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April 23, 2010

**PLEASE NOTE THAT THE ORIGINAL OF THIS FILING
CONTAINS CONFIDENTIAL COMMERCIAL INFORMATION**

Via Hand-Delivery

Mr. Jeff R. Derouen
Executive Director
Public Service Commission
211 Sower Boulevard
P. O. Box 615
Frankfort, Kentucky 40602-0615

RECEIVED

APR 23 2010

**PUBLIC SERVICE
COMMISSION**

Re: In the matter of MCI Communications Services, Inc., et al., v. Windstream
Kentucky West, Inc., et al ("Windstream"), Case #2007-00503

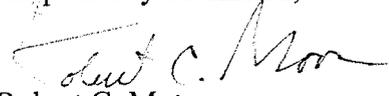
Dear Mr. Derouen:

Please find enclosed for filing in the above referenced case the following documents:

- 1) The unredacted, confidential original of Windstream's Responses and Objections to Sprint Nextel's Second Set of Requests for Information to Windstream and five redacted paper copies of same;
- 2) The unredacted, confidential original of Windstream's Responses and Objections to Verizon's Second Set of Requests for Information to Windstream and five redacted paper copies of same;
- 3) The original of Windstream's Responses and Objections to AT&T's Third Data Requests to Windstream Kentucky West, Inc., Windstream Kentucky East, Inc. - Lexington and Windstream Kentucky East, Inc. - London, and five redacted paper copies of same; and,
- 4) The above described Responses and Objections contain information and exhibits labeled as confidential and Windstream seeks confidential treatment of this confidential commercial information. Windstream accordingly files its Petition for Confidential Treatment for all information and exhibits labeled as confidential.

Please call me if you have any questions concerning this filing, and thank you for your attention to this matter.

Respectfully submitted,


/Robert C. Moore

RCM/db

Enclosures

cc: Kimberly Bennett

COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION

RECEIVED

APR 23 2010

In the Matter of:

MCI COMMUNICATIONS SERVICES, INC., BELL)
ATLANTIC COMMUNICATIONS, INC., NYNEX LONG)
DISTANCE COMPANY, TTI NATIONAL, INC.,)
TELECONNECT LONG DISTANCE SERVICES &)
SYSTEMS COMPANY AND VERIZON SELECT)
SERVICES, INC.)

PUBLIC SERVICE
COMMISSION

Complainants

) CASE NO.

) 2007-00503

v.

WINDSTREAM KENTUCKY WEST, INC.,)
WINDSTREAM KENTUCKY EAST, INC. – LEXINGTON)
AND WINDSTREAM KENTUCKY EAST, INC. – LONDON)
Defendants)

**WINDSTREAM KENTUCKY EAST, LLC AND WINDSTREAM KENTUCKY WEST,
LLC'S PETITION FOR CONFIDENTIAL TREATMENT OF
RESPONSES TO SECOND DATA REQUESTS OF VERIZON AND SPRINT**

Windstream Kentucky West, LLC ("Windstream West") and Windstream Kentucky East, LLC ("Windstream East", pursuant to 807 KAR 5:001, Section 7, hereby petition the Kentucky Public Service Commission ("Commission") for an order granting confidential treatment to their responses to the second set of data requests served by Verizon and Sprint in this proceeding. In support of their Petition, Windstream East and Windstream West state as follows:

1. Windstream East and Windstream West are requesting confidential treatment for all information and exhibits labeled as confidential in their responses to the various data requests served on them in this proceeding by Verizon and Sprint ("Confidential Responses"). The Confidential Responses contain proprietary, confidential information that would aid competitors of Windstream East and Windstream West, if released, and otherwise is proprietary and trade secret information not released outside the companies. Such confidential and proprietary trade secret

information is subject to protection from disclosure pursuant to Kentucky law. See KRS 61.870 et seq.

2. Windstream East and Windstream West's Confidential Responses in material part contain specific dollar figures or minutes of use information relating to their costs and operations in Kentucky. This information constitutes a trade secret because it is commercial information, that if disclosed, could cause substantial competitive harm to Windstream East and Windstream West. This information is not publicly available. The financial information contained in the Confidential Responses is based on highly confidential and proprietary network and traffic information, and represents highly confidential costs of providing service. It would be difficult, if not impossible, for someone to discover this information from other sources. If this information were available to competitors in this form, they could use it to the competitive disadvantage to Windstream East and Windstream West

3. Windstream West and Windstream East operate in a highly competitive marketplace, including areas served by Verizon and Sprint, where such confidential information is closely guarded to insure it is not disclosed to competitors.

4. This information is not generally disclosed to non-management employees of Windstream West or Windstream East and is protected internally as confidential and proprietary information.

5. The disclosure of the Confidential Responses would result in significant or irreparable harm to Windstream East and Windstream West by providing their competitors with non-reciprocal competitive advantage. No public purpose is served by the disclosure of such information, and the regulations of the Commission contemplate the filing of such information under a confidentiality order.

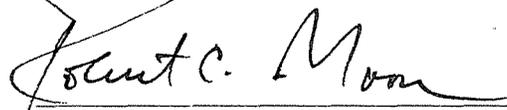
6. Windstream East and Windstream West seek confidential treatment for the entirety of their Confidential Responses because all of the information contained in the same is highly confidential and proprietary financial information.

Pursuant to the above referenced statements, Windstream East and Windstream West request that this information be deemed and treated as confidential by the Commission.

WHEREFORE, Windstream East and Windstream West respectfully request that the **Commission enter all necessary orders granting confidential treatment as requested herein.**

Date: April 23, 2010

Respectfully submitted,



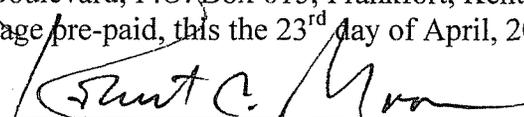
Robert C. Moore
HAZELRIGG & COX, LLP
415 West Main Street, 1st Floor
P. O. Box 676
Frankfort, Kentucky 40602-0676
(502) 227-2271

And

Kimberly K. Bennett
Windstream Communications
4001 Rodney Parham Road
Little Rock, AR 72212-2442

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing has been served upon Douglas F. Brent and C. Kent Hatfield, Stoll, Keenon Ogden, PLLC, 2000 PNC Plaza, 500 West Jefferson Street, Louisville, Kentucky 40202, Dulaney L. O’Roark III, Vice President and General Counsel - Southern Region, Verizon, 5055 North Point Parkway, Alpharetta, Georgia 30022, John N. Hughes, 124 West Todd Street, Frankfort, Kentucky, 40601, Mary K. Keyer, General Counsel/AT & T Kentucky, 601 West Chestnut Street, Room 407, Louisville, Kentucky, 40203 and Tiffany Bowman, Public Service Commission, 211 Sower Boulevard, P.O. Box 615, Frankfort, Kentucky 40602-0615, by placing same in the U.S. Mail, postage pre-paid, this the 23rd day of April, 2010.



Robert C. Moore

COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION

In the Matter of:

RECEIVED

**MCI COMMUNICATIONS SERVICES, INC., BELL)
ATLANTIC COMMUNICATIONS, INC., NYNEX LONG)
DISTANCE COMPANY, TTI NATIONAL, INC.,)
TELECONNECT LONG DISTANCE SERVICES &)
SYSTEMS COMPANY AND VERIZON SELECT)
SERVICES, INC.)**

APR 23 2010

PUBLIC SERVICE
COMMISSION

Complainants

CASE NO.

2007-00503

v.

**WINDSTREAM KENTUCKY WEST, INC.,)
WINDSTREAM KENTUCKY EAST, INC. – LEXINGTON)
AND WINDSTREAM KENTUCKY EAST, INC. – LONDON)
Defendants)**

**RESPONSES AND OBJECTIONS TO AT&T'S THIRD DATA REQUESTS TO
WINDSTREAM KENTUCKY WEST, INC., WINDSTREAM KENTUCKY EAST, INC. –
LEXINGTON AND WINDSTREAM KENTUCKY EAST, INC. – LONDON**

Windstream Kentucky West, LLC (“Windstream West”) and Windstream Kentucky East, LLC (“Windstream East”) submit the following responses and objections to the Third Data Requests served by BellSouth Telecommunications, Inc., d/b/a AT&T Kentucky and AT&T Communications of the South Central States, LLC (collectively, "AT&T"):

OBJECTIONS APPLICABLE TO ALL AT&T THIRD DATA REQUESTS

The following objections apply to each data request and the accompanying directions and instructions served by AT&T:

1. Windstream East and Windstream West object that they are alternatively regulated local exchange carriers who are statutorily exempt from this proceeding. Their submission of these Responses is without waiver of and with express reservation of all of their rights as alternatively regulated carriers.
2. Windstream East and Windstream West object to the Third Data Requests to the extent they may be construed as calling for the disclosure of information subject to a claim of privilege or immunities including the attorney-client privilege, the attorney work product doctrine, the joint-defense privilege, or any other applicable evidentiary privilege or immunity from disclosure. The inadvertent disclosure of any information subject to such privileges or immunities is not intended to relinquish any privilege or immunity and shall not be deemed to constitute a waiver of any applicable privilege or immunity.
3. Windstream East objects to AT&T's Definition (2) for the reason that Windstream East is only one legal entity but with two study areas.
4. Windstream East and Windstream West object to any data request (*e.g.* Third Data Requests Nos. 4 and 5) to the extent that it seeks to impose the request on parents or affiliates of Windstream West and Windstream East who are not parties to this proceeding, are not the subjects of Verizon's Complaint, and do not have access rates which are in contention in Verizon's Complaint. Unlike the interexchange carriers who are parties to this proceeding, neither Windstream West nor Windstream East maintains national rate plans or any operations outside of their exchanges in Kentucky.

5. Windstream East and Windstream West object to any request that seeks information relating to cost-based information, which information is either outside the jurisdiction of this Commission or wholly irrelevant to alternatively regulated carriers.
6. Windstream East and Windstream West generally object to the requests to the extent that they: (a) are overly broad; (b) are impermissibly vague and ambiguous and fail to describe with reasonable particularity the information sought; (c) seek production of information that is not relevant to the subject matter at issue in this action and/or are not reasonably calculated to lead to the discovery of admissible evidence; and (d) impose undue burdens that outweigh any probative value the information may have in this action.
7. Windstream East and Windstream West object to the requests to the extent they seek information (*e.g.*, tariff or commission proceeding information) that is in the public domain, is available from other, more convenient sources, and/or is accessible by, if not already in the possession of, AT&T.
8. Windstream West and Windstream East object to the requests to the extent they purport to impose a burden of ascertaining information that is not in their possession, custody, control, or personal knowledge, or that cannot be found in the course of a reasonable search.
9. Windstream West and Windstream East object to the requests to the extent they purport to impose upon them obligations greater than or different from those authorized by the Rules of Civil Procedure - including those imposing a reasonable limitation on the amount of discovery that may be served on a party. As provided under the Rules, each party may propound a maximum of thirty (30) interrogatories and thirty (30) requests for

admission, and the Rules expressly provide that each subpart of an interrogatory or request shall be counted as a separate interrogatory or request. AT&T's initial requests resulted in over 2,300 subparts, which under the Rules count as separate requests. Even if AT&T had requested leave to exceed the limit under the Rules, which it did not, the total number of requests AT&T has submitted far exceeds a reasonable amount that should be permitted even on an exception basis. Windstream East and Windstream West should not be harmed by excessive discovery which is in addition to the harm they already are suffering from the violation of their rights as alternatively regulated carriers.

RESPONSES

Windstream East and Windstream West do not waive and fully preserve all of the foregoing objections, which are incorporated fully herein. Any information provided herein is made on the basis of the best information available to Windstream East and/or Windstream West at the time of gathering responsive materials or information, within the limits of, and subject to the general and specific objections set forth herein. Windstream East and Windstream West have attempted to locate responsive information through an investigation of sources from which such information might reasonably be expected to be found, but by means of responses and objections to the Requests for Information or in subsequent testimony or other filings, Windstream West and Windstream East reserve the right to supplement or modify their responses and objections if additional information becomes available.

The fact that Windstream East and Windstream West are willing to provide responsive information to any particular request does not constitute an admission or acknowledgment that the request is proper, that the information sought is within the proper bounds of discovery, or that other requests for similar information will be similarly treated. Further, any and all responses

provided herein are for the purpose of the above-captioned case only and are not responses for any other purpose. Similarly, they may not be used against Windstream East or Windstream West in any other proceeding unless specifically agreed to by them or so ordered by a court or commission of competent jurisdiction.

Windstream West and Windstream East reserve the right to rely on facts, documents, or other evidence, which may develop or subsequently come to its attention, to assert additional objections or supplemental responses should it discover that there is information or grounds for objections and to supplement or amend these Responses at any time.

1. Please explain your responses to AT&T Date Request No. 10(d) where you state the, "Neither Windstream West no Windstream East believes that its current interstate switched access rates, by themselves, are compensatory.

OBJECTIONS AND RESPONSE: Windstream East and Windstream West object that this question seeks information irrelevant to this proceeding and further is in excess of a reasonable number of discovery questions that are or should be allowed under Kentucky Rules. Without waiving the foregoing objections, Windstream East and Windstream West state the Federal Communications Commission's access reform efforts include meaningful opportunities to recover revenues lost as a result of switched access rate reductions that were part and parcel of the rate reductions. Without these opportunities, the interstate switched access rate may not be compensatory.

Windstream East / Windstream West Respondent: Cesar Caballero
Objections prepared by counsel for Windstream East / Windstream West

2. Please admit or deny that the "replacement mechanisms" referenced in Windstream's response to AT&T Date Request 10(e) are actually end-user charges (i.e., retail rates) and/or universal service mechanisms, but not switched access rates.

OBJECTIONS AND RESPONSE: Windstream East and Windstream West object that this question seeks information irrelevant to this proceeding and further is in excess of a reasonable number of discovery questions that are or should be allowed under Kentucky Rules. Without waiving the foregoing objections, Windstream East and Windstream West refer to the response to No. 1 above which explained that the switched access rate reductions may not be considered out of context without also simultaneously considering the replacement mechanisms.

Windstream East / Windstream West Respondent: Cesar Caballero
Objections prepared by counsel for Windstream East / Windstream West

3. Are there any material functional differences between Windstream's intrastate switched access service and other local interconnection services (e.g., origination and/or termination of wireless calls, origination and/or termination of VoIP calls, etc.)? If the answer is "Yes," or anything other than an unqualified "No," please explain those differences in detail.

OBJECTIONS AND RESPONSE: Windstream East and Windstream West object that this question seeks information irrelevant to this proceeding and further is in excess of a reasonable number of discovery questions that are or should be allowed under Kentucky Rules. Without waiving the foregoing objections, Windstream East and Windstream West state that there could be differences depending on how a particular carrier orders switched access or local interconnection services.

Windstream East / Windstream West Respondent: Cesar Caballero
Objections prepared by counsel for Windstream East / Windstream West

4. Has Windstream or any of its parent companies or affiliates agreed as part of any regulatory case of settlement to reduce its intrastate switched access rates in any state to its corresponding interstate rates, either in their entirety or by rate element? Please list each of these states and the docket number of the proceeding, and provide a concise summary of the settlement of the disposition of each such case or settlement.

OBJECTIONS: Windstream East and Windstream West object that this question seeks information irrelevant to this proceeding and which is unlikely to lead to the discovery of any relevant information; Windstream East and Windstream West operate only in the Commonwealth and do not offer geographic or national rate plans. Further, this question is in excess of a reasonable number of discovery questions that are or should be allowed under Kentucky Rules. This question also seeks information that by its nature (*i.e.*, regulatory proceeding information) is publicly available to AT&T and which AT&T may compile directly using its own resources.

Objections prepared by counsel for Windstream East / Windstream West

5. Does Windstream or any of its parent companies or affiliates in any state mirror its interstate and intrastate switched access rates or any individual rate elements?
- (a) Please list all states where the appropriate Windstream company mirrors these rates or rate elements;
 - (b) Please describe the proceedings or legislation that led the Windstream entity to mirror these rates and list the applicable docket numbers or code citations;
 - (c) Please state whether the affected Windstream entity appealed any order of any state commission or challenged any statute involved in (a) or (b) above. If yes, identify each appeal or challenge, and if the affected Windstream entity did not appeal or challenge, please state why it did not do so.
 - (d) If the answer to (c) indicates "Yes," what was the result of the related appeal or challenge?

OBJECTIONS: Windstream East and Windstream West object that this question seeks information irrelevant to this proceeding and which is unlikely to lead to the discovery of any relevant information; Windstream East and Windstream West operate only in the Commonwealth and do not offer geographic or national rate plans. Further, this question is in excess of a reasonable number of discovery questions that are or should be allowed under Kentucky Rules. This question also seeks information that by its nature (*i.e.*, regulatory proceeding information, tariffed rates, legislative and code citations, and filed appeals) is publicly available to AT&T and which AT&T may compile directly using its own resources.

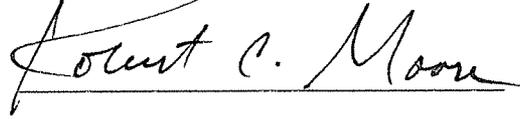
Objections prepared by counsel for Windstream East / Windstream West

6. To the extent not already provided, please provide complete functioning spreadsheet versions of each cost model result provided in response to Verizon Question 26.

OBJECTIONS: Windstream East and Windstream West object that this question is vague and ambiguous with the use of the term "functioning spreadsheet versions" and also seeks information irrelevant to this proceeding and which is unlikely to lead to the discovery of any relevant information; this proceeding is not a cost proceeding, and Windstream East and Windstream West are not rate-of-return regulated. As acknowledged in the question itself, Windstream East and Windstream West already provided copies of spreadsheets previously in response to the Verizon discovery request. Further, this question is in excess of a reasonable number of discovery questions that are or should be allowed under Kentucky Rules.

Objections prepared by counsel for Windstream East / Windstream West

Respectfully submitted,



Robert C. Moore

HAZELRIGG & COX, LLP

415 West Main Street, 1st Floor

P. O. Box 676

Frankfort, Kentucky 40602-0676

(502) 227-2271

And

Kimberly K. Bennett

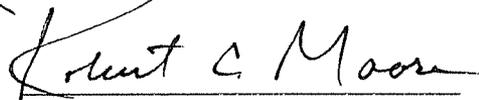
Windstream Communications

4001 Rodney Parham Road

Little Rock AR 72212-2442

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing has been served upon Douglas F. Brent and C. Kent Hatfield, Stoll, Keenon Ogden, PLLC, 2000 PNC Plaza, 500 West Jefferson Street, Louisville, Kentucky 40202, Dulaney L. O’Roark III, Vice President and General Counsel - Southern Region, Verizon, 5055 North Point Parkway, Alpharetta, Georgia 30022, John N. Hughes, 124 West Todd Street, Frankfort, Kentucky, 40601 and Mary K. Keyer, General Counsel/AT & T Kentucky, 601 West Chestnut Street, Room 407, Louisville, Kentucky, 40203, by placing same in the U.S. Mail, postage pre-paid, this the 23rd day of April, 2010.



Robert C. Moore

COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION

In the Matter of:

MCI COMMUNICATIONS SERVICES, INC., BELL)
ATLANTIC COMMUNICATIONS, INC., NYNEX LONG)
DISTANCE COMPANY, TTI NATIONAL, INC.,)
TELECONNECT LONG DISTANCE SERVICES &)
SYSTEMS COMPANY AND VERIZON SELECT)
SERVICES, INC.)
Complainants)

v.)

WINDSTREAM KENTUCKY WEST, INC.,)
WINDSTREAM KENTUCKY EAST, INC. – LEXINGTON)
AND WINDSTREAM KENTUCKY EAST, INC. – LONDON)
Defendants)

RECEIVED

APR 23 2010

**PUBLIC SERVICE
COMMISSION**

**CASE NO.
2007-00503**

**RESPONSES AND OBJECTIONS TO VERIZON'S SECOND REQUESTS FOR
INFORMATION TO WINDSTREAM**

******* REDACTED VERSION *******

Windstream Kentucky West, LLC (“Windstream West”) and Windstream Kentucky East, LLC (“Windstream East”) submit the following responses and objections to the Second Requests for Information served by MCI Communications Services, Inc. d/b/a Verizon Business Services, Bell Atlantic Communications, Inc. d/b/a Verizon Long Distance, NYNEX Long Distance Company d/b/a Verizon Enterprise Solutions, TTI National, Inc. Teleconnect Long Distance Services & Systems Company d/b/a Telecom*USA and Verizon Select Services, Inc. (collectively, "Verizon"):

**OBJECTIONS APPLICABLE TO ALL VERIZON SECOND REQUESTS FOR
INFORMATION**

The following objections apply to each data request and the accompanying directions and instructions served by Verizon:

1. Windstream East and Windstream West object that they are alternatively regulated local exchange carriers who are statutorily exempt from this proceeding. Their submission of any responses and objections is without waiver of and with express reservation of all of their rights as alternatively regulated carriers.
2. Windstream East and Windstream West object to the Second Requests (*e.g.*, Verizon's Definition (3) which defines Windstream East and Windstream West to include their attorneys and Verizon's Instruction (4) which seeks to require the parties' attorneys to provide updated information) to the extent they may be construed as calling for the disclosure of information subject to a claim of privilege or immunities, including the attorney-client privilege, the attorney work product doctrine, the joint-defense privilege, or any other applicable evidentiary privilege or immunity from disclosure. The inadvertent disclosure of any information subject to such privileges or immunities is not intended to relinquish any privilege or immunity and shall not be deemed to constitute a waiver of any applicable privilege or immunity.
3. Windstream East and Windstream West object to Verizon's Definition (3) further to the extent that it includes in those terms their predecessors-in-interest. To the extent that Verizon intends to include its ILEC predecessor in the definition of Windstream East, Windstream East states that it is producing only that information, subject to the applicable objections, that is within its possession and knowledge and that information

belonging to its Verizon ILEC predecessor may be obtained by Verizon through its own systems and access to its own Verizon affiliates.

4. Windstream East objects to Verizon's Instruction (1) for the reason that Windstream East is only one legal entity but with two study areas.
5. Windstream East and Windstream West object to Verizon's Definition (1) to the extent that it seeks to impose the Second Requests on affiliates of Windstream West and Windstream East who are not parties to this proceeding, are not the subjects of Verizon's Complaint, and do not have access rates which are in contention in Verizon's Complaint.
6. Windstream East and Windstream West object to the Second Requests to the extent that they seek information relating to cost-based information, deregulated service revenues, or interstate rates, which information is either outside the jurisdiction of this Commission, outside the scope of this proceeding, or wholly irrelevant to alternatively regulated carriers.
7. Windstream East and Windstream West object to any request that seeks to impose requirements on them to produce information applicable to affiliates outside of the jurisdiction of the Commission. Information pertaining to affiliates in other states is outside the jurisdiction of the Commission, beyond the scope of this proceeding, and irrelevant to the matters in Verizon's Complaint which are targeted only as to Windstream East and Windstream West, and further may only be used by parties such as Verizon and Sprint for fishing expeditions for their targeted access reduction attacks in other states. Windstream East and Windstream West maintain operations only in Kentucky unlike Verizon whose long distance companies operate in multiple states under national rate

plans and may have taken various positions with respect to ILEC access rates based on the impacts to their Verizon ILEC affiliates in those states.

8. Windstream East and Windstream West generally object to the Second Requests to the extent that they: (a) are overly broad; (b) are impermissibly vague and ambiguous and fail to describe with reasonable particularity the information sought; (c) seek production of information that is not relevant to the subject matter at issue in this action and/or are not reasonably calculated to lead to the discovery of admissible evidence; and (d) impose undue burdens that outweigh any probative value the information may have in this action.
9. Windstream East and Windstream West object to the Second Requests to the extent they seek information (*e.g.*, tariff and publicly filed report information) that is in the public domain, is available from other, more convenient sources, and/or is accessible by, if not already in the possession of, Verizon or its affiliates or representatives. Windstream East and Windstream West further object to such discovery on the grounds that it is unduly burdensome, harassing, and not reasonably calculated to lead to the discovery of admissible or relevant evidence.
10. Windstream West and Windstream East object to the Second Requests to the extent they seek legal conclusions, contentions, previews of testimony, citations to legal authority, copies of legal authorities, or summaries of publicly available governmental agency orders or proceedings.
11. Windstream West and Windstream East object to the Second Requests to the extent they purport to impose a burden of ascertaining information that is not in their possession,

custody, control, or personal knowledge, or that cannot be found in the course of a reasonable search.

12. Windstream West and Windstream East object to the Second Requests to the extent they purport to impose upon them obligations greater than or different from those authorized by the Rules of Civil Procedure - including those imposing a reasonable limitation on the amount of discovery that may be served on a party. As provided under the Rules, each party may propound a maximum of thirty (30) interrogatories and thirty (30) requests for admission, and the Rules expressly provide that each subpart of an interrogatory or request shall be counted as a separate interrogatory or request. Verizon's initial requests resulted in over 1,500 subparts, which under the Rules count as separate requests. Even if Verizon had requested leave to exceed the limit under the Rules, which it did not, the total number of requests Verizon has submitted far exceed a reasonable amount that should be permitted even on an exception basis. If Verizon had desired to ask other questions or seek other information (*e.g.*, for different time periods than what it included in its initial requests), that was Verizon's responsibility to do so, and Windstream East and Windstream West should not be harmed by excessive and harassing discovery which is in addition to the harm they already are suffering from the violation of their rights as alternatively regulated carriers.

RESPONSES

Windstream East and Windstream West do not waive and fully preserve all of the foregoing objections, which are incorporated fully herein. Any information provided herein is made on the basis of the best information available to Windstream East and/or Windstream West at the time of gathering responsive materials or information, within the limits of, and subject to

the general and specific objections set forth herein. Windstream East and Windstream West have attempted to locate responsive information through an investigation of sources from which such information might reasonably be expected to be found, but by means of responses and objections to the Second Requests or in subsequent testimony or other filings, Windstream West and Windstream East reserve the right to supplement or modify their responses and objections if additional information becomes available.

The fact that Windstream East and Windstream West are willing to provide responsive information to any particular request does not constitute an admission or acknowledgment that the request is proper, that the information sought is within the proper bounds of discovery, or that other requests for similar information will be similarly treated. Further, any and all responses provided herein are for the purpose of the above-captioned case only and are not responses for any other purpose. Similarly, they may not be used against Windstream East or Windstream West in any other proceeding unless specifically agreed to by them or so ordered by a court or commission of competent jurisdiction.

Windstream West and Windstream East reserve the right to rely on facts, documents, or other evidence, which may develop or subsequently come to their attention, to assert additional objections or supplemental responses should they discover that there is information or grounds for objections and to supplement or amend these responses and objections at any time.

Request No. 40

Verizon served its First Request for Information on Windstream in this proceeding on March 30, 2009. Given that timing, certain of Verizon's Request sought information only through the end of 2008. To the extent not already provided, please provide updated responses to those Request to reflect information through the end of 2009. In particular, please provide updated responses reflecting information through 2009 for Request Nos. 6, 7, 8, 10, 11, 14, 15, 20, 21, 22, 24, 26, 28, 34, and 35 from Verizon's First Requests for Information.

OBJECTIONS AND RESPONSES: Refer to Windstream West and Windstream East's responses and objections to Verizon's initial Request Nos. 6, 7, 8; 10, 11, 14, 15, 20, 21, 22, 24, 26, 28, 34, and 35. Windstream East and Windstream West object that Request No. 40 is overly broad and unduly burdensome. This question is well in excess of a reasonable amount of discovery that may be requested or that should be permitted under the Civil Rules of Procedure. Even had Verizon requested to exceed the discovery limits, which it did not, Request No. 40 grossly exceeds a reasonable maximum number of requests allowed or that should be allowed under the Rules. Had Verizon desired 2009 information for all of the requests it sought initially, Verizon had ample opportunity to amend its initial Requests prior to Windstream East and Windstream West expending substantial resources to provide over 1,450 responses to the initial Verizon requests identified above. For example, in some of the initial requests identified above, Verizon did in fact ask for 2009 information such as initial Request Nos. 14, 15, and 35 and in Request Nos. 26 and 28 which requested information for the past five or six years which Windstream answered to include 2009. Windstream East and Windstream West further object that Request No. 40 is harassing to the extent that it ignores 2009 information already provided and in other cases seeks information that Windstream West and Windstream East already stated was not available for 2008 for reasons of their alternatively regulated status. Verizon is well aware that the status of Windstream East and Windstream West as alternatively regulated carriers has not changed from 2008 to 2009 so that if rate of return or return on equity information was not available in 2008 it would not be available in 2009 for the same reason. Without waiving the foregoing, Windstream East and Windstream West state as follows:

Windstream East -

2009 Total Intrastate Switched Access Rate Revenues

- (i) Total originating and terminating MOUs for the year ending December 31, 2009
– [REDACTED]
- (ii) Total revenue for the year ending December 31, 2009 – [REDACTED]

Windstream West -

2009 Total Intrastate Switched Access Rate Revenues

- (iii) Total originating and terminating MOUs for the year ending December 31, 2009
– [REDACTED]
- (iv) Total revenue for the year ending December 31, 2009 – [REDACTED]

(v) See attached Exhibit VZ#40. [EXHIBIT #40 REDACTED]

(vi) Windstream West 2009 Universal Service Support information also which is publicly available to Verizon - \$182,135 Interstate Common Line Support; \$164,484 Local Switching Support; \$1,344,780 SNA.

(vii) Windstream East 2009 Universal Service Support information also which is publicly available to Verizon - \$3,737,940 High Cost Model; \$5,409,363 IAS

Windstream East / Windstream West Respondent: Cesar Caballero
Objections prepared by counsel for Windstream East / Windstream West

Request No. 41

In its responses to Verizon's First Requests for Information and in the exhibits attached to those responses, Windstream indicates that it is providing data and information on behalf of "Windstream East" and "Windstream West." However, in the certain instances, Windstream also provides data and information relating to "Windstream Kentucky East - Lexington" and "Windstream Kentucky East - London." Please explain the relationship between these four entities and how data or information provided for each relates to or is reflected in data and information provided for the others. For example, identify how data or information for "Windstream Kentucky East - Lexington" and "Windstream Kentucky East - London" relates to or is included within data or information listed for "Windstream East."

OBJECTION: Refer to Windstream East's general objections at paragraph 4, which explanation also was included in Windstream East's responses and objections to Verizon's initial data requests.

Objection prepared by counsel for Windstream East

Request No. 42

In response to Request for Information No. 1, regarding offerings by Windstream or its affiliates, Windstream referred to the information contained in Confidential Exhibit VZ#1-4. In response to Request for Information No. 3, regarding services, offerings, products, bundles or promotions made available only to customers of Windstream's interexchange carrier affiliate(s), Windstream also referred to the information contained in Confidential Exhibit VZ#1-4. Were all of the offerings identified in Confidential Exhibit VZ#1-4 made available only to customers of Windstream's interexchange carrier affiliates(s)? If not, please identify which were or were not.

OBJECTION AND RESPONSE: Windstream East and Windstream West object that this question exceeds a reasonable amount of discovery that may be requested or that should be permitted under the Civil Rules of Procedure. Without waiving the foregoing, Windstream East and Windstream West state that the information provided was self-explanatory. For example, on the "Windstream's Optional Calling Plans Local Tariff References Schedule" page of Confidential Exhibit VZ#1-4, the information listed is for the local tariffs of Windstream West and Windstream East so that subscription to any of their affiliate's interexchange services is irrelevant. Further, on the page "Windstream Business Bundle Schedule," it references "Windstream Communications, Inc.'s Long Distance" which indicates that subscription thereto is part of the applicable bundle. Likewise, for "Windstream Residential Bundled Offerings Schedule, 2007 to Present," there is a column labeled "Long Distance" and where that column contains an "X" that designates that subscription to Windstream Communications, Inc.'s service is part of the bundle. Finally, the last page contains clear statements in the various sections noting instructions that "the customer must also choose Windstream Communications, Inc. as their interLATA and intraLATA carrier on the new line."

Windstream East / Windstream West Respondent: Cesar Caballero
Objection prepared by counsel for Windstream East / Windstream West

Request No. 43

Does Windstream currently use or has Windstream in the past used any intrastate switched access revenue to fund, support, or discount any competitive offering, including, but not limited to, "Nonbasic service" as defined by KRS 278.541(5), any "Package as defined by KRS 278.541(7) including any combination with video service provided by a third party, "Broadband" as defined by KRS 278.5461(1), or long-distance service?

OBJECTIONS AND RESPONSE: Windstream East and Windstream West object that this question is overly broad, vague and ambiguous. Windstream East and Windstream West further object to this question as it exceeds a reasonable amount of discovery that may be requested or that should be permitted under the Civil Rules of Procedure. Windstream East and Windstream West further object that this information appears to be seeking virtually identical information to that sought in Verizon's initial Request No. 5. Without waiving the foregoing, Windstream East and Windstream West state that they are unaware of any such activity.

Windstream East / Windstream West Respondent: Cesar Caballero
Objections prepared by counsel for Windstream East / Windstream West

Request No. 44

Is the Non-traffic Sensitive Revenue Requirement ("NTSRR") included within any of the intrastate switched access rate elements Windstream listed in response to Request No. 6? Please explain why or why not.

OBJECTION AND RESPONSES: Windstream East and Windstream West object that this question exceeds a reasonable amount of discovery that may be requested or that should be permitted under the Civil Rules of Procedure. Without waiving the foregoing, Windstream East states that the applicable rate element for NTSRR is "Carrier Common Line Service." Windstream West states that the applicable rate element for NTSRR is "CCL Premium Terminating."

Windstream East / Windstream West Respondent: Cesar Caballero

Objection prepared by counsel for Windstream East / Windstream West

Request No. 45

In its response to Request No. 6, Windstream listed "Unbundled Prem Local Switching Term" as one of its intrastate switched access rate elements. Please identify this rate element, where it appears in Windstream's tariff(s), and what services, functions and/or features it is intended to cover.

OBJECTION AND RESPONSES: Windstream East and Windstream West object that this question exceeds a reasonable amount of discovery that may be requested or that should be permitted under the Civil Rules of Procedure. Without waiving the foregoing, Windstream East and Windstream West state as follows:

Windstream East:

- (a) Refer to Lexington PSC KY No. 8, Sections 4.2.4, 4.5.2(H)(5), 4.6.3.
- (b) Refer to London PSC KY No. 9, Sections 6.5.3 and 6.6.

Windstream West:

- (c) Refer to PSC No. 5, Sections 6.1.3(B) and 17.2.3.

The rate element provides for the use of end office switching equipment and the termination of end user common lines at the local end office. The term "Unbundled Prem Local Switching Term" is the internal description of the billing code used by Windstream East and Windstream West.

Windstream East / Windstream West Respondent: Cesar Caballero
Objection prepared by counsel for Windstream East / Windstream West

Request No. 46

In its response to Request No. 6, Windstream listed "LOC Trans Residual Interconnection Charge" as one of its intrastate switched access rate elements. Please identify this rate element, where it appears in Windstream's tariff(s), and what services, functions and/or features it is intended to cover. Please further identify the origins of this rate element, including when and why it originally was included. State whether this particular rate element is tied to or otherwise based upon any particular cost of providing service. If not, please identify the purpose of this rate element - *i.e.*, what is it intended to recover.

OBJECTION AND RESPONSES: Windstream East and Windstream West object that this question exceeds a reasonable amount of discovery that may be requested or that should be permitted under the Civil Rules of Procedure. Without waiving the foregoing, Windstream East and Windstream West state as follows:

Windstream East:

- (d) Refer to Lexington PSC KY No. 8, Sections 4.2.3(E) and 4.6.2.
- (e) Refer to London PSC KY No. 9, Sections 6.5.2(E) and 6.6(L).

Windstream West:

- (f) Refer to PSC No. 5, Sections 6.1.3(A)(4) and 17.2.2.

The rate element provides for recovery of portions of Local Transport that are not recovered by the Entrance Facility, Direct Trunked Transport, Tandem Switched Transport, Multiplexing, or dedicated signaling (*i.e.*, SS7) rates. The term "Local Trans Residual Interconnection Charge" is the internal description of the billing code used by Windstream East and Windstream West.

Windstream East / Windstream West Respondent: Cesar Caballero
Objection prepared by counsel for Windstream East / Windstream West

Request No. 47

In its response to Request No. 6, Windstream listed "LT Interconnection Rate Orig Prem" as one of its intrastate switched access rate elements. Please identify this rate element, where it appears in Windstream's tariff(s), and what services, functions and/or features it is intended to cover.

OBJECTION AND RESPONSE: Windstream East and Windstream West object that this question exceeds a reasonable amount of discovery that may be requested or that should be permitted under the Civil Rules of Procedure. Without waiving the foregoing, Windstream East and Windstream West refer to the Responses to Verizon's Request No. 46 and state that the rate element identified in Request No. 46 applies to terminating minutes, and the rate element identified in Request No. 47 applies to originating minutes.

Windstream East / Windstream West Respondent: Cesar Caballero

Objection prepared by counsel for Windstream East / Windstream West

Request No. 48

In response to Request No. 8, subpart (a), Windstream provided "total intrastate revenues" for Windstream West and Windstream East for 2006 through 2008. Please reconcile each such response with the "Total Operating Revenues" line contained in the confidential exhibits provided in response to Request No. 27. For example, is the difference between the "YTD Regulated" amount listed in the exhibits responding to Request No. 27 and the subpart (a) responses to Request No. 8 due to interstate revenues? Please explain. In addition, pursuant to Request No. 40, above, please provide the same information for 2009, as well.

OBJECTION AND RESPONSE: Windstream East and Windstream West object that this question exceeds a reasonable number of discovery questions that are or should be allowed under Kentucky Rules. Without waiving the foregoing, Windstream West and Windstream East state that there is nothing to reconcile. The referenced questions request different information. Specifically, one seeks total operating revenues and the other seeks only a portion thereof, namely intrastate revenues.

Windstream East / Windstream West Respondent: Cesar Caballero

Objection prepared by counsel for Windstream East / Windstream West

Request No. 49

In response to Request No. 8, subpart (b), Windstream provided "total intrastate switched access revenues" for Windstream West and Windstream East for 2006 through 2008. Please reconcile each such response with the "Network Access Services Revenues" line contained in the confidential exhibits provided in response to Request No. 27. For example, is the difference between the "YTD Regulated" amount for "Network Access Services Revenue" listed in the exhibits responding to Request No. 27 and the subpart (b) responses to Request No. 8 due to interstate revenues? Please explain. In addition, pursuant to Request No. 40, above, please provide the same information for 2009, as well.

OBJECTION AND RESPONSE: Windstream East and Windstream West object that this question exceeds a reasonable number of discovery questions that are or should be allowed under Kentucky Rules. Without waiving the foregoing, Windstream West and Windstream East refer to their responses to Verizon's Request Nos. 40 and 48. Further, they state that there is nothing to reconcile as one request pertained to intrastate switched access and the other ("Network Access Services Revenue") includes, but is not limited to, intrastate and interstate special and switched access revenues and subscriber line charge revenues.

Windstream East / Windstream West Respondent: Cesar Caballero

Objection prepared by counsel for Windstream East / Windstream West

Request No. 50

In response to Request No. 8 subpart (e), Windstream stated that "total revenues for local telephone service (including any EUCL or SLC revenues)" for Windstream West and Windstream East for 2006 through 2008 are "not available in the form for [sic] for the time period requested." Are local telephone service revenues available in any form for the time period requested? If so, please provide the information in the form in which it is available.

OBJECTIONS: Windstream East and Windstream West object that this question exceeds a reasonable number of discovery questions that are or should be allowed under Kentucky Rules and that this information already was addressed in Windstream West and Windstream East's supplemental information provided to Sprint, another copy of which was provided in Response No. 40(v).

Objections prepared by counsel for Windstream East / Windstream West

Request No. 51

With reference to Windstream's response to Request No. 8, subpart (e), please identify whether the "total revenues for local telephone service (including any EUCL or SLC revenues)" are included in the "Local Network Services Revenue" line contained in the confidential exhibits provided in response to Request No. 27. To the extent the "YTD Regulated" amount for "Local Network Services Revenue" listed in the exhibits responding to Request No. 27 includes intrastate services provided by Windstream companies, please identify those amounts for each year. In addition, pursuant to Request No. 40, above, please provide the same information for 2009, as well.

OBJECTION AND RESPONSE: Windstream East and Windstream West object that this question exceeds a reasonable number of discovery questions that are or should be allowed under Kentucky Rules. Without waiving the foregoing, Windstream West and Windstream East refer to their responses to Verizon's Request Nos. 40 and 49. Further, they state that "Local Network Services Revenue" would not include the subscriber line charge as requested by Verizon because that is interstate and is included in "Network Access Services Revenue" as set forth previously.

Windstream East / Windstream West Respondent: Cesar Caballero
Objection prepared by counsel for Windstream East / Windstream West

Request No. 52

In the various Confidential Exhibit VZ#12 documents that Windstream provided in response to Request No. 12, Windstream repeatedly refers to carriers other than Windstream. For example, the exhibits refer to MOU's "from AT&T Usage" and "from Bell Usage," a percentage of MOU's "Allocated to Carriers," "allocated to AT&T" and "Allocated to Bell," and to "Access lines and Revenue to be allocated to Carriers," "to South Central Bell" and to "AT&T." Please define each of these references to carriers other than Windstream and explain how they relate to the calculation of Windstream's NTSRR charges.

OBJECTIONS: Windstream East and Windstream West object that this question exceeds a reasonable number of discovery questions that are or should be allowed under Kentucky Rules. Further, this information is publicly available to Verizon in Administrative Case No. 323 which sets forth the manner in which the NTSRR is to be calculated. Refer to the response to Verizon's Request No. 17.

Objections prepared by counsel for Windstream East / Windstream West

Request No. 53

In the various Confidential Exhibits VZ#12 documents that Windstream provided in response to Request No. 12, Windstream list figures for "Total Kentucky Access Lines Applicable to NTS charge" at various different dates. Please identify whether those figures reflect actual line counts for the corresponding dates or some other calculation. If those figures do not reflect actual line counts for the corresponding dates on each Exhibit, please explain why not, what they reflect, and when and how those figures were derived.

OBJECTIONS: Refer to Request Nos. 17 and 52.

Objections prepared by counsel for Windstream East / Windstream West

Request No. 54

In Confidential Exhibits VZ#12 KEast 2009, Windstream indicates that it is listing "Access Line Count for August 2002 - Access Line Count established by regulatory body and this can not be changed, once set unless qualifying event occurs." Please identify the regulatory body that established this Access Line Count and when and how it did so, including identifying any pertinent Commission order or rule and the circumstances surrounding the establishment of this line count. Please define the term "qualifying event" as used in your statement and/or identify what would constitute a "qualifying event."

OBJECTION: Refer to Request Nos. 17 and 52.

Objection prepared by counsel for Windstream East / Windstream West

Request No. 55

Does Windstream contend that its service-specific costs of providing intrastate switched access service (as they would be calculated in a service-specific cost study) include as a cost component the cost of the loop? If so, please identify those costs and provide documents sufficient to support such loop costs as a component of intrastate switched access service.

OBJECTIONS: Windstream East and Windstream West object that this question exceeds a reasonable number of discovery questions that are or should be allowed under Kentucky Rules and that this questions seeks the same information already asked and answered in Verizon's initial Request No. 19. Refer to the response to Verizon's Request No. 19.

Objections prepared by counsel for Windstream East / Windstream West

Request No. 56

Has Windstream heretofore prepared any cost study reflecting its costs of providing intrastate switched access services or otherwise detailing how its intrastate switched access rates are derived? If so, please provide a copy of such cost study and all supporting materials.

OBJECTIONS: Windstream East and Windstream West object that this question exceeds a reasonable number of discovery questions that are or should be allowed under Kentucky Rules and that this question is irrelevant to Windstream West and Windstream East as alternatively regulated carriers. Further, they object that this questions seeks the same information as Verizon's initial Request Nos. 19, 25, 29 and 31. Refer to the responses to Verizon's Request Nos. 19, 25, 29, and 31. Without waiving the foregoing, Windstream East states that, as Verizon is well aware, Windstream East's intrastate switched access rates were adopted from its Verizon ILEC predecessor as ordered by the Commission in 2002 and as had been already significantly reduced prior to that time; therefore, those rates never were established pursuant to any Windstream East cost study.

Objections prepared by counsel for Windstream East / Windstream West

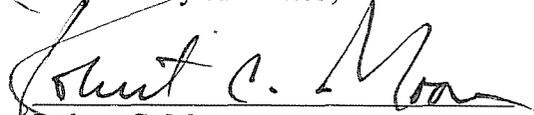
Request No. 57

Please provide a copy of the application and all supporting information that Windstream submitted to Broadband Initiatives Program administered by the U.S. Department of Agriculture's Rural Utilities Service ("RUS") seeking federal stimulus grants to expand broadband availability.

OBJECTIONS: Windstream East and Windstream West object that this question far exceeds a reasonable number of discovery that are or should be allowed under Kentucky Rules. Further, this question is intended for harassment purposes only and seeks information that is utterly irrelevant to the issues in this proceeding and will not lead to the discovery of any relevant information. Broadband service is well beyond the scope of this proceeding, has no bearing on any issue in Verizon's Complaint, and is outside the Commission's jurisdiction.

Objections prepared by counsel for Windstream East / Windstream West

Respectfully submitted,



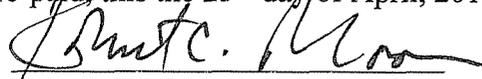
Robert C. Moore
HAZELRIGG & COX, LLP
415 West Main Street, 1st Floor
P. O. Box 676
Frankfort, Kentucky 40602-0676
(502) 227-2271

And

Kimberly K. Bennett
Windstream Communications
4001 Rodney Parham Road
Little Rock, AR 72212-2442

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing has been served upon Douglas F. Brent and C. Kent Hatfield, Stoll, Keenon Ogden, PLLC, 2000 PNC Plaza, 500 West Jefferson Street, Louisville, Kentucky 40202, Dulaney L. O'Roark III, Vice President and General Counsel - Southern Region, Verizon, 5055 North Point Parkway, Alpharetta, Georgia 30022, John N. Hughes, 124 West Todd Street, Frankfort, Kentucky, 40601 and Mary K. Keyer, General Counsel/AT & T Kentucky, 601 West Chestnut Street, Room 407, Louisville, Kentucky, 40203, by placing same in the U.S. Mail, postage pre-paid, this the 23rd day of April, 2010.



Robert C. Moore

COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION

RECEIVED

APR 23 2010

PUBLIC SERVICE
COMMISSION

In the Matter of:

MCI COMMUNICATIONS SERVICES, INC., BELL)
ATLANTIC COMMUNICATIONS, INC., NYNEX LONG)
DISTANCE COMPANY, TTI NATIONAL, INC.,)
TELECONNECT LONG DISTANCE SERVICES &)
SYSTEMS COMPANY AND VERIZON SELECT)
SERVICES, INC.)

Complainants)

CASE NO.
2007-00503

v.)

WINDSTREAM KENTUCKY WEST, INC.,)
WINDSTREAM KENTUCKY EAST, INC. – LEXINGTON)
AND WINDSTREAM KENTUCKY EAST, INC. – LONDON)
Defendants)

RESPONSES AND OBJECTIONS TO SPRINT NEXTEL'S SECOND SET OF
REQUESTS FOR INFORMATION TO WINDSTREAM

***** REDACTED VERSION *****

Windstream Kentucky West, LLC ("Windstream West") and Windstream Kentucky East, LLC ("Windstream East") submit the following responses and objections to the Second Set of Requests for Information served by Sprint Communications Company L.P., Sprint Spectrum L.P., Nextel West Corp., and NPCR, Inc., d/b/a Nextel Partners (collectively, "Sprint"):

OBJECTIONS APPLICABLE TO ALL SPRINT INITIAL REQUESTS FOR
INFORMATION

The following objections apply to each data request and the accompanying directions and instructions served by Sprint:

1. Windstream East and Windstream West object that they are alternatively regulated local exchange carriers who are statutorily exempt from this proceeding. Their submission of any responses and objections is without waiver of and with express reservation of all of their rights as alternatively regulated carriers.
2. Windstream East and Windstream West object to the Second Set of Requests to the extent they may be construed as calling for the disclosure of information subject to a claim of privilege or immunities, including the attorney-client privilege, the attorney work product doctrine, the joint-defense privilege, or any other applicable evidentiary privilege or immunity from disclosure. The inadvertent disclosure of any information subject to such privileges or immunities is not intended to relinquish any privilege or immunity and shall not be deemed to constitute a waiver of any applicable privilege or immunity.
3. Windstream East objects to Sprint's definition of "Company" for the reason that Windstream East is only one legal entity but with two study areas.
4. Windstream East and Windstream West object to Sprint's Second Set of Requests (*e.g.*, definitions of "Windstream") to the extent that they seek to impose a response obligation on all affiliates of Windstream West and Windstream East who are not parties to this proceeding, operate outside the jurisdiction of this Commission, are not the subjects of Verizon's Complaint, and/or do not have access rates which are in contention in Verizon's Complaint. Unlike Sprint, Windstream West and Windstream East operate only in Kentucky and do not maintain national rate plans.

5. Windstream East and Windstream West object to the Second Set of Requests that seek information relating to cost-based information, deregulated service revenues, or interstate rates, which information is either outside the jurisdiction of this Commission, outside the scope of this proceeding, or wholly irrelevant to alternatively regulated carriers.

6. Windstream East and Windstream West object to any request that seeks to impose requirements on them to produce information applicable to affiliates outside of the jurisdiction of the Commission. Information pertaining to affiliates in other states is outside the jurisdiction of the Commission, beyond the scope of this proceeding, and irrelevant to the matters in Verizon's Complaint which are targeted only as to Windstream East and Windstream West, and further may only be used by parties such as Verizon and Sprint for fishing expeditions for their targeted access reduction attacks in other states. Windstream East and Windstream West maintain operations only in Kentucky unlike Sprint whose long distance companies operate in multiple states and maintain national rate plans.

7. Windstream East and Windstream West generally object to the Second Set of Requests to the extent that they: (a) in many instances are identical or virtually identical to requests Sprint already asked in its initial requests; (b) are overly broad; (c) are impermissibly vague and ambiguous and fail to describe with reasonable particularity the information sought; (d) seek production of information that is not relevant to the subject matter at issue in this action and/or are not reasonably calculated to lead to the discovery of admissible evidence; and (e) impose undue burdens that outweigh any probative value the information may have in this action.

8. Windstream East and Windstream West object to the Second Set of Requests to the extent they seek information (*e.g.*, tariff and publicly filed report information) that is in the public domain, is available from other, more convenient sources, and/or is accessible by, if not already in the possession of, Sprint or its affiliates or representatives. Windstream East and Windstream West further object to such discovery on the grounds that it is unduly burdensome, harassing, and not reasonably calculated to lead to the discovery of admissible or relevant evidence.
9. Windstream West and Windstream East object to the Second Set of Requests to the extent they seek legal conclusions, contentions, previews of testimony, citations to legal authority, copies of legal authorities, or summaries of publicly available governmental directives or legislation.
10. Windstream West and Windstream East object to the Second Set of Requests to the extent they purport to impose a burden of ascertaining information that is not in their possession, custody, control, or personal knowledge, or that cannot be found in the course of a reasonable search.
11. Windstream West and Windstream East object to the Second Set of Requests to the extent they purport to impose upon them obligations greater than or different from those authorized by the Rules of Civil Procedure - including those imposing a reasonable limitation on the amount of discovery that may be served on a party. In its General Objection No. 3, Sprint itself objected to data requests served by Windstream to the extent that the requests "seek to impose obligations on Sprint Nextel that exceed the requirements of the Kentucky Rules of Civil Procedure or other applicable Kentucky

law." Yet, Sprint failed to abide by the same Rules in the discovery it has served on Windstream East and Windstream West. As provided under the Rules, each party may propound a maximum of thirty (30) interrogatories and thirty (30) requests for admission, and the Rules expressly provide that each subpart of an interrogatory or request shall be counted as a separate interrogatory or request. Sprint's initial requests resulted in over 150 subparts, which under the Rules count as separate requests. Even if Sprint had requested leave to exceed the limit under the Rules, which it did not, the total number of requests Sprint has submitted far exceeds a reasonable amount that should be permitted even on an exception basis. If Sprint had desired to ask other questions or seek other information (*e.g.*, for different time periods than what it included in its initial requests), that was Sprint's responsibility to do so, and Windstream East and Windstream West should not be harmed by excessive and harassing discovery which is in addition to the harm they already are suffering from the violation of their rights as alternatively regulated carriers.

RESPONSES

Windstream East and Windstream West do not waive and fully preserve all of the foregoing objections, which are incorporated fully herein. Any information provided herein is made on the basis of the best information available to Windstream East and/or Windstream West at the time of gathering responsive materials or information, within the limits of, and subject to the general and specific objections set forth herein. Windstream East and Windstream West have attempted to locate responsive information through an investigation of sources from which such information might reasonably be expected to be found, but by means of responses and objections to the Second Set of Requests or in subsequent testimony or other filings, Windstream West and

Windstream East reserve the right to supplement or modify their responses and objections if additional information becomes available.

The fact that Windstream East and Windstream West are willing to provide responsive information to any particular request does not constitute an admission or acknowledgment that the request is proper, that the information sought is within the proper bounds of discovery, or that other requests for similar information will be similarly treated. Further, any and all responses provided herein are for the purpose of the above-captioned case only and are not responses for any other purpose. Similarly, they may not be used against Windstream East or Windstream West in any other proceeding unless specifically agreed to by them or so ordered by a court or commission of competent jurisdiction.

Windstream West and Windstream East reserve the right to rely on facts, documents, or other evidence, which may develop or subsequently come to their attention, to assert additional objections or supplemental responses should they discover that there is information or grounds for objections and to supplement or amend these responses and objections at any time.

Request No. 19

Specify the amount of intrastate switched access revenue Windstream generated in Kentucky in 2009 from each rate element. Please provide this information separately for Windstream Kentucky East, LLC and Windstream Kentucky West, LLC. Identify and provide all documents concerning, constituting, discussing, referencing, addressing, or describing such revenue.

OBJECTIONS AND RESPONSES: Windstream East and Windstream West object to the production portion of this question as it is overly broad, vague and ambiguous, and unduly burdensome. Windstream East and Windstream West further object to this question as it is far in excess of a reasonable amount of discovery that may be requested or that should be permitted under the Civil Rules of Procedure. Even had Sprint requested to exceed the discovery limits, which it did not, Request No. 19 is far in excess of a reasonable deviation from the maximum number of requests allowed under the Rules. Had Sprint desired 2009 rate element information instead of 2008 information it sought initially, Sprint had ample opportunity to amend its initial Request No. 1 prior to Windstream East and Windstream West expending substantial resources to provide their 107 responses thereto. Without waiving the foregoing, Windstream East and Windstream West state as follows:

Windstream East -

2009 Total Intrastate Switched Access Rate Revenues

- (i) Total originating and terminating MOUs for the year ending December 31, 2009 – [REDACTED]
- (ii) Total revenue for the year ending December 31, 2009 – [REDACTED]

Windstream West -

2009 Total Intrastate Switched Access Rate Revenues

- (iii) Total originating and terminating MOUs for the year ending December 31, 2009 – [REDACTED]
- (iv) Total revenue for the year ending December 31, 2009 – [REDACTED]

Windstream East / Windstream West Respondent: Cesar Caballero

Objections prepared by counsel for Windstream East / Windstream West

Request No. 20

Specify the billed access minutes associated with the local switching revenue amounts provided in Request No. 1. Please provide this information separately for Windstream Kentucky East, LLC and Windstream Kentucky West, LLC. Identify and provide all documents concerning, constituting, discussing, referencing, addressing, or describing such access minutes.

OBJECTION: Windstream East and Windstream West object that this question is the same that Sprint asked in its initial set (Request No. 2). Windstream East and Windstream West refer to their responses to initial Request Nos. 1 and 2.

Objection prepared by counsel for Windstream East / Windstream West

Request No. 21

Please provide the total switched access lines in service in Windstream's Kentucky service areas as of 12-31-09. Please provide a breakdown of those lines between residential and business lines. Please provide this information separately for Windstream Kentucky East, LLC and Windstream West, LLC. Identify and provide all documents concerning, constituting, discussing, referencing, addressing, or describing such lines.

OBJECTIONS AND RESPONSE: Windstream East and Windstream West object to the production portion of this question as it is overly broad, vague and ambiguous, and unduly burdensome. Windstream East and Windstream West further object to this question as it is far in excess of a reasonable amount of discovery that may be requested or that should be permitted under the Civil Rules of Procedure. Even had Sprint requested to exceed the discovery limits, which it did not, Request No. 21 exceeds a reasonable maximum number of requests that should be allowed under the Rules. Had Sprint desired 2009 information instead of 2007 and 2008 information, Sprint had ample opportunity to amend its initial Request No. 3 prior to Windstream East and Windstream West expending substantial resources to provide their prior twenty responses. Without waiving the foregoing, Windstream East and Windstream West refer Sprint to Exhibit Sprint#21. [EXHIBIT #21 REDACTED]

Windstream East / Windstream West Respondent: Cesar Caballero
Objections prepared by counsel for Windstream East / Windstream West

Request No. 22

Please provide the revenue collected from Windstream local service customers for the calendar year of 2009 for each of the following services from Windstream in Kentucky. Please split the revenues between residential and business customers. Please provide this information separately for Windstream Kentucky East, LLC and Windstream Kentucky West, LLC. Identify and provide all documents concerning, constituting, discussing, referencing, addressing, or describing such revenue.

- (a) basic local service, including mandatory additive services such as extended area calling, dial tone, etc.
- (b) long distance toll service
- (c) DSL
- (d) all calling features

OBJECTIONS AND RESPONSE: Windstream East and Windstream West object to the production portion of this question as it is overly broad, vague and ambiguous, and unduly burdensome. Windstream East and Windstream West further object to this question as it is far in excess of a reasonable amount of discovery that may be requested or that should be permitted under the Civil Rules of Procedure. Request No. 22 exceeds a reasonable maximum number of requests allowed under the Rules, and had Sprint desired 2009 information instead of 2004 through 2008 information, Sprint should have amended its initial Request No. 4 prior to Windstream East and Windstream West responding to Sprint's initial set of discovery. Additionally, Sprint is aware through its discussions with Windstream East and Windstream West regarding initial Request No. 4, that the information sought in Request No. 22 is not maintained or available in the ordinary course of business. Moreover, the use of terms such as "revenue," "all calling features," and "long distance toll" in this question generally is overly broad and ambiguous. The information requested also is wholly irrelevant to the matters in Verizon's Complaint and unlikely to yield production of any relevant information at all (*e.g.*, DSL and calling features which are outside the Commission's jurisdiction) for the reasons previously discussed with Sprint. Without waiving the foregoing, Windstream East and Windstream West refer to Exhibit Sprint#21.

Windstream East / Windstream West Respondent: Cesar Caballero
Objections prepared by counsel for Windstream East / Windstream West

Request No. 23

Please provide the count of Windstream local service customers that could have obtained each of the following services from Windstream at the end of each of the calendar year 2009. Please split the customer counts between residential and business customers. Please provide this information separately for Windstream Kentucky East, LLC and Windstream Kentucky West, LLC. Identify and provide all documents concerning, constituting, discussing, referencing, addressing, or describing such customer counts.

- (a) basic local service
- (b) long distance toll service
- (c) DSL

OBJECTIONS: Windstream East and Windstream West object that this question calls for speculative and hypothetical information and that the production portion of this question is overly broad, vague and ambiguous, and unduly burdensome. Windstream East and Windstream West further object to this question as it is far in excess of a reasonable amount of discovery that may be requested or that should be permitted under the Civil Rules of Procedure. Request No. 23 exceeds a reasonable maximum number of requests allowed under the Rules, and had Sprint desired 2009 information instead of 2004 through 2008 information, Sprint should have amended its initial Request No. 5 prior to Windstream East and Windstream West responding to Sprint's initial set of discovery. Additionally, Sprint is aware through its discussions with Windstream East and Windstream West regarding Request No. 5, that the information sought in Request No. 23 is not maintained or available in the ordinary course of business. Further, the information requested is wholly irrelevant to the matters in Verizon's Complaint and unlikely to yield production of any relevant information at all (*e.g.*, DSL is outside the Commission's jurisdiction). As noted previously in their responses to Request No. 5, Windstream East and Windstream West have no way to know hypothetically how many customers "could have obtained" service as such an answer would depend on specific populous counts in its territories for the time stated, how many individuals desired service and had the resources to obtain specific services, etc.

Objections prepared by counsel for Windstream East / Windstream West

Request No. 24

Please provide the total universal service support payments Windstream received for its Kentucky operations from the various state and federal high cost service programs for each of the calendar year 2009. Please breakdown that universal service support between High Cost Model, High Cost Loop, Safety Net Additive, Safety Valve, Interstate Access, Local Switching and Interstate Common Line. Please provide this information separately for Windstream Kentucky East, LLC and Windstream Kentucky West, LLC.

OBJECTIONS AND RESPONSES: Windstream East and Windstream West object to this question as it exceeds a reasonable amount of discovery that may be requested or that should be permitted under the Civil Rules of Procedure. Even had Sprint requested to exceed the discovery limits, which it did not, Request No. 24 exceeds a reasonable maximum number of requests that should be allowed under the Rules. Had Sprint desired 2009 information, Sprint had ample opportunity to amend its initial Request No. 6 prior to Windstream East and Windstream West providing their prior ten responses to Sprint's initial set of discovery. Windstream East and Windstream West also object again that this information is publicly available, and Sprint may compile the information itself. Without waiving the foregoing objections, Windstream East and Windstream West state as follows:

- (a) Windstream West 2009 - \$182,135 Interstate Common Line Support; \$164,484 Local Switching Support; \$1,344,780 SNA
- (b) Windstream East 2009 - \$3,737,940 High Cost Model; \$5,409,363 IAS

Windstream East / Windstream West Respondent: Cesar Caballero
Objections prepared by counsel for Windstream East / Windstream West

Request No. 25

Please provide the total revenue generated in the 2009 calendar year for basic residential local exchange service including mandatory additive services such as extended area calling, dial tone, etc. for each of the states in which Windstream operates as a local telephone company.

OBJECTIONS: See Response to Request No. 22, including the objections noted therein. Additionally, Windstream East and Windstream West object to Request No. 25 to the extent it is seeking affiliate information outside of Kentucky and this Commission's jurisdiction for the reason that, unlike Sprint who maintains national geographic rate plans, Windstream East and Windstream West operate only in Kentucky so that any revenue information for affiliates, also which are not parties to this case, is wholly irrelevant to the scope of this proceeding and not likely to lead to discovery of any relevant information.

Objections prepared by counsel for Windstream East / Windstream West

Request No. 26

Please provide the number of residential switched access lines that were in service on 12-31-09 in the each of the states in which revenues were provided in response to Request No. 7.

OBJECTION AND RESPONSE: Windstream East and Windstream West object to this question as it exceeds a reasonable amount of discovery that may be requested or that should be permitted under the Civil Rules of Procedure. Even had Sprint requested to exceed the discovery limits, which it did not, Request No. 26 exceeds a reasonable maximum number of requests that should be allowed under the Rules. Without waiving the foregoing, Windstream East and Windstream West state that Request No. 26 is illogical as it seeks 2009 line counts as they relate to 2008 revenues requested in Request No. 7. Windstream East and Windstream West refer to Exhibit Sprint#21 which contained 2009 line count information.

Windstream East / Windstream West Respondent: Cesar Caballero
Objection prepared by counsel for Windstream East / Windstream West

Request No. 27

Please identify and provide any other documents not provided in Request No. 9 concerning, constituting, discussing, referencing, addressing, or describing the costs associated with performing end office switching, tandem switching, and transport functions by Windstream incumbent local exchange carriers in Kentucky. This request includes but is not limited to Windstream's most recent studies for Kentucky of the costs of intrastate access, unbundled end office switching, unbundled tandem switching and unbundled transport and reciprocal compensation services.

OBJECTIONS: Windstream East and Windstream West object that this question is identical to Sprint's initial Request No. 10 and further is overly broad, vague, ambiguous, unduly burdensome, and well in excess of a reasonable number of discovery questions that should be allowed under Kentucky Rules. Refer to Windstream West and Windstream East responses to Verizon's initial Request No. 26, copies of which already were provided to Sprint.

Objections prepared by counsel for Windstream East / Windstream West

Request No. 28

Identify and provide all other documents concerning, constituting, discussing, referencing, addressing, or describing the effect of high intrastate switched access rates on competition in any market segments, including but not limited to the wireless market and the wireline long distance market. Please include all documents Windstream has submitted in other state and federal jurisdictions addressing the impact of intrastate switched access rates on competition, including but not limited to complaints, testimony, and supporting data.

OBJECTION: Windstream West and Windstream East object that this question is identical to that asked by Sprint in its initial Request No. 12, and they refer Sprint to their response and objections to same.

Objection prepared by counsel for Windstream East / Windstream West

Request No. 29

Please identify each situation within the last five years where an affiliate of Windstream Kentucky East, LLC and/or Windstream Kentucky West, LLC was required to reduce the level of its intrastate switched access rates as the result of state regulatory or legislative mandate in any state. Please include a description of the access change rates, the amount of annual access revenue reduction and other rate changes permitted by the mandate.

OBJECTIONS: Windstream East and Windstream West object that this question exceeds a reasonable number of discovery questions that are or should be allowed under the Kentucky Rules and seeks information outside this Commission's jurisdiction and beyond the scope of this proceeding. The information sought is wholly irrelevant to the matters set forth in Verizon's Complaint as Windstream East and Windstream West are the only affiliates at issue therein and do not maintain operations in any other state. Unlike Sprint, which operates in multiple states and maintains national rate plans, Windstream West and Windstream East operate only in Kentucky. Further, this question is virtually identical to Sprint's initial Request No. 14 and seeks regulatory orders or legislation - all of which by their very nature are publicly available documents which may be researched and compiled directly by Sprint using its own resources. Windstream West and Windstream East refer to their response and objections to Sprint's initial Request No. 14.

Objections prepared by counsel for Windstream East / Windstream West

Request No. 30

Please identify and provide all documents concerning, constituting, discussing, referencing, addressing, or describing an affordable rate level for residential basic local service.

OBJECTIONS: Windstream East and Windstream West object that this question is identical to Sprint's initial Request No. 15, is overly broad and burdensome, vague and ambiguous, in excess of a reasonable number of discovery questions that are or should be allowed under Kentucky Rules, and otherwise seeks information that is wholly irrelevant to the issues in this proceeding which do not include any rate rebalancing evaluation. Refer to Windstream West and Windstream East's response to Sprint's initial Request No. 15.

Objections prepared by counsel for Windstream East / Windstream West

Request No. 31

Please provide the percentage of Windstream switched access lines in Kentucky that are presubscribed to Windstream long distance service offered by Windstream Communications, Inc. or any other Windstream entity or affiliate, whether facilities-based or through a third party IXC wholesale long distance arrangement.

OBJECTIONS: Windstream East and Windstream West object that this question is identical to Sprint's initial Request No. 16 and further exceeds a reasonable number of discovery questions that are or should be allowed under Kentucky Rules. Refer to Windstream West and Windstream East's responses to Sprint's initial Request No. 16.

Objections prepared by counsel for Windstream East / Windstream West

Request No. 32

Please provide the percentage of Windstream's Kentucky residential customers as of the most recent date for which data is available:

- a) that purchase a service bundle
- b) that purchase basic local service only
- c) that purchase basic local service and at least one additional local service

OBJECTIONS: Windstream East and Windstream West object that this question is virtually identical to Sprint's initial Request No. 17, exceeds a reasonable number of discovery questions that are or should be allowed under Kentucky Rules, and is irrelevant for the reasons explained to Sprint during the parties' discussions regarding Sprint's initial Request No. 17. Further, the information sought is not maintained in the ordinary course or available in the form requested for the reasons previously explained to Sprint, and Sprint may refer to Exhibit Sprint#21.

Objections prepared by counsel for Windstream East / Windstream West

Request No. 33

Please provide the costs of intrastate switched access charges incurred by Windstream's long distance operations in Kentucky, including Windstream Communications, Inc. or any other Windstream entity, in 2006, 2007, 2008, and 2009, whether billed directly by Windstream Kentucky East, LLC or Windstream Kentucky West, LLC or by one or more third party IXC(s) providing wholesale long distance service to Windstream's long distance operations. Please note that it is not sufficient to note that one particular IXC "often" provides such service.

OBJECTIONS AND RESPONSE: Windstream East and Windstream West object that this question is virtually identical to Sprint's initial Request No. 18 and exceeds a reasonable number of discovery questions that are or should be allowed under Kentucky Rules. Additionally, Windstream East and Windstream West object that the information sought is irrelevant and pertains to a long distance company that is not a party to this proceeding. Further, Sprint's use of the terms "cost" and "third party" are vague and ambiguous. Refer to Windstream East and Windstream West's response and objections to Sprint's initial Request No. 18 including the statement that to the extent that Sprint served as Windstream Communication Inc.'s underlying carrier in Kentucky, then Sprint would have been the party to have billed Windstream Communications, Inc. the appropriate access charges and, therefore already should have the information requested. Without waiving the foregoing objections, as already set forth in this proceeding, with respect to any access charges assessed to Windstream Communications, Inc. by Windstream East or Windstream West, those charges are set forth in the publicly filed switched access tariffs of Windstream East and Windstream West and are the same rates they charge to any entity subscribing to their access services.

Windstream East / Windstream West Respondent: Cesar Caballero
Objections prepared by counsel for Windstream East / Windstream West

Request No. 34

Please reference the following statement from Windstream's February 18, 2010 new release entitled "Windstream reports fourth-quarter earnings results"¹:

Windstream added more than 27,000 new high-speed Internet customers during the fourth quarter, bringing its total customer base to approximately 1,132,000 - an increase of 10 percent year-over-year. Overall broadband penetration is now 37 percent of total access lines and 55 percent of primary residential lines.

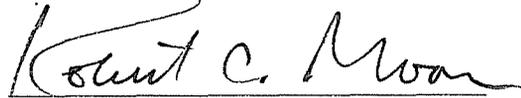
- a) Does Windstream admit or deny the statement?
- b) Please provide the number of high-speed Internet customers added by Windstream Kentucky East, LLC and Windstream Kentucky West, LLC in each quarter of 2009 and provide the total customer base for high-speed Internet service in Kentucky in each quarter of 2009.
- c) Please provide the overall broadband penetration in Kentucky as a percentage of total access lines and as a percentage of primary residential lines.

OBJECTIONS AND RESPONSES: Windstream East and Windstream West object that this question exceeds a reasonable number of discovery questions that are or should be allowed under Kentucky Rules and otherwise that the information sought is utterly irrelevant to any issue in this proceeding and not likely to lead to discovery of any relevant information. As Sprint is well aware, broadband service has nothing to do with this proceeding and is not subject to the Commission's jurisdiction. The information sought appears to be for harassment purposes only, particularly as Sprint opposed any effort to have this proceeding evaluate issues pertaining to rate rebalancing or general industry access reform considerations. Without waiving the foregoing objections, Windstream East and Windstream West state that the statement is correct as to their parent company's total subsidiary operations across multiple states - all of which are well beyond the scope of this proceeding. Likewise, the broadband penetration or parent company information for Windstream East and Windstream West have absolutely no relevance to the issues in this proceeding and are outside the Commission's jurisdiction just as the fact that Sprint's full-year 2009 corporate parent results included consolidated net operating revenues of \$32.2 billion may be said to be information beyond the scope of the issues herein.

Windstream East / Windstream West Respondent: Cesar Caballero
Objections prepared by counsel for Windstream East / Windstream West

¹ The news release is posted online at http://news.windstream.com/article_display.cfm?article_id=1192

Respectfully submitted,



Robert C. Moore
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(502) 227-2271

And

Kimberly K. Bennett
Windstream Communications
4001 Rodney Parham Road
Little Rock, AR 72212-2442

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing has been served upon Douglas F. Brent and C. Kent Hatfield, Stoll, Keenon Ogden, PLLC, 2000 PNC Plaza, 500 West Jefferson Street, Louisville, Kentucky 40202, Dulaney L. O'Roark III, Vice President and General Counsel - Southern Region, Verizon, 5055 North Point Parkway, Alpharetta, Georgia 30022, John N. Hughes, 124 West Todd Street, Frankfort, Kentucky, 40601 and Mary K. Keyer, General Counsel/AT & T Kentucky, 601 West Chestnut Street, Room 407, Louisville, Kentucky, 40203, by placing same in the U.S. Mail, postage pre-paid, this the 23rd day of April, 2010.



Robert C. Moore