

December 3, 2009

VIA OVERNIGHT DELIVERY

Public Utilities Commission of Ohio
Docketing Division
180 East Broad Street, 13th Floor
Columbus, Ohio 43215-3793

RECEIVED-DOCKETING DIV
2009 DEC -4 PM 2:11
PUCO

Re: **EXPEDITED CONSIDERATION REQUESTED**
Application of McLeodUSA Telecommunications Services, Inc. and US LEC
Communications Inc. for Name Change and *Pro Forma* Reorganization

Dear Sir or Madam:

McLeodUSA Telecommunications Services, Inc. ("McLeodUSA") and US LEC Communications Inc. ("US LEC Comm.") (collectively, "Applicants"), by their undersigned counsel, hereby submit for filing an application seeking Commission approval to change McLeodUSA's name to "McLeodUSA Telecommunications Services, LLC", and US LEC Comm.'s name to "US LEC Communications LLC", and to execute a *pro forma* reorganization. As discussed in the enclosed Application, McLeodUSA and US LEC Comm. intend to change their forms of business organization, by converting (as permitted under Iowa and North Carolina law) from corporations to limited liability companies. The conversions will **not** involve a transfer of assets nor a change in ownership or control of McLeodUSA or US LEC Comm. Indeed, the conversions will be transparent to Applicants' Ohio customers. Furthermore, Applicants request Commission approval, to the extent necessary or required, to undertake a *pro forma* corporate reorganization.

Applicants therefore respectfully request expedited consideration and grant of the Application as soon as possible but **not later than December 31, 2009**. To that end, Applicants are filing a Motion for Waiver of the thirty-day approval process set forth in Section 4901:1-6-14(B)(2) of the Ohio Administrative Code.

An original and twenty (20) copies of the Application are enclosed. Kindly date-stamp one of the extra copies of this filing and return it to us in the self-addressed, postage paid envelope provided.

This is to certify that the images appearing are an accurate and complete reproduction of a case file document delivered in the regular course of business.

Technician Sm Date Processed DEC 04 2009

December 3, 2009

Page 2

Should you have any questions regarding this matter, please do not hesitate to contact us.

Respectfully submitted,

Handwritten signature of Tony S. Lee and Mikhia E. Hawkins, with the initials "MEH" written at the end.

Tony S. Lee
Mikhia E. Hawkins
Counsel for McLeodUSA
Telecommunications Services, Inc. and
US LEC Communications, Inc.

Enclosure

FILE

The Public Utilities Commission of Ohio
TELECOMMUNICATIONS APPLICATION FORM for ROUTINE PROCEEDINGS
(Effective: 01/18/2008)

In the Matter of the Application of McLeodUSA
Telecommunications Services, Inc. and US LEC
Communications Inc for Pro Forma Reorganization and
Name Change

TRF Docket No. 90-173 90-9087
Case No. 09-1881-TP-ACO
**NOTE: Unless you have reserved a Case # or are filing a
Contract, leave the "Case No" fields BLANK.**

Name of Registrant(s) McLeodUSA Telecommunications Services, Inc. and US LEC Communications Inc
DBA(s) of Registrant(s) PAETEC Business Services
Address of Registrant(s)

McLeodUSA Telecommunications Services, Inc.
One Martha's Way
Hiawatha, Iowa 52233

US LEC Communications Inc
6801 Morrison Boulevard
Charlotte, North Carolina 28211

Company Web Address www.mcleodusa.com; www.uslec.com
Regulatory Contact Person(s)

Phone (202) 344-8065 Fax (202) 344-8300

William A. Hass
One Martha's Way
Hiawatha, Iowa 52233

Regulatory Contact Person's Email Address William.Haas@PAETEC.com
Contact Person for Annual Report William A. Hass
Address (if different from above)

Phone (319) 790-7295

One Martha's Way
Hiawatha, Iowa 52233

Consumer Contact Information

Judy Messenger

Phone
McLeodUSA
Telecommunications
Services, Inc.
800-500-3453
800-593-1177
866-415-5672

US LEC
Communications Inc.
877-472-3832

Address (if different from above) One PAETEC Plaza, 600 Willowbrook Office Park, Fairport, New York 14450_____

Motion for protective order included with filing? ☐ Yes ☐ No

Motion for waiver(s) filed affecting this case? ☒ Yes ☐ No [Note: Waivers may toll any automatic timeframe.]

Section I – Pursuant to Chapter 4901:11-6 OAC – Part I – Please indicate the Carrier Type and the reason for submitting this form by checking the boxes below. CMRS providers: Please see the bottom of Section II.

NOTES: (1) For requirements for various applications, see the identified section of Ohio Administrative Code Section 4901 and/or the supplemental application form noted.

(2) Information regarding the number of copies required by the Commission may be obtained from the Commission's web site at www.puco.ohio.gov under the docketing information system section, by calling the docketing division at 614-466-4095, or by visiting the docketing division at the offices of the Commission.

Carrier Type <input type="checkbox"/> Other (explain below)	<input type="checkbox"/> ILEC	<input checked="" type="checkbox"/> CLEC	<input type="checkbox"/> CTS	<input type="checkbox"/> AOS/IOS
Tier 1 Regulatory Treatment				
Change Rates within approved Range	<input type="checkbox"/> TRF 1-6-04(B) (0 day Notice)	<input type="checkbox"/> TRF 1-6-04(B) (0 day Notice)		
New Service, expanded local calling area, correction of textual error	<input type="checkbox"/> ZTA 1-6-04(B) (0 day Notice)	<input type="checkbox"/> ZTA 1-6-04(B) (0 day Notice)		
Change Terms and Conditions, Introduce non-recurring service charges	<input type="checkbox"/> ATA 1-6-04(B) (Auto 30 days)	<input type="checkbox"/> ATA 1-6-04(B) (Auto 30 days)		
Introduce or Increase Late Payment or Returned Check Charge	<input type="checkbox"/> ATA 1-6-04(B) (Auto 30 days)	<input type="checkbox"/> ATA 1-6-04(B) (Auto 30 days)		
Business Contract	<input type="checkbox"/> CTR 1-6-17 (0 day Notice)	<input type="checkbox"/> CTR 1-6-17 (0 day Notice)		
Withdrawal	<input type="checkbox"/> ATW 1-6-12(A) (Non-Auto)	<input type="checkbox"/> ATW 1-6-12(A) (Auto 30 days)		
Raise the Ceiling of a Rate	Not Applicable	<input type="checkbox"/> SLF 1-6-04(B) (Auto 30 days)		
Tier 2 Regulatory Treatment				
Residential - Introduce non-recurring service charges	<input type="checkbox"/> TRF 1-6-05(E) (0 day Notice)	<input type="checkbox"/> TRF 1-6-05(E) (0 day Notice)		
Residential - Introduce New Tariffed Tier 2 Service(s)	<input type="checkbox"/> TRF 1-6-05(C) (0 day Notice)	<input type="checkbox"/> TRF 1-6-05(C) (0 day Notice)	<input type="checkbox"/> TRF 1-6-05(C) (0 day Notice)	
Residential - Change Rates, Terms and Conditions, Promotions, or Withdrawal	<input type="checkbox"/> TRF 1-6-05(E) (0 day Notice)	<input type="checkbox"/> TRF 1-6-05(E) (0 day Notice)	<input type="checkbox"/> TRF 1-6-05(E) (0 day Notice)	
Residential - Tier 2 Service Contracts	<input type="checkbox"/> CTR 1-6-17 (0 day Notice)	<input type="checkbox"/> CTR 1-6-17 (0 day Notice)	<input type="checkbox"/> CTR 1-6-17 (0 day Notice)	
Commercial (Business) Contracts	Not Filed	Not Filed	Not Filed	
Business Services (see "Other" below)	Detariffed	Detariffed	Detariffed	
Residential & Business Toll Services (see "Other" below)	Detariffed	Detariffed	Detariffed	

Section I – Part II – Certificate Status and Procedural

Certificate Status	ILEC	CLEC	CTS	AOS/IOS
Certification (See Supplemental ACE form)		<input type="checkbox"/> ACE <u>1-6-10</u> (Auto 30 days)	<input type="checkbox"/> ACE <u>1-6-10</u> (Auto 30 days)	<input type="checkbox"/> ACE <u>1-6-10</u> (Auto 30 days)
Add Exchanges to Certificate	<input type="checkbox"/> ATA <u>1-6-09(C)</u> (Auto 30 days)	<input type="checkbox"/> AAC <u>1-6-10(F)</u> (0 day Notice)	CLECs must attach a current CLEC Exchange Listing Form	
Abandon all Services - With Customers	<input type="checkbox"/> ABN <u>1-6-11(A)</u> (Non-Auto)	<input type="checkbox"/> ABN <u>1-6-11(A)</u> (Auto 90 day)	<input type="checkbox"/> ABN <u>1-6-11(B)</u> (Auto 14 day)	<input type="checkbox"/> ABN <u>1-6-11(B)</u> (Auto 14 day)
Abandon all Services - Without Customers		<input type="checkbox"/> ABN <u>1-6-11(A)</u> (Auto 30 days)	<input type="checkbox"/> ABN <u>1-6-11(B)</u> (Auto 14 day)	<input type="checkbox"/> ABN <u>1-6-11(B)</u> (Auto 14 day)
Change of Official Name (See below)	<input type="checkbox"/> ACN <u>1-6-14(B)</u> (Auto 30 days)	<input checked="" type="checkbox"/> ACN <u>1-6-14(B)</u> (Auto 30 days)	<input type="checkbox"/> CIO <u>1-6-14(A)</u> (0 day Notice)	<input type="checkbox"/> CIO <u>1-6-14(A)</u> (0 day Notice)
Change in Ownership (See below)	<input type="checkbox"/> ACO <u>1-6-14(B)</u> (Auto 30 days)	<input checked="" type="checkbox"/> ACO <u>1-6-14(B)</u> (Auto 30 days)	<input type="checkbox"/> CIO <u>1-6-14(A)</u> (0 day Notice)	<input type="checkbox"/> CIO <u>1-6-14(A)</u> (0 day Notice)
Merger (See below)	<input type="checkbox"/> AMT <u>1-6-14(B)</u> (Auto 30 days)	<input type="checkbox"/> AMT <u>1-6-14(B)</u> (Auto 30 days)	<input type="checkbox"/> CIO <u>1-6-14(A)</u> (0 day Notice)	<input type="checkbox"/> CIO <u>1-6-14(A)</u> (0 day Notice)
Transfer a Certificate (See below)	<input type="checkbox"/> ATC <u>1-6-14(B)</u> (Auto 30 days)	<input type="checkbox"/> ATC <u>1-6-14(B)</u> (Auto 30 days)	<input type="checkbox"/> CIO <u>1-6-14(A)</u> (0 day Notice)	<input type="checkbox"/> CIO <u>1-6-14(A)</u> (0 day Notice)
Transaction for transfer or lease of property, plant or business (See below)	<input type="checkbox"/> ATR <u>1-6-14(B)</u> (Auto 30 days)	<input type="checkbox"/> ATR <u>1-6-14(B)</u> (Auto 30 days)	<input type="checkbox"/> CIO <u>1-6-14(A)</u> (0 day Notice)	<input type="checkbox"/> CIO <u>1-6-14(A)</u> (0 day Notice)
Procedural				
Designation of Process Agent(s)	<input type="checkbox"/> TRF (0 day Notice)	<input type="checkbox"/> TRF (0 day Notice)	<input type="checkbox"/> TRF (0 day Notice)	<input type="checkbox"/> TRF (0 day Notice)

Section II – Carrier to Carrier (Pursuant to 4901:1-7), CMRS and Other

Carrier to Carrier	ILEC	CLEC		
Interconnection agreement, or amendment to an approved agreement	<input type="checkbox"/> NAG <u>1-7-07</u> (Auto 90 day)	<input type="checkbox"/> NAG <u>1-7-07</u> (Auto 90 day)		
Request for Arbitration	<input type="checkbox"/> ARB <u>1-7-09</u> (Non-Auto)	<input type="checkbox"/> ARB <u>1-7-09</u> (Non-Auto)		
Introduce or change c-t-c service tariffs,	<input type="checkbox"/> ATA <u>1-7-14</u> (Auto 30 day)	<input type="checkbox"/> ATA <u>1-7-14</u> (Auto 30 day)		
Introduce or change access service pursuant to 07-464-TP-COI	<input type="checkbox"/> ATA (Auto 30 day)			
Request rural carrier exemption, rural carrier suspension or modification	<input type="checkbox"/> UNC <u>1-7-04</u> or <u>1-7-05</u> (Non-Auto)	<input type="checkbox"/> UNC <u>1-7-04</u> or <u>1-7-05</u> (Non-Auto)		
Pole attachment changes in terms and conditions and price changes.	<input type="checkbox"/> UNC <u>1-7-23(B)</u> (Non-Auto)	<input type="checkbox"/> UNC <u>1-7-05</u> (Non-Auto)		
CMRS Providers See 4901:1-6-15	<input type="checkbox"/> RCC [Registration & Change in Operations] (0 day)	<input type="checkbox"/> NAG [Interconnection Agreement or Amendment] (Auto 90 days)		
Other* (explain) _____				

*NOTE: During the interim period between the effective date of the rules and an Applicant's Detariffing Filing, changes to existing business Tier 2 and all toll services, including the addition of new business Tier 2 and all new toll services, will be processed as 0-day TRF filings, and briefly described in the "Other" section above.

All Section I and II applications that result in a change to one or more tariff pages require, at a minimum, the following exhibits. Other exhibits may be required under the applicable rule(s). ACN, ACO, AMT, ATC, ATR and CIO applications see the 4901:1-6-14 Filing Requirements on the Commission's Web Page for a complete list of exhibits.

Exhibit	Description:
A	The tariff pages subject to the proposed change(s) as they exist before the change(s)
B	The Tariff pages subject to the proposed change(s), reflecting the change, with the change(s) marked in the right margin.
C	A short description of the nature of the change(s), the intent of the change(s), and the customers affected.
D	A copy of the notice provided to customers, along with an affidavit that the notice was provided according to the applicable rule(s).

Section III. – Attestation

Registrant hereby attests to its compliance with pertinent entries and orders issued by the Commission.

AFFIDAVIT

Compliance with Commission Rules and Service Standards

I am an officer/agent of the applicant corporation, _____, and am authorized to make this statement on its behalf.
(Name)

I attest that these tariffs comply with all applicable rules, including the Minimum Telephone Service Standards (MTSS) Pursuant to Chapter 4901:1-5 OAC for the state of Ohio. I understand that tariff notification filings do not imply Commission approval and that the Commission's rules, including the Minimum Telephone Service Standards, as modified and clarified from time to time, supersede any contradictory provisions in our tariff. We will fully comply with the rules of the state of Ohio and understand that noncompliance can result in various penalties, including the suspension of our certificate to operate within the state of Ohio.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on (Date) _____ at (Location) _____

*(Signature and Title) _____ (Date) _____

- This affidavit is required for every tariff-affecting filing. It may be signed by counsel or an officer of the applicant, or an authorized agent of the applicant.

VERIFICATION

Ted L. Ramirez, Counsel for McLeodUSA Telecommunications, Inc. and US LEC Communications, Inc.

verify that I have utilized the Telecommunications Application Form for Routine Proceedings provided by the Commission and that all of the information submitted here, and all additional information submitted in connection with this case, is true and correct to the best of my knowledge.

*(Signature and Title) Ted L. Ramirez / TSL Counsel for Applicants (Date) 12/3/2009

*Verification is required for every filing. It may be signed by counsel or an officer of the applicant, or an authorized agent of the applicant.

Send your completed Application Form, including all required attachments as well as the required number of copies, to:

**Public Utilities Commission of Ohio
Attention: Docketing Division
180 East Broad Street, Columbus, OH 43215-3793**

Or

Make such filing electronically as directed in Case No 06-900-AU-WVR

**BEFORE THE PUBLIC UTILITIES COMMISSION
FOR THE STATE OF OHIO**

In the Matter of Joint Application of)	
)	
US LEC Communications Inc. and)	
McLeodUSA Telecommunications)	
Services, Inc.)	
)	Case No. 09-1881-TP-ACO
For Approval of a Pro Forma Corporate)	
Reorganization, and of Name Changes From)	
McLeodUSA Telecommunications)	
Services, Inc. to "McLeodUSA)	
Telecommunications Services, LLC, and)	
From "US LEC Communications Inc." to)	
"US LEC Communications LLC")	
)	

APPLICATION

I. INTRODUCTION

McLeodUSA Telecommunications Services, Inc. d/b/a PAETEC Business Services ("McLeodUSA") and US LEC Communications Inc. d/b/a PAETEC Business Services ("US LEC Comm.") (collectively, "Applicants"), by their undersigned counsel, hereby request Commission approval, to the extent necessary or required under Ohio law, to change their names from "McLeodUSA Telecommunications Services, Inc." to "McLeodUSA Telecommunications Services, LLC" and "US LEC Communications Inc." to "US LEC Communications LLC", respectively. The name change will result from converting each Applicants' business form from a corporation to a limited liability company. Following the conversion, McLeodUSA and US LEC will continue to do business in Ohio using the "PAETEC Business Services" name.

The conversions — indeed, the name changes themselves — will be transparent to Applicants' Ohio customers. Applicants therefore respectfully submit that Commission approval is

required only to the extent necessary to change their respective names to “McLeodUSA Telecommunications Services, LLC” and “US LEC Communications LLC”.

II. THE APPLICANTS

A. McLeodUSA Telecommunications Services, Inc. d/b/a PAETEC Business Services

McLeodUSA is an Iowa corporation with principal offices located in Hiawatha, Iowa. McLeodUSA provides integrated communications services, including local services, primarily in 20 Midwest, Southwest, Northwest, and Rocky Mountain states. In Ohio, McLeodUSA is authorized to provide local and interexchange telecommunications services in Ohio pursuant to certification granted in Docket Nos. 99-972-TP-ACE and 99-983-TP-ATR.

B. US LEC of Communication Inc. d/b/a PAETEC Business

US LEC Comm. is a North Carolina corporation principal offices located at 6801 Morrison Boulevard, Charlotte, North Carolina 28211. US LEC Comm. provides intrastate telecommunications services in six states, including Ohio. In Ohio, US LEC Comm. is authorized to provide local and interexchange telecommunications services pursuant to authorization grant in Docket No. 90-9096.

C. PAETEC Holding Corp.

PAETEC Holding Corp. (“PAETEC Parent”) is a publicly traded Delaware corporation (NASDAQ GS: PAET) with principal offices located at One PAETEC Plaza, 600 Willow Brook Office Park, Fairport, New York 14450. Through its regulated operating subsidiaries, PAETEC Parent has a presence in 83 of the nation’s top 100 MSAs, delivering communications solutions to business customers in 48 states and the District of Columbia. Additional information regarding PAETEC Parent, including its most recent SEC Form 10-Q, as filed with the Securities and Exchange Commission, is available at www.paetec.com.

B. Designated Contacts

Questions or correspondence concerning this Application should be directed to

Applicants' counsel of record:

Tony S. Lee
Venable LLP
575 7th Street, N.W.
Washington, D.C. 20036
Tel: (202) 344-8065
Fax: (202) 344-8300
Email: tslee@venable.com

III. DESCRIPTION OF NAME CHANGE

A. The Conversion of McLeodUSA and US LEC Comm. from Corporations to Limited Liability Companies

The proposed name change will result from the conversion of McLeodUSA from an Iowa business corporation to an Iowa limited liability company, and US LEC Comm. from a North Carolina business corporation to a North Carolina limited liability company. The conversions will not involve the merger of McLeodUSA or US LEC Comm. with any other entity. Rather, the conversions will be accomplished through the filing of Articles of Organization Including Articles of Conversion, or similar documents, with the appropriate secretaries of state. The purpose of filing such articles is to form limited liability companies through the conversion of business entities. Here, the filing of Articles of Organization Including Articles of Conversion or similar documents will convert McLeodUSA and US LEC Comm. to limited liability companies by operation of law. Following the conversions, the converted McLeodUSA and US LEC Comm. entities will continue to be indirect, wholly-owned subsidiaries of PAETEC Holding.

B. The Converted Entities Will Be Recognized as the Same Entities as the Converting Entities

Under the law governing Applicants' formation and existence, when the conversion takes effect, Applicants will continue in existence as the resulting limited liability companies, with all of the assets, liabilities, interests, rights, and obligations of McLeodUSA Telecommunications Services, Inc. and US LEC Communications Inc., respectively. Specifically, under Iowa and North Carolina law, an entity that converts to a limited liability company is recognized as the same entity. When the conversion takes effect, each converting business entity ceases its prior form of organization and continues in existence as the resulting limited liability company. All of the assets, liabilities, interests, rights, and obligations of the converting entity continue as those of the resulting limited liability company. Moreover, the cessation of the existence of each converting business entity in its prior form of organization does not constitute a dissolution or termination of the converting business entity.

Here, the assets, liabilities, interests, rights, and obligations of Applicants will remain vested in the converted entities. Applicants will simply continue in existence in the form of limited liability companies. Because the converted entities will be recognized as the same entities as the converting entities, and no transfer of assets or liabilities will have occurred, Applicants respectfully submit that regulatory approval is required only to extent necessary to change their respective names from " McLeodUSA Telecommunications Services, Inc." to "McLeodUSA Telecommunications Services, LLC", and "US LEC Communications Inc." to US LEC Communications LLC".

C. Applicants Will Make the Necessary Filings to Reflect the Name Change, Which Will be Transparent to the Applicants' Customers

The converted McLeodUSA limited liability company and US LEC limited liability company, which, as discussed above, are the same entities as the original pre-transaction corporations, will also file with the Commission a tariff adoption supplement to adopt as their own the tariffs of McLeodUSA Telecommunications Services, Inc. and US LEC Communications Inc., respectively. Given that each company's name change will simply reflect the conversion from an incorporated company to a limited liability company (*i.e.*, only the corporate form designation will change – from "Inc." to "LLC" – and the rest of the name will remain the same), the name changes will be transparent to the Applicants' Ohio customers in terms of the services the customers receive.

As required, the Applicants will file with the Ohio Secretary of State a Registration of a Foreign Limited Liability Company form reflecting the corporate form conversion and the resulting name change. Attached to this Application as Exhibit A are copies of the form for illustrative purposes only. The Applicants have not yet filed these forms with the Ohio Secretary of State, but are in the process of doing so. The information provided on the Registration of a Foreign Limited Liability Company forms that the Applicants ultimately file may differ from the forms attached hereto. Upon receiving certifications of the limited liability company registrations from the Ohio Secretary of State, the Applicants will submit copies of the certifications to the Commission in connection with this Application.

IV. CONCLUSION

WHEREFORE, McLeodUSA Telecommunications Services, Inc. and US LEC Communications Inc. respectfully request Commission approval of the name changes described herein, and grant of all such other relief as may necessary or appropriate to permit it to continue to provide telecommunications services to its Ohio customers. The Applicants request that the

Commission approve these transactions as soon possible, but not later than December 31, 2009, as the pro forma reorganization and corporate form conversions are set to occur by that date. In requesting an expedited review by the Commission, the Applicants are submitting a Motion for Waiver of the thirty-day approval process set forth in Section 4901:1-6-14(B)(2) of the Ohio Administrative Code.

Respectfully submitted,

Handwritten signature of Ted L. Ramirez in black ink, with the initials 'TS L' written to the right of the signature.

Ted L. Ramirez (Ohio Bar No. 0018240)

Tony S. Lee

Mikhia E. Hawkins

VENABLE LLP

575 7th Street, N.W.

Washington, D.C. 20004

Tel: (202) 344-8065

Fax: (202) 344-8300

Email: tramirez@venable.com

tslee@venable.com

mehawkins@venable.com

Their Counsel

Dated: December 3, 2009

EXHIBIT A



Prescribed by:

The Ohio Secretary of State
Central Ohio: (614) 466-3910
Toll Free: 1-877-SOS-FILE (1-877-767-3453)

www.sos.state.oh.us
e-mail: busserv@sos.state.oh.us

Expedite this Form: (Select One)

☐ Expedite PO Box 1390
Columbus, OH 43216

*** Requires an additional fee of \$100***

☐ Non Expedite PO Box 670
Columbus, OH 43216

**REGISTRATION OF A FOREIGN
LIMITED LIABILITY COMPANY
Filing Fee \$125.00**

THE UNDERSIGNED DESIRING TO FILE A:

(CHECK ONLY ONE (1) BOX)

<p>(1) <input checked="" type="checkbox"/> Registration of a Foreign For-Profit Limited Liability Company (106-LFA) ORC 1705</p> <p>State of Organization <u>Iowa</u></p> <p>Date of Formation <u>December 31, 2009</u></p>	<p>(2) <input type="checkbox"/> Registration of a Foreign Nonprofit Limited Liability Company (106-LFA) ORC 1705</p> <p>State of Organization _____</p> <p>Date of Formation _____</p>
---	--

Name of limited liability company in its state of organization: McLeodUSA Telecommunications Services, Inc.

Name under which the foreign limited liability company desires to transact business in Ohio (if different from its home-state name) is:

Paetec Business Services

Name must include one of the following words or abbreviations: "limited liability company," "limited," "LLC," "L.L.C.," "ltd.," or "ltd"

☐ Check here if additional provisions are attached

The address to which interested persons may direct requests for copies of the limited liability company's operating agreement, bylaws, or other charter documents of the company is:

William A. Hass

Name

One Martha's Way

Street Address / P.O. Box Address

Hiawatha

City

Iowa

State

52233

Zip code

The limited liability company hereby appoints the following as its agent upon whom process against the limited liability company may be served in the state of Ohio. The name and complete address of the agent is:

CT Corporation System

Name

1300 East Ninth Street

Mailing Address

Cleveland

Ohio

44114

City

State

Zip Code

☐

If the agent is an individual and using a P.O. Box, check this box to certify the agent is a resident of the state of Ohio.

The limited liability company irrevocably consents to service of process on the agent listed above as long as the authority of the agent continues, and to service of process upon the OHIO SECRETARY OF STATE if:

- a. an agent is not appointed, or
- b. an agent is appointed but the authority of that agent has been revoked, or
- c. the agent cannot be found or served after the exercise of reasonable diligence.

REQUIRED

Articles and original appointment of agent must be (signed) by a member, manager or other representative.

Signature

Date

Print Name

Signature

Date

Print Name

Signature

Date

Print Name



Prescribed by:
The Ohio Secretary of State
Central Ohio: (614) 466-3910
Toll Free: 1-877-SOS-FILE (1-877-767-3453)

Expedite this Form: (Select One)	
<input type="radio"/> Expedite	PO Box 1390 Columbus, OH 43216
*** Requires an additional fee of \$100***	
<input type="radio"/> Non Expedite	PO Box 870 Columbus, OH 43216

www.sos.state.oh.us
e-mail: busserv@sos.state.oh.us

**REGISTRATION OF A FOREIGN
LIMITED LIABILITY COMPANY**
Filing Fee \$125.00

THE UNDERSIGNED DESIRING TO FILE A:

(CHECK ONLY ONE (1) BOX)

<p>(1) <input checked="" type="checkbox"/> Registration of a Foreign For-Profit Limited Liability Company (108-LFA) ORC 1706</p> <p>State of Organization <u>North Carolina</u></p> <p>Date of Formation <u>December 31, 2009</u></p>	<p>(2) <input type="checkbox"/> Registration of a Foreign Nonprofit Limited Liability Company (108-LFA) ORC 1706</p> <p>State of Organization _____</p> <p>Date of Formation _____</p>
---	--

Name of limited liability company in its state of organization: US LEC Communications Inc.

Name under which the foreign limited liability company desires to transact business in Ohio (if different from its home-state name) is:

Paetec Business Services

Name must include one of the following words or abbreviations: "limited liability company," "limited," "LLC," "L.L.C.," "ltd.," or "ltd"

☐ Check here if additional provisions are attached

The address to which interested persons may direct requests for copies of the limited liability company's operating agreement, bylaws, or other charter documents of the company is:

William A. Hass

Name

One Martha's Way

Street Address / P.O. Box Address

Hiawatha

City

Iowa

State

52233

Zip code

The limited liability company hereby appoints the following as its agent upon whom process against the limited liability company may be served in the state of Ohio. The name and complete address of the agent is:

CT Corporation System

Name

1300 East Ninth Street

Mailing Address

Cleveland

Ohio

44114

City

State

Zip Code

☐ If the agent is an individual and using a P.O. Box, check this box to certify the agent is a resident of the state of Ohio.

The limited liability company irrevocably consents to service of process on the agent listed above as long as the authority of the agent continues, and to service of process upon the OHIO SECRETARY OF STATE if:

- a. an agent is not appointed, or
- b. an agent is appointed but the authority of that agent has been revoked, or
- c. the agent cannot be found or served after the exercise of reasonable diligence.

REQUIRED

Articles and original appointment of agent must be (signed) by a member, manager or other representative.

Signature

Date

Print Name

Signature

Date

Print Name

Signature

Date

Print Name

FILE

RECEIVED-DOCKETING DIV

2009 DEC -4 PM 2: 04

November 30, 2009

PUCO

Buckeye Wind Project--Case No.: 08-0666-EL-BGN

Ohio Power Siting Board

180 East Broad Street

Columbus, OH 43215

This letter is to express my support for the proposed Buckeye Wind Project in Champaign County.

I strongly believe that the Buckeye Wind Project will provide many positive benefits to our community including:

- Provide clean renewable electric energy for thousands of homes;
- Provide millions in tax revenue to schools and local government;
- Contribute to Ohio and U. S. energy independence;
- Create hundreds of construction and manufacturing jobs and many ongoing operational jobs;
- Contribute hundreds of millions of dollars in investment to Champaign County and Ohio;
- Assist Ohio in achieving its Advanced Energy Portfolio Standard.

Sincerely,

David A. Markley Signature

DAVID A. MARKLEY Print Name

5226 Pl. 55 Urbana, OH 43078 Address

937-788-2382 Phone Number

Mail ASAP to the address at the top of the letter

FILE

Salem Township Board of Trustees Champaign County, Ohio

Rick Clyburn, President
Thomas K. Smith, V. Pres.
Howard Wilkins, Trustee

Jeanie Crabtree, Clerk/Fiscal Officer
3293 Clark Road, Urbana, OH 43078
937-652-3030

November 27, 2009

Ohio Power Siting Board
Mr. Stuart Siegfried
180 East Broad Street
Columbus, OH 43215

RE: Case# 08-0666-EL-BGN-Buckeye Wind

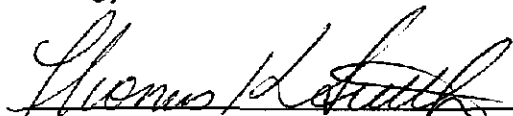
Dear Mr. Siegfried,

The Salem Township Board of Trustees would like to express our support of the Buckeye Wind Project in Champaign County, Ohio. We are also in support of the hearing process in progress for the Buckeye Wind Project, and we have every confidence in the decisions of the Ohio Power Siting Board to bring this project to our county with the regulations and guidelines that are in the best interest of our community and its residents.

Sincerely,

Salem Township Board of Trustees


Rick Clyburn


Thomas K. Smith


Howard Wilkins

RECEIVED-DOCKETING DIV
2009 DEC-4 PM 2:04
PUCO

FILE

605 McAdams Road
Cable, OH 43009

November 25, 2009

Ohio Power Siting Board
180 West Broad Street
Columbus, OH 43215

Re: Buckeye Wind Project – Case #08-066-EL-BGN

I am writing this letter to you to express my opposition of the proposed Buckeye Wind Project in Champaign County.

Due to the proximity of my home with 3 children, I am concerned about the likely adverse impact of the Buckeye Wind facility on our home (family health, home value, impact to property use, etc.). For the good of the residents of the entire state of Ohio, I hope the OPSB and it's staff will take into consideration the population density and the land use of residents when making recommendations concerning siting of industrial wind turbines in this project.

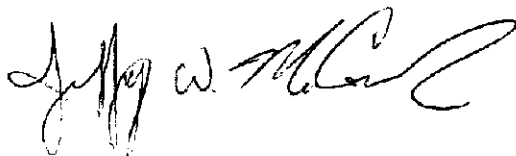
Additionally, please keep in mind our State of Ohio Constitution that states in Article I: Bill of Rights, Section 1-Inalienable Rights.:

"All men are, by nature, free and independent, and have certain inalienable rights, among which are those of enjoying and defending life and liberty, acquiring, possessing, and protecting property, and seeking and obtaining happiness and safety."

If approved for operation, this project will adversely affect the Inalienable Rights of local Champaign County residents that are protected by our Constitution.

If you have any questions or concerns, please contact me via e-mail at jeff_mccormack@yahoo.com or at 937.834.2780.

Sincerely,



Jeff McCormack

PUCO

2009 DEC -4 PM 2:04

RECEIVED-DOCKETING DIV