

**BellSouth Corporation**  
**Legal Department**  
675 West Peachtree Street  
Suite 4300  
Atlanta, GA 30375-0001

**Theodore R. Kingsley**  
Senior Regulatory Counsel  
  
404 335 0720  
Fax 404 614 4054

April 19, 2002

Dorothy T. Atwood  
Chief, Wireline Competition Bureau  
Federal Communications Commission  
445 12<sup>th</sup> Street; SW  
Washington, D.C. 20554

Re: *Review of the Section 251 Unbundling Obligations of Incumbent Local  
Exchange Carriers, et al.*  
CC Docket Nos. 01-338, 96-98, 98-147

Dear Ms. Atwood:

Here are 12 signed "Acknowledgement of Confidentiality" forms (Exhibit B to the March 27, 2002 Protective Order) for BellSouth In-House Counsel, in-house paralegals, in-house legal secretaries, and outside consultants and experts retained for the purpose of assisting BellSouth counsel in this proceeding.

Three additional signed "Acknowledgments of Confidentiality," modeled after Exhibit B to the March 27, 2002 Protective Order, are enclosed for three individuals employed by BellSouth in federal regulatory management positions outside of the Legal Department. They are in-house consultants to In-House Counsel in these proceedings.

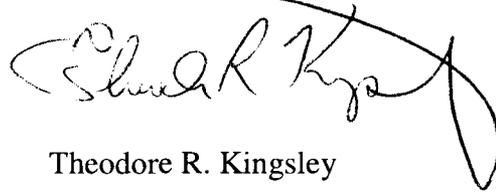
Because under the terms of paragraph 5 of the Protective Order these individuals are not "Counsel," and because they are neither "employees" nor "outside" consultants, experts or contractors of the BellSouth Legal Department, I have modified Form Exhibit B to the limited extent necessary to make clear their actual position. This limited modification in no way changes or is meant to change the obligations imposed by the Bureau through its Protective Order on BellSouth, Counsel or other persons described in paragraph 5 of the Protective Order. I have taken the added precaution of requesting the prior written consent of Submitting Parties to the disclosure of Stamped Confidential Documents and Confidential Information to these gentlemen under paragraph 4 of the Protective Order.

Ms. Dorothy Atwood  
April 19, 2002  
Page 2 of 2

As is customary with electronic filings, I submit PDF facsimiles of these documents, and am safekeeping the signed originals in our offices.

Thank you.

Sincerely,

A handwritten signature in black ink, appearing to read "Theodore R. Kingsley". The signature is fluid and cursive, with a large, sweeping flourish at the end that loops back under the name.

Theodore R. Kingsley

TRK  
Enclosures (15 Acknowledgements)  
cc: Submitting Parties

## APPENDIX B

Acknowledgment of Confidentiality

CC Docket Nos. 01-338, 96-98, 98-147

I hereby acknowledge that I have received and read a copy of the foregoing Protective Order in the above-captioned proceeding, and I understand it. I agree that I am bound by the Protective Order and that I shall not disclose or use Stamped Confidential Documents or Confidential Information except as allowed by the Protective Order. I acknowledge that a violation of the Protective Order is a violation of an order of the Federal Communications Commission.

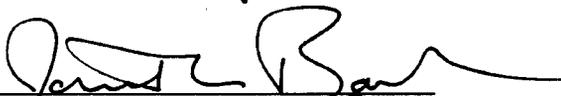
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I hereby certify that I am not involved in "competitive decision-making" as that term is used in the definition of In-House Counsel in paragraph 2 of the Protective Order.

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Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the Protective Order.

Executed at Washington, DC this 17<sup>th</sup> day of April, 2002

  
[Name] Jonathan Sawyer  
[Position] Attorney

[Address] BellSouth, Suite 900,  
[Telephone] 1133 21<sup>st</sup> St NW  
W., DC 20036  
202 463-4182

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CC Docket Nos. 01-338, 96-98, 98-147

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Executed at Atlanta, GA this 17th day of April, 2002.

Richard M. Sharatta  
[Name] Richard M. Sharatta  
[Position] Senior Regulatory Counsel

[Address] 675 W. Peachtree St.  
[Telephone] 404-335-0738

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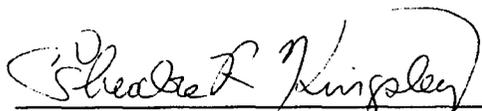
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Executed at Atlanta this 17 day of April, 02.



[Name] Theodore R. Kingsley

[Position] Senior Regulatory Counsel  
Bell South

[Address] 675 W. Peachtree Street/4300

[Telephone] (404) 335-0720

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Executed at ATLANTA, GA. this 18<sup>th</sup> day of APRIL, 2002.

Stephen L. Earnest

[Name] STEPHEN L. EARNEST

[Position] SENIOR REGULATORY COUNSEL

[Address] 675 WEST PEACHTREE ST.

[Telephone] ATLANTA, GA. 30375

404-335-0711

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Executed at Atlanta, GA this 17 day of April, 2002

Rudine J. Davis

[Name] Rudine J. Davis

[Position] Paralegal II

[Address] 675 W. Peachtree St., N.E., Suite 4300,  
Atlanta, GA 30325

[Telephone] (404) 335-0853

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Executed at Washington, DC this 18<sup>th</sup> day of April, 2002



[Name] Anthony V. Jones  
[Position] Paralegal - Legal Dept.

[Address] 1133 21st St. NW #900  
[Telephone] Washington, DC 20036

9 (202) 463-4133

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Executed at Atlanta, Ga this 17<sup>th</sup> day of April, 2002.

Juanita H. Lee  
 [Name] Juanita H. Lee  
 [Position] Legal Secretary  
 [Address] Suite 4300, 675 W. Peachtree St. NE, Atlanta, GA 30375-0001  
 [Telephone] 404-335-0756

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Executed at Atlanta, GA this 17<sup>th</sup> day of April 2002.

James Barclay

[Name] James Barclay

[Position] Legal Secretary

[Address] 615 West Peachtree St NE

Atlanta GA 30375

[Telephone] 404 335-0788

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Executed at Cambridge this 17 day of April, 2002

  
[Name] William E. Taylor  
[Position] Senior Vice President  
NERA  
[Address] One Main St  
[Telephone] Cambridge MA 02142  
(617) 621-0444

**Federal Communications Commission**

**DA 02-723**

**APPENDIX B**

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**CC Docket Nos. 01-338, 96-98, 98-147**

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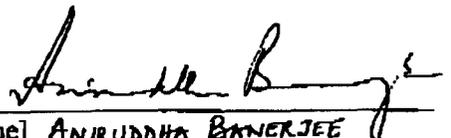
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Executed at CAMBRIDGE, MA this 17 day of APRIL, 2002.



[Name] ANIRUDDHA BANERJEE  
[Position] VICE PRESIDENT, NERA

[Address] ONE MAIN ST. 5TH FL, CAMBRIDGE, MA 02142  
[Telephone] (617) 621-2604

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Executed at Cambridge, MA this 17<sup>th</sup> day of April, 2002

Charles J. Zarkadas  
[Name] CHARLES J. ZARKADAS  
[Position] VICE PRESIDENT

[Address] 1 MAIN ST  
[Telephone] CAMBRIDGE, MA 02142  
(617) 621-0444

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Executed at Cambridge, MA this 17 day of April, 02.



[Name] Augustin J. Ros  
[Position] Senior Consultant

[Address] One Main St. 5th Cambridge, MA 02158  
[Telephone] 617-621-2606

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**CC Docket Nos. 01-338, 96-98, 98-147**

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Executed at Washington DC this 18<sup>th</sup> day of April, 2002

  
\_\_\_\_\_  
W. Whit Jordan  
Vice President, Federal Regulatory, BellSouth, D.C.  
Inc.  
1133 21<sup>st</sup> Street Suite 900  
Washington, D.C. 20036  
202-463-4114

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Executed at ATLANTA, GA this 18<sup>TH</sup> day of APRIL, 2002



\_\_\_\_\_  
Pete Martin  
Executive Director, Federal Regulatory  
BellSouth Telecommunications, Inc.  
675 W. Peachtree St., NE, Room 38L64  
Atlanta, GA 30375  
404-927-1435

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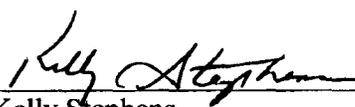
Without limiting the foregoing, to the extent that I have any employment, affiliation or role with any person or entity other than a conventional private law firm (such as, but not limited to, a lobbying or public interest organization), I acknowledge specifically that my access to any information obtained as a result of the order is due solely to my capacity as Manager, Federal Regulatory, BellSouth Telecommunications, Inc., assisting In-House Counsel for BellSouth in this proceeding, and that I will not use such information in any other capacity nor will I disclose such information except as specifically provided in the Protective Order.

I hereby certify that I am not involved in "competitive decision-making" as that term is used in the definition of In-House Counsel in paragraph 2 of the Protective Order.

I acknowledge that it is my obligation to ensure that: (1) Stamped Confidential Documents and Confidential Information are used only as provided in the Protective Order; and (2) Stamped Confidential Documents are not duplicated except as specifically permitted by the terms of paragraph 10 of the Protective Order, and I certify that I have verified that there are in place procedures, at my firm or office, to prevent unauthorized disclosure of Stamped Confidential Documents or Confidential Information.

Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the Protective Order.

Executed at ATLANTA, GA this 18<sup>TH</sup> day of APRIL, 2002

  
\_\_\_\_\_  
Kelly Stephens  
Manager, Federal Regulatory  
BellSouth Telecommunications, Inc.  
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