

KELLOGG, HUBER, HANSEN, TODD, EVANS & FIGEL, P.L.L.C.

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September 26, 2005

VIA ECFS

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

Re: *Applications for Consent to Transfer Control of Filed by Verizon
Communications, Inc. and MCI, Inc., WC Docket No. 05-75*

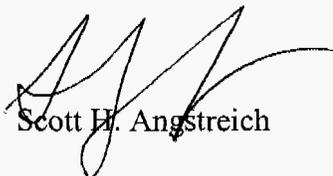
Dear Ms. Dortch:

Pursuant to the First and Second Protective Orders adopted in the above referenced proceeding, attached please find copies of the Acknowledgments of Confidentiality for the following individuals (collectively, the "signatories"): Michael E. Glover, Edward Shakin, Sherry A. Ingram, La 'Tanya Corpening, Jennifer Hoh, Evan T. Leo, Scott H. Angstreich, James J. Williams, and Mary Ann Endo.

The signatories seek access to the confidential version of the documents filed by Level 3 in the above referenced proceeding. All of the signatories fall within the "Permissible Disclosure" categories described in paragraph 4 of the First Protective Order. In addition, the signatories from Verizon's outside counsel seek access to the "highly confidential" material filed by Level 3. The signatories from Kellogg, Huber, Hansen, Todd, Evans, and Figel, P.L.L.C., meet the "Permissible Disclosure" criteria provided in paragraph 4 of the Second Protective Order.

Counsel for Level 3 has been served with a copy of this letter and the signed Acknowledgements of Confidentiality.

Sincerely,


Scott H. Angstreich

Attachments

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.

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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.

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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 Arlington, VA, this 16 day of June, 2005.


[Name] Michael E. Glover
[Position] Senior VP Deputy General Counsel
Verizon
[Address] 1515 North Courthouse Road.
Suite 500
Arlington, VA 22201-2909
[Telephone] 703-351-3860

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Executed at Arlington, VA, this 16 day of June, 2005.


[Name] Edward Shakin
[Position] VP & Associate General Counsel
Verizon
[Address] 1515 North Courthouse Road.
Suite 500
Arlington, VA 22201-2909
[Telephone] 703-351-3099

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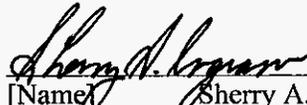
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Executed at Arlington, VA, this 20 day of June, 2005.


 [Name] Sherry A. Ingram
 [Position] Assistant General Counsel
 Verizon
 [Address] 1515 North Courthouse Road.
 Suite 500
 Arlington, VA 22201-2909
 [Telephone] 703-351-3065

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

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Executed at Arlington, Virginia this 13th day of May, 2005.



Jennifer Hoh
Senior Legal Specialist
Verizon
1515 North Courthouse Rd.
Suite 500
Arlington, VA 22201
703.351.3063

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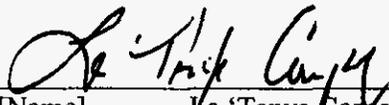
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Executed at Arlington, VA this 13th day of May, 2005.


 [Name] Tanya Corpening
 [Position] Federal Regulatory Specialist - Legal
 [Address] 1515 North Courthouse Road
 Suite 500
 Arlington, VA 22201-2909
 [Telephone] 703-351-3117

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Executed at 4:00 this 16TH day of JUNE, 2005.



[Name] EVAN T. LEO

[Position] PARTNER, KELLOGG, HUBER, HANSEN, TODD, EVANS, & PIFEL

[Address] 1615 H STREET, NW, SUITE 400, WASHINGTON, DC 20036

[Telephone] (202) 326-7930

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Executed at 5:00 pm this 16th day of JUNE, 2005


[Name] SCOTT H. JUNGSTREICH
[Position] PARTNER, KELLOGG KUBER HANSEN TODD EVANS & FIBEL
[Address] 1615 M ST. NW, SUITE 400, WASHINGTON DC 20036
[Telephone] 202-326-7959

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Executed at 5:15 pm this 6TH day of JUNE, 2005.



[Name] JAMES WILLIAMS

[Position] STAFF ATTORNEY

[Address] 1615 M ST. N.W., SUITE 400, WASHINGTON DC 20036

[Telephone] 202-367-7819

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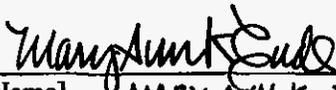
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Executed at 5:05 pm this 16 day of JUNE, 2005.


[Name] MARY ANN K. ENDO
[Position] DIRECTOR - TELECOM POLICY & ANALYSIS
[Address] 1615 M ST. NW, SUITE 400, WASHINGTON DC 20036
[Telephone] 202-326-7977

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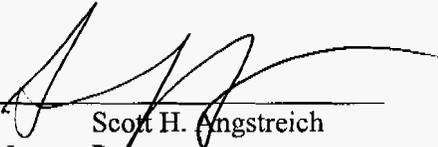
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Executed at WASHINGTON, DC this 26 day of SEPTEMBER, 2005.


 [Name] Scott H. Angstreich
 [Position] Partner
 [Address] Kellogg, Huber, Hansen, Todd, Evans
 & Figel, P.L.L.C.
 1615 M Street, NW, Suite 400
 Washington, DC 20036
 [Telephone] 202-326-7900

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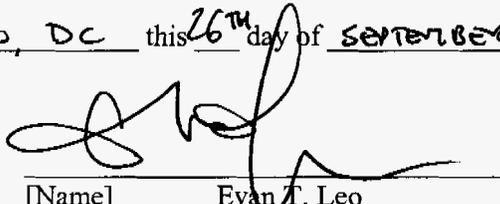
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Executed at WASHINGTON, DC this 26TH day of SEPTEMBER, 2005.



| | |
|-------------|--|
| [Name] | Evan T. Leo |
| [Position] | Partner |
| [Address] | Kellogg, Huber, Hansen, Todd, Evans & Figel, P.L.L.C. 1615 M Street, NW, Suite 400 Washington, DC 20036 |
| [Telephone] | 202-326-7900 |

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Executed at Washington, D.C. this 26th day of September, 2005.



| | |
|-------------|--|
| [Name] | James J. Williams |
| [Position] | Staff Attorney |
| [Address] | Kellogg, Huber, Hansen, Todd, Evans & Figel, P.L.L.C. 1615 M Street, NW, Suite 400 Washington, DC 20036 |
| [Telephone] | 202-326-7900 |

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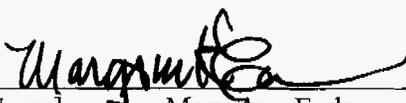
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[Name] Mary Ann Endo
[Position] Director – Telecom Policy and Analysis
[Address] Kellogg, Huber, Hansen, Todd, Evans
& Figel, P.L.L.C.
1615 M Street, NW, Suite 400
Washington, DC 20036
[Telephone] 202-326-7900