



122 4th Ave. Ste. 201 ■ Indialantic, FL 32903 ■ 855-FRACTEL

June 15, 2017

Marlene H. Dortch, Esq.
Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, D.C. 20554

Re: WC Docket 16-403, *CenturyLink Inc. and Level 3 Communications Inc.*,
Applications for Transfer of Control

Dear Ms. Dortch:

I am writing today in my capacity as President of FracTEL, LLC to express our concerns about the proposed acquisition of Level 3 Communications, Inc. by CenturyLink Inc. and our ability to compete as a provider of interconnected VoIP services pursuant to *Numbering Policies for Modern Communications*, Report and Order, rel. June 22, 2015 (Docket Nos. WC 13-97, WC 04-36, WC 07-243, CC 95-116, CC 01-92, WC 10-90, and CC 99-200) (the “*Numbering Order*”). We believe that the proposed transaction will remove Level 3 as one of the few independent competitors in the wholesale space both within the CenturyLink region and out-of-region and we are specifically concerned about the effect of the transaction on the availability of wholesale switching and transport (a/k/a access homing tandem) services for customer owned telephone numbers.

FracTEL, LLC is a provider of Internet protocol communications services, including interconnected VoIP (iVoIP”) services, to IP communications services providers and enterprise customers. We received authorization to obtain numbering resources as a provider of interconnected VoIP services pursuant to the *Numbering Policies for Modern Communications*, Report and Order, rel. June 22, 2015 (Docket Nos. WC 13-97, WC 04-36, WC 07-243, CC 95-116, CC 01-92, WC 10-90, and CC 99-200) (the “*Numbering Order*”). Pursuant to this authorization, we have requested and received numbering resources in Florida, and have made a significant business commitment and investment to offer numbers as a service for our customers.

In considering whether to approve the transaction, the Commission is not limited to traditional antitrust principles, but rather also considers the broader public interest. Recent proceedings at the Commission demonstrate the dire need for an increase in the number of competitors for enterprise services, particularly those using new



122 4th Ave. Ste. 201 ■ Indialantic, FL 32903 ■ 855-FRACTEL

technologies. Therefore, the Commission must critically assess the impact of the proposed transaction in that market.

The acquisition of Level 3 by CenturyLink has significant implications for FracTEL, LLC and other competitive service providers that depend on unbundled wholesale services in order to deliver innovative products to our customers. It is crucial for the viability of the interconnected VoIP market that carriers continue to offer wholesale access homing tandem services on a nationwide basis for customer owned telephone numbers. There is no utility in expanding access to the numbering plan if there is no practical way for providers to utilize this resource.

At present, to the best of our knowledge, the only providers of wholesale access homing tandem services on a nationwide basis are Level 3, Peerless and Inteliquent. The market is minimally competitive today. As part of the combined company, should Level 3 elect to discontinue offering this service, the industry would be one merger away from no competition at all.

These services are critical for many competitive providers of IP communications services to serve their customers, especially in the more rural service areas where Level 3 has much more extensive coverage than either Inteliquent or Peerless. The absence of wholesale switching and transport service offerings at reasonable rates and on reasonable terms will stifle the further development of the types of new voice competition envisioned by the Commission in the *Numbering Order*.

I urge the Commission to secure commitments to ensure that the transaction will increase, rather than reduce, wholesale competition. This competition ultimately results in more choices for consumer and business end-users. If it is to grant the Applications, the Commission should condition the grant on a specific, enforceable merger condition that ensures continuity and fairness in the offering and pricing of these wholesale services to enable competition in the communications marketplace. Specifically, the Commission should require that after the merger is approved Level 3 (or its successor entity) continue to offer at reasonable prices and on a nationwide basis wholesale switching and transport services for customer owned telephone numbers.

Sincerely,

A handwritten signature in blue ink, appearing to read 'M. A. Crown', written over a horizontal line.

Michael A Crown,
President



122 4th Ave. Ste. 201 ■ Indialantic, FL 32903 ■ 855-FRACTEL

Cc: Jim Bird, OGC
Joel Rabinovich, OGC
Terri Natoli, WCB
Michael Ray, WCB
Zach Ross, WCB
Ramesh Nagarajan, WCB
Ginny Metallo, WCB
Pam Megna, WCB
Dan Kahn, WCB
Nagheen Sanjar, WCB
David Gutierrez, WCB