



June 15, 2010

Via Overnight Delivery & Email

filed electronically in docket office on 06/15/10

Docket No. 10-00120

Ms. Sharla Dillon, Dockets and Records Director
Tennessee Regulatory Authority
Attn: Utilities Division
460 James Robertson Parkway
Nashville, TN 37243-0505

RE: Petition for Merger by Global Crossing Telemanagement, Inc. and Global Crossing Local Services, Inc.

Dear Ms. Dillon:

Enclosed for filing please find the original and four (4) copies of the Petition of Merger submitted on behalf of Global Crossing Telemanagement, Inc. and Global Crossing Local Services, Inc.

Please acknowledge receipt of this filing by returning, file-stamped, the extra copy of this cover letter in the self-addressed, stamped envelope enclosed for this purpose.

Any questions you may have pertaining to this filing should be directed to my attention at (407) 740-3004 or rnorton@tminc.com.

Sincerely,

Robin Norton,
Consultant to Global Crossing

RN/lm

cc: R. Edward Price - Global Crossing
file: Global Crossing Local Services, Inc. - TN
Global Crossing Telemanagement, Inc. - TN
tms: TNL1001

**BEFORE THE
TENNESSEE REGULATORY AUTHORITY**

PETITION FOR MERGER

of

GLOBAL CROSSING TELEMAGEMENT, INC.

into

GLOBAL CROSSING LOCAL SERVICES, INC.

Global Crossing Telemagement, Inc. ("GCTM") and Global Crossing Local Services, Inc. ("GCLS") hereby seek approval of the planned *pro forma* merger of GCTM into its affiliate GCLS. Following the transaction, GCTM will no longer exist and accordingly hereby requests cancellation of its authority effective as of the date of consummation of the merger as notified to the Authority.

I. THE PARTIES

GCTM was incorporated under the laws of the State of Wisconsin on October 14, 1982. Its principal office is located in New York. The company was originally authorized to provide resold local exchange service in Docket 97-07531 on July 2, 1998. GCTM is a wholly owned indirect subsidiary of Global Crossing Limited, a publicly traded (NASD: GLBC) Bermuda corporation with affiliates in the United States and several other countries providing telecommunications services. GCTM provides local exchange service on a resold basis to approximately 3 business accounts in Tennessee.

GCLS was incorporated under the laws of the State of Michigan on January 4, 1995. Its principal office is located in New York. The Company was originally authorized to provide facilities-based local exchange service in Docket 99-00120 on November 18, 1999. GCLS currently offers facilities based local exchange service primarily to small and medium-sized business customers. GCLS is also a wholly owned indirect subsidiary of Global Crossing Limited.

II. THE TRANSACTION

On or about September 30, 2010, GCTM will be merged into GCLS. At that time, all of the assets and customers of GCTM will be transferred to GCLS, and GCTM will cease to exist. Accordingly, GCTM requests cancellation of its authority upon consummation of the merger as notified to the Authority. Following the transaction, these customers will be served by GCLS. Therefore, GCTM's tariff will be adopted by GCLS in its entirety.

III. CUSTOMER IMPACT

The transition to GCLS will be transparent to the affected customers. There will be no changes to rates, terms or conditions of service and customer service contact information will remain the same. Most customers have individual account executives assigned to their account and there is no plan to make any changes to this arrangement. Finally, GCTM's customers will not incur any charges as a result of the change in service provider from GCTM to GCLS.

Written notice of the proposed merger will be provided to GCTM customers on or about July 31, 2010. The customer notification will advise customers of the following: (1) the pending change of their local carrier selection to GCLS; (2) there will be no interruption of or impact on their service; (3) there will be no change to service rates, terms or conditions of service or telephone numbers; (4) there will be no charges associated with their change to GCLS as their local retail carrier; (4) they have the option to select a different service provider if they prefer. The notification also includes the toll free number which customers may call for more information. A copy of the planned customer notification is attached as Exhibit A.

IV. CONTACT INFORMATION

Correspondence with regard to this filing should be sent to:

Robin Norton
Consultant to Global Crossing
Technologies Management, Inc.
2600 Maitland Center Parkway, Suite 300
Maitland, FL 32751
Telephone: (407) 740 - 3004
Facsimile: (407) 740 - 0613
Email: rnorton@tminc.com

The names and addresses of the individuals who handle regulatory affairs on behalf of GCTM and GCLS are:

R. Edward Price
Senior Counsel
225 Kenneth Drive
Rochester, New York 14623
Telephone: (585) 255 - 1227
Facsimile: (585) 334 - 0201
Email: ted.price@globalcrossing.com

and

Diane L. Peters
Director, Regulatory Affairs
225 Kenneth Drive
Rochester, New York 14623
Telephone: (585) 255-1425
Fax: (877) 766-2492
Email: diane.peters@globalcrossing.com

V. PUBLIC INTEREST STATEMENT

The proposed merger is an internal corporate reorganization that will reduce costs and provide enhanced operational and economic efficiencies for the surviving Global Crossing entities. Although there will be no immediate changes to customer rates, terms and conditions of service as a result of the merger, the savings associated with this internal corporate reorganization will provide greater opportunities to improve the price performance of services available to its customers. Consequently, granting this Application is consistent with the public interest.

WHEREFORE, for the reasons stated above, GCTM and GCLS submit that the public interest, convenience and necessity would be furthered by a grant of this Petition and respectfully request approval of the planned customer notification as filed, the merger between GCTM and GCLS, and cancellation of GCTM's certificate as requested herein.

STATE OF NEW YORK
COUNTY OF MONROE

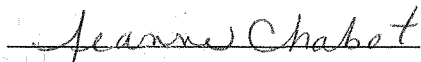
VERIFICATION

I, R. Edward Price, hereby declare, under penalty of perjury, that I am Senior Counsel for Global Crossing Telemanagement, Inc. and Global Crossing Local Services, Inc.; that I am authorized to make this verification on behalf of both named companies; that I have read the foregoing Petition; and that the facts stated therein are true and correct to the best of my knowledge, information and belief.



R. Edward Price
Senior Counsel
Global Crossing Telemanagement, Inc.
Global Crossing Local Services, Inc.

Sworn to and subscribed before me this 7th day of June, 2010.


Notary Public

My Commission expires:

JEANNE CHABOT
Notary Public, State of New York ·
No. 01CH6034835
Qualified in Ontario County
Commission Expires December 20, 2013

Global Crossing Telemanagement, Inc.

Exhibit A

Draft Customer Notification

[DATE]

Customers Name
Customers Address
City, State, Zip code

IMPORTANT NOTICE REGARDING A CHANGE IN YOUR TELECOMMUNICATIONS SERVICES

Dear Valued Customer:

This letter is to inform you of the upcoming merger of Global Crossing Telemanagement, Inc. into its sister company, Global Crossing Local Services, Inc., on or about September 30, 2010 ("Merger Date"). Following the merger, Global Crossing Local Services will assume responsibility for all services previously provided to you by Global Crossing Telemanagement.

Please rest assured this merger is part of a planned internal reorganization; there will be no interruption to impact on your current services. You will retain all service rates, features, terms and conditions of service and your telephone number(s). You will not incur any charges for the transfer of services to Global Crossing Local Services and **no action is required from you to continue your telecommunications service(s) with Global Crossing.**

You have the right to select a different carrier for the telecommunications service(s) at issue. If you do not wish to receive service from Global Crossing Local Services, you should select and contact an alternate carrier directly to make arrangements to complete the transfer of your service to the alternate carrier before **September 25, 2010**. If you choose to switch to an alternate carrier for services, you may incur a fee for the transfer of services to that alternate carrier.

In addition, should you have a term commitment with Global Crossing Telemanagement and you disconnect services or transfer to another carrier prior to the end of that term, you will be liable for early termination charges. The transfer to Global Crossing Local Services will have no impact on your term contract or commitment. Global Crossing Local Services will honor your contract with Global Crossing Telemanagement for the full length of its term.

Please note that if you are a customer of Global Crossing Telemanagement on the Merger Date, your account will automatically be transferred to Global Crossing Local Services.

If you have any questions about this transition or your service or billing prior to or after the actual Merger Date, you should contact your account manager or call us toll free at 800-466-4600.

About Global Crossing Local Services

Global Crossing Local Services is a sister company to Global Crossing Telemanagement with the same management personnel and dedicated customer service.

We thank you for your business and ongoing relationship with Global Crossing, and hope to continue providing you with quality service for many years to come.

Sincerely,

Global Crossing Telemanagement, Inc.
Global Crossing Local Services, Inc.