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**STATE OF ILLINOIS
ILLINOIS COMMERCE COMMISSION**

ILLINOIS BELL TELEPHONE COMPANY)
(SBC Illinois) and)
Novacon, LLC)
)
Joint Petition for Approval of)
Interconnection Agreement dated March 26, 2003)
Pursuant to 47 USC. § 252)

ICC Docket No. 03-0750

**BRUCE LEVIN'S
AMENDED PETITION TO INTERVENE
AND OBJECTION TO APPROVAL OF ICA**

Bruce Levin. ("Levin"), pursuant to Section 200.200 of the Illinois Administrative Code, hereby respectfully petitions the Commission to intervene and participate as a party in this docket. Mr. Levin further objects to the approval of the ICA at issue. In support thereof, Levin states as follows:

I. Need to Intervene

1. Levin is the majority owner of Novacon LLC. A limited liability corporation duly organized and existing under and by virtue of the laws of the State of Illinois. Novacon LLC is authorized by the Commission to provide facilities based and resold local and interexchange telecommunications services within the State of Illinois as Certified in docket number 99-0672.

2. As majority owner of Novacon LLC, Levin may be directly and substantially affected by any determinations that the Commission may make regarding the issues in this docket.

3. No other party to this proceeding can adequately represent Levin's interests.

4. As majority owner of Novacon LLC and to protect his interests as well as the interests of Novacon LLC, Levin must be given the opportunity to make all disclosures required under Title 83, Chapter I, Section 763.120 of the Illinois Administrative Code. Such disclosures have not been made to date.

5. Should the Commission grant this request, the undersigned should be added to the service list for this proceeding maintained by the Chief Clerk on the Commissions's e-docket system.

II. Objections to Approval of ICA

6. In accordance with Section 252(e)(2)(A) of the 1996 Telecommunications Act, the ICA dated March 26, 2003 between SBC Illinois and Novacon LLC must be rejected. The implementation of the ICA is not consistent with the public interest, convenience and necessity.

7. First, on May 30, 2003 Novacon LLC granted a security interest in all of its assets, except cash, and including its license to provide telecommunication services, all interconnection agreements, and customer contracts to Novacon Holdings LLC in exchange for a cash loan. (*See Security Agreement* attached hereto as Exhibit 1). Mr. Levin did not consent to or take part in entering into this Security Agreement. Nor does Mr. Levin have any ownership or other interest in Novacon Holdings LLC. Further, this was apparently done without Commission approval and Novacon Holdings LLC does not, and did not at the time, hold a CLEC license. Therefore, the Security Agreement may violate the terms of the 1996 Telecommunications Act and rules and regulations promulgated thereunder.

8. Nonetheless, on January 10, 2004 Novacon LLC, to satisfy its debts to Novacon Holdings, LLC, purportedly transferred all of the assets of Novacon LLC, except cash but including its license to provide telecommunication services, all

interconnection agreements, and customers contracts, to Novacon Holdings LLC. (*See January 10, 2004 Resolutions and January 13, 2004 Letter from Novacon LLC attached hereto as Exhibit 2*).¹

9. Consequently, Novacon LLC appears to no longer hold a license to provide telecommunications services; to no longer be a party to any interconnection agreement; and to no longer have any customers. Nor does it appear that Novacon LLC has any assets whatsoever with which to perform under the interconnection agreement.

10. It cannot be in the public interest, convenient, or necessary for the Commission to approve an ICA between SBC Illinois and a company with no assets, no license to provide telecommunications services, and no customers.

11. Finally, it appears that ICC staff member Torsten Clausen was not aware of the transfer of Novacon LLC's assets at the time that she recommended that the Commission approve the ICA. More specifically, she asserts that the ICA is "economically efficient" without addressing or referring to the fact that Novacon LLC purportedly has no assets, no CLEC, and no customers. Further, that Ms. Tausen was not aware of the transfer, suggests that Novacon LLC did not make the disclosures required of it under Title 83, Chapter I, Section 763.120 of the Illinois Administrative Code.

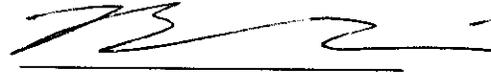
12. Based on the foregoing, the Commission should reject the Joint Petition for Approval of Interconnection Agreement, dated March 26, 2003 pursuant to 47 U.S.C. § 252.

¹ Mr. Levin voted his shares against the resolutions transferring the assets of Novacon LLC to Novacon Holdings, LLC. It is his position that the Security Agreement and subsequent transfer of assets violate terms of Novacon LLC's operating agreement, and are, therefore, void. Mr. Levin is not waiving that argument of changing his position by bringing to the attention of the Commission, Novacon LLC's purported transfer of assets, licenses, agreements, and customers.

WHEREFORE, Bruce Levin. requests its petition to intervene be granted; that he be awarded status as a party in this proceeding; and that the Commission deny approval of the ICA at this time.

Respectfully submitted,

By:



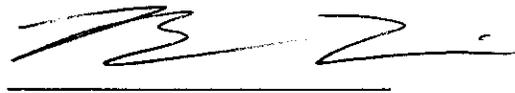
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Dated: January 23, 2004

ILLINOIS BELL TELEPHONE COMPANY)
(SBC Illinois) and)
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NOTICE OF FILING

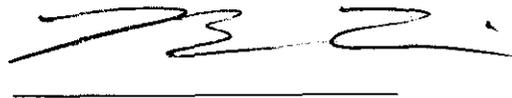
PLEASE TAKE NOTICE that I have on this 24th day of January, 2004 filed via FedEx with the Chief Clerk of the Illinois Commerce Commission, 527 East Capitol Avenue, Springfield, Bruce Levin's. Petition to Intervene.



Bruce Levin

CERTIFICATE OF SERVICE

I hereby certify that I Bruce Levin have this 24th day of January, 2004 served a true and complete copy of the Bruce Levin's. Petition to Intervene to the Illinois Commerce Commission on all parties of record in this proceeding, as listed in the following service list, via First Class Mail.



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