

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In re: Review of Southern Bell)	DOCKET NO. 890256-TL
Telephone and Telegraph Company's)	ORDER NO. 22662
Capital Recovery Position)	ISSUED: 3-12-90
)	

SECOND ORDER ON CONFIDENTIALITY

On August 14, 1989, our Staff served its First Set of Interrogatories (the First Set) and First Request for Production of Documents (the First POD) on Southern Bell Telephone and Telegraph Company (Bell). On September 18, 1989, Bell submitted its responses to the First Set and to the First POD.

Bell filed a request for confidential classification (the First Request), pursuant to Section 364.183, Florida Statutes (the Statute), and Rule 25-22.006, Florida Administrative Code (the Rule), of its responses to First Set Nos. 3, 4 & 5. We assigned Document No. 9352-89 to the following documents covered by the First Request: (1) First Set No. 3: Material relating to the cost of placing fiber cable and electronics to a new Florida residence; (2) First Set No. 4: Material relating to the cost of replacing copper facilities with fiber facilities in a Florida residence; and (3) First Set No. 5: Material relating to revenues for each analog office for which Bell has submitted a CUCRIT study.

The First Request alleges that Bell's cost of obtaining and installing fiber optic facilities should not be publicly disclosed because vendors sell the company such equipment at discounts not offered to other customers and contractors install it at favorable rates. If these discounts and rates are disclosed, according to the company, then these vendors and contractors will be less willing to negotiate prices and rates that are favorable to Bell. Additionally, the First Request asserts that Bell's techniques of installing such facilities are trade secrets which were developed through time consuming and expensive experimentation to determine the most economical means of placing them. The company claims to have numerous competitors who are installing fiber optic facilities and complains that it has no means of obtaining cost and installation information about them. In such a circumstance, the First Request contends that Bell would be placed at a competitive disadvantage if its information is publicly disclosed.

DOCUMENT NUMBER-DATE

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Bell also filed a request for confidential classification (the Second Request) of the documents submitted in response to First POD Nos. 3, 9, 15 & 19. We assigned the following Document Numbers to the documents covered by the Second Request: (1) First POD No. 3: 9354-89; (2) First POD No. 9: 9355-89; (3) First POD No. 15: 9356-89; and (4) First POD No. 19: 9357-89. These documents, listed by Document Number, are as follows:

Document No. 9354-89: This Document Number was assigned to the following seven volumes of documents submitted as Attachment A to the Second Request which furnish information about Bell's market strategies, large customers, revenues and demand projections and equipment vendors:

- (1) Southeast LATA Plan;
- (2) Gainesville and Daytona Beach LATA Plans;
- (3) Panama City LATA Plan;
- (4) Appendix to Southeast LATA Plan: Tables 1 & 2 and Attachments 1-5;
- (5) Jacksonville LATA Plan;
- (6) Orlando LATA Plan; and
- (7) Pensacola LATA Plan and Interoffice Plan.

Document No. 9355-89: Attachment C to the Second Request contains material concerning Bell's cost to obtain and install fiber optics facilities.

Document No. 9356-89: Attachment E to the Second Request contains material concerning demand forecasts regarding the provision of Pulselink and Prestige Services.

Document No. 9357-89: Attachment G to the Second Request contains material concerning Bell's operator services, including new features that its vendors intend to offer, vendor-specific pricing information and Bell's costs.

Bell asserts that the Executive Summaries to its LATA Plans were classified as proprietary information by Order No. 19097, issued April 5, 1988. The Second Request states that one or more of the following six arguments (hereinafter, Arguments 1 through 6) applies to each specific portion of Document No. 9354-89 for which classification is sought.

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1. Bell has spent time, money and effort on researching demographics in public records and its competitors should not be given the results of this research free of charge.
2. Revenues and demand for services projected by Bell are trade secrets which should not be disclosed to its competitors who would learn where the company expected growth to occur in a particular service.
3. Revenues and demand for digital and fiber optic facilities planned by Bell are trade secrets which, if disclosed, would permit Bell's competitors to "beat" the company to the market.
4. Bell's market strategy is a trade secret which, if disclosed, would be useful to its competitors in developing their own market strategy, allowing them to thwart the company's efforts.
5. Information is customer-specific and its disclosure would violate customers' right to privacy.
6. Information concerns vendor plans to use or offer new services or capabilities which, if disclosed to the vendors' competitors, would impair Bell's ability to contract for goods and services because vendors would be reluctant to provide it.

With respect to Document No. 9355-89, the Second Request offers Argument 3 regarding when and how much digital and fiber optic equipment Bell intends to install. Additionally, the Second Request argues that Bell's costs to provide certain services are trade secrets that would grant the company's competitors an advantage if they learned the prices and rates below which the company could not provide these services (hereinafter, Argument 7). Regarding Document No. 9356-89, the Second Request presents Arguments 1 and 2 as being applicable. Concerning Document No. 9357-89, the Second Request offers Arguments 1 through 7 and also alleges that the vendor-specific pricing negotiated by Bell, if disclosed, would impair the company's ability to contract for goods and services on favorable terms.

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On September 21, 1989, OPC responded to the First and Second Requests and requested that a ruling be entered, claiming that it is prevented from preparing its case by its inability to gain access to these documents. OPC contends that its consultants need to review the documents and that it is unable to respond effectively to the First and Second Requests without obtaining them.

Bell submitted a supplemental response to the First POD No. 4 on September 20, 1989, and filed a request for confidential classification (the Third Request) of the documents submitted in response to this discovery request. We assigned Document No. 9479-89 to the following documents, which concern marketing or economic studies showing customer demand for ISDN or BISDN Services to be offered by Bell, covered by the Third Request: (1) Chapter III, "Market Definition and Forecasts; and (2) Appendix E, "BellSouth Integrated Digital Services Forecasts.

The Third Request says that the documents describe Bell's projected demand for ISDN services, market share and revenues for services using ISDN. Bell claims that the disclosure of such information would impair the company's ability to compete because this would enable its competitors to "beat" Bell to the market, to "under-price" Bell, to use Bell's pricing plans to develop their pricing strategies, to learn Bell's projections of growth and its timing, and to receive free of charge the benefits of Bell's time, money and efforts spent of research.

On August 24, 1989, OPC served Bell with a set of interrogatories (the OPC Set) and a request for production of documents (the OPC POD). Bell responded to the OPC POD on September 25, 1989, stating that it would make the requested documents available for inspection by OPC but would not permit OPC to take any of them into its possession pending a ruling on confidentiality. Bell filed a supplemental response to OPC POD No. 15 on September 27, 1989, asserting that the requested document was copyrighted by an affiliated corporation and therefore could not be lawfully copied by Bell. Bell offered to permit OPC to inspect the document as long as OPC agreed to return it after the inspection along with any notes concerning it.

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OPC inspected the documents on October 10, 1989, and requested possession of a document entitled "ISDN Wire Center Study Data." As a result, Bell filed this document under a motion for protective order (the First Motion) on October 11, 1989, and we assigned Document No. 10146-89 to it. The First Motion makes Arguments 2, 4 and 7 in support of protecting the confidentiality of trade secrets contained in these documents. OPC filed an opposition to the First Motion on October 20, 1989, arguing that the assumptions, study inputs, projected revenues and service migration percentages contained in the document should not be classified as confidential.

On September 28, 1989, Bell submitted the responses to the OPC Set and filed a motion for protective order (the Second Motion) relating to Interrogatory No. 1(b). We assigned Document No. 9741-89 to the documents, which contain information regarding the development of Bell's CUCRIT studies, that are covered by the Second Motion. The Second Motion states that the CUCRIT studies are useful in determining the most economical means of expanding or replacing a central office that is nearing exhaustion or obsolescence. They contain trade secrets, in Bell's view, consisting of revenue and demand projections for competitive services, names of high priority customers and market strategies. The Second Motion raises Arguments 1 through 3, asserting additionally that its forecasted revenues by central office would grant competitors free access to research performed at Bell's expense. Bell would suffer a competitive disadvantage, according to the Second Motion, because its competitors would learn whether to enter a market in the area served by a central office. Such competitors would also learn which central office is expected by Bell to experience the most growth and the services believed responsible for it. The company maintains that its greatest competition centers around large customers because of the high revenues they account for and contends that the names of its large customers are trade secrets as well as the company's strategy for serving their needs and those of other large customers. The disclosure of such information would impair Bell's ability to compete, according to the Second Motion, because if competitors "know what's coming," they can "head it off."

The company has the burden of showing that the material for which confidential classification is sought qualifies for such treatment under the Statute and the Rule. The Statute

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provides several examples of proprietary, confidential information, which include trade secrets. The Rule requires that the utility demonstrate that material submitted falls into one of those statutory examples in order to justify satisfactorily our classifying such material as confidential.

With respect to the Company's trade secret argument, "trade secret" is defined in Sections 688.002 and 812.081, Florida Statutes. Section 688.002 defines it basically as information that is not readily ascertainable by persons who could obtain economic value from its disclosure. Section 812.081 defines it as information that would provide a business with an advantage over those who do not possess it. The principal thrust of these definitions is the disclosure of information held by a company to another entity which may derive economic benefit from the information to the detriment of the company. These two statutory definitions of "trade secrets" are provided in the context of one person or business enterprise wrongfully capitalizing upon the proprietary business information of another person or business. These statutes, one providing criminal sanctions (a third degree felony), and the other civil penalties (double damages and in cases of bad faith, attorney's fees) were written broadly to include all misappropriation in the context of competing businesses. They cannot be blindly applied in the context of a government created and protected monopoly.

This Commission is authorized by Section 364.183, Florida Statutes, to grant confidential treatment to proprietary confidential business information. That Section lists several statutory categories of information deemed to be confidential proprietary information, one of which is "trade secrets." Inherent in this finding is the Commission's obligation to balance the conflict between the demands of the Public Records Act and the nature of proprietary business information. This conflict stems from the strong policy of this state that documents utilized by the Commission in making its decisions should be public information and the policy that parties have a right to have their confidential proprietary business information protected. This balancing process requires the Commission to make a very careful examination, leading to

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determinations of whether information is a "trade secret" within the terms of Sections 688.02 and 812.081 and whether those definitions control our decisions in the context of the "trade secrets" as listed in Section 364.183. In view of our Public Records responsibilities and the broad nature of these Sections we take a narrower view of "trade secret" than contemplated in the purely competitive context. The purely competitive entities are not faced with the public disclosure demands placed upon us by the Public Records Act.

While we do not view these definitions as strictly controlling, we do see them as instructive as to the nature of information which the Legislature authorized us to protect from disclosure. The public interest demands that we make an independent determination of whether the information is a "trade secret" in the context of utilities regulated by this Commission. As discussed above the basic test is whether the information, if disclosed, would cause harm to the company.

After considering the arguments made in the pleadings outlined above and reviewing the subject documents at an In Camera inspection, I find that Bell has made a sufficient showing to warrant classifying those portions of the documents identified on Appendix A to this Order as proprietary, confidential information. Accordingly, only those portions of the subject documents identified in Appendix A to this Order (with exceptions as noted) are classified as proprietary, confidential information that is exempt from the requirements of the Public Records Act, Chapter 119, Florida Statutes. Thus, I specifically find that the exceptions noted in Appendix A and the material contained in the balance of the documents are not classified as proprietary, confidential information under the Act and the Rule and not exempt from public disclosure.

Bell has sufficiently demonstrated that portions of the information meet the definition of a "trade secret" and that the public interest does not require that this information be made public. In the main, the material specified proprietary herein consists of Bell's future projections of revenues from specific competitive services that are to be offered in identified locations and, in some instances, to specified customers. In my opinion, disclosure of this particular information to Bell's competitors would equip them with knowledge of the company's plans that would unfairly position

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these competitors to gain marketing advantages that are not available through their own efforts. It is my belief that Bell would suffer harm in marketing its competitive services in particular locations and to specific customers through the disclosure of such information to its competitors. Therefore, I find that the subject information is qualified for specified confidential classification. The company's requests for protective orders are granted to the extent that the relevant material is shown on Appendix A to this Order as being proprietary. However, OPC shall be provided the information in question and shall maintain its confidentiality consistent with this Order.

Now therefore it is

ORDERED by Commissioner John T. Herndon, as Prehearing Officer, following In Camera inspections of the documents described in this Order, that only those portions of the documents identified in Appendix A to this Order (with exceptions as noted) are classified as proprietary, confidential information pursuant to Rule 25-22.006, Florida Administrative Code, in response to Southern Bell Telephone and Telegraph Company's requests for confidentiality and motions for protective orders. It is further

ORDERED that the requests for confidential classification and the motions for protective orders filed by Southern Bell Telephone and Telegraph Company and the responses and requests filed by the Office of the Public Counsel are hereby granted to the extent identified in this Order and denied in all other respects. It is further

ORDERED that if a protest is filed within 14 days of the date of this Order, it will be resolved by the appropriate Commission panel pursuant to Rule 25-22.006(3)(d), Florida Administrative Code. It is further

ORDERED that if no timely protest is filed, this ruling shall become final pursuant to Rule 25-22.006(2)(f) & (3)(d), Florida Administrative Code.

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By ORDER of Commissioner John T. Herndon, as Prehearing Officer, this 12th day of MARCH, 1990.

John T. Herndon
JOHN T. HERNDON, Commissioner
and Prehearing Officer

(S E A L)

DLC

NOTICE OF FURTHER PROCEEDINGS OR JUDICIAL REVIEW

The Florida Public Service Commission is required by Section 120.59(4), Florida Statutes, to notify parties of any administrative hearing or judicial review of Commission orders that is available under Sections 120.57 or 120.68, Florida Statutes, as well as the procedures and time limits that apply. This notice should not be construed to mean all requests for an administrative hearing or judicial review will be granted or result in the relief sought.

Any party adversely affected by this order, which is preliminary, procedural or intermediate in nature, may request: 1) reconsideration within 10 days pursuant to Rule 25-22.038(2), Florida Administrative Code, if issued by a Prehearing Officer; 2) reconsideration within 15 days pursuant to Rule 25-22.060, Florida Administrative Code, if issued by the Commission; or 3) judicial review by the Florida Supreme Court, in the case of an electric, gas or telephone utility, or the First District Court of Appeal, in the case of a water or sewer utility. A motion for reconsideration shall be filed with the Director, Division of Records and Reporting, in the

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form prescribed by Rule 25-22.060, Florida Administrative Code. Judicial review of a preliminary, procedural or intermediate ruling or order is available if review of the final action will not provide an adequate remedy. Such review may be requested from the appropriate court, as described above, pursuant to Rule 9.100, Florida Rules of Appellate Procedure.

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APPENDIX A

Through color highlighting, the company has identified those portions of the documents believed to be proprietary and confidential. When used below, the term "Material" shall mean highlighted words and numbers contained within the text of a document and shall include highlighted column headings, line explanations or other narrative labels used in charts or graphs contained within the documents. The term "Data" shall refer exclusively to highlighted drawings and numbers that appear within such charts and graphs.

The following portions of the subject documents are classified proprietary and confidential under the terms of this Order (with any portions that are not classified proprietary and confidential being noted as exceptions):

Document No. 9352-89

All Data. All Material except the words preceding the number at the end of the 1st para. on Page 1 of the Response to Interrogatory No. 3.

Document No. 9354-89

1. Southeast LATA Plan:

<u>Page</u>	<u>Confidential Material or Data</u>
	Pages 13, 14 and 17: Only Data for years after 1989.
22	Material. Data. Pages 41-51: Material.
66	Only Data under "ISDN Data" for years after 1989. Pages 68, 69, 71, 73-75, 77-79, 81-87 and 89: Only Data for years after 1989.
90	Material. Only Data for years after 1989. Pages 91-93 and 95-101: Only Data for years after 1989.

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1. Southeast LATA Plan (Con't.):

<u>Page</u>	<u>Confidential Material or Data</u>
103	All Material except under "Service Data." Only Data for years after 1989. Pages 106 and 107: Only Data for years after 1989. Pages 162, 167, 173, 177 and 181: Only Data under "ISDN Data" for years after 1989.
184	Only Data for years after 1989. Pages 186, 194, 199, 204, 208, 213, 218, 222, 225, 228 and 229: Only Data under "ISDN Data" for years after 1989.
230	Material. Pages 235, 240, 245, 250, 256, 261, 266, 272, 277, 282, 287, 292, 297, 303, 309, 314, 319, 325, 330, 334, 336, 341, 346, 354, and 398: Only Data under "ISDN Data" for years after 1989.
403	Data. Pages 405, 410, 423, 433, 457, 478, 495, 504 and 516: Only Data under "ISDN Data" for years after 1989.

2. Appendix to Southeast LATA Plan:

On each page: Only Data for years after 1989.

3. Gainesville LATA Plan:

<u>Page</u>	<u>Confidential Material or Data</u>
	Pages 14 and 15: Data. Material.
16	Material. All Data except for years 1988 and 1989. Pages 19-21: Only Data for years after 1989.

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3. Gainesville LATA Plan (Con't.):

<u>Page</u>	<u>Confidential Material or Data</u>
28	Data.
43	All Material and Data except under column headings "Trigger", "Auth" and "Appvl."
44	Only Material and Data under column heading "Project."
47	Only Material and Data under column headings "COE", "OSP", "Authorization" and "Approval."
48	Only Material and Data under "Digital Cross Connect System Plans."
	Pages 51, 52, 55-57, 59, 60 and 63: Only Data for years after 1989.
64	Material. Only Data for years after 1989.
65	Material. Data.
	Pages 66 and 68-77: Only Data for years after 1989.
79	Only Material under "Area Served." Only Data for years after 1989.
	Pages 80, 81, 83-85, 87 and 88: Only Data for years after 1989.
92	Material. Data.
147	Only Data for years after 1989.
157	Only Material on 3 lines labelled "POT."
	Pages 158 and 159: Only Data for years after 1989.
161	Material. Data.
162	Data.
	Pages 167, 173 and 179: Only Data for years after 1989.
184	Only Material on 2 lines labelled "POT."
185	Only Data for years after 1989.
187	Data.
189	Material. Data.

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3. Gainesville LATA Plan (Con't.):

<u>Page</u>	<u>Confidential Material or Data</u>
192	Only Material on 9 lines labelled "POT." Pages 193 and 194: Only Data for years after 1989.
197	Only Material and Data for year 1990.
198	Material. Data.
199	All Data except Total Revenue for 1989.
202	Only Data for years after 1989.
203	Only Material on 3 lines labelled "POT." Pages 204 and 205: Only Data for years after 1989.
207	Data. Material.
209	Data. Pages 212, 219, 225, 231, 237 and 243: Only Data for years after 1989.
248	Only Material on 2 lines labelled "POT." Pages 249 and 250: Only Data for years after 1989.
251	Only Material under "Recommended Plan." Data. Pages 252 and 253: Material. Data.
256	Only Material on 2 lines labelled "POT." Pages 257 and 258: Only Data for years after 1989.
259	Material. Data.
260	All Data except Total Revenue for 1989.
264	Only Data for years after 1989. Pages 276-286: Material.
288	Only Material on Lines A through H under "Recommended Plan." Pages 289-296: Material. Data.

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4. Daytona Beach LATA Plan:

<u>Page</u>	<u>Confidential Material or Data</u>
7	All Material and Data except Material and Data for years after 1989.
8	Only Material and Data under Note 1 to "Interoffice Facility Projects" except first 5 lines.
10	Only Data for years after 1989.
20	Only Material and Data under "End Office Modernization".
	Pages 28, 31-33, 36, 37, 39-42 and 45: Only Data for years after 1989.
46	Material. Data.
	Pages 47, 48 and 50: Only Data for years after 1989.
51	Material. Only Data for years after 1989.
	Pages 55, 58, 60, 63 and 65: Only Data for years after 1989.
	Pages 70 and 71: Material.
109	Only Data for years after 1989.
110	Only Data for years after Year 2.
	Pages 111, 112 and 116: Only Data for years after 1989.
117	Only Data for years after Year 2.
	Pages 118 and 122: Only Data for years after 1989.
	Pages 123 and 124: Only Data for years after Year 2.
	Pages 125-128: Only Data for years after 1989.
129	Only Material and Data under "Priority Customers."

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4. Daytona Beach LATA Plan (Con't.):

<u>Page</u>	<u>Confidential Material or Data</u>
130	Material. Data.
133	All Data except Total Revenue for years 1988 and 1989.
136	Only Data for years after 1989.
137	Only Data for years after Year 2.
	Pages 138, 139 and 143: Only Data for years after 1989.
144	Only Data for years after Year 2.
	Pages 145-148: Only Data for years after 1989.
149	Only Material and Data under "Market Opportunities" and "Service Capabilities Required." Data.
151	Data.
154	Only Data for years after 1989.
155	Only Data for years after Year 2.
	Pages 156-158: Only Data for years after 1989
159	Material. Data.
160	Data.
163	All Data except for years 1988 and 1989.
	Pages 164 and 165: Only Data for years after Year 2.
	Pages 166-169: Only Data for years after 1989.
170	Only Material and Data under "Market Opportunities."
171	Only Material and Data on line 4.
172	Data.
173	All Data except Total Revenue for years 1988 and 1989.
176	Only Data for years after 1989.
177	Only Data for years after Year 2.

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4. Daytona Beach LATA Plan (Con't.):

<u>Page</u>	<u>Confidential Material or Data</u>
	Pages 178, 179 and 183: Only Data for years after 1989.
184	Only Data for years after Year 2.
	Pages 185-187 and 191: Only Data for years after 1989.
192	Only Data for years after Year 2.
	Pages 193 and 194: Only Data for years after 1989.
195	Material. All Data except Total Revenue for years 1988 and 1989.
198	Material. Only Data for years after 1989.
199	Only Data for years after Year 2.
	Pages 200, 201 and 205: Only Data for years after 1989.
206	Only Data for years after Year 2.
	Pages 207-209: Only Data for years after 1989.
210	Data under "Year of Expenditure: 1990" below column heading "Revenue 1988-93" and all Data under "Combined Capital and Revenue Summary" except Total Revenue for years 1988 and 1989.
213	Only Data for years after 1989.
214	Only Data for years after Year 2.
	Pages 215 and 216: Only Data for years after 1989.
	Pages 223, 224, 226 and 228: Material.
	Pages 229-231: Material. Data.

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5. Panama City LATA Plan:

<u>Page</u>	<u>Confidential Material or Data</u>
13	Material. Data.
14	Material. All Data except for 1988 and 1989.
	Pages 17-19: All Data except for 1988 and 1989.
23	Material. Data.
37	Material and Data under column headings "COE," "OSP," "Authorization" and "Approval Date".
40	Data.
44	Only Material under "Service Dates." All Data under "Market Penetration and Revenues" except for 1988 and 1989.
45	Material. All Data except for 1988 and 1989.
	Pages 46, 48, 49 and 52: All Data except for 1988 and 1989.
53	Material. All Data except for 1988 and 1989.
54	Material. Data.
	Pages 55 and 57-59: All Data except for 1988 and 1989.
60	Material. All Data except for 1988 and 1989.
	Pages 62, 63 and 66: All Data except for 1988 and 1989.
68	Material. All Data except for 1988 and 1989.
	Pages 69, 70 and 72-74: All Data except for 1988 and 1989.
76	Only Data for 1990 through 1993.
81	Data.
82	Material.
128	Only Material on line labelled "POT".
	Pages 129, 130, 135 and 142: Only Data for 1990 through 1993.

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5. Panama City LATA Plan (Con't.):

<u>Page</u>	<u>Confidential Material or Data</u>
150	Only Material on 2 lines labelled "POT". Pages 151 and 152: Only Data for 1990 through 1993.
157	Only Material on 2 lines labelled "POT". Pages 158 and 159: Only Data for 1990 through 1993.
160	Data. Material.
161	Only Data for 1990 through 1993.
166	Only Material on 2 lines labelled "POT".
167	Only Data for 1990 through 1993.
168	Material under "Exiting Situation"
173	Only Material on 2 lines labelled "POT". Pages 174 and 175: Only Data for 1990 through 1993.
177	Material. Data.
178	Only Data for 1990 and 1991. Pages 184, 191 and 198: Only Data for 1990 through 1993. Pages 206-211: Material.

6. Jacksonville LATA Plan:

<u>Page</u>	<u>Confidential Material or Data</u>
	Pages 14 and 18-20: Only Data for years after 1989, including Totals.
37	Data.
50	Only Data for years after 1989.
54	Only Material and Data for Contracts 1-4, 7, 8 and 12.

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6. Jacksonville LATA Plan (Con't.):

<u>Page</u>	<u>Confidential Material or Data</u>
55	Material and Data for Contracts 1-7, and Data and Material under "Digital Cross Connect Systems Plans."
59	Data.
61	Material. Data.
	Pages 62, 64-74, 76-87, 89-91, 93-98, 155, 165, 166, 170, 176, 184, 185, 193, 194, 200 and 201: Only Data for years after 1989.
202	Only Material and Data on lines 3, 4, 8, 9, 11, 13, 15, 16 and 18, under "Priority Customers."
	Pages 206, 211 and 212: Only Data for years after 1989.
213	Only Material and Data on lines 2-7 under "Priority Customers."
216	Only Data under heading "Cumulative Revenues" for 1990 and 1991.
217	All Data except Total Revenue for year 1989.
	Pages 220 and 224-226: Only Data for years after 1989.
227	Only Material and Data on lines 3, 23-25, 28, 29, 36-38 and 42 under "Priority Customers."
228	Only Material and Data on the first 4 lines under "Priority Customers" and on line 11 under "Service Opportunities Identified."
229	Only Material and Data on line 3 under "Competitive Analysis."
231	Only Data for years 1990 and 1991 under column heading "Cumulative Revenues."
232	All Data except Total Revenue for years 1988 and 1989.
	Pages 239 and 240: Only Data for years after 1989.

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6. Jacksonville LATA Plan (Con't.):

<u>Page</u>	<u>Confidential Material or Data</u>
241	Only Material and Data on lines 5 and 7 under "Market Opportunities" and on line 8 under "Service Opportunities Identified." Pages 250 and 251: Only Data for years after 1989.
252	Only Material and Data on lines 7, 9 and 12-18 under "Market Opportunities" and on lines 5 and 7 under "Service Opportunities Identified." Pages 256, 262, 263, 267, 273 and 274: Only Data for years after 1989.
277	Only Material and Data for 1990 and 1991.
278	Only Data for years after 1989. Pages 284 and 285: Only Data for years after 1989.
287	Only Material and Data on lines 3 and 4 under "Market Opportunities" and on lines 2 and 8 under "Service Opportunities Identified." Pages 290 and 296-298: Only Data for years after 1989.
300	Only Material and Data on lines 7-9 under "Service Opportunities Identified." Pages 302 and 308-310: Only Data for years after 1989.
312	Only Material and Data on lines 1, 4, 8, 16, 19 and 22 under "Market Opportunities."
313	Only Material and Data on lines 2 and 10 under "Service Opportunities Identified."
316	Only Data for years 1990 and 1991 under column heading "Cumulative Revenues." Pages 317, 324 and 325: Only Data for years after 1989.

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6. Jacksonville LATA Plan (Con't.):

<u>Page</u>	<u>Confidential Material or Data</u>
326	Only Material and Data on lines 6 and 7 under "Service Opportunities Identified."
329	Only Data for years after 1989.
336	Only Material and Data on lines 4-6 and 9 under "Market Opportunities."
	Pages 341, 342, 352, 363 and 364: Only Data for years after 1989.
369	Data.
	Pages 376 and 377: Only Data for years after 1989.
379	Only Material and Data on lines 6-12 under "Market Opportunities" and on line 8 under "Service Opportunities Identified."
	Pages 387 and 388: Only Data for years after 1989.
392	All Data except Total Revenue for 1989.
	Pages 399 and 400: Only Data for years after 1989.
402	Only Material and Data on lines 6 and 7 under "Marketing Opportunities Identified."
	Pages 410, 420 and 421: Only Data for years after 1989.
424	Only Data for years 1990 and 1991.
425	All Data except Total Revenue for years 1988 and 1989.
	Pages 432 and 442: Only Data for years after 1989.
443	Only Material and Data on line 3 under "Priority Customers".
	Pages 452 and 453: Only Data for years after 1989.

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6. Jacksonville LATA Plan (Con't.):

<u>Page</u>	<u>Confidential Material or Data</u>
455	Only Material and Data on lines 1-3, 6-9, 11 and 12 under "Market Opportunities" and on lines 1, 5 and 6 under "Service Opportunities Identified."
	Pages 457 and 458: All Data except for year 1989.
	Pages 465 and 466: Only Data for years after 1989.
468	Only Material and Data on lines 4-7 under "Service Opportunities Identified," and all Data and Material under "Competitive Analysis."
471	All Data except for year 1989.
	Pages 478 and 479: Only Data for years after 1989.
481	Only Material and Data on lines 12-15 under "Market Opportunities" and on lines 2-4 under "Competitive Analysis."
	Pages 484, 491, 501 and 502: Only Data for years after 1989.
503	Only Material and Data on line 6 under "Service Opportunities Identified."
505	All Material and Data
506	Data.
513, 523 and 524:	Only Data for years after 1989.
528	Only Material and Data for year 1990.
529, 536, 546 and 556:	Only Data for years after 1989.
575-581	Material under Recommended Plan.

7. Orlando LATA Plan:

<u>Page</u>	<u>Confidential Material or Data</u>
Pages 7, 9 and 10:	Material. Data.

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7. Orlando LATA Plan (Con't.):

<u>Page</u>	<u>Confidential Material or Data</u>
11	Data for 1990 and 1991.
13	Data for 1990-1993.
34	Data.
40	Data for "Eqpt Lns" and "COE Capt" in Table (A) and Data in Table (B).
41	Data.
44	Only Data and Material in table under "1990 and 1991 Ships."
49	Only Data for 1990 and 1991.
	Pages 50-52, 55-58 and 60-62: Data for 1990-1993.
64	Material in 1st sentence under "Areas To Be Served," and Data for 1990-1993.
	Pages 65-70 and 72: Data for 1990-1993.
73	Material. Data for 1990-1993.
	Pages 74-75: Data for 1990-1993.
76	Material. Data for 1990-1993.
	Pages 78-84, 86, 88-91, 144, 146 and 150: Data for 1990-1993.
	Pages 145, 151 and 152: Data for years after Year 2.
153	Data for 1990-1993.
155	Only Material and Data for 1990 and later years.
160	Data for 1990-1993.
	Pages 161 and 162: Data for years after Year 2.
163	Data for 1990-1993.
164	Only Material and Data for 1990 and later years.
165	Only Material and Data in lines 1, 2 and 5 at top of page.
169	Data for 1990-1993.
170	Data for years after Year 2.
171	Data for 1990-1993.

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7. Orlando LATA Plan (Con't.):

<u>Page</u>	<u>Confidential Material or Data</u>
172	Only Material and Data in lines 7, 9 and 10 under "Market Opportunities." Pages 174 and 177: Data for 1990-1993.
178	Data for years after Year 2. Pages 179 and 184: Data for 1990-1993.
185	Data for years after Year 2. Pages 186 and 191: Data for 1990-1993.
192	Data for years after Year 2.
193	Data for 1990-1993.
194	Material and Data in lines 3, 5 and 6 under "Priority Customer" and under "Service Capabilities Required."
199	Data for 1990-1993. Pages 200 and 201: Data for years after Year 2. Pages 202 and 208: Data for 1990-1993.
209	Data for years after Year 2. Pages 210 and 216: Data for 1990-1993.
217	Data for years after Year 2.
218	Data for 1990-1993.
219	Only Data and Material under "Priority Customer" and "Service Capabilities Required."
222	Data for 1990-1993. Pages 223 and 224: Data for years after Year 2. Pages 225 and 226: Data for 1990-1993.

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7. Orlando LATA Plan (Con't.):

<u>Page</u>	<u>Confidential Material or Data</u>
229	Data under "Distribution Plans," and Data for 1990-1993 under "Combined Capital and Revenue Summary."
232	Material on Line labelled "POP," and Data for 1990-1993.
233 and 234:	Data for years after Year 2.
235 and 236:	Data for 1990-1993.
237	Material and Data on lines 1, 3 and 5 under "Priority Customers."
238	Material and Data on lines 2, 8, 15 and 16.
240	Data under "Capital and Revenue for Recommended Plan."
241	All Material. All Data except Total Revenue for 1988 and 1989.
244	Data for 1990-1993.
245 and 246:	Data for years after Year 2.
247 and 248:	Data for 1990-1993.
250	Material and Data on lines 7, 10, 19 and 20 under "Priority Customers" and on lines 9 and 10 under "Service Capabilities Required."
251	Material and Data on lines 3, 4 and 9 under "Competitive Analysis."
253	Data under "Capital and Revenue for Recommended Plan."
255	Data.
256	All Material. All Data except Total Revenue for 1988 and 1989.
259	Only Data for years after 1989.
260 and 261:	Only Data for years after Year 2.
262 and 263:	Only Data for years after 1989.

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7. Orlando LATA Plan (Con't.):

<u>Page</u>	<u>Confidential Material or Data</u>
264	Only Material and Data on lines 2, 4, 6, 13, 15, 17 and 18.
265	Only Material and Data on lines 5, 13 and 14.
267	Only Data under Section A.5 under column heading "Rev for 1992-1993."
270	Only Material on 2 lines labelled "POP," and only Data for years after 1989.
271 and 272:	Only Data for years after Year 2.
273 and 274:	Only Data for years after 1989.
276	Only Material and Data under "Customer Priority" on lines 3-7, 12-14 and 19.
277	Only Material and Data at top of page on lines 3, 6, 8, 10, 15, 18, 19, 24 and 30 and under "Service Capabilities Required" on lines 6 and 9.
281	All Data except Total Revenue for 1988 and 1989.
284	Only Material on line labelled "POP," and only Data for years after 1989.
285 and 286:	Only Data for years after Year 2.
287 and 288:	Only Data for years after 1989.
290	Only Material and Data on lines 3, 7, 8, 12, 17, 23, 24, 25, 26, 31, 32, 35, 37, 41 and 43.
291	Only Material and Data on lines 3, 7, 8, 9, 10 and 11 under "Priority Customers," on lines 10-12 under "Service Capabilities Required," and on lines 3, 4 and 7 under "Competitive Analysis."
295	All Data except Total Revenues for years 1988 and 1989.
298	Only Data for years after 1989.
299 and 300:	Only Data for years after Year 2.

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7. Orlando LATA Plan (Con't.):

<u>Page</u>	<u>Confidential Material or Data</u>
	Pages 301 and 302: Only Data for years after 1989.
303	Only Material and Data on lines 2, 7, 8 and 11.
304	Only Material and Data on line 8 under "Service Capabilities Required."
306	All Data except Total Revenue for years 1988 and 1989.
309	Only Material under "Forecasting Information," and only Data for years after 1989.
310 and 311:	Only Data for years after Year 2.
312 and 313:	Only Data for years after 1989.
315	Only Material and Data on line 8 under "Priority Customers" and on line 10 under "Service Capabilities Required."
318	All Data except Total Revenue for years 1987 through 1989.
321	Only Data for years after 1989.
322	Only Data for years after Year 2.
323	Only Data for years after 1989.
327	All Data except Total Revenue for years 1988 and 1989.
330	Only Data for years after 1989.
331-333:	Only Data for years after Year 2.
334-336:	Only Data for years after 1989.
338	Only Material and Data on lines 5 and 6.
340	All Data except Total Revenue for years 1988 and 1989.
343	Only Material under "Forecasting Information," and only Data for years after 1989.
344 and 345:	Only Data for years after Year 2.

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7. Orlando LATA Plan (Con't.):

<u>Page</u>	<u>Confidential Material or Data</u>
346	Only Data for years after 1989.
347	Only Material and Data on lines 4, 7, 12 and 15 under "Market Opportunities."
348	Only Material and Data on line 7 under "Service Capabilities Required" and on lines 4 and 7 under "Competitive Analysis."
351	All Data except Total Revenue for years 1987-1989.
	Pages 357 and 358: Material.
359	Material.

8. Pensacola LATA Plan and Interoffice Plan:

<u>Page</u>	<u>Confidential Material or Data</u>
14	Data under "Switching Projects" and Data under column headings "COE" and "OSP" for "Interoffice Facility Projects."
15	Data for "Distribution Projects" under column headings "Capital", "Expense" and "Revenue" for 1990 through 1993, and Revenue Data under "Summary of Switching, Interoffice and Distribution".
17-19:	All Data except for 1988 and 1989.
24	Data.
36	All Data except under column headings "Trigger", "Auth" and "Appv."
37	Only Material under column heading "Project." Only Data for 1990 through 1993.
38	Only Data for 1990 through 1993.
39	Data and Material under column headings "COE", "OSP", "Authorization" and "Date."
42	Only Data for 1990 and 1991.
45	Only Data for 1990 through 1993.
46	Only Material at end of paragraph under "Service Dates." Only Data for 1990 through 1993.
47	Material. Only Data for 1990 through 1993.

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8. Pensacola LATA Plan and Interoffice Plan (Con't.):

<u>Page</u>	<u>Confidential Material or Data</u>
	Pages 50, 51, 53 and 54: Only Data for 1990 through 1993.
55	Material. Only Data for 1990 through 1993.
56	Material. Data.
	Pages 57-61: Only Data for 1990 through 1993.
62	Material. Only Data for 1990 through 1993.
	Pages 63-75: Only Data for 1990 through 1993.
76	Material and Data under "Penetration Projection." Data for 1990 through 1993.
77	Only Data for 1990 through 1993.
81	Data.
82	Material.
129	Only Material in 2 lines labelled "POT."
	Pages 130 and 131: Only Data for 1990 through 1993.
	Pages 133 and 134: Data.
137	Only Material in 2 lines labelled "POT."
	Pages 138 and 139: Only Data for 1990 through 1993.
144	Only Material in 2 lines labelled "POT."
	Pages 145 and 151: Only Data for 1990 through 1993.
156	Only Material in 2 lines labelled "POT."
	Pages 157 and 158: Only Data for 1990 through 1993.

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8. Pensacola LATA Plan and Interoffice Plan (Con't.):

<u>Page</u>	<u>Confidential Material or Data</u>
159	The 5th word in Material under "Alternative Studied" and the last word in Material under "Recommended Plan." Data.
161	The last word in Material under "Combined Economic Summary." Data.
165	Only Data for 1990 through 1993.
170	Only Material on the 2 lines labelled "POT."
171	Only Data for 1990 through 1993.
172	Only the last 3 words of Material under "Existing Situation."
176	Only Material on the 2 lines labelled "POT."
Pages 177-179: Only Data for 1990 through 1993.	
181	Material. Data.
182	Data.
186	Only Material on the 2 lines labelled "POT."
Pages 187-189: Only Data for 1990 through 1993.	
190	Only last 3 words of Material.
191	Material. Data.
192	Data.
195	Only Material on the 2 lines labelled "POT."
196	Only Data for 1990 through 1993.
198	The 5th word in Material under "Alternatives Studied," and the last word in Material under "Recommended Plan." Data under "Capital and Revenue for Recommended Plan."
200	The last word in Material under "Alternatives." Data for 1992 and 1993.
204	Only Data for 1990 through 1993.
209	Only Material on line labelled "POT."
210 and 211: Only Data for 1990 through 1993.	
212 and 213: Data.	

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8. Pensacola LATA Plan and Interoffice Plan (Con't.):

<u>Page</u>	<u>Confidential Material or Data</u>
218	The first 3 words of Material under "Recommended Plan." Data.
219	The first 2 words of Material under "Recommended Plan." Data.

Pages 220-225: Data. Material.

Document No. 9355-89

All Material. All Data except for 3rd Quarter 1989 through 2nd Quarter 1990.

Document No. 9356-89

Only Data for years after 1989.

Document No. 9357-89

<u>Page</u>	<u>Confidential Material or Data</u>
	Pages 25 & 35: Only Data for years after 1989.
48	Only Data for years after 1989. Only Material in last para. on page.
54	Only Data for years after 1989. Only Material in first para. under "Summary of Future Plans."
94	Only Material in fourth para. under "Program Description."
96	Only Material under "Architecture."
97	Only Material under "Program Deployment."
	Pages 125-129: Material. Data.
144	Only Material under "Operator Service Center Activity."

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Document No. 9479-89

1. Chapter III, "Market Definition and Forecasts":

<u>Page</u>	<u>Confidential Material or Data</u>
III-3	All Material.
III-7	Material except last number on 5th line of 1st para.
	In pages III-8 & III-9: All Material.
III-10	All Data. All Material.
III-11	All Data. All Material except number on 3rd line of page.
III-12	Material on 11th line of page.
III-15	All Material.

2. Appendix E, "BellSouth Integrated Digital Services Forecasts":

<u>Page</u>	<u>Confidential Material or Data</u>
E-3	All Material.
E-6	All Material except two numbers in Item 12.
	On pages E-9 through E-16: All Data. All Material.
E-18	All Material.
	On pages E-20 & E-23: All Material.
	On pages E-24 through E-26: All Data.

Document No. 10146-89

On each page: Material. Data.

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Document No. 9741-89

<u>Page</u>	<u>Confidential Material or Data</u>
1	Only Data for 1992.
7	Only Material in first para. on page and under "Concerns."
13	Only Data under column hearing "1-90 and 1-91."