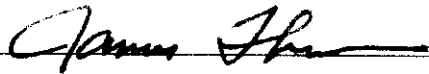
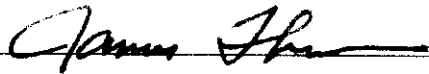
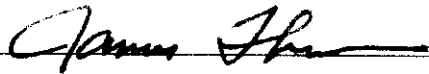


No. W 11521	Due no later than March 31, 2005 Annual Report Form	2. Registered Agent and Office NO PO BOX																		
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 NO FILING FEE IF RECEIVED BY DUE DATE	1. Mailing Address - Correct in this box, if applicable MCLEODUSA PURCHASING, L.L.C. JAMES E THOMPSON PO BOX 3177 CEDAR RAPIDS, IA 52406	CT CORPORATION SYSTEM 300 N 6TH ST BOISE, ID 83701																		
		3. <u>New</u> Registered Agent Signature																		
4. Limited Liability Companies: Enter Names and Addresses of Members. <table style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: left; width: 15%;"><u>Office held</u></th> <th style="text-align: left; width: 25%;"><u>Name</u></th> <th style="text-align: left; width: 35%;"><u>Street or P.O. Address</u></th> <th style="text-align: left; width: 15%;"><u>City</u></th> <th style="text-align: left; width: 10%;"><u>State</u></th> <th style="text-align: left; width: 10%;"><u>Zip</u></th> </tr> </thead> <tbody> <tr> <td>Sole Member</td> <td>McLeodUSA Network Services, Inc.</td> <td>6400 C Street SW,</td> <td>Cedar Rapids</td> <td></td> <td></td> </tr> <tr> <td></td> <td></td> <td>Iowa,</td> <td>52404</td> <td></td> <td></td> </tr> </tbody> </table>			<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>	Sole Member	McLeodUSA Network Services, Inc.	6400 C Street SW,	Cedar Rapids					Iowa,	52404		
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		Iowa,	52404																	
5. Organized Under the Laws of: <div style="text-align: center;"> IOWA W 11521 </div>	6. <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 60%;">Signature </td> <td style="width: 40%;">Date <u>2/24/05</u></td> </tr> <tr> <td>Name <small>(Typed or Printed)</small> <u>James E. Thompson</u></td> <td>Title <u>Secretary</u></td> </tr> </table>		Signature 	Date <u>2/24/05</u>	Name <small>(Typed or Printed)</small> <u>James E. Thompson</u>	Title <u>Secretary</u>														
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