

(b) THE MICHIGAN PUBLIC SERVICE COMMISSION HAS THE OBLIGATION TO REQUIRE THE PHONE COMPANIES TO PROVIDE DIRECT DIAL AUDIO WITH SERVICE AND TO REMOVE THE END OFFICE ESSENTIAL BELL FACILITY BARRIERS. THE TELECOMMUNICATION ACT OF 1996 FURTHER PROVIDES:

"Sec. 253 Removal of Barriers To Entry:

(a) In General: No State or local statute or regulation, or other State or local legal requirement, may prohibit or have the effect of prohibiting the ability of any entity to provide any interstate or intrastate telecommunications service.

II. THE MICHIGAN PUBLIC SERVICE COMMISSION HAS FAILED TO CARRY OUT ITS RESPONSIBILITY TO REQUIRE BELL AND GTE TO PROVIDE DIRECT DIAL AUDIO CORPORATION WITH SERVICE IN ACCORDANCE WITH THE FEDERAL TELECOMMUNICATION ACT OF 1996. DIRECT DIAL AUDIO REQUEST THE FCC AS STATED IN ACCORDANCE WITH SECTION 252 E (5) TO PREEMPT THE STATE COMMISSION JURISDICTION OF DIRECT DIAL PROCEEDING WITHIN 90 DAYS AFTER BEING NOTIFIED (OR TAKING NOTICE) OF SUCH FAILURE, AND THE FCC SHALL ASSUME THE RESPONSIBILITY OF THE STATE COMMISSION UNDER THIS SECTION WITH RESPECT TO THE PROCEEDING OR MATTER AND ACT FOR THE STATE COMMISSION AS CITED BY FEDERAL TELECOMMUNICATION ACT OF 1996 SECTION 252 E (5):

"Commission to act if state will not act: If a State commission fails to act to carry out its responsibility under this section in any proceeding or other matter under this section, then the Commission shall issue an order preempting the State commission's jurisdiction of that proceeding or matter within 90 days after being notified (or taking notice of such failure, and shall assume the responsibility of that State commission under this section with respect to the proceeding or matter and act for the State commission."

Direct Dial Audio Corporation has been aggrieved by the Michigan Public Service Commission failure to require the

Michigan Bell and GTE to provide it with service any party aggrieved by such failure of the commission to act may bring an action in appropriate Federal district court to determine whether the commission, Bell, GTE have failed to meet the requirements in accordance to the Federal Telecommunication Act of 1996 (a) 6:

"In a case in which a State fails to act as described in paragraph (5) the proceeding by the Commission under such paragraph and any judicial review of the Commission's actions shall be the exclusive remedies for the a State commission's failure to act. In any case in which a State commission makes a determination under this section, any party aggrieved by such determination may bring an action in an appropriate Federal district court to determine whether the agreement or statement meets the requirements of section 251 and this section.

III.

PRAYER FOR RELIEF

WHEREFORE Direct Dial Audio Corporation pray that:

1. Federal Communications Commission Common Carrier Bureau Enforcement Agency Division Of Consumer Protection Division assume the responsibility of the State Commission under the Federal Telecommunication Act Section 252 E (5) and require Bell and GTE to provide it with service, award damages and require Michigan Public Service Commission to act and abide in act in accordance to the Federal Telecommunication Act of 1996.
2. The Federal Communications Commission adjudge and decree

that defendant Michigan Bell, GTE comply with the consent decree and provide Direct Dial with service.

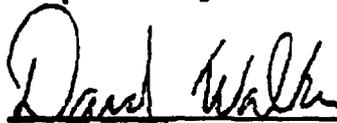
3. The Federal Communications Commissions adjudge and decree that Michigan Bell and GTE has monopolized or attempted to monopolize the information provider access by refusing to provide Direct Dial with service.
4. The Federal Communication Commissions adjudge and decree that Bell and GTE enter into an agreement by their actions or non actions which has the purpose or effect of unreasonably restraining trade in the information provider access telecommunication business services market in violation of Section 1 of the Sherman Act.
5. The Federal Communication Commission issue an injunction restraining Bell, GTE and their officers, directors employees, agents, representatives, successors and all other persons acting on their behalf, from engaging in specific exclusionary practices against Direct Dial Audio.
6. The Federal Communication Commission decree such other affirmative injunctive relief and enter such other orders as may be necessary to dissipate the effects of the violations of law alleged in this complaint and to insure that competitive conditions are restored in the business and information provider service market.

7. The Federal Communication Commission enter judgment in favor of the plaintiffs for treble the amount of their actual damages sustained as a consequence of defendants unlawful conduct, as provided by law.
8. The federal Communication Commission order Bell and defendant GTE to be required to pay the full cost of this action including reasonable attorney fees.
9. The federal Communication Commission fine and penalize the state of Michigan Public Service Commission for their failure to act in accordance to the Federal Telecommunication Act of 1996.
10. The federal Communication Commission grant plaintiffs such other, further and additional relief as the nature of the case may require and as may be just and appropriate to this Commission, both to promote competition and to protect users of the information provider telecommunication services.

MPSC Case No. U-11104 Attachment A
Question 8
Exhibit 8.21

11. The Federal Communication Commission provide directions
and instructions to Plaintiff on how to proceed before
this commission.

Respectfully submitted,



David Walker
President
Direct Dial Audio
5754 Duck Lake
Whitehall, Michigan
49461

(616) 7663478
(616) 780-4711 Ext 352

May 29, 1996



EC

Public Policy
Michigan Public Service Commission
Lansing, Michigan 48906
313.321.2000

Robert B. Reynolds
1996

November 12, 1996

Ms. Dorothy Wideman
Executive Secretary
Michigan Public Service Commission
6545 Mercantile Way
P.O. Box 30221
Lansing, Michigan 48989

Dear Ms. Wideman:

Re: MPSC Case No. U-11104-Confidential Responses to the
Market Conditions Report

Attached is the confidential portion of Ameritech's response to
Question 7d in MPSC Case No. U-11104. This information includes the
split of Business and Residence Local Service revenue.

This response constitutes trade secrets and commercial or
financial information which cannot be disclosed to unauthorized
persons without the consent of Ameritech pursuant to Section 210 of
the 1991 PA 179 as amended by 1995 PA 216.

If you have questions, feel free to call

Sincerely,

Robert B. Reynolds

Attachments

cc: Mr. W. Celio (cover letter only)



MPSC CASE NO. U-11104 ATTACHMENT A

QUESTION 7

EHIBIT 7d

(confidential portion)

CONFIDENTIAL

SOLELY FOR THE USE OF AMERITECH EMPLOYEES WHO HAVE A NEED
TO KNOW. NOT TO BE DISCLOSED TO OF USED BY ANY OTHER PERSON
WITHOUT PRIOR AUTHORIZATION.

Response 7d

Residence and Business Local Revenue:

<u>Description</u>	<u>USOA account</u>	<u>Revenue (000's)</u>
Business	5001.1	\$368,301
Residence	5001.2	\$433,208
Semi-Public	5001.3	\$1,531
Other basic Area	5001.9	<u>\$2,013</u>
Total Basic Area	5001	\$805,053

CONFIDENTIAL
SOLELY FOR THE USE OF AMERITECH EMPLOYEES WHO HAVE A NEED
TO KNOW. NOT TO BE DISCLOSED TO OF USED BY ANY OTHER PERSON
WITHOUT PRIOR AUTHORIZATION.

Ameritech

444 Michigan Avenue
Room 1750
Detroit, MI 48226
Office: 313-223-8033
Fax: 313-496-9326

Craig A. Anderson
Counsel

51

November 14, 1996

Ms. Dorothy Wideman
Executive Secretary
Michigan Public Service Commission
P.O. Box 30221
Lansing, MI 48909

Re: MPSC Case No. U-11104.

Dear Ms. Wideman:

Enclosed for filing in the above-referenced case is an original and fifteen copies of Ameritech Michigan's Motion For Protective Order.

Very truly yours,

Craig A. Anderson
(cc)

Enclosure

cc: All Parties of Record

CAA:jkt

STATE OF MICHIGAN

BEFORE THE MICHIGAN PUBLIC SERVICE COMMISSION

In the matter, on the Commission's own motion,)
to consider Ameritech Michigan's compliance) Case No. U-11104
with the competitive checklist in Section 271)
of the Telecommunications Act of 1996.)

**AMERITECH MICHIGAN'S MOTION
FOR PROTECTIVE ORDER**

Ameritech Michigan¹ requests that the Commission issue a protective order in this case in the form attached hereto as Exhibit A. The proposed protective order is substantively similar (modified to fit the circumstances of this proceeding) to the protective order recently entered in Case Nos. U-10860, U-11155, and U-11156, as amended by the Commission's order of October 16, 1996.

A protective order is required in this case to protect proprietary information which has been or will be filed in this case under seal pursuant to MCL §484.2210. The approval of the proposed protective order will enable other parties to this case to have appropriate access to confidential and proprietary information which is filed herein under seal. The disclosure of the confidential and proprietary information without the protection of a proposed protective order would result in substantial and irreparable harm to Ameritech Michigan in the competitive marketplace.

Pending entry of a protective order in this proceeding, Ameritech Michigan has made arrangements to make available confidential and proprietary

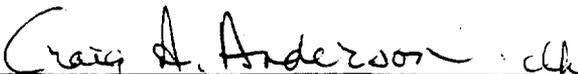
¹Michigan Bell Telephone Company, a Michigan corporation, is a wholly owned subsidiary of Ameritech Corporation, which owns the former Bell operating companies in the states of Michigan, Illinois, Wisconsin, Indiana, and Ohio. Michigan Bell offers telecommunications services and operates under the names "Ameritech" and "Ameritech Michigan" (used interchangeably herein), pursuant to assumed name filings with the state of Michigan.

information to other interested parties in order not to delay this proceeding. See attached copies of letters to counsel dated October 17, 1996 and November 13, 1996.

WHEREFORE, for the foregoing reasons, Ameritech Michigan requests that the Commission issue a protective order in this case in the form of Exhibit A attached hereto.

Respectfully submitted,

AMERITECH MICHIGAN



CRAIG A. ANDERSON (P28968)
444 Michigan Avenue, Room 1750
Detroit, Michigan 48226
(313) 223-8033

DATED: November 14, 1996

STATE OF MICHIGAN
BEFORE THE MICHIGAN PUBLIC SERVICE COMMISSION

In the matter, on the Commission's own motion,)
to consider Ameritech Michigan's compliance) Case No. U-11104
with the competitive checklist in Section 271)
of the Telecommunications Act of 1996.)
_____)

PROTECTIVE ORDER

It is hereby ORDERED that:

1. Confidential Information

For purposes of this Order only, "Confidential Information" consists of the total service long run incremental cost (TSLRIC) studies or other information submitted to the Michigan Public Service Commission (MPSC or Commission) pursuant to the provisions of the Michigan Telecommunications Act, as amended, MCL 484.2101 et seq. (MTA). For purposes of this Order, "Confidential Information" also consists of underlying work papers and cost data supporting the TSLRIC studies.

2. Use of Confidential Information

All Confidential Information made available pursuant to this Order shall be made available to counsel for the parties, as well as appropriate employees, witnesses, and consultants of the parties, for use solely in accordance with the terms and conditions of this Order, for the purposes of presenting evidence, preparing cross-examination, arguments, pleadings, or comments, including any administrative or judicial appeals. Counsel, employees, witnesses, and consultants, as described above, may not release Confidential Information to any other person except under the terms and conditions of this Order. Confidential Information

submitted in the instant proceedings may also be used for comparison, review, and other appropriate purposes in any other proceeding in which TSLRIC or TELRIC studies are placed at issue or in connection with the requirements of Section 304a(6) and 304a(7) of the MTA, subject to the terms and conditions of this Order.

Prior to the release of the Confidential Information to any individual or entity not a party or an employee of a party in this case, counsel for the requesting party shall provide counsel for the producing party an acknowledgment from such individual or entity that such individual or entity will abide by the terms of this order.

3. Delivery of Documentation

The Confidential Information submitted pursuant to this Order should be provided, when requested by a party, within 24 hours of a request.

Any underlying work papers and cost data subsequently requested by a party should be submitted to all parties within three days of receipt by Ameritech of the request.

Delivery of the Confidential Information to counsel will constitute delivery to a party.

Ameritech should clearly denote on each and every document submitted that information which it deems confidential pursuant to this Order.

4. Procedures

(a) Testimony. If the requesting party refers to Confidential Information in testimony, such reference(s) shall be placed in the sealed record as (an) exhibit(s) to such testimony.

(b) Seal. While in the custody of the Commission, the material containing Confidential Information shall be marked CONFIDENTIAL – SUBJECT TO

PROTECTIVE ORDER ISSUED _____, 1996 IN CASE NO. U-11104, and shall be placed in a separate portion of the record under seal, and the Commission shall take reasonable steps to protect such material from disclosure to persons not subject to the Order.

(c) Discovery. The procedures specified in this Order apply to all Confidential Information provided to any party or parties pursuant to discovery requests made prior to, during, or after hearings in cases to which the Order pertains.

(d) Transcripts, Pleadings, and Briefs. Any references to Confidential Information in the transcript, exhibits, briefs, pleadings, and comments in this proceeding shall be placed under seal and shall be placed in a separate section of such documents and submitted to the Commission under seal.

(e) Hearing Room Procedures. If Confidential Information is to be used in oral testimony, cross-examination, or argument, it shall be on sufficient notice to allow the presiding Officer an opportunity to take measures within her or his control to protect the confidentiality of the information.

(f) Segregation of Files. Parts of any writing, depositions reduced to writing, written examinations, interrogatories and answers thereto, or other written references or notes to Confidential Information, if filed with the Commission, shall be sealed, segregated in the files of the Commission, and withheld from inspection by any party not bound by the terms of this Order, unless such Confidential Information is released from the restrictions of this Order, either through agreement of the parties or, after notice to the parties and hearing, pursuant to an Order of the Commission and/or final order of a court of competent jurisdiction.

(g) Use of Sealed Information. No information under seal pursuant to this Order shall be used in any manner except pursuant to Commission Order or final order of a court of competent jurisdiction, after notice to the producing party and

hearing, either unsealing such information or providing for the use of such information.

5. Preservation of Confidentiality

No person who is afforded access to any Confidential Information by reason of this Order shall disclose the Confidential Information to anyone not specifically authorized to receive such information pursuant to the terms of this Order. Nor shall such persons use the Confidential Information in any manner inconsistent with this Order. All persons afforded access to Confidential Information pursuant to this Order shall keep the Confidential Information secure in accordance with the purposes and intent of this Order and shall adopt all reasonable precautions to assure continued confidentiality, including precautions against unauthorized copying, use, or disclosure thereof.

6. Rights Under the Order

The parties retain the right to challenge whether a document or information is, in fact, Confidential Information, including whether information is, in fact, proprietary information, and whether such information can be withheld under Paragraph 1 of this Order. The treatment of Confidential Information under this Order is not of precedential effect for other proceedings, except as indicated in this Order, and the parties retain their rights to dispute such treatment in this or any other proceeding.

7. Retention of Documents

Promptly upon completion of these proceedings, including any administrative or judicial review, all documents containing Confidential Information provided under the terms of this Order shall be returned to Ameritech, except that any notes

or comments or materials prepared by counsel for the requesting parties need not be returned. The obligation to return Confidential Information shall be satisfied by return of all the Confidential Information or submission of an affidavit that the Confidential Information has been destroyed, returned, or following reasonable search, is lost and cannot be located. Counsel for the requesting party or parties shall have the right to retain copies of the pleadings, orders, transcripts, briefs, comments, and exhibits in these proceedings.

8. Inapplicability

The obligations of this Order shall not apply to any Confidential Information if a party can demonstrate that it:

- (a) is or becomes available to the public through no breach of this Order;
- (b) was previously known by the party without any obligation to hold it in confidence;
- (c) is received from a third party free to disclose such information without restriction;
- (d) is independently developed by the party without the use of Confidential Information furnished to the party;
- (e) is approved for release by written authorization of the provider of the Confidential Information, but only to the extent of such authorization;
- (f) is required by law or regulation to be disclosed, but only to the extent and for the purposes of such required disclosure, or is submitted to a regulatory commission, agency, or court of competent jurisdiction under a protective agreement or order;
- (g) is disclosed in response to a valid order of a court of competent jurisdiction or governmental body, but only to the extent of and for the purposes of such order,

and only if the recipient first notifies the producer of the Confidential Information to seek an appropriate protective order.

IT IS SO ORDERED.

MICHIGAN PUBLIC SERVICE COMMISSION

Dated:



444 Michigan Avenue
Room 1750
Detroit, MI 48226
Office: 313-223-8033
Fax: 313-496-8326

Craig A. Anderson
Counsel

November 13, 1996

All Counsel of Record

Re: MPSC Case No. U-11104.

In connection with Ameritech Michigan's submission of information filed on November 12, 1996, Ameritech Michigan's response to Question 7(d) of Attachment A included confidential and proprietary information which was submitted to the Commission under confidential cover.

As you may recall, Ameritech Michigan has requested that the Commission enter a protective order in this proceeding following the format which has recently been entered in other proceedings (e.g., MPSC Case Nos. U-11148, U-11155, and U-11156). Pending entry of an order in this proceeding, and in order to make information available as soon as possible to interested parties, Ameritech Michigan has indicated its willingness to provide confidential information submitted herein to requesting parties upon execution of an acknowledgment agreeing to be bound by the terms of a protective order comparable to those entered in other proceedings. For your reference, I enclose a copy of my letter dated October 17, 1996 offering to make confidential information available in this proceeding and specified in the form of acknowledgment.

If you have already signed an acknowledgment and would like a copy of the confidential information submitted in connection with the latest filing, please let me know right away. Alternatively, if you will send me a request with an acknowledgment, I will forward the confidential information to you right away.

Please call if you have any questions.

Very truly yours,

A handwritten signature in black ink, appearing to read "Craig A. Anderson". The signature is fluid and cursive, with a long, sweeping underline that extends to the right.

Enclosure

CAA:jkt



Room 1750
Detroit, MI 48226
Office: 313-223-8033
Fax: 313-496-9326

Craig A. Anderson
Counsel

October 17, 1996

**Ms. Dorothy Wideman
Executive Secretary
Michigan Public Service Commission
6545 Mercantile Way, P.O. Box 30221
Lansing, MI 48909**

Re: MPSC Case No. U-11104.

Dear Ms. Wideman:

On October 4, 1996, Albert Ernst submitted a letter herein on behalf of his client, MCI, concerning reply comments to Ameritech Michigan's application for approval of a Statement of Generally Available Terms and Conditions (General Statement). Ameritech Michigan filed its application for approval of the General Statement on September 30, 1996. Based on the Commission's August 28, 1996 order, reply comments from interested parties would be due within 14 business days; i.e., by October 18, 1996.

Mr. Ernst expressed concern that Ameritech Michigan did not file a notice of intent to file information 5 business days before submitting its application for approval of the General Statement. However, in the Commission's August 28, 1996 order, a notice of intent to file information is required for the filing of information concerning Ameritech Michigan's compliance with the competitive checklist. (Page 3, Paragraph 2) The application for approval of the General Statement was not submitted to this Commission in this docket as a demonstration of Ameritech Michigan's compliance with the competitive checklist, but rather, was submitted pursuant to Paragraphs 5 and 6 of that order, which permits parties to file other information at any time in this docket. While Ameritech Michigan believes that the General Statement is appropriately part of the complete record which should be before this Commission in its consideration of general market conditions and checklist compliance, the application for approval of the General Statement is a separate process from the checklist compliance mandated by Section 271 of the federal Act. The filing of Ameritech Michigan's application for approval of the General Statement was made in this docket after consultation with the Commission Staff concerning the appropriate procedure, as was specifically directed by the Commission's August 25, 1996 order. (Page 4)

Therefore, Ameritech Michigan believes it is clear that there was no requirement for a notice of intent 5 days before filing.

In addition, Mr. Ernst's letter raises a concern regarding the conclusion of protective arrangements for information supporting the filing. Ameritech Michigan believes that the language requiring that protective arrangements be

**Ms. Dorothy Wideman
October 17, 1996
Page 2**

concluded prior to filing relates to the protective arrangements that are required to be concluded with your office; i.e., the submission of the documents under confidential cover.

However, in order to address this concern, Ameritech Michigan proposes the following.

First, Ameritech Michigan would hereby request that the Commission issue a protective order in this docket consistent with the terms and conditions of the protective orders recently approved in Case Nos. U-10860, U-11155, and U-11156, as amended by the Commission's order of October 16, 1996. Although such an order was entered in that docket by Administrative Law Judge Mace and a similar order was recently entered by Administrative Law Judge Frank Strother in Case No. U-11148, there is no Administrative Law Judge assigned to this docket with whom arrangements could be made to enter such a protective order.

Second, to facilitate getting this information to other parties as soon as possible, Ameritech Michigan is willing to provide the information immediately to other parties who, on an interim basis, agree to be bound by the terms of the protective order entered in those other dockets. Accordingly, Ameritech Michigan will forward the confidential information submitted in connection with this docket to any party whose counsel provides a statement to the following effect:

"Counsel for the undersigned party agrees that it will accept the confidential information from Ameritech Michigan submitted in connection with Case No. U-11104 and treat that information in a manner consistent with the protective order issued in Case Nos. U-10860, U-11155, and U-11156, as amended by the Commission's October 16, 1996 order therein, until a protective order is entered herein."

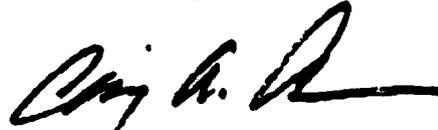
Ameritech Michigan will accept a facsimile request from the parties to this effect, followed by an original signature, in order to forward the information via overnight delivery.

As this arrangement will effectively make the information available to the parties, Ameritech Michigan would have no objection to extending the comment period on Ameritech Michigan's original filing from the original 14 business days to 14 business days from Monday, October 21, 1996 (i.e., by November 8, 1996). Although the original time period for response was established by the Commission's August 28, 1996 order, Ameritech Michigan would not object on timeliness grounds to any comments made in such a time frame. Therefore, no party would be prejudiced by any delay in obtaining the confidential information.

Ms. Dorothy Wideman
October 17, 1996
Page 3

I hope this resolves any issues raised by Mr. Ernst's letter. If you require any additional information, please let me know.

Very truly yours,

A handwritten signature in black ink, appearing to read "Craig A. Anderson". The signature is fluid and cursive, with a long horizontal stroke at the end.

Craig A. Anderson

cc: All Counsel of Record

CAA:jkt

STATE OF MICHIGAN
BEFORE THE MICHIGAN PUBLIC SERVICE COMMISSION

In the matter, on the Commission's own motion,)
to consider Ameritech Michigan's compliance)
with the competitive checklist in Section 271)
of the Telecommunications Act of 1996.)

Case No. U-11104

PROOF OF SERVICE

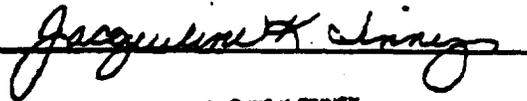
Craig A. Anderson, being first duly sworn, deposes and states that on the 17th day of October 1996, he served a copy of Ameritech Michigan's letter regarding proceedings upon the parties listed on the attached service list via facsimile.

Further, deponent sayeth not.



CRAIG A. ANDERSON

Subscribed and sworn to before me
this 17th day of October, 1996.



JACQUELINE K TONEY
Notary Public, Wayne County MI
My Commission Expires July 17 1998

SERVICE LIST

MPSC CASE NO. U-11104

**Roderick S. Coy
Stewart A. Binks
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Fax: 517-484-1246**

**Albert Ernst
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Lansing, MI 48933
Representing MCI
Fax: 517-374-9191**

**David Vogas
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Representing MPSC Staff
Fax: 517-334-7655**

**Norman Witte
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Representing WorldCom
Fax: 517-485-0187**

**Orjiakor N. Isiogu
Assistant Attorney General
Special Litigation Division
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Representing Michigan Attorney
General
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**Harvey J. Messing
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**Richard P. Kowalewski
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Representing Sprint
Fax: 913-624-5681**