

ANDREW D. SHORE
Senior Regulatory Counsel

BellSouth Telecommunications, Inc.
150 South Monroe Street
Room 400
Tallahassee, Florida 32301
(404) 335-0765

May 18, 2005

Mrs. Blanca S. Bayó
Division of the Commission Clerk and
Administrative Services
Florida Public Service Commission
2540 Shumard Oak Boulevard
Tallahassee, FL 32399-0850

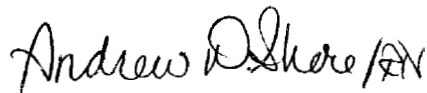
**Re: 041114-TP – Complaint of XO Florida, Inc. Against
BellSouth Telecommunications, Inc. for Refusal to Convert
Circuits to UNEs and for Expedited Processing**

Dear Ms. Bayó:

Enclosed are an original and fifteen copies of BellSouth Telecommunications, Inc.'s Replacement Request for Confidential Classification, which we ask that you file in the captioned docket.

A copy of this letter is enclosed. Please mark it to indicate that the original was filed and return the copy to me. Copies have been served to the parties shown on the attached Certificate of Service.

Sincerely,


Andrew D. Shore

Enclosures

cc: All Parties of Record
Marshall M. Criser III
R. Douglas Lackey
Nancy B. White

DOCUMENT NUMBER-DATE
04849 MAY 18 05
FPSC-COMMISSION CLERK


**CERTIFICATE OF SERVICE
DOCKET NO. 041114-TP**

I HEREBY CERTIFY that a true and correct copy of the foregoing was served via Federal Express (*), Electronic Mail and First Class U.S. Mail this 18th day of May, 2005 to the following:

Jason Rojas (*)
Staff Counsel
Florida Public Service
Commission
Division of Legal Services
2540 Shumard Oak Boulevard
Tallahassee, FL 32399-0850
Tel. No. (850) 413-6179
jrojas@psc.state.fl.us

Vicki Gordon Kaufman (+) (*)
Moyle Flanigan Katz Raymond
& Sheehan, PA
118 North Gadsden Street
Tallahassee, FL 32301
Tel. No. (850) 681-3828
Fax. No. (850) 681-8788
vkaufman@moylelaw.com
Represents XO

Dana Shaffer (+)
XO Florida, Inc.
VP, Regulatory Counsel
105 Molloy Street, Ste. 300
Nashville, TN 37201
Tel. No. (615) 777-7700
Fax. No. (615) 850-0343
dana.shaffer@xo.com



Andrew D. Shore

(+) SIGNED PROTECTIVE AGREEMENT

**BEFORE THE
FLORIDA PUBLIC SERVICE COMMISSION**

In Re: Complaint of XO Florida, Inc.)	
Against BellSouth Telecommunications,)	Docket No. 041114-TP
Inc. for Refusal to Convert Circuits to)	
UNEs and for Expedited Processing)	Filed: May 18, 2005
_____)	

**BELLSOUTH TELECOMMUNICATIONS, INC.'S
REPLACEMENT FOR REQUEST FOR SPECIFIED CONFIDENTIAL
CLASSIFICATION**

BellSouth Telecommunications, Inc. ("BellSouth"), pursuant to Rule 25-22.006, Florida Administrative Code, and Section 364.183, Florida Statutes, files this Request for Specified Confidential Classification.

1. On March 31, 2005, BellSouth Telecommunications, Inc. filed the late-filed Deposition Exhibit of Shelley W. Padgett and Michael Willis. This exhibit contained information that is proprietary to both BellSouth and to XO.

2. In order for Staff to take immediate possession of BellSouth's Exhibit, on March 31, 2005, BellSouth also filed a Notice of Intent for proprietary business information contained in the Exhibit. A more specific description of this information is provided in Attachment A. This item should be classified as proprietary, confidential business information pursuant to Section 364.183(3)(e), Florida Statutes and is exempt from the Open Records Act.

3. On April 20, 2005, BellSouth filed its Request for Confidential Classification to describe exactly what portions were proprietary. BellSouth hereby files a Replacement Request for Confidential Classification to further, and more exactly, describe what is proprietary.

4. Attachment B to BellSouth's Request for Confidential Classification is redacted copies of the documents containing the confidential information.

5. Attachment C to BellSouth's Request for Confidential Classification is proprietary highlighted copy of the confidential information.

6. The information discussed in this Request for Specified Confidential Classification is valuable, BellSouth treats this private financial information as confidential in all requests, and this information has not been generally disclosed.

7. The original of this Request was filed today with the Division of the Commission Clerk and Administrative Services and a copy was served on the Parties.

WHEREFORE, based on the foregoing, BellSouth respectfully requests that, pursuant to Section 364.183, Florida Statutes, the Commission enter an order declaring the information described above to be confidential, proprietary business information that is not subject to public disclosure.

Respectfully submitted this 18th day of May 2005.

BELLSOUTH TELECOMMUNICATIONS, INC.

Nancy B. White /RN

Nancy B. White
c/o Nancy Sims
150 South Monroe Street, Suite 400
Tallahassee, Florida 32301
(305) 347-5558

R. Douglas Lackey /RN

R. Douglas Lackey
Andrew Shore
BellSouth Center – Suite 4300
675 West Peachtree Street, N.E.
Atlanta, Georgia 30375
(404) 335-0765

#585719

ATTACHMENT A

BellSouth Telecommunications, Inc.
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REPLACEMENT FOR REQUEST FOR CONFIDENTIAL CLASSIFICATION OF
BELLSOUTH'S CONFIDENTIAL LATE-FILED DEPOSITION EXHIBIT OF
SHELLEY W. PADGETT AND MICHAEL E. WILLIS, AS FILED MARCH 31, 2005,
IN FLORIDA DOCKET NO. 041114-TP

Explanation of Proprietary Information

1. This information contains competitive, business information as well as customer proprietary information. This information is valuable, it is used by BellSouth and XO in conducting their business and both companies strives to keep it secret. Therefore, such information is a trade secret which should be classified as proprietary, confidential business information pursuant to Section 364.183(3)(e), Florida Statutes and is exempt from the Open Records Act.

<u>Location</u>	<u>Reason</u>
<u>Late-Filed Deposition Exhibit</u>	
Page 2, Columns PON, Order Number, ECCKT, RPON Order Number, ECCKT Line 1	1 1
Page 4, Columns PON, EXACT comments, RPON, Column A	1 1 1
Page 5, Lines 1-10	1
Page 7, Lines 1-4	1
Page 8, Lines 1,2	1
Page 14-17, ENTIRE PAGE	1
Page 18, Columns PON, Order Number, ECCKT, RPON Order Number, ECCKT Line 1	 1
Pages 25-30, ENTIRE PAGE	1

ATTACHMENT B

**BellSouth Telecommunications, Inc.
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2 COPIES OF PUBLIC DISCLOSURE DOCUMENT

ATTACHMENT C

**BellSouth Telecommunications, Inc.
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PROPRIETARY COPY