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REDACTED FOR PUBLIC INSPECTION

August 9, 2016

VIA HAND DELIVERY

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

Re: *Consolidated Applications of XO Holdings and Verizon Communications Inc. for Consent to Transfer Control of Licenses and Authorizations*,
WC Docket No. 16-70

Dear Ms. Dortch:

Verizon Communications Inc. (“Verizon”) submits revised exhibits to be associated with its earlier responses to Requests 10 and 12 of the Wireline Competition Bureau’s (“WCB”) Information and Document Request (“Information Request”) dated June 22, 2016 in connection with the above-referenced transaction and in accordance with the Protective Order in this docket.¹ Specifically, enclosed please find a CD containing three files designated as First Revised Exhibit 10-1, First Revised Exhibit 12-1, and First Revised Exhibit 12-2, respectively.

Because First Revised Exhibits 10-1, 12-1, and 12-2 contain information that meets the requirements for treatment as “Highly Confidential,”² Verizon is filing these exhibits pursuant to the procedures established in the Protective Order and in the Information Request. Verizon will also file a copy of this cover letter, bearing the appropriate confidentiality legend, in the FCC’s Electronic Comment Filing System.

Verizon has made diligent efforts to ensure that none of the material it is submitting herewith is privileged under the attorney-client privilege or attorney work product doctrine. To the extent that any privileged materials may have been inadvertently produced, such production

¹ *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*, Protective Order, 31 FCC Rcd 5318 (WCB 2016) (“Protective Order”).

² Consistent with the Protective Order, *id.* at 5320 ¶ 3, Verizon obtained written approval from Commission staff to designate certain material as Highly Confidential.

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does not constitute a waiver of any applicable privilege. Verizon requests that any privileged materials inadvertently produced be returned to Verizon as soon as such inadvertent production is discovered by any party, and reserves all rights to seek return of any such documents.

If you have any questions arise concerning this submission, please contact me.

Very truly yours,

A handwritten signature in black ink, appearing to read "Katharine R. Saunders". The signature is fluid and cursive, with a long horizontal flourish extending to the right.

Katharine R. Saunders

Enclosure

Exhibits 10-1, 12-1 and 12-2

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