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Missouri Public
Service Commission

Mr. Dale Hardy Roberts
Chief Regulatory Law Judge/Secretary
Missouri Public Service Commission
200 Madison Street
Jefferson City, MO 65101

**Re: Notice of Consummation of the Mergers of
LCI International Telecom Corp. and Phoenix Network, Inc. into
Qwest Communications Corporation and the
Merger of USLD Communications Corp. into
USLD Communications, Inc.
Case No. TM-2001-628**

Dear Mr. Roberts:

This letter constitutes formal notice that the following mergers were consummated as of December 31, 2001 (the "Consummation Date"):

- 1) The merger of LCI International Telecom Corp. ("LCI") into its affiliate, Qwest Communications Corporation ("QCC"), with QCC being the surviving corporation. Consequently, LCI has ceased business in the state of Missouri and the certificates of authority issued to LCI may be cancelled.
- 2) The merger of Phoenix Network, Inc. ("Phoenix") into its direct parent, QCC, with QCC being the surviving corporation. Consequently, Phoenix has ceased business in the state of Missouri and the certificates of authority issued to Phoenix may be cancelled.
- 3) The merger of USLD Communications Corp. into its subsidiary, USLD Communications, Inc. ("USLD"), with USLD being the surviving corporation.

In addition, on December 28, 2001, Qwest Services Corporation became the direct 100% parent company of USLD Communications Corp., instead of its former position as indirect 100% parent through LCI International, Inc.

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Page 2

As the Commission was previously informed, QCC is adopting the tariffs of LCI and Phoenix effective as of the Consummation Date. The non-CLEC LCI and Phoenix tariff provisions are grandfathered to those customers taking service thereunder as of the Consummation Date and thus such tariff provisions are inapplicable to existing or new customers of QCC. QCC shall file within thirty days a tariff reflecting those services which were previously offered by LCI and Phoenix. No tariff filings are necessitated by the merger of USLD Communications Corp. into USLD.

Eight copies of this letter, in addition to the original, are enclosed. Please return a date-stamped copy of this letter (additional copy and self-addressed, postage pre-paid envelope provided). Please contact the undersigned with any communications concerning this notification.

Qwest Communications Corporation

USLD Communications, Inc.

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cc: Office of the Public Counsel
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