

**READ INSTRUCTIONS CAREFULLY BEFORE PROCEEDING**  
 Electronic Fee Advice Code  
 157552282741731  
 (1) LOCKBOX # 358145

FEDERAL COMMUNICATIONS COMMISSION

APPROVED BY OMB 3060-0589

**REMITTANCE ADVICE**

PAGE NO 1 OF 1

SPECIAL USE

FCC USE ONLY  
 Domestic 214

**SECTION A - PAYER INFORMATION**

(2) PAYER NAME (if calling by credit card, enter name exactly as it appears on your card)  
 GTE Service Corporation

(3) TOTAL AMOUNT PAID (dollars and cents)  
 \$ 780.00

(4) STREET ADDRESS LINE NO. 1  
 1850 M Street, NW, Suite 1200

(5) STREET ADDRESS LINE NO. 2

(6) CITY  
 Washington

(7) STATE  
 DC

(8) ZIP CODE  
 20036

(9) DAYTIME TELEPHONE NUMBER (include area code)  
 202-463-5295

(10) COUNTRY CODE (if not in U.S.A.)

**IF PAYER NAME AND THE APPLICANT NAME ARE DIFFERENT, COMPLETE SECTION B IF MORE THAN ONE APPLICANT, USE CONTINUATION SHEETS (FORM 159-C)**

**SECTION B - APPLICANT INFORMATION**

(11) APPLICANT NAME (if paying by credit card, enter name exactly as it appears on your card)  
 Bell Atlantic Corporation

(12) STREET ADDRESS LINE NO. 1  
 1095 Avenue of the Americas

(13) STREET ADDRESS LINE NO. 2

(14) CITY  
 New York

(15) STATE  
 NY

(16) ZIP CODE  
 10036

(17) DAYTIME TELEPHONE NUMBER (include area code)  
 212-395-2121

(18) COUNTRY CODE (if not in U.S.A.)

**COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEETS (FORM 159-C)**

**SECTION C - PAYMENT INFORMATION**

(19A) FCC CALL SIGN/OTHER ID See Exhibit 1	(20A) PAYMENT TYPE CODE (PTC) C U T	(21A) QUANTITY 1	(22A) FEE DUE FOR (PTC) IN BLOCK 20A \$ 780.00	FCC USE ONLY
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(23A) FCC CODE 1 (24A) FCC CODE 2

(19B) FCC CALL SIGN/OTHER ID	(20B) PAYMENT TYPE CODE (PTC)	(21B) QUANTITY	(22B) FEE DUE FOR (PTC) IN BLOCK 20B \$	FCC USE ONLY
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(23B) FCC CODE 1 (24B) FCC CODE 2

(19C) FCC CALL SIGN/OTHER ID	(20C) PAYMENT TYPE CODE (PTC)	(21C) QUANTITY	(22C) FEE DUE FOR (PTC) IN BLOCK 20C \$	FCC USE ONLY
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(23C) FCC CODE 1 (24C) FCC CODE 2

(19D) FCC CALL SIGN/OTHER ID	(20D) PAYMENT TYPE CODE (PTC)	(21D) QUANTITY	(22D) FEE DUE FOR (PTC) IN BLOCK 20D \$	FCC USE ONLY
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(23D) FCC CODE 1 (24D) FCC CODE 2

**SECTION D - TAXPAYER INFORMATION (REQUIRED)**

(25) PAYER TIN  
 0 1 3 1 6 7 5 5 2 2

(26) COMPLETE THIS BLOCK ONLY IF APPLICANT NAME IN B-11 IS DIFFERENT FROM PAYER NAME IN A-2  
 APPLICANT TIN 0 2 3 2 2 5 9 8 8 4

**SECTION E - CERTIFICATION**

(27) CERTIFICATION STATEMENT  
 I, \_\_\_\_\_, Certify under penalty of perjury that the foregoing and supporting information are true and correct to the best of my knowledge, information and belief. SIGNATURE \_\_\_\_\_

**SECTION F - CREDIT CARD PAYMENT INFORMATION**

(28) MASTERCARD/VISA ACCOUNT NUMBER: \_\_\_\_\_ EXPIRATION DATE: \_\_\_\_\_  
 MONTH YEAR

VISA I hereby authorize the FCC to charge my VISA or MASTERCARD for the service(s)/authorization(s) herein described. AUTHORIZED SIGNATURE \_\_\_\_\_ DATE \_\_\_\_\_

Before the  
FEDERAL COMMUNICATIONS COMMISSION  
Washington, D.C. 20554

In the Matter of

Application of Bell Atlantic Corporation  
and GTE Corporation for Transfer of  
Control of Domestic 214 Authorizations

File No. \_\_\_\_\_

**APPLICATION FOR TRANSFER OF CONTROL OF  
DOMESTIC 214 AUTHORIZATIONS**

Bell Atlantic Corporation ("Bell Atlantic") and GTE Corporation ("GTE") (collectively the "Applicants"), pursuant to Section 214 of the Communications Act of 1934, as amended, and Section 63.01 of the Commission's Rules, 47 C.F.R. § 63.01, hereby request Commission authority for the transfer of control of the domestic Section 214 authorizations held by GTE subsidiaries<sup>1</sup> to Bell Atlantic. GTE subsidiaries currently have Section 214 authority to provide domestic, interstate services, as listed in Exhibit 1 of this Application.

**I. TRANSACTION AND PUBLIC INTEREST**

As set forth in Exhibit A of this consolidated filing, Applicants will realize significant economic and marketing efficiencies by establishing GTE as a wholly-owned

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<sup>1</sup> GTE subsidiaries currently authorized to provide domestic, interstate services are referenced in Exhibit 1 hereto.

subsidiary of Bell Atlantic and, accordingly, have executed an Agreement and Plan of Merger ("Agreement"). For a description of the transaction, see the cover application.

In addition, a demonstration that these transfers are in the public interest is contained in Exhibit A.

## **II. SECTION 63.01 REQUIREMENTS**

The following information is submitted in accordance with Section 63.01 of the Commission's Rules, 47 C.F.R. § 63.01.

- a. The names and addresses of the Applicants are:

**Transferor:** GTE Corporation  
1255 Corporate Drive  
P.O. Box 152257  
Irving, TX 75015  
(972) 507-5000

**Transferee:** Bell Atlantic Corporation  
1095 Avenue of the Americas  
New York, NY 10036  
(212) 395-2121

- b. Both GTE and Bell Atlantic are incorporated in the state of Delaware.

- c. Correspondence regarding this Application should be addressed to:

**Transferor:** Suzanne Carmel  
GTE Corporation  
c/o GTE Service Corporation  
1850 M Street, N.W., Suite 1200  
Washington, DC 20036  
(202) 463-5295

**Copy to:** R. Michael Senkowski  
Wiley, Rein & Fielding  
1776 K Street, N.W.  
Washington, D.C. 20006  
(202) 429-7000

Transferee: Don Brittingham  
Bell Atlantic Corporation  
1300 I Street, N.W.  
400 W  
Washington, DC 20005  
(202) 336-7873

- d. Neither GTE nor Bell Atlantic are common carriers. The GTE subsidiaries that hold the instant domestic 214 applications and certain of Bell Atlantic's subsidiaries are common carriers that operate facilities subject to Section 214 of the Act, as amended.
- e. The authorization sought in this application is for the merger of GTE with Bell Atlantic. At this time, it is not contemplated that any existing or pending Section 214 authorizations will be transferred from GTE subsidiaries to any other common carrier. The facilities that are the subject of this Application will not be used to extend service into territories not currently served by the Applicants.
- f. The authorization sought here is not for the construction or acquisition of new interstate lines.
- g. The Section 214 authorizations that are the subject of this transfer application are described in Exhibit 1.<sup>2</sup>

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<sup>2</sup> GTE has endeavored to list the domestic 214 authorizations involving facilities that are currently operated. Because the Commission's records are incomplete, GTE is continuing to attempt to resolve any discrepancies between its records and the FCC's. In an abundance of caution, therefore, GTE respectfully requests that the Commission transfer control of all currently effective 214 authorizations to Bell Atlantic. If this

(Continued...)

- h-k. The Section 214 authorizations that are the subject of this transfer application are described in Exhibit 1.<sup>3</sup> Because authorization is not sought for the construction or acquisition of new facilities, these provisions are not applicable.
- l. For reasons discussed in Exhibit A, the public convenience and necessity will be served by grant of this application.
- m-n. This provision is not applicable because authorization is not sought for the construction or acquisition of new facilities.
- o. The Applicants have no immediate plans to modify significantly their tariff charges and regulations for the interstate services provided over the facilities covered by this Application. The Applicants may, however, make routine changes to such tariffs in the ordinary course of business and will revise tariffs to reflect changes in FCC rules and regulations.
- p. The accounting proposed to be performed in connection with the merger of GTE and Bell Atlantic will be accomplished through standard accounting entries associated with stock purchase merger agreements in

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(...Continued)

reconciliation process identifies additional 214 authorizations, GTE will supplement this application specifically identifying such additional authorizations.

<sup>3</sup> To the extent Sections 63.01(h)-(k) are applicable, the Commission should waive them because it would be unduly burdensome for Applicants to comply. See *Heartland Telecommunications Company of Iowa, Inc.*, File No. W-P-C-7159, Order and Certificate (Dec. 4, 1997) (waiving Sections 63.01(h) and 63.01(k) because compliance would be unduly burdensome).

conformance with generally accepted accounting principles and Part 32 of the Commission's rules.

- q. No new construction is involved, and grant of this Application is categorically excluded from environmental processing pursuant to Section 1.1306 of the Commission's Rules, 47 C.F.R. § 1.1306. Accordingly, an environmental assessment as described in Section 1.1311 of the Commission's Rules, 47 C.F.R. § 1.1311, is not required.

BELL ATLANTIC CORPORATION

By: \_\_\_\_\_

Date: \_\_\_\_\_

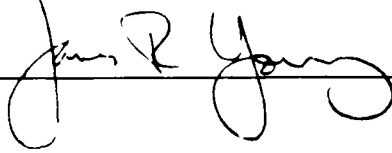
Respectfully submitted,

GTE CORPORATION

By:  \_\_\_\_\_

Date: 10/1/98 \_\_\_\_\_

BELL ATLANTIC CORPORATION

By: 

Date: 10/1/98

Respectfully submitted,

GTE CORPORATION

By: \_\_\_\_\_

Date: \_\_\_\_\_



<u>File No./Name</u>	<u>Description/Service Area</u>	<u>Grant Date</u>
P-C-8749 Western Arkansas Telephone Company	Operation of toll facilities between Gentry, Arkansas and Concord, Oklahoma	1/21/74
W-P-C-923 Continental Telephone Company of Arkansas, Inc.	Install buried cable, reroute interstate channels - Ft. Smith, Greenwood, Hackett, Midland and Mansfield, Arkansas	8/12/76
W-P-C-923-1 Continental Telephone Company of Arkansas, Inc.	Modification to permit installation of larger cables	10/19/76
W-P-C-1246 Continental Telephone Company of Arkansas, Inc.	Place buried cable, construct carrier systems, and reroute interstate circuits in Mansfield, Waldron, and Boles, Arkansas	3/24/77
W-P-C-6239 Contel of Arkansas, Inc. and Contel of Missouri, Inc.	Supplement circuit capacity between Seligman, Missouri and Garfield, Arkansas	7/21/88
P-C-6552 California Interstate Telephone Company	Continuing authority to commence small projects	2/17/67
P-C-8150 Continental Telephone Company of California, Inc.	Acquire and operate toll lines of Golden West Telephone Company in Arizona and California	6/29/71
P-C-8708 Continental Telephone Company of California, Inc.	Indian Reservation, Arizona to New Parker Dam Co. , AZ	8/15/73
W-P-C-9410 Continental Telephone Company of California, Inc.	Supplement interstate circuit between Blythe, California and Salome, Arizona	12/8/76

W-P-C-2335 Continental Telephone Company of California, Inc.	Supplement facilities between Gardnerville, Nevada and Alpine, California	11/28/78
W-P-C-6279 Contel of Illinois, Inc. and Contel of Missouri, Inc.	Construct and operate fiber system between Quincy, Illinois and West Quincy, Missouri	10/12/88
W-P-C-6064 Contel of Indiana, Inc.	Lease of transmission facilities to provide centralized equal access service in Indiana	7/12/88
W-P-C-6285 Contel of Iowa	Argyle, Iowa to Canton, Missouri	11/3/88
W-P-C-6263 Contel of Iowa, Inc. and Contel of Missouri, Inc.	Supplement circuit capacity between Canton, Missouri and Argyle, Iowa	9/14/88
W-P-C-5517 Contel of Pennsylvania	Acquire and operate exchanges of Quaker State Telephone Company in Pennsylvania	11/8/84
W-P-C-6429 Contel of Texas, Inc.	Construct and operate fiber cable between Andrews and Midland, Texas	6/21/89
W-P-C-6587 Contel of Virginia, Inc.	Extend and enhance line between Greensville County, Virginia and Northhampton County, North Carolina	7/5/90
P-C-8697 Idaho Telephone Company	Acquire and operate toll lines of Owyhee Telephone Company in Idaho and Oregon	9/19/73
W-P-C-121 Idaho Telephone Company	Construction and operate lines between Caldwell, Idaho and Homedale, Idaho	7/9/74
W-P-C-429 Idaho Telephone Company	Supplement lines between Homesdale, Idaho and Jordan Valley, Oregon	6/6/75

W-P-C-654 Continental Telephone Company of the West, Inc.	Homedale, Idaho and Jordan Valley, Oregon	12/29/75
W-P-C-6389 GTE Northwest, Inc.	Washougal, WA - Portland, OR Sandpoint, ID - Spokane, WA Moscow, ID - Spokane, WA Troy, MT - Coeur d' Alene, ID Libby, MT - Coeur d'Alene, ID	2/16/84
W-P-C-5915 GTE of the Northwest, Inc.	Spokane, WA - Coeur d'Alene, ID	2/17/87
W-P-C-6058 Continental Tel. Co. of Indiana, Inc.	Indiana	1988
W-P-C-6587 Contel of Virginia, Inc.	Greensville County, VA - Northhampton County	6-26-90
P-C-6777 Hawaiian Telco	Paumalu-Honolulu	7/20/67
P-C-7060 California Interstate	Topaz Lake, Nevada - Citco Autovon Bldg.	6/11/68
P-C-7048 California Interstate	Topaz Lake, Nevada - Citco Autovon Bldg.	5/25/68
P-C-7475 Hawaiian Telco	Various locations in Hawaii	1970 continuing authority
P-C-6572 California Interstate	Mojave, California	1/11/67
P-C-6582 California Interstate	Bishop, California - Silver Peak, NV	1/24/67
W-P-C-2926 Continental Telco of Arkansas, Inc.	Gentry- Arkansas Colcord, Oklahoma voice grade channel	11/2/79

W-P-C-5574 GTE of the Northwest, Inc.	Washington-Oregon- .aho	2/7/85
W-P-C-2011 Continental Teleco of Arkansas, Inc.	Gentry-Arkansas Colcord, Oklahoma	6/22/78
W-P-C-1617 AT&T, GTE et al.	Various cities in US	11/21/77
W-P-C-626 Hawaiian Telco	Paumala E.S. - Honolulu, Hawaii	11/1/75

STOEL RIVES LLP

ATTORNEYS

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May 11, 1999

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TIMOTHY J. O'CONNELL  
Direct Dial  
(206) 386-7562  
email tjoconnell@stoel.com

VIA MESSENGER

Ms. Carole J. Washburn  
Court Administrator/Clerk  
Washington Utilities and Transportation Commission  
1300 S. Evergreen Park Drive Southwest  
Olympia, WA 98504-7250

**Re: *In re Application of Bell Atlantic Corporation and GTE Corporation for  
Approval of the GTE Corporation - Bell Atlantic Corporation Merger***

Dear Ms. Washburn:

GTE Northwest hereby files the original and nineteen (19) copies of the Joint Application in the above-referenced proceeding. Please contact me once a docket number has been assigned to this matter. Thank you.

Sincerely,

  
Timothy J. O'Connell

TJOC:smb

Enclosures

cc: Jeffrey Golz, Esq.  
Simon ffitch, Esq.