



March 14, 2008

Eddie Roberson, Chairman  
Tennessee Regulatory Authority  
460 James Robertson Pkwy.  
Nashville, TN 37243-0505

filed electronically in docket office on 03/14/08

**Re:           Petition of DIECA Communications, Inc. for Approval to Encumber  
              Utility Property  
              Docket Number: 08-00033**

***Response to Data Request No. 1***

Dear Chairman Roberson:

In response to Data Request No. 1 of March 11, 2008, Covad submits the following information.

1. Has DIECA Communications, Inc. d/b/a/ Covad Communications Company (“Covad”) filed similar petitions or notices in other states? If so, provide a listing of states and actions taken.

RESPONSE: Yes. Covad has filed (or will file) applications in Arizona, Delaware, Pennsylvania, West Virginia, Georgia, New Jersey, New York and the District of Columbia. Notices have been filed (or will be filed) in Indiana, Maryland, Rhode Island, Massachusetts, and Connecticut.

2. Has Covad applied for approval of the financing transaction from any federal agency? If so, what is the status of any such petition or notification?

RESPONSE: No federal approval is required and no filing has been made.

3. The *Petition* notes that the Senior First Lien Facilities and Senior Second Lien Facility will be secured by substantially all the assets of Covad. Will any Tennessee assets be pledged as collateral for debt issued as part of the financing transaction?

RESPONSE: Yes. Assets located in Tennessee will be pledged as collateral. Covad is collocated in 27 AT&T central offices in Tennessee. Covad’s equipment in those spaces includes the following: ATM switches, DSLAMs, BDFB or mini-BDFB, copper and fiber patch panels, IP routers, SONET ADM, cross connect equipment, and in-line test equipment. Covad also has standard office and field equipment in the state.

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fiber patch panels, IP routers, SONET ADM, cross connect equipment, and in-line test equipment. Covad also has standard office and field equipment in the state.

4. Provide a copy of the terms and conditions for the financing transaction described in the *Petition*.

RESPONSE: Attached as Exhibit A is a complete copy of the terms and conditions of the transaction. This documents is confidential; therefore, it is being filed under seal.

Please contact me at (615) 252-2363 or at [hwalker@bccb.com](mailto:hwalker@bccb.com) if you have any questions.

Very truly yours,

BOULT, CUMMINGS, CONNERS & BERRY, PLC

By:   
Henry Walker

HW/djc