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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

Arizona Corporation Commission

DOCKETED

JUN 29 2006

DOCKETED BY

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. 68818  
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.

2. The Commission has jurisdiction over Level 3 and of the subject matter in this filing.

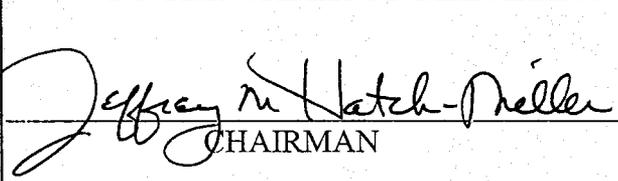
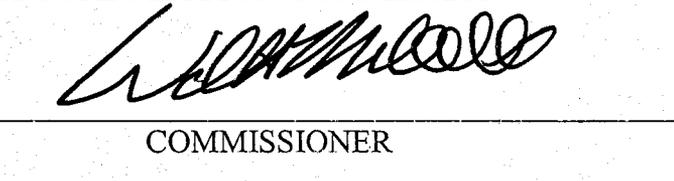
3. The Commission, having reviewed the filing and Staffs Memorandum dated June 8, 2006, concludes that it is in the public interest to suspend this filing for a period of one hundred twenty days, up to and including September 28, 2006.

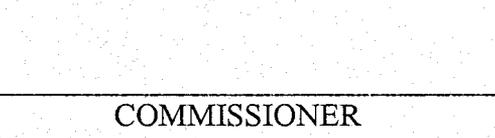
ORDER

IT IS THEREFORE ORDERED that this filing be and is hereby suspended up to and including September 28, 2006.

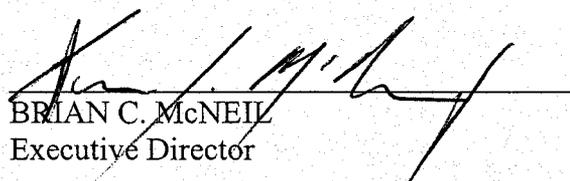
IT IS FURTHER ORDERED that this Order shall become effective immediately.

**BY THE ORDER OF THE ARIZONA CORPORATION COMMISSION**

	
CHAIRMAN	COMMISSIONER

		
COMMISSIONER	COMMISSIONER	COMMISSIONER

IN WITNESS WHEREOF, I BRIAN C. McNEIL, Executive Director of the Arizona Corporation Commission, have hereunto, set my hand and caused the official seal of this Commission to be affixed at the Capitol, in the City of Phoenix, this 29<sup>th</sup> day of June, 2006.



BRIAN C. McNEIL  
Executive Director

DISSENT: \_\_\_\_\_

DISSENT: \_\_\_\_\_

EGJ:AFF:lm\MAS

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

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