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A LIMITED LIABILITY PARTNERSHIP

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Christ. Hren
COMPETITION POLICY DIVISION
WIRELINE COMPETITION BUREAU

January 9, 2008

VIA ELECTRONIC SUBMISSION

Marlene H. Dortch, Secretary
Federal Communications Commission
445 Twelfth Street, SW
Washington, DC 20554

Re: Graceba Total Communications, Inc. and C. Christopher Dupree,
Transferors, and Knology, Inc., and Knology of Alabama, Inc.,
Transferees, Joint Request for Special Temporary Authority to Operate
Pending Approval of Section 214 Transfer of Control Application; WC
Docket No. 07-284

Dear Ms. Dortch:

To the extent necessary, pursuant to 47 U.S.C. § 214, Graceba Total Communications, Inc. ("Graceba") and C. Christopher Dupree (the "Shareholder," and together with Graceba, the "Transferors"), and Knology, Inc. and Knology of Alabama, Inc. (the "Transferees," and together with the Transferors, the "Applicants"), hereby respectfully request Special Temporary Authority ("STA") for Graceba and its wholly-owned subsidiary, Wiregrass Telecom, Inc. to continue to provide service pending Commission approval of a joint application for consent to transfer of control, which was filed December 7, 2007 (*See* Public Notice, DA 07-4963) (the "Application").

Graceba and its subsidiary, Wiregrass, provide interstate wireline telecommunications service pursuant to blanket authority under 47 C.F.R. § 63.01. Prior to January 4, 2008, Graceba was wholly owned by C. Christopher Dupree, an individual. On January 4, 2008, the Applicants consummated a Share Purchase Agreement, wherein Knology of Alabama purchased all the outstanding securities of Graceba from the Shareholder, and Graceba became a wholly-owned subsidiary of Knology of Alabama. Knology of Alabama is a wholly-owned subsidiary of Knology, Inc.

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The Applicants request a grant of Special Temporary Authority to allow Graceba and its subsidiary to continue to serve their customers pending Commission approval of the Application. Graceba provides local exchange telephone services and exchange access as a rural incumbent local exchange carrier with approximately 4189 access lines in Houston County, Alabama in the Montgomery, Alabama LATA in rural southeastern Alabama. Graceba's subsidiary, Wiregrass, provides local exchange telephone services, exchange access, and interexchange services to approximately 8,267 access lines as a competitive local exchange carrier in rural southeastern Alabama.

Given that it was a stock sale, consummation of the transaction was completely transparent and did not result in a reduction or impairment of service to Graceba's customers. The Graceba companies continue to provide service under their existing names. The transfer of control to Knology places the Graceba companies in a much stronger financial position and enhances its ability to compete more effectively in the highly competitive market for telecommunications services thereby benefiting the rural customers of Alabama. The Applicants believe that this helps ensure that the Graceba companies can maintain high quality service at competitive prices and expand service options to meet the demands of existing and new customers. For these reasons, the Applicants submit that grant of this request will serve the public interest, convenience and necessity.

Applicants acknowledge that grant of the requested STA will not prejudice any action the Commission may take on the Application and that, once granted, the STA may be revoked on the Commission's own notice, without hearing. Applicants further acknowledge that grant of an STA and the Application will not preclude enforcement action.

Please contact the undersigned with any questions.

Sincerely,

Kelley Drye & Warren LLP

/s/ Randall W. Sifers

Randall W. Sifers
Counsel to
Knology, Inc., Knology of Alabama, Inc., and
Graceba Total Communications, Inc.

Enclosure

cc: Matthew Warner