

## COVINGTON

BEIJING BRUSSELS DUBAI JOHANNESBURG LONDON  
LOS ANGELES NEW YORK SAN FRANCISCO SEOUL  
SHANGHAI SILICON VALLEY WASHINGTON

Covington & Burling LLP  
One CityCenter  
850 Tenth Street, NW  
Washington, DC 20001-4956  
T +1 202 662 6000

July 5, 2017

### Via ECFS

Ms. Marlene H. Dortch  
Secretary  
Federal Communications Commission  
445 Twelfth Street, SW  
Washington, DC 20554

Re: *Ex Parte* Presentation, WC Docket No. 16-403

Dear Ms. Dortch:

On June 19, 2017, representatives of CenturyLink, Inc. (“CenturyLink”) and Level 3 Communications, Inc. (“Level 3,” and together with CenturyLink, the “Applicants”) reported that they spoke by telephone with the staff of the Commission’s Wireline Competition Bureau (the “Bureau”) and Office of General Counsel, during which time the Applicants expressed their intent to clarify certain of their responses to the Bureau’s Information and Document Requests issued on March 30, 2017, in the above-referenced docket.<sup>1</sup>

In furtherance of that discussion, and to supplement the Applicants’ response to RFI Number 3, which sought information and documentation pertaining to the effect of the transaction on business data services, the Applicants are submitting herewith Highly Confidential documents and supporting exhibits identifying the number of Level 3 fiber locations within 0.1 mile of an in-region CenturyLink fiber location, excluding overlap locations (previously provided) and locations in eight specified MSAs (for which other, additional information is being

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<sup>1</sup> See Notice of *Ex Parte* Presentation, WC Docket No. 16-403 (filed June 19, 2017); see also *Applications Filed for the Transfer of Control of Level 3 Communications, Inc. to CenturyLink, Inc.*, Letter from Madeleine V. Findley, Wireline Competition Bureau, to Thomas Jones et al., Counsel for Level 3 Communications, Inc., and Yaron Dori et al., Counsel for CenturyLink, Inc., DA 17-296, WC Docket No. 16-403 (Mar. 30, 2017) (“RFI”).

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provided); and, for each such location, the identity of a competitor fiber-fed location within 0.5 mile of the Level 3 location and the source of that information.<sup>2</sup>

The documents submitted herewith are Highly Confidential and therefore are marked “HIGHLY CONFIDENTIAL INFORMATION — SUBJECT TO PROTECTIVE ORDER IN WC DOCKET NO. 16-403 BEFORE THE FEDERAL COMMUNICATIONS COMMISSION.” Consistent with the instructions in the Protective Order in this docket, this Highly Confidential document is being hand-filed, and copies are being provided to Commission staff and will be made available to third parties pursuant to the terms of the Protective Order. The Applicants’ redacted submissions are marked “REDACTED — FOR PUBLIC INSPECTION” and are being filed electronically in the Commission’s Electronic Comment Filing System.

Any questions concerning this submission should be addressed to the undersigned.

Respectfully submitted,

/s/

Yaron Dori  
Brandon Johnson  
Ani Gevorkian  
*Counsel to CenturyLink, Inc.*

cc: Daniel Kahn  
Terri Natoli  
Virginia Metallo

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<sup>2</sup> Bates Numbers CTLLVLT-000131 through CTLLVLT-000147. Information pertaining to the eight MSAs can be found in Bates Numbers CTL-18029875 - CTL-18029875. The 0.5-mile threshold referenced here reflects the Commission’s recent conclusion that “a half mile is the relevant geographic market for the analysis of competition in the business data services market.” *Business Data Services in an Internet Protocol Environment; Technology Transitions; Special Access for Price Cap Local Exchange Carriers; AT&T Corporation Petition for Rulemaking to Reform Regulation of Incumbent Local Exchange Carrier Rates for Interstate Special Access Services*, Report and Order, FCC 17-43, WC Docket No. 16-143, GN Docket No. 13-5, WC Docket No. 05-25, RM-10593, ¶ 39 (rel. Apr. 28, 2017); *see also id.* ¶ 119 (“We further find that wireline providers of BDS are commonly willing to extend their existing network out approximately a half mile, and in some instances further, to meet demand.”).

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Pam Megna  
Mike Ray  
Zach Ross  
Joel Rabinovitz  
Darren Fernandez  
Thomas Jones (Counsel to Level 3)  
Mia Guizzetti Hayes (Counsel to Level 3)

Document CTL-18029875 - CTL-18029875 has been produced in native Excel format and is Highly Confidential in its entirety.

Documents CTLLVLT-000131 through CTLLVLT-000146  
are Highly Confidential in their entirety.

Document CTLLVLT-000147 has been produced  
in native Excel format and is Highly Confidential in its entirety.