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REDACTED - FOR PUBLIC INSPECTION

September 16, 2016

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

VIA ECFS

Re: XO Holdings Sixteenth Response to Information and Document Request
dated June 22, 2016; WC Docket No. 16-70

Dear Ms. Dortch:

The enclosed letter and index respond, in part, to the Information and Document Request issued by the Federal Communications Commission (“FCC” or “Commission”) on June 22, 2016 to XO Holdings (“XO”) and Verizon Communications Inc. in connection with the Commission’s investigation of the proposed acquisition of XO Communications, LLC by Verizon Communications Inc.

In accordance with the Protective Order (DA 16-567) in this proceeding, this filing consists of a redacted copy of XO’s submission to the Commission.

Copies of the Highly Confidential version of the filing, including accompanying documents, are being submitted to the Secretary’s Office and Commission staff via hand delivery under separate cover.

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Marlene H. Dortch
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Should you have any questions, please contact the undersigned.

Sincerely,



Thomas W. Cohen
Edward A. Yorkgitis, Jr.
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Enclosures
cc: Michael Ray and Zachary Ross (via e-mail)

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September 16, 2016

**CONFIDENTIAL AND HIGHLY CONFIDENTIAL INFORMATION –
SUBJECT TO PROTECTIVE ORDER IN WC DOCKET NO. 16-70
BEFORE THE FEDERAL COMMUNICATIONS COMMISSION**

VIA HAND DELIVERY

Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street S.W.
Washington, D.C. 20554

Re: XO Holdings Sixteenth Response to Information and Data Request dated June 22, 2016; WC Docket No. 16-70

Dear Ms. Dortch:

This letter, the enclosed documents labeled XO-FCC00046426 through XO-FCC00046427, and the enclosed index respond, in part, to the Information and Document Request issued by the Federal Communications Commission (“FCC” or “Commission”) on June 22, 2016 to XO Holdings (“XO”) and Verizon Communications Inc. in connection with the Commission’s investigation of the proposed acquisition of XO Communications, LLC by Verizon Communications Inc. (hereafter, the “Request”).

Specifically, this Response, made solely on behalf of XO, includes supplemental responses to Requests 27 and 28. This Response supplements XO’s previous submissions of documents and information in response to the Request. Additional documents and information will be provided on a rolling basis. XO will submit signed certificates of compliance upon completion of its response.

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SPECIFIC RESPONSES TO REQUESTS

BDS DATA COLLECTION

REQUEST NO. 27:

Provide the information requested below for each Location to which Verizon had a Connection as of May 31, 2016, where all of the following are true: (a) Verizon was a Competitive Provider; and (b) the Location in question was within 1,000 meters or fewer of another Location to which XO had a Connection as of May 31, 2016:

- a. As to Verizon:*
 - i. A unique ID for the Location;*
 - ii. The actual situs address for the Location (i.e., land where the building or cell site is located);*
 - iii. The geocode for the Location (i.e., latitude and longitude); and*
 - iv. The total sold bandwidth of the Connection provided by you to the Location in Mbps.*
- b. As to each Location to which XO had a Connection that was within 1,000 meters or fewer of the Location identified in response to sub-question a above:*
 - i. A unique ID for the Location;*
 - ii. The actual situs address for the Location (i.e., land where the building or cell site is located);*
 - iii. The geocode for the Location (i.e., latitude and longitude) if kept in the normal course of business, otherwise providing this information is optional; and*
 - iv. The total sold bandwidth of the Connection provided by you to the Location in Mbps.*

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For purposes of this question 27, each reference to a Connection encompasses only a Connection where all of the following are true: (a) any of the Connection to the Location was provided using fiber; and (b) the Provider (i) owned the Connection or (ii) leased the Connection from another entity under an IRU agreement. The phrase “within 1,000 meters or fewer” encompasses a Connection to the same Location.

XO RESPONSE: XO is producing concurrently a spreadsheet labeled XO-FCC00046426 that contains information responsive to this request as it relates to XO. XO previously responded to this request on July 25, 2016 by providing a spreadsheet labeled XO-FCC00001450. Upon further examination of this data, XO determined that a number of non-fiber fed locations were inadvertently included in the July spreadsheet, which resulted in an overly inclusive dataset. After removing these non-fiber fed locations, XO’s 1,000 meter analysis indicated that there were fewer XO buildings within that distance from Verizon than originally reported. The purpose of this submission is to provide the Commission with the corrected information.

REQUEST NO. 28:

Provide the information requested below for each Location to which XO had a Connection as of May 31, 2016, where all of the following are true: (a) any of the Connection to the Location was provided using fiber; (b) XO either (i) owned the Connection or (ii) leased the Connection from another entity under an IRU agreement; and (c) the Location is within Verizon’s ILEC footprint.

- a. A unique ID for the Location;*
- b. The actual situs address for the Location (i.e., land where the building or cell site is located);*
- c. The geocode for the Location (i.e., latitude and longitude); and*
- d. The total sold bandwidth of the Connection provided by you to the Location in Mbps.*

XO RESPONSE: XO is producing concurrently a spreadsheet labeled XO-FCC00046427 that contains information responsive to this request as it relates to XO. XO previously responded to this request on July 25, 2016 by providing a spreadsheet labeled XO-FCC00001450. Upon further examination of this data, XO determined that a number of non-fiber fed locations were inadvertently included in the July spreadsheet,

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which resulted in an overly inclusive dataset. After removing these non-fiber fed locations, XO's analysis indicated that there were fewer XO buildings within Verizon's ILEC territory than originally reported. The purpose of this submission is to provide the Commission with the corrected information.

* * *

Please do not hesitate to contact me if you have any questions regarding XO's Response.

Sincerely,



Thomas W. Cohen

Enclosures
cc: Michael Ray and Zachary Ross (via e-mail)

CONFIDENTIAL INDEX FOR XO'S SEPTEMBER 16, 2016 PRODUCTION

Begin Bates	End Bates	Request/s	Custodian
XO-FCC00046426	XO-FCC00046426	27	Patrick Thompson
XO-FCC00046427	XO-FCC00046427	28	Patrick Thompson