

ALLTEL CORPORATION

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ORIGINAL



DEPARTMENT OF
REGISTRATION

2000 JUN -5 AM 9 34

June 2, 2000

Records & Reporting
Florida Public Service Commission
2540 Shumard Oak Blvd
Tallahassee, Florida 32399-0850

Delivered Via Federal Express and Fax

Re: FairPoint Communications Corp. and ALLTEL Florida Inc. -- Request for
Mediation under §252 of the Telecommunications Act of 1996

Dear Madam or Sir:

This letter is in response to the May 12, 2000 letter of Mr. Chad Pifer, Regulatory & Interconnection Manager, FairPoint Communications Corp. ("FairPoint") to you requesting that the Florida Public Service Commission ("Commission") mediate interconnection negotiations between FairPoint and ALLTEL Florida, Inc. ("ALLTEL").

It is ALLTEL's position that FairPoint's request is premature and inappropriate for a number of reasons.

First, all communications directed to ALLTEL to date by FairPoint in this matter have come through FairPoint's current Regulatory & Interconnection Manager, Mr. Chad Pifer. Mr. Pifer is a former employee of ALLTEL, where he recently worked in nearly an identical capacity to his current FairPoint position. For four years prior to mid-February, 2000, Mr. Pifer negotiated interconnection agreements between ALLTEL and other telecommunications carriers. In fact, at the time FairPoint recruited Mr. Pifer for his current position, Mr. Pifer was actively engaged on behalf of ALLTEL in negotiating an interconnection agreement between an ALLTEL ILEC affiliate and a FairPoint CLEC affiliate in another jurisdiction. Mr. Pifer terminated his employment with ALLTEL prior to the conclusion of those negotiations, which are still pending in a formal contested arbitration proceeding.

Mr. Pifer is a lawyer and although he was not assigned an attorney title while employed by ALLTEL, he did utilize and was looked to for his legal training and contract skills. Moreover, he was privy to a significant amount of confidential, proprietary, trade secret, sensitive, and attorney-client information while employed by ALLTEL, much of it highly material to past, current and future negotiations with FairPoint. This knowledge includes ALLTEL's internally developed, confidentially held policies, positions and professional studies regarding interconnection costs and pricing, bargaining strategies, and legal/regulatory litigation strategies.

It has been ALLTEL's position that for Mr. Pifer to share or utilize this ALLTEL confidential/proprietary information on behalf of FairPoint, either directly by outright disclosure or indirectly by relying on it himself in engaging in interconnection negotiations with ALLTEL, would constitute the breach of fiduciary obligations, the violation of attorney-client privilege, the misappropriation of trade secrets, the

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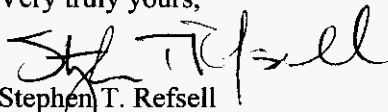
breach of the duty to engage in good faith bargaining, and other violations of law, ethics and respectable business practices.

ALLTEL, therefore, has reasonably requested that FairPoint utilize employees or representatives other than Mr. Pifer with respect to FairPoint's interconnection negotiations with ALLTEL. During Mr. Pifer's exit interview at ALLTEL he represented that he would not be negotiating interconnection agreements with ALLTEL. Mr. Pifer and FairPoint should live up to that representation.

Second, FairPoint's request for mediation is factually incorrect in asserting that ALLTEL did not acknowledge receipt of FairPoint's request for interconnection negotiations prior to April 26, 2000. Mr. Busbee had previously acknowledge receipt of Mr. Pifer's request via voice mail during which Mr. Busbee pointed out the inappropriateness of Mr. Pifer's involvement. Moreover, I personally acknowledged receipt of FairPoint's request to Mr. Pifer's FairPoint supervisor, Mr. John La Penta, in a face-to-face meeting in Albany, New York on April 20, 2000, at which time I also raised ALLTEL's concern over Mr. Pifer's involvement.

Finally, it is ALLTEL's belief that mediation will just add unnecessary cost and process to this matter. ALLTEL is and has always been willing to engage in timely, good faith negotiations with FairPoint regarding interconnection. ALLTEL has merely objected to Mr. Pifer's obviously inappropriate involvement in the process.

Very truly yours,


Stephen T. Refsell

cc: Alfred Busbee
John La Penta