



STATE OF NEW YORK  
OFFICE OF THE ATTORNEY GENERAL  
120 BROADWAY  
SUITE 2601  
NEW YORK, NEW YORK 10271

ELIOT SPITZER  
Attorney General

JAY L. HIMES  
CHIEF, ANTITRUST BUREAU  
Tel: 212-416-8282  
Fax: 212-416-6015  
EMail: Jay.Himes@oag.state.ny.us

April 18, 2005

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

Re: Verizon Communications Inc. and MCI, Inc.  
Applications for Approval of Transfer of Control  
WC Docket No. 05-75 - Protective Order

Dear Ms. Dortch:

Pursuant to the protective order issues by the Federal Communications Commission the "Commission") in the above-referenced matter, *Verizon Communications Inc. and MCI, Inc. Applications for Approval of Transfer of Control*, WC Docket No. 05-75 (DA 05-647, rel. March 10, 2005) ("Protective Order"), enclosed herewith are Acknowledgments of Confidentiality (Protective Order, Attachment B) executed by each Jay L. Himes (Chief, Antitrust Bureau), Susanna Zwerling (Chief, Telecommunications Bureau), Peter D. Bernstein (Assistant Attorney General, Antitrust Bureau) and Margaret D. Martin (Assistant Attorney General, Antitrust Bureau) of this office.

Pursuant to paragraph 7 of the Protective Order, copies of this letter and the enclosed Acknowledgments of Confidentiality are being served upon counsel for Verizon Communications Inc. and MCI, Inc.

Please direct any communications regarding this submission to the undersigned.

Respectfully submitted,



Jay L. Himes

Enclosures

cc: Counsel of Record for Verizon Communications Inc. and MCI, Inc.

**Acknowledgment of Confidentiality****WC Docket No. 05-75**

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.

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 Protective Order is due solely to my capacity as Counsel or consultant to a party or other person described in paragraph 4 of the foregoing Protective Order 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 1 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 9 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 Order or Protective Order.

Executed at New York this 18<sup>th</sup> day of April, 2005.

  
\_\_\_\_\_  
Jay L. Himes  
Chief, Antitrust Bureau, New York Attorney General  
120 Broadway, New York, NY 10271  
(212) 416-8282

**Acknowledgment of Confidentiality****WC Docket No. 05-75**

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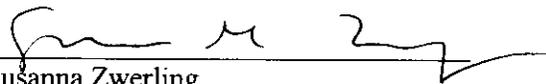
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Executed at New York, NY this 18<sup>th</sup> day of April, 2005



Susanna Zwerling  
Chief, Telecommunications Bureau, New York Attorney General  
120 Broadway, New York, NY 10271  
(212) 416-8083

**Acknowledgment of Confidentiality****WC Docket No. 05-75**

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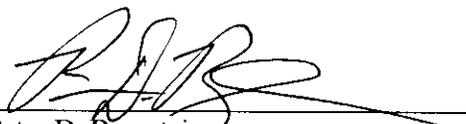
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Executed at New York, NY this 18<sup>th</sup> day of April, 2005.

  
Peter D. Bernstein  
Assistant Attorney General, Antitrust Bureau,  
New York Attorney General  
120 Broadway, New York, NY 10271  
(212) 416-8279

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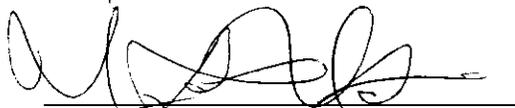
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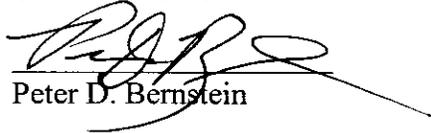
Executed at New York, NY this 18 day of April, 2005.



Margaret D. Martin  
Assistant Attorney General, Antitrust Bureau,  
New York Attorney General  
120 Broadway, New York, NY 10271  
(212) 416-8559

## CERTIFICATE OF SERVICE

I, Peter D. Bernstein, do hereby certify that I have caused the foregoing letter and Acknowledgments of Confidentiality to be: (1) filed with the FCC via its Electronic Comment Filing System in WC Docket No. 05-75; (2) served via electronic mail on counsel of record for Verizon Communications Inc. and MCI, Inc., as indicated below; and (3) served via electronic mail on (a) Gary Remondino ([gary.remondino@fcc.gov](mailto:gary.remondino@fcc.gov)) of the Wireline Competition Bureau and (b) the FCC's duplicating contractor, Best Copy and Printing, Inc ([fcc@bcpiweb.com](mailto:fcc@bcpiweb.com)).

  
Peter D. Bernstein

April 18, 2005

Nancy J. Victory  
Counsel for Verizon Communications Inc.  
Wiley Rein & Fielding LLP  
1776 K Street, N.W.  
Washington, DC 20006  
[nvictory@wrf.com](mailto:nvictory@wrf.com)

Gil M. Strobel  
Counsel for MCI, Inc.  
Lawler, Metzger, Milkman & Kenney, LLC  
Suite 802  
2001 K Street, N.W.  
Washington, DC 20006  
[gstrobel@lmm-law.com](mailto:gstrobel@lmm-law.com)