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April 18, 2000

Mr. Dale Hardy Roberts
Secretary/Chief Regulatory Law Judge
Missouri Public Service Commission
301 West High Street, Room 530
Jefferson, City, MO 65102

FILED²
APR 19 2000
Missouri Public
Service Commission
TA-2000-665

**Re: Application for Certificate of Service Authority
and for Competitive Classification**

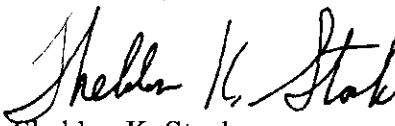
Dear Mr. Roberts:

Enclosed please find an original and fourteen (14) copies of the Motion For Protective Order with respect to the matter of the Application for Certificate of Service Authority to provide basic local telecommunications service and for Competitive Classification filed on behalf of Pathnet, Inc. In addition, I have included an extra copy of the motion which I request be file stamped and returned to me in the enclosed self-addressed envelope.

In the event you need any additional information or have any questions concerning any of the information set forth in these Applications, please contact the undersigned.

Yours very truly,

GREENSFELDER, HEMKER & GALE, P.C.

By 
Sheldon K. Stock

SKS/sdd
Enclosures

cc: Office of Public Counsel
Gerard J. Waldron, Esq.

387020v1

BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI

FILED²

APR 19 2000

Missouri Public
Service Commission

In the matter of the Application of)
Pathnet, Inc. for a)
Certificate of Service Authority to)
provide Basic Local Telecommunications)
Service in portions of the State of Missouri)
and to classify said services and)
the company as competitive)

Case No. TH-2000-665

MOTION FOR PROTECTIVE ORDER

Comes now Pathnet, Inc. ("Applicant" or "Pathnet"), by its undersigned counsel, and moves the Missouri Public Service Commission ("Commission") to issue its standard-form protective order in the above-referenced case. In support thereof, Applicant respectfully states to the Commission as follows:

1. On this same date, Applicant is filing an Application for a Certificate of Service Authority and for Competitive Classification wherein Applicant requests authority to provide basic local exchange telecommunications services on a facilities and resold basis throughout all exchanges currently served by incumbent local exchange telecommunications companies Southwestern Bell Telephone Company, Sprint/United Telephone Company and GTE Midwest, Inc.

2. As Appendix E to the Application, Applicant is filing a projected balance sheet as of December 31, 2000 and an operating budget summarizing Applicant's projected cash flow for the Year 2000. The projected balance sheet and operating budget contain confidential and proprietary information regarding Pathnet's financial resources and anticipated future expenditures, and disclosure of this information could give Pathnet's competitors an unfair economic and competitive advantage. None of the information contained in the documents can

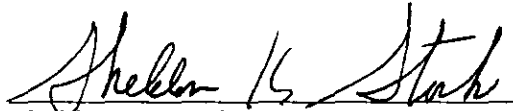
be found in any format in any public document. Accordingly, Applicant requests that the Commission issue a Protective Order so that these documents may be filed as "proprietary."

3. Applicant anticipates that there may be additional confidential or proprietary information requested by the Commission Staff as it conducts its review of Pathnet's Application. Therefore, because of the potential for public disclosure of such information without a protective order in place, Applicant moves the Commission to issue its standard-form protective order containing classifications of "highly confidential" and "proprietary."

WHEREFORE, Applicant respectfully requests that the Commission:

- (a) issue the Commission's standard-form protective order containing classifications of "highly confidential" and "proprietary" to guide the parties' conduct in this case; and
- (b) grant such further relief as the Commission deems appropriate.

Respectfully submitted,



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Attorneys for Pathnet, Inc.

Dated: April 18, 2000