

**AFFIDAVIT OF JERRY WATTS**

Jerry Watts, after having been first duly sworn, deposes and states as follows:

1.

I am Jerry Watts and I am Vice President of Government and Industry Affairs for ITC^DeltaCom Communications, Inc. ("ITC^DeltaCom"). My business address is 7037 Old Madison Pike, Huntsville, Alabama, 35806. I am over 18 years of age. This affidavit is based on my personal knowledge.

2.

In my capacity as Vice President of Government and Industry Affairs, I am responsible for ITC^DeltaCom's relationship with state and federal government entities, including state public utility commissions, state legislatures, the FCC, and Congress. I am also responsible for facilitating the working relationship of ITC^DeltaCom with other telecommunications companies, including incumbent local exchange companies, competitive local exchange companies and interexchange carriers.

3.

I currently serve as President of The Competitive Carriers of the South ("CompSouth"), a non-profit association of twenty competitive telecommunications companies operating in the southeast.

4.

On or about September 30, 2005, CompSouth filed on behalf of its member companies its Response to BellSouth's First Request for Production of Documents in Docket No. 041269-TP. CompSouth's response to Request No. 1 was filed in redacted form (hereinafter, the "Redacted

Response”) because it contains proprietary information regarding the configuration and location of ITC^DeltaCom’s fiber-optic network and switching system.

5.

The information contained in the Redacted Response was created by, and is the exclusive property of, ITC^DeltaCom.

6.

ITC^DeltaCom has never disseminated the information disclosed in the Redacted Response to the public or to any ITC^DeltaCom competitor, other than in connection with a legal or regulatory proceeding in which disclosure was required, or under the protection of a legally binding confidentiality agreement.

7.

ITC^DeltaCom has established and enforced internal procedures by which its network configurations are kept confidential. These procedures include but are not limited to dissemination to only those key personnel that have a need to know.

8.

The information contained in the Redacted Response was developed by network personnel for ITC^DeltaCom for its exclusive use, and would be of potential value to a competitor if disclosed; for example, a competitor could tailor its own decisions as to the configuration of its network if the competitor had knowledge of the configuration of ITC^DeltaCom’s network elements.

9.

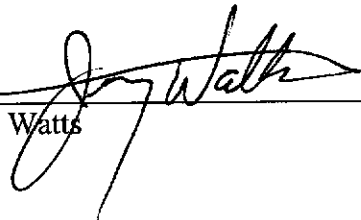
The manner in which a Competitive Local Exchange Carrier configures its network elements affects the manner in which service is delivered to commercial end users, and therefore, is a significant factor differentiating the offerings of one CLEC from another.

10.

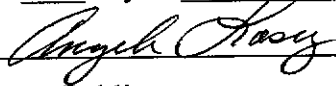
ITC^DeltaCom would suffer substantial competitive injury if the proprietary confidential business information contained in the Redacted Response was to be disseminated publicly.

11.

This concludes my affidavit.

  
\_\_\_\_\_  
Jerry Watts

Sworn to and subscribed before me  
this 10<sup>th</sup> day of October, 2005.

  
\_\_\_\_\_  
Notary Public

My Commission expires: 1-12-08

