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December 15, 2010

*Via Overnight Courier*

Elizabeth O'Donnell, Executive Director  
Kentucky Public Service Commission  
211 Sower Boulevard  
Frankfort, KY 40602-8294

**Re: Notification Regarding the Transfer of Indirect Control of Talk  
America, Inc., The Other Phone Company and Network  
Telephone Corporation to PAETEC Holding Corp.**

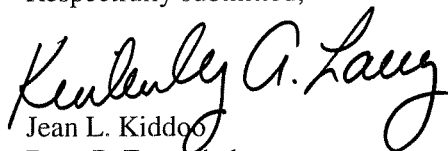
**CONSUMMATION NOTICE**

Dear Ms. Rolando:

On behalf of PAETEC Holding Corp. ("PAETEC"), Talk America, Inc. ("TA"), The Other Phone Company ("TOPC") and Network Telephone Corporation ("NTC") (collectively, the "Parties"), this letter notifies the Commission that the indirect transfer of control of TA, TOPC, and NTC to PAETEC was completed on December 6, 2010.

An original and ten (10) copies of this letter are enclosed for filing. Please date-stamp the enclosed extra copy and return it in the envelope provided. Should you have any questions, please do not hesitate to contact William Haas, Vice President Regulatory and Public Policy for PAETEC, at 319-790-7295 or Brett Ferenchak at 202-373-6697.

Respectfully submitted,



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