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December 12, 2008

**Via Overnight Courier**

Patricia Van Gerpen, Executive Director  
South Dakota Public Utilities Commission  
500 E. Capitol Avenue  
State Capitol Building, 1st Floor  
Pierre, SD 57501

**Re: NOTICE OF NON-CONSUMMATION**

Dear Ms. Van Gerpen:

Lightyear Network Solutions, LLC ("Lightyear") and Wherify Wireless, Inc. ("Wherify") (together, "Parties") filed a Notice on September 2, 2008, to notify the Commission a transfer of control of Lightyear to Wherify. On behalf of the Parties, we hereby notify the Commission that the Parties have reevaluated their business plans in light of current economic conditions and determined not to proceed with the proposed transaction at this time. To the extent that Parties may in the future determine to undertake a transaction together, they will notify the Commission at that time.

An original and ten (10) copies of this Notice are enclosed for filing. Please date-stamp the enclosed extra copy of this filing and return it in the self-addressed, postage paid envelope provided. Should you have any questions concerning this filing, please do not hesitate to contact Danielle Burt at (202) 373-6039.

Respectfully submitted,



Jean L. Kiddoo  
Danielle Burt

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