

June 29, 2005

Thomas Navin
Chief
Wireline Competition Bureau
Federal Communications Commission
445 12th Street, S.W.
WASHINGTON, D.C. 20554

Jenner & Block LLP Chicago
601 Thirteenth Street, NW Dallas
Suite 1200 South Washington, DC
Washington, DC 20005-3823
Tel 202 639-6000
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Victoria H. Jueds

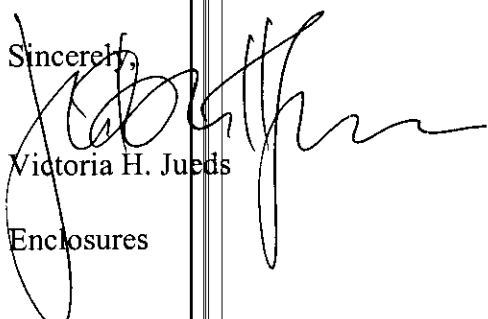
**Re: Acknowledgments of Confidentiality – Second Protective Order
Verizon Communications Inc. and MCI, Inc. Applications for Approval of Transfer
of Control (WC Docket No. 05-75)**

Dear Mr. Navin:

Please find attached seven Acknowledgments of Confidentiality, executed pursuant to the Second Protective Order¹ adopted in this proceeding, for the following individuals: Curtis L. Groves, Director, Federal Policy and Advocacy, MCI; Richard S. Whitt, Vice President of Federal Law and Policy, MCI; Alan Buzacott, Executive Staff Member, MCI; Elaine Goldenberg, Partner, Jenner & Block LLP; Marc Goldman, Partner, Jenner & Block LLP; Mark Schneider, Partner, Jenner & Block LLP; and Victoria Jueds, Associate, Jenner & Block LLP.

These Acknowledgments of Confidentiality have been served upon outside counsel for both Submitting Parties.

Sincerely,


Victoria H. Jueds

Enclosures

¹ *Verizon Communications, Inc. and MCI, Inc. Applications for Approval of Transfer of Control, WC Docket No. 05-75, Order Adopting Second Protective Order, DA 05-1538 (rel. May 25, 2005).*

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.

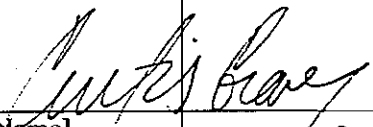
I hereby certify that I am not involved in "competitive decision-making" as that term is used in the definition of In-House Counsel in paragraph 1 of the Protective Order.

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 WASHINGTON DC this 29th day of JUNE, 2005

[Name]
[Position]
[Address]
[Telephone]


CURTIS L. GROVES
DIRECTOR, FEDERAL POLICY & ADVOCACY
MCI
LAW AND PUBLIC POLICY
1133 19th ST NW
WASHINGTON DC 20036
202 736 6160

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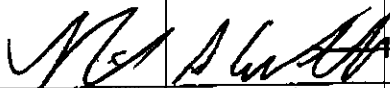
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Executed at Washington, D.C. this 29th day of June, 2005.



[Name] RICHARD S. WHITT
 [Position] VICE PRESIDENT OF FEDERAL LAW & POLICY, MCI
 [Address] 1133 19TH STREET, NW WDC 20036
 [Telephone] 202-887-3845

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Executed at WASHINGTON, DC this 29th day of JUNE, 2005

AL BUZACOTT

[Name] ALAN BUZACOTT
 [Position] EXECUTIVE STAFF MEMBER
 [Address] 1133 19th St. NW, WASHINGTON DC 20036
 [Telephone] (202) 887-3204

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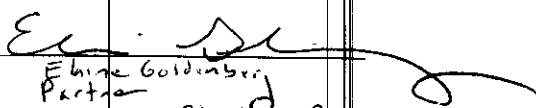
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Executed at Washington, DC this 29th day of June 2005


 [Name] Elaine Goldenberg
 [Position] Partner
 [Address] Jenner & Block LLP
 [Telephone] 601 3rd St NW
 Washington DC 20005
 202-634-6000

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Executed at Washington, DC this 29th day of June 2005


 [Name] Marc Goldman
 [Position] Partner
 [Address] Jenner & Block LLP
601 13th St NW
 [Telephone] Washington DC 20005
202-634-6000

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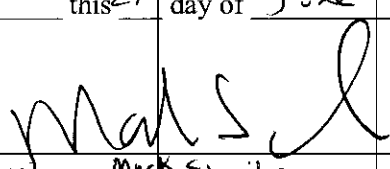
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Executed at Washington, DC this 29th day of June, 2005


 [Name] Mark Schneider
 [Position] Partner
 [Address] Jensen & Block LLP
601 13th St NW
 [Telephone] Washington DC 20005
202-639-6000

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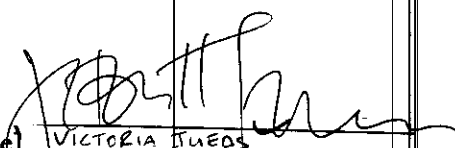
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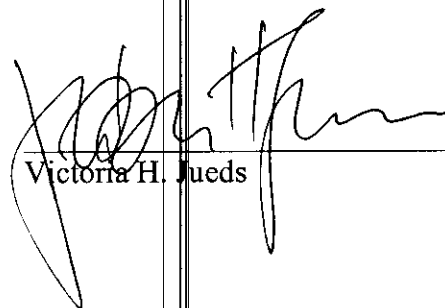

 [Name] VICTORIA TUEDS
 [Position] ASSOCIATE
 [Address] Jenner & Block LLP
 601 13th St NW
 [Telephone] Washington DC 20005
 202-639-6000

CERTIFICATE OF SERVICE

I, Victoria H. Jueds, hereby certify that a true and correct copy of the foregoing Acknowledgments of Confidentiality were served by First Class Mail upon the following:

Nancy J. Victory
Wiley Rein & Fielding LLP
1776 K Street, N.W.
Washington, DC 20006

June 29, 2005



Victoria H. Jueds