

UTAH PUBLIC SERVICE COMMISSION

Jean L. Kiddoo
Danielle Burt
Phone: 202.373.6000
Fax: 202.373.6001

2008 DEC 11 P 2: 55

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December 10, 2008

Via Overnight Courier

Julie P. Orchard, Commission Secretary
Utah Public Service Commission
Heber M. Wells Building, 4th Floor
160 East 300 South
Salt Lake City, Utah 84111

Re: NOTICE OF NON-CONSUMMATION
Docket No. 08-2434-01

Dear Ms. Orchard:

Lightyear Network Solutions, LLC ("Lightyear") and Wherify Wireless, Inc. ("Wherify") (together, "Applicants") filed an Application in the above-referenced proceeding requesting approval for a transfer of control of Lightyear to Wherify. The Commission issued an approval order on November 20, 2008. On behalf of the Applicants, we hereby notify the Commission that the Applicants have reevaluated their business plans in light of current economic conditions and determined not to proceed with the proposed transaction at this time. To the extent that Applicants may in the future determine to undertake a transaction together, they will seek any necessary approval from the Commission at that time.

Enclosed for filing with the Commission are an original and eight (8) copies of this notice. Please date-stamp the enclosed extra copy of this filing and return it in the self-addressed, postage paid envelope provided. Should you have any questions concerning this filing, please do not hesitate to contact Danielle Burt at (202) 373-6039.

Respectfully submitted,



Jean L. Kiddoo
-Danielle Burt

- Boston
- Hartford
- Hong Kong
- London
- Los Angeles
- New York
- Orange County
- San Francisco
- Santa Monica
- Silicon Valley
- Tokyo
- Walnut Creek
- Washington

Bingham McCutchen LLP
2020 K Street NW
Washington, DC
20006-1806

T 202.373.6000
F 202.373.6001
bingham.com