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January 4, 2008

Ms. Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street, SW
Washington, DC 20544

RE: Application for the Transfer of Certain Spectrum Licenses and Section 214 Authorizations in the State of Maine, New Hampshire and Vermont from Verizon Communications Inc. and its Subsidiaries to FairPoint Communications, Inc., WC Dkt. No. 07-22

Dear Secretary Dortch:

On behalf of Mid Maine Communications ("Mid Maine") and CRC Communications of Maine, Inc. (d/b/a Pine Tree Networks or "Pine Tree Networks") I am writing this letter for submission *ex parte* in the record of this proceeding.

By this letter Mid Maine and Pine Tree Networks express support to the comments presented by One Communications Corp. ("One Communications") and Great Works Internet ("GWI") in their *ex parte* letters dated December 17, 2007 and December 21, 2007 respectively. Mid Maine and Pine Tree Networks are Maine based companies, with both ILEC and CLEC businesses operating in Maine. This *ex parte* letter is submitted on behalf of their CLEC businesses. These businesses depend on just, reasonable and nondiscriminatory access to unbundled Verizon loops and transport facilities in order to serve their customers in Maine.

Mid Maine and Pine Tree Networks agree that the proposed transaction presents a substantial risk of harm to continued growth of competition in Maine, and that absent the imposition of the conditions (identified in One Communications letter of December 17, 2007 – App. A) the Commission should reject the transaction as contrary to the public interest.

Mid Maine and Pine Tree Networks further agree that if this transaction is authorized then the Commission should rule that the merged firm will be a BOC pursuant to Section 3(4)(A)

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of the Act and will, accordingly, be subject to all the market opening protections imposed by Sections 251, 271 and 272 of the Communications Act. These requirements are more than just legal formality. The requirements imposed on BOCs by Section 271 were instituted to guarantee that the dominant ILEC in the region would, before offering in-region long distance service, have a fully operational OSS system that did not discriminate between retail and wholesale customers. An intensive third party testing process was implemented to prove this capability before the Commission could authorize long distance service. And, this was imposed on an ILEC with a fairly well developed history of wholesale operations.

On the contrary, FairPoint has no history in wholesale provisioning, and FairPoint plans to develop an entirely new OSS to serve both retail and wholesale customers. FairPoint is not proposing a similar third party testing process, but only concedes to include a consultant chosen by the state Commissions to assist in developing the testing protocols that will be used, while FairPoint alone will determine if the OSS is ready for prime time.

Additionally, the importance of a declaration of BOC status to this transaction, as applied to FairPoint, is to prevent the ability of FairPoint to refuse to comply with the market opening requirements of Section 271, and this is especially important in the areas where Verizon was granted relief from TELRIC pricing of UNEs, as a result of the TRRO proceedings. Consequently, the ability of CLECs to obtain access to the items on the 14-point "competitive checklist" (contained in Section 271(c)(2)(B), at the pricing established by the Commission, and under the non-discrimination requirements of Section 272(e), will be even more critical to the development of competition in Maine.

For example, Verizon's former MCI assets are intended to remain as an independent CLEC post-transaction, and will, by all accounts be one of the largest CLECs operating in Maine.[1] The protections imposed by Section 271/272 are intended to prevent favored treatment to a large CLEC (a form of discrimination), and Verizon/MCI is in a position to obtain favorable treatment of access to FairPoint's ILEC network post-transaction that no other CLEC could obtain, in the absence of conditions that ensure non-discrimination. Accordingly, the Commission should insist on the requirement that FairPoint will be a BOC, and subject to all the market opening obligations, and protections, of Sections 271/272, in order to protect wholesale customers that will remain competitors of FairPoint post-closing.

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[1] FairPoint admitted this fact in the October 10, 2007 public hearing in Maine Docket 2007-67 ("MR. SHOER: Will -- will Verizon the CLEC, be one of your largest wholesale customers in Maine post closing? MR. LIPPOLD: Yes.") See Transcript of Hearing in Maine Docket 2007-67, dated October 10, 2007, at page 92.

For these reasons, Mid Maine Communications and Pine Tree Networks fully support the comments, and proposed conditions, set forth in the *ex parte* letters of One Communications and GWI, dated December 17, 2007 and December 21, 2007.

Respectfully Submitted,

Alan M. Shoer

Counsel for Mid Maine Communications and CRC Communications of Maine, Inc.

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