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RECEIVED

January 10, 2007

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By Overnight Mail

PUBLIC SERVICE
COMMISSION

Bingham McCutchen LLP
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Washington, DC
20007-5116
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Elizabeth O'Donnell, Executive Director
Kentucky Public Service Commission
211 Sower Boulevard
Frankfort, KY 40602-8294

**Re: NOTICE OF CONSUMMATION
Notification of Transfer of Control of Broadwing Communications, LLC
(Utility ID # 5167700) to Level 3 Communications, Inc. and Related
Transactions**

bingham.com

Dear Ms. O'Donnell:

Boston
Hartford
London
Los Angeles
New York
Orange County
San Francisco
Silicon Valley
Tokyo
Walnut Creek
Washington

Level 3 Communications, Inc., Broadwing Corporation and Broadwing Communications, LLC (collectively, the "Parties"), through undersigned counsel, inform the Commission that, on January 3, 2007, the Parties completed the transactions as described in the Parties' letter dated October 30, 2006.

An original and ten (10) copies of this Notice of Consummation are enclosed. Please date-stamp the extra copy of this filing and return it in the envelope provided. Should you have any questions, please do not hesitate to contact us.

Respectfully submitted,



Catherine Wang
Brett P. Ferenchak

Counsel to the Parties