



April 21, 2010
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32790-0200

Tel: 407-740-8575

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www.tminc.com

PA PUBLIC UTILITY COMMISSION
SECRETARY'S BUREAU

Mr. James J. McNulty, Commission Secretary
Pennsylvania Public Utility Commission
400 North Street, 2nd Floor
Harrisburg, PA 17120

RE: Application of tw telecom data services llc for Approval to Operate as a Competitive Local Exchange Carrier and Interexchange Toll Reseller, InterLATA and/or IntraLATA

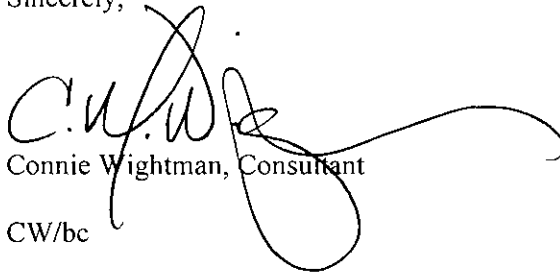
Dear Mr. McNulty:

Enclosed for filing are the original and three (3) copies of the application of **tw telecom data services llc** for approval to expand its operations in the Commonwealth of Pennsylvania to include Competitive Local Exchange Carrier and Interexchange Toll Reseller, InterLATA and/or IntraLATA. The Company currently has authority to operate as a Competitive Access Provider. Also enclosed with the application is a check in the amount of \$250.00 to cover the filing fee.

Please acknowledge receipt of this filing by date-stamping the extra copy of this cover letter and returning it in the self-addressed, stamped envelope enclosed for this purpose.

Any questions you may have regarding this filing may be directed to my attention at (407) 740-3002 or via e-mail to cwrightman@tminc.com. Thank you for your assistance.

Sincerely,



Connie Wightman, Consultant

CW/bc

Enclosures

cc: Tammy Chatfield, tw telecom
cc: Service List
file: tw telecom - PA- Local
tms: PA11000

Application of:

tw telecom data services llc, t/a _____,

for approval to offer, render, furnish or supply telecommunications services to the public in the Commonwealth of Pennsylvania.

1. IDENTITY OF THE APPLICANT: The name, address, telephone number, and fax number of the Applicant.

Name: tw telecom data services llc
Address: 10475 Park Meadows Dr, Littleton CO 80124
Telephone: 303-566-1000
Fax: 303-566-1777
Web address: www.twtelecom.com

Please identify any predecessors of the Applicant and provide other names under which the Applicant has operated within the preceding five years, including name, address, and telephone number.

None

2. ATTORNEY: The name, address, telephone number, and fax number of the Applicant's attorney.

Brian T. FitzGerald, Partner
Dewey & LeBoeuf LLP
99 Washington Avenue, Suite 2020 Albany, NY 12210
Direct: (518) 626 9311 Cell: (518) 369 4263

3. CONTACTS:

A) APPLICATION: The name, title, address, telephone number, and fax number of the person to whom questions about this application should be addressed.

Name: Rochelle Jones
Title: Senior Vice President Regulatory
Address: 10475 Park Meadows Dr, Littleton CO 80124
Telephone: 212-364-7319
Fax: 303-566-1777

B) PENNSYLVANIA EMERGENCY MANAGEMENT AGENCY (PEMA): The name, title, address, telephone number and FAX number of the person with whom contact should be made by PEMA (Pennsylvania Emergency Management Agency).

Name: Rochelle Jones
Title: Senior Vice President Regulatory
Address: 10475 Park Meadows Dr, Littleton CO 80124
Telephone: 212-364-7319
Fax: 303-566-1777

C) RESOLVING COMPLAINTS: Name, address, telephone number, and FAX number of the person and an alternate person responsible for addressing customer complaints. These persons will ordinarily be the initial point(s) of contact for resolving complaints and queries filed with the Public Utility Commission or other agencies.

Name: Rochelle Jones
Title: Senior Vice President Regulatory
Address: 10475 Park Meadows Dr, Littleton CO 80124
Telephone: 212-364-7319 Fax: 303-566-1777
regulatorycomplaints@twtelecom.com

Name: Tammy Chatfield
Title: Regulatory Compliance Analyst
Address: 10475 Park Meadows Dr, Littleton CO 80124
Telephone: 303-566-1390 Fax: 303-542-4403
regulatorycomplaints@twtelecom.com

4. FICTITIOUS NAME:

- The Applicant will not be using a fictitious name.
- The Applicant will be using a fictitious name. Attach to the Application a copy of the Applicant's filing with the Commonwealth's Department of State pursuant to 54 Pa. C.S. §311, Form PA-953.

5. BUSINESS ENTITY AND DEPARTMENT OF STATE FILINGS:

- The Applicant is a sole proprietor.
- The Applicant is a:
 - General partnership
 - Domestic limited partnership (15 Pa. C.S. §8511)
 - *Foreign limited partnership (15 Pa. C.S. §8582)
 - Domestic registered limited liability partnership (15 Pa. C.S. §8201)
 - *Foreign registered limited liability general partnership (15 Pa. C.S. §8211)

*Provide name and address of Corporate Registered Office Provider or Registered Office within PA.

Attach to the application the name and address of partners. If any partner is not an individual, identify the business nature of the partner entity and identify its partners or officers.

Attach to the application proof of compliance with appropriate Department of State filing requirements as indicated above.

5. (Continued)

- The Applicant is a:
- Domestic corporation (15 Pa. C.S. §1306)
 - *Foreign corporation (15 Pa. C.S. §4124)
 - Domestic limited liability company (15 Pa. C.S. §8913)
 - *Foreign limited liability company (15 Pa. C.S. §8981)

*Provide name and address of Corporate Registered Office Provider or Registered Office within PA. C T CORPORATION SYSTEM 1515 MARKET STREET, SUITE 1210 PHILADELPHIA PA, 19102

Attach proof of compliance with appropriate Department of State filing requirements as indicated above. Additionally, provide a copy of the Applicant's Articles of Incorporation or a Certificate of Organization.

The Applicant is incorporated in the State of Delaware.

Give name and address of officers:

See Attachment labeled "5c tw telecom data services llc PA Officers List"

6. AFFILIATES AND PREDECESSORS WITHIN PENNSYLVANIA:

- The Applicant has no affiliates doing business in Pennsylvania or predecessors which have done business in Pennsylvania.
- The Applicant has affiliates doing business in Pennsylvania or predecessors which have done business in Pennsylvania. Name and address of the affiliates. State whether they are jurisdictional public utilities. Give docket numbers for the authority of such affiliates.

If the Applicant or an affiliate has predecessors who have done business within Pennsylvania, give name and address of the predecessors and state whether they were jurisdictional public utilities. Give the docket numbers for the authority of such predecessors.

Applicant currently has a CAP Certificate granted January 22, 2009 under Docket A-2008-2075535

7. AFFILIATES AND PREDECESSORS RENDERING PUBLIC UTILITY SERVICE OUTSIDE PENNSYLVANIA:

- The Applicant has no affiliates rendering or predecessors which rendered public utility service outside Pennsylvania.
- The Applicant has affiliates rendering or predecessors which rendered public utility service outside Pennsylvania. Name and address of the affiliates and predecessors (please identify affiliates versus predecessors).

See Attachment Labeled "7 tw telecom data services llc Affiliate List"

8. APPLICANT'S PRESENT OPERATIONS: (Select and complete the appropriate statement)

- The applicant is not presently doing business in Pennsylvania as a public utility.
- The applicant is presently doing business in Pennsylvania as a:
 - Interexchange Toll Reseller, InterLATA and/or IntraLATA, (e.g., MTS, 1+, 800, WATS, Travel and Debit Cards)
 - Interexchange Toll Facilities-based carrier, InterLATA and/or IntraLATA, (e.g., MTS, 1+, 800, WATS, Travel and Debit Cards)
 - Competitive Access Provider (dedicated point-to-point or multipoint service; voice or data)
 - Competitive Local Exchange Carrier:
 - Facilities-Based
 - UNE-P
 - Data Only
 - Reseller
 - Incumbent Local Exchange Carrier.
 - Other (Identify).

9. **APPLICANT'S PROPOSED OPERATIONS:** The Applicant proposes to operate as:

- Interexchange Toll Reseller, InterLATA and/or IntraLATA, (e.g., MTS, 1+, 800, WATS, Travel and Debit Cards)
- Interexchange Toll Facilities-based carrier, InterLATA and/or IntraLATA, (e.g., MTS, 1+, 800, WATS, Travel and Debit Cards)
- Competitive Access Provider (dedicated point-to-point or multipoint service; voice or data)
- Competitive Local Exchange Carrier:
 - Facilities-based
 - UNE-P
 - Data Only
 - Reseller
- Incumbent Local Exchange Carrier
- Other (Identify).

10. **PROPOSED SERVICES:** Describe in detail the services which the Applicant proposes to offer. If proposing to provide more than one category in Item #9, clearly and separately delineate the services within each proposed operation. If proposing to operate as a facilities-based Competitive Local Exchange Carrier, provide a brief description of the Company's facilities.

See attachment labeled "10 tw telecom data services llc Proposed Services"

11. **SERVICE AREA:** Describe the geographic service area in which the Applicant proposes to offer services. Clearly and separately delineate the service territory for each category listed in Item #9. For Competitive Local Exchange Carrier operations, you must name and serve the Incumbent Local Exchange Carriers in whose territory you request authority.

tw telecom will provide integrated voice/data services in those territories served by Verizon.

12. **MARKET:** Describe the customer base to which the Applicant proposes to market its services. Clearly and separately delineate a market for each category listed in Item #9.

Small, medium and large business customers

13. **PROPOSED TARIFF(S):** Each category of proposed operations must have a separate and distinct proposed tariff setting forth the rates, rules and regulations of the Applicant. Every proposed tariff shall state on its cover page the nature of the proposed operations described therein, i.e., IXC Reseller, CLEC, CAP, or IXC Facilities-based. A copy of all proposed tariffs must be appended to each original and duplicate original and copy of Form 377.

14. **FINANCIAL: *Attach the following to the Application:***

A general description of the Applicant's capitalization and, if applicable, its corporate stock structure;

Current balance sheet, Income Statement, and Cash Flow Statement of Applicant or Affiliated Company, if relying on affiliate for financial security;

A tentative operating balance sheet and a projected income statement for the first year of operation within the Commonwealth of Pennsylvania; provide the name, title, address, telephone number and fax number of the Applicant's custodian for its accounting records and supporting documentation; and indicate where the Applicant's accounting records and supporting documentation are, or will be, maintained.

If available, include bond rating, letters of credit, credit reports, insurance coverage and reports, and major contracts.

15. **START DATE:** The Applicant proposes to begin offering services on or about
June 30, 2010

16. **FURTHER DEVELOPMENTS:** Attach to the Application a statement of further developments, planned or contemplated, to which the present Application is preliminary or with which it forms a part, together with a reference to any related proceeding before the Commission.

17. **NOTICE:** Pursuant to 52 Pa. Code §5.14, you are required to serve a copy of the signed and verified Application, with attachments, on the below-listed parties, and file proof of such service with this Commission:

Office of Consumer Advocate
555 Walnut Street
5th Floor, Forum Place
Harrisburg, PA 17101-1923

Office of Small Business Advocate
Commerce Building, Suite 1102
300 North Second Street
Harrisburg, PA 17101

Office of Attorney General
Office of Consumer Protection
Strawberry Square
Harrisburg, PA 17120

A certificate of service must be attached to the Application as proof of service that the Application has been served on the above-listed parties. A copy of any Competitive Local Exchange Carrier Application must also be served on any and/or all Incumbent Local Exchange Carrier(s) in the geographical area where the Applicant proposes to offer services.

18. **FEDERAL TELECOMMUNICATIONS ACT OF 1996:** State whether the Applicant claims a particular status pursuant to the Federal Telecommunications Act of 1996. Provide supporting facts.

Applicant, its parent and affiliates are common carriers operating in the Federal jurisdiction under FCC Filer ID number 825897 and a valid international Form 214.

19. **COMPLIANCE:** State specifically whether the Applicant, an affiliate, a predecessor of either, or a person identified in this Application has been convicted of a crime involving fraud or similar activity. Identify all proceedings, limited to proceedings dealing with business operations in the last five (5) years, whether before an administrative body or in a judicial forum, in which the Applicant, an affiliate, a predecessor of either, or a person identified herein has been a defendant or a respondent. Provide a statement as to the resolution or present status of any such proceedings.

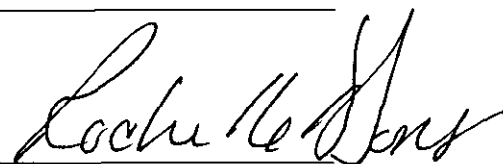
tw telecom data services llc , its affiliates, and predecessors have not been convicted of a crime involving fraud or similar activities. See attachment labeled "19 tw telecom litigation report" for a list proceedings dealing with business operations in which the company or its affiliates are defendants or respondents.

20. **FALSIFICATION:** The Applicant understands that the making of false statement(s) herein may be grounds for denying the Application or, if later discovered, for revoking any authority granted pursuant to the Application. This Application is subject to 18 Pa. C.S. §§4903 and 4904, relating to perjury and falsification in official matters.
21. **CESSATION:** The Applicant understands that if it plans to cease doing business within the Commonwealth of Pennsylvania, it is under a duty to request authority from the Commission for permission prior to ceasing business.

Applicant:

Rochelle D Jones

By:



Title:

SVP Regulatory -tw telecom data services llc

22. **AFFIDAVIT:** Attach to the Application an affidavit as follows:

AFFIDAVIT

[Commonwealth/State] of Colorado :
 :
County of Douglas : ss.

Rochelle D Jones, Affiant, being duly [sworn/affirmed] according to law, deposes and says that:

Affiant is the Sr VP Regulatory (Office of Affiant) of tw telecom data services llc (Name of Applicant,)

That Affiant is authorized to and does make this affidavit for said corporation;

That tw telecom data services llc, the Applicant herein, acknowledges that [he/she/it] may have an obligation to serve or to continue to serve the public by virtue of the Applicant commencing the rendering of service pursuant to this Application consistent with the Public Utility Code of the Commonwealth of Pennsylvania, Title 66 of the Pennsylvania Consolidated Statutes; with the Federal Telecommunications Act of 1996, signed February 6, 1996, or with other applicable statutes or regulations;

That tw telecom data services llc, the Applicant herein, asserts that Affiant] possesses the requisite technical, managerial; and financial fitness to render public utility service within the Commonwealth of Pennsylvania and that the Applicant will abide by all applicable federal and state laws and regulations and by the decisions of the Pennsylvania Public Utility Commission.

***Next paragraph for CLEC Applicants ONLY (excluding data-only CLECS):**

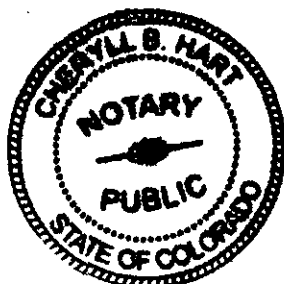
That tw telecom data services llc, the Applicant herein, asserts that Affiant has contracted with Intrado, a third party provider, who has certified to the Affiant that Intrado has pre-established interconnection with emergency 911 service in each of the Counties/Cities where service is to be provided. The applicant certifies Affiant has attached a copy Intrado's certification and a list of each 911 PSAP where there are pre-established connections .

That the facts above set forth are true and correct] to the best of [Affiant knowledge, information and belief, and that Affiant expects said entity to be able to prove the same at any hearing thereof.

Rochelle D Jones

Signature of Affiant

Sworn and subscribed before me this 12th day of April Month, 2010 Year .



Cheyell B. Hart
Signature of official administering oath

My Commission expires 2/03/2013

23. §1.36 Verification.

Verification

I, Rochelle D Jones, hereby state that the facts above set forth are true and correct (or are true and correct to the best of my knowledge, information and belief), and that I expect to be able to prove the same at a hearing held in this matter. I understand that the statements herein are made subject to the penalties of 18 Pa. C.S. § 4904 (relating to unsworn falsification to authorities).

4/21/10
Date

Rochelle D Jones
Signature

tw telecom data services llc

Secretary of State Registrations

and

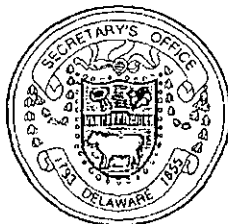
Company Formation Documents

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "TIME WARNER TELECOM DATA SERVICES LLC", CHANGING ITS NAME FROM "TIME WARNER TELECOM DATA SERVICES LLC" TO "TW TELECOM DATA SERVICES LLC", FILED IN THIS OFFICE ON THE TWELFTH DAY OF MARCH, A.D. 2008, AT 10:45 O'CLOCK A.M.



3526691 8100

080311166

You may verify this certificate online
at corp.delaware.gov/authver.shtml

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6471701

DATE: 03-24-08

**CERTIFICATE OF AMENDMENT
TO CERTIFICATE OF FORMATION OF
TIME WARNER TELECOM DATA SERVICES LLC**

This Certificate of Amendment to Certificate of Formation of Time Warner Telecom Data Services LLC (the "LLC") has been duly executed and is being filed by the LLC pursuant to Title 6, Section 18-202 of the Delaware Limited Liability Act, to amend the Certificate of Formation of the LLC filed with the Secretary of State of Delaware on May 10, 2002.

- FIRST:** The name of the limited liability company is Time Warner Telecom Data Services LLC.
- SECOND:** The Certificate of Formation of the limited liability company is hereby amended as follows by striking out Paragraph 1 thereof and by substituting in lieu of said Paragraph 1 the following new Paragraph:
1. "The name of the limited liability company formed hereby is **tw telecom data services llc.**"
- THIRD:** The sole member is Time Warner Telecom Holdings Inc. whose name has been changed to **tw telecom holdings inc.** by an amendment to its Certificate of Incorporation.
- FOURTH:** The effective date of this Certificate of Amendment is immediate.

IN WITNESS WHEREOF, the undersigned has executed this Certificate on the 11th day of March, 2008.

Time Warner Telecom Data Services LLC
By: tw telecom holdings inc.,
its sole member

By: Tina Davis
Tina Davis
Senior Vice President and
Deputy General Counsel

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "TIME WARNER TELECOM OF MAINE LLC", CHANGING ITS NAME FROM "TIME WARNER TELECOM OF MAINE LLC" TO "TIME WARNER TELECOM DATA SERVICES LLC", FILED IN THIS OFFICE ON THE SECOND DAY OF OCTOBER, A.D. 2007, AT 8 O'CLOCK A.M.

3526691 8100

071237213

You may verify this certificate online
at corp.delaware.gov/authver.shtml



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6171901

DATE: 11-19-07

State of Delaware
Secretary of State
Division of Corporations
Delivered 08:00 AM 10/02/2007
FILED 08:00 AM 10/02/2007
SRV 071076691 - 3526691 FILE

**CERTIFICATE OF AMENDMENT
TO CERTIFICATE OF FORMATION OF
TIME WARNER TELECOM OF MAINE LLC**

This Certificate of Amendment to Certificate of Formation of Time Warner Telecom of Maine LLC (the "LLC") has been duly executed and is being filed by the LLC pursuant to Title 6, Section 18-202 of the Delaware Limited Liability Act, to amend the Certificate of Formation of the LLC filed with the Secretary of State of Delaware:

FIRST: The name of the limited liability company is Time Warner Telecom of Maine LLC.

SECOND: The Certificate of Formation of the limited liability company is hereby amended as follows by striking out Paragraph 1 thereof and by substituting in lieu of said Paragraph 1 the following new Paragraph:

1. "The name of the limited liability company formed hereby is Time Warner Telecom Data Services LLC"

THIRD: The effective date of this Certificate of Amendment is immediate.

IN WITNESS WHEREOF, the undersigned has executed this Certificate on the 27th day of September, 2007.

TIME WARNER TELECOM OF MAINE LLC

By: Time Warner Telecom Holdings Inc.
its sole member

By: Tina Davis
Tina Davis
Senior Vice President and
Deputy General Counsel

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "TIME WARNER TELECOM OF MAINE LLC", FILED IN THIS OFFICE ON THE TENTH DAY OF MAY, A.D. 2002, AT 9:36 O'CLOCK A.M.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

3526691 8100

AUTHENTICATION: 1797554

020331120

DATE: 05-28-02

CERTIFICATE OF FORMATION

OF

TIME WARNER TELECOM OF MAINE LLC

1. The name of the limited liability company is TIME WARNER TELECOM OF MAINE LLC.

2. The address of its registered office in the State of Delaware is Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, County of New Castle. The name of its registered agent at such address is The Corporation Trust Company.

3. This Certificate of formation shall be effective immediately.

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Formation of Time Warner Telecom of Maine LLC this 29th day of April, 2002.

Time Warner Telecom Holdings Inc.
its sole member



Tina Davis, Vice President and
Deputy General Counsel

tw telecom data services llc
Pennsylvania Secretary of State Registration

PENNSYLVANIA DEPARTMENT OF STATE
CORPORATION BUREAU

Certificate of Amendment of Registration-Foreign

(15 Pa.C.S. § 8585)

- Limited Partnership
 Registered Limited Liability Partnership
 Registered Limited Liability Company

Name Linda Boyle, Time Warner Telecom		
Address 10475 Park Meadows Drive		
City Littleton, Colorado	State 80124	Zip Code

Document will be returned to the name and address you enter to the left.



Commonwealth of Pennsylvania
FOREIGN LIMITED LIABILITY AMENDMENT 3 Page(s)



T0809960061

Fee: \$250

In compliance with the requirements of 15 Pa.C.S. § 8585 (relating to amended certificate of registration), the undersigned, desiring to change the arrangements or other facts described in its application for registration as a foreign limited partnership, foreign registered limited liability partnership or a foreign limited liability company hereby states that:

1. The name under which the association was registered (or last registered) to do business in the Commonwealth of Pennsylvania is:

Time Warner Telecom Data Services LLC

2. The (a) address of its (initial registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is:

(a) Number and street	City	State	Zip	County
(b) Name of Commercial Registered Office Provider c/o: CT Corporation System				County Philadelphia

3. (If applicable): The address of the registered office of the association in this Commonwealth is hereby changed to:

(a) Number and street	City	State	Zip	County
(b) Name of Commercial Registered Office Provider c/o:				County

PA DEPT. OF STATE

APR 07 2008

4. *If applicable:* The association desires that its registration be amended to change its name to:

tw telecom data services llc

5. *If applicable:* The association desires that its registration be amended as follows in order to reflect arrangements or other facts that have changed.

IN TESTIMONY WHEREOF, the undersigned has caused this Certificate of Amendment of Registration to be signed by a duly authorized officer, member or manager thereof this

11 day of March, 2008.

tw telecom data services llc By tw telecom holdings inc.,

Name of Association its sole member

Tanna Deora

Signature

SVP & Deputy General Counsel

Title

tw telecom data services llc

Officers and Directors List

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·
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tw telecom data services llc

Affiliate List

tw telecom data services llc Affiliate List

State	New Entity Legal Name	Former Legal Name (Predecessor)	Selected Assets Purchased From:
AL	tw telecom of alabama llc 10475 Park Meadows Dr, Littleton CO 80124	Time Warner Telecom of Alabama LLC f/k/a: Xspedius Management Co. Switched Services, LLC* Xspedius Management Co. of Birmingham, LLC Xspedius Management Co. of Mobile, LLC Xspedius Management Co. of Montgomery, LLC	e.spire Communications, Inc. American Communication Services, Inc. d/b/a e.spire ACSI Local Switched Services, Inc. ACSI Long Distance, Inc. American Communication Services of Birmingham, Inc. American Communication Services of Mobile, Inc. American Communication Services of Montgomery, Inc. ICG Communications, Inc. ICG Telecom Group, Inc.
AR	tw telecom of arkansas llc 10475 Park Meadows Dr, Littleton CO 80124	Time Warner Telecom of Arkansas LLC f/k/a: Xspedius Management Co. Switched Services, LLC* Xspedius Management Co. of Little Rock, LLC	e.spire Communications, Inc. American Communication Services, Inc. d/b/a e.spire ACSI Local Switched Services, Inc. ACSI Long Distance, Inc. American Communication Services of Little Rock, Inc.
		Time Warner Telecom of Arizona LLC	Xspedius Management Co. Switched Services, LLC *

*Xspedius Management Co. Switched Services, LLC distributed its assets in the various states to the respective existing Time Warner Telecom entity in that state except in Nevada where the name was changed to Time Warner Telecom of Nevada LLC.

tw telecom data services llc Affiliate List

State	New Entity Legal Name	Former Legal Name (Predecessor)	Selected Assets Purchased From:
AZ	tw telecom of arizona llc 10475 Park Meadows Dr, Littleton CO 80124		Xspedius Management Co. of Pima County, LLC GST Telecommunications, Inc. GST Telecom Arizona, Inc. e.spire Communications, Inc. American Communication Services, Inc. d/b/a e.spire ACSI Local Switched Services, Inc. ACSI Long Distance, Inc. American Communication Services of Pima County, Inc.
CA	tw telecom of california l.p. 10475 Park Meadows Dr, Littleton CO 80124	Time Warner Telecom of California, L.P. f/k/a: Time Warner AxS of California, L.P.	GST Telecommunications Inc. GST Telecom California, Inc.
CO	tw telecom of colorado llc 10475 Park Meadows Dr, Littleton CO 80124	Time Warner Telecom of Colorado LLC	Xspedius Management Co. Switched Services, LLC * Xspedius Management Co. of Colorado Springs, LLC e.spire Communications, Inc. American Communication Services, Inc. d/b/a e.spire ACSI Local Switched Services, Inc. ACSI Long Distance, Inc. American Communication Services of Colorado Springs, Inc.
DC	tw telecom of d.c. llc 10475 Park Meadows Dr, Littleton CO 80124	Time Warner Telecom of D.C. LLC f/k/a: Xspedius Management Co. of D.C., LLC	e.spire Communications, Inc. American Communication Services, Inc. d/b/a e.spire ACSI Local Switched Services, Inc. ACSI Long Distance, Inc. American Communication Services of D.C., Inc.
			Xspedius Management Co. Switched Services,

*Xspedius Management Co. Switched Services, LLC distributed its assets in the various states to the respective existing Time Warner Telecom entity in that state except in Nevada where the name was changed to Time Warner Telecom of Nevada LLC.

tw telecom data services llc Affiliate List

State	New Entity Legal Name	Former Legal Name (Predecessor)	Selected Assets Purchased From:
FL	tw telecom of florida l.p. 10475 Park Meadows Dr, Littleton CO 80124	Time Warner Telecom of Florida, L.P. f/k/a Time Warner AxS of Florida, L.P.	LLC* Xspedius Management Co. of Jacksonville, LLC e.spire Communications, Inc. American Communication Services, Inc. d/b/a e.spire ACSI Local Switched Services, Inc. ACSI Long Distance, Inc. American Communication Services of Jacksonville, Inc. American Communication Services of Tampa, Inc. American Communication Services of Miami, Inc.
GA	tw telecom of georgia l.p. 10475 Park Meadows Dr, Littleton CO 80124	Time Warner Telecom of Georgia, L.P. f/k/a Time Warner AxS of Alabama, L.P.	Xspedius Management Co. Switched Services, LLC* Xspedius Management Co. of Atlanta, LLC e.spire Communications, Inc. American Communication Services, Inc. d/b/a e.spire ACSI Local Switched Services, Inc. ACSI Long Distance, Inc. American Communication Services of Atlanta, Inc. American Communication Services of Columbus, Inc. American Communication Services of Savannah, Inc. ICG Communications, Inc. ICG Telecom Group, Inc.
HI	tw telecom of Hawaii l.p. 10475 Park Meadows Dr, Littleton CO 80124	Time Warner Telecom of Hawaii, L.P. f/k/a Time Warner Communications of Hawaii, L.P.	GST Telecommunications Inc. GST Telecom Hawaii, Inc.
ID	tw telecom of idaho llc 10475 Park Meadows Dr, Littleton CO 80124	Time Warner Telecom of Idaho LLC	GST Telecommunications Inc. GST Telecom Idaho, Inc.
IL	tw telecom of illinois llc 10475 Park Meadows Dr,	Time Warner Telecom of Illinois LLC	

*Xspedius Management Co. Switched Services, LLC distributed its assets in the various states to the respective existing Time Warner Telecom entity in that state except in Nevada where the name was changed to Time Warner Telecom of Nevada LLC.

tw telecom data services llc Affiliate List

State	New Entity Legal Name	Former Legal Name (Predecessor)	Selected Assets Purchased From:
	Littleton CO 80124		
IN	tw telecom of indiana l.p. 10475 Park Meadows Dr, Littleton CO 80124	Time Warner Telecom of Indiana, L.P. f/k/a Time Warner Communications of Indiana, L.P.	
KS	tw telecom of kansas city llc 10475 Park Meadows Dr, Littleton CO 80124	Time Warner Telecom of Kansas City LLC f/k/a Xspedius Management Co. Switched Services, LLC* Xspedius Management Co. of Kansas City, LLC	e.spire Communications, Inc. American Communication Services, Inc. d/b/a e.spire ACSI Local Switched Services, Inc. ACSI Long Distance, Inc. American Communication Services of Kansas City, Inc.
KY	tw telecom of kentucky llc 10475 Park Meadows Dr, Littleton CO 80124	Time Warner Telecom of Kentucky LLC f/k/a Time Warner Telecom of Ohio LLC (certain assets were transferred to Time Warner Telecom of Kentucky LLC)	Xspedius Management Co. Switched Services, LLC* Xspedius Management Co. of Lexington., LLC Xspedius Management Co. of Louisville, LLC e.spire Communications, Inc. American Communication Services, Inc. d/b/a e.spire ACSI Local Switched Services, Inc. ACSI Long Distance, Inc. American Communication Services of Lexington, Inc. American Communication Services of Louisville, Inc. ICG Communications, Inc. ICG Telecom Group, Inc.
LA	tw telecom of louisiana llc	Xspedius Management Co. Switched Services, LLC* Xspedius Management Co. of Baton Rouge.,	e.spire Communications, Inc. American Communication Services, Inc. d/b/a e.spire

*Xspedius Management Co. Switched Services, LLC distributed its assets in the various states to the respective existing Time Warner Telecom entity in that state except in Nevada where the name was changed to Time Warner Telecom of Nevada LLC.

tw telecom data services llc Affiliate List

State	New Entity Legal Name	Former Legal Name (Predecessor)	Selected Assets Purchased From:
	10475 Park Meadows Dr, Littleton CO 80124	LLC Xspedius Management Co. of Louisiana, LLC Xspedius Management Co. of Shreveport, LLC	<i>ACSI Local Switched Services, Inc.</i> <i>ACSI Long Distance, Inc.</i> <i>American Communication Services of Baton Rouge, Inc.</i> <i>American Communication Services of Shreveport, Inc.</i> <i>American Communication Services of Louisiana, Inc.</i>
MD	tw telecom of maryland llc 10475 Park Meadows Dr, Littleton CO 80124	Time Warner Telecom of Maryland LLC f/k/a Xspedius Management Co. of Maryland, LLC Xspedius Management Co. Switched Services, LLC*	<i>e.spire Communications, Inc.</i> <i>American Communication Services, Inc. d/b/a e.spire</i> <i>ACSI Local Switched Services, Inc.</i> <i>ACSI Long Distance, Inc.</i> <i>American Communication Services of Maryland, Inc.</i>
MO	tw telecom of kansas city llc 10475 Park Meadows Dr, Littleton CO 80124	Time Warner Telecom of Kansas City LLC f/k/a Xspedius Management Co. Switched Services, LLC* Xspedius Management Co. of Kansas City, LLC	<i>e.spire Communications, Inc.</i> <i>American Communication Services, Inc. d/b/a e.spire</i> <i>ACSI Local Switched Services, Inc.</i> <i>ACSI Long Distance, Inc.</i> <i>American Communication Services of Kansas City, Inc.</i>
MN	tw telecom of minnesota llc 10475 Park Meadows Dr, Littleton CO 80124	Time Warner Telecom of Minnesota LLC	
		Time Warner Telecom of Mississippi LLC	<i>e.spire Communications, Inc.</i>

*Xspedius Management Co. Switched Services, LLC distributed its assets in the various states to the respective existing Time Warner Telecom entity in that state except in Nevada where the name was changed to Time Warner Telecom of Nevada LLC.

tw telecom data services llc Affiliate List

State	New Entity Legal Name	Former Legal Name (Predecessor)	Selected Assets Purchased From:
MS	tw telecom of mississippi llc 10475 Park Meadows Dr, Littleton CO 80124	f/k/a Time Warner Communications of the Mid-South, L.P. f/k/a: Xspedius Management Co. Switched Services, LLC* Xspedius Management Co. of Jackson, LLC	American Communication Services, Inc. d/b/a e.spire ACSI Local Switched Services, Inc. ACSI Long Distance, Inc. American Communication Services of Jackson, Inc.
NC	tw telecom of north carolina l.p. 10475 Park Meadows Dr, Littleton CO 80124	Time Warner Telecom of North Carolina, L.P. f/k/a Time Warner Communications of North Carolina, L.P. Time Warner AxS of Charlotte, L.P. Time Warner Communications of Raleigh, L.P.	Xspedius Management Co. Switched Services, LLC* e.spire Communications, Inc. American Communication Services, Inc. d/b/a e.spire ACSI Local Switched Services, Inc. ACSI Long Distance, Inc. ICG Communications, Inc. ICG Telecom Group, Inc.
NJ	tw telecom of new jersey l.p. 10475 Park Meadows Dr, Littleton CO 80124	Time Warner Telecom of New Jersey, L.P. f/k/a Time Warner Telecom of Pennsylvania, L.P. Time Warner AxS of Pennsylvania, L.P.	
NM	tw telecom of new mexico llc 10475 Park Meadows Dr, Littleton CO 80124	Time Warner Telecom of New Mexico LLC	Xspedius Management Co. Switched Services, LLC* Xspedius Management Co. of Albuquerque, LLC GST Telecommunications Inc. GST Telecom New Mexico, Inc. e.spire Communications, Inc.

* Xspedius Management Co. Switched Services, LLC distributed its assets in the various states to the respective existing Time Warner Telecom entity in that state except in Nevada where the name was changed to Time Warner Telecom of Nevada LLC.

tw telecom data services llc Affiliate List

State	New Entity Legal Name	Former Legal Name (Predecessor)	Selected Assets Purchased From:
			American Communication Services, Inc. d/b/a e.spire ACSI Local Switched Services, Inc. ACSI Long Distance, Inc. American Communication Services of Albuquerque, Inc. American Communication Services of Rio Rancho, Inc.
NV	tw telecom of nevada llc 10475 Park Meadows Dr, Littleton CO 80124	Time Warner Telecom of Nevada LLC	Xspedius Management Co. Switched Services, LLC* Xspedius Management Co. of Las Vegas, LLC e.spire Communications, Inc. American Communication Services, Inc. d/b/a e.spire ACSI Local Switched Services, Inc. ACSI Long Distance, Inc. American Communication Services of Las Vegas, Inc.
NY	tw telecom of new york l.p. 10475 Park Meadows Dr, Littleton CO 80124	Time Warner Telecom - NY, L.P. f/k/a Time Warner Telecom of New York, L.P. Time Warner AxS of New York City, L.P. d/b/a Time Warner Communications of New York City Time Warner AxS of Rochester, L.P. Time Warner AxS of Albany, L.P.	

*Xspedius Management Co. Switched Services, LLC distributed its assets in the various states to the respective existing Time Warner Telecom entity in that state except in Nevada where the name was changed to Time Warner Telecom of Nevada LLC.

tw telecom data services llc Affiliate List

State	New Entity Legal Name	Former Legal Name (Predecessor)	Selected Assets Purchased From:
OH	tw telecom of ohio llc 10475 Park Meadows Dr, Littleton CO 80124	Time Warner Telecom of Ohio LLC f/k/a: Time Warner Telecom of Ohio, L.P. Time Warner Communications of Ohio, L.P. Time Warner AxS of Columbus, L.P. Time Warner AxS of Greater Cincinnati, L.P.	MetroComm, Inc. MetroComm AxS, L.P.
OK	tw telecom of oklahoma llc 10475 Park Meadows Dr, Littleton CO 80124	Time Warner Telecom of Oklahoma LLC f/k/a Xspedius Management Co. Switched Services, LLC* Xspedius Management Co. of Tulsa, LLC	e.spire Communications, Inc. American Communication Services, Inc. d/b/a e.spire ACSI Local Switched Services, Inc. ACSI Long Distance, Inc. American Communication Services of Tulsa, Inc.
OR	tw telecom of oregon 10475 Park Meadows Dr, Littleton CO 80124	Time Warner Telecom of Oregon LLC	GST Telecommunications Inc. GST Telecom Oregon, Inc.
SC	tw telecom of south carolina llc 10475 Park Meadows Dr, Littleton CO 80124	Time Warner Telecom of South Carolina LLC	Xspedius Management Co. Switched Services, LLC* Xspedius Management Co. of Charleston, LLC Xspedius Management Co. of Columbia, LLC Xspedius Management Co. of Greenville, LLC Xspedius Management Co. of Spartanburg, LLC e.spire Communications, Inc.

*Xspedius Management Co. Switched Services, LLC distributed its assets in the various states to the respective existing Time Warner Telecom entity in that state except in Nevada where the name was changed to Time Warner Telecom of Nevada LLC.

tw telecom data services llc Affiliate List

State	New Entity Legal Name	Former Legal Name (Predecessor)	Selected Assets Purchased From:
			American Communication Services, Inc. d/b/a e.spire ACSI Local Switched Services, Inc. ACSI Long Distance, Inc. American Communication Services of Charleston, Inc. American Communication Services of Columbia, Inc. American Communication Services of Greenville, Inc. American Communication Services of Spartanburg, Inc. ICG Communications, Inc. ICG Telecom Group, Inc.
TN	tw telecom of tennessee llc 10475 Park Meadows Dr, Littleton CO 80124	Time Warner Telecom of the Mid-South LLC f/k/a Time Warner Communications of the Mid-South, L.P.	Xspedius Management Co. Switched Services, LLC* Xspedius Management Co. of Chattanooga, LLC e.spire Communications, Inc. American Communication Services, Inc. d/b/a e.spire ACSI Local Switched Services, Inc. ACSI Long Distance, Inc. American Communication Services of Chattanooga, Inc. ICG Communications, Inc. ICG Telecom Group, Inc.
TX	tw telecom of texas llc 10475 Park Meadows Dr, Littleton CO 80124	Time Warner Telecom of Texas LLC f/k/a Time Warner Telecom of Texas, L.P. Time Warner Communications of Houston, L.P.	GST Telecommunications Inc. GST Telecom Texas, Inc. Xspedius Management Co. Switched Services, LLC* e.spire Communications, Inc. ACSI Local Switched Services, Inc.

*Xspedius Management Co. Switched Services, LLC distributed its assets in the various states to the respective existing Time Warner Telecom entity in that state except in Nevada where the name was changed to Time Warner Telecom of Nevada LLC.

tw telecom data services llc Affiliate List

State	New Entity Legal Name	Former Legal Name (Predecessor)	Selected Assets Purchased From:
		Time Warner Communications of Austin, L.P.	ACSI Long Distance, Inc. American Communication Services, Inc. d/b/a e.spire American Communication Services of Amarillo, Inc. American Communication Services of El Paso, Inc. American Communications Services of Austin, Inc. American Communication Services of Corpus Christi, Inc. American Communication Services of Dallas, Inc. American Communication Services of Fort Worth, Inc. American Communication Services of Irving, Inc. American Communication Services of San Antonio, Inc. MPower Holdings Corp. MPower Communications Corp.
UT	telecom of utah llc 10475 Park Meadows Dr, Littleton CO 80124	Time Warner Telecom of Utah LLC	
VA	tw telecom of virginia llc 10475 Park Meadows Dr, Littleton CO 80124	Time Warner Telecom of Virginia LLC f/k/a Xspedius Management Co. of Virginia LLC	e.spire Communications, Inc. American Communication Services, Inc. d/b/a e.spire ACSI Local Switched Services, Inc. ACSI Long Distance, Inc. American Communication Services of Virginia, Inc. ACSI Local Switched Services of Virginia, Inc. American Communication Services of Roanoke, Inc.

*Xspedius Management Co. Switched Services, LLC distributed its assets in the various states to the respective existing Time Warner Telecom entity in that state except in Nevada where the name was changed to Time Warner Telecom of Nevada LLC.

tw telecom data services llc Affiliate List

State	New Entity Legal Name	Former Legal Name (Predecessor)	Selected Assets Purchased From:
WA	tw telecom of washington llc 10475 Park Meadows Dr, Littleton CO 80124	Time Warner Telecom of Washington LLC	GST Telecommunications, Inc. GST Telecom Washington, Inc.
WI	tw telecom of wisconsin l.p. 10475 Park Meadows Dr, Littleton CO 80124	Time Warner Telecom of Wisconsin, L.P. f/k/a Time Warner Telecom of Milwaukee, L.P. Time Warner Communications of Milwaukee, L.P.	Internet Connect, Inc.

* Xspedius Management Co. Switched Services, LLC distributed its assets in the various states to the respective existing Time Warner Telecom entity in that state except in Nevada where the name was changed to Time Warner Telecom of Nevada LLC.

tw telecom data services llc

Proposed Services

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**tw telecom data services llc
Proposed Services Attachment**

Proposed Services

tw telecom intends to provide an integrated private line and local exchange service, including various ancillary services such as custom calling features, long distance and Internet access. Initially, **tw telecom** will provide services via (1) commercial wholesale agreements with authorized Competitive Local Exchange Carriers ("CLEC") to gain access to the Public Switched Telephone Network ("PSTN") and third-party 911 networks to provide connectivity to the Public Service Answering Points ("PSAP"), (2) leased facilities from long haul and local carriers, or (3) a combination thereof. Toll services will be provided via **tw telecom's** underlying long distance carrier. **tw telecom**, however, seeks the full range of resold and facilities-based local exchange and interexchange authority so that it can have the flexibility in provisioning services in the future. **tw telecom** only plans to provide telecommunications services to business and enterprise customers. **tw telecom** will comply with all applicable Commission rules, regulations and standards, and will provide safe, reliable and high quality telecommunications services in Pennsylvania. Applicant will offer services using traditional and Internet protocols to provide voice and data services that interact seamlessly with the traditional public switched network. Applicant will continuously monitor and maintain a high level of control over its network on a 24-hours-a-day, 7-days-a-week basis.

tw telecom data services llc

Financial Information

Form 10-K for Fiscal Year Ended December 31, 2009

tw telecom data services llc

Re: Application for approval to offer, render, furnish, or supply telecommunications services to the public in the Commonwealth of Pennsylvania

Filed April 21, 2010

PaPUC staff inserted this sheet in the above filing in lieu of the Company's Form 10-K for the Fiscal Year Ended December 21, 2009. The document is publically available through the website of the Securities Exchange Commission at the following link:

<http://www.sec.gov/Archives/edgar/data/1057758/000119312510030453/0001193125-10-030453-index.htm>

tw telecom data services llc

Projected Financial Information

**CONFIDENTIAL/PROPRIETARY
MATERIAL FOLLOWS:**

NO SCANNED IMAGE AVAILABLE

**ACTUAL DOCUMENT IN
CONFIDENTIAL FILE FOLDER**

tw telecom data services llc

Future Developments

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tw telecom data services llc
Future Developments

tw telecom data services llc (TWTC-PA) is applying to provide voice services in Pennsylvania. Currently, TWTC-PA is authorized as a Competitive Access Provider.

TWTC-PA intends to provide an integrated private line and local exchange service, including various ancillary services such as custom calling features, long distance and Internet access. Initially, tw telecom will provide services via (1) commercial wholesale agreements with authorized Competitive Local Exchange Carriers ("CLEC") to gain access to the Public Switched Telephone Network ("PSTN") and third-party 911 networks to provide connectivity to the Public Service Answering Points ("PSAP"), (2) leased facilities from long haul and local carriers, or (3) a combination thereof. Toll services will be provided via tw telecom's underlying long distance carrier. TWTC-PA, however, seeks the full range of resold and facilities-based local exchange and interexchange authority so that it can have the flexibility in provisioning services in the future. TWTC-PA only plans to provide telecommunications services to business and enterprise customers. TWTC-PA will comply with all applicable Commission rules, regulations and standards, and will provide safe, reliable and high quality telecommunications services in Pennsylvania. Applicant will offer services using traditional and Internet protocols to provide voice and data services that interact seamlessly with the traditional public switched network. Applicant will continuously monitor and maintain a high level of control over its network on a 24-hours-a-day, 7-days-a-week basis.

TWTC-PA only plans to serve those areas currently served by Verizon.

tw telecom data services llc

Litigation Report

tw telecom LITIGATION REPORT

<u>MATTER</u>	<u>DESCRIPTION</u>	<u>JURISDICTION</u>	<u>CURRENT STATUS</u>
Pacific Lightnet, Inc. v. Time Warner Telecom, Inc. and Time Warner Telecom of Hawaii, L.P.	Plaintiff filed a Complaint for Declaratory Judgment and Injunctive Relief seeking to enjoin TWTC from terminating Plaintiff's services at the Makaha and Keawaula cable stations.	Circuit Court of the First District State of Hawaii Civil No. 03-1-2557-12 EEH	Appellate court determination of appeal issues pending.
Pacific Lightnet, Inc. v. Time Warner Telecom, Inc. and Time Warner Telecom of Hawaii, L.P., a Delaware limited partnership, John Does 1-10, Jane Does 1-10, Doe Partnerships 1-10, or other Entities 1-10	On March 11, 2005 Pacific Lightnet re-filed suit against TWTC and other Defendants in connection with TWTC's brief employment of a former PLNI employee with a non-complete agreement that precludes his employment	Circuit Court of the First Circuit State of Hawaii Civil Case No. 05-1-0428-03 VSM	Court granted Motion to Consolidate and this action is now consolidated with 2003 PLNI litigation concerning undersea fiber issues. Please see above
Time Warner Telecom of Oregon LLC, XO Oregon, Inc., and Qwest Communications Corporation v. The City of Portland, OR.	Time Warner Telecom, XO and Qwest are plaintiffs in an action filed against the City of Portland, Oregon regarding certain terms and conditions pertaining to access to public rights of way and the terms set forth in each plaintiff's telecommunications franchise.	United States District Court, District of Oregon.	See discussion below under Qwest & Time Warner Telecom Inc. v City of Portland, OR.
Qwest & Time Warner Telecom Inc. v. City of Portland Oregon	The local CLEC telecom carrier received free service when the conduits are under construction or repair. We are trying to get this provision eliminated.	Federal District Court Portland, OR	4/28/09 - On 4/8/09 the 9 th Circuit Court of Appeals issued a non-published Memorandum 12/31/09: On 12/14/09 TWTC's petition for certiorari was denied by the US Supreme Court.
Suzanne Philippus v. Aetna Health Inc and TWTC	Former employee claims that Aetna denied COBRA benefits to employee's husband and that TWTC misrepresented what would be covered under COBRA policy.	US District court, District of Colorado	12/30/09: TWTC has filed a motion for summary judgment and pending.
Qwest Communications V. MCIMetro, XO Communications, Time Warner Telecom of Colorado LLC et al.	Complaint filed June 24, 2008 by Qwest alleging that CLECs have entered into to unfiled agreements with AT&T for switch access services at rates that are discriminatory to Qwest. Seeks "reparations" and order lowering rates to Qwest.	Colorado PUC 08F-259T	Pending
Qwest Communications v. XO Communications, tw telecom of california l.p.	Complaint filed August 1, 2008 by Qwest alleging that CLECs have entered into to unfiled agreements with AT&T for switch access services at rates that are discriminatory to Qwest. Seeks "reparations" and order	California PUC Case No. 08-08-006	Pending.

	lowering rates to Qwest.		
Qwest Communications v. XO Communications, <i>tw telecom of florida</i> l.p. (etc)	Complaint filed December 11, 2009 by Qwest alleging that CLEC's have subjected Qwest to unjust and unreasonable rate discrimination in connection with the provision of intrastate switched access services. Further, that CLECs entered into undisclosed contract service agreements outside of tariffs or price lists with select interexchange carriers and failed to make those same rates, terms and conditions available to QCC. (CASR approved 12/21/09)	Florida PUC Case No. 09-05-38	Pending
TWTC v. JER CCP Quebec Court I, LLC	TWTC filed a Declaratory Action against its QC-1 landlord following its demand that TWTC pay \$995,000 for alleged under charges for utilities over the last few years. QC-1 filed an Answer and Counterclaim against TWTC to recover these amounts from TWTC, and to get declaratory relief asserting that TWTC should pay an additional \$200,000 each year for utilities.	District Court, Arapahoe County, Colorado	Pending
tw telecom holdings inc. vs. Online Communications	In conjunction with an IEC investigation involving a vendor who overbilled TWTC, TWTC discovered that it had staged approximately \$35,000 of equipment at the vendor's location.	November 2009	Pending
Hilton Head Properties, Inc. v. TWT of Texas LLC (Xspedius Communications, LLC)	Hilton Head Properties ("HHP") alleges that the contract it signed for Xspedius' services was not signed by an authorized party for HHP.	District Court of Dallas, TX J-191 st Judicial District Case No. DC-07-08511	TWTC received its Stipulated Judgment
Independence Residential and Commercial Mortgages, LLC	Plaintiff seeks to avoid ETL due to alleged poor services provided by Xspedius.	City Court of Baton Rouge, Louisiana	Pending.
Amerifactors Financial Group LLC v. tw telecom l.p.	Plaintiff is a factoring company to whom TWTC contractor Online Communications sold its invoices. In connection with an IEC investigation that concluded Online had overbilled TWTC	Ninth Circuit Court Orange County Florida	Pending
Maxim Enterprises, Inc. v. tw telecom	Maxim has asserted a claim seeking to recover \$39,830.69 from TWTC as an alleged fraudulent transfer.	U.S. Bankruptcy Court, Southern District of Florida	2/5/10: Bankruptcy Court has dismissed the litigation
First Magnus v. tw telecom	First Magnus has asserted that TWTC received \$608,818.35 as preference payments, that must be returned to the bankruptcy estate.	U.S. Bankruptcy Court, District of Arizona	Pending.

tw telecom data services llc

V9-1-1-1 Public Safety Answering Points List

**V9-1-1 Services
for Attached
PUBLIC SAFETY ANSWERING POINTS**

Intrado certifies to tw telecom holdings inc. that it has established VoIP E9-1-1 Services (V9-1-1) for- the public safety answering points ("PSAPs") listed on Attachment 1. tw telecom holdings inc. recognizes that the list of attached PSAPs may change and that this attachment reflects PSAP current status as of SOW Effective Date only.

Intrado Inc.

Dami J. Hummel
Signature

Dami Hummel, VP/GM
Printed Name and Title

4/16/10
Date

Attachment I

List of PSAPs VoIP V9-1-1 Services

PSAP_NAME	NENA ID	PSAP_COUNTY	STATE	Deployment STATUS
Adams County Department of Emergency Services	420010001	ADAMS	PA	Deployed
Allegheny County 9-1-1 - 0212	420030009	ALLEGHENY	PA	Deployed
Allentown 9-1-1	420770002	LEHIGH	PA	Deployed
Beaver County Emergency Services Center	420070001	BEAVER	PA	Deployed
Bedford County 9-1-1	420090001	BEDFORD	PA	Deployed
Berks County 9-1-1	420110001	BERKS	PA	Deployed
Bethlehem Police Department	420950001	NORTHAMPTON	PA	Deployed
Blair County 9-1-1	420130001	BLAIR	PA	Deployed
Bradford County Department of Emergency Services	420150001	BRADFORD	PA	Deployed
Bucks County Emergency Communications	420170002	BUCKS	PA	Deployed
Butler County Emergency Services	420190001	BUTLER	PA	Deployed
Cambria County Department of Emergency Services	420210001	CAMBRIA	PA	Deployed
Carbon County Communications Center	420250001	CARBON	PA	Deployed
Centre County Department of Emergency Communications	420270001	CENTRE	PA	Deployed
Chester County Department of Emergency Services	420290001	CHESTER	PA	Deployed
City of Philadelphia	421010001	PHILADELPHIA	PA	Deployed
Clarion County Office of Emergency Services	420310001	CLARION	PA	Deployed
Clearfield County 9-1-1	420330002	CLEARFIELD	PA	Deployed
Clinton County 9-1-1 Communications Center	420350001	CLINTON	PA	Deployed
Columbia County Department of Public Safety	420370001	COLUMBIA	PA	Deployed
Crawford County Office of Emergency Services	420390001	CRAWFORD	PA	Deployed
Cumberland County Office of Emergency Preparedness	420410001	CUMBERLAND	PA	Deployed
Dauphin County Emergency Management Agency	420430001	DAUPHIN	PA	Deployed
Delaware County Emergency Communications Center	420450004	DELAWARE	PA	Deployed
Erie County 9-1-1 Center	420490001	ERIE	PA	Deployed
Fayette County Emergency Management Agency	420510001	FAYETTE	PA	Deployed
Forest County Sheriffs Department	420530001	FOREST	PA	Deployed - Basic
Franklin County Emergency Services	420550001	FRANKLIN	PA	Deployed
Huntingdon County 9-1-1	420610001	HUNTINGDON	PA	Deployed
Indiana County Emergency Management Agency	420630001	INDIANA	PA	Deployed
Juniata County Department of Emergency Services	420670001	JUNIATA	PA	Deployed
Lackawanna County Department of Emergency Services	420690001	LACKAWANNA	PA	Deployed
Lancaster County-Wide Communications	420710002	LANCASTER	PA	Deployed

Lawrence County 9-1-1 Center	420730001	LAWRENCE	PA	Deployed
Lebanon County Emergency Management Agency	420750001	LEBANON	PA	Deployed
Lehigh County Communications Center	420770001	LEHIGH	PA	Deployed
Luzerne County 9-1-1	420790002	LUZERNE	PA	Deployed
Lycoming County Department of Public Safety	420810001	LYCOMING	PA	Deployed
McKean County 9-1-1	420830001	MCKEAN	PA	Deployed
Mercer County Department of Public Safety	420850002	MERCER	PA	Deployed
Mifflin County Office of Public Safety	420870001	MIFFLIN	PA	Deployed
Monroe County Control Center	420890002	MONROE	PA	Deployed
Montgomery County Emergency Dispatch Services	420910002	MONTGOMERY	PA	Deployed
Montour County Department of Emergency Services	420930001	MONTOUR	PA	Deployed
Northampton County 9-1-1 Center	420950002	NORTHAMPTON	PA	Deployed
Northumberland County Department of Public Safety	420970001	NORTHUMBERLAND	PA	Deployed
Perry County Emergency Management Agency	420990001	PERRY	PA	Deployed
Pike County 9-1-1 Center	421030001	PIKE	PA	Deployed
Schuylkill County Office of Public Safety	421070001	SCHUYLKILL	PA	Deployed
Snyder County Emergency Services	421090001	SNYDER	PA	Deployed
Somerset County Department of Emergency Services	421110001	SOMERSET	PA	Deployed
Susquehanna County 9-1-1	421150001	SUSQUEHANNA	PA	Deployed
Tioga County Department of Emergency Services	421170001	TIOGA	PA	Deployed
Union County Emergency Services	421190001	UNION	PA	Deployed
Venango County Emergency Services Center	421210001	VENANGO	PA	Deployed
Warren County Communication Center	421230001	WARREN	PA	Deployed
Washington County Department of Public Safety	421250001	WASHINGTON	PA	Deployed
Wayne County Communications Center	421270001	WAYNE	PA	Deployed
Westmoreland County Department of Public Safety	421290002	WESTMORELAND	PA	Deployed
Wyoming County Communications Center	421310001	WYOMING	PA	Deployed - Basic
York County 9-1-1	421330002	YORK	PA	Deployed

CERTIFICATE OF SERVICE

I hereby certify that on this 21st day of April, 2010, I caused to be served a copy of the foregoing application upon the following, by first class mail, postage prepaid, or equivalent service:

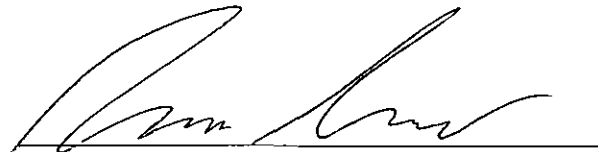
Office of Consumer Advocate
555 Walnut Street
5th Floor, Forum Place
Harrisburg, PA 17101-1923

Office of Small Business Advocate
Commerce Building, Suite 1102
300 North Second Street
Harrisburg, PA 17101

Office of the Attorney General
Office of Consumer Protection
Strawberry Square, 14th Floor
Harrisburg, PA 17120

In addition, the foregoing Notice of Filing is also served this day by first class mail on the Serve List provided by the Pennsylvania Public Utility Commission.

Ms. Stephanie Ulrich
Verizon-Pennsylvania and Verizon-North
Strawberry Square, 4th Floor
Harrisburg, PA 17101



Shipping Department
Technologies Management, Inc.