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November 29, 2005

VIA OVERNIGHT MAIL

Executive Director  
Kentucky Public Service Commission  
211 Sower Boulevard  
Frankfort, Kentucky 40602

RECEIVED  
NOV 30 2005  
PUBLIC SERVICE  
COMMISSION

*Re: Manhattan Telecommunications Corporation, d/b/a Metropolitan  
Telecommunications and Business Productivity Solutions, Inc.*

Notification of Consummation of Transfer of Control, Update to Utility Contact  
Information, and Revised Tariff

Ladies and Gentlemen:

Manhattan Telecommunications Corporation, d/b/a Metropolitan Telecommunications Corporation ("MetTel") and Business Productivity Solutions, Inc. ("BPS" and, together with MetTel, "the Parties"), through their undersigned counsel, hereby notify the Kentucky Public Service Commission ("Commission") that the Parties obtained necessary regulatory approvals and therefore consummated their proposed transfer of control. BPS is currently a direct, wholly-owned subsidiary of Manhattan Telecommunications Corporation and indirect, wholly-owned subsidiary of Manhattan Telecommunications Corporation's holding company parent, Metropolitan Telecommunications Holding Company. See Post-Transaction Organization Chart at Attachment 1.

## **Notice of Consummation of Transfer of Control**

On August 16, 2005, the Parties notified the Commission of their intent to consummate a transfer of control of BPS to MetTel. The Parties notified the Commission they would close their transaction upon receipt of regulatory approvals. The Parties received regulatory approvals and therefore consummated their transaction.

### **Utility Contact Update**

To ensure the Commission has current, post-transfer contact information for BPS, MetTel provides the attached Utility Contact update information. *See* Attachment 2. MetTel and its subsidiary BPS respectfully request the Commission use the attached Utility Contact update form to ensure its records and databases are promptly updated to reflect BPS' new corporate address and regulatory/utility contacts. Taking the requested actions promptly will help avoid misdirected communications and thereby minimize the potential for delayed responses to Commission correspondence and consumer complaints, missed regulatory filings and other avoidable administrative problems.

### **Notice of Tariff Filing**

Concurrently with this filing, under separate transmittal letter, MetTel submits a revised tariff on behalf of its wholly-owned subsidiary, BPS. The revised tariff also contains updated contact information reflecting the transfer of BPS to MetTel.

An original and three (3) copies of this filing are enclosed herewith. Please date stamp and return the enclosed extra copy of this filing in the enclosed self-addressed stamped envelope.

Should you have questions regarding this filing, please contact undersigned counsel.

Respectfully submitted,



Andoni Economou  
Chief Operating Officer and  
Executive Vice President  
Manhattan Telecommunications  
Corporation  
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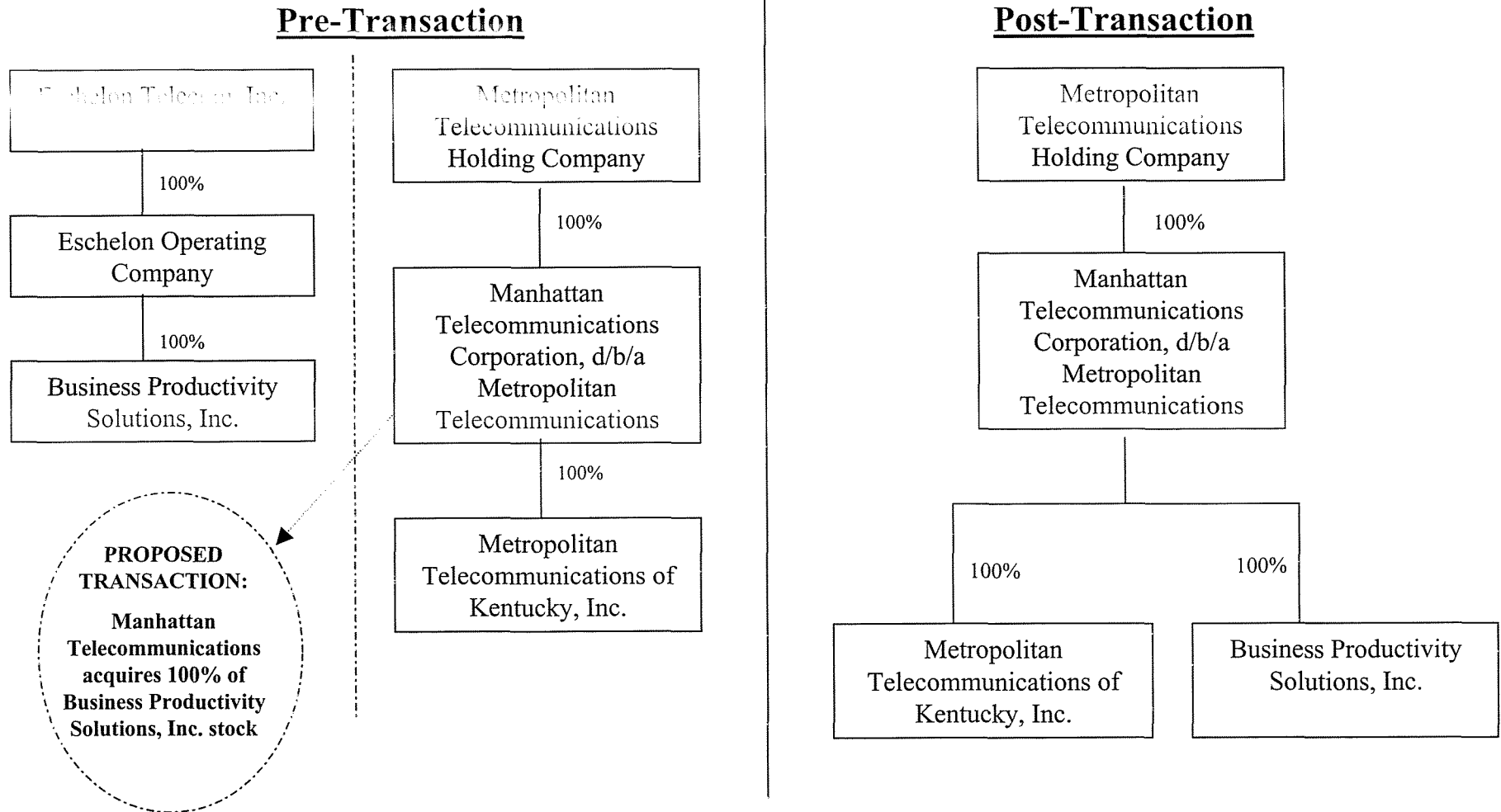
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Counsel for MetTel

**ATTACHMENT 1**

Post Transaction Organizational Chart

**MetTel - Business Productivity Solutions, Inc. Transfer of Control**  
**Illustrative Pre & Post Transaction Organizational Chart**



Upon acquiring control of BPS, Manhattan Telecommunications Corporation will continue to provide services to Business Productivity Solutions, Inc.'s customers under the "Business Productivity Solutions, Inc." name and according to the same rates, terms and conditions of service. The proposed transaction is entirely transparent to affected customers.

## **ATTACHMENT 2**

### Utility Contact Update Information

#### **Current Corporate Address & General Contact Information:**

Business Productivity Solutions, Inc.  
44 Wall Street, 6<sup>th</sup> Floor  
New York, NY 10005  
Telephone: (212) 607-2000  
Facsimile: (212) 635-5074  
Customer Toll-Free Number: 1-877-638-8351

#### **Previous Corporate Address & General Contact Information:**

Business Productivity Solutions, Inc.  
730 2<sup>nd</sup> Avenue South, Suite 900  
Minneapolis, MN 55402  
Telephone: (612) 436-6692  
Facsimile: (612) 436-6792

## UTILITY COMMISSION ISSUES CONTACT LIST

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E. "Tariff" and pricing issues:

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