

Jean L. Kiddoo
Brett P. Ferenchak
Kimberly A. Lacey
jean.kiddoo@bingham.com
brett.ferenchak@bingham.com
kimberly.lacey@bingham.com

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COMMISSION

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.**

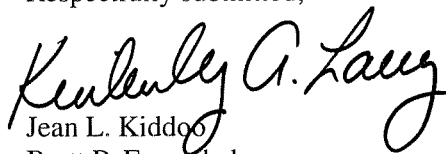
CONSUMMATION NOTICE

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,



Jean L. Kiddoo
Brett P. Ferenchak
Kimberly A. Lacey

Counsel to Parties

Boston
Hartford
Hong Kong
London
Los Angeles
New York
Orange County
San Francisco
Santa Monica
Silicon Valley
Tokyo
Washington

Bingham McCutchen LLP
2020 K Street NW
Washington, DC
20006-1806

T +1.202.373.6000
F +1.202.373.6001
bingham.com