

Section 1 - Bureau of Records Completes

Docket No. 040870-TX Date Docketed: 08/17/2004 Title: Request for waiver of carrier selection requirements of Rule 25-4.118, F.A.C., and for cancellation of CLEC Certificate No. 7143 held by Allegiance Telecom of Florida, Inc., due to corporate restructuring and merger with XO Communications Services, Inc. (f/k/a XO Florida, Inc.).

Company: Allegiance Telecom of Florida, Inc.
 XO Communications Services, Inc.
 XO Florida, Inc.

Official Filing Date: _____ Expiration: _____

Last Day to Suspend: _____

Referred to: _____

("O" indicates OPR)

CCA	(CMP)	ECR	FLL	GCL	MMS	PIF	RCA	SCR
	X			X				

Section 2 - OPR Completes and returns to CCA in 10 workdays.

Time Schedule

Program Module B7(b); B1(f)

WARNING: THIS SCHEDULE IS AN INTERNAL PLANNING DOCUMENT
 IT IS TENTATIVE AND SUBJECT TO REVISION.
 FOR UPDATES CONTACT THE RECORDS SECTION: (850) 413-6770

Staff Assignments

OPR Staff

Staff Counsel

OCRs
OCRs

	0	Current CASR revision level	Due Dates	
			Previous	Current
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Recommended assignments for hearing and/or deciding this case:

Full Commission _____ Commission Panel _____
 Hearing Examiner _____ Staff _____

Date filed with CCA: _____

Initials: OPR _____
 Staff Counsel _____

Section 3 - Chairman Completes

Assignments are as follows:

- Hearing Officer(s)

Commissioners						Hrg Exam	Staff
ALL	BZ	DS	JB	BD	DV		

Prehearing Officer					ADM
BZ	DS	JB	BD	DV	

DOCUMENT NO
 12/31/04
 14723-04

Where panels are assigned the senior Commissioner is Panel Chairman: the identical panel decides the case.
 Where one Commissioner, a Hearing Examiner or a Staff Member is assigned the full Commission decides the case.

Approved: _____
 Date: _____

Section 1 - Bureau of Records Complete

Docket No. 040870-TX Date Docketed: 08/17/2004 Title: Request for waiver of carrier selection requirements of Rule 25-4.118, F.A.C., and for cancellation of CLEC Certificate No. 7143 held by Allegiance Telecom of Florida, Inc., effective August 17, 2004, due to corporate restructuring and merger with XO Communications Services, Inc. (f/k/a XO Florida, Inc.).

Company: Allegiance Telecom of Florida, Inc.
 XO Communications Services, Inc.
 XO Florida, Inc.

Official Filing Date:

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CCA	(CMP)	ECR	FLL	GCL	MMS	PIF	RCA	SCR
	X			X				

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Staff Assignments

OPR Staff

T Williams

Current CASR revision level

Due Dates
 Previous Current

Staff Counsel

D Rockette-Gray

OCRs
 OCRs

Recommended assignments for hearing and/or deciding this case:

Full Commission Commission Panel
 Hearing Examiner Staff

Date filed with CCA: 08/26/2004

Initials: OPR
 Staff Counsel

1.	Staff Recommendation	NONE	09/09/2004
2.	Agenda	NONE	09/21/2004
3.	PAA Order - Close if No Protest	NONE	10/11/2004
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Section 3 - Chairman Completes

Assignments are as follows:

- Hearing Officer(s)

- Prehearing Officer

Commissioners						Hrg Exam	Staff
ALL	BZ	DS	JB	BD	DV		
X							

Commissioners					ADM
BZ	DS	JB	BD	DV	
					X

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Approved: BB/rw
 Date: 08/26/2004

Section 1 - Bureau of Records Completes

Docket No. 040870-TX Date Docketed: 08/17/2004 Title: Request for waiver of carrier selection requirements of Rule 25-4.118, F.A.C., and for cancellation of CLEC Certificate No. 7143 held by Allegiance Telecom of Florida, Inc., effective August 17, 2004, due to corporate restructuring and merger with XO Communications Services, Inc. (f/k/a XO Florida, Inc.).

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 XO Communications Services, Inc.
 XO Florida, Inc.

Official Filing Date: _____ Expiration: _____

Last Day to Suspend: _____

Referred to:

CCA	(CMP)	ECR	FLL	GCL	MMS	PIF	RCA	SCR
	X			X				

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Section 2 - OPR Completes and returns to CCA in 10 workdays.

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Program Module B7(b); B1(f)

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 FOR UPDATES CONTACT THE RECORDS SECTION: (850) 413-6770

Staff Assignments

OPR Staff	T Williams	1	Current CASR revision level	Due Dates	
				Previous	Current
		1.	Staff Recommendation	09/09/2004	09/23/2004
		2.	Agenda	09/21/2004	10/05/2004
		3.	PAA Order - Close if No Protest	10/11/2004	10/25/2004
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Staff Counsel	D Rockette-Gray	8.			
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		30.			
Recommended assignments for hearing and/or deciding this case:		31.			
		32.			
Full Commission <input checked="" type="checkbox"/> Commission Panel <input type="checkbox"/>		33.			
Hearing <input type="checkbox"/> Staff <input type="checkbox"/>		34.			
		35.			
Date filed with CCA: <u>09/09/2004</u>		36.			
		37.			
Initials OPR _____		38.			
Staff Counsel _____		39.			
		40.			

Section 3 - Chairman Completes

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- Hearing Officer(s)

Commissioners						Hrg Exam	Staff
ALL	BZ	DS	JB	BD	DV		
X							

Prehearing Officer

Commissioners					ADM
BZ	DS	JB	BD	DV	
					X

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Approved: BB/
 Date: Pending 9/14/04

Kay Flynn

From: Sally Simmons
Sent: Friday, July 30, 2004 3:55 PM
To: Tommy Williams
Cc: Kay Flynn; Beth Keating
Subject: FW: XO/Allegiance



FAX.TIF (31
KB)

Tommy, please see me Monday morning so that we can discuss. I'm thinking that XO needs a waiver of the slamming rules and approval for the acquisition (with respect to Allegiance's IXC entity, but not the CLEC entity), plus Allegiance's IXC registration and CLEC certificate need to be canceled once all RAFs are paid. I don't deal with these types of questions very often and need your thoughts. Thanks.

-----Original Message-----

From: Kay Flynn
Sent: Friday, July 30, 2004 3:06 PM
To: Sally Simmons; Karen Belcher
Cc: Beth Keating; Kimberley Pena; Nonnye Grant
Subject: XO/Allegiance

I received a fax a short time ago (copy attached) stating XO Communications, Inc. purchased Allegiance Telecom, Inc. 6/23/04 and asking us to change all mailing addresses for Allegiance to an XO address.

Wouldn't this kind of transaction need to be treated as a transfer and cancellation of Allegiance's CLEC cert and IXC registration, meaning XO needs to make a formal filing for docketing and PSC approval and acknowledgment? If so, Sally, could you have someone on your staff call and instruct them on how to proceed? We won't make any address changes till we hear back from CMP.

Karen, please note that the fax includes a request for "a copy of both the local and long distance returns filed by Allegiance for 07/01/03 - 12/31/03." Is he talking about RAFs? If so, can you have someone fax the forms to the fax number listed in his request?

Thanks.
Kay

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From: Kay Flynn
Sent: Friday, July 30, 2004 3:06 PM
To: Sally Simmons; Karen Belcher
Cc: Beth Keating; Kimberley Pena; Nonnye Grant
Subject: XO/Allegiance



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Thanks.
Kay

Tracking:	Recipient	Read
	Sally Simmons	Read: 7/30/2004 3:08 PM
	Karen Belcher	Read: 7/30/2004 3:33 PM
	Beth Keating	
	Kimberley Pena	Read: 7/30/2004 3:10 PM
	Nonnye Grant	Read: 7/30/2004 3:07 PM



Fax

To: Kay Flynn **From:** Martin Pfister
Fax: (850) 413-6745 **Pages:** (including cover)
Phone: (850) 413-6744 **Date:** 7/30/2004
Re: Allegiance Telecom Address Change **CC:**

- Urgent For Review Please Comment Please Reply Please Recycle

• **Comments:** Please change the mailing address on file for Allegiance Telecom and provide copies of the Local and Long Distance Allegiance returns for the period 7/03-12/03.



XO Communications, Inc.

1111 Sunset Hills Road
Reston, VA 20190
USA

Memo

To: Kay Flynn
From: Martin Pfister, Regulatory Tax Manager
Date: 7/30/2004
Re: Allegiance Telecom Change of Address due to acquisition by XO Communications, Inc.

On June 23, 2004, XO Communications, Inc. purchased Allegiance Telecom, Inc. (FEIN 75-2777353). Please change the all mailing addresses for Allegiance Telecom to the following:

XO Communications, Inc.
C/O Tax Department
11111 Sunset Hills Rd,
Reston, VA 20190

I have attached the Form 8-K which was filed appropriately with the SEC as proof of purchase. Please call me with any questions or concerns.

I would also like to request a copy of both the Local and Long Distance returns filed by Allegiance for 07/01/03-12/31/03. If you could fax those to (703) 547-2420 I would greatly appreciate it.

Thank you,

Martin Pfister
Property & Regulatory Tax Manager
(703) 547-2866
martin.g.pfister@xo.com

Form 8-K for XO COMMUNICATIONS INC

29-Jun-2004

Acquisition or Disposition of Assets and Financial Statements & Exhibits**Item 2. Acquisition or Disposition of Assets.**

On June 23, 2004, XO Communications, Inc. ("XO") announced that it completed its acquisition of the purchase of substantially all of the assets of Allegiance Telecom, Inc. for approximately \$322.0 million in cash, including \$11 million of adjustments for working capital, and 45.4 million shares of XO common stock. The cash portion of the purchase price was funded out of XO Communication's working capital. The terms of the purchase agreement, including the purchase price, were determined through arms-length negotiations between the parties thereto. Allegiance is a facilities-based national local exchange carrier that provides integrated telecommunications services to business, government and other institutional users in 36 major metropolitan areas across the United States.

A copy of the press release of the Company announcing the approval of the purchase is attached hereto as Exhibit 99.1.

Item 7. Financial Statements and Exhibits.

Exhibits. XO Communications, Inc.

99.1 Press Release of XO Communications, Inc., dated June 23, 2004.

040868

040869

040870

Kay Flynn

To: Sally Simmons
Subject: RE: XO of Florida

Thanks for the further clarification, Sally.....we'll take action when we get a filing or Tommy asks us to open dockets.

From: Sally Simmons
Sent: Tuesday, August 03, 2004 2:09 PM
To: Kay Flynn
Subject: FW: XO of Florida

FYI -- I talked with Tommy further and understand that Allegiance's old CLEC certificate and IXC registration will be canceled.

From: Tommy Williams
Sent: Tuesday, August 03, 2004 1:44 PM
To: Sally Simmons
Subject: RE: XO of Florida

All will be consolidated into XO communications

From: Sally Simmons
Sent: Tuesday, August 03, 2004 11:32 AM
To: Tommy Williams
Cc: Kay Flynn
Subject: RE: XO of Florida

Tommy, re. Allegiance's old CLEC and IXC entities, will the certificate/registration be canceled or held by XO?
Thanks.

From: Tommy Williams
Sent: Tuesday, August 03, 2004 11:21 AM
To: Sally Simmons
Cc: Kay Flynn
Subject: XO of Florida

FYI:
Talked to Julie this morning and I had forgotten about a letter that we received on July 19 that was in my in box. As soon as they get conformation back from Division of Corp. on another name change concerning all of XO subsidiaries I will open a docket to transfer and waive slamming. All is well and I will hole on the the name change information until this arrives.



Kay Flynn

To: Tommy Williams; Sally Simmons
Subject: RE: XO of Florida

Thanks, Tommy. We'll place this fax in the undocketed correspondence file and wait for an "official" document to open a docket.

Kay

From: Tommy Williams
Sent: Tuesday, August 03, 2004 11:21 AM
To: Sally Simmons
Cc: Kay Flynn
Subject: XO of Florida

FYI:
Talked to Julie this morning and I had forgotten about a letter that we received on July 19 that was in my in box. As soon as they get conformation back from Division of Corp. on another name change concerning all of XO subsidiaries I will open a docket to transfer and waive slamming. All is well and I will hole on the the name change information until this arrives.

8/3/2004

Kay Flynn

To: Tommy Williams
Subject: RE: New docket

040870 - TX

Thanks.

-----Original Message-----

From: Tommy Williams
Sent: Wednesday, August 18, 2004 8:32 AM
To: Kay Flynn
Subject: RE: New docket

Sounds good to me.

-----Original Message-----

From: Kay Flynn
Sent: Wednesday, August 18, 2004 8:31 AM
To: Tommy Williams
Subject: RE: New docket

So it's okay?

-----Original Message-----

From: Tommy Williams
Sent: Wednesday, August 18, 2004 8:31 AM
To: Kay Flynn
Subject: RE: New docket

Thanks

-----Original Message-----

From: Kay Flynn
Sent: Wednesday, August 18, 2004 7:24 AM
To: Tommy Williams
Subject: New docket

Tommy, I reworded this docket title somewhat. Please let me know if it's okay:

Request for waiver of carrier selection requirements of Rule 25-4.118, F.A.C., and for cancellation of CLEC Certificate No. 7143 held by Allegiance Telecom of Florida, Inc., due to corporate restructuring and merger with XO Communications Services, Inc. (f/k/a XO Florida, Inc.).

Thanks.

Kay |

Marguerite Lockard

PSC-04-0969-PAA-TX

From: LaSandra Givens
Sent: Wednesday, October 06, 2004 10:28 AM
To: CCA - Orders / Notices
Subject: Order / Notice Submitted

Date and Time: 10/6/2004 10:28:00 AM
Docket Number: 040870-TX
Filename / Path: 040870.drg.doc

3 pop

Paa order

12/0

CCA Official Filing

10/7/2004 10:03 AM*****

Matilda Sanders*1

Matilda Sanders

PSC-04-0969A-PAA-JX

From: LaSandra Givens
Sent: Thursday, October 07, 2004 9:43 AM
To: CCA - Orders / Notices
Subject: Order / Notice Submitted

lrg

Date and Time: 10/7/2004 9:42:00 AM
Docket Number: 040870-tx
Filename / Path: 040870a.drg.doc

Amendatory order

12/0

CCA Official Filing

10/8/2004 8:40 AM*****

Matilda Sanders*1

Matilda Sanders

PSC-04-0969B -PAA -TX

From: LaSandra Givens
Sent: Friday, October 08, 2004 8:30 AM
To: CCA - Orders / Notices
Subject: Order / Notice Submitted

Date and Time: 10/8/2004 8:30:00 AM
Docket Number: 040870-TX
Filename / Path: 040870a2.drg.doc

Amendatory order

12/10

Marguerite Lockard

PSC-04-1067-CO-TX

From: LaSandra Givens
Sent: Monday, November 01, 2004 9:08 AM
To: CCA - Orders / Notices
Subject: Order / Notice Submitted

Date and Time: 11/1/2004 9:08:00 AM
Docket Number: 040870-TX
Filename / Path: 040870co.drg.doc

Consummating order

2 pgs

12/0