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September 20, 2011

BY HAND DELIVERY

Ms. Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street, SW
Washington, D.C. 20554

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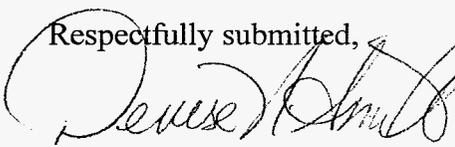
Re: XO Communications, LLC Section 63.71 Application

Dear Ms. Dortch:

On behalf of XO Communications, LLC, ("XO Communications") and pursuant to section 63.71 of the Federal Communications Commission rules, 47 C.F.R. § 63.71(a), enclosed please find an original and four copies of XO Communications' Section 63.71 Application for the discontinuance of selected domestic telecommunications services.

Also enclosed is a duplicate of this filing. Kindly date-stamp the duplicate and return it to the courier.

Respectfully submitted,



Denise N. Smith

Counsel to XO Communications, LLC

COMMISSION CLERK

SEP 23 PM 3:26

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Enclosures

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FPSC-COMMISSION CLERK

Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554

In the Matter of)
)
Section 63.71 Application of)
XO Communications, LLC)

SECTION 63.71 APPLICATION

XO Communications, LLC (“XO” or “Applicant”) hereby seeks authorization pursuant to Section 214(a) of the Communications Act of 1934, as amended (the “Act”), 47 U.S.C. § 214, and Section 63.71 of the Commission’s rules, 47 C.F.R. § 63.71, to discontinue its provision of selected domestic telecommunications service to a limited number of enterprise customers. Specifically, XO is discontinuing the provision of its postpaid calling cards (“Calling Card”) to its enterprise customers throughout twenty three (23) states and the District of Columbia.¹ The service to be discontinued currently is provided by XO’s operating subsidiaries: XO Communications Services, LLC, XO Virginia, LLC and XO Telecommunications of Nevada, LLC.

XO is a leading provider of local and long distance telecommunications services, interexchange access services, VoIP services, Internet access services and other information/enhanced services. Specifically, XO offers its customers a wide variety of VoIP services, local and long distance voice services, private line/network services, hosted services and carrier wholesale services. XO is authorized by the Commission to provide both interstate

¹ XO currently offers its Calling Card service to customers in Arizona, California, Colorado, District of Columbia, Florida, Georgia, Idaho, Illinois, Massachusetts, Maryland, Michigan, Minnesota, Missouri, New Jersey, Nevada, New York, Ohio, Oregon, Pennsylvania, Tennessee, Texas, Utah, Virginia and Washington.

and international telecommunications services.² XO also is authorized to provide intrastate telecommunications services in 49 states and the District of Columbia.

The Calling Card service enables enterprise customers to access a variety of services including the ability to make long distance and international telephone calls and to access certain enhanced features, such as message storage and broadcast, by dialing an access number and entering a PIN code, when the customer is away from the office. XO's Calling Card is offered as an adjunct to an enterprise customer's traditional telecommunications services and is not an independent service offering. XO has received notice from its underlying vendor for Calling Card Services that as of October 31, 2011, such vendor will no longer be supporting such services. In addition, XO is in the process of streamlining its product offerings. Accordingly, XO has decided to discontinue its Calling Card Services to better focus on those services most requested by our customers. The proposed discontinuance of XO's Calling Card service will not result in harm to the affected customers because the Calling Card service generally is infrequently used and customers will retain all of their traditional telecommunications services provided by XOCS. Further, the affected customers are sophisticated purchasers of communications services and can easily obtain alternatives to the Calling Card service, including

² XO currently provides various international services through five wholly-owned subsidiaries: XO Communications Services, LLC. ("XOCS"), a Delaware limited liability company (See Report No. TEL-00942, DA No. 05-2397, rel. Sept. 1, 2005, citing June 2, 2005 letter of XO LLC in File No. ITC-214-20001117-00674; see also XO's Section 63.24(f) Notification of Pro Forma Transfer of Control, filed Sept. 16, 2011, noting the recent conversion of XOCS to a limited liability company ("Pro Forma")); XO Virginia, LLC, a Washington limited liability company, and XO Telecommunications of Nevada, LLC, a Delaware limited liability company (See Report No. TEL-00322S, File No. ITC-214-200011177-00674, rel. 12/1/00); XO International, LLC ("XO Intl."), a Delaware limited liability company (See Report No. TEL-01364, DA No. 09-1254, rel. June 4, 2009, citing May 8, 2009 letter of XO LLC in File No. ITC-214-20001117-00674; see also Pro Forma regarding recent conversion of XO Intl to a limited liability company); and XO NS, Inc., a Nova Scotia corporation (letter of XO LLC in File No. ITC-214-20001117-00674 filed November 5, 2007).

use of cellular telephones or services from other service providers, in all of the areas where XO plans to discontinue the service.

The Applicant provides the following information pursuant to Section 63.71 of the Commission's Rules:

1. Name and Address of Carrier: XO is located at 13865 Sunrise Valley Drive, Herndon, Virginia 20171-4661.

2. Date of Planned Service Discontinuance, Reduction or Impairment: The Applicant plans to discontinue the provision of its Calling Card service to the affected XO enterprise customers throughout 23 states and the District of Columbia effective October 31, 2011. Applicant understands that this application will be automatically granted on the 31st day after public notice of filing unless the Commission notifies the Applicant to the contrary.

3. Points of Geographic Areas of Service Affected: XO proposes to discontinue the provision of its Calling Card service to the affected XO customers located throughout 23 states and the District of Columbia.

4. Brief Description of Type of Service Affected: The service provided to the affected XO customers is a post paid Calling Card. The Calling Card service permits enterprise customers to access a variety of services including the ability to make long distance and international telephone calls and to access certain enhanced features, such as message storage and broadcast, by dialing an access number and entering a PIN code, when the customer is away from the office. XO's Calling Card is offered as an adjunct to an enterprise customer's traditional telecommunications services and is not an independent service offering.

5. Brief Description of the Dates and Methods of Notice to All Affected Customers: On September 20, 2011 XO sent written customer notice, by first-class mail, in accordance with

the requirements of Section 63.71(a) of the Commission's rules, informing affected customers of the projected October 31, 2011 discontinuance date. A sample copy of the notice to customers is appended hereto as Exhibit A.

6. Whether the Carrier is Considered Dominant or Non-Dominant with Respect to the Service to Be Discontinued, Reduced or Impaired: Applicant is considered non-dominant with respect to the affected services.

In accordance with Section 63.71 of the Commission's Rules, a copy of this Application is being mailed to the Governor(s) and Public Service Commission(s) of the twenty three states, to the Mayor and Public Service Commission of the District of Columbia, and to the Special Assistant for Telecommunications for the Secretary of Defense, concurrent with the filing of this Application.

Additional questions regarding this application may be addressed to the undersigned.

Respectfully submitted,

XO Communications, LLC

By: 

Brad E. Mutschelknaus
Denise N. Smith
Kelley Drye & Warren LLP
3050 K Street, NW – Suite 400
Washington, DC 20007
Tel: (202) 342-8400
E-Mail: bmutschelknaus@kelleydrye.com

Its Attorneys

Dated: September 20, 2011

Exhibit A

Customer Notice

September 20, 2011

Re: IMPORTANT NOTICE REGARDING DISCONTINUANCE OF SERVICE

Dear Sir or Madam:

Effective October 31, 2011, XO Communications Services, LLC and its affiliates, XO Virginia, LLC, and Telecommunication of Nevada, LLC (collectively, "XO"), will no longer be providing to customers Calling Card Services. Calling Card Services enable enterprise customers to access a variety of services, including the ability to make long distance and international telephone calls, and to access certain enhanced features, such as message storage and broadcast, by dialing an access number and entering a PIN code when the customer is away from the office. XO has received notice from its underlying vendor for Calling Card Services that as of October 31st, such vendor will no longer be supporting Calling Card Services. In addition, XO is in the process of streamlining its product offerings. Accordingly, XO has decided to discontinue its Calling Card Services to better focus on those services most requested by our customers. You are receiving this notice because your company appears in XO's records as a "customer-of-record" of Calling Card Services. As a result, we are furnishing you with notice sufficient to allow you to evaluate alternative providers, if you currently are using this service.

The Federal Communications Commission will normally authorize this proposed discontinuance of service unless it is shown that customers would be unable to receive service or a reasonable substitute from another carrier or that the public convenience and necessity is otherwise adversely affected. If you wish to object, you should file your comments as soon as possible, but no later than 15 days after the Commission releases public notice of the proposed discontinuance. Address them to the Federal Communications Commission, Wireline Competition Bureau, Competition Policy Division, 445 12th Street, SW, Washington, DC 20554, and include in your comments a reference to the § 63.71 Application of XO Communications Services, LLC. Comments should include specific information about the impact of this proposed discontinuance upon you or your company, including any inability to acquire reasonable substitute service. If you choose to do so, you may also contact your state's public utility commission. Please reference the following link for the contact information for your state's public utility commission: www.xo.com/callingcard.

If you have any questions, please contact your Customer Service Manager or Customer CARE at 800-424-0583. We thank you for your business and look forward to continuing to serve you in other capacities.

Sincerely,

XO COMMUNICATIONS

CERTIFICATE OF SERVICE

I hereby certify that the foregoing Section 63.71 Application was served this 20th day of September, 2011, by mailing true and correct copies thereof, postage prepaid, to the following persons at the addressed listed below.

Secretary of Defense
Attn: Special Assistant for
Telecommunications
Pentagon
Washington, D.C. 20301

Mr. Doug Dean
Director
Colorado Public Utilities Commission
1560 Broadway, Suite 250
Denver, CO 80202

Arizona
Office of Governor Jan Brewer
State Capitol
1700 West Washington
Phoenix, AZ 85007

District of Columbia
Office of Mayor Vincent Gray
1350 Pennsylvania Avenue, NW, Suite 316
Washington, DC 20004

Mr. Ernest G. Johnson
Executive Director
Arizona Corporation Commission
1200 West Washington Street
Phoenix, AZ 85007

Mr. Jesse P. Clay, Jr.
Acting Commission Secretary
District of Columbia Public Service
Commission
1333 H Street, NW
2nd Floor West Tower
Washington, DC 20005

California
Office of Governor Edmund Brown
State Capitol
Sacramento, CA 95814

Florida
Office of Governor Rick Scott
PL 05 The Capitol
400 South Monroe Street
Tallahassee, FL 32399-0001

Mr. John M. Leutza
Director, Telecommunications Division
California Public Utilities Commission
505 Van Ness Avenue
San Francisco, CA 94102

Ms. Ann Cole
Commission Clerk
Florida Public Service Commission
2540 Shumard Oak Blvd.
Tallahassee, FL 32399

Colorado
Office of Governor John Hickenlooper
136 State Capitol
Denver, CO 80203-1792

Georgia
Office of Governor Nathan Deal
203 State Capitol
Atlanta, GA 30334

Mr. Reece McAlister
Executive Secretary
Georgia Public Service Commission
244 Washington Street
Atlanta, GA 30334

Idaho
Office of Governor C.L. "Butch" Otter
700 West Jefferson
Second Floor
Boise, ID 83702

Ms. Jean Jewell
Commission Secretary
Idaho Public Utilities Commission
472 West Washington Street
Boise, ID 83702

Illinois
Office of Governor Pat Quinn
State Capitol
207 Statehouse
Springfield, IL 62706

Ms. Elizabeth A. Rolando
Chief Clerk
Illinois Commerce Commission
527 E. Capitol Avenue, 8th Floor
Springfield, IL 62701

Maryland
Office of Governor Martin O'Malley
State House
100 State Circle
Annapolis, MD 21401

Ms. Terry J. Romine
Executive Secretary
Maryland Public Service Commission
William Donald Schaeffer Tower
6 St. Paul Street
Baltimore, MD 21202

Massachusetts
Office of Governor Deval Patrick
State House
Office of the Governor, Room 360
Boston, MA 02133

Catrice Williams
Secretary
Massachusetts Department of
Telecommunications and Cable
1000 Washington Street, Suite 820
Boston, MA 02118

Michigan
Office of Governor Rick Snyder
P.O. Box 30013
Lansing, MI 48909

Mary Jo Kunkle
Executive Secretary
Michigan Public Service Commission
6545 Mercantile Way, Suite 7
Lansing, MI 48911

Minnesota
Office of Governor Mark Dayton
130 State Capitol
75 Rev. Dr. Martin Luther King, Jr.
Boulevard
St. Paul, MN 55155

Burl Haar
Executive Secretary
Minnesota Public Service Commission
121 7th Place East, Suite 350
St. Paul, MN 55101

Missouri
Office of Governor Jeremiah W. (Jay)
Nixon
Capitol Building
Room 218, P.O. Box 720
Jefferson City, MO 65102

Steven C. Reed
Secretary
Missouri Public Service Commission
200 Madison Street
Jefferson City, MO 65102-0306

Nevada
Office of Governor Brian Sandoval
Capitol Building
Carson City, NV 89701

Ms. Donna Skau
Commission Secretary
Nevada Public Utilities Commission
1150 East William Street
Carson City, Nevada 89701

New Jersey
Office of Governor Chris Christie
The State House
P.O. Box 001
Trenton, NJ 08625

Ms. Kristi Izzo
Secretary
New Jersey Board of Public Utilities
Two Gateway Center
Suite 801
Newark, New Jersey 07102

New York
Office of Governor Andrew Cuomo
State Capitol
Albany, NY 12224

Ms. Jaclyn Brilling, Secretary
New York Public Service Commission
Three Empire State Plaza
Albany, New York 12223-1350

Ohio
Office of Governor John Kasich
30th Floor
77 South High Street
Columbus, OH 43215

Ms. Renee Jenkins
Secretary
Public Utilities Commission of Ohio
180 E. Broad St.
Columbus, OH 43215

Oregon
Office of Governor John Kitzhaber
State Capitol, Room 160
900 Court St. N.
Salem, OR 97301

Ms. Becky Beier
Executive Secretary
Oregon Public Utilities Commission
P.O. Box 2148
Salem, OR 97308-2148

Pennsylvania
Office of Governor Tom Corbett
Room 225
Main Capitol Building
Harrisburg, PA 17120

Ms. Rosemary Chiavetta
Secretary
Pennsylvania Public Utility Commission
Commonwealth Keystone Building
P.O. Box 3265
Harrisburg, PA 17105-3265

Tennessee
Office of Governor Bill Haslam
Tennessee State Capitol
Nashville, TN 37243-0001

Ms. Sharla Dillon
Dockets & Records
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37243

Texas
Office of Governor Rick Perry
P.O. Box 12428
Austin, TX 78711

James Galloway
Central Records Clerk
Texas Public Utilities Commission
PO Box 13326
Austin, TX 78701

Utah
Office of Governor Gary R. Herbert
Utah State Capitol
Suite 200
Salt Lake City, UT 84114

Ms. Julie Orchard
Commission Secretary
Utah Public Service Commission
160 East 300 South, 4th Floor
Salt Lake City, UT 84114

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Richmond, VA 23219

Mr. Joel Peck
Clerk of the Commission
Virginia Corporation Commission
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Richmond, Virginia 23218

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Office of Governor Chris Gregoire
Office of the Governor
P.O. Box 40002
Olympia, WA 98504-0002

Mr. Dave Danner
Executive Director/Secretary
Washington Utilities & Transportation
Commission
1300 South Evergreen Park Drive, SW
P.O. Box 47250
Olympia, WA 98504-7250



Denise N. Smith