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March 15, 2010

VIA OVERNIGHT DELIVERY

Mr. Jeff R. Derouen, Executive Director
Kentucky Public Service Commission
211 Sower Blvd.
Frankfort, KY 40602
502-564-3940

RECEIVED

MAR 17 2010

PUBLIC SERVICE
COMMISSION

Re: Bellerud Communications, LLC
Utility No. 5051720

Dear Mr. Derouen:

Please be advised that Bellerud Communications, LLC (“Bellerud Communications”) is transferring control to Bellerud Acquisition Group, LLC (“Bellerud Acquisition”) as described herein. In connection therewith, we provide the following information:

I. The Parties

A. Bellerud Communications, LLC

Bellerud Communications is a Texas limited liability company with principal offices located at 401-B W. Montgomery Street, Willis, Texas 77378. Bellerud Communications is authorized to provide telecommunications services in Alabama, Arkansas, Florida, Indiana, Kentucky, New Jersey, North Dakota, South Carolina and Texas. Bellerud Communications primarily provides residential bundled local and long distance services. Bellerud Communications also has authority to provide domestic interstate and international services pursuant to FCC rules and regulations.

The Commission accepted Bellerud's Local Exchange Telecommunications Tariff, which was effective on February 16, 2003 under Utility No. 5051720.

B. Bellerud Communications, LLC

Bellerud Acquisition Group, LLC is a Delaware limited liability company which was created for purposes of this transaction. Bellerud Acquisition Group, LLC's principal offices are located at 707 W. Eau Gallie Blvd., Melbourne, Florida 32935. Bellerud Acquisition Group, LLC is 100% owned by Associated Telecommunications Management Solutions, LLC ("ATMS"), a Delaware limited liability with principal offices located at 707 W. Eau Gallie Blvd., Melbourne, Florida 32935. ATMS is a holding company, which was formed to acquire several small competitive local exchange companies.

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II. Designated Contact

The designated contact for questions concerning this Notice is:

Lance J.M. Steinhart
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Attorney for Bellerud Communications, LLC

III. Description of Proposed Transactions

Bellerud Communications, LLC and Bellerud Acquisition Group, LLC have entered into an agreement under which Bellerud Acquisition will purchase one Hundred Percent (100%) of the issued and outstanding equity interests in Bellerud Communications. Upon consummation of the proposed transaction, Bellerud will own 100% of the equity of Bellerud Communications.

The proposed transaction will provide Bellerud Communications with greater operating flexibility to pursue operating purposes, including, without limitation, (a) expansion of its telecommunications infrastructure; (b) improvement of customer service, billing, financial reporting and other management information systems; and (c) possible acquisitions, future investments or strategic alliances.

There is no plan to notify customers. There will be no impact on customers, since the transaction will be transparent to customers, because the transfer of control will only result in a change in ownership. There will be no change in name, and the company will continue to provide services pursuant to the same terms and conditions.

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IV. Public Interest Analysis

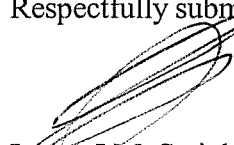
The proposed transaction is in the public interest because it will enhance Bellerud Communications' ability to compete in the market for telecommunications services. The transaction will have no adverse effect upon customers. It will give Bellerud Communications access to resources which will enable it to introduce new products and services and to respond to the competitive environment.

The transaction will not result in any changes to Bellerud Communications' provision of service to its current customers. It is anticipated that Bellerud Communications' management team responsible for its day-to-day operations are expected to remain essentially the same immediately following the proposed transaction. In addition, the contact points for customers and Commission inquiries will remain the same immediately after the transfer of control. Nor does the proposed transfer of control raise any competitive concerns.

I have also enclosed an extra copy of this letter to be date stamped and returned to me in the enclosed, self addressed, postage prepaid envelope.

If you have any questions or if I may provide you with additional information, please do not hesitate to contact me. Thank you.

Respectfully submitted,



Lance J.M. Steinhart
Attorney for Bellerud Communications, LLC

Enclosures
cc: Rene Bellerud