

**BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI**

Petition by CD Telecommunications, LLC for)
Arbitration of an Interconnection Agreement)
with CenturyTel, Inc., CenturyTel of)
Missouri, LLC, and Spectra)
Communications, LLC, Pursuant to Section)
252(b) of the Communications Act of 1934,)
as Amended, and Missouri Law)

Case No. XO-2005-0277

MOTION FOR PROTECTIVE ORDER

COME NOW CenturyTel of Missouri, LLC ("CenturyTel") and Spectra Communications Group, LLC d/b/a CenturyTel ("Spectra") (collectively referred to herein as "Respondents"), by their undersigned counsel, and pursuant to 4 CSR 240-2.085, move the Commission to issue a standard-form protective order in this matter. In support of their Motion, Respondents state as follows:

1. Continued negotiations and discovery in this case will necessarily involve company-specific information that may include competitive pricing information, employee-specific information, and technical, financial and business information of a confidential or proprietary nature. Other information that may be requested or utilized in filings or testimony in this case may contain customer-specific information, competitive pricing information, trade secrets, and confidential, technical, financial and business information, or other material of a confidential or proprietary nature. None of the information can be found in any other public document, and public disclosure of the referenced material which parties to this case may utilize in negotiations or seek in discovery could tend to

harm the interests of the party from which such material is sought, or its employees or customers.

2. As noted in the Respondents' Cover Letter of April 15, 2005 enclosing their Response to Petition for Arbitration and accompanying exhibits, Exhibits C and D were filed in "NP" versions, with confidential information redacted. Respondents stated that a motion for protective order would be filed shortly in this case to request the usual mechanisms for protecting such confidential information and allowing confidential versions of Exhibits C and D to be filed herein. Therefore, because there is a potential for public disclosure of confidential or proprietary information without a protective order in place, Respondents respectfully request that the Commission issue in this case its standard-form protective order containing classifications of "highly confidential" and "proprietary."

WHEREFORE, CenturyTel of Missouri, LLC and Spectra Communications Group, LLC d/b/a CenturyTel, pursuant to 4 CSR 240-2.085, request that the Commission issue its standard protective order in this proceeding, containing classifications of “highly confidential” and “proprietary” to guide the parties’ conduct in this case.

Respectfully submitted,

/s/ Larry W. Dority

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Certificate of Service

I hereby certify that the undersigned has caused a complete copy of the attached document to be electronically filed and served on the Commission's Office of General Counsel (at gencounsel@psc.mo.gov), the Office of Public Counsel (at opcservice@ded.mo.gov) and counsel for Petitioner (at wds@wdspsc.com; Andrew.Klein@DLAPiper.com), on this 18th day of April 2005.

/s/ Larry W. Dority

Larry W. Dority