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May 1, 2009

VIA ERF5

Ms. Sandra Paske
Secretary to the Commission
Public Service Commission of Wisconsin
610 North Whitney Way, P.O. Box 7854
Madison, Wisconsin 53707-7854

Re: Request to Approve Traffic Exchange Memorandum of Understanding
Between tw telecom of wisconsin l.p. and Norlight, Inc.

Dear Ms. Paske:

tw telecom of wisconsin l.p. (TWTC) hereby requests approval pursuant to 47 U.S.C. § 252 of the attached voluntary Traffic Exchange Memorandum of Understanding between TWTC and Norlight, Inc.

I have been authorized by Norlight, Inc. to submit this memorandum for approval by the Public Service Commission of Wisconsin. I hereby certify that a copy of this filing has been served by mail on May 1, 2009 on:

John Chuang
Corporate Counsel
Norlight, Inc.
8829 Bond St.
Overland Park, KS 66214

With a copy to:
Mary Jo Wallace
Director – Margin Assurance
Norlight, Inc.
8829 Bond St.
Overland Park, KS 66214

If you have any questions, please give me a call at the number above.

Sincerely,

CULLEN WESTON PINES & BACH LLP



Kira E. Loehr
Attorney for tw telecom of wisconsin l.p.

cc: Ken Barth, PSCW
Pamela Sherwood, tw telecom
Julie Mendenhall-Harris, tw telecom
John Chuang, Norlight, Inc.
Mary Jo Wallace, Norlight, Inc.

Jason Nutter
8829 Bond Street
Overland Park KS 66214

Re: Traffic Exchange Memorandum of Understanding

Norlight, Inc. and tw telecom holdings inc. on behalf of itself and all of its relevant subsidiaries are exchanging Local Traffic and intraLATA access traffic in the state(s) of Florida, Indiana, Kentucky, Ohio, Tennessee, Minnesota, & Wisconsin through a third party tandem provider. tw telecom proposes, in lieu of negotiating a lengthy traffic exchange agreement where the parties' exchange of Local Traffic is in balance that neither party bills the other for termination of the Local Traffic since it is assumed that the terminating traffic will be offset by originating traffic. Under this arrangement, each party must provide the other at the address below with a Percent Local Use Factor (PLU) to assist with the identification of traffic jurisdiction in accordance with generally accepted industry standards. The PLU Factor shall be applied to usage for the following quarter. If a PLU Factor is not provided quarterly, the factor already in effect stays in effect. If a PLU factor has not been provided, the billing party may utilize a PLU based on a study to identify actual jurisdiction of terminating traffic. Either party can request an audit regarding factors provided by the other party in accordance with the terms and conditions of the applicable access tariff or price list filed by the party requesting the audit.

For purposes of this agreement, the parties agree that "Local Traffic" means traffic (excluding CMRS traffic) that is originated and terminated within the same local calling area or mandatory extended area service (EAS) area, as defined by the relevant state utility commission or, if not defined by the commission, then as defined by existing tariffs of the incumbent local exchange carrier.

Until the FCC issues an order on the application of switched access charges or other forms of intercarrier compensation for Voice over Internet Protocol (VoIP) services, voice calls that are transmitted in whole or in part via the public Internet or a private IP network and interfaces with a public switched telephone network shall be compensated in the same manner as non-VoIP voice traffic (e.g. interstate and intrastate access applies to toll traffic). The parties will transmit calling party number ("CPN") as required by the FCC rules (47 C.F.R. 64.1601).

To tw telecom:
Jill Blakeley
Sr. Manager
tw telecom inc.
10475 Park Meadows Dr.
Littleton, CO 80124
Tel: (303) 566-5830

To Norlight, Inc.:
Mary Jo Wallace
Director – Margin Assurance
Norlight, Inc.
8829 Bond St.
Overland Park, KS 66214
Tel: (913) 754-3311
Fax: (812) 759-9575

Switched access traffic shall be billed pursuant to each party's applicable tariffs or price list.

Notwithstanding the above, either company reserves the right to terminate this arrangement and request negotiation of a different arrangement upon thirty (30) days written notice.

Notices given by one Party to the other Party pursuant to this letter shall be in writing and shall be (a) delivered personally, (b) delivered by nationally recognized overnight delivery service, (c) mailed by, certified US mail postage prepaid, return receipt requested to the following addresses of the Parties or to such other address as either Party shall designate by proper notice:

To tw telecom:

Tina Davis
Sr. Vice President and Deputy General Counsel
tw telecom inc.
10475 Park Meadows Drive
Littleton, CO 80124
Tel : (303) 566-1279
Fax : (303) 566-1010

With a copy to:

Carolyn Ridley
Vice President Regulatory
tw telecom inc.
2078 Quail Run Drive
Bowling Green, KY 42104
Tel : (615) 584-7372
Email : Carolyn.ridley@twtelecom.com

Kristie Ince
Vice President Regulatory
tw telecom inc.
2805 Dallas Parkway, Ste. 140
Plano, TX 75093
Tel : (972) 455-7833
Fax : (972) 455-7801

Pamela Sherwood
Vice President Regulatory
tw telecom inc.
4625 W. 86th Street, Suite 500
Indianapolis, IN 42628
Tel : (317) 713-8977
Fax : (317) 713-8923

To CLEC

John Chuang
Corporate Counsel
Norlight, Inc.
8829 Bond St.
Overland Park, KS 66214
Tel: (913) 754-3339
Fax: (812) 759-1647

With a copy to:
Mary Jo Wallace
Director – Margin Assurance

Norlight, Inc.
8829 Bond St.
Overland Park, KS 66214
Tel: (913) 754-3311
Fax: (812) 759-9575

We recommend that Norlight, Inc. adopt this arrangement with us on a forward going basis. If you concur, please have your authorized signatory sign below and return to my attention. Please include an additional signature page in your response if you would like an original copy of this arrangement with signatures from both companies.

If you choose not to adopt this arrangement or you have questions regarding traffic exchanged, please contact Jill Blakeley at 303-566-5830 or jill.blakeley@twtelecom.com.

I can be reached at 303-566-1227 or julie.mendenhall@twtelecom.com if you have any other questions.

Thanks

Julie Mendenhall-Harris
Interconnection Manager
Negotiations and Operations
tw telecom inc.
10475 Park Meadows Dr
Littleton, CO 80134

Accepted by Norlight, Inc. this 31st day of March 2009.

tw telecom holdings inc.

Tina Davis
Signature
Tina Davis
Printed Name
Sr. Vice President and Deputy General Counsel
Title
3/24/09
Date

Norlight, Inc.
[Signature]
Signature
John Cinelli
Typed Name
President
Title
4/17/09
Date

**Approved as to form
Legal**

By JYC Date 4/3/2009