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February 9, 1999

CERTIFIED MAIL, RETURN RECEIPT REQUESTED

Top Hat Plan Exemption
Pension and Welfare Benefits Administration
Room N-5644
U.S. Department of Labor
200 Constitution Avenue, N.W.
Washington, DC 20210

Re: D. M. Bowman, Inc. Phantom Stock Plan

Dear Sir or Madam:

We are filing this statement pursuant to Section 2520.104-23 of the Regulations accompanying the Employee Retirement Income Security Act of 1974, as amended ("ERISA"), in order that the D. M. Bowman, Inc. Phantom Stock Plan described below may be exempt from the reporting and disclosure requirements of ERISA.

The information required to be reported by ERISA is as follows:

Employer Name And Address: D. M. Bowman, Inc.

Employer Identification No: 52-0972610

Primary Purpose Of The Plan: The primary purpose of the Plan is to provide an unfunded plan of deferred compensation for a select group of management or highly compensated employees of the employer.

Type Of Plan: The plan constitutes an unfunded top hat plan.

Number Of Such Plan Maintained
By the Employer: One

Pension and Welfare Benefits Administration

February 9, 1999

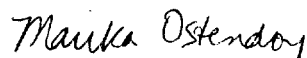
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Number Of Employees Covered By
Such Plans: Seven

The e.spire Communications, Inc. agrees to provide any plan documents to the Secretary upon request as required by Section 104(a)(1) of ERISA.

If we can provide you with any additional information, please do not hesitate to contact me.

Very truly yours,



Marika McVey Ostendorf

MMO:kmk

cc: Daniel D. Bates, CFO
Rich Hoban

BETH96:222450.1