

Catherine Wang
Danielle Burt
catherine.wang@bingham.com
danielle.burt@bingham.com

April 26, 2012

Via Overnight Courier and Electronic Mail

Chairman Dr. Kenneth C. Hill
c/o Sharla Dillon, Dockets and Records Manager
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37243-0505
Sharla.Dillon@tn.gov

Re: Docket No. 11-00204 - Verified Joint Petition of Level 3 Communications, LLC, Broadwing Communications, LLC, WilTel Communications, LLC, TelCove Operations, LLC, Global Crossing Telecommunications, Inc. and Global Crossing Local Services, Inc. for Approval to Enter Into Certain Financing Arrangements
CONSUMMATION NOTICE

Dear Chairman Hill:

On behalf of Level 3 Communications, LLC, Broadwing Communications, LLC, WilTel Communications, LLC, TelCove Operations, LLC, Global Crossing Telecommunications, Inc. and Global Crossing Local Services, Inc. (collectively the "Petitioners"), this letter notifies the Tennessee Regulatory Authority that Petitioners have provided guarantees and related asset pledges as security for the Term Loan financing transaction described in the above-referenced Petition.

An original and four (4) copies of this letter are enclosed for filing. Please date-stamp the enclosed extra copy and return it in the envelope provided. A copy of this filing is also being submitted via electronic mail. Should you have any questions, please do not hesitate to contact us.

Respectfully submitted,



Catherine Wang
Danielle Burt

Counsel for Petitioners

Bingham McCutchen LLP
2020 K Street NW
Washington, DC
20006-1806

T +1.202.373.6000
F +1.202.373.6001
bingham.com