

## **ATTACHMENT 2**

Notice of Withdrawal of Joint Application, Regulatory Comm'n of Alaska, Docket No. U-11-58 (filed May 12, 2011).

REEVES AMODIO LLC  
ATTORNEYS AT LAW



R.C.A.  
RECEIVED

11 MAY 12 PM 3:52

May 12, 2011

**VIA HAND DELIVERY**

Brian Beard  
Records and Filings  
Regulatory Commission of Alaska  
701 West Eighth Avenue, Suite 300  
Anchorage, Alaska 99501-3469

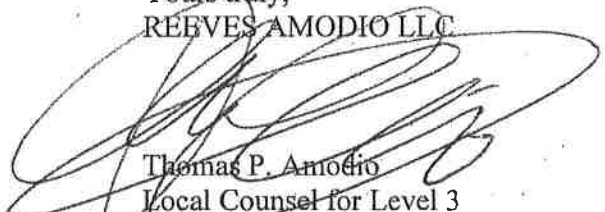
Re: Notice by Level 3 Communications, Inc. and Global Crossing North America, Inc. of Withdrawing Joint Application; *In re Joint Application (Controlling Interest) of Level 3 Communications, Inc. and Global Crossing NA, Inc.*, Docket No. U-11-058.

Dear Brian:

Enclosed for filing in Docket No. U-11-058 is an original and ten (10) copies of a Notice of Withdrawal of Joint Application (Controlling Interest), being filed by Level 3 Communications, Inc. ("Level 3") and Global Crossing North America, Inc. ("Global Crossing"). The Notice gives notice that Level 3 and Global Crossing are withdrawing their Joint Application and requests approval for its withdrawal. Upon receiving approval for the withdrawal of the Joint Application, Docket No. U-11-058 should be closed. The Joint Application is being withdrawn because, as noted in the Notice, it is not necessary. (I would like to thank Cameron Nance for bringing this to our attention.) Please have the file copy date-stamped and returned to me via hand-delivery.

If you have any questions or require additional information, please contact me.

Yours truly,  
REEVES AMODIO LLC

  
Thomas P. Amodio  
Local Counsel for Level 3  
Communications, Inc. and Global  
Crossing North America, Inc.

Direct Facsimile  
(907) 222-7199

E-Mail  
tom@reevesamodio  
.com

500 L  
STREET  
Suite 300  
ANCHORAGE  
Alaska  
99501

Telephone  
(907) 222-7100  
Facsimile  
(907) 222-7199  
Website  
[www.reevesamodio.com](http://www.reevesamodio.com)

Brian Beard  
Records and Filings  
Regulatory Commission of Alaska  
May 12, 2011  
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cc: Cameron Nance (RCA Staff)  
Rick Thayer  
Catherine Wang  
Danielle Burt  
Matthew Brill  
Brian Murray

**BEFORE THE  
REGULATORY COMMISSION OF ALASKA**

R.C.A.  
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Joint Application of )

**Level 3 Communications, Inc.,** )  
**Level 3 Communications, LLC,** )  
**Broadwing Communications, LLC,** )  
**WilTel Communications, LLC** )

and )

**Global Crossing North America, Inc.,** )  
**Global Crossing Telecommunications, Inc.** )

For Approval of the Transfer of Control )

Docket No. U-11-58

**NOTICE OF WITHDRAWAL OF JOINT APPLICATION**

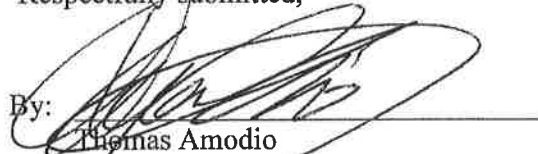
Level 3 Communications, Inc, Apollo Amalgamation Sub, Ltd., Level 3 Communications, LLC, Broadwing Communications, LLC, WilTel Communications, LLC, Global Crossing North America, Inc., and Global Crossing Telecommunications, Inc. (collectively, the "Applicants"), through undersigned counsel, respectfully give notice that, subject to Commission approval, the Applicants are withdrawing their Joint Application in Docket No. U-11-58 without prejudice. Applicants request that the Commission treat the Joint Application as an informational filing to ensure the continuing accuracy of the Commission's records.

Applicants have learned that Global Crossing Telecommunications, Inc. ("GC Telecommunications"), which currently holds certificate of public convenience and necessity ("CPCN") 529, is qualified to register to provide intrastate interexchange telecommunications services in Alaska. Applicants understand that GC Telecommunications plans to register with the Commission and return its CPCN, pursuant to 3 AAC 52.358. Once GC

Telecommunications has registered and returned its CPCN, Commission approval will not be required under AS 42.05 to enable the parties to consummate the transaction described in the Joint Application.

For these reasons, withdrawal of the Joint Application is appropriate and in the public interest. Applicants respectfully request that the Commission allow the withdrawal of the Joint Application without prejudice.

Respectfully submitted,

By: 

Thomas Amodio  
Reeves Amodio LLC  
500 L Street, Suite 300  
Anchorage AK 99501  
Tel: (907) 222-7104  
Fax: (907) 222-7199  
Email: tom@reevesamodio.com

Catherine Wang  
Danielle Burt  
Bingham McCutchen LLP  
2020 K Street, NW  
Washington, DC 20006  
Tel: (202) 373-6000  
Fax: (202) 373-6001  
Email: catherine.wang@bingham.com  
danielle.burt@bingham.com

Counsel for Level 3 Communications, Inc., Level 3  
Communications, LLC, Broadwing  
Communications, LLC, and WilTel  
Communications, LLC

Matthew Brill  
Brian Murray  
Latham & Watkins LLP  
555 Eleventh Street, NW  
Suite 1000  
Washington, DC 20004-1304  
Tel: (202) 637-2200  
Fax: (202) 637-2201  
Email: matthew.brill@lw.com  
brian.murray@lw.com

Counsel for Global Crossing North America, Inc.  
and Global Crossing Telecommunications, Inc.

Dated: May 12, 2011