

April 1, 2005

Via ECFS

Marlene H. Dortch
Secretary
Federal Communications Commission
445 Twelfth Street, S.W.
Washington, D.C. 20554

**RE: In the Matter of Verizon Communications Inc. and MCI, Inc. Applications
for Approval of Transfer of Control, WC Docket No. 05-75**

Dear Ms. Dortch:

Pursuant to Section 1.65 of the Commission's Rules, 47 C.F.R. § 1.65, Verizon Communications Inc. ("Verizon") and MCI, Inc. ("MCI") hereby supplement the transfer of control applications filed in the above-referenced docket on March 11, 2005. Specifically, the parties advise the Commission that on March 29, 2005, they reached revised financial and other terms for the transaction described in the applications. Under the new financial terms, MCI shareholders will receive cash and stock worth at least \$23.50, consisting of \$8.75 in cash (including MCI's March 15 dividend payment of \$0.40 per share) as well as at least 0.4062 Verizon shares for every share of MCI Common Stock.

Please contact the undersigned if you have any questions.

Respectfully submitted,

MCI, Inc.

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Verizon Communications Inc.

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Ms. Marlene H. Dortch
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