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FILED/ACCEPTED

MAY - 3 2013

Federal Communications Commission
Office of the Secretary
May 3, 2013

DATE STAMP & RETURN

BY HAND DELIVERY

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

Re: XO Communications, LLC Section 63.71 Application

Dear Ms. Dortch:

On behalf of XO Communications, LLC, ("XO Communications") and pursuant to section 63.71 of the Federal Communications Commission rules, 47 C.F.R. § 63.71(a), enclosed please find an original and four copies of XO Communications' Section 63.71 Application for the discontinuance of an international and domestic postpaid calling card service.

Also enclosed is a duplicate of this filing. Kindly date-stamp the duplicate and return it to the courier.

Respectfully submitted,



Denise N. Smith

Counsel to XO Communications, LLC

Enclosures

Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554

In the Matter of)
)
Section 63.71 Application of)
XO Communications, LLC)

SECTION 63.71 APPLICATION

XO Communications, LLC (“XO” or “Applicant”) hereby seeks authorization pursuant to Section 214(a) of the Communications Act of 1934, as amended (the “Act”), 47 U.S.C. § 214, and Section 63.71 of the Commission’s rules, 47 C.F.R. § 63.71, to discontinue its provision of a domestic telecommunications service to a limited number of enterprise customers. Specifically, XO is discontinuing the provision of its postpaid travel calling card (“Travel Card”) service to its enterprise customers throughout seven states.¹ The Travel Card service was not offered in any other states. The service to be discontinued is provided by XO’s operating subsidiary: XO Communications Services, LLC.

XO is a leading provider of local and long distance telecommunications services, interexchange access services, VoIP services, Internet access services and other information/enhanced services. Specifically, XO offers its customers a wide variety of VoIP services, local and long distance voice services, private line/network services, hosted services and carrier wholesale services. XO is authorized by the Commission to provide both interstate

¹ XO currently offers its Travel Card service to customers in Arizona, California, Colorado, Idaho, Nebraska, New Mexico and Utah.

and international telecommunications services.² XO also is authorized to provide intrastate telecommunications services in 49 states and the District of Columbia.³

XO is in the process of streamlining its product offerings. Accordingly, XO has decided to discontinue its Travel Card service to better focus on those services most requested by its customers. The Travel Card service enables enterprise customers to make long distance and international telephone calls by dialing an access number and entering a PIN code when the customer is away from the office. XO's Travel Card service is offered as an independent service offering and is not dependent on a subscriber purchasing other, traditional telecommunications services from XO. The proposed discontinuance of XO's Travel Card service will not result in harm to the affected customers because the Travel Card service generally is infrequently used. In addition, because XO's Travel Card service is provided on a postpaid basis, there are no issues regarding deposits and refunds to the affected customers. Moreover, the affected customers are sophisticated purchasers of communications services and can easily obtain alternatives to the Travel Card service, including use of cellular telephones or services from other service providers to make calls, in all of the areas where XO plans to discontinue the service.

² XO currently provides various international services through five wholly-owned subsidiaries: XO Communications Services, LLC. ("XOCS"), a Delaware limited liability company (*See* Report No. TEL-00942, DA No. 05-2397, rel. Sept. 1, 2005, citing June 2, 2005 letter of XO LLC in File No. ITC-214-20001117-00674; *see also* XO's *Section 63.24(f) Notification of Pro Forma Transfer of Control*, filed Sept. 16, 2011, noting the recent conversion of XOCS to a limited liability company ("*Pro Forma*")); XO Virginia, LLC, a Washington limited liability company, and XO Telecommunications of Nevada, LLC, a Delaware limited liability company (*See* Report No. TEL-00322S, File No. ITC-214-20001117-00674, rel. 12/1/00); XO International, LLC ("XO Intl."), a Delaware limited liability company (*See* Report No. TEL-01364, DA No. 09-1254, rel. June 4, 2009, citing May 8, 2009 letter of XO LLC in File No. ITC-214-20001117-00674; *see also Pro Forma* regarding recent conversion of XO Intl to a limited liability company); and XO NS, Inc., a Nova Scotia corporation (letter of XO LLC in File No. ITC-214-20001117-00674 filed November 5, 2007).

³ XOCS does not operate in Nevada and Virginia, where XO provides service through two additional subsidiaries: XO Telecommunications of Nevada, LLC and XO Virginia, LLC, respectively.

The Applicant provides the following information pursuant to Section 63.71 of the Commission's Rules:

1. Name and Address of Carrier: XO is located at 13865 Sunrise Valley Drive, Herndon, Virginia 20171-4661.

2. Date of Planned Service Discontinuance, Reduction or Impairment: The Applicant plans to discontinue the provision of its Travel Card service to the affected XO enterprise customers located throughout the seven states effective June 21, 2013. Applicant understands that this application will be automatically granted on the 31st day after public notice of filing unless the Commission notifies the Applicant to the contrary.

3. Points of Geographic Areas of Service Affected: XO proposes to discontinue the provision of its Travel Card service to the affected XO customers located throughout the states of Arizona, California, Colorado, Idaho, Nebraska, New Mexico and Utah. The Travel Card service was not offered in any other states.

4. Brief Description of Type of Service Affected: The communications service received by the affected XO enterprise customers is the Travel Card service. The service enables enterprise customers to make long distance and international telephone calls by dialing an access number and entering a PIN code when the customer is away from the office. XO's Travel Card is offered as an independent service offering and is not dependent on a subscriber purchasing other, traditional telecommunications services from XO.

XO is in the process of streamlining its product offerings and has decided to discontinue its Travel Card services to better focus on those services most requested by its customers. The proposed discontinuance of XO's Travel Card service will not result in harm to the affected customers because the Travel Card service generally is infrequently used. In addition, because

XO's Travel Card service is provided on a postpaid basis, there are no issues regarding deposits and refunds to the affected customers. Moreover, the affected customers are sophisticated purchasers of communications services and can easily obtain alternatives to the Travel Card service, including use of cellular telephones or services from other service providers to make calls, in all of the areas where XO plans to discontinue the service.

5. Brief Description of the Dates and Methods of Notice to All Affected Customers:

In accordance with the requirements of Section 63.71(a) of the Commission's rules, on April 18, 2013, XO sent written customer notice, by first-class mail, informing the affected customers of the planned June 21, 2013 discontinuance date. A sample copy of the notice to customers is appended hereto as Exhibit A.

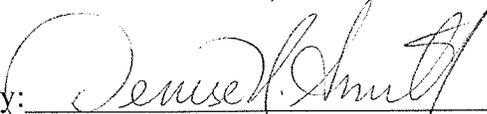
6. Whether the Carrier is Considered Dominant or Non-Dominant with Respect to the Service to Be Discontinued, Reduced or Impaired: Applicant is considered non-dominant with respect to the affected services.

In accordance with Section 63.71 of the Commission's Rules, a copy of this Application is being mailed to the Governor(s) and Public Service Commission(s) of the seven (7) states and to the Special Assistant for Telecommunications for the Secretary of Defense, concurrent with the filing of this Application.

Additional questions regarding this application may be addressed to the undersigned.

Respectfully submitted,

XO Communications, LLC

By:  _____

Denise N. Smith
Kelley Drye & Warren LLP
3050 K Street, NW - Suite 400
Washington, DC 20007
Tel: (202) 342-8400
E-Mail: dsmith@kelleydrye.com

Its Attorney

Dated: May 3, 2013

Exhibit A



13865 Sunrise Valley Drive
Herndon VA 20171

April 18, 2013

Re: IMPORTANT NOTICE REGARDING DISCONTINUANCE OF SERVICE

Dear XO Customer:

Effective June 21, 2013, XO Communications Services, LLC ("XO"), will no longer be providing to customers Travel Card Services ("Travel Cards"). This discontinuance impacts customers located in the states of Arizona, California, Colorado, Idaho, Nebraska, New Mexico, and Utah. Travel Cards enable enterprise customers to make long distance and international telephone calls by dialing an access number and entering a PIN code when the customer is away from the office. XO is in the process of streamlining its product offerings. Accordingly, XO has decided to discontinue its Travel Card to better focus on those services most requested by our customers. You are receiving this notice because your company appears in XO's records as a "customer-of-record" of Travel Card. As a result, we are furnishing you with notice sufficient to allow you to evaluate alternative providers, if you currently are using this service.

The Federal Communications Commission will normally authorize this proposed discontinuance of service unless it is shown that customers would be unable to receive service or a reasonable substitute from another carrier or that the public convenience and necessity is otherwise adversely affected. If you wish to object, you should file your comments as soon as possible, but no later than 15 days after the Commission releases public notice of the proposed discontinuance. Address them to the Federal Communications Commission, Wireline Competition Bureau, Competition Policy Division, 445 12th Street, SW, Washington, DC 20554, and include in your comments a reference to the § 63.71 Application of XO Communications Services, LLC. Comments should include specific information about the impact of this proposed discontinuance upon you or your company, including any inability to acquire reasonable substitute service.

If you have any questions, please contact your Customer CARE at 800.424.0583. We thank you for your business and look forward to continuing to serve you in other capacities.

Sincerely,

XO COMMUNICATIONS

CERTIFICATE OF SERVICE

I hereby certify that the foregoing Section 63.71 Application was served this 3rd day of May, 2013, by mailing true and correct copies thereof, postage prepaid, to the following persons at the addresses listed below.

Ernest G. Johnson
Executive Director
Arizona Corporation Commission
1200 West Washington Street
Phoenix, AZ 85007

The Honorable Janice K. Brewer
Arizona Governor
Executive Tower
1700 West Washington Street
Phoenix, AZ 85007

Michael C. Amato
Interim Director, Telecommunications
Division
California Public Utilities Commission
505 Van Ness Avenue
San Francisco, CA 94102

Office of Governor Edmund Brown
State Capitol
Sacramento, CA 95814

Doug Dean
Director
Colorado Public Utilities Commission
1560 Broadway, Suite 250
Denver, CO 80202

Office of Governor John Hickenlooper
136 State Capitol
Denver, CO 80203-1792

Jean Jewell
Commission Secretary
Idaho Public Utilities Commission
472 West Washington Street
Boise, ID 83702

Office of Governor C.L. "Butch" Otter
700 West Jefferson
Second Floor
Boise, ID 83702

Mike Hybl
Executive Director
Nebraska Public Service Commission
1200 N Street, Suite 300
Lincoln, NE 68508

Office of Governor Dave Heineman
PO Box 94848
Lincoln, NE 68509-4848

Regina Padilla
Secretary, Telecommunications Bureau
New Mexico Public Regulation Commission
P.E.R.A. Building
1120 Paseo De Peralta
Santa Fe, NM 87501

Office of Governor Susana Martinez
State Capitol
Fourth Floor
Santa Fe, NM 87501

Julie Orchard
Commission Secretary
Utah Public Service Commission
160 East 300 South, 4th Floor
Salt Lake City, UT 84114

Office of Governor Gary R. Herbert
Utah State Capitol
Suite 200
Salt Lake City, UT 84114

Secretary of Defense
Attn: Special Assistant for
Telecommunications
Pentagon
Washington, D.C. 20301

A handwritten signature in cursive script, reading "Denise N. Smith". The signature is written in black ink and is positioned above a horizontal line.

Denise N. Smith