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BEFORE THE ARIZONA CORPORATION COMMISSION

DOCKETED

WILLIAM A. MUNDELL
CHAIRMAN
JIM IRVIN
COMMISSIONER
MARC SPITZER
COMMISSIONER

AUG 12 2002

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AZ CORP COMMISSION
DEPARTMENT OF REVENUE

IN THE MATTER OF THE APPLICATION OF XO COMMUNICATIONS, INC. FOR A GENERAL WAIVER OF RULES GOVERNING PUBLIC UTILITY HOLDING COMPANIES AND AFFILIATED INTERESTS.

DOCKET NO. T-03601A-01-0965

IN THE MATTER OF THE APPLICATION OF XO ARIZONA, INC. AND AFFILIATES FOR EXPEDITED APPROVAL OF TRANSACTION.

DOCKET NO. T-03775A-02-0389

PROCEDURAL ORDER

BY THE COMMISSION:

On December 11, 2001, XO Communications, Inc. ("XO") filed an application for a waiver of the Commission's Affiliate Interest Rules.

On May 23, 2002, XO filed an application to approve the proposed restructuring and recapitalization of XO.

On July 17, 2002, the Commission's Utilities Division Staff filed in these dockets a Motion to Consolidate, stating that the two applications present related issues, and that it would therefore be appropriate that the matters be considered together.

XO has not made a filing in opposition to the request for consolidation. These matters are substantially related and the rights of the parties will not be prejudiced by the proposed consolidation.

IT IS THEREFORE ORDERED that the above-captioned matters are hereby consolidated.

DATED this 12th day of August, 2002.

TEENA WOLFE
ADMINISTRATIVE LAW JUDGE

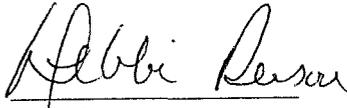
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