

PEÑA & ASSOCIATES, LLC

Attorneys at Law
4845 Pearl East Circle, Suite 101
Boulder, Colorado 80301

Telephone (303) 415-0409
Facsimile (303) 625-4073

E-mail: rpena@boulderattys.com

July 24, 2007

ELECTRONICALLY FILED ON July 24, 2007

Debra A. Howland, Executive Director & Secretary
New Hampshire Public Utilities Commission
21 S. Fruit Street, Suite 10
Concord, NH 03301

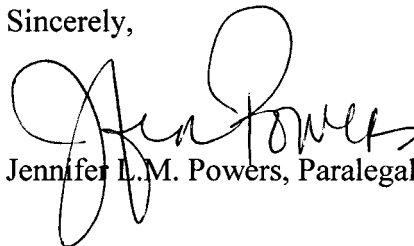
RE: VERIZON NEW ENGLAND INC., BELL ATLANTIC COMMUNICATIONS,
INC., NYNEX LONG DISTANCE COMPANY, VERIZON SELECT SERVICES INC.
AND FAIRPOINT COMMUNICATIONS, INC. Joint Application for Approvals Related to
Verizon's Transfer of Property and Customer Relations To Company to be Merged with and into
FairPoint Communications, Inc.
Docket No. DT 07-011

**LEVEL 3 COMMUNICATIONS, LLC'S MOTION TO WITHDRAW ITS
PETITION TO INTERVENE**

Dear Ms. Howland:

Enclosed please find the original and seven (7) copies of Level 3 Communications, LLC's
Motion to Withdraw Its Petition to Intervene in the above-captioned matter.

Sincerely,



Jennifer L.M. Powers, Paralegal

/jimp
Enclosures

cc: Service List (via e-mail)

THE STATE OF NEW HAMPSHIRE
BEFORE THE NEW HAMPSHIRE PUBLIC UTILITIES COMMISSION

Docket No. DT 07-011

RE: VERIZON NEW ENGLAND INC., BELL ATLANTIC COMMUNICATIONS, INC., NYNEX LONG DISTANCE COMPANY, VERIZON SELECT SERVICES INC. AND FAIRPOINT COMMUNICATIONS, INC. Joint Application for Approvals Related to Verizon's Transfer of Property and Customer Relations To Company to be Merged with and into FairPoint Communications, Inc.

MOTION TO WITHDRAW
ITS PETITION TO INTERVENE
OF LEVEL 3 COMMUNICATIONS, LLC

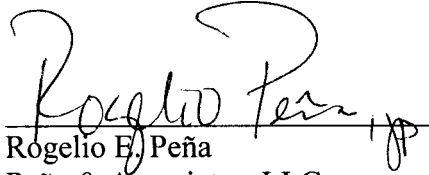
Level 3 Communications, LLC ("Level 3") filed a Petition to Intervene in this proceeding on February 22, 2007 for the limited purpose of ensuring that its existing interconnection rights would continue following the consummation of the proposed Transfer of Assets from Verizon New England Inc., et al. to FairPoint Communications, Inc. (FairPoint"). FairPoint has cooperated with Level 3 in addressing its concerns and Level 3 believes its participation in this proceeding is no longer necessary. As a result, Level 3 supports approval of the merger transaction without conditions and respectfully requests that its Motion to Withdraw be granted.

Upon approval of this motion, please remove the following contacts from your service lists, including e-mail distribution lists:

| | |
|---|---|
| Rogelio E. Peña Peña & Associates, LLC 4845 Pearl East Circle, Suite 101 Boulder, CO 80301 Tel. 303.415.0409 / Fax 303.625.4073 e-mail: rpena@boulderattys.com | Gregg Strumberger Regulatory Counsel Level 3 Communications, Inc. 1025 Eldorado Boulevard Broomfield, CO 80021 Te. 720.888.1780 / Fax 720.888.5134 e-mail: Gregg.Strumberger@Level3.com |
|---|---|

Dated this 24th day of July, 2007.

Respectfully submitted,



Rogelio E. Peña
Peña & Associates, LLC
4845 Pearl East Circle, Suite 101
Boulder, CO 80301
303.415.0409 - Telephone
303.625.4073 - Facsimile
rpena@boulderattys.com

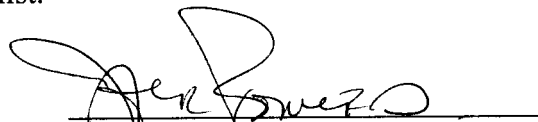
Counsel for Level 3 Communications, LLC

CERTIFICATE OF SERVICE

I hereby certify that a copy of the foregoing *Motion to Withdraw Its Petition to Intervene of Level 3 Communications, LLC in Docket No. DT 07-011* was filed electronically on this 24th day of July, 2007, and that the original and six (6) hard copies of same was sent via Federal Express on this 24th day of July, 2007, addressed to the following:

Debra A. Howland, Executive Director & Secretary
New Hampshire Public Utilities Commission
21 S. Fruit Street, Suite 10
Concord, NH 03301

I also hereby certify that on this 24th day of July, 2007, an electronic copy of same was to all parties on the service list.


Jennifer L.M. Powers