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Via Priority Delivery

February 29, 2016

Ms. Rosemary Chiavetta  
Secretary  
Pennsylvania Utility Commission  
Commonwealth Keystone Building  
Second Floor, Room N201  
Harrisburg, PA 17120

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FEB 29 2016

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

RE: X5 OpCo LLC (Utility Code 3118196) Notice of Asset Purchase Agreement Consummation and Service Initiation, Docket Nos. A-2015-2510741/A-2015-2510742 (granting IXC Certificate of Public Convenience and Necessity), A-2015-2521376 (granting provisional CLEC authority) A-2015-2510602 (regarding NovaTel Ltd., Inc.), A-2015-2521384 and A-2015-2531463 (regarding CornerStone Telephone Company, LLC) and S-2016-2523607/S-2016-2523673/S-20162523758 (Registration of Abbreviated Securities Certificates)

Dear Secretary Chiavetta:

Pursuant to the Pennsylvania Utility Commission's ("Commission") December 17, 2015 *Order* granting a Certificate of Public Convenience and Necessity to provide facilities-based and resold local exchange and interexchange Toll Reseller and Toll Facilities-based interexchange telecommunications services; February 8 2016 Secretarial Letter granting provisional Certificate of Public Convenience and Necessity to provide local exchange telecommunications services; December 21, 2015 letter approving the *Joint Application* of X5 OpCo LLC ("X5 OpCo") and NovaTel Ltd., Inc. ("NovaTel") for transfer of NovaTel Pennsylvania subscriber accounts and assets to X5 OpCo; February 26, 2016 Secretarial Letter approving the *Joint Application* of X5 OpCo and CornerStone Telephone Company, LLC ("CornerStone") for transfer of CornerStone Pennsylvania subscriber accounts and assets to X5 OpCo; and January 29, 2016 Commission letter registering X5 OpCo's, NovaTel's, and CornerStone's joint Abbreviated Securities Certificate, in the above referenced matters, X5 OpCo hereby notifies the Commission of the successful consummation of an Asset Purchase Agreement ("Agreement") with NovaTel Ltd., Inc. ("NovaTel,"), successful consummation of its Agreement with CornerStone, and of X5 OpCo's initiation of service in Pennsylvania.

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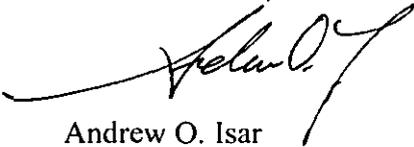
X5 OpCo notifies the Commission of the consummation of its Agreement with NovaTel on February 1, 2016. The consummation of X5 OpCo LLC's Agreement with CornerStone became effective on February 26, 2016 upon Commission approval of the CornerStone transaction. With consummation of the Agreements, X5 OpCo LLC is initiating the provision of intrastate interexchange and local exchange telecommunications - and voice over Internet protocol telephony - services in the Commonwealth of Pennsylvania effective immediately. X5 OpCo LLC acknowledges that its local exchange authority is currently provisional and is coordinating with staff in anticipation of a grant of its local exchange certificate of public convenience and necessity.

X5 OpCo avers to comply with applicable regulations and reporting requirements. NovaTel and CornerStone shall separately remain responsible for compliance with any pending regulatory obligations including submission of regulatory reports applicable to their operations prior to February 1, 2016 and February 26, 2016, respectively.

Contact information for X5 OpCo LLC remains unchanged. Questions may be directed to the undersigned.

Sincerely,

MILLER ISAR, INC.



Andrew O. Isar

Regulatory Consultants to  
X5 OpCo LLC

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**To: CHIAVETA, R. PUC**

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