

October 31, 2016

VIA ECFS

NOTICE OF EX PARTE

Ms. Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street, SW, Room TW-A325
Washington, DC 20554

Re: *XO Holdings and Verizon Communications Inc. Consolidated Applications for Consent to Transfer Control of Domestic and International Authorizations Pursuant to Section 214 of the Communications Act of 1934, as Amended, WC Docket No. 16-70*

Dear Ms. Dortch:

On October 27, 2016, Angie Kronenberg of INCOMPAS, along with Thomas Jones and the undersigned of Willkie Farr & Gallagher LLP, met with Stephanie Weiner, Senior Legal Advisor to Chairman Wheeler, and Lisa Hone, Madeleine Findley, and Daniel Kahn of the Wireline Competition Bureau. During the meeting, we reiterated the harms to competition and consumer welfare posed by Verizon's proposed acquisition of XO, as set forth in INCOMPAS's Petition to Deny,¹ and we explained that the public interest requires that the Commission deny the transaction as proposed. Additionally, after Ms. Kronenberg left the meeting, Mr. Jones and I discussed the Applicants' documents and data described in the October 18, 2016 ex parte submitted by INCOMPAS and EarthLink, Inc.,² which confirm that substantial harm will result from the transaction if it is approved.

¹ Petition to Deny of INCOMPAS, WC Docket No. 16-70 (filed May 3, 2016).

² See Letter from Thomas Jones, Counsel for INCOMPAS and EarthLink, to Marlene H. Dortch, Secretary, FCC, WC Docket No. 16-70 (filed Oct. 18, 2016).

Marlene H. Dortch

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Please do not hesitate to contact me if you have any questions regarding this submission.

Respectfully submitted,

/s/ Mia Guizzetti Hayes

Mia Guizzetti Hayes

Counsel for INCOMPAS

cc: Stephanie Weiner
Lisa Hone
Madeleine Findley
Daniel Kahn