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Via Electronic Transmission
& Hand-Delivery

Sharla Dillon, Docket Room Manager
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37243-0505
Email: sharla.dillon@tn.gov

filed electronically in docket office on 01/26/10

**Re: Docket 10-00009; Petition of Level 3 Communications, LLC for
Approval to Participate in Financing Arrangement;
Response to Data Request No. 1**

Dear Mrs. Dillon:

On behalf of Level 3 Communications, LLC., attached hereto, please find a response to the Authorities Data Request 1. The original response and four (4) copies will be delivered to your office shortly.

In addition, the Applicant requests CONFIDENTIAL treatment of its "Financing Agreement" as provided in Exhibit A to this filing. This information will be delivered under seal with the original response and marked "Confidential."

Thank you for your assistance in this matter. Should you have any questions regarding this filing, please do not hesitate to contact me.

Very truly yours,

FARRIS MATHEWS BOBANGO PLC



Charles B. Welch, Jr.

Attorney for Level 3 Communications, LLC.

**BEFORE THE TENNESSEE REGULATORY AUTHORITY
NASHVILLE, TENNESSEE**

Petition of)	
Level 3 Communications, LLC)	Docket No. 10-00009
for Approval to Participate in a)	
Financing Arrangement)	

RESPONSE TO DATA REQUEST NO. 1

Level 3 Communications, LLC (“Petitioner”), by undersigned counsel, hereby provides the following response to the Tennessee Regulatory Authority’s (“TRA”) Data Request No. 1 in the above-referenced docket:

1. Have the Petitioners applied for approval for financing from any federal agency? If so, what is the status of such petition or notification?

ANSWER: No, Petitioner has not applied for approval from or notified any federal agency for the financing transaction. No such approval or notice to the Federal Communications Commission is required for the financing transaction.

2. Provide a copy of the terms and conditions for the financing arrangement described in the *Petition*.

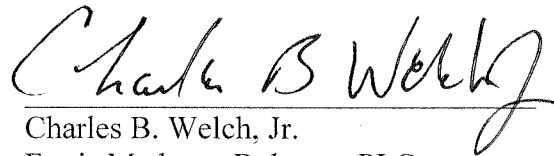
ANSWER: The CONFIDENTIAL agreement is provided under seal as Exhibit A. Petitioner respectfully requests that the Authority accord confidential treatment to the document submitted as Exhibit A. Exhibit A contains confidential information, which has not been made available to the public. General dissemination of the information contained in Exhibit A would therefore harm its position in the marketplace.

3. Will there be a change in the rates, terms or conditions of service as a result of the Petitioners' participation in the proposed financing arrangement?

ANSWER: No, Petitioner's participation in the proposed financing arrangement will not result in a change in the rates, terms or conditions of service.

For the reasons stated in the Petition, Petitioner respectfully submits that the public interest, convenience, and necessity would be furthered by a grant of the Petition, as supplemented.

Respectfully submitted,



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