



July 26, 2007

Marlene Dortch
Office of the Secretary
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

VIA ECFS

Re: Notification of Subscriber Transfer Pursuant to 47 C.F.R. § 64.1120(e)
CC Docket No. 00-257

Dear Ms. Dortch:

Time Warner Telecom Inc. ("Time Warner Telecom") hereby files this letter pursuant to Section 64.1120(e) of the Commission's Rules to notify the Commission of the transfer of subscribers in a *pro forma* transaction as described below.

Names of the Parties to the Transaction: Time Warner Telecom of Ohio LLC, a wholly owned subsidiary of Time Warner Telecom, will acquire subscribers from its sister company, Xspedius Management Co. Switched Services, LLC, Xspedius Management Co. of Lexington, LLC and Xspedius Management Co. of Louisville, LLC ("Xspedius affiliates") and the company will be renamed Time Warner Telecom of Kentucky LLC.

Types of Telecommunications Services Provided to Affected Customers: Xspedius affiliates provide local, long distance, private line and toll services in Kentucky. Time Warner Telecom of Ohio LLC (to be renamed Time Warner Telecom of Kentucky LLC) will provide the same services on the same terms, rates, and conditions.

Date of the Transfer: The parties anticipate that the affected customers will be transferred to Time Warner Telecom of Ohio LLC (to be renamed Time Warner Telecom of Kentucky LLC) on or about August 12, 2007, or as soon as possible pending the receipt of regulatory approvals.

Certification of Compliance: Time Warner Telecom hereby certifies that it has provided advanced subscriber notice in accordance with Section 64.1120(e)(3) of the Commission's rules. 47 C.F.R. § 64.1120(e)(3). Time Warner Telecom further certifies that it has complied with the obligations specified in the notice and any other applicable statutory and Commission requirements.

Copy of Notice Sent to Affected Subscribers: Attached hereto is a copy of the advance notice that was mailed to affected subscribers on July 13, 2007. If no alternative provider is selected, the subscribers will become customers of Time Warner Telecom of Ohio LLC (to be renamed Time Warner Telecom of Kentucky LLC).

Should you have any questions, please do not hesitate to contact me.

Very truly yours,

Don Shephard
VP-Federal Regulatory Affairs
Time Warner Telecom

TIME WARNER TELECOM

CONNECTING YOUR BUSINESS TO MORE BUSINESS™

July 13, 2007

OUR NAME IS CHANGING – PLEASE READ THIS NOTICE
FOR THE DETAILS REGARDING YOUR
TELECOMMUNICATION SERVICE FROM
XSPEDIUS MANAGEMENT CO. SWITCHED SERVICES, LLC
XSPEDIUS MANAGEMENT CO. OF LEXINGTON, LLC
XSPEDIUS MANAGEMENT CO. OF LOUISVILLE, LLC AND
TIME WARNER TELECOM OF OHIO LLC

Thank you for being a loyal customer of Xspedius Management Co. Switched Services, LLC, Xspedius Management Co. of Lexington, LLC, Xspedius Management Co. of Louisville, LLC (collectively “Xspedius”) or Time Warner Telecom of Ohio LLC. It has been our pleasure to provide you with quality telecommunications service. Regulations of the Kentucky Public Service Commission and the Federal Communications Commission require us to provide certain notices related to a change in the corporate structure of your service provider.

As you know, Xspedius recently became part of Time Warner Telecom Inc. We are pleased to now inform you that Time Warner Telecom Inc. is consolidating all of its Kentucky regulated telecommunications assets into Xspedius Management Co. of Louisville, LLC which will be renamed Time Warner Telecom of Kentucky, LLC, a subsidiary of Time Warner Telecom Inc. Following this consolidation, Xspedius and Time Warner Telecom of Ohio LLC will no longer provide telecommunications services in Kentucky. Your transition from Xspedius to the newly named Time Warner Telecom of Kentucky LLC for telecommunications services requires no action on your part.

The transfer of your service to Time Warner Telecom of Kentucky LLC will be invisible to you because Time Warner Telecom of Kentucky LLC will utilize the same facilities that currently serve your account. Moreover, there will be no change in the services you have ordered. The transfer of your services to Time Warner Telecom of Kentucky LLC will be seamless and without down time or modification to existing services or rates. This transfer requires no action on your part. The local account team who services your account today will continue to provide you the excellent service that you have experienced to date.

We believe that this new development will be good for your company. The vision, financial capital, and experience of Time Warner Telecom Inc. will bring our customers innovation and excellent customer service. As your new service provider, Time Warner Telecom of Kentucky LLC will continue to provide you with the same telecommunications services you currently receive in accordance with the rates, terms and conditions of your existing contract or effective tariffs on file with the Kentucky Public Service Commission. If in the future Time Warner Telecom of Kentucky LLC determines that rates, terms, or conditions require modification, it will follow the contract terms or the Kentucky law regarding such changes, including, where required, written 30 day notice to customers. Xspedius and Time Warner Telecom, Inc. will continue to be responsible for the resolution of any complaints filed or otherwise raised until the consolidation is finalized.

If you do not wish to continue your current service arrangements by becoming a customer of Time Warner Telecom of Kentucky LLC, you may, in accordance with the terms of your contract, select another service provider within thirty days of the date of this letter. If you do not select another provider Time Warner Telecom of Kentucky LLC will automatically become your service provider effective thirty days from the date of this letter. You will not incur any charges for the change to Time Warner Telecom of Kentucky LLC. Any existing carrier freeze(s) will be lifted to execute the transfer to another provider and it will be up to you to ask the new provider to institute a freeze after the transfer. However, should you select another provider, you may incur additional charges. If you change providers, the terms and conditions of your Xspedius or Time Warner Telecom of Ohio LLC contract will still apply, including any applicable termination liability or change charges. Please be aware that you are responsible for paying all bills rendered to you by Xspedius or Time Warner Telecom of Ohio LLC during this transition. You may be subject to termination of your service in accordance with the terms of your contract and applicable Commission rules if you fail to pay your telephone bill.

If you do not want service from Time Warner Telecom of Kentucky LLC you must select a new provider as soon as possible. Otherwise, you need do nothing and your service will seamlessly transfer to Time Warner Telecom of Kentucky LLC.

We are committed to providing you with excellent service during this period of transition. If you have any questions regarding this notice or your service, please call 1-800-937-7473.

Time Warner Telecom of Kentucky LLC looks forward to meeting your communication needs including bundled packages of voice and data services, local phone service, Internet access, and managed networking solutions.