



Lexington Financial Center
250 West Main Street, Suite 1600
Lexington, Kentucky 40507-1746
859.233.2012
Fax: 859.259.0649

Noelle M. Holladay
859.288.7633
nholladay@wyattfirm.com
com

May 28, 2004

Ms. Beth O'Donnell
Executive Director
Public Service Commission
211 Sower Boulevard
P.O. Box 615
Frankfort, KY 40602

RECEIVED

MAY 28 2004

PUBLIC SERVICE
COMMISSION

RE: Inquiry into the Development of Deaveraged Rates for Unbundled
Network Elements; Administrative Case No. 382

Dear Ms. O'Donnell:

Enclosed for filing are an original and four unredacted copies of a Response and Petition for Confidential Treatment of Kentucky ALLTEL's responses to Commission Staff data requests. As Commission Staff had requested an original and four unredacted copies of the responses, same are being provided, although each of the copies is itself considered highly proprietary and confidential in its entirety and is not to be duplicated in any way.

Given the confidential nature of this filing and considering that the Responses are redacted in their entirety, redacted copies are not being mailed to the parties on the service list. Rather, parties are being notified of this filing by copy of this letter. Unredacted copies, however, are being provided to carriers who have previously executed appropriate protective agreements with Kentucky ALLTEL.

Thank you for your cooperation in this matter. Please do not hesitate to contact me with any questions you may have.

Sincerely,

WYATT, TARRANT & COMBS, LLP

Noelle M. Holladay

Enclosures

cc: Parties on Service List
Kimberly Bennett
James T. Meister
James H. Newberry, Jr.

www.wyattfirm.com

250 West Main Street, Suite 1600
Lexington, KY 40507-1746
859.233.2012

918 State Street
Bowling Green, KY 42101
270.842.1050

1715 Aaron Brenner Drive, Suite 800
Memphis, TN 38120-4367
901.537.1000

500 West Jefferson Street, Suite 2800
Louisville, KY 40202-2898
502.589.5235

311 West Main Street
Frankfort, KY 40601-1807
502.223.2104

2525 West End Avenue, Suite 1500
Nashville, TN 37203-1423
615.244.0020

101 West Spring Street, Suite 500
New Albany, IN 47150-3610
812.945.3561

COMMONWEALTH OF KENTUCKY

BEFORE THE PUBLIC SERVICE COMMISSION

RECEIVED

In the Matter of:

MAY 23 2004

AN INQUIRY INTO THE DEVELOPMENT)
OF DEAVERAGED RATES FOR)
UNBUNDLED NETWORK ELEMENTS)

PUBLIC SERVICE)
ADM. CASE NO. 03-082)

KENTUCKY ALLTEL, INC.'S RESPONSE TO
COMMISSION STAFF DATA REQUESTS AND
PETITION FOR CONFIDENTIAL TREATMENT

Kentucky ALLTEL, Inc. ("Kentucky ALLTEL") files this Response and Petition for Confidential Treatment in order to respond to the Data Requests issued on May 7, 2004 by the Commission Staff:

RESPONSE

1. Pursuant to the Commission's November 7, 2003 Order, Kentucky ALLTEL subsequently filed, under confidential seal, Kentucky ALLTEL's complete UNE Cost Study including supporting inputs, resulting rates, and supporting documentation.
2. Each of Kentucky ALLTEL's filings in this matter with respect to costs and rates for unbundled local switching has been provided under protest and without waiving Kentucky ALLTEL's lawful rights and objections. Similarly, Kentucky ALLTEL's Response to Commission Staff's Data Requests with respect to unbundled local switching are provided under protest and without waiving said lawful rights and objections.

PETITION FOR CONFIDENTIAL TREATMENT

3. Pursuant to K.R.S. §61.878(1)(c)(1) and 807 KAR 5:001, Section 7, Kentucky ALLTEL requests that the attached responses to Commission Staff's Data Requests

regarding Kentucky ALLTEL's UNE Cost Study ("Responses to Commission Staff Data Requests") be accorded confidential treatment.

4. The Responses to Commission Staff Data Requests were developed internally by ALLTEL Communications, Inc. ("ALLTEL") at its own expense. ALLTEL's Cost Department devoted substantial resources to developing and compiling the Responses to Commission Staff Data Requests, which are treated as highly confidential by ALLTEL and its affiliates. The Responses to Commission Staff Data Requests have not been released publicly and are disclosed internally within ALLTEL on a need-to-know basis only and only to outside parties who have entered into an appropriate nondisclosure agreement with ALLTEL.

5. The Responses to Commission Staff Data Requests include specific data which Kentucky ALLTEL is providing only to Commission Staff pursuant to this confidentiality agreement or enforceable order according the documentation confidential treatment and only to authorized outside parties pursuant to their execution of an appropriate protective agreement.

6. ALLTEL and its affiliates employ all reasonable measures to protect the confidentiality of the Responses to Commission Staff Data Requests and to guard against inadvertent, unauthorized disclosure.

7. K.R.S. §61.878(1)(c)(1) provides in pertinent part:

The following public records are excluded from the application of ...[the Open Records Act] and shall be subject to inspection only upon order of a court of competent jurisdiction ...

(c)1. ...records confidentially disclosed to an agency or required by an agency to disclosed to it, generally recognized as confidential or proprietary, which if openly

disclosed would permit an unfair commercial advantage to competitors of the entity that disclosed the records.

8. Public disclosure of the Responses to Commission Staff Data Requests would provide entities offering local exchange or other telecommunications services an unfair competitive advantage by affording them access to Kentucky ALLTEL's valuable costing information which they could then use to plan unwarranted market entry or competitive strategies to the detriment of Kentucky ALLTEL. Outside entities gaining access to the information pursuant to a protective agreement have agreed not to use the information for any such marketing or competitive purposes. Public disclosure of the information also would allow all entities to infringe upon ALLTEL's rights with respect to its intangible personal property in the form of the UNE model which was developed at ALLTEL's sole expense. Information included in the Responses to Commission Staff Data Requests is generally considered confidential and proprietary in the telecommunications industry.

9. The Responses to Commission Staff Data Requests are also protected from disclosure pursuant to K.R.S. §61.878(1)(c)(2)(c) as a confidential and proprietary record disclosed to the Commission in conjunction with the regulation of a commercial enterprise.

10. Kentucky ALLTEL and its affiliates have taken all reasonable steps to prevent the dissemination of the confidential information in the Responses to Commission Staff Data Requests outside of Kentucky ALLTEL, its parent corporation and affiliates, and any outside parties authorized under an appropriate protective agreement.

11. Nondisclosure of the Responses to Commission Staff Data Requests would not be detrimental to the policy objectives of the Kentucky Open Records Act and instead would actually serve the public interest by promoting fair competition.

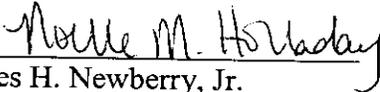
12. An original and four unredacted copies of the Responses to Commission Staff Data Requests are being filed herewith, and unredacted copies are being provided to AT&T Communications, Inc. and NuVox Communications, Inc., each of which has executed a protective agreement with Kentucky ALLTEL. Due to the highly confidential nature of the documentation, Kentucky ALLTEL requests that the documentation be considered proprietary and confidential and not be duplicated.

WHEREFORE, Kentucky ALLTEL respectfully requests that the Commission grant this Response and Petition for Confidential Treatment; afford the Responses to Commission Staff Data Requests confidential treatment and place same in the confidential files of the Commission; prohibit any party including Commission Staff from duplicating the documentation; and grant Kentucky ALLTEL all other relief to which it may be entitled including the right to withdraw its filing or cure any deficiencies in this Petition prior to any disclosure of the Responses to Commission Staff Data Requests.

Dated: May 28, 2004.

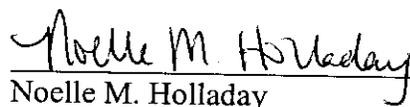
Respectfully submitted,

KENTUCKY ALLTEL, INC.

By: 
James H. Newberry, Jr.
Noelle M. Holladay
Attorney for Kentucky ALLTEL, Inc.
Wyatt, Tarrant & Combs, LLP
250 West Main Street, Suite 1600
Lexington, KY 40507
(859) 233.2012

CERTIFICATE OF SERVICE

I hereby certify that a notice with respect to the foregoing has been sent this 28th day of May, 2004 by first class mail, postage prepaid to the following parties of record in this matter. In addition, I certify that unredacted copies of same were served on Commission Staff and on Mr. Douglas F. Brent, AT&T and NuVox.


Noelle M. Holladay

William Adkinson Sprint Communications Company, L.P. Southeast Division 3100 Cumberland Circle Atlanta, GA 30339	Jonathon N. Amlung, Esq. 1000 Republic Bank Building 429 W. Muhammad Ali Blvd. Louisville, KY 40202	Sylvia Anderson AT&T 414 Union Street Suite 1830 Nashville, TN 37219
Martha Ross-Bain, Esq. AT&T Communications of the South Central States, LLC 1200 Peachtree Street, N.E., Suite 8100 Atlanta, GA 30309	Gene Baldrate - Regulatory Affairs Mark Romito - Gov't Relations Cincinnati Bell Telephone 201 East Fourth Street P.O. Box 2301 Cincinnati, OH 45201-2301	Honorable Susan J. Berlin Secretary/Treasurer MCI WorldCom 6 Concourse Parkway Suite 3200 Atlanta, GA 30328
Honorable Joshua L. Bobeck Honorable Russell L. Blau Swindler, Berlin, Shereff & Friedman 3000 K. Street, N.W., Suite 300 Washington, D.C. 20007	Honorable Catherine F. Boone Regional Counsel COVAD Communications Company 10 Glenlake Parkway Atlanta, GA 30328	Honorable Ann Louise Chevront Assistant Attorney General 1024 Capital Center Drive Frankfort, KY 40601
Honorable Norton Cutler Attorney-at-Law BlueStar Networks, Inc. 5 Corporate Centre 801 Crescent Centre Drive Suite 600 Franklin, TN 37067	Julie L. Davis Regulatory Manager MCI Metro Access Transmission Services, Inc. 6 Concourse Parkway Suite 3200 Atlanta, GA 30328	Honorable Joseph E. Donovan Attorney-at-Law O'Keefe, Ashenden, Lyons & Ward 30 North LaSalle, Suite 4100 Chicago, IL 60602
Honorable Richard D. Gary Hunton & Williams Riverfront Plaza, East Tower 951 East Byrd Street Richmond, VA 23219	C. Kent Hatfield, Esq. Douglas F. Brent, Esq. Stoll, Keenon & Park, LLP 2650 AEGON Center 400 West Market Street Louisville, KY 40202	Honorable John N. Hughes Attorney-at-Law 124 West Todd Street Frankfort, KY 40601
Carol Keith Director, Regulatory and Public Affairs NuVox Communications, Inc. 16090 Swingley Ridge Road Chesterfield, MO 63017	Honorable Jeremy Marcus Attorney-at-Law Blumenfeld & Cohen Suite 300 1625 Massachusetts Avenue, N.W. Washington, D.C. 20036	Honorable Brent E. McMahan VP - Regulatory & Gov.'t Affairs Network Telephone Corporation 815 S. Palafox Street Pensacola, FL 32501

<p>Rob McMillin New Edge Network, Inc. d/b/a New Edge Networks 3000 Columbia House Blvd. Suite 106 Vancouver, WA 98661</p>	<p>Honorable Holland N. McTyeire, V, Esq. Greenebaum Doll & McDonald, PLLC 3300 National City Tower 101 South Fifth Street Louisville, KY 40202-3197</p>	<p>Honorable Creighton E. Mershon Attorney-at-Law BellSouth Telecommunications, Inc. 601 West Chestnut Street, 4NE P.O. Box 32410 Louisville, KY 40232</p>
<p>John Spilman Directory - Regulatory Affairs Broadslate Networks, Inc. 675 Peter Jefferson Parkway Suite 310 Charlottesville, VA 22911</p>	<p>Honorable Richard M. Sullivan Attorney-at-Law Conliffe, Sandmann & Sullivan 2000 Waterfront Plaza 325 West Main Street Louisville, KY 40202</p>	<p>Kenneth Woods, Esq. MCI 6 Concourse Parkway Suite 3200 Atlanta, GA 30328</p>
<p>Jeffrey E. Yost Jackson & Kelly 175 East Main Street P.O. Box 2150 Lexington, KY 40588</p>	<p>Douglas F. Brent Stoll, Keenon & Park 2650 Aegon Center 400 West Market Street Louisville, KY 40202</p>	<p>Martha N. Ross-Bain AT&T 1200 Peachtree Street, Suite 8100 Atlanta, GA 30309</p>

30328278.0

KENTUCKY ALLTEL, INC.

Before the Kentucky Public Service Commission

Administrative Case No. 382

An Inquiry into the Development of
Deaveraged Rates for Unbundled Network Elements

Response to Data Request of Commission Staff to

Kentucky ALLTEL, Inc.

Dated May 7, 2004