

XO Communications

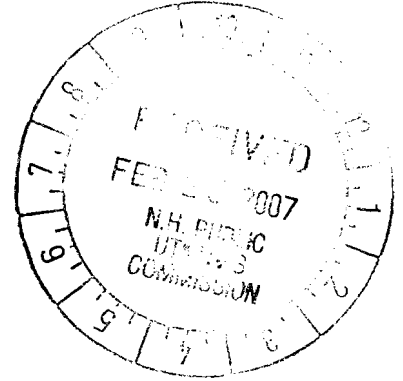


1601 Trapelo Road
Suite 397
Waltham, MA 02451
USA

Via Overnight Delivery

February 22, 2007

Ms. Debra A. Howland
Executive Director and Secretary
New Hampshire Public Utilities Commission
21 South Fruit Street, Suite 10
Concord, NH 03301-2429



Re: Verizon New England 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., DT 07-011

Dear Ms. Howland:

Enclosed please find XO Communications Services, Inc.'s Petition to Intervene in the above-reference proceeding. Please contact me if you have any questions.

Very truly yours,

Handwritten signature of Karen M. Poktul in black ink.
Karen M. Poktul

Enclosure

STATE OF NEW HAMPSHIRE

BEFORE THE PUBLIC UTILITIES COMMISSION

Verizon New England Inc. and FairPoint)
Communications, Inc. — Joint Application for)
Approvals Related to Verizon’s Transfer of) DT 07-011
Property and Customer Relations to Company)
to be Merged With and Into FairPoint)
Communications, Inc.)
_____)

XO COMMUNICATION SERVICES INC.’S

PETITION TO INTERVENE

XO Communications Services, Inc (“XO”) petitions to intervene in this proceeding. XO is certificated in New Hampshire and has an interconnection agreement with Verizon New Hampshire pursuant to which Verizon New Hampshire must provide XO access to unbundled network elements, interconnection, collocation, and other wholesale services.

The proposed sale by Verizon of its New Hampshire operating company may affect the obligations that Verizon has under the XO interconnection agreement. XO seeks to participate as a party to proceeding to ensure that Verizon’s wholesale obligations — if transferred to FairPoint — remain unchanged and constant so that XO retains its ability to compete in the same manner, and at no greater cost, after the proposed transaction as before.¹

The evidence and arguments that XO intends to present, in general, would include: (1) that the FairPoint acquiring entity should remain subject to all of Verizon’s

¹ Although XO does not currently actively compete with Verizon in New Hampshire, XO may do so at some time in the future. In addition, XO does vigorously compete in numerous other Verizon territories. XO is, therefore, interested in this proceeding in order to advocate the appropriate conditions be imposed regarding Verizon’s wholesale obligations.

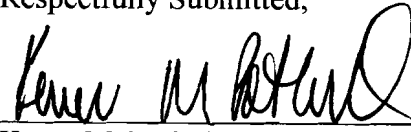
existing obligations with respect to CLECs under existing contracts as well as federal and state law; (2) that the acquiring entity should have the resources to fulfill all such obligations; and (3) that the acquiring entity be subject to all nondiscrimination requirements, including with respect to any Verizon affiliate that continues to do business in New Hampshire after the transaction.

The interests of justice and the orderly and prompt conduct of the proceedings will not be impaired by allowing XO to intervene. The Commission has just opened this docket, and XO is filing this petition in accordance with the schedule that the Commission established in the Order of Notice.

For these reasons, XO requests that it be permitted to intervene and requests that the following individual be included on the service list as XO's representative:

Karen M. Potkul
Executive Director, Regulatory Affairs
XO Communications Services, Inc.
1701 Trapelo Road, Suite 397
Waltham, MA 02451
v. (781) 693-3919
f. (949) 417-7270
karen.potkul@xo.com

Respectfully Submitted,



Karen M. Potkul
Executive Director, Regulatory Affairs
XO Communications Services, Inc.
1701 Trapelo Road, Suite 397
Waltham, MA 02451
v. (781) 693-3919
f. (949) 417-7270
karen.potkul@xo.com

February 22, 2007