

**BEFORE THE WASHINGTON
UTILITIES AND TRANSPORTATION COMMISSION**

In the Matter of Frontier Communications
Northwest Inc.'s Petition to be Regulated as a
Competitive Telecommunications Company
Pursuant to RCW 80.36.320

DOCKET NO. UT-121994

AFFIDAVIT OF STEPHEN J.
KENNEDY IN SUPPORT OF MOTION
OF CBeyond COMMUNICATIONS
LLC OBJECTING TO EXHIBIT C
FILED BY KEVIN SAVILLE ON
BEHALF OF FRONTIER
COMMUNICATIONS

STATE OF WASHINGTON)
) ss.
COUNTY OF KING)

I, STEPHEN J. KENNEDY, being first duly sworn, depose and state:

1. I am an attorney with Ater Wynne LLP, counsel for Cbeyond Communications LLC. I am over the age of 18 years and I am fully competent to testify. I make this affidavit on the basis of my personal knowledge.

2. Exhibit C to the Protective Order, signed by Kevin Saville, in-house attorney for Frontier Communications, was filed with the Commission on March 25, 2013.

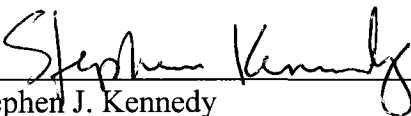
3. The language on Exhibit C clearly states that:

a. *I am not now involved, and will not for a period of two years involve myself in, competitive decision making with respect to which the documents or information may be relevant, by or on behalf of any company or business organization that competes, or potentially competes, with the company or business organization from whom they seek disclosure of highly confidential information with respect to the pricing, marketing, and sales of telecommunications services in the state of Washington;*

4. Only outside counsel and outside experts are allowed access to these most sensitive documents. Kevin Saville's position as in-house attorney to Frontier precludes him from obtaining Highly Confidential information under the Protective Order.

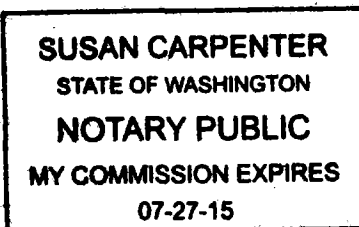
5. Attached as Exhibit A hereto is Cbeyond's signed objection to Mr. Saville's Exhibit C to the Protective Order.


DATED this 3rd day of April, 2013.



Stephen J. Kennedy

SUBSCRIBED AND SWORN TO before me this 3rd day of April, 2013.





Name Printed: Susan Carpenter
Notary Public in and for the State of Washington
Residing at: Auburn, WA
My Commission Expires: 7-27-15

CERTIFICATE OF SERVICE

I hereby certify that I have this 3rd day of April, 2013, served the true and correct original, along with the correct number of copies, of the foregoing document upon the WUTC, via the method(s) noted below, properly addressed as follows:

Steven King
Secretary and Executive Director
Washington Utilities and Transportation
Commission
1300 S Evergreen Park Drive SW
PO Box 47250
Olympia, WA 98504-7250

Hand Delivered
 U.S. Mail (first-class, postage prepaid)
 Overnight Mail (UPS)
 Facsimile (360) 586-8203
 Email (records@wutc.wa.gov)

I hereby certify that I have this 3rd day of April, 2013, served a true and correct copy of the foregoing document upon parties of record, via the method(s) noted below, properly addressed as follows:

On Behalf of Frontier: (via US Mail and Email)

Timothy O'Connell
Stoel Rives LLP
Suite 3600
600 University Street
Seattle WA 98101-3197

tjoconnell@stoel.com

Kevin Saville
Jack Phillips
Carl Gipson
Debbie Dern
Will J. Eidson

kevin.saville@ftr.com
jack.phillips@ftr.com
carl.gipson@ftr.com
dldern@stoel.com
wjeidson@stoel.com

On Behalf of Commission Staff:

Jennifer Cameron-Rulkowski
Attorney General of Washington
1400 S Evergreen Park Drive SW
PO Box 40128
Olympia WA 98504-7250

jcameron@utc.wa.gov

On Behalf of Level 3 Communications LLC

Gregory Diamond
Level 3 Communications, LLC
1025 El Dorado Boulevard
Bloomfield CO 80021-8869

greg.diamond@level3.com

On Behalf of Integra Telecom of Washington, Inc.:

Doug Denney
Integra Telecom, Inc.
Suite 500
1201 NE Lloyd Boulevard
Portland OR 97232

dkdenney@integratelecom.com

Kim Isaacs
Kim Wagner

kdisaccs@interatelecom.com
kim.wagner@integratelecom.com

On Behalf of U.S. Department of Defense (DOD):

Kyle J. Smith, Esq.
General Attorney
Regulatory Law Office (JALS-RL)
U.S. Army Legal Services Agency
9275 Gunston Rd. , Suite 1300
Fort Belvoir, VA 22060

Kyle.j.smith124.civ@mail.mil

Stephen S. Melnikoff, Esq.
August Ankum PHD
Patrick Phipps

Stephen.s.melnikoff.civ@mail.mil
gankum@qsiconsulting.com
pphipps@qsiconsulting.com

On Behalf of tw telecom of Washington, llc:

Pamela H. Hollick
tw telecom
4625 W 86th Street, Suite 500
Indianapolis IN 46268

pamela.hollick@twtelecom.com

Mark Trinchero
Davis Wright Tremaine LLP
1300 SW Fifth Avenue, Suite 2400
Portland OR 97201-5630

marktrinchero@dwt.com

Alan J. Galloway
Debbie Reed

alangalloway@dwt.com
debbiereed@dwt.com

On Behalf of Charter Fiberlink

Michael Moore
Charter Communications
12405 Powerscourt Drive
St. Louis MO 63131

michael.moore@chartercom.com

Mark Trincherro
Davis Wright Tremaine LLP
1300 SW Fifth Avenue, Suite 2400
Portland OR 97201-5630

marktrincherro@dwt.com

Alan J. Galloway
Debbie Reed

alangalloway@dwt.com
debbiereed@dwt.com

On Behalf of Public Counsel

Simon ffitch
Attorney General of Washington
Public Counsel Section
800 Fifth Avenue, Suite 2000
Seattle WA 98104-3188

simonf@atg.wa.gov

Lisa W. Gafken
Stefanie Johnson
Carol Williams

Lisaw4@atg.wa.gov
stefaniej@atg.wa.gov
carolw@atg.wa.gov

I declare under penalty of perjury under the laws of the State of Washington that the foregoing is true and correct.

DATED this 3rd day of April, 2013, at Seattle, Washington.

