



BellSouth Telecommunications, Inc

333 Commerce Street
Suite 2101
Nashville, TN 37201-3300

guy.hicks@bellsouth.com

March 1, 2004

Guy M. Hicks
General Counsel

615 214 6301
Fax 615 214 7406

3 TN REGULATORY AUTHORITY
DOCKET ROOM

VIA HAND DELIVERY

PROPRIETARY INFORMATION ENCLOSED

Hon. Deborah Taylor Tate, Chairman
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37238

Re: *Implementation of the Federal Communications Commission's
Triennial Review Order (Nine-month Proceeding) (Loop & Transport)*
Docket No. 03-00527

Dear Chairman Tate:

Enclosed is the proprietary direct testimony on behalf of BellSouth from the following witnesses:

Dr. Andy Banerjee
Shelley Padgett

This testimony is being submitted subject to the terms of the Protective Order entered in this docket. Copies of the enclosed are being provided to counsel of record.

Very truly yours,

Guy M. Hicks

GMH:ch

CERTIFICATE OF SERVICE

I hereby certify that on March 1, 2004, a copy of the foregoing document was served on the parties of record, via the method indicated:

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Henry Walker, Esquire
Boult, Cummings, et al.
414 Union Street, #1600
Nashville, TN 37219-8062
hwalker@boultcummings.com

- ☒ Hand
- ☐ Mail
- ☐ Facsimile
- ☐ Overnight
- ☐ Electronic

Charles B. Welch, Esquire
Farris, Mathews, et al.
618 Church St., #300
Nashville, TN 37219
cwelch@farrismathews.com

- ☐ Hand
- ☐ Mail
- ☐ Facsimile
- ☒ Overnight
- ☐ Electronic

Martha M. Ross-Bain, Esquire
AT&T
1200 Peachtree Street, Suite 8100
Atlanta, Georgia 30309
rossbain@att.com

- ☒ Hand
- ☐ Mail
- ☐ Facsimile
- ☐ Overnight
- ☐ Electronic

Timothy Phillips, Esquire
Office of Tennessee Attorney General
P. O. Box 20207
Nashville, Tennessee 37202
timothy.phillips@state.tn.us

- ☒ Hand
- ☐ Mail
- ☐ Facsimile
- ☐ Overnight
- ☐ Electronic

H. LaDon Baltimore, Esquire
Farrar & Bates
211 Seventh Ave. N, # 320
Nashville, TN 37219-1823
don.baltimore@farrar-bates.com

- ☐ Hand
- ☐ Mail
- ☐ Facsimile
- ☒ Overnight
- ☐ Electronic

James Wright, Esq.
United Telephone - Southeast
14111 Capitol Blvd.
Wake Forest, NC 27587
james.b.wright@mail.sprint.com

☐ Hand
☐ Mail
☐ Facsimile
☒ Overnight
☐ Electronic

Ms. Carol Kuhnnow
Qwest Communications, Inc.
4250 N. Fairfax Dr.
Arlington, VA 33303
Carol.kuhnnow@qwest.com

☒ Hand
☐ Mail
☐ Facsimile
☐ Overnight
☐ Electronic

Jon E. Hastings, Esquire
Boult, Cummings, et al.
P. O. Box 198062
Nashville, TN 37219-8062
jhastings@boultcummings.com

☒ Hand
☐ Mail
☐ Facsimile
☐ Overnight
☐ Electronic

Dale Grimes, Esquire
Bass, Berry & Sims
315 Deaderick St., #2700
Nashville, TN 37238-3001
dgrimes@bassberry.com

☐ Hand
☐ Mail
☐ Facsimile
☒ Overnight
☐ Electronic

Mark W. Smith, Esquire
Strang, Fletcher, et al.
One Union Square, #400
Chattanooga, TN 37402
msmith@sf-firm.com

☐ Hand
☐ Mail
☐ Facsimile
☒ Overnight
☐ Electronic

Nanette S. Edwards, Esquire
ITC^DeltaCom
4092 South Memorial Parkway
Huntsville, AL 35802
nedwards@itcdeltacom.com

☒ Hand
☐ Mail
☐ Facsimile
☐ Overnight
☐ Electronic

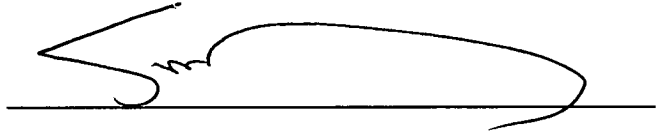
Guilford Thornton, Esquire
Stokes & Bartholomew
424 Church Street, #2800
Nashville, TN 37219
gthornton@stokesbartholomew.com

☐ Hand
☐ Mail
☐ Facsimile
☒ Overnight
☐ Electronic

Marva Brown Johnson, Esquire
KMC Telecom
1755 N. Brown Road
Lawrenceville, GA 30043
marva.johnson@kmctelecom.com

☐ Hand
☐ Mail
☐ Facsimile
☒ Overnight
☐ Electronic

Ken Woods, Esquire
MCI WorldCom
6 Concourse Parkway, #3200
Atlanta, GA 30328
Ken.woods@mci.com

A handwritten signature in black ink, appearing to read "Ken Woods", is written over a horizontal line. The signature is stylized with a large, sweeping initial "K" and a long, horizontal stroke extending to the right.