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May 19, 2005

Ms. Marlene H. Dortch  
Secretary  
Federal Communications Commission  
Room TW-325  
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**

***Submission of Acknowledgment Concerning Compliance with Protective Order***

Dear Ms. Dortch:

Pursuant to the protective order in the above-referenced proceeding, *Verizon Communications Inc. and MCI, Inc., Applications for Approval of Transfer of Control, WC Docket No. 05-75, Order Adopting Protective Order, DA 05-647, rel. March 10, 2005* ("Protective Order"), enclosed herewith is an Acknowledgment of Confidentiality (Protective Order, Attachment B) executed by Joseph Farrell, Professor of Economics at the University of California at Berkeley.

Pursuant to paragraph 7 of the Protective Order, copies of this letter and the enclosed Acknowledgment of Confidentiality are being served on counsel for SBC Communications, Inc. and AT&T Corp.

Please direct any communications regarding this submission to Jeffrey A. Marks at (202) 637-2120, or the undersigned.

Respectfully submitted,



Teresa D. Baer

Enclosure

## 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 Oakland, CA this 19 day of MAY, 2005.

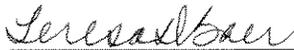
Joseph Farrell  
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 [Position] PROFESSOR  
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 510 642 9854

## CERTIFICATE OF SERVICE

I, Teresa D. Baer of Latham & Watkins LLP, hereby certify that on this 19<sup>th</sup> day of May, 2005, I have caused copies of the foregoing letter and Acknowledgment to be served by hand delivery on the following persons:

Nancy J. Victory  
Wiley Rein & Fielding LLP  
1776 K Street, N.W.  
Washington, DC 20006  
Counsel for Verizon Communications Inc.

Gil M. Strobel  
Lawler, Metzger, Milkman & Keeney, LLC  
2001 K Street, N.W., Suite 802  
Washington, DC 20006  
Counsel for MCI, Inc.



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