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November 11, 2010

Mr. John Smith, General Counsel
South Dakota Public Utilities Commission
Capitol Building, 1st Floor
500 E. Capitol Avenue
Pierre, South Dakota 57501

Re: Informational Filing of Global Crossing Telecommunications, Inc.,
Budget Call Long Distance, Inc. and Global Crossing North American
Networks, Inc. Regarding Their Intent to Provide Security In Connection
with Financing

Dear Mr. Smith:

On July 20, 2009, Global Crossing Telecommunications, Inc., Budget Call Long Distance, Inc. and Global Crossing North American Networks, Inc. (collectively, the "Companies" or "Parties"), by their attorneys, notified the South Dakota Public Utilities Commission ("Commission") of their intention to provide their guarantee, serve as borrowers or co-borrowers, or to otherwise provide security in connection with financings of up to \$1 billion being arranged for their parent company, Global Crossing Holdings Limited ("Parent") (Parent and the Companies, together the "Borrowers"). In 2009, to obtain the initial financing, the Parties issued guarantees as security for an amount of approximately \$750 million. As a courtesy, the Companies herein notify the Commission of their intent to provide their guarantees with respect to additional notes in an amount of \$150 million, which are scheduled to be issued as soon as November 15, 2010. The current commitments are a continued implementation of the comprehensive set of financings noticed last year. As previously, the Parties submit that the proposed financing does not require prior Commission approval, and thus, this information is being provided for informational purposes only.

The Companies are wholly-owned indirect subsidiaries of Global Crossing North America, Inc., a Delaware corporation, which is in turn a wholly-owned indirect subsidiary of Parent, an exempt company with limited liability organized under the laws of Bermuda (the Companies, Parent, and Global Crossing North America, Inc., collectively "Global Crossing"). The Companies and Global Crossing North America, Inc. are headquartered at 225 Kenneth

Drive, Rochester, New York 14623. Parent is headquartered at Wessex House, 1st Floor, 45 Reid Street, Hamilton HM 12, Bermuda, (441) 296-8600. In South Dakota, the Companies are authorized to provide intrastate telecommunications services.¹

In the July 2009 notification, the Parties described proposed financings under which the Parent and/or the Companies would obtain up to \$1 billion in financings through one or more arrangements with banks, other financial institutions and/or other types of investors (the "Financings"). The notice explained that the Financings may occur in multiple tranches at multiple times, and that the exact amounts and terms of each Financing would not be finalized until, in each case, the specific arrangement(s) were completed or shortly before funding of the various Financings, and would reflect the market conditions then existing.

Global Crossing explained that the funding providers would be banks, financial institutions, private lending institutions, private individuals, and/or other institutions, either individually or as a consortium, and that any maturity date would be subject to negotiation and depend on then current credit conditions. The notification explained that any interest rate would likely be the market rate and not determined until such time as each Financing was consummated. With respect to security for the Financings, the notification explained that the Companies may provide guarantees. The Parties described that the proceeds would be available to repay existing debt.

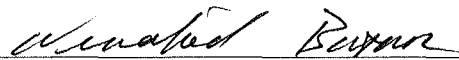
As noted above, the Parties engaged in a 2009 financing in which they gave guarantees as security for an amount of \$750 million consistent with the terms and conditions outlined in the Companies' notification. The instant financing is a bond offering of \$150 million in notes. Again, the terms are consistent with those outlined in the notification provided in 2009. Together, the total amount of the financings falls below the originally projected level of \$1 billion.

¹ See Docket TC93-040, revised January 12, 2000; Docket TC93-153, January 31, 1994; Docket TC94-039, June 21, 1994.

WHEREFORE, the Companies respectfully submit this filing for the Commission's information. However, should the Commission have any questions, please do not hesitate to contact the undersigned.

Respectfully submitted,

Global Crossing Telecommunications, Inc.
Budget Call Long Distance, Inc.
Global Crossing North American Networks, Inc.

By: 

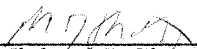
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Their Attorneys

VERIFICATION


I, Michael J. Shortley, III, am Vice President and General Counsel of Global Crossing North America, Inc. and am authorized to represent it and its subsidiaries and affiliates, and to make this verification on their behalf. The statements in the foregoing document relating to Global Crossing Limited and its subsidiaries, except as otherwise specifically attributed, are true and correct to the best of my knowledge and belief.

I declare under penalty of perjury that the foregoing is true and correct.



Michael J. Shortley, III
Vice President and General Counsel
Global Crossing North America, Inc.

Subscribed and sworn to before me this 11th day of November 2010.



Notary Public

My Commission expires: 8/20/2011

