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BEFORE THE ARIZONA CORPORATION COMMISSION

2002 AUG -2 P 4: 21

WILLIAM A. MUNDELL
CHAIRMAN
JIM IRVIN
COMMISSIONER
MARC SPITZER
COMMISSIONER

AZ CORP COMMISSION
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JOINT APPLICATION OF ACSI LOCAL SWITCHED SERVICES, INC. D/B/A E.SPIRE AND AMERICAN COMMUNICATION SERVICES OF PIMA COUNTY, INC. D/B/A E.SPIRE AND XSPEDIUS MANAGEMENT CO. SWITCHED SERVICES, L.L.C., AND XSPEDIUS MANAGEMENT CO. OF PIMA COUNTY, L.L.C. FOR EXPEDITED APPROVAL OF (i) THE TRANSFER OF SUBSTANTIALLY ALL OF THE ASSETS, INCLUDING THE CUSTOMER CONTRACTS, OF THE E.SPIRE OPERATING ENTITIES TO THE XSPEDIUS OPERATING ENTITIES; (ii) THE DISCONTINUANCE OF TELECOMMUNICATIONS SERVICES IN ARIZONA BY THE E.SPIRE OPERATING ENTITIES

Docket No. T-03411A-02-0450
T-03597A-02-0450
T-04112A-02-0450
T-04113A-02-0450

Arizona Corporation Commission

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IN THE MATTER OF THE APPLICATION OF XSPEDIUS MANAGEMENT CO. OF PIMA COUNTY, L.L.C. FOR A CERTIFICATE OF CONVENIENCE AND NECESSITY TO PROVIDE INTRASTATE TELECOMMUNICATIONS SERVICES

Docket No. T-04112A-02-0451

IN THE MATTER OF THE APPLICATION OF XSPEDIUS MANAGEMENT CO. SWITCHED SERVICES, L.L.C. FOR A CERTIFICATE OF CONVENIENCE AND NECESSITY TO PROVIDE INTRASTATE TELECOMMUNICATIONS SERVICES

Docket No. T-04113A-02-0452

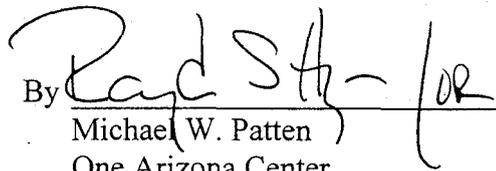
NOTICE OF FILING PROOF OF MAILING TO CUSTOMERS

Please take notice that ACSI Local Switched Services, Inc. dba e.spire and American Communication Services of Pima County, Inc. dba e.spire (collectively, "e.spire") mailed the

1 attached notice to e.spire's Arizona customers by first-class mail, on July 29, 2002 regarding the
2 change in service provider to Xspedius Management Co. Switched Services, L.L.C., and Xspedius
3 Management Co. of Pima County, L.L.C.

4
5 RESPECTFULLY SUBMITTED August 2, 2002.

6 **ROSHKA HEYMAN & DEWULF, PLC**

7
8 By  for

9 Michael W. Patten
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14 Brad Mutschelknaus
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19 Washington, D.C. 20036
20 (202) 955-9866

21 Attorneys for ACSI Local Switched Services, Inc.;
22 American Communication Services of Pima County
23 Inc.; Xspedius Management Co. Switched Services,
24 L.L.C.; Xspedius Management Co. of Pima County,
25 L.L.C.

26
27 **ORIGINAL + 10 COPIES** of the foregoing
filed August 2, 2002, with:

Docket Control
ARIZONA CORPORATION COMMISSION
1200 West Washington
Phoenix, Arizona 85007

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COPIES of the foregoing hand-delivered
August 2, 2002, to:

Teena Wolfe, Esq.
ALJ, Hearing Division
ARIZONA CORPORATION COMMISSION
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Phoenix, Arizona 85007

Christopher Kempley, Esq.
Chief Counsel, Legal Division
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1200 West Washington
Phoenix, Arizona 8500

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Utilities Division
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Phoenix, Arizona 8500



AFFIDAVIT

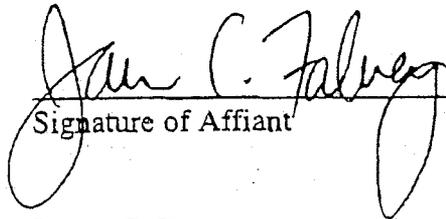
THIS INSTRUMENT HEREBY ACKNOWLEDGES that the undersigned, James C. Falvey ("Affiant"), is of legal age, and does hereby swear and affirm that the following is true and accurate, to the best of his knowledge, under penalty of perjury:

1. My name is James C. Falvey and I am Sr. Vice President, Regulatory Affairs for e.spire Communications, Inc.

2. I personally supervised the mailing of the Public Notice of Hearing printed in the Commission's Procedural Order in Docket Numbers T-04112A-02-0451 and T-04112A-02-0452 and attached hereto all current customers of the Arizona e.spire Operating Entities as defined in that order.

3. The mailing of the Public Notice of Hearing went out on Monday, July 29, 2002.

Signed to this 1st day of August, 2002.



Signature of Affiant

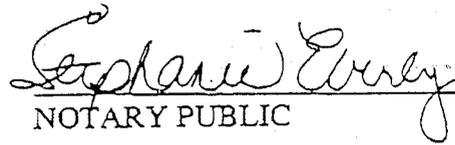
James C. Falvey

Print Name of Affiant

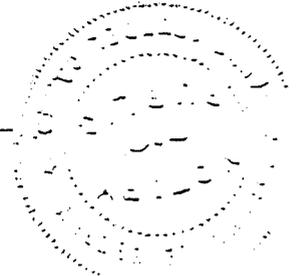
STATE OF Maryland

COUNTY OF Howard

In Howard County, Maryland, on the first day of August, 2002, before me, a Notary Public in and for the above state and county, personally appeared James C. Falvey, known to me or proved to be the person named in and who executed the foregoing instrument, and being first duly sworn, such person acknowledged that he or she executed said instrument for the purposes herein contained as his or her free and voluntary act and deed.


NOTARY PUBLIC

STEPHANIE EBERLY
NOTARY PUBLIC STATE OF MARYLAND
My Commission Expires 08-01-2004



**PUBLIC NOTICE OF HEARING ON THE APPLICATIONS OF AMERICAN
COMMUNICATION SERVICES OF PIMA COUNTY, INC. D/B/A E.SPIRE AND
ACSI LOCAL SWITCHED SERVICES, INC. D/B/A E.SPIRE FOR AUTHORITY
TO TRANSFER ASSETS, AND BY XSPEDIUS MANAGEMENT CO. OF PIMA
COUNTY, LLC AND XSPEDIUS MANAGEMENT CO. SWITCHED SERVICES,
LLC FOR CERTIFICATES OF CONVENIENCE AND NECESSITY
DOCKET NOS. T-04112A-02-0450 ET AL.**

Xspedius Management Co. of Pima County, LLC and Xspedius Management Co. Switched Services, LLC ("Companies") have filed with the Arizona Corporation Commission ("Commission") Applications for Certificates of Convenience and Necessity ("CC&Ns") to provide competitive resold and facilities based local exchange, exchange access, and interexchange telecommunications service in the State of Arizona. These Applications have been consolidated with an application filed jointly by the Companies and American Communication Services of Pima County, Inc. dba e.spire, and ACSI Local Switched Services, Inc. dba e.spire ("e.spire Entities") for authority pursuant to A.R.S. § 40-285 to transfer substantially all the e.spire Entities' assets to the Companies and to discontinue the e.spire Entities' provision of competitive local exchange service, pursuant to A.A.C. R14-2-1107.

The consolidated Applications are available for inspection during regular business hours at the offices of the Commission in Phoenix, at 1200 West Washington Street, Phoenix, Arizona, and at the Companies' offices, [insert Companies' address(es)].

The Commission will hold a hearing on the requested asset transfers and CC&N Applications beginning **August 6, 2002 at 11:00 a.m.** at the Commission's offices, 1200 West Washington, Phoenix, Arizona. Public comments will be taken on the first day of the hearing.

You may have the right to intervene in the proceeding. If you do not want to intervene, you may appear at the hearing and make a statement on your own behalf. Intervention will be permitted to any person entitled by law to intervene and having a direct and substantial interest in the matter. Persons desiring to intervene must file a written motion to intervene with the Commission. Such motion should also be sent to the Companies or their counsel and to all parties of record, and must, at the minimum, contain the following:

1. The name, address, and telephone number of the proposed intervenor and of any party upon whom service of documents is to be made if different than the intervenor.
2. A short statement of the proposed intervenor's interest in the proceeding (e.g., a customer of the Companies or the e.spire Entities, a stockholder of the Companies or the e.spire Entities, a competitor, etc.).
3. A statement certifying that a copy of the motion to intervene has been mailed to the Companies and the e.spire Entities or their counsel and to all parties of record in the case.

The granting of motions to intervene shall be governed by A.A.C. R14-3-105, except that all motions to intervene in the hearing matters must be filed on or before August 12, 2002. The granting of intervention, among other things, entitles a party to present sworn

evidence at hearing and to cross-examine other witnesses. However, failure to intervene will not preclude any person or entity from appearing at the hearing and making a public statement, or from filing written comments in the record of this proceeding.

If you have any questions about this application, or want information on intervention or the filing of written comments, you may contact the Consumer Services Section of the Commission at 1200 West Washington Street, Phoenix, Arizona 85007 or call 1-800-222-7000.

The Commission does not discriminate on the basis of disability in admission to its public meetings. Persons with a disability may request a reasonable accommodation such as a sign language interpreter, as well as request this document in an alternative format, by contacting Shelly Hood, ADA Coordinator, voice phone number 602/542-3931, E-mail shood@cc.state.az.us. Requests should be made as early as possible to allow time to arrange the accommodation.