VIA COURIER

Marlene H. Dortch
Secretary
Federal Communications Commission
445-12th Street, S.W.
Washington, D.C. 20554

Re: (1) XO Communications, Inc.
Application for Consent to Transfer Control of a Company Holding an
International Authorization Pursuant to Section 214
File No. ITC-T/C-20020221-00095

(2) XO Long Distance Services, Inc.
Application for Consent to Transfer Control of a Company Holding an
International Authorization Pursuant to Section 214
File No. ITC-T/C-20020221-00096

(3) XO Communications, Inc.
Petition for Declaratory Ruling Allowing Indirect Foreign Ownership
File Nos. ISP-PDR-20020221-00007

(4) XO Communications, Inc. and Certain Subsidiary Companies:
Application for Approval to Transfer Control of Companies Holding
Blanket Domestic Authorizations Under Section 214
IB Docket No. 02-50

Dear Ms. Dortch:

On February 21, 2002, XO Communications, Inc. ("XO") and certain subsidiary
companies filed applications and petitions, as captioned above, with respect to the proposed

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transfer of control of XO from Craig O. McCaw and the existing shareholders of XO to the new shareholders of XO, which will include, as 10 percent or greater shareholders, Forstmann Little & Co. Equity Partnership-VII, L.P., Forstmann Little & Co. Subordinated Debt and Equity Management Buyout Partnership-VIII, L.P., and an indirect wholly-owned subsidiary of Teléfonos de México, S.A. de C.V. By this letter, XO and the subsidiary companies (as appropriate) amend these applications and petitions to reflect the fact that XO, Debtor-in Possession ("XO DIP") has replaced XO as a result of XO’s filing of a voluntary petition for reorganization in the U.S. Bankruptcy Court for the Southern District of New York. See In re XO Communications, Inc., Case No. 02-12947 (Bankr.S.D.N.Y.), filed June 17, 2002. On June 19, 2002, XO made all required filings to reflect the pro forma assignment of XO’s licenses and pro forma transfer of control of the XO subsidiaries.

Please contact the undersigned counsel if you have any questions regarding this matter.

Respectfully submitted,

XO COMMUNICATIONS, INC.

By: 

Brad Mutschelknaus
Joan M. Griffin
Its Attorneys

cc: George Li
Claudia Fox
Susan O'Connell
Imani Ellis-Cheek
Elizabeth Yockus
Bill Dever
CERTIFICATE OF SERVICE

I, Charles “Chip” M. Hines III, hereby certify that a true and correct copy of the foregoing letter from XO Communications, Inc. in the Matter of IB Docket No. 02-50 and in the Matter of File Nos. ITC-T/C-20020221-00095, ITC-T/C-20020221-00096 and ISP-PDR-20020221-00007 was served on this the 3rd day of July, 2002, on the individuals in the following list:

Delivered via U.S. Mail:

Scott Burnside
Senior Vice President, Regulatory
And Government Affairs
RCN Corporation
100 Lake Street
Dallas, Pennsylvania 18612

Charles “Chip” M. Hines III