



Rob McKenna

# ATTORNEY GENERAL OF WASHINGTON

900 Fourth Avenue #2000 • Seattle WA 98164-1012

July 1, 2005

**VIA FAX AND FIRST CLASS MAIL**

Carole Washburn  
WUTC  
1300 S. Evergreen Pk. Dr. S.W.  
PO Box 47250  
Olympia, WA 98504-7250

Re: In the Matter of the Joint Application of Verizon Communications Inc., and MCI, Inc.,  
For Approval of Agreement and Plan of Merger  
Docket No: UT-050814

Dear Ms. Washburn:

Enclosed please find the originals and nine copies each of the Highly Confidential Information Agreement and Confidential Information Agreement of Scott Cratty, Elizabeth Kientzle, and Terry L. Murray and Certificate of Service for filing in the above-entitled docket.

Sincerely,

Simon J. Fritch  
Assistant Attorney General  
Public Counsel Section  
(206) 389-2055

SJf:kez

Enclosures

cc: Service List (U.S. Mail)

REC'D  
05 JUL - 1 11:32  
REC'D  
REC'D



DOCKET NO. UT-050814  
ORDER NO. 02

PAGE 21

**EXHIBIT C (Highly Confidential Information Agreement)**

**AGREEMENT CONCERNING HIGHLY CONFIDENTIAL INFORMATION  
IN DOCKET NO. UT-050814  
BEFORE THE  
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION**

I, Scott Caatly, am

- an attorney for \_\_\_\_\_
- an independent consultant for  
Public Counsel

a person who is otherwise authorized to have access to the Highly Confidential Information produced by Keagen & McT, a party to this proceeding, by virtue of the written consent of that party or by virtue of an order of the Commission.

I hereby agree that: (a) I have read a copy of this Protective Order with Highly Confidential Provisions and agree to be comply with and be bound thereby; (b) I will not disclose any Highly Confidential Information, or the contents thereof to which I become privy, to any person not entitled thereto under the terms of the Protective Order with Highly Confidential Provisions; and (c) I will not use such Highly Confidential Information except in connection with this litigation.

Scott Caatly  
Signature

6/30/05  
Date

Murray and Caatly, LLC  
Employer

725 Vicky Hills Drive, Ukiah CA 95482  
Address

Vice President / Consultant  
Position and Responsibilities

\*\*\*

DOCKET NO. UT-050814  
ORDER NO. 02

PAGE 21

**EXHIBIT C (Highly Confidential Information Agreement)**

**AGREEMENT CONCERNING HIGHLY CONFIDENTIAL INFORMATION  
IN DOCKET NO. UT-050814  
BEFORE THE  
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION**

I, ELIZABETH R. Y. KIENTZLE, am

an attorney for \_\_\_\_\_

an independent consultant for  
PUBLIC COUNSEL

a person who is otherwise authorized to have access to the Highly Confidential Information produced by VERIZON AND MCI, a party to this proceeding, by virtue of the written consent of that party or by virtue of an order of the Commission

I hereby agree that: (a) I have read a copy of this Protective Order with Highly Confidential Provisions and agree to be comply with and be bound thereby; (b) I will not disclose any Highly Confidential Information, or the contents thereof to which I become privy, to any person not entitled thereto under the terms of the Protective Order with Highly Confidential Provisions; and (c) I will not use such Highly Confidential Information except in connection with this litigation.

Elizabeth R. Y. Kientzle  
Signature

6/30/05  
Date

SELF EMPLOYED  
Employer

672 JEAN STREET, OAKLAND, GA  
Address

REGULATORY  
CONSULTANT / ANALYSIS  
Position and Responsibilities

\*\*\*

DOCKET NO. UT-050814  
ORDER NO. 02

PAGE 22

The following portion is to be completed by the responding party and filed with the Commission within 10 days of receipt. Failure to do so will constitute a waiver and the above-named person will be deemed an expert having access to Highly Confidential Information under the terms and conditions of the protective order.

\_\_\_\_\_ No objection.

\_\_\_\_\_ Objection. The responding party objects to the above-named expert having access to Highly Confidential Information. The objecting party shall file a motion setting forth the basis for objection and asking exclusion of the expert from access to Highly Confidential Information.

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Date



**Docket No. UT-050814  
VERIZON/MCI MERGER  
SERVICE LIST**

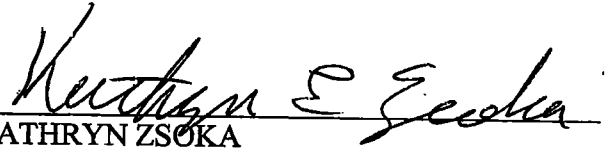
<b>VERIZON NORTHWEST, INC.:</b> <b>Judith A Endejan</b> <b>Graham &amp; Dunn PC</b> <b>2801 Alaskan Way Suite 300</b> <b>Seattle, WA 98121-1128</b>	<b>COMMISSION STAFF:</b> <b>JONATHAN THOMPSON</b> <b>Assistant Attorney General</b> <b>P.O. Box 40128</b> <b>1400 S. Evergreen Park Dr. SW</b> <b>Olympia WA 98504 0128</b>
<b>VERIZON:</b> <b>Charles H Carrathers</b> <b>Vice President &amp; General Counsel</b> <b>Verizon Northwest</b> <b>600 Hidden Ridge</b> <b>Irving TX 75038</b>	<b>VERIZON:</b> <b>Sherry F Bellamy</b> <b>Vice President &amp; Associate General Counsel</b> <b>Verizon Corporate Services Corp</b> <b>1515 North Courthouse Road #500</b> <b>Arlington VA 22201</b>
<b>VERIZON:</b> <b>Robert P Slevin</b> <b>Associate General Counsel</b> <b>Verizon Corporate Services Corp</b> <b>1095 Avenue of the Americas</b> <b>Room 3824</b> <b>New York NY 10036</b>	<b>VERIZON:</b> <b>Andrew B Clubok</b> <b>Kirkland &amp; Ellis LLP</b> <b>655 Fifteenth Street NW #1200</b> <b>Washington DC 20005</b>
<b>MCI:</b> <b>Arthur A Butler</b> <b>Ater Wynne LL</b> <b>601 Union St Suite 5450</b> <b>Seattle WA 98101 2327</b>	<b>MCI:</b> <b>Michel Singer Nelson</b> <b>Senior Attorney</b> <b>MCI Inc</b> <b>707 17<sup>th</sup> Street</b> <b>Denver CO 80202</b>
<b>MCI:</b> <b>MARSHA A Ward</b> <b>Vice President – State Regulatory</b> <b>6 Concourse Parkway #600</b> <b>Atlanta GA 30328</b>	<b>XO Communications Services, Inc:</b> <b>Gregory J Kopta</b> <b>Davis Wright Tremaine</b> <b>LLP</b> <b>2600 Century Square</b> <b>1501 Fourth Avenue</b> <b>Seattle, WA 98101 1688</b>
<b>Integra Telecom of Washington, Inc.:</b> <b>John P. Nusbaum</b> <b>1201 NE Lloyd Blvd</b> <b>Suite 500</b> <b>Portland, OR 97323</b>	<b>Covad Communications Company:</b> <b>Gregory T. Diamond</b> <b>Senior Counsel</b> <b>7901 Lowry Blvd</b> <b>Denver CO 80230</b>
<b>Citizens Utility Alliance:</b> <b>John O'Rourke Director</b> <b>212 W 2<sup>nd</sup> Ave Suite 100</b> <b>Spokane WA 99201</b>	

**CERTIFICATE OF SERVICE**  
**Docket No. UT-050814**

I hereby certify that a true and correct copy of the protective agreements of Scott Cratty, Elizabeth Kientzle, and Terry L. Murray was sent to each of the parties of record shown on the attached Service List in sealed envelopes, via:

- First class mail, postage prepaid  
 Facsimile transmission  
 UPS Two-Day Air, freight prepaid  
 Federal Express, freight prepaid

DATED: July 1, 2005.

  
KATHRYN ZSOKA