

June 12, 2009

**VIA Email and UPS Next Day**

Frances Nichols  
Oregon Public Utility Commission  
550 Capitol St. NE, Suite 215  
Salem, OR 97308-2148


RE: *In the Matter of the Joint Application of Verizon Communications Inc. and Frontier Communications Corporation for an Order Declining to Asset Jurisdiction Over, or, in the alternative, Approving the Indirect Transfer of Control of Verizon Northwest Inc.*  
UM 1431

Dear Ms. Nichols:

Enclosed for filing in Docket UM 1431 is the original Petition to Intervene of XO Communications, Inc. (Errata) and the Certificate of Service (Errata). Both were filed on June 11, 2009 but were unsigned. In addition, we have corrected the address for XO Communications contact, Mr. Rex Knowles.

Very truly yours,

Davis Wright Tremaine LLP

  
Mark Trincherro

MPT:bl

Encls.

DWT 12981880v1 0050033-004795



## II.

All correspondence in this matter should be directed to:

Rex M. Knowles  
XO Communications, Inc.  
7050 Union Park Ave.  
Suite 400  
Midvale, UT 84047  
Telephone: (801) 983-1504  
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Mark P. Trincherro  
Davis Wright Tremaine LLP  
1300 SW Fifth Avenue  
Suite 2300  
Portland, Oregon 97201  
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## III.

XO has a substantial interest in the proposed transfer of control of Verizon Northwest Inc. (“Verizon”) to Frontier Communications Corporation (“Frontier”). XO is a facilities-based provider of telecommunications services in Oregon and is authorized to provide such services as a competitive telecommunications provider in the areas in which Verizon is the incumbent local exchange carrier (“ILEC”). Verizon is the second largest ILEC in Oregon. XO relies on interconnection with, and related services and facilities obtained from, Verizon to offer and provide service to customers in Verizon’s service territory. XO seeks to ensure that the proposed transaction will not adversely impact competition or XO’s right or ability to obtain the interconnection and related services and facilities it needs to provide its telecommunications services. XO therefore submits this Petition to Intervene because it is materially interested in, and will be substantially affected by, the Commission’s resolution of the issues presented in this proceeding.

## IV.

XO expects to participate in the docket and to contribute to the Commission’s review of the proposed transaction its perspective as a competing telecommunications service provider and wholesale customer. XO will address such issues as it deems relevant in this proceeding.

IV.

XO has knowledge and expertise that will assist the Commission and the parties in addressing the issues presented in this proceeding.

V.

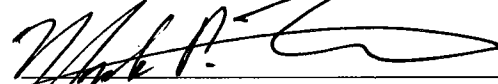
XO's appearance and participation will not unreasonably broaden the issues, burden the record, or unreasonably delay this proceeding.

**CONCLUSION**

XO's Petition to Intervene should be granted.

DATED this 12<sup>th</sup> day of June 2009.

DAVIS WRIGHT TREMAINE LLP



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Attorneys for XO Communications  
Services, Inc.

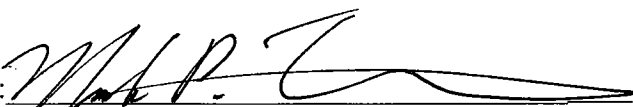
CERTIFICATE OF SERVICE

UM 1431

I hereby certify on this 11<sup>th</sup> day of June, 2009, a Petition to Intervene signed by Mark P. Trinchero on behalf of XO Communications Services, Inc. was sent via UPS overnight mail to the Oregon Public Utility Commission. A copy of the filing was sent electronically to the service list below:

Charles L. Best Attorney At Law 1631 NE Broadway #538 Portland, OR 97232-1425 <a href="mailto:chuck@charlesbest.com">chuck@charlesbest.com</a>	G. Catriona McCracken Legal Counsel/Staff Attorney Citizens' Utility Board of Oregon 610 SW Broadway, Suite 308 Portland, OR 97205 <a href="mailto:catriona@oregoncub.org">catriona@oregoncub.org</a>
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By:   
Mark P. Trinchero