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August 15, 2012

**Via Overnight Delivery and E-Mail**

David Danner, Executive Secretary  
Washington Utilities and Transportation Commission  
1300 S. Evergreen Park Drive  
Olympia, WA 98504-7250  
records@wutc.wa.gov

**Re: Notification of IntelPeer, Inc. of *Pro Forma* Intra-Corporate Transactions  
NOTICE OF CONSUMMATION**

Dear Mr. Danner:

On behalf of IntelPeer, Inc. (“IntelPeer”), this letter notifies the Commission that IntelPeer has completed a portion of the *pro forma* intra-corporate transactions discussed in the above-referenced filing. Specifically, IntelPeer Holdings, Inc. has been inserted in the corporate organization chain directly above IntelPeer.<sup>1</sup>

An original and one (1) copy of this filing are enclosed. Please date-stamp the extra copy of this filing and return it in the envelope provided. This notification has also been filed via e-mail. Should you have any questions, please do not hesitate to contact us.

Respectfully Submitted,



Ronald W. Del Sesto, Jr.  
Jeffrey R. Strenkowski

Counsel to IntelPeer, Inc.

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<sup>1</sup> To date the company has not undertaken any *pro forma* transaction with respect to IntelPeer’s subsidiary, IntelPeer Virginia, Inc.