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January 9, 2002

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

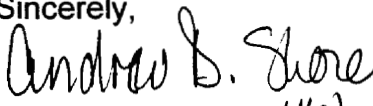
Re: Docket No. 990649A-TP (UNE Docket)

Dear Mrs. Bayó:

Enclosed is an original and fifteen copies of BellSouth Telecommunications, Inc.'s Motion to Compel, 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 (KA)

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

DOCUMENT NUMBER-DATE

00364 JAN 10 2002

FPSC-COMMISSION CLERK

CERTIFICATE OF SERVICE
Docket No. 990649A-TP

I HEREBY CERTIFY that a true and correct copy of the foregoing was served via
Federal Express this 9th day of January, 2002 to the following:

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Andrew D. Shore (KA)

(+) Signed Protective Agreement

BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In re: Investigation into pricing of unbundled
network element

) Docket No.: 990649A-TP
)
)

Filed: January 9, 2002

BELLSOUTH'S MOTION TO COMPEL

BellSouth Telecommunications, Inc. ("BellSouth"), through its undersigned counsel, hereby respectfully moves pursuant to Rules 28-106.204 and -106.206 of the Florida Administrative Code for an Order compelling AT&T Communications of the Southern States ("AT&T") and MCI WorldCom, Inc. ("MCI") to immediately produce all information responsive to BellSouth Data Request Nos. 3, 4, 12, and 13. AT&T and MCI's claim that Request Nos. 3, 4, 12, and 13 seek information outside the scope of permissible discovery is wholly without merit. The applicable discovery rules state expressly that the information BellSouth requested is discoverable. In further support of this motion, BellSouth shows the Commission that:

1. BellSouth served its First Set of Data Requests to AT&T and MCI in accordance with Commission Order No. PSC-01-1904-PCO-TP on December 20, 2001. (Copy attached as Ex. "A").

2. On December 31, 2001, AT&T and MCI collectively filed their objections to BellSouth's data requests. (Copy attached as Ex. "B"). In addition to asserting a dozen "general objections" to all requests, AT&T and MCI specifically objected to six of BellSouth's 15 requests - Data Request Nos. 3, 4, 5, 6, 12, and 13. They subsequently produced information responsive to Request Nos. 5 and 6.

3. Request Nos. 3 and 4 ask AT&T and MCI to produce documents regarding the engagement of their expert witnesses, Brian Pitkin and John Donovan, respectively. Request Nos. 12 and 13 ask for documents reflecting the time Messrs. Pitkin and Donovan spent performing work in this proceeding.

4. AT&T and MCI claim that Request Nos. 3, 4, 12 and 13 seek information not relevant to this proceeding and not reasonably calculated to lead to the discovery of admissible. AT&T and MCI are wrong.

5. The governing procedural rules *expressly* state that the information sought in Data Request Nos. 3, 4, 12, and 13 is discoverable. Rule 28-106.206 of the Florida Administrative Code states that in proceedings before the Commission, "parties may obtain discovery through the means and in the manner provided in Rules 1.280 through 1.400, Florida Rules of Civil Procedure." Rule 1.280 of the Florida Rules of Civil Procedure reads in pertinent part:

(b) Scope of Discovery.

A party may obtain the following discovery regarding any person . . . expected to be called as an expert witness at trial:

1. The scope of employment in the pending case and the compensation for such service.

4. An approximation of the portion of the expert's involvement as an expert witness, which may be based on the number of hours, percentage of hours, or percentage of earned income derived from serving as an expert witness;

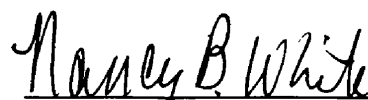
Fla.R.Civ.P. Rule 1.280(b)(4)(A)(iii)

6. There is no dispute that Messrs. Pitkin and Donovan's testimony is based on their purported expertise. The information sought in Request Nos. 3, 4, 12, and 13 is precisely the type of information that the above-quoted rule says is discoverable. Information regarding the work performed by an expert witness and the compensation paid for such work is within the scope of permissible discovery because it may be used to demonstrate the witnesses' bias and the reliability of his opinions, among other things. AT&T and MCI's relevancy objections are patently bogus, and they should be ordered to produce responsive information immediately.

7. The hearing in this matter begins on January 30, 2002. The Commission should order AT&T and MCI to produce the information that is the subject of this motion immediately so that BellSouth has a fair opportunity to use it in preparing for the hearing.

8. Pursuant to Rule 28-106.204(3), counsel for BellSouth conferred with counsel for AT&T and MCI regarding this motion, and counsel for AT&T and MCI advised that his clients oppose the motion.

Respectfully submitted this 9th day of January, 2002.



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BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In re: Investigation into
Pricing of Unbundled Network
Elements

) Docket No. 990649A-TP
)
)

) Filed December 20, 2001

**BELLSOUTH'S FIRST DATA REQUESTS TO
AT & T COMMUNICATIONS OF THE SOUTHERN STATES, INC. and
MCI WORLDCOM, INC.**

BellSouth Telecommunications, Inc. submits the following data requests to
AT & T Communications of the Southern States, Inc. ("AT & T") and MCI
WorldCom, Inc. ("MCI") in the above-captioned docket:

DEFINITIONS AND INSTRUCTIONS

Except as specifically defined below, the terms used in these data
requests shall be construed and defined in accordance with the Rules of Practice
and Procedures of the Florida Public Service Commission and the Florida Code
of Civil Procedure, wherever applicable.

The following definitions and instructions are applicable to each data
request and document request unless otherwise explicitly stated. Any terms not
otherwise defined shall be given their plain and ordinary meaning.

DEFINITIONS

"You," "your," "yours," shall refer to AT&T and MCI and their employees,
attorneys, assigns, agents, and representatives, as well as all other persons
acting, authorized to act, or purporting to act on behalf of AT&T or MCI.

"Commission" of "Staff" shall refer to the Florida Public Service
Commission and its employees, attorneys, assigns, agents and representatives,

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as well as all other persons acting, authorized to act, or purporting to act on the Commission's behalf.

"Document" or "documents" refers to all types of recorded information, all written or graphic matter, drafts, originals, and nonconforming copies that contain deletions, insertions, handwritten notes, or comments, however produced or reproduced, and any other tangible permanent records, including, by way of illustration, but not limited to, all letter, correspondence, commission agreements, memoranda, notes, telegrams, summaries, transcripts, telephone logs and records, teletypes, bank checks, bank deposits and withdrawal slips, bank credit and debit memoranda, bank drafts, bank statements, telexes, private wire messages, communications, desk calendars, diaries, appointment books, agenda, meetings, conversations, schedules, reports, studies, appraisals, analyses, lists, surveys, budgets, financial statements, financial projections, financial calculations, contracts, worksheets, promissory notes, other legal instruments evidencing indebtedness, earnest money contracts, agreements or proposed agreements, confidentiality agreements, notice of wire transfers for funds or other notices, canceled checks, periodicals, charts, graphs, interviews, speeches, transcripts, depositions, press releases, brochures, books of account, affidavits, communications with government bodies, invoices, notes and minutes of meetings of board of directors, audit committees, financial committees and executive committees, interoffice communications, results of investigations, working papers, newspaper or magazine articles, records of payments, releases, receipts, computer program maps, listings, tax returns, vouchers, powers of

attorney, papers similar to any of the foregoing and other writings of every kind and descriptions (whether or not actually used), and any other records or voice recordings, films, tapes, and other data compilations from which information can be obtained.

Documents or communications "regarding" "pertaining to" "relating to" or "concerning" a given subject means all documents or communications that constitute, contain, embody, comprise, reflect, identify, state, refer to, deal with, comment on, respond to, describe, analyze, or are in any way pertinent to the subject matter of the request, including, without limitation, documents concerning the presentation of other documents.

"Any" refers to any and all documents, persons, or entities inclusively, not the option of responding as to some but not others.

"Person(s)" means all natural persons, corporations, partnerships, unions, associations, sole proprietorships, firms, federations, and any other kind of entity.

"Possession" means and includes documents actually within your possession, custody and control, including any employee, consultant, aide or other representative (including, without limitation, attorneys and accountants) and any other person acting or purporting to act on behalf or in concert with you, and including any temporary placing of possession, custody or control with any third party by any of the foregoing persons. All documents in your possession, which are responsive to these requests, shall be produced.

INSTRUCTIONS

1. Each data request is to be read, construed and responded to separately and independently without reference to or being limited by any other request in writing within ten (10) business days of receipt thereof.

2. In answering these data requests, you are to furnish all information available to you regardless of whether this information is possessed or in the custody and control by you or your agents, experts, accountants, representatives, investigators, or by your attorneys, their agents, employees, representatives, investigators, or any other persons known by any of the foregoing to possess or have access to the requested information. If you cannot answer these data requests in full after exercising due diligence to secure the information, you are required to so state and answer to the extent possible, specifying your inability to answer the remainder of the interrogatories, stating what information or knowledge you have concerning the unanswered portions of the data requests, and stating why you are unable to answer the unanswered portions.

3. If any document covered by these data requests is withheld from production, please furnish a list of any and all such documents withheld, which list shall contain a complete identification of each such document (as defined above) and a statement of the ground(s) upon which it is being withheld, stated in sufficient detail to permit a ruling to be had thereon.

4. If the refusal to produce any document is based upon a claim that the document is subject to privilege, state the nature of the claim of privilege,

identify the person upon whose behalf such privilege is claimed, and identify each person who has reviewed the document.

5. If it is claimed that any of the documents sought by these data requests constitute hearing preparation materials, and or attorney work product, then for each such document, please state:

- a) who prepared the documents;
- b) who requested the document be prepared;
- c) when and where the document was prepared; and, the identity of each person who has revised the document.

6. In the event that any document requested has been lost or destroyed, please identify such document by author(s), addressee(s), date, subject matter, number of pages, and attachments or appendices; identify all persons to whom such document was distributed, shown or explained; , identify all persons who had custody of each such document, state the date of loss or destruction, and identify the person responsible for the loss or destruction.

7. The terms "and" and "or" are to be construed either disjunctively or conjunctively, whichever is appropriate, so as to bring within the scope of these requests any information or documents that might otherwise be considered beyond its scope.

8. The singular form of a word is to be interpreted as plural and the plural form of a word shall be interpreted as singular, whichever is appropriate, so as to bring within the scope of these requests any information or documents that might otherwise be considered to be beyond its scope.

9. Please provide all assumptions upon which the answers to the data requests were based as well as all supporting work papers, data, computations and calculations utilized or relied upon in preparing the answer(s).

10. If a claim of privilege is asserted with respect to any requests, in whole or in part, or you refuse to answer any request on any other ground, specify the exact basis for your claim that such request need not be answered with sufficient specificity to permit the Commission to determine the validity of your objection or position. In the event you file a proper and timely objection to a portion of a request, please respond to all portions of the requests that do not fall within the ambit of your objection. For example, if you object to a request on the ground that it is too broad insofar as it covers time periods that you contend are not relevant to this administrative proceeding, you should answer as to all time periods, which you contend are relevant.

11. For each response identify the person who prepared the answer to the data requests as well as his or her position with BellSouth or any affiliate thereof and the name of the witness who will sponsor testimony regarding the answer together with his or her position with BellSouth.

12. These requests are continuing so as to require supplemental responses.

DATA REQUESTS

DATA REQUEST NO. 1:

Produce copies of all documents reviewed by Brian Pitkin in the preparation of his Prefiled Rebuttal Testimony dated December 10, 2001.

DATA REQUEST NO. 2:

Produce copies of all documents reviewed by John C. Donovan in the preparation of his Prefiled Rebuttal Testimony dated December 10, 2001.

DATA REQUEST NO. 3:

Produce copies of all documents pertaining to the engagement of Mr. Pitkin to perform work on behalf of AT&T and/or MCI in this docket, including but not limited to contracts, engagement letters, status memos and invoices for work performed.

DATA REQUEST NO. 4:

Produce copies of all documents pertaining to the engagement of Mr. Donovan to perform work on behalf of AT&T and/or MCI in this docket, including but not limited to contracts, engagement letters, status memos and invoices for work performed.

DATA REQUEST NO. 5:

Produce copies of all documents that AT&T or MCI provided to Mr. Pitkin pertaining to the issues in this proceeding.

DATA REQUEST NO. 6:

Produce copies of all documents that AT&T or MCI provided to Mr. Donovan pertaining to the issues in this proceeding.

DATA REQUEST NO. 7:

Produce copies of all documents Mr. Pitkin relied on in preparation of his testimony filed on December 10, 2001.

DATA REQUEST NO. 8:

Produce copies of all documents Mr. Donovan relied on in preparation of his testimony filed on December 10, 2001.

DATA REQUEST NO. 9:

Produce copies of all documents reviewed and relied upon by Mr. Pitkin in determining the alleged errors in BellSouth's stub cable investment.

DATA REQUEST NO. 10:

Produce copies of all documents reviewed and relied upon by Mr. Pitkin in determining his modifications to the structure sharing calculations.

DATA REQUEST NO. 11:

Produce copies of all documents reviewed and relied upon by Mr. Pitkin in support of his testimony that BellSouth failed to use a "bottoms up" approach to develop appropriate DLC investment.

DATA REQUEST NO. 12:

Produce copies of all documents memorializing or noting the time Brian Pitkin of any other employee or contractor of FTI Consulting, Inc. spent performing work in this proceeding, including but not limited to logs, time sheets, and notes.

DATA REQUEST NO. 13:

Produce copies of all documents memorializing or noting the time John C. Donovan spent performing work in this proceeding, including but not limited to logs, time sheets, and notes.

DATA REQUEST NO. 14:

Produce a CD containing the changes Mr. Pitkin made to BellSouth's "bottom's up" BSTLM study filed in this docket to arrive at the "Revised BSTLM Results" set forth on BFP Attachment 10 to Mr. Pitkin's testimony dated December 10, 2001, including, but not limited to his "scenario" and all contents within that scenario, including, but not limited to reports and .ldb files.

DATA REQUEST NO. 15:

State whether Mr. Pitkin made any modifications to the Investment Logic in BellSouth's cost studies to account for the alleged errors in his testimony. If the answer is yes, produce all documents, including all electronic files, regarding such modifications.

Respectfully submitted this 20th day of December, 2001

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BEFORE THE FLORIDA PUBLIC SERVICE COMMISSION

In re: Investigation into pricing of)
unbundled network elements)
_____)

Docket No. 990649A-TP
Filed: December 31, 2001

**AT&T AND MCI'S OBJECTIONS TO
BELL SOUTH TELECOMMUNICATIONS, INC.'S FIRST DATA REQUEST**

AT&T Communications of the Southern States, Inc. (hereinafter "AT&T") and MCI WorldCom, Inc. (hereinafter "MCI"), pursuant to Rules 25-22.034 and 25-22.035, Florida Administrative Code and Rules 1.350 and 1.280(b), Florida Rules of Civil Procedure, hereby submits the following Objections to BellSouth Telecommunications, Inc.'s (hereinafter "BellSouth") First Data Request to AT&T Communications of the Southern States, Inc. and MCI WorldCom, Inc.

The Objections stated herein are preliminary in nature and are made at this time for the purpose of complying with the ten-day requirement set forth in Order No. PSC-00-0540-PCO-TP issued by the Florida Public Service Commission (hereinafter the "Commission") in the above-referenced docket. Should additional grounds for objection be discovered as AT&T and WorldCom prepare its Responses to the above-referenced set of requests, AT&T/MCI reserve the right to supplement, revise, or modify its objections at the time that it serves its Responses on BellSouth. Moreover, should AT&T/MCI determine that a Protective Order is necessary with respect to any of the material requested by BellSouth, AT&T/MCI reserve the right to file a motion with the Commission seeking such an order at the time that it serves its Responses on BellSouth.



General Objections

AT&T/MCI make the following General Objections to BellSouth's First Data Requests which will be incorporated by reference into AT&T and WorldCom's specific responses when its Responses are served on BellSouth.

1. AT&T/MCI object to BellSouth's First Data Requests to the extent that it is overly broad, unduly burdensome, oppressive, not permitted by applicable discovery rules, and would require AT&T and WorldCom to disclose information which is privileged.

2. AT&T/MCI have interpreted BellSouth's requests to apply to AT&T/MCI's regulated intrastate operations in Florida and will limit its Responses accordingly. To the extent that any request is intended to apply to matters other than Florida intrastate operations subject to the jurisdiction of the Commission, AT&T/MCI object to such request as irrelevant, overly broad, unduly burdensome, and oppressive.

3. AT&T/MCI object to each and every request and instruction to the extent that such request or instruction calls for information which is exempt from discovery by virtue of the attorney-client privilege, work product privilege or other applicable privilege.

4. AT&T/MCI object to each and every request insofar as the request is vague, ambiguous, overly broad, imprecise, or utilizes terms that are subject to multiple interpretations but are not properly defined or explained for purposes of these requests. Any Responses provided by AT&T/MCI in response to BellSouth's requests will be provided subject to, and without waiver of, the foregoing objection.

5. AT&T/MCI object to each and every request insofar as the request is not reasonably calculated to lead to the discovery of admissible evidence and is not relevant to the subject matter of this action. AT&T/MCI will attempt to note each instance where this objection applies.

6. AT&T/MCI object to BellSouth's general instructions, definitions or specific discovery requests insofar as they seek to impose obligations on AT&T and WorldCom which exceed the requirements of the Florida Rules of Civil Procedure or Florida law.

7. AT&T/MCI object to providing information to the extent that such information is already in the public record before the Florida Public Service Commission.

8. AT&T/MCI object to each and every request, general instruction, or definition insofar as it is unduly burdensome, expensive, oppressive, or excessively time consuming as written.

9. AT&T/MCI object to each and every request to the extent that the information requested constitutes "trade secrets" which are privileged pursuant to Section 90.506, Florida Statutes. To the extent that BellSouth's requests seek proprietary confidential business information which is not the subject of the "trade secrets" privilege, AT&T/MCI will make such information available to counsel for BellSouth pursuant to an appropriate Protective Agreement, subject to any other general or specific objections contained herein.

10. AT&T/MCI are large corporations with employees located in many different locations in Florida and in other states. In the course of its business, AT&T/MCI create countless documents that are not subject to Florida Public Service Commission or FCC retention of records requirements. These documents are kept in numerous locations and are frequently moved from site to site as employees change jobs or as the business is reorganized. Rather, these responses will

provide all of the information obtained by AT&T/MCI after a reasonable and diligent search conducted in connection with this discovery request. AT&T/MCI will comply with BellSouth's request that a search be conducted of those files that are reasonably expected to contain the requested information. To the extent that the discovery request purports to require more, AT&T/MCI object on the grounds that compliance would impose an undue burden or expense.

11. AT&T/MCI object to the definitions of "AT&T" and "MCI" to the extent that such definitions seek to impose an obligation on AT&T Communications of the Southern States, Inc. and MCI WorldCom, Inc. to respond on behalf of subsidiaries, affiliates, or other persons that are not parties to this case on the grounds that such definition is overly broad, unduly burdensome, oppressive, and not permitted by applicable discovery rules. Without waiver of its general objection, and subject to other general and specific objections, Answers will be provided on behalf of AT&T Communications of the Southern States, Inc. and MCI WorldCom, Inc. which is the entity certificated to provide regulated telecommunications services in Florida and which is a party to this docket. All references to "AT&T" and "MCI" in responding to BellSouth's requests should be taken to mean AT&T Communications of the Southern States, Inc. and MCI WorldCom, Inc.

12. AT&T/MCI object to the definitions of "you" and "your" to the extent that such definitions seek to impose an obligation on AT&T Communications of the Southern States, Inc. and MCI WorldCom, Inc. to respond on behalf of subsidiaries, affiliates, or other persons that are not parties to this case on the grounds that such definition is overly broad, unduly burdensome, oppressive, and not permitted by applicable discovery rules. Without waiver of its general objection, and subject to other general and specific objections, Answers will be provided on behalf of AT&T

Communications of the Southern States, Inc. and MCI WorldCom, Inc. which is the entity certificated to provide regulated telecommunications services in Florida and which is a party to this docket. All references to "AT&T" and "MCI" in responding to BellSouth's requests should be taken to mean AT&T Communications of the Southern States, Inc. and MCI WorldCom, Inc.

Objections to Specific Requests

Subject to, and without waiver of, the foregoing general objections, AT&T/MCI enter the following specific objections with respect to BellSouth's requests:

DATA REQUEST NO.3: Produce copies of all documents pertaining to the engagement of Mr. Pitkin to perform work on behalf of AT&T and/or MCI in this docket, including but not limited to contracts, engagement letters, status memos and invoices for work performed.

OBJECTION: AT&T/MCI object to this request on the grounds that it is not relevant to the subject matter of this proceeding and is not reasonably calculated to lead to the discovery of admissible evidence.

DATA REQUEST NO.4: Produce copies of all documents pertaining to the engagement of Mr. Donovan to perform work on behalf of AT&T and/or MCI in this docket, including but not limited to contracts, engagement letters, status memos and invoices for work performed.

OBJECTION: AT&T/MCI object to this request on the grounds that it is not relevant to the subject matter of this proceeding and is not reasonably calculated to lead to the discovery of admissible evidence.

DATA REQUEST NO.5: Produce copies of all documents that AT&T or MCI provided to Mr. Pitkin pertaining to the issues in this proceeding.

OBJECTION: AT&T/MCI object to this request on the grounds that it asks for documents that are protected by the work product doctrine, and that it is oppressive, unduly burdensome, and overly time consuming. Without waiving this objection, AT&T/MCI will attempt to provide responsive documents.

DATA REQUEST NO. 6: Produce copies of all documents that AT&T or MCI provided to Mr. Donovan pertaining to the issues in this proceeding.

OBJECTION: AT&T/MCI object to this request on the grounds that it asks for documents that are protected by the work product doctrine, and that it is oppressive, unduly burdensome, and overly time consuming. Without waiving this objection, AT&T/MCI will attempt to provide responsive documents.

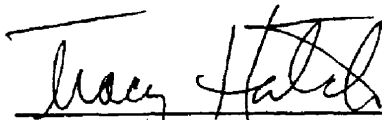
DATA REQUEST NO. 12: Produce copies of all documents memorializing or noting the time Brian Pitkin of [sic] any other employee or contractor of FTI Consulting, Inc. spent performing work in this proceeding, including but not limited to logs, time sheets, and notes.

OBJECTION: AT&T/MCI object to this request on the grounds that it is not relevant to the subject matter of this proceeding and is not reasonably calculated to lead to the discovery of admissible evidence.

DATA REQUEST NO. 13: Produce copies of all documents memorializing or noting the time John C. Donovan spent performing work in this proceeding, including but not limited to logs, sheets, and notes.

OBJECTION: AT&T/MCI object to this request on the grounds that it is not relevant to the subject matter of this proceeding and is not reasonably calculated to lead to the discovery of admissible evidence.

SUBMITTED this 31st day of December 2001.

A handwritten signature in black ink, appearing to read "Tracy Hatch", written over a horizontal line.

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