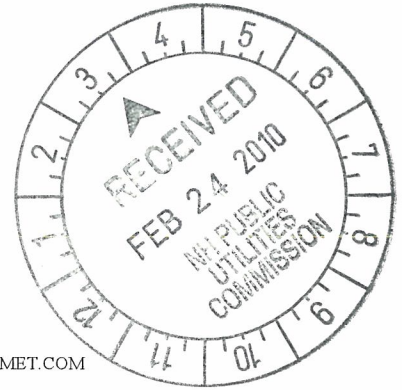


**CONFIDENTIAL
MATERIAL
IN COMM FILE**



February 24, 2010

FREDERICK J. COOLBROTH
T 603.410.1703
FCOOLBROTH@DEVINEMILLIMET.COM

VIA HAND DELIVERY

Debra A. Howland, Executive Director & Secretary
NH Public Utilities Commission
21 S. Fruit Street, Suite 10
Concord, NH 03301

Re: DT 10-025 FairPoint Communications, Inc. - Reorganization

Dear Ms. Howland:

Enclosed for filing in the above-docketed proceeding are an original and seven (7) copies of a petition requesting approvals in connection with the Reorganization Plan of FairPoint Communications, Inc., et al.

In support of this petition, also enclosed are eight (8) copies each of prefiled direct testimony and exhibits of:

Alfred C. Giammarino
Jeffrey W. Allen
Vicky Weatherwax
Bryan Lamphere
Thomas P. Nolting
Richard T. Murtha

Certain of the information submitted herewith is confidential and is being provided pursuant to RSA 378:43. A representation under that statute is also enclosed. Having in mind the policies of the Commission favoring public information, we have limited the information that is submitted as confidential. In particular, confidential information includes:

- Confidential financial projections submitted by Mr. Giammarino;
- Competitively sensitive and proprietary information submitted by Mr. Allen regarding FairPoint's next generation network and FairPoint's broadband deployment; and

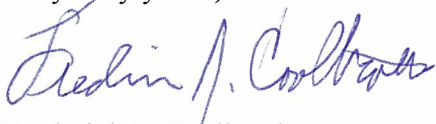
Debra A. Howland, Executive Director & Secretary
February 24, 2010
Page 2

- Competitively sensitive and proprietary information submitted by Ms. Weatherwax regarding FairPoint's information technology systems and business processes.

The Accenture Report submission of November 30, 2009 is included as Confidential Exhibit VW-3 to the testimony of Ms. Weatherwax. The information made public pursuant to the settlement reached with the Union Leader with respect to its withdrawn RSA 91-A request also is included as public Exhibit VW-3A.

Compact disks containing the petition, testimony and exhibits are also enclosed.

Very truly yours,



Frederick J. Coolbroth

FJC:kaa

Enclosures

cc: Electronic Service List
Office of Consumer Advocate