

**BEFORE THE
SOUTH DAKOTA PUBLIC UTILITIES COMMISSION**

_____)
Joint Application of)
)
TNCI Operating Company LLC)
and)
Trans National Communications International,) Docket No. _____
Inc.)
)
For Authority to Complete the Transfer of the)
Certificate of Public Convenience and Necessity to)
Provide Competitive Telecommunications Services)
of Trans National Communications International,)
Inc. to TNCI Operating Company LLC)
_____)

JOINT APPLICATION

TNCI Operating Company LLC (“TNCI-OpCo”) and Trans National Communications International, Inc. (Debtor-In-Possession) (“TNCI-DIP”) (collectively, “Applicants”), through their undersigned counsel and pursuant to Section 49-31-3 of the South Dakota Codified Laws and Sections 20:10:24:02, 20:10:32:03 and 20:1-:34:02:02 of the Administrative Rules of South Dakota, request South Dakota Public Utilities Commission (“Commission”) approval or such other authority as may be necessary or required for Applicants to complete a transaction whereby TNCI-OpCo would acquire the customers (including the customers’ contracts) and certain assets,¹ which will include the South Dakota Certificates of TNCI-DIP, through a sale pursuant to Section 363 of the United States Bankruptcy Code (the “Transaction”).² As a result of the Transaction, TNCI-DIP’s customers will be transferred to TNCI-OpCo, which will become the service provider for

¹ Applicants note that TNCI-DIP does not own any physical assets (facilities, switches or other equipment) located in South Dakota that are used or useful in the provision of intrastate telecommunications service.

² *In re Trans National Communications International, Inc.*, Chapter 11, Case No. 11-19595-WCH, U.S. Bankr. Court (E.D. Mass.)

those customers. As described below, the Transaction will be virtually transparent to customers of TNCI-DIP in terms of the services that those customers receive and the rates and terms of those services -- even though structured as a Section 363 asset purchase under the Bankruptcy Code, the Transaction will appear to customers and the public more like a transfer of control since TNCI-OpCo will maintain the same “TNCI” name with which customers are familiar, will maintain the same rates and terms of service, and will share many of the same technical, operational and managerial personnel as TNCI-DIP.

In support of this filing, Applicants provide the following information:

I. INTRODUCTION

On October 9, 2011, Trans National Communications International, Inc. filed a voluntary petition for relief under Chapter 11 of Title 11, U.S.C. §§ 101 et seq., as amended, in the United States Bankruptcy Court for the District of Massachusetts (the “Bankruptcy Court”). Throughout the proceeding, TNCI-DIP has continued to operate its business and provide telecommunications services to its customers. The Bankruptcy Court approved the Transaction on March 13, 2013. The Agreement (as defined below) and Sale Order provide for an Initial Closing following receipt of approvals from the Federal Communications Commission (“FCC”), which occurred on April 30, 2013, and for additional closings at approximately 45-day intervals until the Final Closing, which will occur on or before the 180th day following the Initial Closing. At each closing, TNCI-DIP will assign to TNCI-OpCo those assets and customers for which applicable state governmental approvals have been obtained in order to complete the assignment. Given the Chapter 11 status of TNCI-DIP, the Applicants submit that the public interest would be served by the prompt transition of the business to TNCI-OpCo as quickly as possible, and therefore urge that Commission promptly permit the transfer of the South Dakota customers and assets at the earliest possible time.

II. DESCRIPTION OF THE APPLICANTS

A. TNCI Operating Company LLC

TNCI-OpCo is a newly formed Delaware limited liability company with principal offices located at 114 E. Haley Street, Suite A, Santa Barbara, California 93101. Copies of TNCI-OpCo's Certificate of Formation and authority to transact business in South Dakota from the Secretary of State are attached as Exhibits A and B, respectively. TNCI-OpCo is a wholly owned subsidiary of TNCI Holdings LLC ("TNCI Holdings"), a Delaware limited liability company. TNCI Holdings is wholly owned by investment funds managed by Garrison Investment Group (collectively, the "Garrison Group"), a leading middle market investor.

TNCI-OpCo does not currently provide telecommunications services. Accordingly, the Applicants are seeking the requisite approvals to assign TNCI-DIP's FCC licenses and, where permitted under state laws, its state certifications and permits, to TNCI-OpCo. (In those states where the Applicants understand that the TNCI-DIP authorizations cannot be assigned, TNCI-OpCo is seeking the same or expanded authorizations as currently held by TNCI-DIP so that TNCI-OpCo can continue to provide the same services as customers currently receive from TNCI-DIP.) TNCI-OpCo is currently authorized to provide intrastate telecommunications services in Montana. In South Dakota, the Applicants seek to transfer the Certificates of TNCI-DIP to TNCI-OpCo and to expand those Certificates to include facilities-based interexchange telecommunications services and information services. To date, TNCI-OpCo is authorized to provide local exchange and interexchange telecommunications services in Kentucky, Montana, North Carolina (interexchange only), North Dakota, Washington and Wisconsin. TNCI-OpCo is also authorized by the FCC to provide interstate and international telecommunications services

TNCI-OpCo is managed by individuals with significant experience in the telecommunications industry and will share many of the same technical, operational and

managerial personnel as TNCI-DIP. Biographies of the key personnel of TNCI-OpCo are attached as Exhibit C.³ Further, TNCI-OpCo has been funded by Garrison Group. *Pro forma* financial information for TNCI-OpCo is provided under seal as Confidential Exhibit D. As demonstrated by this information, TNCI-OpCo has the managerial, technical and financial qualifications to provide high quality telecommunications services to the customers of TNCI-DIP.

B. Trans National Communications International, Inc. (Debtor-In-Possession)

TNCI-DIP is a Delaware corporation with a principal business address at 2 Charlesgate West, Boston, Massachusetts 02215. TNCI-DIP offers an array of communications services including local and long distance service, audio/web conferencing, dedicated Internet Protocol (“IP”)-enabled, integrated voice and data services, private line, frame relay, and enhanced network solutions. TNCI-DIP only provides service to business and enterprise customers.

In South Dakota, TNCI-DIP is authorized to provide (1) resold and facilities-based local exchange telecommunications service pursuant to a Certificate granted in Docket No. TC05-061 on December 5, 2005 and (2) interexchange services pursuant to a Certificate granted in Docket No. TC99-091 on February 11, 2000. TNCI-DIP is also authorized to provide intrastate telecommunications services in every other state and the District of Columbia. TNCI-DIP is authorized by the FCC to provide interstate telecommunications services.

³ As described in Exhibit C, Applicants note that Mr. Jeff Compton, TNCI-OpCo’s President and Chief Executive Officer and a member of its Board of Directors, also serves as Chief Executive Officer and is a co-owner (49%) and Director of Blue Casa Telephone, LLC (“Blue Casa”), a non-dominant local and long distance provider offering services in California. Mr. Howard Brand, the other co-owner and a Director of Blue Casa, will also hold a seat on the Board of TNCI-OpCo but will not be an officer of TNCI-OpCo.

III. DESIGNATED CONTACTS

Questions or any correspondence, orders, or other materials pertaining to this Joint Application should be directed to the following:

For TNCI-OpCo:

Jean L. Kiddoo
Brett P. Ferenchak
Bingham McCutchen LLP
2020 K Street, N.W., Suite 1100
Washington, DC 20006-1806
202-373-6000 (tel)
202-373-6001 (fax)
jean.kiddoo@bingham.com
brett.ferenchak@bingham.com

With a copy to:

Jeff Compton
CEO/President
TNCI Operating Company LLC
114 E. Haley Street, Suite A
Santa Barbara, CA 93101
jcompton@bluecasa.com

For TNCI-DIP:

Andrew Isar
Millar Isar Inc.
4423 Point Fosdick Drive, N.W.
Suite 306
Gig Harbor, WA 98335
253-851-6700 (tel)
866-474-3630 (fax)
aisar@millarisar.com

With a copy to:

Brian Twomey, President
Trans National Communications
International, Inc.
2 Charlesgate West
Boston, MA 02215
btwomey2@gmail.com

IV. DESCRIPTION OF THE TRANSACTION

Pursuant to an Asset Purchase Agreement, dated as of January 31, 2013 (the “Agreement”), TNCI-OpCo will acquire certain of the assets of TNCI-DIP, including TNCI-DIP’s customer accounts and contracts, telecommunications equipment, and, to the extent permitted under applicable law and regulations, certificates, licenses, registrations or other authorizations to provide intrastate, interstate, and international telecommunications services. The Bankruptcy Court approved the Agreement and the Transaction contemplated thereby on March 13, 2013. The Agreement and Sale Order provide for an Initial Closing following receipt of approvals from the FCC, and for additional closings at approximately 45-day intervals until the Final Closing, which will occur no later than the 180th day following the Initial Closing. At

each closing, TNCI-DIP will assign to TNCI-OpCo those customers and assets for which applicable governmental approvals have been obtained in order to complete the assignment. The Initial Closing occurred on April 30, 2013, at which time all interstate and international services of TNCI-DIP and intrastate services of TNCI-DIP in Kentucky, Montana, North Dakota and Washington were transferred to TNCI-OpCo.

In the interest of assuring seamless and uninterrupted service, all of the assigned customers will continue to receive service from TNCI-OpCo under the same rates, terms and conditions of services as were previously provided by TNCI-DIP. As noted above, TNCI-DIP provides services only to business and enterprise customers. Its contracts with those customers will be assigned to TNCI-OpCo without any changes in their rates, terms or conditions. TNCI-OpCo will also adopt TNCI-DIP's existing tariff(s). Future changes in the rates, terms and conditions of service to the affected customers will be undertaken pursuant to customer contracts and the applicable federal and state notice and tariff requirements.

Accordingly, as noted above, even though structured as a Section 363 asset purchase under the Bankruptcy Code, the Transaction will appear to customers and the public more like a transfer of control since TNCI-OpCo will have the same "TNCI" name with which customers are familiar, will have the same rates and terms of service, and will share many of the same technical, operational and managerial personnel as TNCI-DIP.

V. ADDITIONAL INFORMATION REQUIRED TO TRANSFER THE CERTIFICATE

A. Corporate Name and Principal Address of TNCI-OpCO

TNCI Operating Company LLC
114 E. Haley Street, Suite A
Santa Barbara, CA 93101
805-560-7809 (tel)
805-869-1445 (fax)
www.tncii.com

B. Corporate Organization

As stated above, Applicant’s legal name is TNCI Operating Company LLC. TNCI-OpCo is a Delaware limited liability company formed on January 9, 2013. A copy of its formation documents and Certificate of Authority to Transact Business as a foreign corporation in South Dakota are provided in Exhibits A and B.

C. Corporate Ownership and Officers and Directors

As a member managed limited liability company, TNCI-OpCo does not have directors but rather is managed by TNCI Holdings LLC (“TNCI Holdings”), which is also TNCI-OpCo’s sole owner. TNCI Holdings’ Board of Managers include David Thompson, Jeffrey Fier, Jeff Compton and Howard Brand. A fifth manager may be designated in the future.

The following persons are the current officers of TNCI-OpCo:

Jeffery Compton - President & CEO
Julian Weldon - Secretary

All of the above listed owners and officers can be reached through TNCI-OpCo’s principal place of business.

D. Contact for Ongoing Operations of TNCI-OpCo:

The Commission should contact the following person for questions regarding TNCI-OpCo’s ongoing operations:

- (1) General Regulatory Questions

Peter Helms
VP, Industry Relations
TNCI Operating Company LLC
2 Charlesgate West
Boston, MA 02215
617-369-1131 (Tel)
617 369-1389 (Fax)
phelms@tncii.com

(2) Reports

Jeff Compton
President & CEO
TNCI Operating Company LLC
114 E. Haley Street, Suite A
Santa Barbara, CA 93101
805-560-7809 (tel)
805-869-1445 (fax)
jcompton@bluecasa.com

(3) Fees

Jeff Compton
President & CEO
TNCI Operating Company LLC
114 E. Haley Street, Suite A
Santa Barbara, CA 93101
805-560-7809 (tel)
805-869-1445 (fax)
jcompton@bluecasa.com

(4) Customer Inquiries:

Stefanie Edwards
Vice President, Operations
TNCI Operating Company LLC
114 E. Haley Street, Suite A
Santa Barbara, CA 93101
Tel: (805) 560-8014
Fax: (805) 965-2476
sedwards@bluecasa.com

E. Customer Service Contacts

The following toll-free number is available for consumer inquiries: 800-800-8400. In addition, customer may contact the company by email at customercare@tncii.com

F. Information required by Section 20:10:24:02 (Interexchange) and 20:10:32:03 (Local Exchange) of the Administrative Rules of South Dakota, Applicants provide the following information for TNCI-OpCo:

- (1) 20:10:24:02(1) and 20:10:32:03(1) - TNCI-OpCo's name, address, telephone number, facsimile number, web page URL, and Email address.**

TNCI Operating Company LLC
114 E. Haley Street, Suite A
Santa Barbara, CA 93101
Tel: (805) 560-7809
Fax: (805) 869-1445
www.tncii.com
jcompton@bluecasa.com

- (2) 20:10:24:02(2) and 20:10:32:03(2) - A description of the legal and organizational structure of TNCI-OpCo.**

This information is provided in Section II of this Application.

- (3) 20:10:24:02(3) and 20:10:32:03(3)- The name under which TNCI-OpCo will provide local and interexchange services.**

TNCI-OpCo will provide service under its legal name.

- (4) 20:10:24:02(4) and 20:10:32:03(5) - A copy of the TNCI-OpCo's certificate of authority to transact business in South Dakota from the Secretary of State.**

A copy of TNCI-OpCo's authorization to transact business in South Dakota is provided in Exhibit B.

- (5) 20:10:24:02(5) and 20:10:32:03(4) - Location of TNCI-OpCo's principal office.**

TNCI-OpCo's principal office is provided in (1) above. TNCI-OpCo does not have an office in South Dakota. The name and address of TNCI-OpCo's current registered agent is:

Corporation Service Company
503 South Pierre Street
Pierre, SD 57501

- (6) 20:10:24:02(6) and 20:10:32:03(8) - The list and description of telecommunications services TNCI-OpCo intends to offer.**

TNCI-OpCo intends to provide the same facilities-based and resold local exchange, exchange access and intrastate interexchange telecommunications services to business customers that TNCI-DIP currently provides to its customers. These services include (a) basic local exchange services and various ancillary services such as custom calling features, (b) long distance services, (c) dedicated Internet Protocol ("IP")-enabled, integrated voice and data services, and (d) private line, frame relay and other non-voice services. TNCI-OpCo will comply

with all applicable Commission rules, regulations and standards, and will provide safe, reliable and high-quality telecommunications services in South Dakota.

TNCI-OpCo seeks authority to provide local exchange and exchange access telecommunications services to and from all points in the State of South Dakota that are currently open, and that become open, to competition, and to provide interexchange telecommunications statewide.

TNCI-OpCo plans on using the existing local exchange boundaries and established local calling scope of the incumbent local exchange carriers in South Dakota. TNCI-OpCo does not intend on providing any prepaid month-by month service to credit challenged subscribers in South Dakota.

(7) 20:10:32:03(6) - A description of Applicant's experience providing any telecommunications services in South Dakota or in other jurisdictions, including the types of services provided, and the dates and nature of state or federal authorization to provide the services.

As a result of the Initial Closing on May 1, 2013, TNCI-OpCo began providing telecommunications services. Specifically, TNCI-OpCo provide interstate and international services throughout the United States and intrastate telecommunications services in Kentucky, Montana, North Dakota and Washington.

TNCI-OpCo was recently authorized to provide local exchange and/or interexchange telecommunications services in Kentucky, Montana, North Carolina (interexchange only), North Dakota, Washington and Wisconsin. TNCI-OpCo is also authorized to provide interstate and international telecommunications services by the FCC. TNCI-OpCo is in the process of obtaining authority to provide intrastate telecommunications services in all of the other contiguous United States, Hawaii, and the District of Columbia. TNCI-OpCo has not been denied authority to provide telecommunications services in any state, nor has any state revoked the authority of TNCI-OpCo to operate therein.

(8) 20:10:24:02(7) and 20:10:32:03(8) - Statement of how TNCI-OpCo will provide services.

As noted above, TNCI-OpCo is purchasing the assets and operations of TNCI-DIP and will operate the business as it is currently configured. While most telecommunications services will be provided by reselling the services of other carriers, TNCI-OpCo may also provide service over its own facilities, facilities leased from other carriers, or a combination thereof. TNCI will only service business and enterprise customers. Information regarding the services TNCI-OpCo will provide is provided in (6), above.

(9) 20:10:32:03(7) - Names and addresses of TNCI-OpCo's affiliates, subsidiaries, and parent organizations.

TNCI-OpCo does not have any affiliates or subsidiaries. TNCI-OpCo's parent company is TNCI Holdings.

(10) 20:10:24:02(8) and 20:10:32:03(9) - Narrative description indicating with particularity the geographic area proposed to be served.

TNCI-OpCo seeks authority to provide non-voice services and interexchange services statewide. TNCI-OpCo seeks authority to provide voice local exchange services in the areas served by Qwest Corporation d/b/a CenturyLink QC and any other areas currently, or that becomes, open to competition. At this time, TNCI-OpCo does not seek to provide service in any areas not currently open to competition or termination any exemptions of any small or rural local exchange carriers. Further, TNCI-OpCo agrees to be subject to rural safeguards. TNCI-OpCo's exchanges will mirror those of the incumbent local exchange carrier in whose service territories TNCI-OpCo provides service. TNCI-OpCo therefore has not included a map showing proposed service areas.

(11) 20:10:24:02(9) and 20:10:32:03(12) - Financial statements.

As a newly formed entity, TNCI-OpCo does not have historical financial statements, TNCI-OpCo therefore provide *pro forma* financial statements along with a bank statement under seal as Exhibit D to this Application.

(12) 20:10:24:02(10) and 20:10:32:03(17) - Complaints and regulatory matters.

Please see the response to (D) and (E), above.

(13) 20:10:24:03(10) - Technical competence.

TNCI-OpCo's planned service offerings will meet or exceed the Commission's quality of service requirements. In addition, connectivity of TNCI-OpCo network will not impair the statewide public switched network. To ensure top-quality service, TNCI-OpCo will be available for customer inquiries 24 hours, 7 days a week.

TNCI-OpCo is technically and managerially qualified to provide competitive local exchange and interexchange services in South Dakota. TNCI-OpCo is managed by individuals with significant experience in the telecommunications industry and will share many of the same technical, operational and managerial personnel as TNCI-DIP. Biographies of the key personnel of TNCI-OpCo are attached as Exhibit C. TNCI-OpCo will respond to customer complaints promptly using the personnel listed in Paragraph (12) and Section V above. TNCI-OpCo will perform facility and equipment maintenance necessary to ensure compliance with any Commission quality of service requirements. Since TNCI-OpCo will initially be providing service via resale, TNCI-OpCo will

initially rely on its underlying carriers to perform necessary facility and equipment maintenance.

(14) 20:10:24:02(11) and 20:10:03(18) - Bill and collect charges.

TNCI-OpCo's customers will be billed directly by TNCI-OpCo.

(15) 20:10:32:03(11) - Information explaining how TNCI-OpCo will provide customers with access to emergency services such as 911 or enhanced 911, operator services, interexchange services, directory assistance, and telecommunications relay service.

TNCI-OpCo will make arrangements or utilize the existing arrangements of TNCI-DIP with its underlying carrier or third-party vendors to provide access to emergency services such as 911 or enhanced 911, operator services, interexchange services, directory assistance, and telecommunications relay service.

(16) 20:10:24:02(12) and 20:10:32:03(19) - Information concerning TNCI-OpCo's policies relating to solicitation of new customers and a description of the efforts the applicant shall use to prevent the unauthorized switching of interexchange and local service customers.

TNCI-OpCo will comply with the rules of the FCC and this Commission relating to solicitation of new customers, including obtaining the necessary authorization from new customers under these rules to prevent unauthorized switching. Specifically, TNCI-OpCo requires Letter's of Authorization and standard paperwork signed by customers before any orders are submitted/implemented. TNCI-OpCo will also permit its customers to implement preferred carrier freezes.

(17) 20:10:24:02(13) and 20:10:32:03(21) - Information concerning how Applicant will make available to any person information concerning the applicant's current rates, terms, and conditions for all of its telecommunications services.

TNCI-OpCo will primarily provide service through customer specific contracts, which provide the rates, terms and conditions of its telecommunications services. TNCI-OpCo will make its telecommunication rates, terms and conditions available to any person upon request at its office and/or electronically.

(18) 20:10:32:03(13) - Information related to interconnection.

Applicant has not yet entered into or requested interconnection/resale agreements in South Dakota, but where necessary for the provision of service has made arrangements with underlying carriers to assume the existing

interconnection/resale agreements of TNCI-DIP as part of the bankruptcy process.

- (19) 20:10:24:02(14) and 20:10:32:03(22) - Information concerning how TNCI-OpCo will notify a customer of any materially adverse change to any rate, term, or condition of any telecommunications service being provided to the customer.**

TNCI-OpCo will notify customers via mail or bill insert or notation in advance of materially adverse changes to any rate, term, or condition of any telecommunications service being provided to customer.

- (20) 20:10:24:02(15) and 20:10:32:03(16) - A list of the states where Applicant is registered or certified to provide telecommunications services and statement of good standing.**

TNCI-OpCo has never been denied registration or certification in any state and, furthermore, TNCI-OpCo is in good standing with the appropriate regulatory agency in the states where it is registered or certified. TNCI-OpCo is currently authorized to provide intrastate telecommunications services in Kentucky, Montana, North Carolina, North Dakota, Washington and Wisconsin.

- (21) 20:10:32:03(15) - If the Applicant is seeking authority to provide local exchange service in the service area of a rural telephone company, the date by which the applicant expects to meet the service obligations imposed pursuant to § 20:10:32:15 and applicant's plans for meeting the service obligations.**

TNCI-OpCo does not intend to provide local exchange service in the service area of a rural telephone company.

- (22) 20:10:24:02(16) and 20:10:32:03(14) - A description of how the Applicant intends to market its services, and its target market.**

TNCI-OpCo intends to market its services to business and enterprise customers in the State of South Dakota. TNCI-OpCo primarily utilizes sales agents to solicit customers by telephone or in person. TNCI-OpCo, however, has not yet developed brochures or other materials to be used in marketing its services in South Dakota. TNCI-OpCo does not plan to engage in multi-level marketing in South Dakota. TNCI-OpCo will comply with South Dakota law and the FCC's regulations governing changing a customer's primary carrier(s).

- (23) 20:10:24:02(17) and 20:10:32:03(24) - Applicant's federal tax identification number and South Dakota sales tax number.**

TNCI-OpCo's federal tax identification number is 90-0928958.

TNCI-OpCo does not yet have a South Dakota sales tax number, but will provide it as soon as it is available.

- (24) 20:10:24:02(18) and 20:10:32:03(20) - Information regarding the number and nature of complaints filed against Applicant with any state or federal regulatory commission regarding the unauthorized switching of a customer's telecommunications provider and the act of charging customers for services that have not been ordered.**

TNCI-OpCo has not had any complaints filed against it in any state or federal regulatory commission regarding the unauthorized switching of a customer's telecommunications provider, nor for the act of charging customers for services that have not been ordered.

- (25) 20:10:24:02(19) and 20:10:32:03(23) - Waiver of Commission's Rules.**

To the extent necessary, TNCI-OpCo requests a waiver of the local exchange map requirement in §§ 20:10:24:02(8) and 20:10:32:03(9) of the Administrative Rules of South Dakota. TNCI-OpCo's local calling areas will mirror those of the incumbent carriers.

- (26) 20:10:24:02(20) and 20:10:32:03(25) Other Information.**

Further information for the Commission's consideration is provided in Section VI of this Application. TNCI-OpCo will separately submit an access tariff that mirrors the current access tariff of TNCI-DIP.

VI. PUBLIC INTEREST CONSIDERATIONS

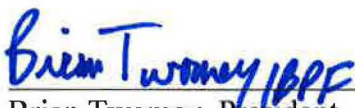
Applicants respectfully submit that the proposed Transaction serves the public interest. The Transaction will result in the assignment of TNCI-DIP customers to a financially stable company that will continue to provide telecommunications services to such assigned customers without interruption. TNCI-OpCo's operations will be overseen by a well-qualified management team with substantial telecommunications experience and technical expertise. In addition, the proposed Transaction is structured to assure an orderly transition of customers from TNCI-DIP to TNCI-OpCo. In accordance with the terms of their service contracts and the rules and procedures of the FCC and applicable state(s), including this Commission, customers were notified of the proposed transaction and the change in their telecommunications provider from TNCI-DIP to TNCI-OpCo. A

sample of the notice that was sent to affected customers on March 29, 2013, at least 30 days prior to their transfer is provided in Exhibit E.

VII. CONCLUSION

WHEREFORE, for the reasons set forth above, Applicants request the Commission grant all authority necessary for TNCI Operating Company LLC to acquire the customers and certain of the assets (including Certificates) of Trans National Communications International, Inc. (Debtor-In-Possession). Further, the Applicants request that the Commission expeditiously act on this filing so that TNCI-DIP's customers can be assigned to TNCI-OpCo as soon as possible

Respectfully submitted,



Brian Twomey, President
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Dated: May 7, 2013