

KELLEY DRYE & WARREN LLP

A LIMITED LIABILITY PARTNERSHIP

1200 19TH STREET, N.W.

SUITE 500

WASHINGTON, D.C. 20036

(202) 955-9600

FACSIMILE

(202) 955-9792

www.kelleydrye.com

DIRECT LINE: (202) 955-9886

EMAIL: dsmith@kelleydrye.com

NEW YORK, NY
TYSONS CORNER, VA
LOS ANGELES, CA
CHICAGO, IL
STAMFORD, CT
PARSIPPANY, NJ
BRUSSELS, BELGIUM
HONG KONG

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MANILA, THE PHILIPPINES
MUMBAI, INDIA
TOKYO, JAPAN

May 18, 2005

By ECFS

Ms. Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th 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
Acknowledgement of Confidentiality

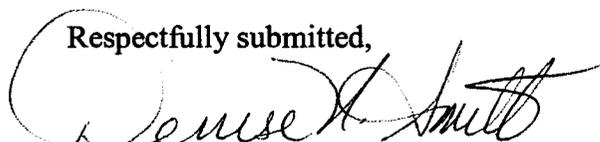
Dear Ms. Dortch:

Enclosed for filing in the above-referenced proceeding is a letter from the undersigned to Mr. Gary Remondino of the Wireline Competition Bureau. The letter and attached Acknowledgment of Confidentiality were submitted to Mr. Remondino in accordance with paragraph 7 of the March 10, 2005 *Order and Protective Order* (DA 05-647) issued by the Wireline Competition Bureau in the above-referenced proceeding. Copies of the letter and attachments were served upon the individuals listed on the attached Certificate of Service.

Kindly include this letter and its attachments in docket WC 05-75.

Please contact the undersigned at (202) 955-9886 if you have any questions about this letter.

Respectfully submitted,



Denise N. Smith

Enclosures

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May 18, 2005

By ECFS

Mr. Gary Remondino
Wireline Competition Bureau
Federal Communications Commission
445 12th 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
Acknowledgements of Confidentiality

Dear Mr. Remondino:

Pursuant to the March 10, 2005 *Order* and *Protective Order* (DA 05-647) issued by the Wireline Competition Bureau in the above-referenced proceeding, enclosed please find signed Acknowledgments of Confidentiality for Michael A. Williams, Director; Michael J. Doane, Director; Gary W. Stahlberg, Senior Consultant; Meredith Texada, Research Associate; John Davis, Research Economist; Gurkan Ay, Operations/Research Coordinator of ERS Group and Gary Reback, Of Counsel, Carr & Ferrell LLP. These individuals are outside consultants retained for the purpose of assisting counsel at Kelley Drye & Warren LLP in this proceeding.

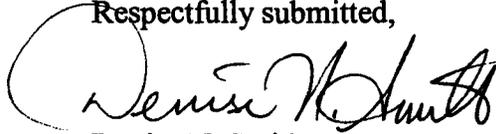
Pursuant to Paragraph 7 of the *Protective Order*, copies of this letter have been served upon counsel for MCI, Inc. and Verizon Communications Inc. and this filing begins the five (5) - business day waiting period after which the above-named individuals may access confidential materials filed in this proceeding.

KELLEY DRYE & WARREN LLP

Mr. Gary Remondino
May 18, 2005
Page 2

Please contact the undersigned at (202) 955-9886 if you have any questions about this letter.

Respectfully submitted,



Denise N. Smith

Enclosures

APPENDIX B

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 Emeryville, CA this 18 day of May, 2005



Michael Williams
~~Principal~~ Director
ERS Group
2000 Powell Street, Suite 500
Emeryville, CA 94608
(510) 594-8100

APPENDIX B

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WC Docket No. 05-75

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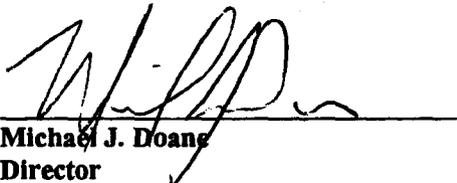
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Michael J. Doane
Director
ERS Group
2000 Powell Street, Suite 500
Emeryville, CA 94608
(510) 594-8100

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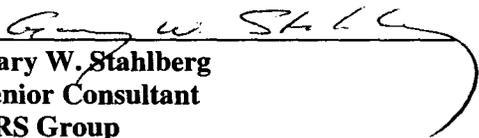
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Executed at Washington, D.C. this 17th day of May, 2005.


Gary W. Stahlberg
Senior Consultant
ERS Group
2000 Powell Street, Suite 500
Emeryville, CA 94608
(510) 594-8100

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

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

Executed at Emeryville, CA this 18 day of May, 2005.



Meredith Texada
Research Associate
ERS Group
2000 Powell Street, Suite 500
Emeryville, CA 94608
(510) 594-8100

APPENDIX B

Acknowledgment of Confidentiality

WC Docket No. 05-75

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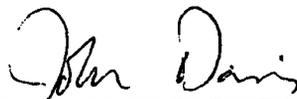
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Executed at Emeryville, CA this 18th day of May, 2005.



John Davis
Research Economist
ERS Group
2000 Powell Street, Suite 500
Emeryville, CA 94608
(510) 594-8100

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WC Docket No. 05-75

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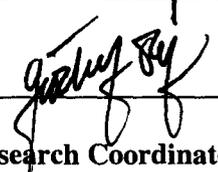
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Executed at Washington DC this 17 day of May, 2005.



Gurkan Ay
Operations/Research Coordinator
ERS Group
2100 M Street, Suite 810
Washington, D.C. 20037
(202) 328-1515 ext. 504

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WC Docket No. 05-75

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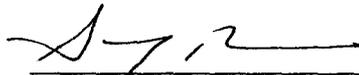
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Executed at Palo Alto CA this 17th day of May, 2005.



Gary Reback
Of Counsel
Carr & Ferrell LLP
2200 Geng Road
Palo Alto, California 94303
Phone: 650-812-3400

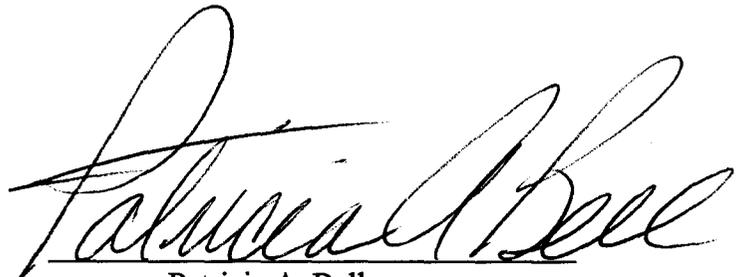
CERTIFICATE OF SERVICE

I, Patricia A. Bell, do hereby certify that a true and correct copy of the foregoing “**Letter and Acknowledgement of Confidentiality**,” in WC Docket No. 05-75, was served this 18th day of May 2005, via electronic mail and/or hand delivery, upon the following:

Gary Remondino^{^†}
Wireline Competition Bureau
Federal Communications Commission
445 12th Street, SW
Washington, D.C. 20554
gary.remondino@fcc.gov

Gil M. Strobel[†]
Counsel for MCI, Inc.
Lawler, Metzger, Milkman & Keeney, LLC
2001 K Street NW, Suite 802
Washington, DC 20006

Nancy J. Victory[†]
Counsel for Verizon Communications Inc.
Wiley Rein & Fielding LLP
1776 K Street NW
Washington, DC 20006


Patricia A. Bell

[^] Via electronic mail.
[†] Via hand delivery.