

ELECTRONICALLY FILED

November 22, 2005

Ms. Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

Re: *Verizon Communications, Inc. and MCI, Inc. Applications for Approval of Transfer of Control, WC Docket No. 05-75 – Access to Confidential Information*

Dear Secretary Dortch:

Enclosed for filing in the above-captioned proceeding is a letter to Gary Remondino of the Wireline Competition Bureau, along with the enclosed executed Acknowledgements of Confidentiality, pursuant to the procedures established by the March 10, 2005 (DA 05-647) and May 25, 2005 (DA 05-1538) protective orders in this proceeding.

Please do not hesitate to contact me with any questions you may have regarding this filing.

Thank you,



Angela Simpson
Senior Counsel

cc: G. Remondino, Wireline Competition Bureau (gary.remondino@fcc.gov)
Counsel for Verizon Communications, Inc. and MCI Inc.

Enclosures

ELECTRONICALLY FILED

November 22, 2005

Mr. Gary Remondino
Wireline Competition Bureau
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

Re: *Verizon Communications, Inc. and MCI, Inc. Applications for Approval of Transfer of Control, WC Docket No. 05-75 – Access to Confidential Information*

Dear Mr. Remondino:


Enclosed for filing with the Wireline Competition Bureau are the enclosed executed Acknowledgements of Confidentiality for Christopher McKee, Assistant General Counsel, Covad Communications Co., pursuant to the procedures established by the March 10, 2005 (DA 05-647) and May 25, 2005 (DA 05-1538) protective orders in this proceeding.

The undersigned in-house counsel has read the protective orders and agrees to be bound to the terms of those orders, including the obligation not to disclose any confidential information except as permitted by the orders.

Covad is serving this letter and the executed Acknowledgments of Confidentiality on counsel for Verizon Communications, Inc. and MCI, Inc. pursuant to the orders.

Please do not hesitate to contact me with any questions you may have regarding this filing.

Thank you,



Christopher McKee
Assistant General Counsel

cc: G. Remondino, Wireline Competition Bureau (gary.remondino@fcc.gov)
Counsel for Verizon Communications, Inc. and MCI, Inc.

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.

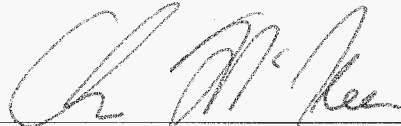
Without limiting the foregoing, to the extent that I have any employment, affiliation or role with any person or entity other than a conventional private law firm (such as, but not limited to, a lobbying or public interest organization), I acknowledge specifically that my access to any information obtained 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 Washington DC this 22 day of December, 2005



[Name] Christopher Helms
[Position] Assistant General Counsel
[Address] 600 14th St NW, Suite 750
[Telephone] Washington DC 20005
202 320-0422

APPENDIX B

Acknowledgment of Confidentiality

WC Docket No. 05-75


I hereby acknowledge that I have received and read a copy of the foregoing Second Protective Order in the above-captioned proceeding, and I understand it. I agree that I am bound by the Second Protective Order and that I shall not disclose or use Stamped Highly Confidential Documents or Highly Confidential Information except as allowed by the Protective Order. I acknowledge that a violation of the Second 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 Second Protective Order is due solely to my capacity as Outside Counsel of Record or consultant to a party or other person described in paragraph 4 of the foregoing Second 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 Second Protective Order.

I acknowledge that it is my obligation to ensure that: (1) Stamped Highly Confidential Documents and Highly Confidential Information are used only as provided in the Protective Order; and (2) Stamped Highly 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 Highly Confidential Documents or Highly 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 22 day of November, 2005


[Name] Christopher Nider
[Position] Assistant General Counsel
[Address] 600 14th St NW Suite 750
[Telephone] Washington DC 20005
202 220-0422

CERTIFICATE OF SERVICE

I, Angela Simpson, do hereby certify that, on this 22nd day of November, 2005, I have caused the foregoing letters to be filed electronically with the Federal Communications Commission via the Electronic Comment Filing System, served by e-mail on Counsel for Verizon Communications, Inc. and MCI, Inc. as indicated below, served by e-mail on Gary Remondino of the Wireline Competition Bureau (gary.remondino@fcc.gov), and served by e-mail on the FCC's copying contractor (fcc@bcpiweb.com).


Angela Simpson

Dennis Guard, Jr.
MCI, Inc.
1133 19th Street NW
Washington, DC 20036
dennis.guard@mci.com

Gil M. Strobel
Counsel for MCI Inc.
Lawler, Metzger, Milkman & Keeney LLP
2001 K Street NW
Suite 802
Washington, DC 20006
gstrobel@lmmk.com

Suzanne Carmel
Verizon Communications, Inc.
Suite 400
1300 I Street NW
Washington, DC 20005
scarmel@verizon.com

Nancy J. Victory
Counsel for Verizon Communications, Inc.
Wiley Rein & Fielding LLP
1776 K Street NW
Washington, DC 20006
nvictory@wiley.com