

3 November 2014

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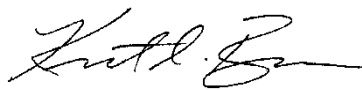
Ms. Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, D.C. 20554

*Re: Notice of Consummation, WC Docket No. 14-104,
FCC File Nos. SCL-T/C-20140707-00005 and ITC-T/C-20140707-00193*

Dear Ms. Dortch:

Pursuant to 47 C.F.R §§ 1.767(a)(11)(iii) and 63.24(e)(4), Level 3 Communications, Inc., notifies the Commission that it consummated its acquisition of tw telecom, inc. ("TWT"), including its acquisition of control of a joint interest in the cable landing license for the Hawaiian Islands Fiber Network held by TWT's subsidiary tw telecom of hawaii l.p. (FCC File Nos. SCL-MOD-20001025-00036 and SCL-MOD-20131114-00012) and the international Section 214 authorization held by TWT's subsidiary tw telecom holdings inc. (FCC File No. ITC-214-20000927-00570). The parties consummated the transaction on October 31, 2014.

Respectfully submitted,



Kent Bressie
Counsel for Level 3 Communications, Inc.

cc: Adrienne Downs
George Li
David Krech
Thomas Jones (Willkie, Farr & Gallagher LLP)