



DEPARTMENT OF THE ARMY
UNITED STATES ARMY LEGAL SERVICES AGENCY
901 NORTH STUART STREET
ARLINGTON, VIRGINIA 22203-1837

December 10, 2009

REPLY TO
ATTENTION OF

Regulatory Law Office
U 4190

VIA ELECTRONIC FILING & OVERNIGHT MAIL

Commission Executive Director and Secretary
Washington Utilities & Transportation Commission
P.O. Box 47250
1300 S. Evergreen Park Drive S.W.
Olympia, WA 98504-7250

Subject: **DoD/FEA's Confidential and Highly Confidential Non-Disclosure Agreements**

In Re: **Docket No. UT-090842** – Joint Application of Verizon Communications Inc. and Frontier Communications Corporation for an Order Declining to Assert Jurisdiction Over, or, in the Alternative, Approving the Indirect Transfer of Control of Verizon Northwest Inc.

To The Honorable Commission Executive Director and Secretary:

Pursuant to the Protective Order (Order No. 01, July 23, 2009) in the above-referenced proceeding, enclosed for filing are the original and fourteen (14) copies of the executed signatory pages of the Confidential and Highly Confidential Protective Order agreements of Stephen S. Melnikoff and Terrance A. Spann (Exhibits A, Attorney, and Exhibits C) and of Charles W. King, Robert W. Spangler and Harry Gildea (Exhibits B, Expert, and Exhibits C) on behalf of the United States Department of Defense and All Other Federal Executive Agencies (collectively referred to herein as "DoD/FEA").

In accordance with the Commission's Rules, a Certificate of Service is appended. Copies of this filing are being sent to all parties of record in accord with the Certificate of Service. Inquiries to this office regarding this proceeding should be directed to the undersigned at (703) 696-1643.

Thank you for your cooperation and assistance in this matter.

Sincerely,

Stephen S. Melnikoff
General Attorney
Regulatory Law Office (JALS-RL)
U.S. Army Litigation Center
901 N. Stuart Street, Suite 700
Arlington, Virginia 22203-1837
Telephone: (703) 696 - 1643
stephen.melnikoff@hqda.army.mil

Enclosure: Original and fourteen (14) Copies
CF: See Certificate of Service
Honorable Patricia Clark (Email)

**BEFORE THE WASHINGTON STATE
UTILITIES AND TRANSPORTATION COMMISSION**

| | | |
|--|---|-----------------------------|
| In the Matter of the Joint Application of |) | DOCKET NO. UT-090842 |
| |) | |
| VERIZON COMMUNICATIONS INC. |) | |
| AND FRONTIER |) | |
| COMMUNICATIONS CORPORATION |) | THE UNITED STATES |
| |) | DEPARTMENT OF DEFENSE AND |
| For An Order Declining to Assert |) | ALL OTHER FEDERAL EXECUTIVE |
| Jurisdiction Over, or, in the Alternative, |) | AGENCIES' |
| Approving the Indirect Transfer of |) | |
| Control of Verizon Northwest Inc. |) | |
| |) | |
| _____ |) | CERTIFICATE OF SERVICE |

CERTIFICATE OF SERVICE

I certify that I have caused a copy of the foregoing document, together with this Certificate of Service, in Docket No. UT-090842 to be sent this day by electronic service (email) and postage prepaid, properly addressed, first class U.S. Mail (or private courier) to the counsel and parties named below, as indicated:

Commission Executive Director
and Secretary
Washington Utilities &
Transportation Commission
P.O. Box 47250
1300 S. Evergreen Park Drive S W
Olympia, WA 98504-7250
[OVERNIGHT MAIL]
records@wutc.wa.gov

Gregory M. Romano
Verizon Northwest Inc.
1800 41st St., WA0105GC
Everett, WA 98201
[OVERNIGHT MAIL]
gregory.m.romano@verizon.com

Jonathan C. Thompson
Office of Attorney General
1400 S. Evergreen Park Drive S W
P.O. Box 40128
Olympia, WA 98504-0128
jthomps@utc.wa.gov

Simon ffitc
Sarah Shifley
Public Counsel Section
Office of Attorney General
800 Fifth Avenue, Suite 2000
Seattle, WA 98104-3188
simonf@atg.wa.gov
sarah.shifley@atg.wa.gov

Kevin Saville
2378 Wilshire Blvd.
Mound, MN 55364
kevin.saville@frontiercorp.com

Gregory J. Kopta
Davis Wright Tremaine LLP
1201 Third Avenue, Suite 2200
Seattle, Washington 98101-3045
gregkopta@dwt.com

Brooks E. Harlow
David L. Rice
Miller Nash LLP
601 Union Street, Suite 4400
Seattle, WA 98101
brooks.harlow@millernash.com
david.rice@millernash.com

Mary Harper
Stefanie Johnson
Carol Williams
Public Counsel Section
Office of Attorney General
800 Fifth Avenue, Suite 2000
Seattle, WA 98104-3188
stefaniej@atg.wa.gov
carolw@atg.wa.gov
maryh2@atg.wa.gov

Dennis Ahlers
Integra Telecom, Inc.
6160 Golden Hills Drive
Golden Valley, MN 55416-1020
ddahlers@integratelecom.com

Gregory L. Rogers
Level 3 Communications, LLC
1025 Eldorado Blvd.
Broomfield, CO 80021
Greg.Rogers@Level3.com

Charles L. Best
1631 NE Broadway, #538
Portland, OR 97232-1425
chuck@charleslbest.com

Mark P. Trincherro
Davis Wright Tremaine LLP
1300 SW Fifth Avenue, Suite 2300
Portland, OR 97201
marktrincherro@dwt.com

Lisa Rackner
McDowell & Rackner PC
520 6th Avenue, Suite 830
Portland, Oregon 97204
lisa@mcd-law.com

Milt H. Doumit
Verizon Communications Inc.
410 11th Avenue SE, Suite 103
Olympia, WA 98501
milt.h.doumit@verizon.com

Ken Mason
Frontier Communications Corp.
180 South Clinton Ave., 5th Floor
Rochester, NY 14646
ken.mason@frontiercorp.com

Rex Knowles
XO Communications, Inc.
7050 Union Park Ave., Suite 400
Midvale, UT 84047
rex.knowles@xo.com

Scott J. Rubin
333 Oak Lane
Bloomsburg, PA 17815-2036
scott.j.rubin@gmail.com

Katherine K. Mudge
Director, State Affairs & ILEC Relations
Covad Communications Company
7000 N. Mopac Expressway, 2nd Fl.
Austin, Texas 78731
kmudge@covad.com

Lyndall Nipps
Vice President, Regulatory Affairs
tw telecom of washington, llc
845 Camino Sur
Palm Springs, CA 92262-6275
Lyndall.Nipps@twtelecom.com

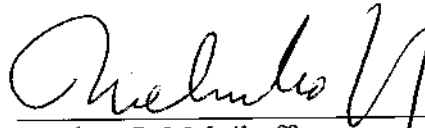
William A. Haas
Vice President Regulatory and Public Policy
PAETEC Communications
1 Martha's Way
Cedar Rapids, IA 52233
bill.haas@paetec.com

Ron Main, Executive Director
BCAW
216 First Avenue South,
Suite 260
Seattle, WA 98104
Rmain@broadbandwashington.org

Andrew D. Fisher
Comcast Cable Communications, LLC
One Comcast Center,
50th Floor
Philadelphia, PA 19103
Andrew_Fisher@Comcast.com

Michel Singer-Nelson
360networks (USA) inc
867 Coal Creek Circle,
Suite 160
Louisville, CO 80027
Mnelson@360.net

Dated this 10th day of December 2009,
at Arlington County, Virginia.


Stephen S. Melnikoff
General Attorney
Regulatory Law Office (JAIS-RL)
U.S. Army Legal Services Agency
Department of the Army
901 N. Stuart Street, Suite
Arlington, VA 22203-1837
(703) 696 - 1643

(8/21/09)