

BEFORE THE UTAH PUBLIC SERVICE COMMISSION

APPLICATION FOR MERGER

of

GLOBAL CROSSING TELEMAGEMENT, INC.

into

GLOBAL CROSSING LOCAL SERVICES, INC.

Pursuant to Rule R746-349-7, Global Crossing Telemagement, Inc. (“GCTM”) and Global Crossing Local Services, Inc. (“GCLS”) hereby seek approval of the planned *pro forma* merger of GCTM into its affiliate GCLS. Following the transaction, GCTM will no longer exist and accordingly hereby requests cancellation of its authority effective as of the date of consummation of the merger as notified to the Commission.

I. THE PARTIES

GCTM was incorporated under the laws of the State of Wisconsin on October 14, 1982. Its principal office is located in New York. The company was originally authorized to provide resold local exchange service in docket 97-2246-01 on January 26, 1998. GCTM is a wholly owned indirect subsidiary of Global Crossing Limited, a publicly traded (NASDAQ: GLBC) Bermuda corporation with affiliates in the United States and several other countries providing telecommunications services.

GCLS was incorporated under the laws of the State of Michigan on January 4, 1995. Its principal office is located in New York. GCLS is certified and currently offers facilities-based local exchange service primarily to small and medium-sized business customers in twenty six states. GCLS is also a wholly owned indirect subsidiary of Global Crossing Limited.

Neither parties involved are Incumbent Local Exchange Carriers.

II. THE TRANSACTION

On or about September 30, 2010, GCTM will be merged into GCLS. At that time, all of the assets and customers of GCTM will be transferred to GCLS, and GCTM will cease to exist. Accordingly, GCTM requests cancellation of its authority upon consummation of the merger as notified to the Commission.

III. CUSTOMER IMPACT

The transition to GCLS will be transparent to the affected customers. There will be no changes to rates, terms or conditions of service and customer service contact information will remain the same. Most customers have individual account executives assigned to their account and there is no plan to make any changes to this arrangement. Finally, GC Telemangement's customers will not incur any charges as a result of the change in service provider from GCTM to GCLS.

IV. CONTACT INFORMATION

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V. REQUIRED FCC AND OTHER STATE FILINGS

FCC rules do not require prior approval for internal corporate reorganizations. Therefore no filing has been submitted to the FCC. A post transaction notification will be filed following completion of the merger.

Filings have been made similar to this one, as required, in the following states: AZ, CO, D.C. FL, GA, MD, MN, NE, NV, NH, NY, NC, OK, PA, SC, TN, TX, VT, and VA.

VI. PUBLIC INTEREST STATEMENT

The proposed merger is an internal corporate reorganization that will reduce costs and provide enhanced operational and economic efficiencies for the surviving Global Crossing entities. Although there will be no immediate changes to customer rates, terms and conditions of service as a result of the merger, the savings associated with this internal corporate reorganization will provide greater opportunities to improve the price performance of services available to its customers. Consequently, granting this Application is consistent with the public interest.

WHEREFORE, for the reasons stated above, GCTM and GCLS submit that the public interest, convenience and necessity would be furthered by a grant of this Petition and respectfully request approval of the merger between GCTM and GCLS and cancellation of GCTM's certificate as requested herein.

