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**BEFORE THE  
PUBLIC SERVICE COMMISSION OF UTAH**

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In the Matter of the Joint Application of

**Level 3 Communications, Inc.,  
Apollo Amalgamation Sub, Ltd.,  
Level 3 Communications, LLC,  
Broadwing Communications, LLC,  
WiTel Communications, LLC**

**and**

**Global Crossing North America, Inc.,  
Global Crossing Telecommunications, Inc.,  
Global Crossing Local Services, Inc.**

For Approval of the Transfer of Control and  
Related Transactions

**SECOND SUPPLEMENTAL FILING**

Docket Nos. 11-2246-01  
11-2266-01

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Level 3 Communications, Inc. (“Level 3”) and Global Crossing North America, Inc. (“Global Crossing”), and their affiliates as identified in the Joint Application in this docket, through the undersigned counsel, and pursuant to the provision at Utah Admin. Code R746-394-7, hereby submit the following supplemental materials in support of the Joint Application:

1. Decision and Order, Docket No. 2011-0079 (HA PUC, May 12, 2011);
2. Notice of Approval, Project No. 39356 (TX PUC, May 13, 2011);

3. Acknowledgement of Filing, Docket No. S-31911 (LA PSC, May 6, 2011).

These documents are attached hereto at Attachments 1 through 3.

Dated this 23rd day of May, 2011.

Respectfully submitted,

By: /s/ William J. Evans

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## CERTIFICATE OF SERVICE

I hereby certify that on the 23rd day of May, 2011, I caused a true and correct copy of the foregoing **SECOND SUPPLEMENTAL FILING**, to be sent via electronic mail to the following:

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