

**BEFORE THE WASHINGTON  
UTILITIES AND TRANSPORTATION COMMISSION**

In the Matter of the Joint Application of	)	
Verizon Communications Inc. and Frontier	)	DOCKET NO. UT-090842
Communications Corporation for an Order	)	
Declining to Assert Jurisdiction Over, or, in the	)	PAETEC COMMUNICATIONS, INC.
Alternative, Approving the Indirect Transfer of	)	PETITION TO INTERVENE
Control of Verizon Northwest Inc.	)	
	)	

1. Pursuant to WAC 480-07-355, PAETEC Communications, Inc., on behalf of its subsidiary McLeodUSA Telecommunications Services, Inc., d/b/a PAETEC Business Services (“PAETEC”) hereby petitions the Commission for leave to intervene in the above-entitled docket. As grounds for intervention, PAETEC states as follows:

I.

2. The names, addresses, and telephone numbers of the persons to whom communications should be addressed are:

William A. Haas  
Vice President Regulatory and Public Policy  
PAETEC Communications, Inc.  
1 Martha’s Way  
Cedar Rapids, IA 52233  
(319) 790-7295  
bill.haas@paetec.com

Mark P. Trincherero  
Davis Wright Tremaine LLP  
1300 SW Fifth Avenue, Suite 2300  
Portland, Oregon 97201  
Telephone: (503) 778-5318  
Facsimile: (503) 778-5299  
marktrincherero@dwt.com

II.

3. PAETEC is a registered and competitively classified telecommunications company authorized to provide both intraexchange and interexchange telecommunications services throughout Washington. PAETEC currently competes with, and obtains interconnection and related services and facilities from, Verizon Northwest Inc. (“Verizon”) in the provision of PAETEC’s telecommunications services.

III.

4. PAETEC has a substantial interest in the proposed transfer of control of Verizon to Frontier Communications Corporation ("Frontier"). Verizon is the second largest incumbent local exchange carrier in Washington. PAETEC relies on interconnection with, and related services and facilities obtained from, Verizon to offer and provide service to customers in Verizon's service territory. PAETEC seeks to participate in this proceeding to ensure that the proposed transaction will not adversely impact competition in Washington or PAETEC's rights and ability to obtain the interconnection and related services and facilities it needs to provide its telecommunications services.

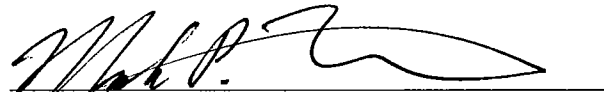
IV.

5. The evidence, if any, and briefing presented by PAETEC will be of material value to the Commission in its determination of the issues involved in this proceeding, and PAETEC's intervention will not broaden those issues or delay the proceedings.

WHEREFORE, PAETEC prays for leave to intervene as a party to this proceeding, with a right to discovery, to have notice of and appear at the taking of testimony, to produce and cross-examine witnesses, and to be heard in person or by counsel on brief and at oral argument.

RESPECTFULLY SUBMITTED this 30<sup>th</sup> day of June 2009.

DAVIS WRIGHT TREMAINE LLP



Mark P. Trincherro OSB # 88322  
1300 SW Fifth Avenue, Suite 2300  
Portland, OR 97201  
Tel: (503) 241-2300  
Fax: (503) 778-5299

Attorneys for PAETEC