

BEFORE THE WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

In the Matter of the Joint Petition of  
Verizon Communications, Inc., and MCI  
Inc., For Approval of Agreement and Plan  
of Merger

DOCKET NO. UT-050814

PUBLIC COUNSEL RESPONSE TO  
VERIZON MOTION TO MODIFY  
PROTECTIVE ORDER NO. 02

Pursuant to the Commission's Notice of Opportunity to File Answer dated July 7, 2005,  
Public Counsel files this Answer to Verizon's Motion to Modify Protective Order No. 02.

Public Counsel is concerned that Verizon's motion erects unnecessary barriers and  
difficulties for the discovery process in this case.

Notwithstanding these concerns, Public Counsel will not oppose the modifications  
requested by Verizon on the following conditions:

1. Public Counsel and its outside consultants will receive copies of all documents  
provided to Commission Staff constituting the materials provided by Verizon and  
MCI to the FCC, at the same time and in the same form (CD or otherwise) as  
provided to Staff, whether classified as public, confidential, or highly  
confidential.
2. Any documents designated as "Copying Prohibited" shall be made available for  
review by Public Counsel consultants at a convenient time and location in Boston  
and Washington, D.C., in addition to any Washington state location provided.
3. Any "Copying Prohibited" document which is copied and provided to  
Commission Staff or other party shall also be provided to Public Counsel in the  
same form and at the same time.
4. Upon request, Public Counsel and/or its consultants shall be provided a copy of  
any "Copying Prohibited" document identified by a Public Counsel attorney or  
consultant as necessary to the preparation of testimony, exhibits or cross-

examination in this proceeding. Any objection to copying will be resolved by the ALJ in this proceeding.

Respectfully submitted,

Dated this 11<sup>th</sup> day of July, 2005.

ROB MCKENNA  
Attorney General

Simon J. ffitch  
Assistant Attorney General  
Public Counsel