

KLEIN LAW GROUP PLLC



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Admitted in New York, New Jersey
and the District of Columbia

March 12, 2015

Via Overnight Mail

Kristi Izzo, Secretary
New Jersey Board of Public Utilities
Two Gateway Center
Newark, New Jersey 07102

TF 15030378

Re: Petition of ACN Communication Services, Inc. for Approval to Participate in
a Financing Transaction

Secretary Izzo:

Enclosed for filing please find an original and ten (10) copies of the Petition of ACN Communication Services, Inc. for Approval to Participate in a Financing Transaction. An electronic copy of each document is also included on the enclosed CD-ROM.

Pursuant to N.J. Admin. Code § 14:1-12.4, the following attorney is designated as the proper addressee for notices and other communications (oral and written):

Andrew M. Klein
Philip J. Macres
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1250 Connecticut Ave. N.W., Suite 200
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AKlein@KleinLawpllc.com
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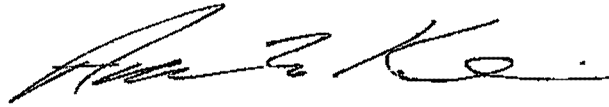
Pursuant to N.J. Admin. Code § 14:1-2.1 and N.J.S.A. § 48:2-56(E)(14), a check made payable to the order of "Treasurer, State of New Jersey" is enclosed as payment of the applicable \$25.00 filing fee.

Kindly stamp and return the extra copy of this transmittal letter in the self-addressed, postage-paid envelope provided herewith.

CMS
LEGAL
DAG
RPA
B. Wojciak
TELEC(S)
M. Beyer

Should there be any questions or concerns with regard to this matter, please do not hesitate to contact the undersigned or Mr. Macres.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Andrew M. Klein". The signature is fluid and cursive, with a large initial "A" and "K".

Andrew M. Klein (NJ Bar No. 03677-1992)
Counsel for ACN Communication Services, Inc.

Enclosures



STATE OF NEW JERSEY
BOARD OF PUBLIC UTILITIES

_____)
 In the Matter of Petition of)
)
 ACN Communication Services, Inc.)
) BPU Docket No. 15-_____
)
 for Approval to Participate in a)
 Financing Arrangement)
 _____)

PETITION

I. INTRODUCTION

ACN Communication Services, Inc. (“ACN” or “Petitioner”), through their undersigned counsel and pursuant to N.J.S.A. 48:3-7 and 48:3-9, hereby requests approval, to the extent necessary, from the New Jersey Board of Public Utilities (“Board”) to participate in a financing arrangement in connection with the issuance of senior secured debt in the aggregate amount of up to \$135 million (the “Financing”) by ACN’s immediate parent company, LKN Communications, Inc. (“Parent”). Specifically, Petitioner seeks approval to pledge its assets as security and act as a guarantor in support of the Financing. A more complete description of the proposed Financing is set forth below in Section IV of this Petition. Petitioner respectfully requests that the Board approve the instant Petition on an expedited basis to allow the Financing to be completed as soon as possible.

Petitioner submits the following information in support of this Petition:

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Tel: (202) 289-6956

with copies to:

Brian McDermott
Strategies Law Group, PLLC
1002 Parker Street
Falls Church, VA 22046
bmcdermott@stratlg.com
Tel: (571) 730-4970

IV. DESCRIPTION OF THE FINANCING

Under the Financing, Parent intends to enter into a senior secured credit facility in a maximum principal amount of up to \$135 million. Loans under that credit facility will be provided by a syndicate of financial institutions (the "Lenders"). Each of the Parent's domestic subsidiaries, including Petitioner, will guaranty Parent's obligations under the credit facility and grant a security interest to the Lenders in substantially all of the subsidiary's assets. The Company's Regulated Service assets are a small fraction of the total assets supporting the Credit Facility. The Company's annual revenues derived from the Regulated Service represent less than 1% of the Parent's annual consolidated revenues.

V. PUBLIC INTEREST CONSIDERATIONS

Approval of ACN's participation in measures in support of the Financing as described above will serve the public interest in promoting competition among telecommunications carriers. First, the proposed Financing is expected to provide the ACN companies with greater financial resources which will allow ACN to compete more effectively for customers in New

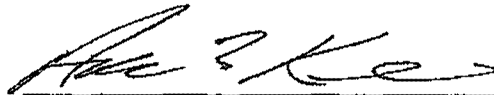
Jersey, as well as to ensure that ACN can continue to provide high-quality telecommunications services to existing customers. Proceeds from the Financing will be used, among other things, to support strategic growth and for ongoing working capital.

Second, the Financing will be conducted in New Jersey in a manner that will be transparent to customers, and will not result in any negative changes to ACN services received by customers. Petitioner expects to continue to provide high-quality telecommunications services without any interruption, reduction, loss or impairment of services and without any changes to the rates, terms or conditions of service to customers.

VI. CONCLUSION

For the reasons stated above, Petitioner submits that the public interest, convenience and necessity will be furthered by expeditious Board approval of Petitioner's participation in the financing arrangements described herein, which is respectfully requested.

Respectfully submitted,



Andrew M. Klein
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Counsel for ACN Communication
Services, Inc.

Dated March 11, 2015

VERIFICATION

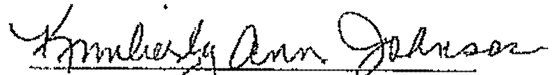
STATE OF NORTH CAROLINA §
 §
COUNTY OF CABARRUS §

I, Rick Dunn, state that I am Treasurer of LKN Communications, Inc., the parent company of ACN Communication Services, Inc.; that I am authorized to make this Verification on behalf of ACN Communication Services, Inc.; that the foregoing document was prepared under my direction and supervision; and that the statements in the foregoing document are correct to the best of my knowledge, information and belief.



Name: Rick Dunn
Title: Treasurer
LKN Communications, Inc.

Sworn and subscribed before me this 10th day of March, 2015


Notary Public

My Commission expires: 12-12-2018

