

June 24, 2010

VIA OVERNIGHT DELIVERY

Patricia Van Gerpen
Executive Director
South Dakota Public Utilities Commission
Capitol Building, 1st Floor
500 East Capitol Avenue
Pierre, South Dakota 57501-5070

RECEIVED

JUN 28 2010

**SOUTH DAKOTA PUBLIC
UTILITIES COMMISSION**

Re: McLeodUSA Telecommunications Services, L.L.C. Notification of Change in
Corporate Form, Name Change, and *Pro Forma* Reorganization

Dear Ms. Van Gerpen:

This is in follow up to our December 1, 2009 letter notifying the South Dakota Public Utilities Commission of our client McLeodUSA Telecommunications Services, L.L.C.'s ("McLeodUSA") then-pending change in corporate form, resulting name change, and *pro forma* reorganization. At the time of the December 1, 2010 letter, McLeodUSA was an incorporated company operating under the name McLeodUSA Telecommunications Services, Inc. McLeodUSA has since changed its corporate form by converting to a limited liability company, and now operates under the name McLeodUSA Telecommunications Services, L.L.C., the only difference being the corporate form designation at the end of the name.

Please find attached as Exhibit A a Certificate of Authority and a Certificate of Withdrawal from the South Dakota Secretary of State reflecting McLeodUSA's corporate form conversion and name change.


Further, the *pro forma* intracorporate reorganization involving McLeodUSA, which was described in our December 1, 2009 letter, has been consummated. The *pro forma* reorganization – which did not change the ultimate ownership or control of the McLeodUSA's operations or its corporate directors, officers, or managers, or its service offerings and pricing other than those done in the normal course of business operations – occurred on March 1, 2010

An original and one (1) extra copy of this letter and the attached certificate are enclosed. Kindly date-stamp the extra copy of this filing, and return it to us in the enclosed self-addressed stamped envelope.

Patricia Van Gerpen
June 24, 2010
Page 2

Should you have any questions with respect to this matter, please do not hesitate to contact the undersigned at (202) 344-8065.

Respectfully submitted,



Tony S. Lee
Mikhia E. Hawkins

Counsel for McLeodUSA Telecommunications
Services, L.L.C.

Enclosure

EXHIBIT A

State of South Dakota



OFFICE OF THE SECRETARY OF STATE

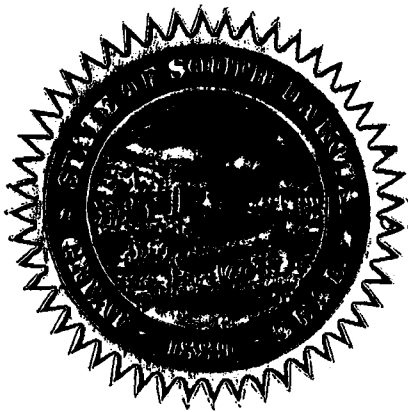
Certificate of Withdrawal

ORGANIZATIONAL ID #: FB017541

I, **Chris Nelson**, Secretary of State of the State of South Dakota, hereby certify that duplicate of the application for Withdrawal from South Dakota for **MCLEODUSA TELECOMMUNICATIONS SERVICES, INC. (IA)** duly signed and verified pursuant to the provisions of the South Dakota Corporation Acts, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I hereby issue this Certificate of Withdrawal and attach hereto a duplicate of the Application for Withdrawal.

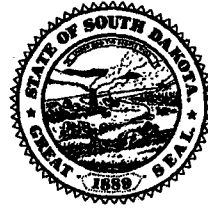
IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of South Dakota, at Pierre, the Capital, this May 12, 2010.



Chris Nelson

Chris Nelson
Secretary of State

State of South Dakota



OFFICE OF THE SECRETARY OF STATE

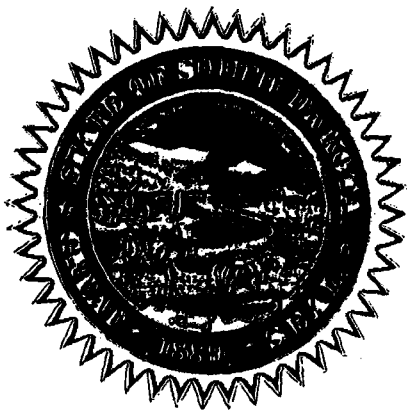
Certificate of Authority Limited Liability Company

ORGANIZATIONAL ID #: FL005134

I, **Chris Nelson**, Secretary of State of the State of South Dakota, hereby certify that duplicate of the Application for a Certificate of Authority of **MCLEODUSA TELECOMMUNICATIONS SERVICES, L.L.C. (IA)** to transact business in this state duly signed and verified pursuant to the provisions of the South Dakota Limited Liability Company Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I hereby issue this Certificate of Authority and attach hereto a duplicate of the application for certificate of authority.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of South Dakota, at Pierre, the Capital, this May 12, 2010.



Chris Nelson

Chris Nelson
Secretary of State