

Tamar E. Finn
Direct Phone: 202.373.6117
Direct Fax: 202.373.6001
tamar.finn@bingham.com

May 22, 2009

VIA ELECTRONIC FILING

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

Re: Notice of Ex Parte Communication -- WC Docket No. 05-25
Special Access Rates for Price Cap Local Exchange Carriers

Dear Ms. Dortch:

On May 21, 2009, William P. Hunt, III, Vice President - Public Policy for Level 3 Communications, LLC ("Level 3"), and Tamar Finn and Michael Romano of Bingham McCutchen LLP met with Albert Lewis, Pamela Arluk, Jay Atkinson, Margaret Daily, Marvin Sacks, Bill Sharkey, and Deena Shetler of the Pricing Policy Division of the Wireline Competition Bureau.

The participants discussed Level 3's position regarding the data that should be collected to assess the state of special access competition. Level 3 expressed concern about any overly ambitious and potentially burdensome attempts to collect and analyze numerous data points from all carriers on a nationwide basis. Instead, Level 3 suggested that the Federal Communications Commission (the "Commission") should start by collecting a robust, but more narrow, set of data to support a manageable assessment of the extent of facilities-based competition with respect to special access services in specific Metropolitan Statistical Areas ("MSAs").

Specifically, if the Commission intends to collect data with respect to the state of competition in the special access market, Level 3 proposed that it should start by gathering information regarding each carrier's "lit" buildings -- *i.e.*, the buildings to which each carrier has deployed its own facilities and is able to provide service -- in a selected group of MSAs. Level 3 further stated that, if the Commission chooses to collect this information from competitors, it should collect the same data from incumbent local exchange carriers ("ILECs") for each wire center in those same MSAs to enable a wire center-by-wire center analysis and to provide a more complete depiction of the competitive landscape. Level 3 also urged the Commission to collect data from each ILEC with respect to the number of unaffiliated competitive collocators in each wire center in those MSAs that use transport facilities other than from the ILEC to transport traffic from that wire center. Finally, Level 3 advocated that the Commission gather information regarding any terms and conditions in ILEC pricing flexibility agreements that: (a) relate to the use or pricing of unbundled network elements; (b) restrict or place specific limitations on the amount of purchases a customer can make from other carriers (including commitments to purchase a specified percentage of services in a given serving

Boston
Hartford
Hong Kong
London
Los Angeles
New York
Orange County
San Francisco
Santa Monica
Silicon Valley
Tokyo
Walnut Creek
Washington

Bingham McCutchen LLP
2020 K Street NW
Washington, DC
20006-1806

T 202.373.6000
F 202.373.6001
bingham.com

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area from the ILEC); and/or (c) provide additional discounts, credits, or other benefits specifically for migration of services to the ILEC from other carriers.

Thank you for your attention to this correspondence. If you have any questions, please do not hesitate to contact me.

Sincerely yours,

/s/ electronically signed

Tamar E. Finn

cc (by e-mail):

Albert Lewis
Pamela Arluk
Jay Atkinson
Margaret Dailey
Marvin Sacks
Bill Sharkey
Deena Shetler