

UNITED STATES BANKRUPTCY COURT
DISTRICT OF MASSACHUSETTS
(Eastern Division)

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In re:

TRANS NATIONAL COMMUNICATIONS
INTERNATIONAL, INC.,

Debtor.

Chapter 11
Case No. 11-19595-WCH

NOTICE OF SALE

To Creditors and Parties in Interest:

On February 1, 2013, Trans National Communications International, Inc. (the "Debtor") filed the following documents with the United States Bankruptcy Court for the District of Massachusetts:

- (i) *Debtor's Motion (A) To Authorize Debtor to Effectuate Purchase and Sale Agreement With Blue Casa Telephone, LLC; (B) To Authorize Sale of Substantially All Assets By Private Sale Free and Clear of Liens, Claims and Interests; (C) To Authorize the Assumption and Assignment of Executory Contracts; and (D) For Related Relief (the "Sale Motion"), including the Asset Purchase Agreement appended to the Sale Motion as Exhibit A; and*
- (ii) *Motion By Debtor For Approval of Bidding Procedures, Assumption and Assignment Procedures, Notice Procedures and Termination Fee Provision in Connection With Debtor's Motion (A) To Authorize Debtor to Effectuate Purchase and Sale Agreement With Blue Casa Telephone, LLC; (B) To Authorize Sale of Substantially All Assets By Private Sale Free and Clear of Liens, Claims and Interests; (C) To Authorize the Assumption and Assignment of Executory Contracts; and (D) For Related Relief (the "Bid Procedures Motion" and together with the Sale Motion and the Asset Purchase Agreement the "Sale Pleadings").*

Pursuant to the Sale Pleadings, the Debtor seeks to sell substantially all of its assets by private sale, and to assume and assign certain executory contracts to the proposed buyer. The Sale Pleadings also seek to establish procedures to govern the conduct of the sale and the assumption of contracts, including procedures for the submission of bids, determination of qualified bids, consideration of the highest and best bid, and objections by counter-parties to the contracts to be assumed. The Debtor has also requested that the Bankruptcy Court establish deadlines for objections to the Sale Pleadings, and a date for a hearing before the Court.

Pursuant to Section 363 of the Bankruptcy Code, the Debtor's assets shall be sold free and clear of all liens, claims, encumbrances and interests, including consensual liens and security interests and liens

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or claims arising by operation of law, other than those liabilities expressly assumed in the Asset Purchase Agreement. Any and all such liens, claims, encumbrances and interests, other than those assumed under the Asset Purchase Agreement, shall attach to the proceeds of sale of the Debtor's assets to the same extent and priority as existed prior to the sale.

A hearing on the Sale Motion will be held on **March 13, 2013 at 10:30 a.m. (EST)** (the "Sale Hearing") before the Honorable William C. Hillman, United States Bankruptcy Judge, United States Bankruptcy Court for the District of Massachusetts (Eastern Division) at the United States Bankruptcy Court for the District of Massachusetts, John W. McCormack Post Office and Court House, 5 Post Office Square, Boston, Massachusetts, 02109-3949. The Sale Hearing shall be governed by the Massachusetts Local Bankruptcy Rules, including MLBR 9013-1(d), and the Court may take evidence at any sale or plan confirmation hearing to resolve issues of facts. Counterbids must be submitted by **March 5, 2013 at 4:30 p.m. (EST)**. In the event that bids are submitted and an auction is necessary, such auction will take place on **March 11, 2013**.

Any objection to the Sale Motion must be made in writing and filed with the Clerk of the Court, via the Bankruptcy Court's CM/ECF System (for registered users) or by mail by **March 8, 2013 at 4:30 p.m. (EST)** (the "Objection Deadline") and served so that the objection is **received on or before the Objection Deadline** by (a) counsel for Debtor, Harold B. Murphy, Esq., Murphy & King, Professional Corporation, One Beacon Street, Boston, Massachusetts, 02108; (b) counsel for Official Committee of Unsecured Creditors, Kenneth Miskin, Miles & Stockbridge, 1751 Pinnacle Drive, Suite 500, Tysons Corner, Virginia, 22102; (c) counsel for RBS Citizens, NA, Steven Fox, Riemer & Braunstein, Times Square Tower, Seven Times Square, New York, New York, 10036; (c) Jennifer Hertz, Esq., the Office of the United States Trustee, John W. McCormack Post Office and Court House, 5 Post Office Square, Boston, Massachusetts, 02109-3949; and (d) counsel for Buyer, Jonathan B. Alter, Esq., Bingham McCutchen LLP, One State Street, Hartford, CT 06103. Any party filing an objection to the Sale Motion is required to appear at the Sale Hearing and absent such appearance, such objection shall be overruled and deemed moot. Any objection to the Sale Motions shall be governed by Federal Rule of Bankruptcy Procedure 9014. **IF YOU FAIL TO RESPOND IN ACCORDANCE WITH THIS NOTICE, THE COURT MAY GRANT THE RELIEF REQUESTED IN THE SALE MOTION WITHOUT FURTHER NOTICE TO YOU OR OPPORTUNITY TO OBJECT.**

Copies of the Sale Pleadings and any associated notices may be obtained at no cost upon request made to the undersigned counsel to the Debtor. The Sale Pleadings are also on file at the Clerk's Office of the United States Bankruptcy Court. Any questions regarding the Sale Pleadings or this Notice should be address to the undersigned counsel to the Debtor.

TRANS NATIONAL COMMUNICATIONS
INTERNATIONAL, INC., by its counsel,

/s/ Natalie B. Sawyer
Harold B. Murphy (BBO #362610)
D. Ethan Jeffery (BBO #631941)
Natalie B. Sawyer (BBO #660072)
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Dated: February 15, 2013
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