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ATTORNEYS AT LAW

12 August 2011

EX PARTE NOTICE

Marlene H. Dortch
445 12th Street, S.W.
Room TW-A325
Washington, D.C. 20554

Re: *Global Crossing Limited and Level 3 Communications Inc., Application for Consent to Transfer Control of Authority to Provide Global Facilities-Based and Global Resale International Telecommunications Services and of Domestic Common Carrier Transmission Lines, Pursuant to Section 214 of the Communications Act, as Amended, IB Docket No. 11-78*

Dear Ms. Dortch:

On August 10, 2011, John Ryan, Chief Legal Officer, Level 3 Communications, Inc. (“Level 3”) and Erin Boone, also of Level 3, Kristine Devine, Kent Bressie, and John Nakahata, all of Wiltshire & Grannis LLP (on behalf of Level 3), and Paul Kouroupas, Vice President of Regulatory Affairs, Global Crossing Limited (“Global Crossing”) met with Bill Dever, Tim Stelzig, Richard Hovey, Claude Aiken, Pamela Megna and Eric Ralph, of the Wireline Competition Bureau, Paul deSa, Marius Schwartz, and Jonathan Levy, of the Office of Strategic Planning and Policy Analysis, Howard Griboff, David Strickland, and Carrie-Lee Early of the International Bureau, Doug Sicker, the Commission’s Chief Technology Officer, and Jim Bird of the Office of the General Counsel regarding the above-referenced applications.

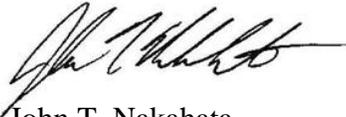
Level 3 and Global Crossing (collectively, “Applicants”) stated that delay in obtaining approvals for the transaction would result in significant financial and other burdens for Applicants. Applicants noted that other regulatory approvals have been or, in their estimation, likely will be received soon, or can be handled through post-closing review of remaining issues, and therefore will likely not delay closing of the transaction. Applicants stressed that there were no issues presented by the record that warranted further investigation by the FCC.

Level 3 also discussed its recent agreement with XO Communications, LLC (“XO”). Level 3 noted that both it and XO believe the agreement resolves all outstanding issues concerning the transaction. Level 3 stated that it was willing to adjust its agreement with XO because it believes that XO now meets, and is willing to embrace, the framework of Level 3’s developing peering policy. A central piece of that policy is bit-mile balance, which Level 3

views as a fair and equitable way of determining the relative burdens of an interconnection arrangement upon the parties. Level 3 nonetheless reiterated that the concerns raised by XO are meritless – lacking in both factual and analytical bases – and thus should be no impediment to the prompt grant of the Applicants’ applications.

Finally, Applicants note that although PacWest filed reply comments, PacWest still fails to acknowledge that the validity of the very tariff on which PacWest seeks recovery is in dispute in a separate, ongoing proceeding.¹ It would be wholly inappropriate for the Commission to assume the validity of the tariff here, and there is no reason for the Commission to delay grant of Applicants’ applications pending resolution of the issue of the validity of PacWest’s tariff.

Sincerely,



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Pamela Megna
Eric Ralph
Tim Stelzig
David Strickland

¹ *Pleading Cycle Established for Comments On Pac-West Telecomm, Inc. and Verizon Petitions for Declaratory Ruling*, Public Notice, WC Docket No. 11-115 (rel. July 7, 2011).