

FARRIS MATHEWS BRANAN
BOBANGO HELLEN & DUNLAP, PLC

ATTORNEYS AT LAW

HISTORIC CASTNER-KNOTT BUILDING
618 CHURCH STREET, SUITE 300
NASHVILLE, TENNESSEE 37219

Charles B. Welch, Jr.
cwelch@farrismathews.com

Telephone: (615) 726-1200
Facsimile: (615) 726-1776

Writers Direct Dial:
615-687-4230

August 16, 2006

Chairman Sara Kyle
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, Tennessee 37243-0505

ELECTRONICALLY FILED

in docket office on 08/16/06 @ 10:10am

Docket No. 06-00206

Re: Joint Application of Xspedius Management Co. Switched Services, LLC, Xspedius Management Co. of Chattanooga, LLC, Xspedius Communications, LLC and Time Warner Telecom Inc. for Approval of a Change in Ownership of Authorized Telecommunications Providers in Connection with a Merger and Debt Issuance Transaction.

Dear Chairman Kyle:

Please accept this supplemental filing as a letter of correction for the Joint Application we filed on Friday, August 11, 2006 in the referenced matter. The Joint Application provides the following information on page 9:

3. Time Warner Telecom through its subsidiary Time Warner Telecom Holdings Inc. seeks approval to restructure its existing debt for the purpose of funding operational expenses and the cash consideration to be paid to the owners of Xspedius Parent in an amount of approximately \$213 million. The net effect of this restructure will be a maximum incremental increase of **\$220 million** in Time Warner Telecom's total debt (emphasis added).

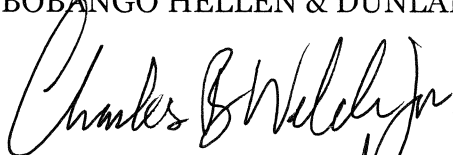
Instead, the last sentence should state the following: [t]he net effect of this restructure will be a maximum incremental increase of **\$231 million** in Time Warner Telecom's total debt.

I have enclosed herewith a corrected page for distribution and the docket file. If I may be of further assistance in this matter, please do not hesitate to contact me. I am

Chairman Sara Kyle
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Very truly yours,

FARRIS MATHEWS BRANAN
BOBANGO HELLEN & DUNLAP, PLC

A handwritten signature in cursive script that reads "Charles B. Welch, Jr.".

Charles B. Welch, Jr.

A handwritten signature in cursive script that reads "Perrine".

CBW/jrh
Enclosures

2. In 2006, Time Warner Telecom obtained approval to reallocate a portion of its total indebtedness by increasing the amount of its Term Loan B Credit Facility from \$150 million to an amount not to exceed \$200 million without increasing Time Warner Telecom Holding Inc.'s total indebtedness amount of \$950 million under the 2004 Credit Agreement in Docket No. 06-00094.⁹

3. Time Warner Telecom through its subsidiary Time Warner Telecom Holdings Inc. seeks approval to restructure its existing debt for the purpose of funding operational expenses and the cash consideration to be paid to the owners of Xspedius Parent in an amount of approximately \$213 million. The net effect of this restructure will be a maximum incremental increase of \$231 million in Time Warner Telecom's total debt.

4. The funds will be used to fund ongoing operations and finance the cash portion of the Xspedius acquisition. Time Warner Telecom will extinguish a portion of its existing debt and receive a more favorable interest rate for a portion of the remaining indebtedness.

5. Time Warner Telecom seeks authority to pledge all the assets of all its wholly owned subsidiaries, including the Tennessee operating entities, and all of the assets of the acquired Xspedius Certificated Subsidiaries, as collateral to secure the debt facilities. These assets include, without limitation, all tangible and intangible assets, network facilities, equipment, and inventory.

⁹ See *In Re: Petition of Time Warner Telecom Inc., Time Warner Telecom Holdings Inc., and Time Warner Telecom of the Mid-South LLC to Reallocate Existing Indebtedness*, Order Approving Financing Transaction, June 6, 2006, Docket No. 06-00094.