
bhiggins@wbklaw.com

With copies to:

Rick A. Bloom
Renaissance Acquisition Corp.
15652 Woodvale Road
Encino, CA 91436
Tel: (818) 995-7171
Fax: (818) 995-7191
Email: rbloom@renacq.com

III. Description of the Transaction

RAC and FCI entered into an Agreement and Plan of Merger (“Agreement”) on September 13, 2008 whereby (1) FCI will merge into and with Merger Sub I with FCI surviving and (2) FCI will merge into and with Merger Sub II with Merger Sub II surviving. As a result, FCL will be wholly-owned subsidiary of RAC, which intends to change its name to “First Communications, Inc.” The Parties notify the Commission of the transfer of FCL to RAC. For the Commission’s convenience, pre- and post-transaction illustrative organization charts for the combined South Dakota operating companies are provided as Exhibit A.

FCL will continue to offer service with no change in the name of the company, or its rates or terms and conditions of service following consummation of the proposed transaction. Therefore, the transfer of control of FCL will be seamless and virtually transparent to consumers in the State. If in the future any changes are proposed to the existing rates of FCL, the Parties, it will do so in accordance with the Commission’s requirements applicable to such changes.

IV. Public Interest Considerations

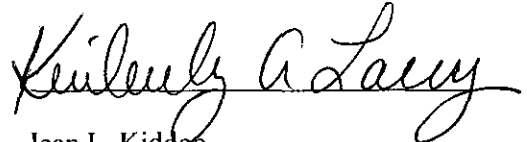
The Parties submit that the proposed transaction will serve the public interest. The proposed acquisition will enable FCL to obtain access to additional financial and operational resources from its new publicly-traded parent company. These additional resources will allow FCL to strengthen its competitive position in South Dakota to the benefit of South Dakota’s consumers and the State’s telecommunications marketplace. Specifically, the transaction will allow the combined company to pursue growth strategies as well as increase brand awareness, expand into additional geographic markets, and expand its service offerings. The combined company will also hold the managerial, operational and technical qualifications of existing FCI management.

In addition, the transaction will be conducted in a manner that will be virtually transparent to customers of FCL. The transfer of control of FCL will not result in a change of carrier for customers or any assignment or transfer of authorizations. Following consummation of the proposed transaction, FCL will continue to provide high-quality communications services to its customers without interruption and without change in rates, terms or conditions. The Parties emphasize that the proposed transfer of control will be seamless and virtually transparent to the customers of FCL, and in no event will it result in the discontinuance, reduction, loss, or impairment of service to customers.

* * * * *

An original and ten (10) copies of this notice are enclosed. Please date-stamp the enclosed extra copy of this filing and return it in the envelope provided. Should you have any questions regarding this filing, please do not hesitate to contact Danielle Burt at (202) 373-6039.

Respectfully submitted,



Paige Fronabarger
Brian Higgins
Wilkinson Barker Knauer, LLP
2300 N Street, NW, Suite 700
Washington, DC 20037
Tel: (202) 383-3396
Fax: (202) 783-5851
Email: pfronabarger@wbklaw.com
bhiggins@wbklaw.com

Counsel for Renaissance Acquisition
Corp.

Jean L. Kiddoo
Danielle Burt
Kimberly A. Lacey
Bingham McCutchen LLP
2020 K Street, N.W.
Washington, DC 20006
Tel: (202) 373-6000
Fax: (202) 373-6001
Email: jean.kiddoo@bingham.com
danielle.burt@bingham.com

Counsel for First Communications,
LLC

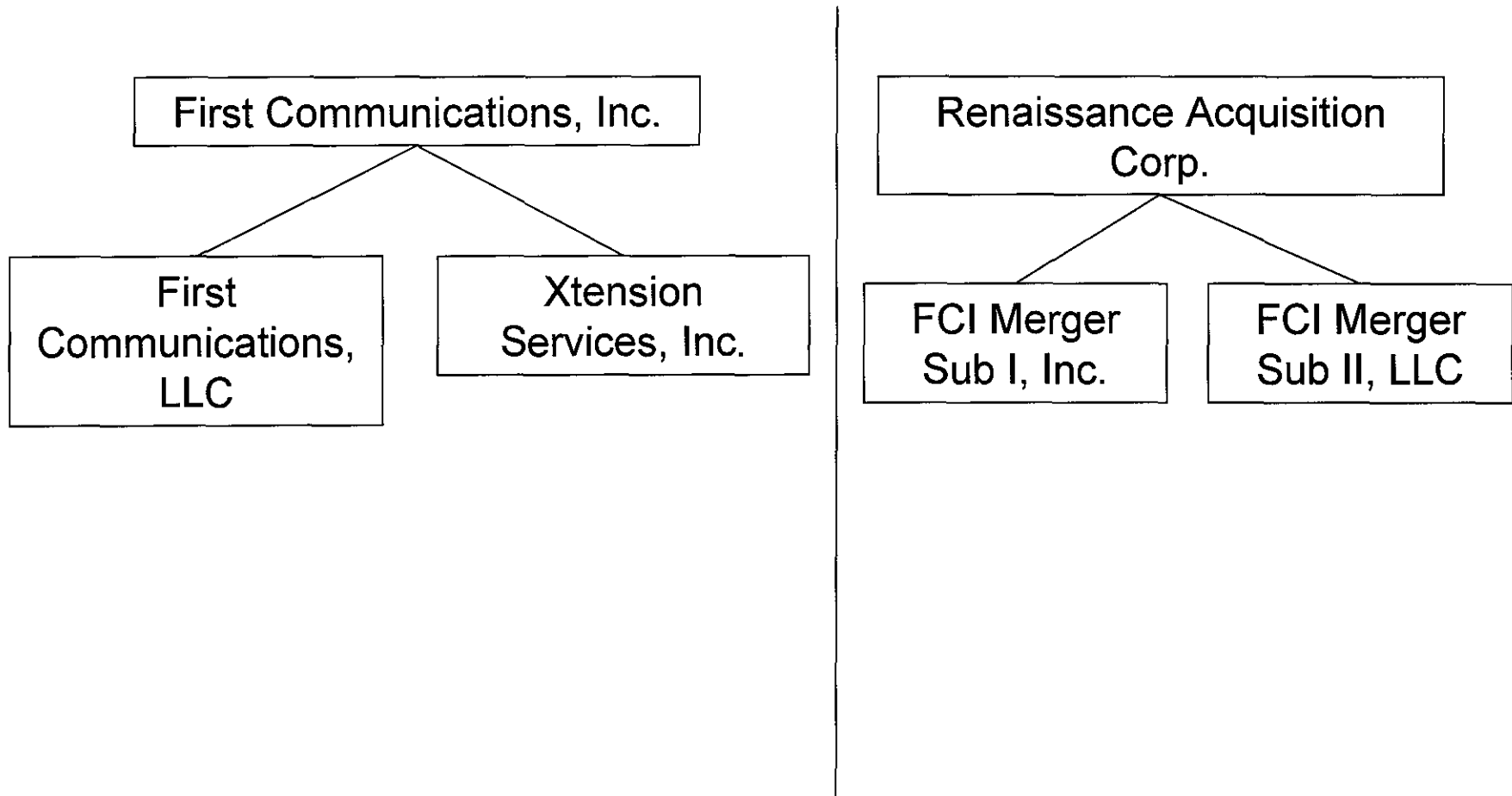
LIST OF EXHIBITS

Exhibit A Pre- and Post-Transaction Illustrative Chart
Verifications

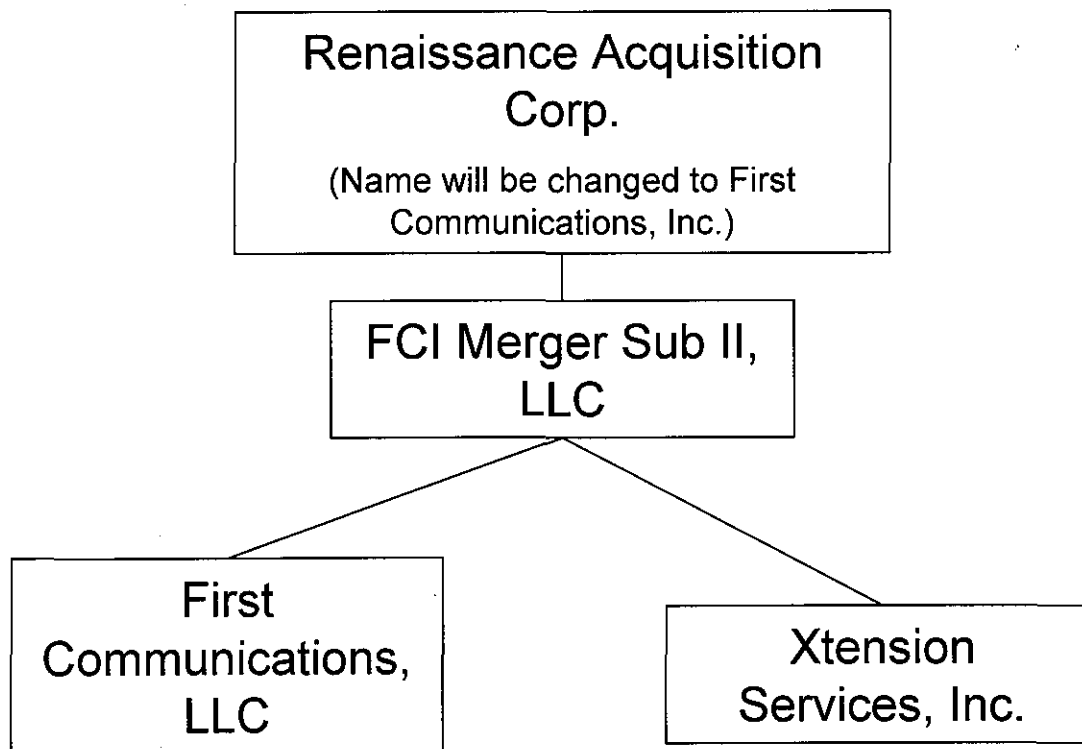
EXHIBIT A

Pre- and Post-Transaction Illustrative Chart

Pre-Transaction Illustrative Organization Chart



Post-Transaction Illustrative Organization Chart



Verifications

STATE OF FLORIDA

§

CITY OF POMPANO BEACH

§

§

VERIFICATION

I, Barry Florescue, state that I am Chairman and Chief Executive Officer of Renaissance Acquisition Corporation; that the foregoing filing was prepared under my direction and supervision; and that the contents with respect to Renaissance Acquisition Corporation are true and correct to the best of my knowledge, information, and belief.

I declare under penalty of perjury that the foregoing is true and correct. Executed this 11 day of September, 2008.



Barry Florescue
Chairman and Chief Executive Officer
Renaissance Acquisition Corporation


STATE OF OHIO
CITY OF AKRON

§
§
§

VERIFICATION

I, Joseph R. Morris, state that I am Chief Operating Officer of First Communications, Inc., the parent of First Communications, LLC; that the foregoing filing was prepared under my direction and supervision; and that the contents with respect to First Communications, Inc. are true and correct to the best of my knowledge, information, and belief.

I declare under penalty of perjury that the foregoing is true and correct. Executed this 11 day of September, 2008.



Joseph R. Morris
Chief Operating Officer
First Communications, Inc.