



Joseph C. Cavender
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May 22, 2013

Ex Parte

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

Re: *Domestic Section 214 Application for Transfer of Control of IP Networks Inc. to Level 3 Communications, LLC, WC Docket No. 13-100*

Dear Ms. Dortch:

On May 20, 2013, Kent Bressie of Wiltshire & Grannis LLP and I, on behalf of Level 3 Communications, LLC, spoke by telephone with Jodie May of the Wireline Competition Bureau's Competition Policy Division. We stated that the parties hoped to close the transaction promptly, in accordance with the streamlined schedule the Bureau adopted in this proceeding. We further urged the Bureau to keep the transaction on streamlined processing if possible.

The parties stand ready to provide any additional information that may assist with the review of the proposed transaction. If you have any questions, please contact me at (571) 730-6533 or joseph.cavender@level3.com.

Sincerely,

/s/ Joseph C. Cavender
Joseph C. Cavender

cc: Jodie May