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November 30, 2005

The Honorable Colleen M. Dale
Secretary/Chief Regulatory Law Judge
Missouri Public Service Commission
P.O. Box 360
Jefferson City, MO 65102-0360

FILED²

NOV 30 2005

Missouri Public
Service Commission

Re: Case No. TM-2006-0206

Dear Judge Dale:

Please find enclosed for filing in the referenced matter the original and five copies of a Supplement to Application along with a Motion for Protective Order concerning Attachment F to the Supplement to Application. I also enclose the original and five copies of Attachment F filed under seal. Would you please bring this filing to the attention of the appropriate Commission personnel?

Should you have any questions regarding this filing, please let me know. Thank you.

Sincerely,

NEWMAN, COMLEY & RUTH P.C.

By:



Cathleen A. Martin
martinc@ncrpc.com

CAM:ab

Enclosure

cc: Office of Public Counsel
General Counsel's Office
Judith A. Riley
Greg Taylor

BEFORE THE
MISSOURI PUBLIC SERVICE COMMISSION

FILED²

NOV 30 2005

Missouri Public
Service Commission

Joint Application of)

Claricom Networks, LLC and)
Matrix Telecom, Inc.)

for Expedited Approval of the Transfer)
of Membership Interests and the)
Merger of Claricom Networks, LLC)
and Matrix Telecom, Inc.)

Docket No. TM-2006-0206

SUPPLEMENT TO APPLICATION

Matrix Telecom, Inc., (hereinafter referred to as "Matrix") and Claricom Networks, LLC (hereinafter referred to as "Claricom") (together the "Applicants"), by their undersigned counsel, hereby supplement their application in the captioned matter as follows:

1. A Notice to be sent to all subscribers was attached to the application as Attachment E. Said Notice has been revised pursuant to the Staff's recommendation and the corrected version of the Notice to be sent to all subscribers is attached hereto as Attachment E.

2. Pursuant to 4 CSR 240-3.525(2)(E), Matrix states that this merger will have very little impact on its Missouri's jurisdictional operations.

3. Applicants intend to enter into the Merger Agreement, a final copy of which is attached hereto as Attachment F and incorporated herein by reference, on December 31, 2005 if all required regulatory approvals are secured for the merger to occur by such date. Attachment F is being filed with the Commission pursuant to 4 CSR 240-3.520 (B).

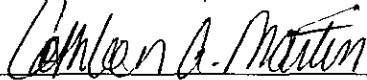
4. Please note that the information provided in Attachment F is privileged and confidential and therefore is being submitted separately as an appendix to Matrix's Motion for a Protective Order ("Motion"). The Motion seeks confidential treatment of all information

contained in Attachment F and is being filed pursuant to 4 CSR § 240-2.085, solely for the purpose of the Commission's in-camera review.

WHEREFORE, Applicants respectfully request the Commission to consider the above in supplement to their filed application in the referenced matter, further considering said application amended to the extent altered or modified by the above, and incorporate by reference herein the prayer for relief in their filed application.

Respectfully Submitted,


MATRIX TELECOM, INC.


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Its Attorneys

CLARICOM NETWORKS, LLC

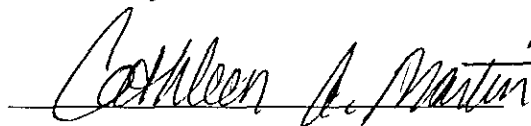

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Its Attorneys

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the above and foregoing document was sent via e-mail on this 30th day of November, 2005, to General Counsel's Office at gencounsel@psc.state.mo.us; and Office of Public Counsel at opcservice@ded.state.mo.us.

A handwritten signature in cursive script, reading "Kathleen A. Martin", is written over a horizontal line.

Attachment E

SUBSCRIBER NOTICE



NOTICE OF TRANSFER OF TELEPHONE SERVICE

September 30, 2005

Dear Customer:

Claricom Networks, LLC ("Claricom") currently provides your long distance service. Claricom and its affiliate, Matrix Telecom, Inc. ("Matrix") have agreed to merge in the near future, as a result of which Matrix will be the provider of long distance services to Claricom customers. This merger will not affect your rates or the terms and conditions of your service.

Subject to obtaining state and federal regulatory approvals, we anticipate that the merger will occur or about December 31, 2005. Unless you have begun using a service provider other than Claricom prior to this date, Matrix will become your long distance service provider following the merger. The merger with Matrix will not impact your local carrier selection.

The rates you currently pay for long distance, as well as your terms and conditions of service, will remain unchanged immediately following the merger. If, in the future, there are any changes to your rates or the terms and conditions of your service, you will be notified of them by mail.

Except in the event of the existence of a contract for your telecommunications service, you have the right to subscribe to long distance service from any service provider you wish. This decision is entirely up to you, and you may choose to switch to another carrier either before or after this change occurs. Matrix values your continued business and will gladly respond to any questions or complaints you may have about your service either prior to or during the change. Because of this change, a carrier change charge may appear on your bill. However, Matrix will be happy to credit any such charges that appear on your bill due to the change to Matrix. However, selecting a carrier other than Matrix may result in a charge being imposed for which Matrix will not be responsible. If you wish to locate another carrier providing service in your area, you may contact Matrix for such information.

If you have arranged a preferred carrier freeze through your local carrier on the service(s) involved in this transfer, the freeze will be removed in order to allow Matrix to operate as your service provider. After the merger, you must contact your local carrier if you want to re-establish a preferred carrier freeze.

Until the merger takes place, Claricom will continue to be responsible for all customer service and billing issues. You should contact Claricom with any complaints or other customer services inquiries you may have prior to the merger. After the merger, you should refer your questions to Matrix.

If you have any questions regarding this notice, please contact Matrix toll-free at (888) 829-6926, 2912 Lakeside Drive, Suite 200, Oklahoma City, Oklahoma 73120.

Sincerely,

Matrix Telecom, Inc.
Claricom Networks, LLC

Attachment F

MERGER AGREEMENT
(filed under seal)