

Exhibit 6

Orr & Reno

Professional Association

One Eagle Square, P.O. Box 3550, Concord, NH 03302-3550
Telephone 603-224-2381 • Facsimile 603-224-2318
www.orr-reno.com

Malcolm McLane
(Retired)

September 12, 2007

HAND DELIVERED

Ronald L. Snow
William L. Chapman
George W. Roussos
Howard M. Moffett
James E. Morris
John A. Malmberg
Martha Van Oot
Douglas L. Patch
Connie L. Rakowsky
Jill K. Blackmer
James P. Bassett
Emily Gray Rice
Steven L. Winer
Peter F. Burger
Lisa Snow Wade
Jennifer A. Eber
Jeffrey C. Spear
Connie Boyles Lane
Todd C. Fahey
Vera B. Buck
James F. Laboe
Robert S. Carey
John M. Zaremba
Maria M. Proulx
Jessica E. Storey
Justin M. Boothby
Heidi S. Cole

Debra A. Howland
Executive Director & Secretary
New Hampshire Public Utilities Commission
21 S. Fruit St., Suite 10
Concord, NH 03301-2429

*Re: Level 3 Communications, LLC's Appeal of the North American
Numbering Plan Administration's Denial of Numbering
Resources*

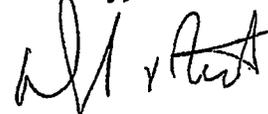
Dear Executive Director Howland:

Enclosed are an original and eight copies of Level 3 Communications, LLC's Appeal of the North American Numbering Plan Administration's Denial of Numbering Resources. We have enclosed an additional copy and request that it be date stamped and returned to verify the filing. As noted in the Appeal, Level 3 Communications, LLC respectfully requests that the Commission expedite the consideration of this Appeal.

Please let me know if you have any questions. Thank you for your assistance.

Susan S. Geiger
Judith A. Fairclough
(Of Counsel)

Sincerely,



Douglas L. Patch

Enclosures
cc: Office of Consumer Advocate

448404_1.DOC

**STATE OF NEW HAMPSHIRE
BEFORE THE
NEW HAMPSHIRE
PUBLIC UTILITIES COMMISSION**

IN RE:) **DOCKET NO. _____**
)
LEVEL 3 COMMUNICATIONS, LLC's)
APPEAL OF THE NORTH AMERICA)
NUMBERING PLAN ADMINISTRATION'S)
DENIAL OF NUMBERING RESOURCES)

Level 3 Communications, LLC ("Level 3") hereby appeals the North American Numbering Plan Administration's ("NANPA") denials of Level 3's requests for telephone number resources in rate centers in New Hampshire where it has met the requisite use threshold and must obtain more resources to meet future demand for its competitive services ("growth codes"). Level 3 respectfully requests that the New Hampshire Public Utilities Commission ("Commission") instruct NANPA to find that Level 3 has met the stated utilization requirements and grant Level 3's requests for growth codes. In support of its appeal Level 3 states as follows:

1. Level 3 is a certified, facilities-based telecommunications carrier with an international network optimized, end-to-end, for Internet Protocol ("IP") technology. Since 1998, Level 3 has provided local exchange telecommunication services in New Hampshire. Specifically, Level 3 offers direct inward dial ("DID") and direct outward dial ("DOD") services that allow for local connectivity to the public switched telephone network ("PSTN") by Level 3's customers and their end users. Level 3's local exchange telecommunications services rely upon the assignment and use of telephone number resources as an integral part of its service offerings to Internet Service Providers ("ISP"), enhanced service providers ("ESPs) and other carriers and

their customers in New Hampshire. Level 3 also provides E911 services to support some of its voice over Internet Protocol ("VoIP") customers in New Hampshire. Level 3 has continued demand for its services and it intends to expand these service offerings in New Hampshire; however, in order to be able to do so, Level 3 must have fair and non-discriminatory access to additional numbering resources.

2. On July 21, 1998, Level 3 filed with the Commission a petition for authority to provide local telecommunications services in New Hampshire. The Commission granted that application on September 28, 1998 *See Level 3 Communications LLC Petition for Authority to Provide Local Telecommunications Services, Order Nisi Granting Authorization, DE 98-13, Order No. 23,011.*

3. Level 3 has requested and has been granted NXX codes from NANPA for its operations in 48 states, including New Hampshire, and the District of Columbia. Level 3's operations and services in these states are substantially similar to the operations Level 3 is currently providing in New Hampshire.

4. In Docket DT 00-223, opened more than seven years ago, the Commission has grappled with numbering issues, including virtual numbering for Internet Access NXX ("IANXX"), a statewide service for information access to be used for dial-up calls to Internet service providers for end-user access to the Internet, as well as CLEC foreign exchange ("CLEC FX"), which the Commission defined as FX-like service for non-ISP bound traffic when a CLEC is providing local dial tone via its own facilities in a particular exchange (local nexus). For close to two years now, implementation of IANXX and CLEC FX has been suspended while Staff conducts an investigation into the provision of VoIP service. In that time much has

changed from a regulatory perspective at the federal level and in other states. Following the Commission's implementation of its rules for allocation of numbering resources for virtual NXX ("VNXX"), IANXX and CLEC FX situations,¹ Commission Staff ("Staff") determined that Level 3 would not be allowed to obtain numbering resources in most rate centers throughout New Hampshire where it currently held them. As part of the investigation into the question of how wholesale telecommunications providers and VoIP services would be treated under the IANXX and CLEC FX rules, Staff required that Level 3 undertake an effort to reclaim all available telephone numbers from its ESP customers before Staff would agree to allow Level 3 to obtain growth codes because Staff disagreed with Level 3's reporting of number utilization as a wholesale provider. In response, Level 3 has undertaken extensive reclamation efforts and has maximized its current inventory of numbers. Despite these efforts, many of Level 3's code blocks exceed seventy percent (70%) utilization and several are nearing 100% utilization.

5. Even after Level 3's reclamation efforts, however, Staff, through the direction it has given to NANPA, has denied additional numbering to Level 3. As a result, Level 3's inventory has been frozen for approximately two years, preventing Level 3 from meeting customer demand or expanding its operations in New Hampshire. Level 3 continues to have to deny valid orders for service in New Hampshire rate centers because of the unavailability of additional numbering resources. Staff's and NANPA's continued refusal to provide additional numbering resources to Level 3 in the face of Level 3's obvious eligibility for such resources serves only to further delay the availability of competitive telecommunications services to New

¹ *Investigation As to Whether Certain Calls Are Local*, DT 00-223; *Independent Telephone Companies and Competitive Local Exchange Carriers – Local Calling Areas*, DT 00-054, Order No. 24,080, Final Order 88 NH PUC 749 (2002) ("VNXX Order").

Hampshire consumers in direct contravention of the fundamental goals of the Telecommunications Act of 1996. 47 U.S.C. § 251(e)(1).

6. Level 3 has attempted to work cooperatively with the Staff and other telecommunications providers on solutions that would provide Level 3 with necessary numbers while conserving numbering resources to the greatest extent possible. In fact, Level 3 cooperated with an audit of its number utilization and has implemented all conservation measures required of other carriers in New Hampshire as well as additional measures, including reclaiming and reassigning unused numbers, to utilize New Hampshire numbering resources efficiently. These efforts have taken substantial time and, to date have not resulted in an operative solution.

7. On June 20, 2007, Level 3 applied for NXX codes from NANPA for use in New Hampshire. (See NANPA Part 1A application. [Attachment A]).² NANPA denied these requests on June 25, 2007, on the grounds that Level 3 "is not certified in the area in which [it] request[ed] numbering resources." [Attachment B].

8. Level 3 is now prejudiced by the delay and is losing opportunities to serve customers. Level 3 brings this appeal to obtain a resolution that would allow it to continue expanding its service offerings in New Hampshire. Further delay has a significant adverse financial impact on Level 3 and is a barrier to the competitive benefits Level 3 and its customers bring to New Hampshire consumers. Level 3 has done everything within its control and the

² Only a redacted version of the Part 1A is attached to document Level 3's application for number resources because Level 3 considers the information identifying the exact code requests confidential. Each of the other applications was submitted on the same day and is substantively similar with the exception of the specific location information. Similarly, Attachment B is only one of the many responses denying Level 3's code requests and certain information is redacted. The other denials were all on the same day and are substantially similar. If it would

current regulatory regime to comply with the rules for number utilization and to conserve numbering resources while attempting to compete on a level playing field in New Hampshire. Now, Staff and NANPA, by denying additional numbering resources to Level 3 while granting numbers to Level 3's competitors, have arbitrarily singled Level 3 out and prevented it from being able to meet customer demand for new, innovative, competitive telecommunications services in New Hampshire in violation of the fundamental principals of the Telecommunications Act, the Federal Communications Commission's ("FCC") orders and rules, this Commission's orders, and New Hampshire law.

9. Any concerns Staff or NANPA may have had about number exhaust in denying growth codes to Level 3 is belied by the FCC's and NANPA's own reporting on number utilization. Specifically, both NANPA and the FCC have recently determined there is no imminent threat of number exhaust and relief status has been denied for NPA 603. NANPA's most recent NPA Relief Activity Status report (available at http://www.nanpa.com/reports/NPA_Relief_Activity_Status_Report_070107.xls), for July 2007, demonstrates that New Hampshire is not forecast to have number exhaust until the second quarter of 2010 and specifically notes that relief status is "Dismissed." NANPA's published April 2007 NANPA Exhaust Analysis (available at http://www.nanpa.com/pdf/NRUF/2007_1_NPA_Exhaust_Projections.pdf) also states that NPA 603 is not forecast for exhaust until the second quarter 2010. Finally, the FCC's most recent numbering report states that of the numbers currently assigned to carriers, only 45% are assigned to subscribers in New Hampshire and that 51% of the numbers assigned to carriers remain

be helpful, Level 3 would be happy to provide this additional information in conjunction with a request for confidential treatment.

available for assignment to subscribers. *Numbering Utilization in the United States*, Federal Communications Commission, Industry Analysis and Technology Division (rel. Aug. 8, 2007) (available at http://fjallfoss.fcc.gov/edocs_public/attachmatch/DOC-275830A1.pdf).

Significantly, the FCC's report does not include numbers that have not yet been assigned to carriers, which would further increase the available numbering resources.

10. Pursuant to the FCC's Numbering Resource Optimization, *Report and Order and Further Notice of Proposed Rulemaking*, CC Docket No. 99-200, 15 FCC Rcd 7574 (2000) ("*First Numbering Order*") at ¶ 98 Level 3 has the authority to appeal the denial of numbering resources to the Commission and the Commission has jurisdiction to hear such an appeal. The Commission also has authority under New Hampshire law to take jurisdiction over this appeal. RSA 374:3.

11. The denial of numbering resources to Level 3 is contrary to the FCC's order delegating authority over numbering resources to this Commission. As the FCC noted in that order: "[u]nder no circumstances should consumers be precluded from receiving telecommunications services of their choice from providers of their choice for a want of numbering resources." *In the Matter of New Hampshire Public Utilities Commission's Petition for Additional Delegated Authority to Implement Number Conservation Measures in the 603 Area Code*, 15 F.C.C.R. 1252, CC Docket No. 96-98, DA 99-2634, at ¶ 9 (Nov. 30, 1999) ("*Delegation Order*").

12. Level 3 states that if allowed to stand by the Commission, the denial by NANPA of Level 3's requested numbering resources is unlawful in, among other ways and without limitation, the following particulars that will be established in the course of this appeal:

a. By denying Level 3 necessary numbering resources, NANPA has created a complete barrier to Level 3's expansion in New Hampshire that if allowed to stand by the Commission will violate 47 U.S.C. § 253 and RSA 374:59. In delegating numbering authority to the Commission in the *Delegation Order*, the FCC required that numbering resources be used fairly and efficiently. Specifically, the FCC stated that consumers should not be denied the right to select telecommunications services of their choice from providers of their choice as a result of numbering issues, noting that "[f]or consumers to benefit from the competition envisioned by the Telecommunications Act of 1996, it is imperative that competitors in the telecommunications marketplace face as few barriers to entry as possible." *Delegation Order*, at ¶ 9. Additionally, under RSA 374:59, the Commission must adopt numbering measures "to provide that all customers of all suppliers have equitable access to currently available unassigned telephone numbers." That statute also provides that the Commission adopt measures to provide "equitable access to numbers that have not been assigned to a customer which are available for porting to a second supplier." RSA 374:59, III. *See also*, Chapter 263, Laws of 2005 ("The policy of this state is to promote competition and the offering of new and alternative telecommunications services while preserving universal access to affordable basic telephone services."). Consequently, denying additional numbering resources to Level 3 acts as a complete barrier to Level 3's expansion of service to additional customers and denies equitable access to numbering resources to ISP and VoIP customers in violation of state and federal law;

b. By denying Level 3 necessary numbering resources, NANPA has acted in a manner which is not competitively neutral, that if allowed to stand by the Commission will violate 47 U.S.C. §§ 251(e)(1) and 253; 47 C.F.R. §§ 52.9(a)(1) and (2), § 52.13(b); in that

providers of ISP service or VoIP service who are competitors or potential competitors of Level 3, but who are also voice carriers, are advantaged in their provision of non-voice ISP services and VoIP services as compared to Level 3;

c. NANPA's decision to deny Level 3's requests for codes is arbitrary and capricious in that NANPA has previously provided Level 3 codes for the same services in 49 states, including New Hampshire, and the District of Columbia. The *First Numbering Order* establishes two requirements that must be met in order to receive initial numbering resources. First, the applicant must provide documented proof that it is "authorized to provide service in the area for which numbering resources are requested." *First Numbering Order* at ¶96. Second, the applicant must provide documented proof that it is prepared to offer services within 60 days of the numbering resources activation date. *Id.* Among other things, the *Delegation Order* stated that this requirement can be satisfied by evidence of an effective interconnection agreement. *Id.* at 97. In the *Delegation Order*, the FCC also authorized the Commission to require a carrier to demonstrate that it will have the necessary facilities to serve a specific rate center within six months of assignment of an NXX code for use in that rate center. *Delegation Order*, at ¶ 12. A carrier, such as Level 3, that satisfies these requirements, may obtain additional/growth codes by demonstrating its existing block(s) have reached a 75% fill-rate and participating in number pooling where it is implemented. *Implementation of Number Conservation Methods Authorized by the Federal Communications Commission*, DT 00-001, Order No. 23, 454 (May 1, 2000) ("*Number Pooling Order*"). In granting Level 3 initial numbering resources in New Hampshire, NANPA previously determined that Level 3 is certified in New Hampshire and has demonstrated the ability to use telephone numbers by virtue of its established interconnections. Level 3 is now

seeking fair, non-discriminatory application of the Commission's growth code requirements. NANPA's recent denial of Level 3's requests for growth codes contradicts all of the prior approvals and the *Number Pooling Order* requirements, and violates the FCC's *First Numbering Order*. Further, these stated requirements must be read in the context of §§ 94 and 96 of the *First Numbering Order*, which make it clear the intent of the Commission is to prevent carriers from "stockpiling" numbers in advance of increasing their geographic coverage within a state. The concern over "stockpiling" does not apply in the present case because Level 3 has been offering services in these rate centers already and is simply seeking to be able to meet continued demand in the rate centers now that it has surpassed the established utilization thresholds. Nothing has changed with respect to the fundamental requirements to obtain numbering resources or Level 3's circumstances to justify a determination that Level 3 is not certified in the areas in which it requested additional telephone numbers;

d. NANPA's decision to deny Level 3's requests for growth codes violates the FCC's *First Numbering Order* §§ 96 and 97, the *Delegation Order*, and the *Number Pooling Order*. As discussed above, Level 3 is "authorized to provide service in the area for which numbering resources are requested" by virtue of the authority granted Level 3 by the Commission in Order No. 23,011. Further, the fact that Level 3 is prepared to offer services within 60 days of the activation of numbering resources (*First Numbering Order*, at § 96) is demonstrated by Level 3's existing service offerings in the areas in which it requested additional numbering resources. Likewise, Level 3 can demonstrate that it will have the necessary facilities to serve the rate centers in which it requests numbers because Level 3 already has facilities serving those areas, either via its own facilities or interconnection with another LEC. Finally,

Level 3 is participating in number pooling and has demonstrated that its existing blocks are at or above the 75% fill-rate;

e. NANPA's decision to deny Level 3's requests for codes is arbitrary and capricious in that NANPA has previously provided IDT America, Corp. ("IDT") codes to provide the same type of services in New Hampshire for which Level 3 now seeks growth codes. For example, the Commission recently granted numbering resources to IDT, a CLEC competitor of Level 3, for the provision of services to MetroCast Cablevision of New Hampshire, LLC ("MetroCast") in connection with MetroCast's VoIP service offering in New Hampshire. *IDT America, Corp. and MetroCast Cablevision of New Hampshire, LLC, Joint Petition for Expedited Relief in the Granting of Numbering Resources*, Order Approving Settlement Agreement, Order No. 24,727 (Jan. 26, 2007). Significantly, the services IDT proposed to provide MetroCast in New Hampshire are similar to the service Level 3 provides now in New Hampshire – connectivity to the PSTN, "local number port-in and port-out, enhanced 911 interconnection, operator/directory assistance, directory listings, and numbering resources."³;

f. Further, in light of the FCC's *Time Warner* decision, the distinction between retail and wholesale providers of telecommunications services becomes irrelevant for purposes of obtaining interconnection. Specifically, the FCC determined that "because the Act does not differentiate between retail and wholesale services when defining 'telecommunications carrier' or 'telecommunications service, . . . telecommunications carriers are entitled to

³ *Id.* at 2. The similarity between the services IDT proposed to provide and those Level 3 currently provides customers in New Hampshire warrant similar treatment with respect to numbering resources. To the extent the Commission's support of the settlement agreement in the IDT case is based upon a requirement that all of the end users be physically located in the rate center for which numbering resources are requested – a requirement that could only be met by the ILEC or a cable company like MetroCast - such a requirement is discriminatory and violates the *First Numbering Order* and the *Delegation Order*.

interconnect and exchange traffic with incumbent LECs pursuant to section 251(a) and (b) of the Act for the purpose of providing wholesale telecommunications services.” *Time Warner Cable Request for Declaratory Ruling that Competitive Local Exchange Carrier May Obtain Interconnection Under Section 251 of the Communications Act of 1934, as Amended, to Provide Wholesale Telecommunications Services to VoIP Providers*, Memorandum Opinion and Order, WC Docket No. 06-55, DA 07-709 (rel. Mar. 1, 2007). See also *Berkshire Telephone Corporation et al. v. Sprint Communications Company, L.P., New York Public Service Commission, et al.*, 2006 U.S. Dist. LEXIS 78924 (Decided October 26, 2006), where the Court found that a CLEC and a cable company which were together providing local exchange service to end users, have rights under section 251 of the Telecommunications Act and rejected arguments that the incumbent telephone company was not required to provide interconnection to the CLEC because the CLEC did not have a direct relationship with the end users. Thus, “providers of wholesale telecommunications services enjoy the same rights as any ‘telecommunications carrier’ under [the Act]”. *Id.* at ¶ 9. The retail/wholesale distinction Staff has attempted to make in order to deny numbering resources to Level 3, flies in the face of the FCC’s conclusions and the Commission’s requirement to provide equitable access to numbering resources;

g. Finally, even though Level 3 has objected to the development and implementation of restrictions on use of numbering related to VNXX architectures, consistent with the Commission’s requirements for obtaining new NXX blocks, Level 3 has established and demonstrated a sufficient local nexus in the areas in which it provides service to be eligible for additional numbering resources in those areas. See CLBC FX-Eligibility list at

<http://www.puc.state.nh.us/Telecom/2004%20CLEC%20FX%20Reporting%20Companies.pdf>

Accordingly, Level 3 has satisfied the requirements for obtaining additional numbering resources in New Hampshire in all respects. NANPA failed to recognize that Level 3's current services and current utilization of numbering resources are more than sufficient to meet the requirements set out in ¶¶ 96 and 97 of the *First Numbering Order*, the *Delegation Order*, and this Commission's requirements.

13. The denial of access to numbering resources violates the authority over numbering resources that the FCC conditionally delegated to the Commission in the *Delegation Order*. In that order the FCC unequivocally stated that "[u]nder no circumstances should consumers be precluded from receiving telecommunications services of their choice from providers of their choice for want of numbering resources." *Delegation Order* at ¶ 9. The FCC's delegation of numbering authority to the Commission does not give the Commission authority to impose conditions on how a carrier does business. The FCC's rules require that the administration of telephone numbers achieve three goals: "(1) Facilitate entry into the telecommunications marketplace by making telecommunications numbering resources available on an efficient, timely basis to telecommunications carriers; (2) Not unduly favor or disfavor any particular telecommunications industry segment or group of telecommunications consumers; and (3) Not unduly favor one telecommunications technology over another." 47 C.F.R. § 52.9(a). The denial of additional numbering resources to Level 3 in this instance is tantamount to an illegal exercise of authority by the Commission.

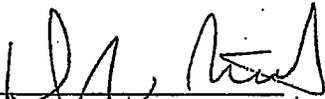
14. The denial of necessary regulated resources to permit Level 3 to conduct business in New Hampshire as it does in other states also implicates Level 3's constitutional rights under

the commerce, due process, and takings clauses of the United States Constitution. The denial also implicates Level 3's constitutional rights under the New Hampshire Constitution, Part 2 Article 83, which says: "Free and fair competition in the trades and industries is an inherent and essential right of the people and should be protected against all monopolies and conspiracies which tend to hinder or destroy it."

15. Level 3 stands prepared to exercise all reasonable and necessary efforts to conserve New Hampshire's numbering resources consistent with New Hampshire law and with the federal law, rules and FCC orders.

Accordingly, Level 3 respectfully requests that the Commission enter an order on an expedited basis requiring NANPA to grant Level 3's past and future code requests and grant such other relief as is just and equitable.

Respectfully submitted this 24 day of September, 2007.


Douglas L. Patch
Orr & Reno, P.A.
One Eagle Square
Concord, NH 03301
Phone: 603.224.2381
Direct Ext: 603.223.9161
Fax: 603.223.9061
E-mail: DPatch@orr-reno.com

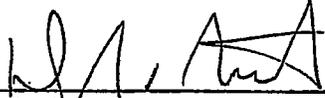

Michael P. Donahue
Greg L. Rogers
Senior Regulatory Counsel

Level 3 Communications, LLC
2300 Corporate Park Drive
Suite 600
Herndon, VA 20171
Telephone: (703) 234-8891
FAX: (703) 234-8830
E-mail: Michael.Donahue@level3.com

ATTORNEYS FOR
LEVEL 3 COMMUNICATIONS, LLC

CERTIFICATE OF SERVICE

The undersigned hereby certifies that a copy of this appeal has been sent by first class mail and electronically to the Office of Consumer Advocate on this 12th day of September, 2007.



Douglas I. Patch

Pooling Administration System

 sathish.ranganathan@level3.com (SP)

Sign Out

Part 1A

Type of Application ⁱ: New

Tracking Number :

1.1 Contact Information :

Note: If any of the contact info is incorrect, edit your user profile.

Block Applicant :

Company Name LEVEL 3 COMM - NH

Headquarters Address 1025 Eldorado Blvd

City Broomfield

State CO

Zip 80021

Contact Name Arunkumar Palanivelu

Contact Address 1025 Eldorado Blvd

City Broomfield

State CO

Zip 80021

Telephone (720) 888-2888

Fax

E-mail arunkumar.palanivelu@level3.com

Pooling Administrator ⁱⁱ:

Contact Name Dora Wirth

Contact Address 1800 Sutter St. Ste. 780

City Concord

State CA

Zip 94520

Telephone (925) 363-8706

Fax (925) 363-7684

E-mail dora.wirth@neustar.com

1.2 General Information

LRN Needed ⁱⁱⁱ NO

NPA 603

LATA 122

OCN ^{iv} 4017 - LEVEL 3 COMM - NH

Parent Company OCN 8824

Number of Thousands-Blocks
Requested ¹

Switch Identification (Switching
Identity/POI) ^v

City or Wire Center
Name

Rate Center ^{vi/sup>}

Rate Center Sub
Zone NA

1.3 Dates

Date of Application ^{vii} 06/20/2007

Requested Block Effective
Date ^{viii} 07/21/2007

Request Expedited Treatment **Y**

1.4 Type of Service Provider Requesting the Thousands-Block

a) Type of Service Provider **CAP OR CLEC**

b) Primary type of service
Blocks to be used for **Wireline**

c) Thousands-Block(s) (NPA-
NXX-X) assignment preference **603-968-6,**

d) Thousands-Block(s) (NPA-
NXX-X) that are undesirable
for this assignment, if any

e) If requesting a code for LRN
purposes, indicate which
block(s) you will be keeping
(the remainder of the blocks
will be given to the pool)

1.5 Type of Request

Initial block for rate center

Growth block for rate center **Yes**

Change block

Disconnect block

Remarks

I hereby certify that the above information requesting an NXX-X block is true and accurate to the best of my knowledge and that this application has been prepared in accordance with the Thousands-Block (NXX-X) Pooling Administration Guidelines (ATIS-0300066)

Instructions for filling out each Section of the Part 1A form:

Section 1.1 Contact information requires that Service Providers supply under "Block Applicant" the company name, company headquarters address, a contact within the company, an address where the contact person may be reached, in addition to the correct phone, fax, and e-mail address. The Pooling Administrator section also requires the Service Provider to fill in the Pooling Administrator's name, address, phone, fax and e-mail.

Section 1.2 Service Providers who need a thousands-block assignment or for an Location Routing Number (LRN) are required to fill in this section. If needed for an LRN, a CO Code Application needs to also be submitted to the PA. The Service Provider should supply the Numbering Plan Area (NPA); the Local Access Transport Area (LATA), which is a three-digit number that can be found in the Telcordia™ LERG™

Routing Guide. The Operating Company Number (OCN) assigned to the service provider and the OCN its parent company. An OCN is a four-character alphanumeric assigned by Telcordia™ Routing Administration (TRA). In addition, the number of thousands-blocks requested should be supplied. The Switch Identification as well as the city or wire center name, rate center, rate center sub zone; homing tandem and CLLI™ tandem of the facilities based provider^{vi}. Explanations of these terms may be found in the footnotes.

Section 1.3 The date the Service Provider completes the application should be entered in this section, as well as the Effective Date of the requested thousands-block.

Section 1.4 Service Providers should indicate their type, e.g., local exchange carrier, competitive local exchange carrier, interexchange carrier, CMRS. They also indicate the primary type of business in which the numbering resource is to be used. Service Providers also may indicate their preference for a particular thousands-block, e.g., 321-9XXX, or indicate any thousands-blocks that may be undesirable, e.g., 321-6XXX.

Section 1.5 Service Providers indicate the type of request. Initial requests are for first applications for thousands-blocks in a rate center, growth for additional thousands-blocks in a rate center in which the applicant already has numbering resources, and provide the required evidence as ordered by the FCC.

The thousands-block applicant certifies veracity of this form by signing their name, and providing their title and date.

Foot Notes:

ⁱ Identify type of and reason for change(s) in Section 1.5.

ⁱⁱ The Pool Administrator is available to assist in completing these forms.

ⁱⁱⁱ A CO Code application will also need to be submitted to the PA.

^{iv} Operating Company Number (OCN) assignments must uniquely identify the applicant. Relative to CO Code assignments, NECA-assigned Company Codes may be used as OCNs. Companies with no prior CO Code or Company Code assignments should contact NECA (800 524-1020) to be assigned a Company Code(s). Since multiple OCNs and/or Company Codes may be associated with a given company, companies with prior assignments should direct questions regarding appropriate OCN usage to (TRA) (732-699-6700).

^v This is an eleven-character descriptor of the switch provided by the owning entity for the purpose of routing calls. This is the 11 character CLLI™ code of the switch /POI.

^{vi} Rate Center name must be a tariffed Rate Center.

^{vii} Acknowledgment and indication of disposition of this application will be provided to applicant within seven calendar days from the date of receipt of this application. An incomplete form may result in delays in processing this request.

^{viii} Please ensure that the NPA-NXX of the LRN to be associated with this block(s) is/will be active in the network prior to the effective date of the block(s).

^{ix} Telcordia, LERG Routing Guide, and CLLI are trademarks of Telcordia Technologies, Inc.

— **Assignment activity suspended by the
administrator**

Explanation :

Further Action :

Remarks :

¹This is an eleven-character descriptor provided by the owning entity for the purpose of routing calls. This must be the CLLI™ Location Identification Code of the switching entity/POI shown on the Part 1A form. (Telcordia, LERG Routing Guide and CLLI are trademarks of Telcordia Technologies, Inc.)

Pooling Administrator
Dora Wirth
1800 Sutter St. Ste. 780
Concord, CA 94520
Phone: (925) 363-8706
Fax: (925) 363-7684

Exhibit 7

LEVEL 3 COMMUNICATIONS LLC

Petition for Authority to Provide
Local Telecommunications Services

Order Nisi Granting Authorization

O R D E R N O. 23,011

September 2, 1998

On July 21, 1998, Level 3 Communications L.L.C. (Level 3) filed with the New Hampshire Public Utilities Commission (Commission) a petition for authority to provide switched and non-switched local exchange telecommunications services, pursuant to the policy goals set by the New Hampshire Legislature in RSA 374:22-g, effective July 23, 1995.

The Legislature directed the Commission to adopt rules on or before December 31, 1996, to enforce the provisions of RSA 374:22-g. Effective December 4, 1996, the Commission adopted N.H. Admin. Rules, Puc Chapter 1300 which governs the petition of applicants to become competitive local exchange carriers (CLECs).

Pursuant to Puc Chapter 1300, an applicant's petition for certification shall be granted when the Commission finds that (1) all information listed in Puc 1304.02 has been provided to the Commission; (2) the applicant meets standards for financial resources, managerial qualifications, and technical competence; and, (3) certification for the particular geographic area requested is in the public good.

The Commission Staff (Staff) has reviewed Level 3's petition for compliance with these standards. Staff reports that they have provided all the information required by Puc 1304.02. The information provided supports Level 3's assertion of financial resources, managerial qualifications, and technical competence sufficient to meet the standards set out in Puc 1304.01(b), (e), (f), and (g). Staff, therefore, recommends approval of Level 3 as a New Hampshire CLEC.

Level 3 has provided a sworn statement and request for waiver of the surety bond requirement in Puc 1304.02(b) stating that they do not require advance payments or deposits of their customers. Staff recommends granting the waiver.

We find that Level 3 has satisfied the requirements of Puc 1304.01(a)(1) and (2). In addition, we find that certification of Level 3 in its intended service area, Bell Atlantic's current service area, is in the public good, thus meeting the requirement of Puc 1304.01(a)(3). In making this finding, as directed by RSA 374:22-g, we have considered the interests of competition, fairness, economic efficiency, universal service, carrier of last resort, the incumbent's opportunity to realize a reasonable return on its investment, and recovery by the incumbent of expenses incurred. This finding is further supported by the Telecommunications Act of 1996 (TAct). Because level 3 has satisfied the requirements of Puc 1304.01(a), we will grant certification.

As part of its application, Level 3 agreed to abide by

Bell Atlantic's present and future rates for intraLATA switched access or to charge a lower rate. If, at any point, Level 3 seeks to exceed Bell Atlantic's access rates it shall first contact the Staff to review the proposal. The Commission will monitor access rates as the intraLATA toll and local exchange markets develop. CLECs charging higher access rates than they, in turn, pay Bell Atlantic could inhibit intraLATA toll competition which would call into question Section 253 of the TAct.

Based upon the foregoing, it is hereby

ORDERED NISI, that Level 3's petition for authority to provide switched and non-switched intrastate local exchange telecommunications services in the service territory of Bell Atlantic, is GRANTED, subject, inter alia to the requirements of Puc 1304.03; and it is

FURTHER ORDERED, that request for waiver of the surety bond requirement per Puc 1304.02(b) is granted; and it is

FURTHER ORDERED, that the Petitioner shall cause a copy of this Order Nisi to be published once in a statewide newspaper of general circulation, such publication to be no later than September 9, 1998 and to be documented by affidavit filed with this office on or before September 16, 1998; and it is

FURTHER ORDERED, that all persons interested in responding to this Order Nisi shall submit their comments or file a written request for a hearing on this matter before the Commission no later than September 23, 1998; and it is

FURTHER ORDERED, that any party interested in responding to such comments or request for hearing shall do so no later than September 30, 1998; and it is

FURTHER ORDERED, that this Order Nisi shall be effective October 2, 1998, unless the Commission provides otherwise in a supplemental order issued prior to the effective date; and it is

FURTHER ORDERED, that the Petitioner shall file, ten days prior to commencing service, a rate schedule including the name, description and price of each service, with the Commission in accordance with N.H. Admin. Rules, Puc 1304.03(b).

By order of the Public Utilities Commission of New Hampshire this second day of September, 1998.

Douglas L. Patch
Chairman

Bruce B. Ellsworth
Commissioner

Susan S. Geiger
Commissioner

Attested by:

Thomas B. Getz
Executive Director & Secretary