

WILLKIE FARR & GALLAGHER_{LLP}

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Washington, DC 20006

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June 21, 2004

Ms. Marlene H. Dortch
Secretary
Federal Communications Commission
Room TW-325
445 12th Street, S.W.
Washington D.C. 20554

Re: Special Access Rates for Price Cap Local Exchange Carriers, WC Dkt. No. 05-25
Submission of Acknowledgements Concerning Compliance with Protective Order

Dear Ms. Dortch:

On behalf Time Warner Telecom, Inc. ("TWTC"), in accordance with the procedures outlined in the Protective Order adopted on June 8, 2005 in the above-referenced proceeding,¹ I am submitting herewith copies of the Acknowledgements of Confidentiality executed by Don Shephard of TWTC, as well as Jonathan Lechter, Grace Koh and Thomas Jones, Outside Counsel to TWTC who will require access to confidential materials of the filings in the above referenced proceeding. A list of the parties from whom confidential materials are requested is attached.

Under the terms of paragraph 4 of the Protective Order, Mr. Shephard, Vice-President, Federal Regulatory Affairs & Policy, is not "Counsel" nor is he an employee, outside consultant or contractor to Counsel. Therefore, Appendix B, the Acknowledgement of Confidentiality, has been modified to the limited extent necessary to make clear his actual position. This limited modification in no way changes and is not meant to change the obligations imposed by the Wireline Competition Bureau through its Protective Order on TWTC, Counsel or other persons described in paragraph 4 of the Protective Order. Mr. Shephard is not involved in "competitive decision-making" as that term is used in paragraph 1 of the Protective Order.

Each of the parties listed in the enclosed certificate of service has been separately served, via fax and overnight mail, with this letter and signed Acknowledgements of Confidentiality. If confidential information from additional parties is sought, they will be served with Acknowledgements of Confidentiality as well.

¹ See *Special Access Rates for Price Cap Local Exchange Carriers*, Order, DA 05-1635 (rel. June 8).

APPENDIX B

Acknowledgment of Confidentiality

WC Docket No. 05-25

I hereby acknowledge that I have received and read a copy of the foregoing Protective Order in the above-referenced 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 Washington D.C. this 16th day of June 2005


 [Name] Jonathan Lechter
 [Position] Associate, Willkie Farr & Gallagher
 [Address] 1875 K St. N.W. Washington D.C. 20006
 [Telephone] 202-303-1191

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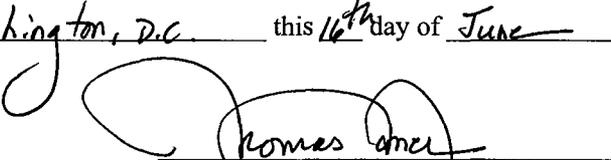
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Executed at Washington, D.C. this 16th day of June, 2005.


 [Name] Thomas Jones
 [Position] Partner Willkie Farr + Gallagher
 [Address] 1775 K St., N.W.
 [Telephone] Washington DC 20006
202-363-1111

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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 Washington, DC this 17 day of June, 2005.



[Name] GRACE KOTT
[Position] LAW CLERK
[Address] 1875 K STREET NW
[Telephone] (202) 303-1241

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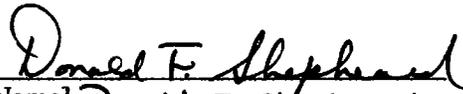
Without limiting the foregoing, to the extent that I have any employment, affiliation or role with any person or entity other than a conventional private law firm (such as, but not limited to, a lobbying or public interest organization), I acknowledge specifically that my access to any information obtained as a result of the order is due solely to my capacity as Vice President-- Federal Regulatory Affairs & Policy, in which capacity I am responsible for the development of regulatory strategies generally and in this proceeding in particular, along with Outside Counsel for Time Warner Telecom. I will not use such confidential 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. 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 Protective Order.

Executed at Braintree, VT this 20th day of June, 2005.


[Name] Donald F. Shephard
[Position] VP- Federal Regulatory Affairs & Policy
[Address] 228 Blanchard Rd. Braintree, VT 05660
[Telephone] 802-728-5489

CERTIFICATE OF SERVICE

I, Jonathan Lechter, do hereby certify that on this 21st day of June, 2005, I caused to be served a true and correct copy of the foregoing Acknowledgements by delivering copies thereof by overnight delivery and facsimile to the following:

<u>Verizon</u> Jeffrey Linder Wiley Rein and Fielding LLP 1776 K Street N.W. Washington, D.C. 20006 Fax: 202-719-7049	<u>SBC</u> Will Devries Wilmer Cutler and Pickering 2445 M Street N.W. Washington, D.C. 20037 Fax: 202-663-6363
<u>BellSouth Corporation</u> Bennett L. Ross 1133 21st Street N.W. Suite 900 Washington, D.C. 20036 Fax: 202-463-4195	<u>Qwest</u> Blair A. Rosenthal Qwest Communications International Inc. 607 14 th Street N.W. Washington, D.C. 20005 Fax: 303-896-1107
<u>Broadwing and Savvis</u> Christopher J. Wright Harris Wiltshire and Grannis, LLP 1200 18 th St. N.W. Washington, D.C. 20036 Fax: 202-730-1301	

/s/Jonathan Lechter