

Karen Brinkmann
Direct Dial (202) 637-2262
e-mail: karen.brinkmann@lw.com

555 Eleventh Street, N.W., Suite 1000
Washington, D.C. 20004-1304
Tel: (202) 637-2200 Fax: (202) 637-2201
www.lw.com

LATHAM & WATKINS^{LLP}

November 16, 2007

BY ELECTRONIC FILING

Marlene H. Dortch, Secretary
Federal Communications Commission
445 Twelfth Street, SW
Washington, DC 20554

FIRM / AFFILIATE OFFICES

Barcelona	New Jersey
Brussels	New York
Chicago	Northern Virginia
Frankfurt	Orange County
Hamburg	Paris
Hong Kong	San Diego
London	San Francisco
Los Angeles	Shanghai
Madrid	Silicon Valley
Milan	Singapore
Moscow	Tokyo
Munich	Washington, D.C.

Re: Applications for the Transfer of Certain Spectrum Licenses and Section 214 Authorizations in the States of Maine, New Hampshire, and Vermont from Verizon Communications Inc. and Its Subsidiaries to FairPoint Communications, Inc., WC Docket No. 07-22, DA 07-1314; File Nos. ITC-214-20020705-00324, ITC-214-22200402-00167, ITC-214-20020213-00084, ITC-214-20020705-00325, ITC-214-20020402-00169, ITC-214-20020213-00083, ITC-214-20020213-00082, ITC-214-20020402-00170, ITC-214-20020705-00327, ITC-214-20020705-00326, ITC-214-20020402-00168, ITC-214-20020213-00081, ITC-20020516-00243, 0002921065, 0002921107, and 50005CFTC07; Notice of Ex Parte Presentation

Dear Ms. Dortch:

On November 15, 2007, Gene Johnson, Chief Executive Officer and Chairman of the Board of FairPoint Communications, Inc. ("FairPoint"); Michael Glover and Susanne Guyer of Verizon; and Brian Murray and I of Latham & Watkins LLP met separately with (1) Commissioner Adelstein and his legal advisor, Scott Bergmann, and (2) Commissioner Capps and his legal advisor, Scott Deutchman.

At both of these meetings, the participants discussed the above-referenced transaction. FairPoint and Verizon generally reiterated points already made in the record. In particular, FairPoint described its plans to expand broadband availability in the exchanges it will acquire from Verizon in Maine, New Hampshire, and Vermont well above their current levels. FairPoint also explained that it has the financial resources and experience necessary to operate the exchanges. In addition, FairPoint described its commitment to economic development in the region, evidenced among other things by its plan to create over 700 new positions across the three states. These positions are in addition to FairPoint's commitment to retain all of the Verizon employees who support the exchanges today at their current compensation and benefits (including having all pension fund obligations fully funded when transferred by Verizon).

LATHAM & WATKINS^{LLP}

FairPoint stated that it has been targeting a closing date of January 31, 2008, and that its hiring of new personnel, broadband deployment plans, and other operational matters depend on maintaining that date. In addition, FairPoint explained that there are a series of steps it must take before closing that necessitate prompt Commission approval. FairPoint and Verizon noted that the FCC has often decided transactions before the states have completed their own approval proceedings, including in many of the largest telephone company transactions in recent years (such as the Verizon-MCI, SBC-AT&T, and Qwest-U S WEST mergers). Accordingly, FairPoint and Verizon urged the Commission to proceed with its review and approval of this transaction as quickly as possible.

The enclosed materials, which show where FairPoint is planning to introduce or expand broadband services in the three states and which were filed previously with the Commission, were distributed at the meeting with Commissioner Copps.

Please direct any questions concerning this matter to me.

Very truly yours,

/s/ Karen Brinkmann

Karen Brinkmann
Counsel to FairPoint Communications, Inc.

Enclosures

cc: Commissioner Copps
Commissioner Adelstein
Scott Deutchman
Scott Bergmann