

**Before the
Federal Communications Commission
Washington, DC 20554**

In the Matter of)	
)	
)	
Application by SBC Communications, Inc.,)	CC Docket No. 00-4
Southwestern Bell Telephone Company, and)	
Southwestern Bell Communications Services,)	
Inc. d/b/a Southwestern Bell Long Distance)	
for Provision of In-Region, InterLATA)	
Services in Texas)	
)	

**Comments of
Metromedia Fiber Network Services, Inc.**

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January 31, 2000

SUMMARY

Metromedia Fiber Network Services, Inc. (“MFNS”) submits its comments on the application filed by SBC Communications, Inc. and its subsidiaries, Southwestern Bell Telephone Company (“SWBT”) and Southwestern Bell Communications Services, Inc. d/b/a Southwestern Bell Long Distance (collectively, “SBC”). SBC filed an application with the Federal Communications Commission (“Commission”) on January 10, 2000 for authority to offer interLATA services in Texas pursuant to section 271 of the Telecommunications Act of 1934, as amended (“the Act”). 47 U.S.C. § 271. The Commission issued a Public Notice on January 10, 2000 seeking comments on SBC’s application by interested third parties.

As a carriers’ carrier and facilities provider, MFNS has the critical need to have ready access to all Incumbent Local Exchange Carrier (“ILEC”) central offices in order to build its high-bandwidth, fiber optic communications infrastructure and offer competitive interoffice transport to Competitive Local Exchange Carriers (CLECs) collocated in ILEC central offices.

The Commission should deny SBC’s application. SBC has failed to completely open its network to competition – especially interoffice transport competition. If the Commission does approve SBC’s application, it should condition the approval with the requirement that SBC must offer a form of physical collocation known as Competitive Alternate Transport Terminal (“CATT”) interconnection in Texas, and all end offices in its 13-state region.

Despite several bona fide requests to SBC for a CATT arrangement and proof that CATT is technically feasible, SBC has flatly refused to provide such an arrangement. SBC's refusal contradicts its statements in its application for interLATA relief concerning its willingness to provide interconnection and collocation to requesting carriers. This refusal clearly demonstrates that SBC's networks are not fully open to competition as required by the Act for interLATA authority that SBC seeks in Texas.

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**Comments of
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I. Introduction

MFNS is a competitive provider of dedicated fiber optical infrastructure and high-bandwidth Internet connectivity for communications intensive customers throughout the nation. MFNS or its affiliates currently provide high-bandwidth fiber optic communications facilities in New York, Philadelphia, Washington, D.C., Chicago, Dallas, and Boston. Within the next several years MFNS plans to complete expansion into 50 U.S. markets.

MFNS also leases dark fiber to carriers for the carriers to provide telecommunications services to end-user customers. MFNS endeavors to compete directly with incumbent local exchange carriers (“ILECs”) including Southwestern Bell Telephone Company (“SWBT”) and the other SBC ILECs in the provision of interoffice transport to competitive local exchange carriers (“CLECs”) and others.

As a facilities provider, MFNS is in a unique position to facilitate telecommunications competition by providing state-of-the-art facilities to telecommunications service providers anxious to serve end-user customers but unable to build their networks fast enough without help from a facilities provider such as MFNS. MFNS' comments to the Commission on SWBT's actions to prevent full competition demonstrate SWBT is not ready to assume the responsibilities and privileges of section 271 of the Act.

II. THE COMMISSION SHOULD DENY SBC'S APPLICATION OR CONDITION APPROVAL WITH THE REQUIREMENT THAT SBC OFFER CATT CONNECTIVITY IN ALL ITS CENTRAL OFFICES

MFNS urges the Commission to reject SBC's application for authority under section 271 of the Act. Although its application states its Texas network is fully open to competition, SBC continues to employ anti-competitive behavior in its entire 13-state region. Competitive Alternate Transport Terminal ("CATT") is a form of physical collocation that provides CLECs with access to MFNS' dark fiber backbone network. By failing to provide CATT collocation arrangements, SBC has failed to meet its obligations under Item One of the 14-point checklist mandated by section 271 of the Act, and so is ineligible for interLATA relief. The Commission should not approve SBC's Texas application unless and until it obtains SBC's commitment to offer CATT interconnection in all end offices in its 13-state region.

A. Background and Description of CATT Interconnection

CATT is a form of physical interconnection that provides dark fiber cross connection and connectivity. CATT interconnection enables MFNS to extend its multiple high-count dark fiber (up to 432 fibers in a single fiber pull) directly to a universally

accessible distribution point within an ILEC's central office, without having to meet previous requirements that the fiber be "lighted" with expensive optical-electrical conversion equipment. CATT also eliminates multiple fiber pulls into the central office thereby reducing space constraints and expenses for the collocated CLECs and the ILEC. The fiber can then be distributed as dark fiber on an as-needed basis to collocated CLECs, thus providing a competitive alternative to ILEC interoffice transport. A diagram depicting a CATT arrangement is attached hereto as Exhibit A. In all cases, CATT involves termination of high count optical fiber within the central office for purposes of allowing dark fiber interconnection to collocated CLECs. As a form of physical collocation, CATT is technically equivalent to cageless physical collocation.

MFNS has obtained CATT from Bell Atlantic and collocation interconnection from GTE that allows it to provide interconnection to its CLEC customers without the obligation to directly resell unbundled network elements ("UNE"). In each scenario, MFNS provides equipment used or useful in interconnection of CLECs with the ILEC's network or providing access to ILEC UNEs.

The GTE agreement involves pulling MFNS' fiber directly into the collocation area used by all other CLECs. This arrangement is technically equivalent to cageless collocation. In this configuration, MFNS' high-count optical fiber terminates to an equipment rack located in the same area where other CLECs have collocated. Like traditional CLEC cageless collocation, MFNS' equipment occupies a rack or bay alongside other CLEC or ILEC equipment. MFNS' arrangement differs from the typical physical collocation arrangement only in that MFNS does not directly interconnect with UNEs but rather interconnects with UNEs leased from GTE resold by MFNS' CLEC customers. No

optical electrical conversion equipment is necessary as no electrical signal is generated by MFNS' equipment. Instead, electrical signals are be generated by CLEC equipment to which MFNS' fiber is connected via the patch panel.

In the Bell Atlantic scenario, MFNS pulls high count fiber into the cable vault of the central office and terminates fibers on a fiber to the fiber distribution panel referred to above in the GTE arrangement. The ILEC or a CLEC then can run a dark fiber cross connect to its collocation location (either physical or virtual) within the central office. MFNS, the CLEC, or CLEC's approved vendor runs a dark fiber cross connection from the cable vault to the CLEC collocation arrangement. The CLEC can interconnect with UNEs from the collocation area that it was assigned by the ILEC. Thus, under CATT, when implemented, results in CLEC interconnection to MFNS' backbone network with ILEC UNEs and thus conforms to the requirement of Item One of the checklist.

Both interconnection methods result in interconnection of UNEs by the CLEC in collocation area and allows MFNS to preposition fiber in central offices. This allows MFNS' CLEC customers to avail themselves of a competitive alternative to the ILEC with the full knowledge that dark fiber will be available if and when the CLEC requires unlimited bandwidth. MFNS, in its business plan, is willing to take the prepositioning investment risk to meet the industry's burgeoning demand for unlimited bandwidth. The Commission must require SBC to allow CATT interconnection.

In 1999, MFNS negotiated a CATT agreement with Bell Atlantic that enables MFNS to extend its multiple high-count dark fiber directly to a universally accessible distribution point within all Bell Atlantic central offices, without having to meet previous requirements of "lighting" with expensive optical-electrical conversion equipment. The

MFNS and Bell Atlantic CATT agreement was an industry first. This new form of central office access allows MFNS to use its fiber distribution points to provide CLECs a competitive choice for interoffice transport throughout the Bell Atlantic region.¹ Bell Atlantic filed updates to its Tariffs No. 1 and 11 with the Commission on July 19, 1999 in transmittal 1169 making CATT available to all third party competitive fiber providers including SBC.

Although not specifically a CATT arrangement, MFNS negotiated language pursuant to section 251 of the Act in its interconnection agreement with GTE that has the effect of allowing CATT connectivity in all of GTE's central offices. A portion of the agreement reads:

Another CLEC that purchases UNEs from GTE, pursuant to an interconnection agreement between GTE and that other CLEC, may request that such UNEs be cross connected directly to MFN's collocation arrangement GTE will bill the other CLEC for the UNEs and cross connects based on the interconnection agreement between GTE and the CLEC. MFN will be responsible for billing the CLEC for all services provided by MFN. GTE agrees that the collocation requirement of "interconnection for the exchange of traffic with GTE and/or access to unbundled network elements (UNEs)" identified in section 1. above, is satisfied if either MFN or its customer(s) interconnect with GTE or purchase UNEs from GTE, and the interconnection or UNEs are delivered to MFN's collocation arrangement in the same premises. MFN is not required to directly connect with GTE or resell unbundled elements to satisfy this requirement.

This GTE agreement also allows MFNS to install high-count fiber in central offices without the obligation to immediately "light" the fiber or to resell GTE UNEs. This agreement also provides CLECs with a quick, economical, and viable option for interoffice transport within GTE's ILEC region. This arrangement is available to all CLECs seeking

¹ A joint press release by MFNS and Bell Atlantic describing the CATT arrangement is attached

to offer service in GTE's service territory, including SBC, by using the "pick and choose" provision of the Act. 47 U.S.C. § 252(i).

While the CATT arrangement will permit MFNS to provide competitive interoffice transport services throughout the Bell Atlantic and GTE footprints, and allow SBC, or any entity affiliated with SBC, to use this offering, SBC has thus far refused to provide this form of physical collocation to MFNS. SBC's failure to provide this physical collocation violates Item One of the competitive checklist.

B. SBC has Rejected MFNS' Request for CATT Interconnection and Would Prohibit MFNS From Using Any Form of Collocation to Provide Collocated CLECs with Access to MFNS' Competitive Interoffice Transport

MFNS has made several requests to SBC for CATT arrangements in all end offices in its 13-state region. SBC has flatly refused or ignored all such requests.

- By e-mail dated October 19, 1999, Robert Riordan, MFNS Director of LEC Relations made a bona fide request to Janice O. Krzesinski, SWBT Lead Negotiator for a CATT arrangement. The request was denied by e-mail dated October 25, 1999. See Exhibit C.
- By e-mail dated January 6, 2000, Robert Riordan made another bona fide request asking for a CATT arrangement or, in the alternative, adding the same language in the GTE interconnection agreement to the SBC interconnection agreement. That request was denied by e-mail dated January 11, 2000. See Exhibit D.
- By letter dated October 25, 1999 to Don DeBruin of Ameritech Information Industry Services, Robert Riordan made a bona fide request for CATT interconnection upon the Ameritech companies. Despite follow-ups by Mr. Riordan, Ameritech has failed to respond to that bona fide request. See Exhibit E.
- By letter dated January 18, 2000 from Karen Nations, MFNS Senior Attorney, to Larry Cooper, SBC Executive Director, Competitive Provider Accounts, MFNS repeated its request that language similar to MFNS' GTE agreement be

hereto as Exhibit B.

adopted. A response has not been received although a response was requested by January 26, 2000. See Exhibit F.

C. MFNS Previous Filings for CATT Interconnection

MFNS has provided comments to the Commission in two prior proceedings regarding the advantages of CATT and urging the Commission to declare CATT a collocation “best practice”.² MFNS repeats those comments here to the extent they continue to apply to the deployment of competitive interoffice transport. MFNS urges the Commission to declare CATT to be a collocation best practice and to require SBC to provide it in all of its central offices. Such a declaration by the Commission recognizes the advantages CATT offers to CLECs seeking alternatives for interoffice transport and thus benefiting the end-user customer.

It is important for the Commission to note that SBC ignored both sets of comments filed by MFNS. MFNS suggests this behavior demonstrates SBC’s arrogance and disregard for competition. Such arrogance and disregard should not be permitted to continue.

D. SBC’s Failure to Provide CATT Physical Collocation Violates §251 of the Act and Item One of the Checklist

In its refusal to provide CATT physical collocation, SBC effectively is taking the position that, if MFNS places its fiber in the central office for purposes of cross connecting collocated CLECs to MFNS’ own competitive transport, this application does not constitute interconnection or access to UNEs, and therefore, that this form of physical

² MFNS filed comments regarding CATT in In the Matter of Applications for Consent to the Transfer of Control of Licenses and Section 214 Authorization from Ameritech Corporation, Transferor, to SBC Communications, Inc., Transferee, CC Docket No. 98-141 and Notice of Proposed Rulemaking and Notice of Inquiry in WT Docket No. 99-217, and Third Further Notice of Proposed Rulemaking in CC Docket No. 96-98.

collocation may be denied by SBC. SBC's position is profoundly wrong, both as a matter of law and as a matter of policy.

The provision of collocation is an essential prerequisite to demonstrating compliance with Item One of the Competitive Checklist.³ SBC stated that it rejected CATT because "it remains *SBC's position* that collocation is for the purposes of a CLEC interconnecting with SBC or obtaining access to Unbundled Network Elements for the provision of local service to end users." *See* Exhibit D (emphasis added). SBC's position is wrong as matter of law because section 251(c)(3) contains no language limiting collocation is a way SBC suggests. Rather, section 251(c)(3) requires ILECs to provide collocation of equipment "necessary for interconnection or access to unbundled network elements *at the premises of the local exchange carrier.*" Because CATT is necessary for MFNS' CLEC customers to access UNEs and to interconnect with the ILEC's network using MFNS' fiber for interoffice transport, section 251 of the Act requires SBC to allow CATT interconnection.

SBC's restricted interpretation of section 251(c)(3) is contradicted by the Commission's *706 Collocation Order*.⁴ The *706 Collocation Order* requires ILECs to provide cross-connects between CLEC equipment. *See Collocation Order* at ¶ 33, a provision that MFNS specifically championed in *ex parte* meetings with the Commission during the 706 Proceeding. This provision was adopted by the Commission to make it easier for carriers like MFNS to provide competitive interoffice transport. Moreover, even

³ *In the Matter of Application by Bell Atlantic New York for Authorization Under Section 271 of the Communications Act to Provide In-Region, InterLATA Service in the State of New York*, CC Docket No. 99-295, FCC 99-404 (rel. Dec. 22, 1999), at ¶66.

if SBC's interpretation of "interconnection" were accurate, which MFNS disputes, MFNS would nonetheless be entitled to CATT physical collocation because MFNS' CLEC customers are using MFNS' equipment to interconnect with and to gain access to SBC's UNEs. CATT physical collocation arrangements do provide interconnection and access to unbundled elements, and are therefore required by the Act.

In addition to being wrong as a matter of law, SBC's position is wrong as a matter of policy. The Commission's *706 Collocation Order* has made it possible for competition to move from the access tandem to the end office in a more efficient and cost-effective manner. CLECs are purchasing and conditioning dark copper loops with ATM, DSL, and other bandwidth-intensive applications to benefit residential and small business customers. CLECs investing in these applications, which enhance the throughput of bottleneck loop facilities, need ready access to high-capacity interoffice transport from all ILEC central offices, including end offices. Dark fiber is the interoffice transmission medium of choice for these bandwidth-hungry applications. However, existing ILEC practices have slowed the deployment of competitive interoffice transmission capabilities, especially deployment to smaller end offices. To ensure that competition moves from the tandem office to the central office, CLECs need assurances that they will have ready-access to competitive interoffice transport to any and all central offices, including small end offices. This is exactly what CATT provides.

The goal of the Commission's collocation policies is to promote competition by facilitating collocation and to allow CLECs to gain access to competitive providers of

⁴ Deployment of Wireline Services Offering Advanced Telecommunications Capability, CC Docket No. 98-147, First Report and Order and Further Notice of Proposed Rulemaking, FCC 99-48, ¶ 45 (rel. March 31, 1999) ("*706 Collocation Order*").

transport. In the Advanced Services Collocation Order, the Commission “encourage[d] all LECs to explore a wide variety of collocation arrangements and to make such arrangements available in a reasonable and timely fashion.”⁵ CATT physical interconnection is the most efficient way for fiber backbone providers such as MFNS to provide CLECs with access to their competitive services. The CATT physical collocation provides the means by which competitors can enter ILEC central offices to provide competitive services, such as interoffice transport. Offerings such as MFNS’ should be encouraged because they make virtually unlimited bandwidth available to all carriers, including the incumbent, and will greatly benefit consumers.

MFNS requests the Commission deny SBC’s application because, as described above, SBC continues to practice anti-competitive actions in all states, especially Texas, by refusing to provide CATT interconnection. Because SBC’s failure to provide CATT physical collocation violates Item One of the checklist, the Commission may not approve SBC’s application unless it obtains a commitment from SBC to allow CATT connectivity in all of its central offices.

III. BY FAILING TO PROVIDE CATT INTERCONNECTION, SBC IS ALREADY “BACKSLIDING” ON COMMITMENTS IT MADE IN ITS 271 APPLICATION

SBC’s anticompetitive refusal to allow CATT interconnection demonstrates that SBC’s local market is not irreversibly open. SBC claims that it will make available any other physical collocation arrangement that has been deemed technically feasible on another ILEC’s premises, unless such an arrangement is not technically feasible on SWBT’s premises or there is a lack of space. *SBC Brief* at 74. As demonstrated above,

⁵ 706 Collocation Order at ¶ 45.

SBC refuses to make such arrangements available by refusing to allow CATT arrangements. That Bell Atlantic and GTE have allowed CATT interconnection gives rise to a presumption that CATT is technically feasible. SBC does not argue that its failure to provide CATT is the result of lack of space. Instead, SBC rejected CATT based on its own incorrect view of what the Act requires. SBC's words of commitment to provide other collocations arrangements are in line with the Commission's holding in its *706 Collocation Order*. SBC's actions and dealings contradict its words as well as the Act. As stated above, Section 251(c)(6) imposes on ILECs the duty to provide "physical collocation of equipment necessary for interconnection or access to unbundled network elements at the premises of the local exchange carrier." This is the functionality that CATT interconnection and collocation provides.⁶ For carriers that employ MFNS' fiber to compete with SBC, CATT provides the equipment necessary to achieve interconnection and to access unbundled elements at SBC's premises.

As discussed above, CATT is a feasible interconnection option that should be made available by SBC. Bell Atlantic has filed tariffs with the Commission offering the service to all CLECs including SBC. GTE has agreed to specific language in the MFNS/GTE interconnection agreement that supports CATT interconnection. This agreement is available to any other CLEC, including SBC, by using the "pick and choose" provisions of the Act. 47 U.S.C. § 252(i).

Two other ILECs have agreed to CATT-like interconnection thus demonstrating it is technically feasible. It is not possible that SBC's refusal to implement CATT is because

⁶ SBC also claims to allow "collocation of equipment used and useful for interconnection or access to UNEs, regardless of whether such equipment offers other functionalities, such as switching or enhanced

of technical constraints. Rather, SBC refuses to provide a CATT arrangement because SBC desires to limit CLECs' choices for interoffice transport thereby making it more difficult for competitors to succeed. SBC's position is arbitrary and attempts to define telecommunications policy that is reserved to the Commission. SBC's policy should not be permitted to continue. The Commission should deny SBC's application and require that it provide CATT in all of its central offices.

IV. DESPITE SWBT'S PREVIOUS ARGUMENT THAT INTEROFFICE TRANSPORT IS ALREADY COMPETITIVE, SWBT REFUSES TO PERMIT CATT CONNECTIVITY TO ENCOURAGE FURTHER INTEROFFICE TRANSPORT COMPETITION.

In its UNE Remand Proceeding,⁷ the Commission concluded that lack of access to unbundled interoffice transport impairs⁸ a carrier's ability to provide the services it seeks to offer. *UNE Remand Order* at ¶ 332. The Commission further stated "the competitive transport facilities that currently exist do not interconnect all of an incumbent LEC's central offices and all interexchange carriers' points of presence within a MSA , or a substantial portion thereof." *Id.* at ¶ 333.

Within the UNE Remand Proceeding the United States Telephone Association ("USTA"), of which SBC is a member, filed its *UNE Fact Report* providing "a significant amount of data indicating the location of transport facilities deployed by competitive LECs." *Id.* at ¶ 334. Despite the "significant amount of data" provided by the USTA, the

services capabilities." *SBC Brief* at 73-74. Although CATT interconnection falls within this category, SBC continues its refusal to allow CATT arrangements.

⁷ *In the Matter of Implementation of the Local Competition Provisions of the Telecommunications Act of 1996*, CC Docket No. 96-98, Third Report and Order and Fourth Further Notice of Proposed Rulemaking, FCC 99-238 (rel. November 5, 1999) (hereinafter *UNE Remand Order*).

⁸ Impaired means that a requesting carrier if, taking into consideration the availability of alternative elements outside the incumbent's network, including self-provisioning by a requesting carrier or acquiring an

Commission still concluded that the alternatives cited in the Report are not ubiquitously available, that competitive transport is not available as a practical, economic and operational matter, and the lack of ubiquity *impairs* a requesting carrier's ability to provide the services it seeks to offer. *Id.* at ¶ 340 (emphasis added). In fact, the Commission went on to state it was not persuaded that the incumbents' data accurately reflects the extent to which alternatives are actually available to competitors. *Id.* at ¶ 341. The Commission was correct in drawing this conclusion.

The Commission requires ILECs to unbundle loops and interoffice transport. The unbundling requirement includes the provision of dark fiber. *UNE Remand Order*, ¶¶ 181, 196, 321, 325. SBC's refusal to provide MFNS – a dark fiber competitor – a CATT arrangement fails to promote choice as contemplated in the Act.⁹ MFNS has developed a simple but powerful business model by placing a fiber cross connect panel in all central offices allowing MFNS to preposition fiber so that CLEC customers can depend on having available fiber if and when they need it. This simple model benefits end-user customers because CLECs can quickly respond to customer demand.

With CATT, MFNS is able to provide a viable option to CLECs for interoffice transport in all ILEC central offices. By refusing to provide a CATT arrangement in its central offices, SBC looks to continue to impair CLECs.

An ILEC that seeks to impair its competitors, as SBC does, by refusing to offer CATT arrangements, must not be granted interLATA authority under section 271 of the

alternative from a third-party supplier, lack of access to that element *materially diminishes* a requesting carrier's ability to provide the services it seeks to offer. *UNE Remand Order* at ¶ 51.

Act. Until SBC agrees to provide CATT in all of its central offices, the Commission should deny SBC's application.

V. SWBT'S ASSERTION IT PERMITS CLECS TO USE DARK FIBER AS A UNE TO PROVIDE THEIR OWN DEDICATED TRANSPORT DOES NOT GO FAR ENOUGH TO FULLY OPEN ITS NETWORK TO COMPETITION AND WARRANT 271 AUTHORITY.

SBC claims it permits CLECs to use dark fiber, provided by SBC or the CLEC, as an unbundled element to provide their own dedicated transport. *SBC Brief* at 100.

MFNS argues that this assertion, even if it is true, is not enough to support a claim that SBC's network is sufficiently open to competition.

This claim, if true, means that CLECs have two choices for dedicated transport – SBC and to provide dedicated transport itself with all associated costs, personnel, and construction delays. MFNS does not consider two choices real competition. In fact, if only two choices does indicate real competition, then SBC's application for interLATA authority should be denied because Texas customers already have many more than two choices for their interLATA provider. They certainly do not need more if SBC's argument holds true that two choices are enough for customers. Still, SBC desires to enter the interLATA market even though SBC's refusal to allow a third (or more) choice to CLECs for dedicated transport flies in the face of the very application currently before the Commission.

By deploying CATT, MFNS is attempting to provide CLECs an additional choice in the provision of dedicated transport or, in other words, the same opportunity SBC currently seeks from the Commission to become an additional interLATA services provider

⁹ MFNS' parent, Metromedia Fiber Network, Inc., announced this month it has reached the \$2 billion

in Texas. By eliminating the requirement of multiple fiber pulls and by eliminating the cost of optical-electrical conversion equipment to “light” the fiber, CATT greatly facilitates the deployment of competitive interoffice transport facilities from all central offices, including those that serve primarily residential and small business customers.

Until SBC allows full competition for dedicated transport, its applications for 271 authority should be denied.

mark in dark fiber lease agreements. See Exhibit G. This milestone demonstrates that CLECs want and require choice, unlimited bandwidth, and efficient central office choices.

VI. CONCLUSION

CATT is a form of physical collocation, and as such, SBC must provide it under § 251(c)(3) of the Act. By failing to provide such collocation, SBC is in violation of Item One of the competitive checklist, and accordingly, its application for § 271 authority should be rejected. Based on the foregoing reasons, MFNS requests that the Commission:

1. Deny the application of SBC and order SBC to provide CATT in all of its Central Offices; or, in the alternative,
2. Approve the application with the condition that SBC provide CATT in all of its Central Offices.

Respectfully submitted,

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**Via Airborne Express and Certified Mail, Return Receipt Requested

/s/ Karen Nations
Karen Nations

Dated: January 31, 2000

EXHIBIT A

COMPETITIVE ALTERNATE TRANSPORT TERMINAL (CATT)

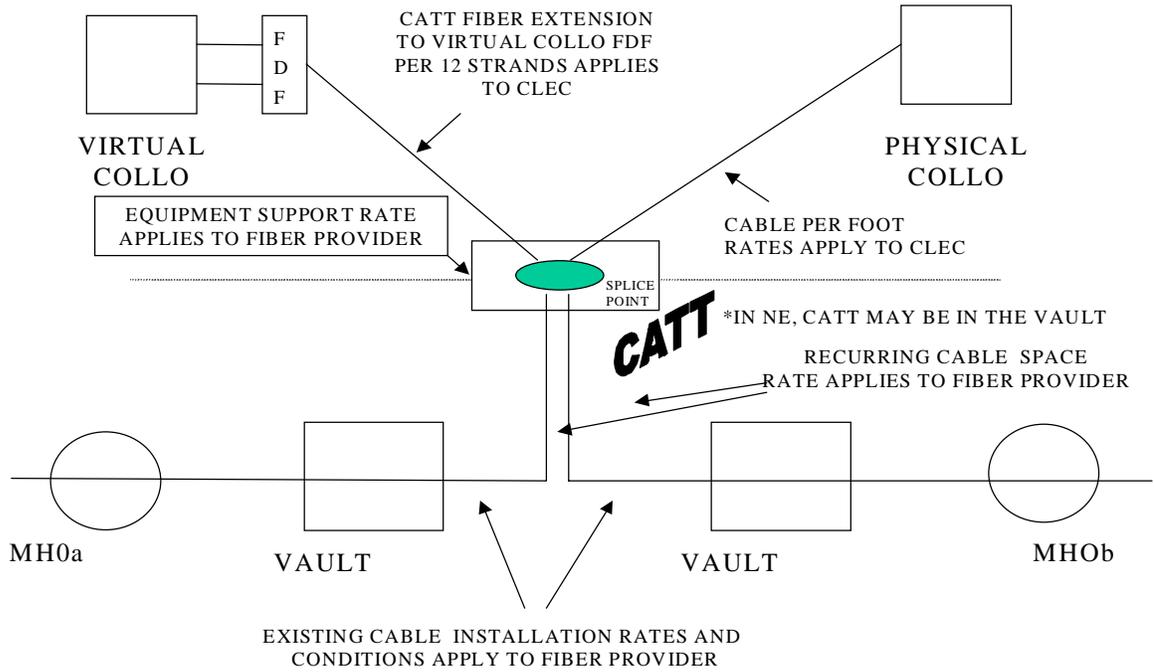


EXHIBIT B

FOR IMMEDIATE RELEASE – June 14, 1999

**Bell Atlantic and Metromedia Fiber Network
Reach Landmark Agreement To Facilitate fiber distribution in
bell atlantic central offices**

**Agreement Will Provide CLEC Customers with Rapid and Cost-Effective
Dark Fiber Connectivity Inside Bell Atlantic Central Offices**

NEW YORK, June 14, 1999 – Metromedia Fiber Network, Inc. (NASDAQ: MFNX) and Bell Atlantic (NYSE: BEL) have signed an unprecedented agreement that enables Metromedia Fiber Network (MFN) to implement dark fiber connectivity within all Bell Atlantic central offices. This industry-first accord provides a fast, efficient way for competitive local exchange carriers (CLECs) to enter the local telecommunications market by allowing these CLECs to utilize MFN's fiber to connect directly to Bell Atlantic's network or another CLEC's network.

Under the agreement, Metromedia Fiber Network will install hundreds of 'dark fibers' in Bell Atlantic's equipment buildings (central offices or COs) but will not be required to locate the lines in a separate area known as a collocation cage or space. Dark fibers are fiber optic strands that provide virtually unlimited bandwidth for the transmission of data, video, voice and multi-media communications services.

This innovative arrangement, jointly developed by Metromedia Fiber Network and Bell Atlantic, is a first between a regional Bell company and a fiber provider. Never before has a non-incumbent local exchange carrier been able to deploy an inventory of fiber lines in an incumbent's CO without having to lease a collocation cage or space. MFN will now be able to pull a single, high-capacity cable to a universally accessible distribution point within Bell Atlantic's portion of a central office and sell the lines directly and efficiently to CLECs and other carrier customers.

Bell Atlantic and Metromedia Fiber Network will conduct an initial trial of the service in five Bell Atlantic central offices in New York City. Upon successful completion of the trial, MFN plans to offer connections in more than 100 Bell Atlantic COs in New York, Philadelphia, Washington, D.C. and Boston as well as in key COs and tandem switching centers within the Boston to Washington, D.C. corridor. MFN also plans to eventually expand fiber optic infrastructure availability in other central offices in Bell Atlantic's region.

"We're extremely excited by this agreement with Bell Atlantic," said Howard Finkelstein, president of Metromedia Fiber Network. "It creates a framework that complements Metromedia Fiber Network's business strategy of becoming the infrastructure provider of choice for CLECs, DSL providers, ISPs and other carriers competing in the dynamic communications marketplace.

"The scope of the new opportunity is significant because of what it has created for carrier customers and because it creates a model for the creation of fiber connectivity to central offices throughout the country," added Finkelstein.

With Metromedia Fiber Network's high fiber count optical infrastructure available in key central offices, CLECs will gain immediate, unrestricted and unmetered bandwidth connectivity in these vital communications centers, further increasing time to market and cost advantages.

According to Jack Goldberg, president of Bell Atlantic's Telecom Industry Services, "the innovative service enables fiber providers to quickly and cost effectively compete with Bell Atlantic to provide connections between central offices known as interoffice transport facilities.

"Our negotiations with Metromedia Fiber Network have resulted in an original solution that can serve as the foundation for direct fiber connectivity in Bell Atlantic central offices," said Goldberg. "This will not only provide more options for CLECs entering the market, but it will further promote the development and availability of cutting-edge communications packages that combine voice, video and data services."

Finkelstein said: "Our thanks go to the FCC as well as the New York State Public Service Commission and Bell Atlantic for working with us to make this agreement possible. The creative framework to which Bell Atlantic and Metromedia Fiber Network agreed was the result of over one year of steady negotiations and indicates a true commitment to increasing the competitive landscape of communications in the region."

About Bell Atlantic

Bell Atlantic is at the forefront of the new communications and information industry. With 43 million telephone access lines and nine million wireless customers worldwide, Bell Atlantic companies are premier providers of advanced wireline voice and data services, market leaders in wireless services and the world's largest publishers of directory information. Bell Atlantic companies are also among the world's largest investors in high-growth global communications markets, with operations and investments in 23 countries.

INTERNET USERS: Bell Atlantic news releases, executive speeches, news media contacts and other useful information are available at Bell Atlantic's News Center on the World Wide Web (<http://www.ba.com>). To receive news releases by email, visit the News Center and register for personalized automatic delivery of Bell Atlantic news releases.

About Metromedia Fiber Network

Metromedia Fiber Network is building metropolitan fiber optic infrastructure in the local loop in strategic Tier One markets, enabling technologically sophisticated organizations to implement the latest data, video, internet and multimedia applications. By offering virtually unlimited, unmetered bandwidth at a fixed cost, Metromedia Fiber Network is eliminating the bandwidth barrier and redefining the way broadband capacity is sold.

Utilizing Metromedia Fiber Network's infrastructure, customers are able to rapidly deploy state-of-the-art optical networks. Communications carriers and ISPs gain local loop connectivity to the most highly populated metropolitan areas. Corporate and government customers benefit from private building-to-building networks featuring the fastest transmission speeds available and the highest levels of reliability and security. In addition to its current expansion in 12 major North American cities, Metromedia Fiber Network is entering the international market with fiber optic network builds in Germany, and the provision of transatlantic bandwidth capacity. For more information about Metromedia Fiber Network, please visit the company's Web site at www.mmfnc.com.

This news release contains certain forward-looking statements that involve risks and uncertainties. Factors that could cause or contribute to such risks and uncertainties include, but are not limited to, general economic and business conditions, competition, changes in technology and methods of marketing, and various other factors beyond the Company's control. This also includes such factors as described from time to time in the SEC reports filed by Metromedia Fiber Network, including the most recently filed Forms 10K and 10Q.

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**For Bell Atlantic
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**For Metromedia Fiber Network
Investor**

Ellen Strahs Fader
Metromedia Fiber Network
212-606-4389

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EXHIBIT C

From: KRZESINSKI, JANICE O (SWBT) [<mailto:jk5329@txmail.sbc.com>]
Sent: Monday, October 25, 1999 1:32 PM
To: Riordan, Bob
Cc: KROST, BECKY; PHIPPS, ERROL S
Subject: RE: Response!!
Importance: High

Bob,

- The revisions to the Texas Collo. Tariff have not yet been approved by the TPUC. As such, I must respectfully decline to provide a copy as it is still subject to change and I don't want MFN to perceive it to be a final proposal, as to language. Once approved, it will be available for MFN's review using the same methods as for all SWBT tariffs- Access, General Exchange or otherwise.

- The specifics in the Texas Coll. (or any other state-specific) Tariff are not "portable" to any other states in the SBC-Ameritech group of companies.

- SBC has relooked at the MFN CATT Proposal and respectfully declines to offer/participate in it at this time.

Sincerely,
J. O. Krzesinski
Lead Negotiator - LPAT
214-464-2447

-----Original Message-----

From: Riordan, Bob [<mailto:RRiordan@mmfn.com>]
Sent: Tuesday, October 19, 1999 10:04 AM
To: KRZESINSKI, JANICE O (SWBT)
Subject: RE: Response!!

Janice,

Thank you for your pink lined version. It looks like this will bring us to long awaited initial closure in Texas. I say initial closure as we require 'CATT' like interconnection with SBC to compete with SBC dark fiber offerings.

I have circulated the jointly prepared document for internal review. We will provide the necessary information requested relative to CSD. We would appreciate receiving a copy of anticipated revisions to collocation wording subject to TPUC approval on 10/21/99. In addition, MFN (or dba CSD) would like to know if SBC will provide the same interconnection agreed to in Texas (or for that matter the one negotiated with Ameritech) to all other jurisdictions under the SBC footprint. Other SBC market critical to our initial deployment are California, Kansas and Missouri.

We would appreciate your reconsideration of you decision to deny CATT connectivity.As you are aware, the 'CATT' service allows us to provide dark fiber interoffice transport between Central Offices for our CLEC and Carrier Customers without the requirement to directly connect or resell SBCC unbundled elements on our own behalf. With the recent FCC order on dark fiber, I view this construct as simply providing a competitive alternative to SBC transport via MFN dark fiber interoffice rings. We require this apability to compete with SBC's dark fiber unbundled transport. MFN

requires this capability immediately to compete with T2A arrangements being offered in Texas . MFN would like SBC to provide this capability as it is available to your corporation in the BA Region to facilitate your competitive entry.

CATT is additionally technically equivalent to the one negotiated except that MFN does not have to directly connect or resell SBC. Our & SBC CLEC and carrier customer would resell SBC under this scenario. The vault or alternate splice area is the location at which we terminate outside plant fiber and transition to plenum or fire retardant cable. It thus is a logical point to terminate our diversely routed high count fiber (e.g. 432 fibers in less than one inch in diameter cable) and splice to fire retardant inside plant to connect to CLEC and Carrier Collocation Nodes.

We could leave a fiber curl for BA to feed to our CLEC customers virtual node or provision the fiber ourselves to a virtual or physical node. The fiber cross connection from the vault to the cage is thus provisioned much in the same way cage to node carrier cross connection are today. The CATT would thus be cross connected from the vault rather than the collocation area. We agreed upon this construct with BA as at the very outset of competition major access tandems were out of physical collocation space. We would like SBC to voluntarily agree accommodate this form of competitive facility based fiber competition.

Thank you in advance for reconsidering the CATT issue. We intend to proceed with the interconnection agreement as proposed as it meets our requirements for offices in which MFN intends to resell SBCs unbundled elements.

Thanks
Bob

Original Message-----

From: KRZESINSKI, JANICE O (SWBT) [<mailto:jk5329@txmail.sbc.com>]

Sent: Monday, October 18, 1999 4:27 PM

To: RRIordan@mmfn.com

Cc: KROST, BECKY; PHIPPS, ERROL S

Subject: Response!!

Importance: High

Bob,

Sorry for the delayed response to your 9/30 e-mail. Apparently, my Inbox rejected it due to my absence and the resulting backup of messages. Becky provided it to me and I've "pink lined" it with responses. I've attached it below for your review.

As I've noted, please see the SBC CLEC Website at your earliest convenience to officially send a written request for the T2A.

<<SBC Agreement in principle from MFN 9-28 call.doc>>

Let me know if there are any issues remaining.

Thanks!

-jok

Lead Negotiator - LPAT

Office 214.464.2447

FAX 214.464.1486

EXHIBIT D

January 31, 2000

From: KROST, BECKY (SWBT) [<mailto:rb1648@txmail.sbc.com>]
Sent: Tuesday, January 11, 2000 2:18 PM
To: Riordan, Bob
Subject: FW: Response to MFN re: CATT
Importance: High

Per Janice's request, I am forwarding her response.

-----Original Message-----
From: KRZESINSKI, JANICE O (SWBT)
Sent: Tuesday, January 11, 2000 12:21 PM
To: KROST, BECKY
Subject: Response to MFN re: CATT
Importance: High

Becky,
FYI and plz forward this info to Bob Riordan.

Bob,
After a re-review of your proposed language, I received the following feedback:

It is absolutely possible that BA has offered CATT to SBCN directly or through Williams Communications. SBCN advises that, at this time, they (SBCN) have elected NOT to exercise the option of purchasing and/or using the CATT product in BA or any other ILEC location. Thus, any suggestion that SBCN might be using CATT as a CLEC and therefore it should be offered to CLECs In-Region is not valid.

Secondly, SBC's stand as an ILEC is and continues to be that "equipment used or useful for interconnection or access to UNEs" can be Collocated in our Eligible Structures in compliance with the various FCC Orders. If a CLEC chooses collocation, THAT CLEC must install such equipment and purchase interconnection cabling and either interconnect with or access the UNEs of the SBC ILEC operating within that Eligible Structure. Once that collocation takes place and interconnection or access to UNEs is occurring or going to occur--the CLEC has the option to interconnect with other CLECs within the same Eligible Structure via Collocator to Collocator cabling using copper, coax or fiber pursuant to the Advanced Order.

It remains SBC's position that collocation is for the purposes of a CLEC interconnecting with SBC or obtaining access to Unbundled Network Elements for provision of local service to end users.

Language agreed to with GTE is not acceptable to SBC.

Thanks,
Janice Krzesinski
Lead Negotiator
214-464-2447

EXHIBIT E



October 25, 1999

Mr. Don Debruin, Director
Ameritech Information Industry Services
351) North Orleans Street, 5th Floor
Chicago, IL 60654

Dear Don,

Confirming our telephone conversation of today, this is to formally request that we enter into negotiations pursuant to the Telecommunications Act of 1996 for interconnection to Ameritech's network in the States of Michigan, Indiana, and Ohio. As discussed, Metromedia Fiber Network Services Inc. has an immediate need to access Ameritech conduit and structure in Detroit, Cleveland and Columbus. Please consider this letter as a bona fide request for interconnection pursuant to Sections 251 and 252 of the Act.

In addition to the requirements for dark fiber collocation node to node cross connections, split billing of unbundled elements and diverse placement of high fiber count Central Office entrance cable negotiated with you in Ameritech Illinois, we request that Metromedia Fiber Network (MFN) interconnect with Ameritech without being required to resell Ameritech's unbundled elements.

The arrangement requested is similar in kind to one negotiated, trialed and tariffed by Bell Atlantic. This would allow MFN to provide dark fiber interoffice transport between Central Offices for our CLEC and Carrier Customers without the requirement to directly connect or resell Ameritech unbundled elements on our own behalf. Our CLEC and Carrier Customers would resell Ameritech services in those offices. This arrangement is technically equivalent to interconnection negotiated in Illinois.

With the recent FCC order on dark fiber, this interconnect arrangement simply provides a competitive alternative to Ameritech transport via MFN dark fiber interoffice rings. We require this capability to compete with Ameritech's dark fiber unbundled transport. MFN would like

Ameritech to provide this capability, as it is available to your corporation in the Bell Atlantic Region to facilitate your competitive entry. We view the offering as best practice among the ILEC Alternatives.

Attached for your review and reference is a diagram of the CATT offering agreed to with Bell Atlantic and our associated FCC filing in support of same. We look forward to working with you again in the spirit of good faith negotiations that characterized our relationship in Illinois.

Sincerely,

Bob Riordan
Director LEC Relations

Attachments/vc

EXHIBIT F



Karen Nations
Senior Attorney
Direct Dial: (201) 531-8021
Fax:(201) 531-2803
E-mail: knations@metromediacompany.com

January 31, 2000

VIA FAX AND AIRBORNE EXPRESS

Larry Cooper
Executive Director, Competitive Provider Accounts
SBC Communications, Inc.
4 Bell Plaza, Room 800
Dallas, TX 75202

Re: SBC 13-State Interconnection Agreement

Dear Mr. Cooper:

Metromedia Fiber Network Services, Inc. ("MFNS") has reviewed the SBC 13-State interconnection agreement sent to Robert Riordan for signature. We are requesting the following four (4) changes.

1. MFNS requests that the first recital be deleted and the second recital be modified to read:

WHEREAS, the Parties want to Interconnect their networks at mutually agreed upon points of interconnection.

2. Section 4.1 asks MFNS to indicate the number of days that will pass before MFNS begins offering Exchange Service to business and residential end-users. MFNS' current business plan does not call for MFNS to offer switched Exchange Service to end-user customers. Accordingly, MFNS requests this paragraph be deleted.

3. MFNS requests that paragraph 21.1 be modified to read as follows (added text is underlined):

This Agreement is entered into as a result of both negotiations between the Parties and the incorporation of results of orders, rules and arbitration decisions of the Commissions, and/or FCC. If any of the rates, terms and/or conditions herein, or any of the laws or regulations that were the basis or rationale for such rates, terms and/or conditions in the Agreement, are invalidated, modified or stayed by any action of any state or federal regulatory or legislative bodies or courts of competent jurisdiction, including any decision by the Eighth Circuit relating to any of the costing/pricing rules adopted by the FCC in its First Report and Order, *In re: Implementation of the Local Competition Provisions in the Telecommunications Act of 1996*, 11 FCC Rcd 15499 (1996)(e.g., Section 51.501, et seq.), upon review and remand from the United States Supreme Court in *AT&T Corp. v. Iowa Utilities Bd.*, 119 S. Ct. 721 (1999), or *Ameritech v. FCC*, No. 98-1381, 1999 WL 116994, 1999 Lexis 3671 (June 1, 1999), the affected provision shall be immediately invalidated, modified, or stayed, consistent with the action of the legislative body, court, or regulatory agency upon the written request of either Party. In such event, the Parties shall expend diligent efforts to arrive at an agreement regarding the appropriate conforming modifications to the Agreement. Specifically, the Parties will work cooperatively to implement any new rules resulting from *Implementation of the Local Competition Provisions of the Telecommunications Act of 1996*, Third Report and Order and Fourth Further Notice, CC Docket No. 96-98, (rel. November 5, 1999) (*UNE Remand Order*), FCC and rules promulgated thereunder, and any related orders of any state commission, court or the FCC. If negotiations fail, disputes between the Parties concerning the interpretation of the actions required or provision affected by such governmental actions shall be resolved pursuant to the Dispute Resolution process provided for in this Agreement. Because disputes over intervening law are “claims arising under federal or state statutes,” they are not subject to arbitration under section 10.6.4 of the Dispute Resolution procedures of this

agreement. Accordingly, nothing in this section shall limit or restrict any party's right to pursue, in all appropriate fora, the implementation of, and SBC-13STATE compliance with, the *UNE Remand Order*, FCC and rules promulgated thereunder, and any related orders of any state commission, court, or the FCC. Without limiting the general applicability of the foregoing, the Parties acknowledge that on January 25, 1999, the United States Supreme Court issued its opinion in *AT&T v. Iowa Utilities Bd.*, 119 S. Ct. 721 (1999) and on June 1, 1999, the United States Supreme Court issued its opinion in *Amertiech v. FCC*, No. 98-1381, 1999 WL 116994, 1999 Lexis 3671 (1999). The Parties further acknowledge and agree that by executing this Agreement, neither Party waives any of its rights, remedies, or arguments with respect to such decisions and any remand thereof, including its rights under this Intervening Law paragraph.

4. MFNS requests the following paragraph is inserted in the agreement as paragraph 45.5.2.

Another CLEC that purchases UNEs from **SBC-13STATE**, pursuant to an interconnection agreement between **SBC-13STATE** and that other CLEC, may request that such UNEs be cross-connected directly to MFNS' collocation arrangement. MFNS agrees to accept such cross connects to its collocation arrangement based on the other CLEC's order to **SBC-13STATE**. MFNS warrants that it has authorized said CLEC to order the UNEs to terminate to MFNS' collocation arrangement, and upon request, will provide written documentation to **SBC-13STATE** demonstrating such authorization. **SBC-13STATE** will bill the other CLEC for the UNEs and cross connects based on the interconnection agreement between **SBC-13STATE** and the CLEC. MFNS will be responsible for billing the CLEC for all services provided by MFNS. **SBC-13STATE** agrees that the collocation requirement of interconnection for the exchange of traffic with **SBC-13STATE** and/or access to unbundled network elements (UNEs) is satisfied if either MFNS or its customer(s) interconnect with **SBC-13STATE** or purchase UNEs from **SBC-13STATE**, and the interconnection or UNEs are delivered to MFNS' collocation arrangement in the same premises. MFNS is not required to directly connect with **SBC-13STATE** or resell unbundled elements to satisfy this requirement.

MFNS is anxious to complete our interconnection negotiations with SBC Communications. I would appreciate your response by January 26, 2000 that these changes are acceptable to SBC Communications.

Please call me if you would like to discuss this matter. I appreciate your help in this matter.

Sincerely,

Karen Nations

cc: Robert Riordan

EXHIBIT G

Tuesday January 11, 6:00 am Eastern Time

Company Press Release

Metromedia Fiber Network Reaches \$2 Billion In Customer Contracts

NEW YORK--(BUSINESS WIRE)--Jan. 11, 2000--Metromedia Fiber Network (NASDAQ: [MFNX](#) - [news](#)), the leader in deployment of optical networking infrastructure within key metropolitan areas worldwide, has reached the \$2 billion mark in dark fiber lease agreements.

The company's customer contracts increased significantly in 1999 as it signed multi-million-dollar agreements with a number of communications carriers and enterprise organizations such as WinStar Communications, Bell Atlantic, and Storage Networks. Other contracts included Focal Communications, CBS Broadcasting, Allegiance Telecom, Time Warner Telecom, and America Online. On January 3, 2000, Metromedia Fiber Network announced its third fiber-lease agreement with Allegiance Telecom, valued at \$130 million.

"Reaching \$2 billion in customer contracts is a significant milestone for our company," said Howard Finkelstein, president of Metromedia Fiber Network. "This achievement clearly demonstrates that we are on course in our mission to deliver unshared, unmetered and virtually unlimited bandwidth wall to wall in our markets worldwide."

About Metromedia Fiber Network

Metromedia Fiber Network, the leading provider of end-to-end optical network solutions, is revolutionizing the fiber optic industry. By offering virtually unlimited, unmetered bandwidth at a fixed cost, the Company is eliminating the bandwidth barrier and redefining the way broadband capacity is sold. Metromedia Fiber Network is extending metropolitan optical networking infrastructure to the end user in strategic top-tier markets, enabling its customers to implement the latest data, video, Internet and multimedia applications. In addition to its current expansion in 51 cities in North America, Metromedia Fiber Network is establishing an international presence with planned fiber optic network builds in 16 cities throughout Europe.

Together with its subsidiaries, AboveNet Communications, Inc., a leading provider of co-location and Internet connectivity solutions, and PAIX.NET, Inc., the leading neutral Internet Exchange, Metromedia Fiber Network is unleashing the full potential of the Internet. The combined company facilitates the explosive growth of e-commerce and advanced Internet applications by delivering secure, reliable and scalable optical networks and IP services to Internet content and service providers, carriers and enterprise users worldwide. For more information about Metromedia Fiber Network, please visit the company's Web site at www.mmfn.com.

This news release contains certain forward-looking statements that involve risks and uncertainties. Factors that could cause or contribute to such risks and uncertainties include, but are not limited to, general economic and business conditions, competition, changes in technology and methods of marketing, and various other factors beyond the Company's control. This also includes such factors as described from time to time in the SEC reports filed by Metromedia Fiber Network, including the most recently filed Forms 10-K, 10-Q and S-4.

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ggatyas@gibbs-soell.com

or

Investor Relations:
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Sandra Moreno, 212/606-4389
smoreno@metromediacompany.com