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Via Overnight Delivery

**RECEIVED**

**SEP 09 2010**

**PUBLIC SERVICE  
COMMISSION**

Elizabeth O'Donnell, Executive Director  
Kentucky Public Service Commission  
211 Sower Boulevard  
Frankfort, KY 40602-8294

**RE: Notification of MegaPath Inc., DSLnet Communications and CCGI Holding Corporation Regarding the Indirect Change of Control of DSLnet Communications, LLC -- NOTICE OF CONSUMMATION**

Dear Ms. O'Donnell:

On behalf of MegaPath Inc., DSLnet Communications, LLC, and CCGI Holding Corporation (collectively, the "Parties"), this letter notifies the Commission that on August 20, 2010, the Parties completed the transfer of control described in the Parties' above-referenced notice filed on June 11, 2010. The Parties also hereby update the Commission of a minor modification to the structure of the ownership chain whereby a new holding company, CCGI Holdings, LLC, will be inserted directly above CCGI Holding Corporation. The insertion of the holding company is *pro forma* in nature, will be entirely transparent to consumers, and will have no affect on the ultimate ownership or operations of the Parties. A chart demonstrating the insertion of CCGI Holdings, LLC is attached hereto. All other aspects of the transaction as set forth in the notice letter remain unchanged.

An original and four (4) copies of this Notice of Consummation are enclosed. Please date-stamp one 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,

Katherine K. Mudge

Attachment

# Ownership Chart



