

Jean L. Kiddoo
Danielle Burt
Phone: 202.373.6000
Fax: 202.373.6001

February 6, 2009

VIA OVERNIGHT DELIVERY

Thomas Dorman, Executive Director
Kentucky Public Service Commission
211 Sower Boulevard
Frankfort, KY 40602-8294

Re: **NOTICE OF NON-CONSUMMATION**
**Notification of the Transfer of Control of First Communications, LLC, and
Globalcom, Inc. to Renaissance Acquisition Corp.**

NOTICE OF NON-CONSUMMATION
**First Communications, LLC and Gores FC Holdings, LLC Notification of
Transfer of Control**

Dear Mr. Dorman:

This letter hereby notifies the Commission that two transactions will not be consummated as previously planned. Specifically:

1. First Communications, LLC ("FCL"), Globalcom, Inc. ("Globalcom") and Renaissance Acquisition Corp. ("RAC") filed a letter on September 25, 2008 to notify the Commission about a transfer control of FCL, Xtension and Globalcom to RAC. On behalf of FCL, Globalcom and RAC, we hereby notify the Commission that they have determined not to proceed with the proposed transaction.
2. FCL, and Gores FC Holdings, LLC ("Gores FC") filed a letter on July 19, 2007 to notify the Commission about a transaction whereby Gores FC would obtain *de facto* control of First Communications, Inc., the parent of FCL. On behalf of FCL and Gores FC, we hereby notify the Commission that although Gores FC did obtain the non-controlling interest of 13.01% in FCI as described in the letter filed with the Commission, they have determined not to complete the transfer of control transaction at this time. To the extent that they intend to do so in the future, they will notify the Commission at that time.

An original and ten (10) copies of this letter are enclosed for filing. Please date-stamp the enclosed the extra copy of this letter and return it in the attached self-addressed,

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

RECEIVED

FEB 09 2009

PUBLIC SERVICE
COMMISSION

Thomas Dorman, Executive Director
February 6, 2009
Page 2

stamped envelope provided. Please direct any questions to Danielle Burt at (202) 373-6039.

Respectfully submitted,

A handwritten signature in black ink that reads "Danielle Burt" followed by the initials "mrb" in a cursive script.

Jean L. Kiddoo
Danielle Burt