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February 20, 2012

VIA ELECTRONIC FILING

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

Re: **Notice of *Ex Parte* Amendment of the Commission's Rules with Regard to Commercial Operations in the 3550-3650 MHz Band, GN Docket No. 12-354**

Dear Ms. Dortch:

On February 18, 2014, Xchange Telecom ("Xchange") met with John Leibovitz, Stephen Buenzow, Brian Regan and Paul Powell of the Federal Communications Commission's ("Commission's") Wireless Telecommunications Bureau ("WTB") to discuss the above-referenced docket number. Attending this meeting on behalf of Xchange was Mordy Gross, General Counsel, along with Tim Bransford of Bingham McCutchen LLP, outside counsel to Xchange.

During this meeting Xchange provided WTB with background on the company's use of the 3650-3700 MHz band to deliver a full suite of voice and data services to urban customers underserved by traditional telephone infrastructure. Xchange also discussed the potential shared federal and commercial use of the 3550-3650 MHz band, which is immediately adjacent to the 3650-3700 MHz band, and reviewed potential regulatory and operating parameters for commercial use of the shared band.

If you have any questions regarding this meeting, please do not hesitate to contact the undersigned. Attached to this ex parte letter is a copy of presentation materials circulated and reviewed with staff during the meeting.

Very truly yours,

/s/

Tim Bransford

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XCHANGE TELECOM

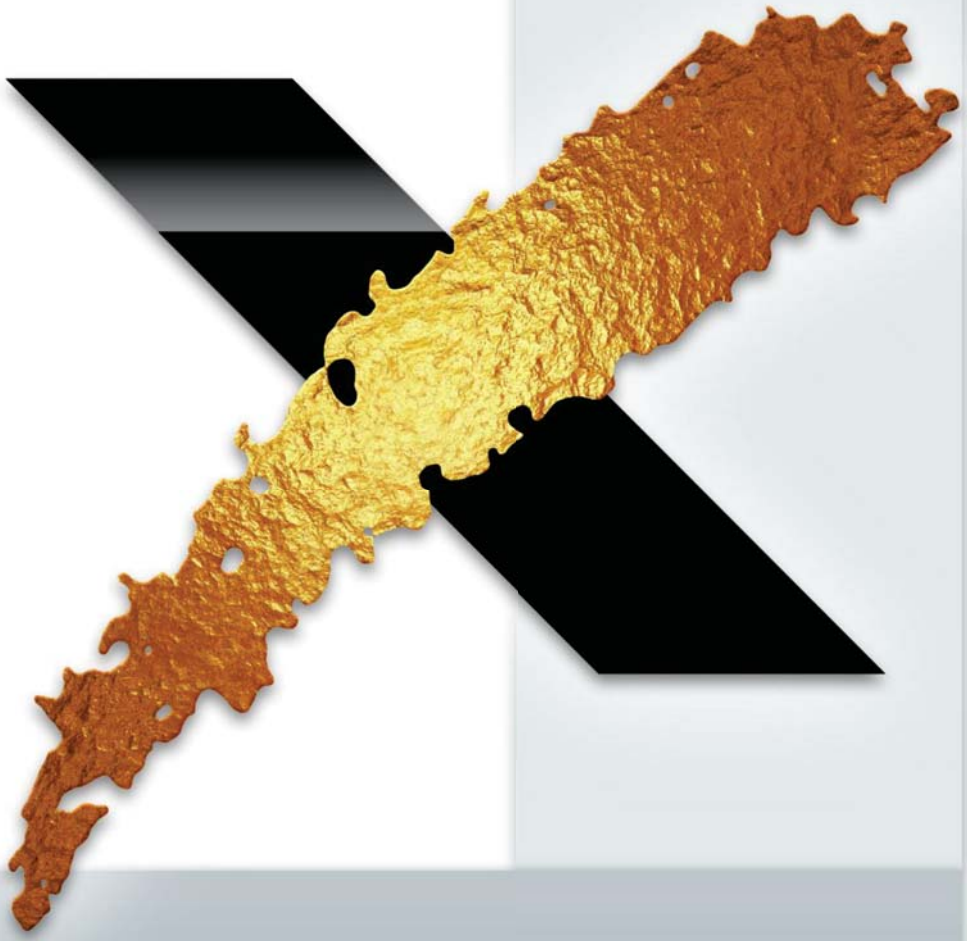
CORPORATE OVERVIEW

MISSION STATEMENTS

- To build the next generation of the wireless broadband edge in NYC and it's boroughs.
- To serve our customers with the highest quality telecom service
- To ensure that everyone has access to broadband and telecom

WHO XCHANGE IS

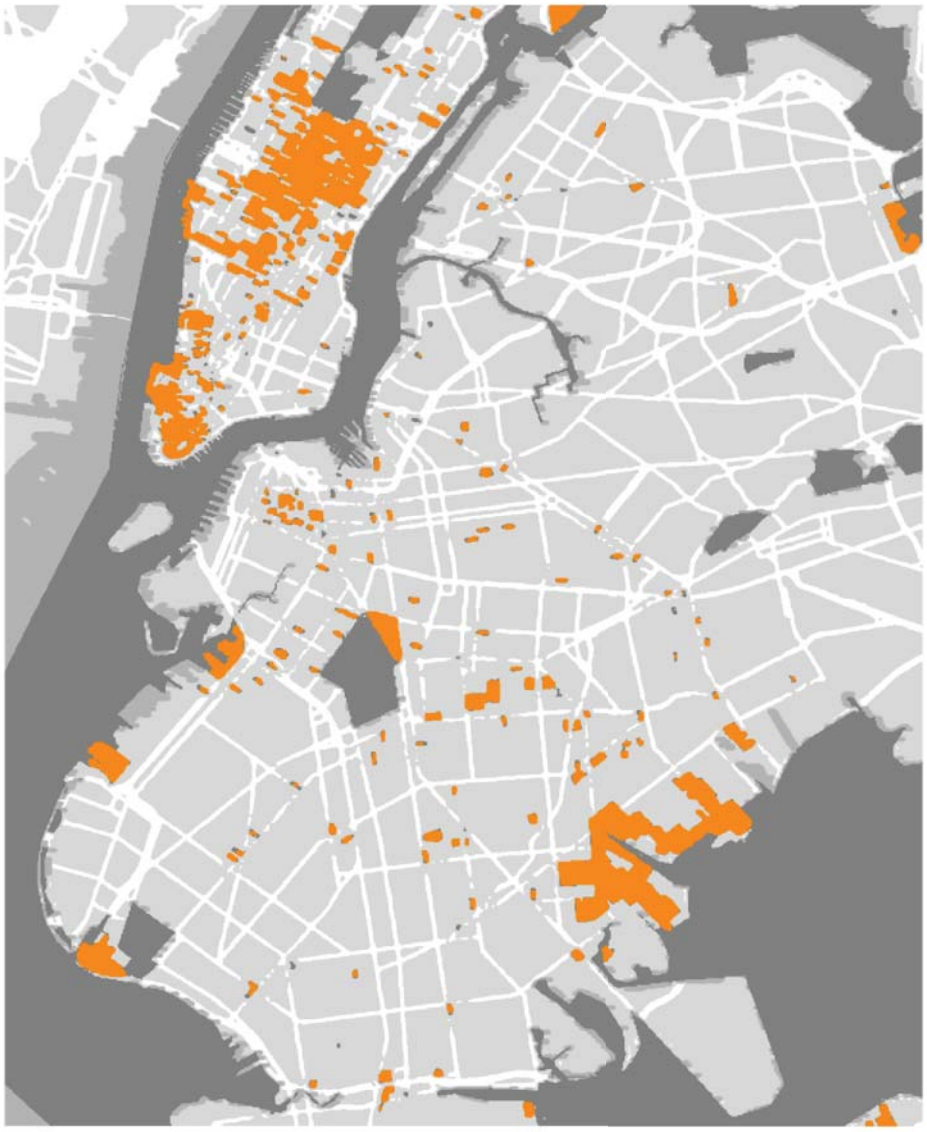
- Fully interconnected, NYC based communications provider that leverages it's own wireless, copper and fiber networks
- Business, residential and carrier services
- Selling an array of communications services from the actual edge of the network to the applications that ride on it: ethernet, internet, voice
- Leadership team of senior telecom executives with deep operations, sales and technology experience – i.e., have built, operated and sold billion dollar businesses
- Sales through direct, indirect and wholesale channels
- Over 25,000 customers located in the NY/NJ region



MEETING THE CHALLENGE

NYC/5 BOROUGHS

- APART FROM WALL STREET AND MIDTOWN MANHATTAN
  - Business class broadband is practically absent- even in 2013
  - Many NYC neighborhoods are lacking: i.e. Garment District, above 57th St, lower east side
  - Residential neighborhoods lack broadband
- CASE STUDY: BROOKLYN, NY
  - Xchange constructing coverage of the borough
  - Population: 2.4M – US's third largest city
  - Underserved – very little fiber or competition
  - Over 75,000 businesses, schools and medical facilities
  - Unlikely to ever be served with business-grade fiber
  - Continuously neglected by the incumbents
  - Broad leaps in fixed wireless technology bring the broadband edge

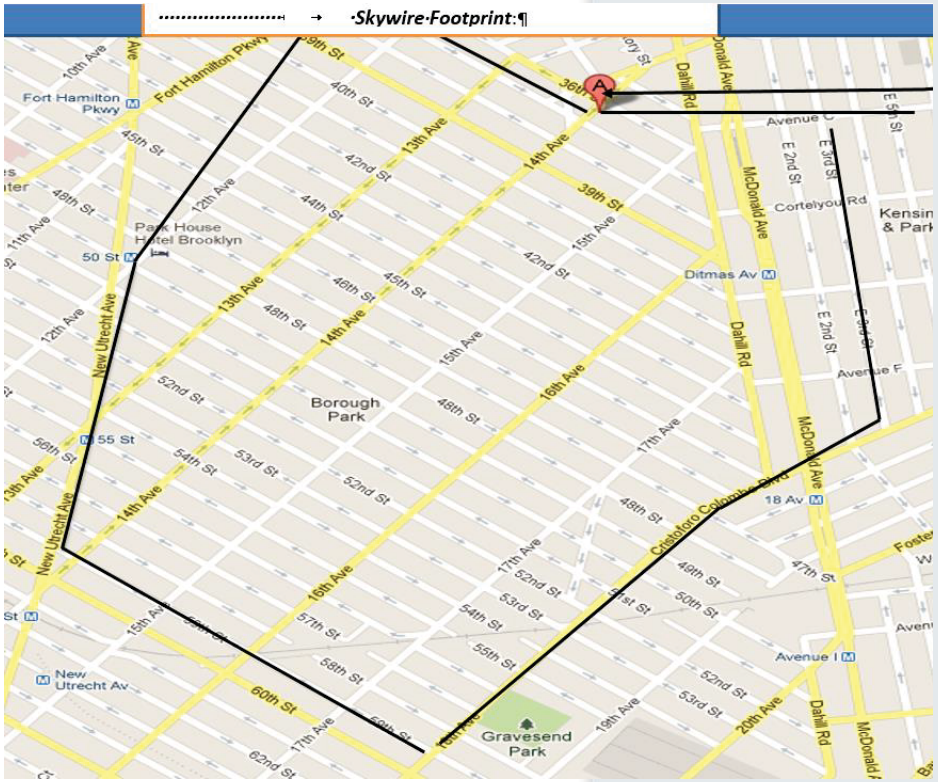


May 2013 chart for business fiber availability in Manhattan and Brooklyn. Source: broadbandmap.ny.gov/map

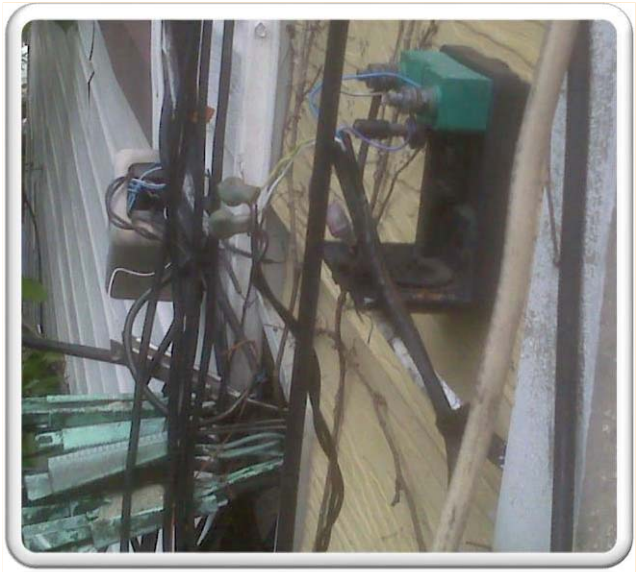
MEETING THE CHALLENGE

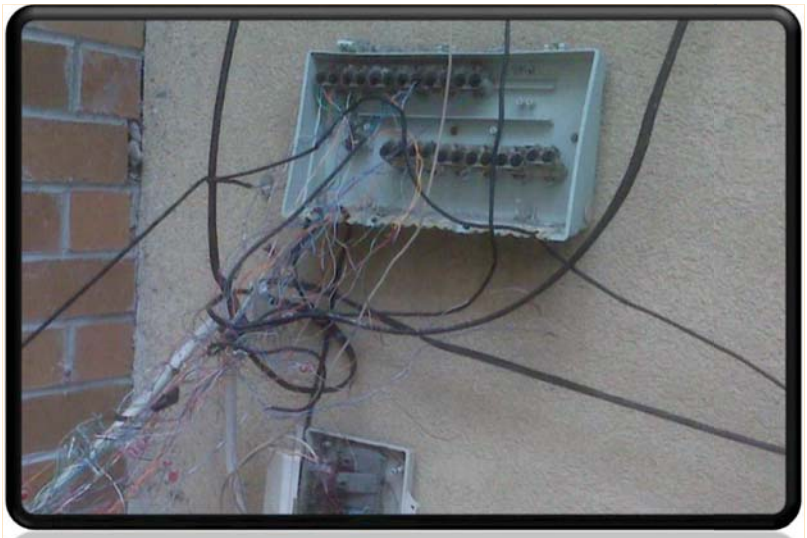
Brooklyn WiMax Network

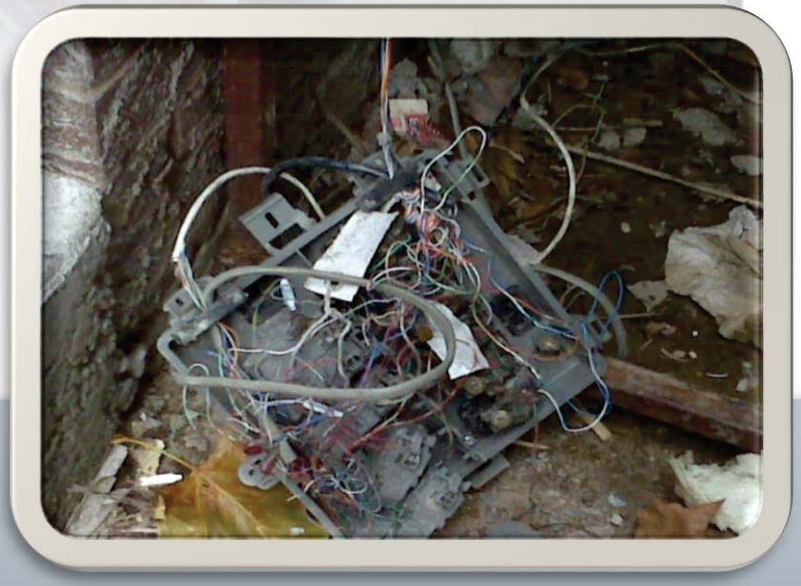
- Using 3.65GHZ, Xchange is expanding its fixed wireless residential network
  - 8 sectors using all 50MHZ of available spectrum
  - Potential of over 5000 Xchange customers and over 35,000 households
  - Area is underserved by cable and has no fiber to the premises
  - Data services at 15/2Mbps
  - Rest of footprint served with point-to-point links to apartment buildings, serving an additional 5000 Xchange customers.



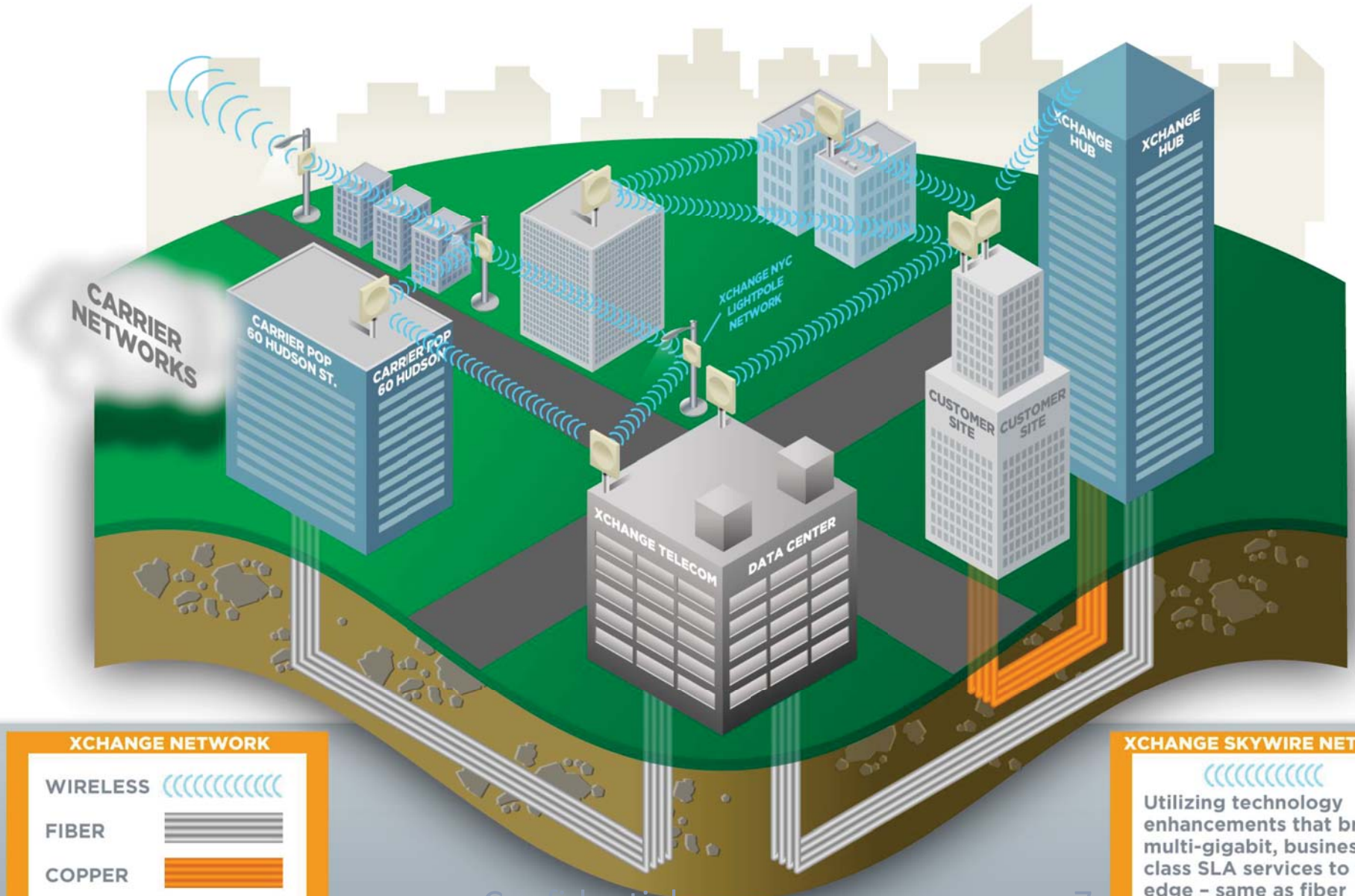
BROOKLYN'S BROADBAND INFRASTRUCTURE







XCHANGE SERVICE MODEL



XCHANGE NETWORK

WIRELESS

FIBER

COPPER

XCHANGE SKYWIRE NETWORK

Utilizing technology enhancements that bring multi-gigabit, business-class SLA services to the edge – same as fiber

CURRENT BUILDING LIST

HUBS & MULTITENANT

Building Name	Address	City	Type
1528 49th St.	1528 49th St.	Brooklyn	Hub
275 7th Ave	275 7th Ave	New York	Hub
470 Vanderbilt	470 Vanderbilt Av	Brooklyn	Hub
Bush Terminal	882 3 Ave	Brooklyn	Hub
Ebbets Field	1720 Bedford Ave	Brooklyn	Hub
Xchange HQ	3611 14th Ave.	Brooklyn	Hub
1000 Dean St.	1000 Dean St.	Brooklyn	Business Multitenant
Bush Terminal	254 36th St	Brooklyn	Business Multitenant
Bush Terminal	253 36th St.	Brooklyn	Business Multitenant
Bush Terminal	88 35th St.	Brooklyn	Business Multitenant
Bush Terminal	33 35th St.	Brooklyn	Business Multitenant
Bush Terminal	88 34th St.	Brooklyn	Business Multitenant
Bush Terminal	920 3 Ave	Brooklyn	Business Multitenant
Bush Terminal	203 37th St.	Brooklyn	Business Multitenant
Bush Terminal	32 33rd St.	Brooklyn	Business Multitenant
Bush Terminal	55 33rd St	Brooklyn	Business Multitenant
TOWER50	1575 50th St.	Brooklyn	Business Multitenant

Building Name	Address	City	Type
1358 47th St.	1358 47th St.	Brooklyn	Residential Multitenant
1358 53rd St.	1358 53rd St.	Brooklyn	Residential Multitenant
1401 55th St.	1401 55th St.	Brooklyn	Residential Multitenant
1455 55th St.	1455 55th St.	Brooklyn	Residential Multitenant
1472 52nd St.	1472 52nd St.	Brooklyn	Residential Multitenant
1536 51st St.	1536 51st St.	Brooklyn	Residential Multitenant
1681 49th St.	1681 49th St.	Brooklyn	Residential Multitenant
1753 47th St.	1753 47th St.	Brooklyn	Residential Multitenant
4217 16th Ave	4217 16th Ave	Brooklyn	Residential Multitenant
4515 12th Ave.	4515 12th Av	Brooklyn	Residential Multitenant
4611 12th Av	4611 12th Av	Brooklyn	Residential Multitenant
4702 15th Ave	4702 15th Ave	Brooklyn	Residential Multitenant
4910 17th Ave.	4910 17th Ave.	Brooklyn	Residential Multitenant
5118 14th Ave	5118 14th Ave	Brooklyn	Residential Multitenant
5420 15th Ave.	5420 15th Av	Brooklyn	Residential Multitenant
5601 14th Ave.	5601 14th Av	Brooklyn	Residential Multitenant

APPENDIX

NETWORK EDGE TECHNOLOGY COMPARISON

XCHANGE RECENTLY LIT THREE BROOKLYN, NY BUILDINGS FOR A MAJOR US TELECOM CARRIER

- Requested product was 100 mbps ethernet SLA circuit at each site, all brought back separately to the carrier's 111 8th, NYC POP
- Total miles of network add: 7.45 aggregate for the three sites
- Verizon was unable to deliver the circuits without special construction charges and an excessive install time
- There are no competitive fiber access providers anywhere in the area of these three buildings

Fiber

Xchange Fixed Wireless

OPTIONS

A: IF DONE VIA FIBER CONSTRUCTION

- Digging and trenching: ~$125/ft. x 39,336ft = $4,917,000
- Edge fiber equipment: $8,000-$40,000
- Landlord fees at edge location = $0 (in this case)
- System capability at edge:
  - Up to 2.5 gbps if Sonet optronics
- Time to install: order cancelled by carrier customer after 3 months without Verizon committing to install date – order given to Xchange
  - Enterprise class SLA (i.e. 4 9s)

B: AS DONE VIA FIXED WIRELESS EDGE

- Digging and trenching: $0/ft.
- Edge fixed wireless equipment: $12,000
- Landlord fees at edge location = $0 (in this case)
- System capability at edge:
  - 100 mbps
  - Up to 2 gig capability
- Time to install: 30 business days (promised in SLA and delivere d on time)
- Enterprise class SLA (i.e. 4 9s)

XCHANGE SKYWIRE SOLUTIONS

- ENTERPRISE LEVEL SOLUTIONS (Siklu/Ceragon)
  - Enterprise Level solutions provide up to 2GB of throughput using licensed spectrum.

$5000 - $20,000 PER LINK

- BUSINESS LEVEL SOLUTIONS (RAD/SAF/Cambium)
  - Business level solutions provide up to 250MB links, in both point-to-point and point-to-multipoint deployments, using unlicensed spectrum.

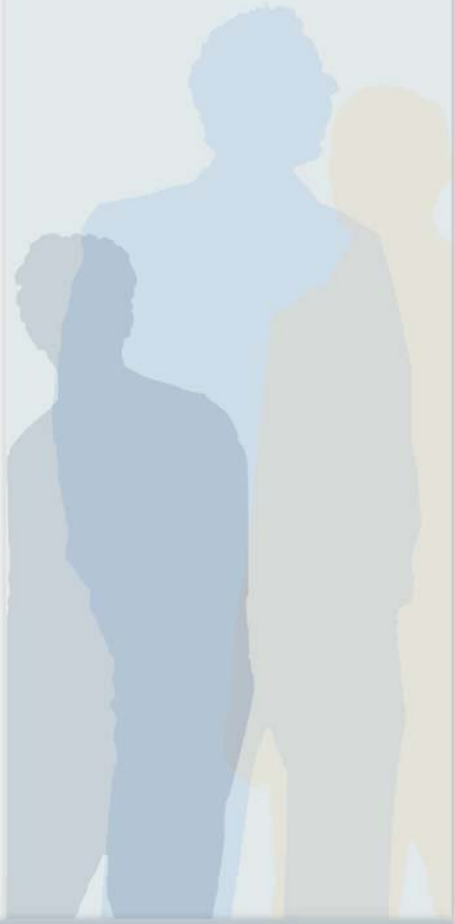
$2000 - $5000 PER LINK

- RESIDENTIAL LEVEL SOLUTIONS (Airspan)
  - Residential 4G network, using licensed spectrum, provides links up to 50MB.

$12,000 PER BS
$600 PER SUBSCRIBER INST.

XCHANGE BIOS

- ALFRED WEST
  CEO and co-founder
  Alfred West founded Xchange Telecom in 2002. Xchange Telecom has grown rapidly to over 25,000 customers and 100 employees. Prior to Xchange, Alfred was the founder of Destia communications, a global telecom enterprise with operations and customers in 11 countries and more than $350 million in annual revenue. Destia went public in May 1999 and was subsequently sold to Viatel in December 1999 for more than $1 billion

- DARREN FEDER
  President
  Darren Feder is President of Xchange Telecom. Darren joined the company in 2013 with a long history prior to that with both Alfred West and Alan Levy. Darren has 22 years in the telecom and technology industries, with significant background growing and leading organizations that design, sell, build and operate communication networks in the NYC region. Darren has held senior leadership positions with companies like Level 3, MCI and MFS, looking after >$500 million in revenue and leading large organizations with regional, national and global responsibility.

- ALAN LEVY
  Chairman and co-founder
  Alan is the Chairman and is a co-founder of Xchange Telecom. Prior to Xchange, Alan was President and COO of Destia Communications, helping build Destia into a global telecom enterprise with operations and customers in 10 countries and more than $350 million in annual revenue. Destia's May 1999 IPO was shortly followed in December 1999 by the sale of the company to Viatel in a transaction valued in excess of $1 billion. Alan is also the Chairman and CEO of Cinchcast, Inc. a cloud based enterprise webcasting and conferencing business.