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**REDACTED FOR PUBLIC INSPECTION**

**Accepted / Filed**

August 23, 2016

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**VIA HAND DELIVERY**

Federal Communications Commission  
Office of the Secretary

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*

**DOCKET FILE COPY ORIGINAL**

Dear Ms. Dortch:

At the request of Commission staff, Verizon Communications Inc. ("Verizon") submits a CD containing the Equity Purchase Agreement for the XO Communications, LLC transaction, dated as of February 20, 2016 (the "Agreement"), in connection with the above-referenced transaction.

Because the Agreement contains information that meets the requirements for treatment as "Highly Confidential," Verizon is filing an unredacted copy pursuant to the procedures established in the Protective Order.<sup>1</sup> Verizon will also file a copy of this cover letter for public inspection, bearing the appropriate confidentiality legend.

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

Very truly yours,

Katharine R. Saunders

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Enclosure

<sup>1</sup> *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"). Consistent with the Protective Order, *id.* at 5320 ¶ 3, Verizon obtained written approval from Commission staff to designate certain material as Highly Confidential.

**EQUITY PURCHASE AGREEMENT**  
**REDACTED – FOR PUBLIC INSPECTION**