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TIRRA DOCKET ROOM

October 31, 2007

VIA OVERNIGHT DELIVERY

Ms. Sharla Dillon, Docket Manager
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37243-0505

**Re: Docket No. 07-00226
Joint Application of PAETEC Communications, Inc., and US LEC of
Tennessee Inc., for Approval of Intra-Corporate Merger, Assignment of US
LEC Authority to Provide Telecommunications Service and Cancellation of
US LEC's Authority to Provide Resold Interexchange Service**

Dear Ms. Dillon:

On behalf of PAETEC Communications, Inc. ("PAETEC") and US LEC of South Carolina Inc. ("US LEC," collectively with PAETEC, the "Applicants"), hereby notifies the Authority that minor changes to the transaction proposed in the above-referenced docket are contemplated, and respectfully requests that the Authority take no further action until an appropriate amendment can be filed. The Applicants will file such an amendment as soon as the final form of the proposed intra-corporate restructuring is determined by their mutual parent company.

PAETEC and US LEC are both wholly-owned subsidiaries of PAETEC Holding Corp. ("Parent"). The application in the above-referenced docket (the "Application") was filed in connection with a proposed intra-corporate restructuring of various of Parent's subsidiaries, and requested authority to merge US LEC with and into PAETEC.

Parent has recently determined that it may be preferable to merge US LEC with, or assign US LEC's authorizations and customers to, a subsidiary other than PAETEC. As soon as possible following a final determination as to the appropriate subsidiary entity, an amendment to the Application will be filed to reflect how the proposed intra-corporate restructuring will be completed.

Although the changes to the Application are expected to be very minor (*i.e.*, the substitution of one wholly-owned subsidiary of Parent for another wholly-owned subsidiary of Parent), the precise changes are not currently known; therefore, the amendment cannot be filed

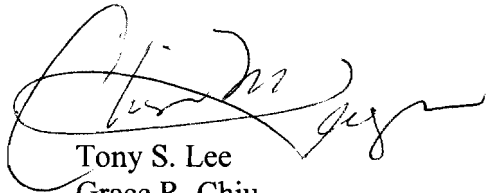
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immediately. Consequently, the Applicants respectfully request that the Authority's action on the Application be postponed so that the final structure of the proposed transaction can be determined, and the appropriate amendment filed.

Thank you very much for your attention to this matter. Please date-stamp the extra copy of this letter, and return it to us in the enclosed self-addressed stamped envelope. Should you have any questions with respect to this matter, please do not hesitate to contact Christine McLaughlin at (202) 344-4679.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Tony S. Lee", written over a horizontal line.

Tony S. Lee
Grace R. Chiu
Christine McLaughlin

Counsel to PAETEC Communications, Inc., and
US LEC Communications Inc.

cc: Mr. Jerry Kettles (via e-mail)