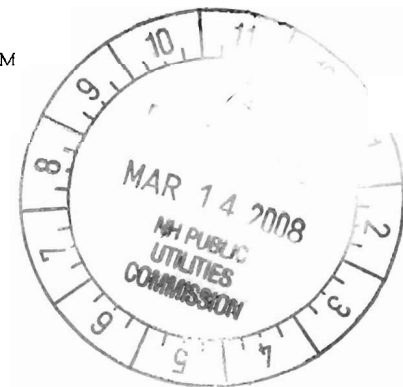


March 13, 2008

FREDERICK J. COOLBROTH  
603.410.1703  
FCOOLBROTH@DEVINEMILLIMET.COM

**HIGHLY CONFIDENTIAL**

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



Re: DT 07-011 Verizon New England Inc., et al. and FairPoint Communications, Inc.  
Transfer of Assets

Dear Ms. Howland:

In accordance with Section 2.7 of the Settlement Agreement among the Joint Petitioners and the Commission Staff dated January 23, 2008 and admitted as FairPoint Exhibit 78 in the above-docketed proceeding (the "Settlement Agreement"), enclosed for the Commission's review are: (i) the final Credit Agreement marked in black-line format against the "near-final" version of the Credit Agreement provided to the Commission Staff on or about January 21, 2008 and (ii) a "clean" version of the final Credit Agreement. The submission of the final Credit Agreement is made on an in camera basis pursuant to the Commission's Order in this docket dated February 25, 2008.

The Settlement Agreement provides as follows:

"The signatories request that the Commission determine whether a hearing is warranted and act to schedule such hearing within five calendar days after the filing of the final Credit Agreement. If the Commission does not so determine within five calendar days, there shall be no further process with respect to said document."

The materials submitted herewith are highly confidential and are being submitted pursuant to RSA 378:43. FairPoint Communications, Inc. represents that these materials constitute confidential financial or commercial information falling within the scope of RSA 378:43,II(b); and are not general public knowledge or published elsewhere, FairPoint Communications, Inc. having taken measures to prevent dissemination of the information in the ordinary course of business.


Ms. Debra A. Howland  
March 13, 2008  
Page 2

**HIGHLY CONFIDENTIAL**

In accordance with the Commission's Secretarial Letter dated February 29, 2007, one copy of this letter and the final Credit Agreement is also being provided to the Office of Consumer Advocate.

Please let me know if there are any questions regarding this filing.

Very truly yours,

A handwritten signature in cursive script, appearing to read "Frederick J. Coolbroth".

Frederick J. Coolbroth

FJC:kaa

cc: Ms. Katherine Bailey (Highly Confidential)  
Mr. Randall E. Vickroy (Highly Confidential)  
Meredith Hatfield, Esq. (Highly Confidential)