

September 2, 2016

**VIA ELECTRONIC FILING**

Marlene H. Dortch, Secretary  
Federal Communications Commission  
445 12th Street, SW  
Washington, DC 20554

Re: WC Docket No. 16-70

Dear Ms. Dortch:

On March 22, 2016, XO Holdings and Verizon Communications Inc. (“Verizon”) (collectively, “Applicants”) submitted a supplement to their application that examined additional sources of competition in or near buildings that are served by XO Communications, LLC and located within Verizon’s remaining ILEC footprint.<sup>1</sup> At the time, Applicants noted that they would continue to examine these buildings and further sources of competition. Applicants updated the analysis as part of their Joint Opposition filed on May 27, 2016.<sup>2</sup> The analysis below provides a further update, and incorporates additional buildings that XO has built into between January and May 31, 2016.<sup>3</sup>

Based on these data, Verizon will gain access to 4,801 XO Communications on-net buildings, of which only 776 (16%) are located within Verizon’s ILEC footprint. Our review of these 776 buildings shows there will be no risk of competitive harm from the transaction, as customers in these buildings will continue to enjoy substantial competitive choice post-transaction.

Specifically, the data concerning these 776 buildings show that:

- *More than 99% (769 out of 776 buildings) are served by **at least one other CLEC or cable company** in addition to XO Communications.* This analysis does not even account for several other communications and cable providers who also likely serve some of these buildings but for whom information is not readily available.
  - Of the remaining 7 buildings, 6 are located within 0.1 miles of the fiber of at least two other competitors. The single building that appears to be the exception has an address in East Texas, Pennsylvania. XO Communications ceased providing service to that building in 2011. The address is currently unrecognized by the United States Postal Service.

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<sup>1</sup> See Letter to Marlene H. Dortch, FCC from Counsel to Verizon Communications Inc. and Counsel to XO Holdings, WC Docket No. 16-70, at 2 (filed Mar. 22, 2016).

<sup>2</sup> See Joint Opposition of Verizon and XO Holdings to Petitions to Deny and Comments, WC Docket No. 16-70, at 7-8 (filed May 27, 2016).

<sup>3</sup> Because of timing variations and differences in data sources, this data may differ slightly from data submitted in response to the FCC’s request for information.

- *More than 58% (i.e., 452 buildings) are served directly by **at least two other CLECs and/or cable companies** in addition to XO Communications. So post-transaction, there will be at least three providers in each of these buildings.*
- *Nearly 95% of the remaining buildings (307 of 324 buildings) **are served by one other CLEC or cable company and are within 0.1 miles of fiber of at least one additional leading CLEC or cable company.** Of the remaining 17 buildings:*
  - **6** are within 0.1 miles of fiber of at least two other competitors.
  - **10** others are served by at least one other CLEC or cable company in addition to XO Communications.
    - Of these **10** buildings, **3** are located within 0.15 miles of the fiber of at least one additional competitor, **1** is located within 0.18 miles of at least two additional competitors, **4** are in cities served by Windstream, and **2** are located in zip codes served by legacy Time Warner Cable (Business Class).
  - The **one** remaining building is the unrecognizable address noted above located in East Texas, Pennsylvania.

Please contact the undersigned should you have further questions.

Respectfully submitted,

/s/ Bryan N. Tramont

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