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November 19, 2014

Via E-Filing

Patricia Van Gerpen, Executive Director
South Dakota Public Utilities Commission
Capitol Building
500 East Capitol Avenue
Pierre, South Dakota 57501-5070

**Re: NOTICE OF CONSUMMATION
Notice Regarding a Transfer of Control of tw telecom data services llc to
Level 3 Communications, Inc.**

Dear Ms. Van Gerpen:

On behalf of Level 3 Communications, Inc. ("Level 3"), this letter notifies the Commission that the indirect transfer of control of tw telecom data services llc ("tw telecom") to Level 3 as described in the letter dated July 3, 2014 was completed on October 31, 2014.

Please acknowledge receipt and acceptance of this filing. Should you have any questions, please do not hesitate to contact us.

Respectfully submitted,



Catherine Wang
Danielle Burt

Counsel for Level 3 Communications, Inc.

cc (via email): Rick Thayer, Esq.

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