

**ORIGINAL**  
**OPEN MEETING**



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MEMORANDUM

TO: THE COMMISSION

FROM: Utilities Division

DATE: June 8, 2006

RE: IN THE MATTER OF THE APPLICATION OF LEVEL 3 COMMUNICATIONS, LLC  
FOR A LIMITED WAIVER RELATING TO TRANSFER OF CONTROL AND  
FINANCING TRANSACTIONS (DOCKET NO. T-03654A-06-0356)

On June 1, 2006, Level 3 Communications, LLC ("Level 3") filed an application for a limited waiver of the provisions of the Affiliated Interests Rules (AAC R14-2-801 et seq.), A.R.S. § 40-285, and A.R.S. §§ 40-301 to -303, to streamline the administrative process by which Level 3 may complete transfer of control and financing transactions.

Staff has not completed its evaluation of the application and, therefore, recommends that the filing be suspended for a period of one hundred twenty days, up to and including September 28, 2006.

for Ernest G. Johnson  
Director  
Utilities Division

EGJ:AFF:lhm\MAS

ORIGINATOR: Armando Fimbres

AZ CORP COMMISSION  
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**BEFORE THE ARIZONA CORPORATION COMMISSION**

JEFF HATCH-MILLER  
Chairman  
WILLIAM A. MUNDELL  
Commissioner  
MARC SPITZER  
Commissioner  
MIKE GLEASON  
Commissioner  
KRISTIN K. MAYES  
Commissioner

IN THE MATTER OF THE APPLICATION  
OF LEVEL 3 COMMUNICATIONS, LLC  
FOR A LIMITED WAIVER RELATING TO  
TRANSFER OF CONTROL AND  
FINANCING TRANSACTIONS

DOCKET NO. T-03654A-06-0356  
DECISION NO. \_\_\_\_\_  
ORDER

Open Meeting  
June 27 and 28, 2006  
Phoenix, Arizona

BY THE COMMISSION:

FINDINGS OF FACT

- 1. Level 3 Communications, LLC ("Level 3") is certificated to provide telecommunications services in the State of Arizona.
- 2. On June 1, 2006, Level 3 filed an application for a limited waiver of the provisions of the Affiliated Interests Rules (AAC R14-2-801 et seq.), A.R.S. § 40-285, and A.R.S. §§ 40 - 301 to -303, to streamline the administrative process by which Level 3 may complete transfer of control and financing transactions.
- 3. Staff has not completed its evaluation of the application and, therefore, recommends that the filing be suspended for a period of one hundred twenty days, up to and including September 28, 2006.

CONCLUSIONS OF LAW

- 1. Level 3 is an Arizona public service corporation within the meaning of Article XV, Section 2, of the Arizona Constitution.



1 SERVICE LIST FOR: Level 3 Communications, LLC  
2 DOCKET NO. T-03654A-06-0356

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5 40 North Central Avenue  
6 Phoenix, Arizona 85004  
7 Attorneys for Level 3 Communications, LLC

8 Mr. Ernest G. Johnson  
9 Director, Utilities Division  
10 Arizona Corporation Commission  
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12 Phoenix, Arizona 85007

13 Mr. Christopher C. Kempley  
14 Chief Counsel  
15 Arizona Corporation Commission  
16 1200 West Washington  
17 Phoenix, Arizona 85007

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