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**SOUTH DAKOTA PUBLIC
UTILITIES COMMISSION**

August 17, 2012

Via Overnight Delivery

Patricia Van Gerpen, Executive Secretary
South Dakota Public Utilities Commission
Capitol Building
500 East Capitol Avenue
Pierre, SD 57501-5070

**Re: Notification of IntelPeer, Inc. of *Pro Forma* Intra-Corporate Transactions
NOTICE OF CONSUMMATION**

Dear Ms. Van Gerpen:

On behalf of IntelPeer, Inc. ("IntelPeer"), this letter notifies the Commission that IntelPeer has completed a portion of the *pro forma* intra-corporate transactions discussed in the above-referenced filing, dated October 19, 2011. Specifically, IntelPeer Holdings, Inc. has been inserted in the corporate organization chain directly above IntelPeer.¹

An original and ten (10) copies of this filing are enclosed. Please date-stamp the extra copy of this filing and return it in the envelope provided. Should you have any questions, please do not hesitate to contact us.

Respectfully Submitted,



Ronald W. Del Sesto, Jr.
Jeffrey R. Strenkowski

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¹ To date the company has not undertaken any *pro forma* transaction with respect to IntelPeer's subsidiary, IntelPeer Virginia, Inc.