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T.R.A. DOCKET ROOM

June 24, 2010

VIA OVERNIGHT DELIVERY

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

Re: McLeodUSA Telecommunications Services, Inc. and US LEC Communications Inc. Notification of Change in Corporate Form, Name Change, and *Pro Forma* Reorganization

Dear Ms. Dillon:

This is in follow up to our previous correspondence to the Tennessee Regulatory Authority (the "Authority") regarding McLeodUSA Telecommunications Services, L.L.C.'s ("McLeodUSA") and US LEC Communications LLC's ("US LEC") (together, the "Parties") change in corporate form, resulting name change, and *pro forma* reorganization. The Parties were previously incorporated companies operating under the names McLeodUSA Telecommunications Services, Inc. and US LEC Communications Inc., respectively. The Parties have since changed their corporate forms by converting to limited liability companies, and now operate under the names McLeodUSA Telecommunications Services, L.L.C. and US LEC Communications LLC, respectively.

Please find attached as Exhibit A Tennessee Secretary of State Acknowledgments of Conversion certifying the Parties' corporate form conversions and resulting name changes.

Further, the *pro forma* intracorporate reorganization involving the Parties, which was described in our November 30, 2009 letter to the Authority, has been consummated. The *pro forma* reorganization – which did not change the ultimate ownership or control of the Parties' operations or their corporate directors, officers, or managers, or their service offerings and pricing other than those done in the normal course of business operations – occurred on March 1, 2010.

Sharla Dillon
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An original and four (4) copies of this letter and the attached materials are enclosed. Kindly date-stamp an extra copy of this filing, 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 the undersigned at (202) 344-8065.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Tony S. Lee", with a long horizontal flourish extending to the right.

Tony S. Lee
Mikhia E. Hawkins

Counsel for McLeodUSA Telecommunications
Services, L.L.C. and US LEC Communications
LLC

Enclosure

EXHIBIT A



STATE OF TENNESSEE
Tre Hargett, Secretary of State
Division of Business Services
312 Rosa L. Parks Avenue
6th Floor, William R. Snodgrass Tower
Nashville, TN 37243

McLeodUSA Telecommunications Services, L.L.C.
600 Willowbrook Office Park
Fairport, NY 14450 USA

May 17, 2010

Control # 320856

Effective Date: 05/17/2010

Document Receipt

Receipt #: 184727

Filing Fee: \$400.00

Payment-Check/MO - CFS, Nashville, TN

\$400.00

ACKNOWLEDGMENT OF CONVERSION

MCLEODUSA TELECOMMUNICATIONS SERVICES, INC. converted from a Iowa
Corporation For-Profit to
McLeodUSA Telecommunications Services, L.L.C.
a Iowa Limited Liability Company

This will acknowledge the filing of the attached Articles of Conversion with an effective date as indicated above.

When corresponding with this office or submitting documents for filing, please refer to the control number given above.

Tre Hargett, Secretary of State
Business Services Division



STATE OF TENNESSEE
Tre Hargett, Secretary of State
Division of Business Services
312 Rosa L. Parks Avenue
6th Floor, William R. Snodgrass Tower
Nashville, TN 37243

US LEC of Tennessee LLC
600 Willowbrook Office Park
Fairport, NY 14450 USA

April 16, 2010

Control # 341919

Effective Date: 04/15/2010

Document Receipt

Receipt # : 167942	Filing Fee:	\$400.00
Payment-Check/MO - PAETEC, Fairport, NY		\$420.00
Refund pending (6-8 weeks) - Reference #1204327		\$20.00

ACKNOWLEDGMENT OF CONVERSION

US LEC OF TENNESSEE INC. converted from a **Delaware Corporation For-Profit** to
US LEC of Tennessee LLC
a **Delaware Limited Liability Company**

This will acknowledge the filing of the attached Articles of Conversion with an effective date as indicated above.

When corresponding with this office or submitting documents for filing, please refer to the control number given above.

Tre Hargett, Secretary of State
Business Services Division