

December 27, 2007

VIA OVERNIGHT DELIVERY

Ann Cole
Commission Clerk
Florida Public Service Commission
2540 Shumard Oak Boulevard
Tallahassee, Florida 32399-0850

RECEIVED-FPSC
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COMMISSION
CLERK

Re: Docket No. 070629-TP – Amendment to Joint Petition -- Joint Petition of PAETEC Communications, Inc. and US LEC of Florida Inc. d/b/a PAETEC Business Services for Waiver of Carrier Selection Requirements of Rule 25-4.118, F.A.C., to Allow Transfer of Customers Due to Intra-corporate Merger of US LEC into PAETEC

Dear Ms. Cole:

PAETEC Communications, Inc. (“PAETEC”) and US LEC of Florida Inc. d/b/a PAETEC Business Services (“US LEC,” together with PAETEC, the “Parties”), by their undersigned counsel and pursuant to a discussion with Ms. Melinda Watts of the Commission’s Staff, hereby amend the above captioned petition (“Petition”) to withdraw that portion of the Petition that requested cancellation of US LEC’s authorization to provide local exchange and intrastate interexchange services in the State of Florida. The Petition was filed with the Commission on September 27, 2007. Additional information is provided below.

CMP

COM _____ An original and seven (7) copies of this filing are enclosed. Kindly date-stamp the extra
CTR _____ copy of this filing and return it in the self-addressed, postage-paid envelope provided.

ECR _____
GCL 1 **A. Background**

OPC _____ In the Petition, the Parties notified the Commission of a proposed intra-corporate merger of
RCA _____ the Parties whereby US LEC would merge with and into PAETEC with PAETEC the surviving
SCR _____ entity. Petition at 1. Because the corporate existence of US LEC would cease upon
SGA _____ consummation of the merger, the Parties requested a waiver of the carrier selection requirements
SEC _____ of Rule 25-4.118, Florida Administrative Code, to allow the transfer of US LEC’s customers to
OTH CLIC:1 PAETEC following consummation of the merger. Id. at 2. The Parties further requested
cancellation of US LEC’s authorization to provide local exchange and intrastate interexchange

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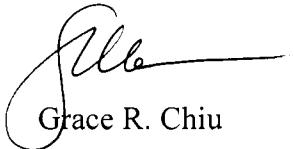
services in the State of Florida upon completion of the merger. Id. at 6. At the time of filing of the Petition, the Parties anticipated that the intra-corporate merger would take place on or about January 1, 2008. Id. at 1, 2, and 6.

By a Notice of Proposed Agency Action issued on December 11, 2007, the Commission took preliminary action on the Petition, granting the Parties' request for waiver of Rule 25-4.118, F.A.C. ("Preliminary Order"). The Preliminary Order did not address the request for cancellation of US LEC's authorization to provide local exchange and intrastate interexchange services in Florida.

B. Withdrawal of Request for Cancellation of US LEC's CLEC Certificate No. 5311 and IXC Registration No. TJ057

The purpose of the intra-corporate merger was to eliminate redundancies and inefficiencies associated with the respective operations of various regulated subsidiaries of PAETEC Holding Corp. ("PAETEC Parent"), which is the ultimate corporate parent of the Parties. Recently, however, PAETEC Parent determined that the objectives of the corporate restructuring would be better achieved by not merging the Parties. Consequently, cancellation of US LEC's CLEC Certificate No. 5311 and IXC Registration No. TJ057 is no longer necessary. Wherefore, the Parties hereby withdraw that portion of the Petition that requested cancellation of US LEC's authorization to provide local exchange and intrastate interexchange services in the State of Florida. Furthermore, the Parties clarify that PAETEC Parent no longer intends to consummate the proposed merger of US LEC and PAETEC, as described in the Petition.

Respectfully submitted,



Grace R. Chiu

Counsel to PAETEC Communications, Inc. and
US LEC of Florida Inc. d/b/a PAETEC Business
Services

cc (via email):

Melinda Watts (PSC)
JT Ambrosi (PAETEC)