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April 20, 2000

BY FEDERAL EXPRESS

Florida Public Service Commission
Division of Records and Reporting
2540 Shumard Oak Boulevard
Tallahassee, Florida 32399-0850

**Re: Certification of Pathnet, Inc. to provide
Alternative Local Exchange Service
Certificate No. 7299**

000476-TX

00 APR 21 AM 10:24
MAIL ROOM

To Whom It May Concern:

By this notice, Pathnet, Inc. ("Pathnet") hereby notifies the Florida Public Service Commission of (1) a recent internal reorganization and change to its corporate structure; (2) a change of address; and (3) a change of regulatory contact.

Corporate Reorganization. On March 30, 2000, the existing shareholders of Pathnet exchanged their shares of Pathnet's stock for substantially similar shares of stock of Pathnet Telecommunications, Inc. ("Pathnet Telecom"), a Delaware corporation formed on November 1, 1999. In addition, three new investors in the Pathnet business – The Burlington Northern and Santa Fe Railway Company, CSX Transportation, Inc., and Colonial Pipeline Company – contributed to Pathnet Telecom rights-of-way to permit Pathnet Telecom and Pathnet to build a telecommunications network along existing railroad and pipeline corridors. In exchange for contributing the rights-of-way, the new investors received an aggregate of 8,511,607 shares of convertible preferred stock of Pathnet Telecom. Colonial Pipeline Company also contributed or will contribute significant cash in return for additional shares and options to purchase shares of Pathnet Telecom stock and other valuable consideration.

As a result of this transaction, Pathnet became a wholly owned subsidiary of Pathnet Telecom. In addition, Pathnet Telecom received rights-of-way and cash contributions that will better enable Pathnet to provide the telecommunications services it is certified to provide in Florida. Pathnet Telecom will operate as a holding company and will not provide any telecommunications services in Florida. Pathnet will remain the certificated entity and will provide telecommunications services pursuant to its Certificate to provide Alternative Local Exchange Telecommunications.

DOCUMENT NUMBER-DATE

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Change of Address. Effective immediately, Pathnet's principal business address is:

Pathnet, Inc.
11720 Sunrise Valley Drive
Reston, VA 20191
Tel.: 703/390-1000
Fax: 703/860-8127

Change of Contact Information. Effective immediately, Pathnet's principal contact for all matters related to its certification is:

Mary McDermott
Senior Vice President, General Counsel and Secretary
Pathnet, Inc.
11720 Sunrise Valley Drive, 2nd Floor
Reston, VA 20191
Tel.: 703/390-1000
Fax: 703/860-8127

Enclosed is an additional copy of this letter. Please stamp the additional copy and return it to me in the enclosed stamped, self-addressed envelope as an acknowledgement of receipt.

In accordance with your procedures, please file this notification in the above-referenced file. If you require any additional information, please feel free to contact the undersigned.

Respectfully submitted,



Gerard J. Waldron
Mary Newcomer Williams
*Attorneys for Pathnet, Inc. and
Pathnet Telecommunications, Inc.*