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REDACTED FOR PUBLIC INSPECTION

August 9, 2016

DOCKET FILE COPY ORIGINAL Accepted / Filed

VIA HAND DELIVERY

AUG - 9 2016

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

Federal Communications Commission
Office of the Secretary

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 its third production of documents responsive to the Wireline Competition Bureau’s (“WCB”) Information and Document request (“Information Request”) dated June 22, 2016 in connection with the above-referenced transaction.¹ Because Verizon is producing documents that contain information that meets the requirements for treatment as “Highly Confidential” and “Confidential,” Verizon is filing these documents pursuant to the procedures established in the Protective Order and in the Information Request.² Verizon is filing an unredacted copy of the materials identified above pursuant to the procedures established in the Protective Order. Because the submission also contains documents that are “Confidential,” Verizon is simultaneously filing a CD of this production that excludes those documents identified as “Highly Confidential” pursuant to the procedures established in the Protective Order. Verizon is also filing a CD for public inspection that redacts the above materials. To avoid confusion, a copy of this cover letter, bearing the appropriate confidentiality legend, will accompany each submission.

¹ As discussed with Commission Staff, Verizon is producing documents responsive to the Information Request on a rolling basis.

² *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.

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Verizon has made diligent efforts to ensure that none of the material it is submitting 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 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 the undersigned.

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

Very truly yours,



Katharine R. Saunders

Enclosure

DOCKET NO.

16-70

Attachment A

DOCUMENT OFF-LINE

This page has been substituted for one of the following:

This filing contains confidential information (Not For Public Inspection)

An oversize page or document (such as a map) which was too large to be scanned into the ECFS system.

Microfilm, microform, certain photographs or videotape.

Other materials which, for one reason or another, could not be scanned into the ECFS system.

The actual document, page(s) or materials may be reviewed by contacting an Information Technician at the FCC Reference Information Center, at 445 12th Street, SW, Washington, DC, Room CY-A257. Please note the applicable docket or rulemaking number, document type and any other relevant information about the document in order to ensure speedy retrieval by the Information Technician.

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