

SECURITIES AND EXCHANGE COMMISSION

Self-Regulatory Organizations; Order Granting Application to Strike from Listing and Registration on the American Stock Exchange LLC (DSL.net, Inc., Common Stock, \$.0005 par value) File No. 1-32264

January 9, 2006

On December 30, 2005, the American Stock Exchange LLC ("Amex" or "Exchange") filed an application with the Securities and Exchange Commission ("Commission"), pursuant to Section 12(d) of the Securities Exchange Act of 1934 ("Act")¹ and Rule 12d2-2(c) thereunder,² to strike the common stock, \$.0005 par value ("Security"), of DSL.net, Inc., ("Company") from listing and registration on Amex.

Amex listing standards provide, among other things, that Amex may consider removing the security of an issuer from listing and registration when: (i) it appears that the extent of the public distribution or the aggregate market value of the security has become so reduced as to make further dealings on the Exchange inadvisable; (ii) the issuer has failed to comply with its listing agreements with the Exchange; or (iii) any other event shall occur or any condition shall exist which makes further dealings on the Exchange unwarranted.

In applying these standards, Amex considers delisting the securities of a company which is not in compliance with the following Amex listing standards, which state that the Exchange will normally consider suspending dealings in, or removing from the list, a security of a company that has been trading at low price per share for a significant period of time (Section 1003(f)(v) of the Amex Company Guide) ("Company Guide").

¹ 15 U.S.C. 78l(d).

² 17 CFR 240.12d2-2(c).

Amex stated in its application filed with the Commission that the Security no longer qualifies for continued listing and registration because the Security had an average selling price of \$.10 per share over the last six months and the stock price has been below \$.13 for the last nine months.

By letter dated October 13, 2005, the Exchange notified the Company that the Exchange was concerned that, as a result of the Company's low selling price, the Security might not be suitable for auction market trading. The Company was further notified that in accordance with Section 1003(f)(v) of the Company Guide, the Exchange deemed it appropriate for the Company to effect a reverse stock split within a reasonable amount of time.

By letter dated November 22, 2005, the Company represented that its Board of Directors determined not to effectuate a reverse stock split of the Security. Subsequently, the Exchange determined that the Company's unwillingness to address the low selling price of the Security made further dealings on the Exchange unwarranted, and in accordance with Section 1009(a) of the Company Guide, it was necessary and appropriate for the protection of investors to truncate the continued listing evaluation and follow-up procedures as set forth in Section 1009 of the Company Guide and to immediately initiate delisting procedures. This determination, along with the Company's right to appeal the Exchange's determination, was communicated to the Company by letter dated December 12, 2005. The Company did not appeal the Exchange's determination.

The Commission, having considered the facts stated in Amex's application and having due regard for the public interest and protection of investors, orders that the application be, and it hereby is, granted, effective at the opening of business on January 10, 2006.

For the Commission, by the Division of Market Regulation, pursuant to delegated authority.³

Nancy M. Morris
Secretary

³ 17 CFR 200.30-3(a)(1).