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BEFORE THE ARIZONA CORPORATION RECEIVED

COMMISSIONERS
GARY PIERCE- CHAIRMAN
BOB STUMP
SANDRA D. KENNEDY
PAUL NEWMAN
BRENDA BURNS

2011 APR 25 P 4: 09
ARIZONA CORPORATION COMMISSION
DOCKET CONTROL

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In the Matter of the Joint Application of) DOCKET NO: T-03654A-11-0167
(1) Level 3 Communications, LLC, Global) T-02438B-11-0167
Crossing Telecommunications, Inc. and) T-03658A-11-0167
Global Crossing Local Services, Inc. for a Limited) T-04176A-11-0167
Waiver of the Public Utility Holding) T-03708A-11-0167
Companies and Affiliated Interest Rules)
(A.A.C. R14-2-801 et seq.) or, in the alternative,)
Approval of Transfer of Control of Global Crossing)
Telecommunications, Inc. and Global Crossing)
Local Services, Inc. under A.A.C. R14-2-803;)
(2) Level 3 Communications, LLC for a)
Limited Waiver of the Public Utility Holding)
Companies and Affiliated Interest Rules)
(A.A.C. R14-2-801 et seq.) or, in the alternative,)
Approval of Guarantee under A.A.C. R14-2-804;)
and)
(3) Level 3 Communications, LLC, Broadwing)
Communications, LLC, WilTel Communications,)
LLC, Global Crossing Telecommunications, Inc.)
and Global Crossing Local Services, Inc. for)
Authorization to Encumber and/or Mortgage)
their Assets.)

NOTICE OF FILING
AFFIDAVIT OF PUBLICATION

Level 3 Communications, LLC, Global Crossing Telecommunications, Inc. and Global Crossing Local Services, Inc. hereby submit the attached affidavit of publication.

Arizona Corporation Commission
DOCKETED
APR 25 2011
DOCKETED BY [Signature]

ROSKA DEWULF & PATTEN, PLC
ONE ARIZONA CENTER
400 EAST VAN BUREN STREET - SUITE 800
PHOENIX, ARIZONA 85004
TELEPHONE NO 602-256-6100
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RESPECTFULLY SUBMITTED this 25th day of April 2011.

ROSHKA DEWULF & PATTEN, PLC

By 
Michael W. Patten
One Arizona Center
400 East Van Buren Street, Suite 800
Phoenix, Arizona 85004

Original and 13 copies of the foregoing
filed this 25th day of April 2011 with:

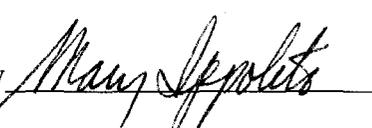
Docket Control
Arizona Corporation Commission
1200 West Washington Street
Phoenix, Arizona 85007

Copy of the foregoing hand-delivered/mailed
this 25th day of April 2011 to:

Lyn Farmer, Esq.
Chief Administrative Law Judge
Hearing Division
Arizona Corporation Commission
1200 West Washington
Phoenix, Arizona 85007

Janice M. Alward, Esq.
Chief Counsel, Legal Division
Arizona Corporation Commission
1200 West Washington
Phoenix, Arizona 85007

Steve Olea
Director, Utilities Division
Arizona Corporation Commission
1200 West Washington
Phoenix, Arizona 85007

By 

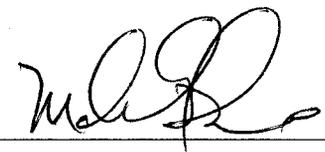
THE ARIZONA REPUBLIC

STATE OF ARIZONA }
COUNTY OF MARICOPA } SS.

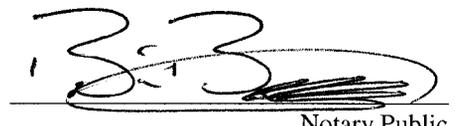
Mark Gilmore, being first duly sworn, upon oath deposes and says: That he is a legal advertising representative of the Arizona Business Gazette, a newspaper of general circulation in the county of Maricopa, State of Arizona, published at Phoenix, Arizona, by Phoenix Newspapers Inc., which also publishes The Arizona Republic, and that the copy hereto attached is a true copy of the advertisement published in the said paper on the dates as indicated.

The Arizona Republic

April 21, 2011



Sworn to before me this
21TH day of
April A.D. 2011



Notary Public



IN THE MATTER OF THE APPLICATION OF LEVEL 3 COMMUNICATIONS, LLC, GLOBAL CROSSING TELECOMMUNICATIONS, INC. AND GLOBAL CROSSING LOCAL SERVICES, INC. FOR A LIMITED WAIVER OF THE PUBLIC UTILITY HOLDING COMPANIES AND AFFILIATED INTEREST RULES OR, IN THE ALTERNATIVE, APPROVAL OF TRANSFER OF CONTROL OF GLOBAL CROSSING TELECOMMUNICATIONS, INC. AND GLOBAL CROSSING LOCAL SERVICES, INC. - DOCKET NO. T-03654A-11-0167 ET AL.
Level 3 Communications, LLC, Global Crossing Telecommunications, Inc. and Global Crossing Local Services, Inc. ("Applicants") filed an Application ("Application") on April 18, 2011, with the Arizona Corporation Commission ("Commission") in Docket No. T-03654A-11-0167 et al. for a waiver of the requirements of A.A.C. R14-2-801 et seq. or, alternatively, grant an expedited approval under A.A.C. R14-2-803, to the extent necessary, as well as any other applicable statutes or rules, for the transfer of indirect control of Global Crossing

Telecommunications, Inc. and Global Crossing Local Services, Inc. to Level 3 Communications, LLC. Applicants also seek a waiver or alternatively, approval under A.A.C. R14-2-804 regarding guarantees by Applicants in connection with financing related to the change of control transaction. Finally, Applicants seek approval to encumber assets in connection with the related financing. The Application is available for inspection during regular business hours at the Commission's offices at 1200 West Washington Street, Phoenix, Arizona 85007, and at the office of Applicants' legal counsel, Michael W. Patten, Esq., Roshika DeWulf & Patten, P.C. 400 East Van Buren Street, Suite 800, Phoenix, Arizona 85004. Intervention in the Commission's proceedings on the application shall be permitted to any person entitled by law to intervene and having a direct substantial interest in this matter. Persons desiring to intervene must file a Motion to Intervene with the Commission which must be served upon Applicants' counsel and which, at a minimum shall contain the following information: (1) The name, address and telephone number of the proposed intervenor and of any person upon whom service of documents is to be made if different than the intervenor; (2) A short statement of the proposed intervenor's interest in the proceeding; (3) Whether the proposed intervenor desires a formal evidentiary hearing on the application and the reasons for such a hearing; (4) A statement certifying that a copy of the Motion to Intervene has been mailed to Applicants' counsel. Intervention shall be in accordance with A.A.C. R14-3-105, except that all Motions to intervene must be filed on, or before, the 15th day after this notice. Published: April 21, 2011