

**BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI**

Application of NuVox Communications of)	
Missouri, Inc., for Authority to Provide its)	Case No. TF-2007-0356
Security in Connection with Financing)	

STAFF'S SECOND SUPPLEMENTAL RECOMMENDATION

COMES NOW the Staff of the Missouri Public Service Commission and for its second supplemental recommendation states:

1. On May 10, 2007, the Commission approved NuVox Communications' amended application seeking authority to participate in a financing transaction. The financing transaction involves a senior secured seven year term loan of \$250 million and a senior secured six year term revolving facility of \$10 million.

2. On May 25, 2007, NuVox Communications filed a motion to re-open the case seeking approval to increase the amount of the senior secured seven year term loan to \$265 million while leaving the senior secured six year term revolving facility at \$10 million.

3. In the attached Memorandum, labeled Appendix A, the Staff states that the amendment does not change the Staff's recommended approval of the financing transaction and that increasing the senior secured seven year loan to \$265 million is reasonable and not detrimental to the public interest.

WHEREFORE, the Staff recommends that the Commission authorize NuVox Communications to participate in the amended financing transaction described in the motion to re-open case.

Respectfully submitted,

/s/ William K. Haas

William K. Haas

Deputy General Counsel

Missouri Bar No. 28701

Attorney for the Staff of the
Missouri Public Service Commission

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CERTIFICATE OF SERVICE

I hereby certify that copies of the foregoing have been mailed, hand-delivered, transmitted by facsimile or electronically mailed to all counsel of record this 22nd day of June 2007.

/s/ William K. Haas

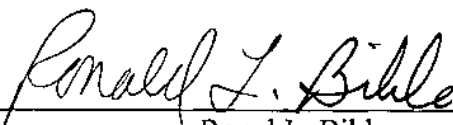
BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI

Application of NuVox Communications of)
Missouri, Inc. for Authority to Provide its Security) Case No. TF-2007-0356
in Connection with Financing)

AFFIDAVIT OF RONALD L. BIBLE

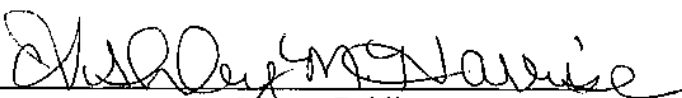
STATE OF MISSOURI)
) ss.
COUNTY OF COLE)

Ronald L. Bible, of lawful age, on his oath states: that he has participated in the preparation of the foregoing Supplemental Staff Recommendation; that the information is given by him; that he has knowledge of the matters set forth; and that such matters are true and correct to the best of his knowledge and belief.



Ronald L. Bible

Subscribed and sworn to before me this 22nd day of June, 2007.



Notary Public



ASHLEY M. HARRISON
My Commission Expires
August 31, 2010
Cole County
Commission #06898978

MEMORANDUM

TO: Missouri Public Service Commission Official Case File
Case No. TF-2007-0356, NuVox Communications of Missouri, Inc.

FROM: Ronald L. Bible, Manager, Financial Analysis Department, Utility Services
Division

/s/ Ronald L. Bible/06/19/07 /s/William Haas 06/19/07
Project Coordinator General Counsel's Office

SUBJECT: Supplemental Recommendation for NuVox Communications of Missouri, Inc.
request to amend its Amended Application for Authority to Provide Its Security
in Connection with Financing for Its parent, Gabriel Communications Finance
Company.

DATE: June 22, 2007

Staff recommends that the Commission approve NuVox Communications of Missouri, Inc.'s ("NuVox Communications" or "Petitioner") request to amend its Commission approved Amended Application to provide Petitioner's guarantee, grant a security interest in Applicant's assets and pledge Petitioner's stock in connection with its parent's, Gabriel Communications Financing Company ("Gabriel"); borrowing of an amount up to \$260 million (collectively, the "Loans").

The Petitioner has met the filing requirements in accordance with 4 CSR 240-3.530. The first Amended Application requested two changes; a change in the use of the loans proceeds from dividend obligations of NuVox, Inc. ("NuVox"), the ultimate parent of NuVox Communications to dividend or other distributions of NuVox, Inc. ("NuVox"), the ultimate parent of NuVox Communications; it also increased the \$180 million senior secured 7-year term loan to \$250 million and eliminated the \$70 million senior second lien secured 8-year term loan. The total loan amounts remained \$260 million as in the original Application.

The requested amendment to the Amended Application seeks an increase in the \$250 million senior secured 7-year term loan to \$265 million, while leaving the \$10 million senior secured six-year term revolving credit facility the same. The total loan amounts requested increase to \$275 million from \$260 million in the original Application.

The amendment does not change the Staff's recommended approval of the Amended Application of the financing transaction previously approved by the Commission May 10, 2007. Staff finds that increasing the \$250 million senior secured 7-year term loan to \$265 million is reasonable and not detrimental to the public interest.