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Exhibit
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THIS IS A VIRTUAL DUPLICATE OF THE ORIGINAL HARDCOPY SUBMITTED TO THE COMMISSION IN ACCORDANCE WITH ITS ELECTRONIC FILING INSTRUCTIONS

Via Electronic Mail and Overnight Delivery

November 20, 2008

Karen Geraghty, Administrative Director
Maine Public Utilities Commission
242 State Street
State House Station 18
Augusta, Maine 04333-0018

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

Re: Compliance with Commission Order dated 2/1/08 in Docket No. 2007-67, Docket No. 2008-108

Re: Verizon New England Inc., Bell Atlantic Communications, Inc., NYNEX Long Distance Company and Verizon Select Services Inc.'s Transfer of Assets to FairPoint Communications, Inc., DT 07-011

Dear Ms. Geraghty and Ms. Howland:

Please accept for filing these comments of One Communications ("One Comm") submitted in accordance with the Maine Procedural Orders issued on November 13, 2008 and November 19, 2008, and the New Hampshire Procedural Notices issued on November 14, 2008 and November 17, 2008. One Comm appreciates the opportunity to file comments on the issues raised by Liberty Consulting Group's November 12, 2008 Cutover Monitoring Report ("Liberty November Report"), the November 12, 2008 Provisional Notice of Cutover Readiness and Rebuttal of FairPoint Communications Inc. ("FairPoint Rebuttal"), and FairPoint's November 18, 2008 Supplemental Statement Concerning Notice of Cutover Readiness ("FairPoint Supplemental Statement").

I. Introduction

FairPoint has done an extensive amount of work preparing for cutover and preparing to offer and provide wholesale services post-cutover using its own systems. FairPoint should be commended for all the work it has done, and continues to do. Nonetheless, Liberty concluded in its November Report that FairPoint has not met all the criteria for issuing its cutover notice and specifically identified a number of competitive issues which FairPoint needs to address.

One Comm puts great faith in Liberty's evaluation. Throughout these proceedings, One Comm and other competitive local exchange carriers ("CLECs") argued strenuously for an independent third-party monitor to review FairPoint's systems and operations prior to cutover. One Comm finds it deeply troubling that of all the many issues that were litigated in this proceeding, including significant financial and service quality concerns, it is the competitive issues that remain unresolved until the very end. In addition, some of the issues that CLECs previously litigated in this proceeding, such as the length of the "dark period" and FairPoint's desire to suspend the Performance Assurance Plan ("PAP"), have resurfaced and CLECs are forced to argue them yet again. This is an indication that competitive issues may very well remain an area which will require Commission involvement even after cutover occurs.

As stated in the Maine Hearing Examiner's Report,

> [W]e believe that when considered in total, FairPoint's new systems should be seen by the Commission as a potential benefit of the Transaction. However, we stress strongly that we believe those potential benefits could quickly and easily turn to devastating disadvantages if the systems are utilized before being properly tested and proven capable of doing the job.

FairPoint Communications Inc., Docket No. 2007-67, Hearing Examiner Report at 181-182 (November 26, 2007). One Comm suggests that the Commission should continue to utilize Liberty's expertise to ensure that the competitive issues identified by Liberty do not outweigh the advantages presented by the new systems. To that end, One Comm recommends that the Commissions consider the two following options: (1) approve issuance of FairPoint's November 30th notice with conditions; or (2) mandate a shorter notice period. These two suggestions are discussed in more detail below.

II. Approve Issuance of the Notice with Conditions

One option for the Commissions is to approve FairPoint's issuance of its irrevocable notice on November 30th as planned, notwithstanding Liberty's inability to sign-off on FairPoint's readiness to do so, but attach conditions to the approval designed to address the competitive issues identified by Liberty in its November Report. One Comm suggests the following conditions be added to any approval of FairPoint's November 30th cutover notice:

- Liberty continues its monitoring and reporting activities, and provides updates to the Commission and the CLECs;
- FairPoint continues the availability of training and testing opportunities to CLECs throughout the notice period;
- FairPoint's long term hot cuts method will be available to CLECs within 30 days following cutover;
- FairPoint provides confirmation that all CLECs have successfully received system-generated DUF files thirty days prior to cutover;
- A suspension of the PAP before, during, or after the cutover is not permitted; and
- The cutover implementation issues identified by CLECs, such as the extended proposed intervals through March 2009, will be the subject of a Commission-sponsored technical session at least 30 days prior to cutover.

III. Mandate Shorter Notice Period

A second alternative for the Commissions would be to mandate a shorter notice period. Verizon has required a minimum 60-day period of time between issuance of FairPoint's irrevocable notice of cutover and the date that cutover occurs. However, if Liberty cannot ascertain that FairPoint has demonstrated cutover readiness by the upcoming hearings, some short additional amount of time, such as 10 days, may be appropriate for Liberty to confirm whether or not FairPoint has met the cutover readiness criteria.

Under this approach, FairPoint would not be required to issue its notice 60 days before cutover but could do so 50 days before cutover (i.e., by December 10th for the January 30th cutover). The Vermont Department of Public Service suggested a similar approach at the November 14, 2008 status conference, under which FairPoint could issue its notice on November 30th as planned, but the notice would not become irrevocable until ten days later. Either approach would have the effect of a shorter irrevocable notice period.

At the Vermont status conference and the Maine and New Hampshire technical conferences, Verizon would not agree to a shorter notice period unless FairPoint made additional concessions. However, Verizon has reserved to itself ten days following FairPoint's issuance of the notice to provide the actual date of cutover to FairPoint. That ten day period during which Verizon would otherwise have been selecting a date for cutover (which is already known), could be used by Liberty, if needed, to complete its cutover readiness evaluation.

If FairPoint is still unable to demonstrate its readiness to Liberty within this additional ten day time period, then FairPoint would have exceeded the "few more weeks" anticipated by Liberty in its November Report. This would indicate that the problems identified by Liberty as bars to cutover readiness are much more serious than it anticipated and a longer extension of cutover would be justified in order to address fully the seriousness of the remaining issues.

IV. Conclusion

One Communications appreciates the opportunity to file these comments on the issues raised by Liberty's November Report, FairPoint's Rebuttal, and FairPoint's Supplemental Statement. One Comm respectfully requests that the Commissions consider the recommendations contained herein.

Respectfully submitted,

/s/ Paula W. Foley

Paula W. Foley

cc: Service Lists (electronic mail)