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Via Electronic Filing

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

Re: Notification of the Transfer of Indirect Control of Bandwidth.com CLEC, LLC

NOTICE OF NON-CONSUMMATION

Dear Ms. Gerpen:

On September 25, 2017, Bandwidth.com CLEC, LLC ("Bandwidth CLEC") filed a Notification to the Commission regarding a proposed transfer of indirect control of Bandwidth CLEC to David A. Morken ("Transferee") in connection with a planned restructuring of stock by its direct parent Bandwidth Inc. (f/k/a Bandwidth.com, Inc.) ("Bandwidth") related to an anticipated initial public offering ("IPO") by Bandwidth (the "Transaction"). On November 10, 2017, Bandwidth had its IPO on the NASDAQ and completed its planned restructuring of stock. As explained in the above-referenced Notification, Bandwidth's equity interests prior to the IPO were beneficially held by multiple shareholders, none of which individually held 50% or more or had control. Following the IPO, none of Bandwidth's shareholders individually hold a 10% or greater interest. In addition, Transferee has not obtained a majority of the voting power of the outstanding Bandwidth stock and therefore has not obtained control of Bandwidth CLEC, which remains under the control of Bandwidth.

By this letter, Bandwidth CLEC notifies the Commission that the proposed transfer of indirect control to Transferee has not been and will not be consummated. Bandwidth CLEC thanks the Commission for its review and consideration of the proposed Transaction. To the extent that a proposed transfer of control of Bandwidth CLEC to Transferee is contemplated in the future, Bandwidth CLEC will notify the Commission at that time.

Please acknowledge receipt and acceptance of this filing. Please direct any questions to the undersigned.

Respectfully submitted,

/s/ Danielle Burt

Tamar E. Finn

Danielle Burt

Counsel for Bandwidth.com CLEC, LLC

cc (via email): Greg Rogers, Bandwidth

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