

Dee May  
Vice President  
Federal Regulatory Advocacy



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July 21, 2004

**Ex Parte**

Marlene H. Dortch  
Federal Communications Commission  
445 12<sup>th</sup> Street, S.W.  
Washington, DC 20554

**Re: Section 272(f)(1) Sunset of the BOC Separate Affiliate and Related Requirements, WC Docket No. 02-112, (272 Sunset Performance Measurements)**

Dear Ms. Dortch:

On July 1, 2004, Verizon filed the attached 8K with the Securities and Exchange Commission. We are currently investigating the extent to which this issue affected the long distance line count data contained in the *ex parte* letter filed by Verizon on May 19, 2004. We will file corrected data, if necessary, as soon as they are available. However, as discussed in the 8K, any corrections to the data would have the effect of reducing Verizon's long distance lines and its share of the long distance market and further demonstrating that Verizon has no ability to exercise market power. As Verizon demonstrated in its May 19 *ex parte*, it has only 15 percent of the long distance market for residence and small business customers when local exchange services provided by wireless carriers and competitive local exchange carriers are included in the total market. This actually overstates Verizon's market share, because it does not include cable telephony, voice over Internet protocol, or other means of long distance communications. Reductions in Verizon's long distance lines as a result of the matters discussed in the 8K filing would only reinforce Verizon's point that it is not dominant in the long distance market.

If you have any questions, please feel free to call me at (202) 515-2529.

Sincerely,

A handwritten signature in cursive script that reads "Dee May".

Attachment

cc: Michelle Carey  
William Cox  
William Kehoe  
Pamela Megna  
Bill Dever  
Brad Koerner  
Julie Veach  
Kimberly Jackson  
Ben Childers



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UNITED STATES  
 SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549  
 FORM 8-K  
 CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report: July 1, 2004  
 (Date of earliest event reported)

VERIZON COMMUNICATIONS INC.  
 (Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation)	1-8606 (Commission File Number)	23-2259884 (I.R.S. Employer Identification No.)
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1095 Avenue of the Americas, New York, New York	10036
(Address of principal executive offices)	(Zip Code)

Registrant's telephone number, including area code: (212)395-2121

Not applicable  
 (Former name or former address, if changed since last report)

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Item 5. Other Events and Regulation FD Disclosure.

In connection with an ongoing internal review of Verizon Communications Inc.'s long distance customer base, Verizon has determined that, as a result of an internal system database issue, the number of long distance lines has been overstated by approximately 1.5 million lines. As of March 31, 2004, Verizon would have reported approximately 16 million long distance lines had this adjustment been made at that time. This overstatement had no effect on revenue. Accordingly, there will be no impact of this long distance line adjustment on Verizon's financial results, balance sheets or statements of cash flows.

Verizon will continue its system analysis and will remove these lines from the long distance line count that will be reported in connection with Verizon's second quarter 2004 earnings release.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Verizon Communications Inc.  
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 (Registrant)

Date: July 1, 2004  
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/s/ David H. Benson  
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 David H. Benson  
 Senior Vice President and Controller