

**APPLICATION FOR TRANSFER OF CERTIFICATE OF AUTHORITY TO
PROVIDE COMPETITIVE TELECOMMUNICATIONS SERVICES IN OREGON**

INSTRUCTIONS: Complete every applicable section of this application. Attach additional documents and/or sheets to complete responses (if needed). You will be notified when the Commission receives your application, and again when it has been processed. Upon acceptance of this application, the Commission will publish notice pursuant to ORS 759.020(2). After submitting this application electronically, mail one copy with original signature and all attachments.

Desired Effective Date:

To guarantee processing by the effective date, the Commission must receive an application at least 60 days prior to the desired effective date unless Commission Staff and Applicant have agreed to an earlier effective date. The Commission allows filing and notice prior to effective date of transaction. The Commission will issue an order on the desired effective date unless Applicant files a notice of extension or withdraws the application.

SECTION I -- Transferee/Surviving Entity Information

1. Exact Legal Name of Surviving Entity or Transferee:

Global Crossing Local Services, Inc.

Applicant's Assumed Business Name(s) (if any) (e.g., dba, aka)

Must be registered with the Corporation Division.

n/a

Applicant's Type of Legal Entity (e.g., corporation, limited partnership)

Corporation

Business Address

**225 Kenneth Drive
Rochester NY 14623**

Phone **(585) 255-1425**

Fax **(877) 766-2492**

Email

2. Name and Address of Person to be Contacted for Further Information Regarding This Application:

Robin Norton, Consultant to Applicant

2600 Maitland Center Parkway

Maitland FL 32751

Phone **(407) 740-3004**

Fax **(407) 740-0613**

Email **Rnorton@tminc.com**

3. Name and Address of Person to be Contacted for Regulatory Information (Commission will send requests for information to this person).

Diane L. Peters - Director, Regulatory Affairs

225 Kenneth Drive

Rochester NY 14623

Phone **(585) 255-1425**

Fax **(877) 766-2492**

Email **diane.peters@globalcrossing.com**

4. **Affiliated Interests:**

As of the date of the transfer, will you be, or are you now, or have you ever been affiliated with any provider of telecommunications service that serves Oregon? If so, who? When? Describe affiliation. Affiliated interest is defined in OAR 860-032-0001.

Please see Exhibit A.

5. Previous Certificates of Authority:

List each certificate of authority previously granted by the Oregon PUC to Applicant and to each affiliated entity, under a legal name, an assumed business name, or any other name. Include all certificates whether or not canceled. For each certificate include: name of entity, docket number, and order number.

	Name of Entity	Docket Number	Order Number
a.	Global Crossing Local Services, Inc.	CP372	98-522
b.			
c.			
d.			

SECTION II -- Transferring Entity (Transferor) Information

By completing this information the Transferor acknowledges that it will no longer have authority and cannot provide the telecommunications services that are transferred.

1. Exact Legal Name of Transferring or Merging Entity (Transferor):

Global Crossing Telemanagement, Inc.

Applicant's Assumed Business Name(s) (if any) (e.g., dba, aka)
Must be registered with the Corporation Division.

n/a

Applicant's Type of Legal Entity (e.g., corporation, limited partnership)

Corporation

Business Address

**225 Kenneth Drive
 Rochester NY 14623**

Phone **(585) 255-1425** Fax **(877) 766-2492** Email

2. Name and Address of Person to be Contacted for Further Information Regarding the Application:

**Robin Norton, Consultant to Applicant
 2600 Maitland Center Parkway
 Maitland FL 32751**

Phone **(407) 740-3004** Fax **(407) 740-0613** Email **Rnorton@tminc.com**

3. Name and Address of Person to be Contacted for Regulatory Information (Commission will send requests for information to this person). Please provide the email address:

**Diane L. Peters - Director, Regulatory Affairs
 225 Kenneth Drive
 Rochester NY 14623**

Phone **(585) 255-1425** Fax **(877) 766-2492** Email **diane.peters@globalcrossing.com**

4. Certificates of Authority to be Transferred:

- a. List each certificate of authority previously granted by the Oregon PUC to Transferor, under its legal name, an assumed business name, or any other name. Include all certificates whether or not canceled. For each certificate provide the name of entity, docket number, and order number.

	Name of Entity	Docket Number	Order Number
1)	Global Crossing Telemanagement, Inc.	UM101	CP368
2)			
3)			
4)			

- b. Do you request that ALL authority to provide telecommunications service be transferred? Yes No
- c. If response to 4.b. is No, describe what authority is to be transferred and what authority is to be retained by the Transferor.

Note: The transferring entity (Transferor) will no longer be authorized to provide the telecommunications services that are transferred.

SECTION III -- Nature of Transaction between Transferee and Transferor (describe in detail)

Please see attached Exhibit B - Notice of Merger for detailed description of merger.

Please use additional sheets if necessary to fully answer any item.

SECTION IV -- Conditions of a Certificate of Authority

As a condition of a certificate of authority, certificate holder must comply with all applicable Commission rules and state law, as well as conditions listed in the certificate.

For your convenience, following is a summary of some conditions from OAR 860-032-0001 et seq. (Division 32). Additional conditions will be specified in the certificate.

- a. Certificate holder shall provide only telecommunications services authorized by the certificate.
- b. Certificate holder's books and records shall be open to inspection by the Commission to the extent necessary to verify information required by the Commission's rules.
- c. Certificate holder shall pay all access charges and subsidies imposed pursuant to the Commission's rules.
- d. Certificate holder shall pay an annual fee to the Commission pursuant to the Commission's rules. This fee will be based on the certificate holder's annual gross retail intrastate revenues and will be no less than \$100 per calendar year. The certificate holder shall collect the fee by charging an equitable amount to each retail customer and describe the amount of the apportioned charge on each retail customer's bill, pursuant to the Commission's rules.
- e. The surviving entity (Transferee) is responsible for the annual PUC fee and all other fees incurred by the transferring entity (Transferor) as of the date the Commission approves the transfer.
- f. Certificate holder shall respond in a timely manner to Commission inquiries.

Pursuant to Residential Service Protection statutes, Chapter 290, Oregon Laws 1987, and Division 033, certificate holder shall be responsible to ensure that the Residential Service Protection Fund surcharge is remitted to the Commission. This surcharge is assessed against each paying retail subscriber at a rate that is set annually by the Commission.

Applicant understands that all services provided by Applicant must comply with all applicable Commission rules and state law, and with conditions of the certificate (check box at left).

<p><i>Signature of Person Authorized to Represent Transferee/Surviving Entity</i></p> <hr/> <p>Typewritten Name R. Edward Price</p>	<p>Title Senior Counsel</p> <p>Date 06/09/10</p>
<p><i>Person Authorized to Represent Transferring Entity (Transferor)</i></p> <hr/> <p>Typewritten Signature R. Edward Price</p>	<p>Title Senior Counsel</p> <p>Date 06/09/10</p>
<p>By signing this document I certify that I am a legal representative of this entity and that by transferring the authority to provide telecommunications to the above noted surviving entity, the transferring entity no longer has authority to provide telecommunications services that are transferred.</p>	

Exhibit A

Affiliated Interests

<u>Company Name:</u>	<u>Docket No./Order No.</u>
Global Crossing Telecommunications, Inc.	UM90; Order 87-357 on March 23, 1987
Budget Call Long Distance, Inc.	UM707; Order 94-1665 on November 9, 1994
Global Crossing North American Networks, Inc.	UM667; Order 94-944 on June 16, 1994
Global Crossing Local Services, Inc.	CP372; CP524 on January 6, 1998
Global Crossing Telemanagement, Inc.	UM-101; CP368; CP521 on May 12, 1987

Exhibit B

Notice of Merger

**NOTICE OF MERGER
AND CANCELLATION OF CERTIFICATION**

of

GLOBAL CROSSING TELEMAGEMENT, INC.

into

GLOBAL CROSSING LOCAL SERVICES, INC.

Global Crossing Telemagement, Inc. (“GCTM”) and Global Crossing Local Services, Inc. (“GCLS”) hereby provide notice relating to the planned *pro forma* merger of GCTM into its affiliate GCSL. Following the transaction, GCTM will no longer exist and, accordingly, requests the transfer of its certificate to GCLS effective upon consummation date of the merger as notified to the Commission.

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 CP368 on May 12, 1987. GCTM is a wholly owned indirect subsidiary of Global Crossing Limited, a publicly traded (NASDAQ: 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 4 business accounts in Oregon.

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 CP 372 on January 6, 1998. 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. GCTM hereby requests that its certification be transferred to GCLS. 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 virtually 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

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. 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 phone number. 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 **[30 days from date of this notice]**. 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 Transfer 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 Transfer 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.