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May 23, 2012

Via Overnight Courier

Jeff Derouen, Executive Director
Kentucky Public Service Commission
211 Sower Boulevard
Frankfort, Kentucky 40601

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PUBLIC SERVICE
COMMISSION

Re: Notification by First Communications, LLC and Globalcom, Inc. of an Indirect Minority Ownership Transfer

Dear Mr. Derouen:

First Communications, LLC ("FCL") and Globalcom, Inc. ("Globalcom") (together, the "Parties") notify the Commission of an indirect minority transfer of equity ownership of the Parties. As detailed below, FirstEnergy Corp. ("FirstEnergy") plans to increase its ownership interest in First Communications, Inc. ("FCI"), the parent company of the Parties, by acquiring FCI common stock from Gores FC Holdings, LLC ("Gores") and by converting FCI-issued warrants into common stock. As a result of the stock acquisition and warrant conversion, FirstEnergy will have non-controlling equity ownership of approximately 36% in FCI, and indirectly in the Parties. In addition, the Parties notify the Commission that Marbel Investments, LLC ("Marbel Investments") will have non-controlling equity ownership of approximately 16% in FCI, and indirectly in the Parties, upon completion of FirstEnergy's stock acquisition and warrant conversion.

Pursuant to the policies of the Commission, the Parties submit this letter for informational purposes only to ensure the continuing accuracy of the Commission's records.

Description of the Parties

FCI is a Delaware corporation and its headquarters are located at 3340 West Market Street, Akron, Ohio 44333. FCI, through its operating subsidiaries FCL, Globalcom, Xtension Services, Inc., and First Telecom Services, LLC, provides local, private line, and/or long distance services to both business and residential customers in 49 states. Its services include, in addition to traditional local and long distance services, toll-free services, conference calling packages, calling cards, Internet access and dedicated and private line services.

FCI's common stock is currently owned by several investment funds and companies, including FirstEnergy and Marbel Investments. FirstEnergy, a publicly traded (NYSE: FE) Ohio corporation, is a diversified energy company with its headquarters located at 76 South Main Street, Akron, Ohio 44308. FirstEnergy's 10 electric distribution companies comprise one of the nation's largest investor-owned electric system and serve 6 million customers in the Midwest and Mid-Atlantic regions. Further information about FirstEnergy can be found at www.firstenergycorp.com. Marbel Investments, an Ohio

- Boston
- Hartford
- Hong Kong
- London
- Los Angeles
- New York
- Orange County
- San Francisco
- Santa Monica
- Silicon Valley
- Tokyo
- Washington

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limited liability company, is a family owned and managed investment company focusing on oil, gas and telecommunications businesses. Neither FirstEnergy nor Marbel Investments provide telecommunications services or hold any telecommunications licenses.

FCL, an Ohio limited liability company, is registered in Kentucky to provide interexchange telecommunications services. Globalcom, an Illinois corporation, is registered in Kentucky to provide interexchange telecommunications services. Further information regarding FCL, Globalcom, and the services they provide has previously been submitted to the Commission and is therefore a matter of public record, and the Parties request that it be incorporated herein by reference.

Contacts

Inquiries or copies of any correspondence, orders, or other materials pertaining to this Notice should be directed to:

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With copies to:

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Description of the Transaction

FirstEnergy intends to increase its indirect equity ownership in the Parties to approximately 36% by acquiring FCI common stock from Gores and by converting FCI-issued warrants into common stock. Upon completion of the stock acquisition and warrant conversion, FirstEnergy will have non-controlling equity ownership of approximately 36% in FCI, and indirectly in the Parties; Marbel Investments will have

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non-controlling equity ownership of approximately 16% in FCI, and indirectly in the Parties; and Gores will no longer have any interest in FCI or the Parties.¹ Accordingly, the transaction will result in an indirect minority transfer of control of the Parties as defined by the Commission's rules, and the Parties therefore provide notice.

The Parties emphasize that the proposed transaction is purely a financial one and will not affect the technical or managerial qualifications of the Parties or any of the services provided by the Parties to customers in Kentucky. The Parties will continue to serve their existing customers in Kentucky pursuant to their respective authorizations under the same rates, terms and conditions. Accordingly, this transaction will be completely transparent to the customers of the Parties.

Public Interest Considerations

The Parties submit that the proposed indirect minority transfer of control transaction is consistent with the public interest. The proposed transaction will not transfer actual working control of the Parties or create a new majority shareholder. Moreover, the proposed transaction will occur at the holding company level and will not affect the rates, terms and conditions under which the Parties operate. Following consummation of the proposed transaction, the Parties will continue to provide high-quality communications services to their customers without interruption and without change in rates, terms or conditions.

* * * * *

An original and ten (10) copies of this letter are enclosed for filing. Please date-stamp the extra copy and return it in the envelope provided. Should you have any questions regarding this filing, please do not hesitate to contact undersigned at 202-373-6039.

Respectfully submitted,



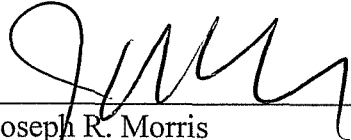
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¹ The Parties notified the Commission about the transfer of control of the Parties to Gores on October 12, 2011. However, to the extent that FirstEnergy completes the stock acquisition and warrant conversion described herein, the transfer of control of the Parties to Gores will not occur.

VERIFICATION

I, Joseph R. Morris, state that I am President for First Communications, Inc.; that I am authorized to make this Verification on behalf of First Communications, Inc. and its subsidiaries; that the foregoing filing was prepared under my direction and supervision; and that the statements in the foregoing document are true and correct to the best of my knowledge, information, and belief.

I declare under penalty of perjury that the foregoing is true and correct. Executed this 30 day of April, 2012.



Name: Joseph R. Morris
Title: President