

BEFORE THE PUBLIC SERVICE COMMISSION OF UTAH

**In the Matter of the Petition of Level 3
Communications, LLC for an Exemption
Of Various Regulatory Requirements and
Amendment to its Certificate of
Convenience and Necessity**


**Docket 06-2266-01
Responses of Level 3
Communications to the
Division of Public Utilities'
1ST Set of Data Requests to
Level 3 Communications**

Level 3 Communications, LLC submits the attached Responses to the Division of Public Utilities' 1st Set of Data Requests to Level 3 Communications in the above-captioned docket and hereby affirms that they have been hand delivered and served by electronic mail upon the following:

Dennis Miller - Legal Assistant
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and served by electronic mail upon

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Dated: Feb. 16, 2007

Request: 1.1 Please identify all states that Level 3 has filed a similar petition for an exemption of various regulatory requirements.

Response: Level 3 has pursued two-types of regulatory proceedings with respect to approvals for mergers and acquisitions.

In Utah, Colorado and Arizona, Level 3 sought company-specific waivers of the appropriate state regulations. Level 3 filed these waiver requests after discussions with appropriate commission staff.

Level 3 has filed industry-wide rulemakings or declaratory actions in Alaska, Arizona, Georgia, Minnesota, North Carolina, Pennsylvania and Texas.

In Louisiana, in response to Level 3's pleadings, the Commission, *sua sponte*, took up the issue in Docket No. R-29564 – (Louisiana Public Service Commission, *ex parte*. In re: Possible amendments to the "Local Competition Regulations," as most recently modified by the General Order dated October 31, 2005 and Possible Amendments to the General Order dated March 18, 1994 requiring Commission approval of Transfers of Control of Public Utilities Subject to the Commission's Jurisdiction.)

Response Prepared by: William P. Hunt III, VP, Public Policy, Level 3 Communications

Request 1.2 Has Level 3 filed the same request in all states it seeks exemption? If not, please provide all variations of Level 3's request.

Response: No. See response to Request 1.1. Level 3 has filed both company specific requests, and broader industry requests or modified proposals that reflect discussions with staffs and other industry stakeholders.

These variations are reflected in the following petitions, copies of which are attached:

Company-specific petitions:

Arizona (Attachment 1-2-1 and 1-2-1a) (Petition and Exceptions to Order)

Colorado (Attachment 1-2-2)

Utah (Attachment 1-2-3)

Industry wide petitions:

Alaska (Attachment 1-2-4)

Arizona (Attachment 1-2-5)

Georgia (Attachment 1-2-6)

Minnesota (Attachment 1-2-7)

North Carolina (Attachment 1-2-8)

Pennsylvania (Attachment 1-2-9)

Texas (Attachment 1-2-10) (Notice of Petition)

The Louisiana Public Service Commission established issued an ex parte order establishing a docket to consider the an industry-wide amendment to Louisiana's local competition rules. The Louisiana Bulletin giving notice of the docket is attached as Attachment 1-2-11.

Level 3 has also filed a letter of support of a similar proposal that is now under consideration of the Vermont Commission. A copy is attached as Attachment 1-2-12.

Request 1.3 Have any modifications to the Level 3 proposal been made and/or accepted by any states? If so, please explain.

Response: North Carolina and Louisiana accepted the Level 3 petitions with some revisions to the timing of various requirements. For example, in North Carolina the applicants are required to file their state notice simultaneously with their FCC 214 filings. In Louisiana, industry has 15 days to file any objections to the grant of streamlined approval when the notice is published.

A copy of the North Carolina Order and the subsequent Order of Clarification, are attached as Attachment 1-3-1 and 1-3-1a.

The Louisiana staff made a final recommendation to the Louisiana Commission on November 27, 2006, a copy of which is attached as Attachment 1-3-2. The Commission issued its general order adopting the amendment on December 15, 2007. (A copy of the General Order and Appendix are attached as Attachments 1-3-3 and 1-3-3a, respectively.

In Minnesota, Commission staff made a number of recommendations to the Commission on how to proceed with Level 3's petition. On Feb. 1, 2007, the Commission voted to open a generic proceeding to gather further industry comments. That order has not been released yet. A copy of the Final Recommendation is included as Attachment 1-3-4.

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Request 1.4: What is the status of each request?

Response: Alaska – Commission declined Level 3 request for rulemaking but invited Level 3 to file request in the commission’s annual regulatory review proceeding. Level 3 did and the proceeding is pending.
Arizona – Petition refilled as an industry-wide petition, and is now pending.
Georgia – pending
Louisiana – adopted
Minnesota – proceeding pending; Staff recommends adoption
North Carolina – adopted
Pennsylvania – pending
Texas: Level 3 withdrew its petition at the request of staff which preferred to deal with the issue in an existing docket. Level 3 filed its petition in that docket. The proceeding is pending.
Utah – pending
Vermont: Rules replacing prior approval with post-closing notice adopted in July 2006.

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