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March 2, 2004

VIA E-MAIL

Marlene K. Dortch
Secretary
Federal Communications Commission
445-12th Street S.W.
Washington, D.C. 20036

Re: Allegiance Telecom, Inc.
WC Docket No. 04-45

Dear Ms. Dortch:

XO Communications, Inc. ("XO") and Allegiance Telecom, Inc., Debtor-in-Possession ("ATP"), by XO's attorney, hereby further supplements the Application captioned above with the following additional information requested by staff:

1) A list of XO's services, with an explanation of the facilities used to provide each service and XO's relation to the facility (owned, leased, etc), is provided in Attachment 1 (item 5 in the Parties' March 1 letter).

2) Mr. Icahn does not hold, directly or indirectly, a 10% or greater ownership interest in any communications company other than XO (item 6 in the Parties' March 1 letter).

3) Neither Mr. Raynor nor any of his affiliated companies hold, directly or indirectly, a 10% or greater ownership interest in any communications company other than XO (item 7 in the Parties' March 1 letter).

4) The streamlined processing procedures set forth in Section 63.03 of the Commission's Rules are presumed to apply to the Application because the Application satisfies the criteria set forth in Section 63.03(b)(2). The transaction proposed herein will result in XO (including its affiliates) having a market share in the interstate, interexchange market of less than 10 percent. Any competitive telephone exchange services or exchange access services provided

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by XO (or its affiliates) will be provided exclusively in geographic areas served by a dominant local exchange carrier that is not a party to the transaction. Finally, neither XO nor its affiliates is dominant with respect to any service it provides (item 9 in the Parties' March 1 letter).

Please contact the undersigned counsel if you have any questions regarding this matter.

Sincerely,

A handwritten signature in black ink, appearing to read "Joan M. Griffin". The signature is fluid and cursive, with the first letters of the first and last names being capitalized and prominent.

Joan M. Griffin

cc: David Krech
Julie Veach
Dennis Johnson
Paul Gagnier (Swidler Berlin)

XO List of Services

XO provides a comprehensive array of voice and data communications services to business customers. XO's voice services include local and long distance services, both bundled and standalone, other voice-related services such as XO's conferencing, domestic and international toll free services and voicemail, and transactions processing services for prepaid calling cards. XO's data services include Internet access, private data networking, including dedicated transmission capacity on XO's networks, virtual private network services, Ethernet services, and web hosting services. XO also combines many of these services in flat rate service packages. These services are offered to a variety of customers, including small, medium and large retail businesses, multi-location businesses and carrier or wholesale customers.

To serve its customers' broad and expanding telecommunications needs, XO operates a network comprised of a series of rings of fiber optic cables located in the central business districts of numerous metropolitan areas, which XO refers to as metro fiber networks. The metro fiber networks are connected primarily by a network of numerous dedicated wavelengths of transmission capacity on fiber optic cables, which XO refers to as an intercity network. By integrating these networks with advanced telecommunications technologies, XO is able to provide a comprehensive array of telecommunications services primarily or entirely over a network that XO owns or controls, from the initiation of the voice or data transmission to the point of termination. This capability enables XO to provide telecommunications services between customers connected to its network and among customers with multiple locations primarily or entirely over its network.

To develop these networks, XO has assembled metro and intercity network assets in the United States, substantially all of which XO owns or controls through indefeasible

exclusive rights or other leasing arrangements. These network assets incorporate state-of-the-art fiber optic cable, dedicated wavelengths of transmission capacity on fiber optic networks and transmission equipment capable of carrying high volumes of data, voice, video and Internet traffic. XO operates 37 metro fiber networks in 22 states and the District of Columbia, including 25 of the 30 largest metropolitan areas in the U.S. XO constructed, acquired or leased many of these metro fiber networks, which consist of up to 432 strands of fiber optic cable and, in some cases, additional empty conduits through which fiber optic cable can be deployed. For its inter-city network, XO has leased dedicated, high-capacity wavelengths of transmission capacity on fiber optic cables, onto which XO has deployed its own switching, routing and optical equipment. XO also holds indefeasible exclusive rights to 18 fiber optic strands on the routes served by its intercity networks pursuant to arrangements with Level 3 Communications, Inc., substantially all of which are unlit.