

ORIGINAL

KIRKLAND & ELLIS EX PARTE OR LATE FILED

PARTNERSHIPS INCLUDING PROFESSIONAL CORPORATIONS

655 Fifteenth Street, N.W.
Washington, D.C. 20005

202 879-5000

Facsimile:
202 879-5200

Steven G. Bradbury
To Call Writer Directly:
(202) 879-5082
steven_bradbury@kirkland.com

March 9, 2000

BY HAND

Magalie R. Salas, Esq.
Secretary
Federal Communications Commission
The Portals
445 Twelfth Street, S.W.
12th Street Lobby, TW-A325
Washington, D.C. 20554

RECEIVED
MAR 09 2000
FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

Re: *CC Docket No. 98-184; Ex Parte Filing*

Dear Ms. Salas:

Enclosed are two copies of a written *ex parte* to be filed on the public record in the above-referenced docket. By copy of this letter, I am hand delivering this document to the persons listed below.

If you have any questions, please contact me.

Very truly yours,



Steven G. Bradbury

SGB:pd

cc (w/encl.): Dorothy Attwood
Michelle Carey
Johanna Mikes

No. of Copies rec'd 0+1
List ABCDE

March 9, 2000

DataCo: What it will include and what it will not include.

For calendar and fiscal year 1999, GTE Internetworking's reported financial results included:

- (a) the operations of GTE Internetworking Incorporated (GTEI) and its subsidiaries, with the exception of BBN Technologies, a division of its subsidiary BBN Corporation; plus
- (b) the operations of GTE Telecom Inc., a certificated interexchange carrier that is a reseller of capacity from GTEI's network and from third parties to carriers and other business customers; Telecom has reported to GTE Internetworking throughout the existence of GTEI, but was not moved in as a subsidiary of GTEI for tax reasons.

BBN Technologies division performs research, development and consulting services, primarily for the U.S. government, and also for commercial customers; it will not provide interLATA services in Bell Atlantic states; BBN Technologies was not a part of GTE Internetworking during 1999; and it will not be part of DataCo once it goes public.

DataCo will comprise GTE Internetworking Incorporated and its subsidiaries less BBN Technologies and three other carve-outs:

DataCo will not include (a) the operations and assets of GTE.net, a division that offers dial-up and DSL Internet services to residential customers, that became an operating division of GTE Network Services unit during 1999, and that will be in NewCo; (b) SS7, a division that offers signaling services to carriers, that became an operating division of GTE TSI during 1999, and that will be in NewCo; and (c) the assets and switched voice business associated with three voice switches heretofore owned and operated by GTE Telecom Inc., which are being transferred to NewCo.

DataCo will include all of GTE Internetworking's business-oriented Internet and data service lines:

- GNI (global network infrastructure), which comprises a nationwide fiber network augmented by leased capacity and international cable routes, with data centers and points of presence;
- Enterprise Services, which includes business-oriented dial-up, dedicated (*e.g.*, T-1 connections) and DSL Internet access offerings, web hosting, VPN, security and other value-added services for enterprises and Internet service providers;

- AOL network services, which provides a major part of the dial-up and broadband network for AOL's nationwide needs; and
- Telecom's business of providing high-bandwidth capacity transport services and private line data services to carriers and other businesses.

GTE Internetworking's principal facilities are in the Boston area, with its main office in Burlington, MA, and major facilities in Cambridge, MA, as well as satellite facilities in Columbia, MD, Dallas, TX, northern VA, and various other smaller locations throughout the U.S. and abroad.

As of February 2000, GTE Internetworking had a total of 3,426 employees.