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November 2, 2005

**FILED<sup>2</sup>**

NOV 02 2005

Missouri Public  
Service Commission

The Honorable Colleen M. Dale  
Secretary/Chief Regulatory Law Judge  
Missouri Public Service Commission  
P.O. Box 360  
Jefferson City, MO 65102-0360

Re: Case No. TM-2005-0324

Dear Judge Dale:

Please find enclosed for filing in the referenced matter the original and five copies of a Supplement to Application along with a Motion for Protective Order concerning Attachment F to the Supplement to Application. I also enclose the original and five copies of Attachment F filed under seal. Would you please bring this filing to the attention of the appropriate Commission personnel?

Should you have any questions regarding this filing, please let me know. Thank you.

Sincerely,

NEWMAN, COMLEY & RUTH P.C.

By:

*Cathleen A. Martin*

Cathleen A. Martin

*martinc@ncrpc.com*

CAM:ab

Enclosure

cc: Office of Public Counsel  
General Counsel's Office  
Judith A. Riley  
Greg Taylor  
Jeffrey A. Marks

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

**FILED<sup>2</sup>**  
NOV 02 2005

Missouri Public  
Service Commission

Joint Application of )  
 )  
Matrix Telecom, Inc. and )  
 )  
Global Crossing Telecommunications, Inc., )  
Global Crossing Local Services, Inc. and )  
 )  
Global Crossing Telemanagement, Inc. )  
 )  
for Expedited Approval of the Transfer )  
of Certain Assets and a Waiver of )  
Applicable Anti-Slamming Regulations. )

Case No. TM-2005-0324

**MOTION FOR PROTECTIVE ORDER**

COME NOW Matrix Telecom, Inc., Global Crossing Telecommunications, Inc., Global Crossing Local Services, Inc. and Global Crossing Telemanagement, Inc. (collectively the "Applicants"), by their undersigned counsel and pursuant to 4 CSR 240-2.085, hereby move for a protective order covering certain confidential information submitted in support of Applicants' Application in the above-captioned matter with its Supplement to Application. The confidential information that is the subject of this Motion is Attachment F to Applicants' Supplement to Application, which contains the Asset Purchase Agreement between Global Crossing Telecommunications, Inc. and Matrix Telecom, Inc. In support of this Motion, Applicants submit the following:

1. The Asset Purchase Agreement of Applicants submitted in Attachment F to the Supplement to Application is not available to the public. Furthermore, Applicants consider the Asset Purchase Agreement confidential, proprietary and non-public commercial information.
2. Disclosure of the Asset Purchase Agreement would be extremely detrimental and

could be used by Applicants' competitors to gain a competitive advantage in the marketplace. Moreover, competitors at any level possessing such information would find it of great economic value in devising their own business plans and, in many cases, could use such information to structure their plans in such a way as to undercut or materially affect Applicants' competitive positions.

3. Due to the sensitive nature of this information, it is appropriate for the Commission to limit access to such information. The confidential information is being provided for the sole use of the Commission in exercising its governmental functions by examining the Application and Supplement to Application. There is no legitimate purpose to be served in disclosing this proprietary material to any person other than the appropriate reviewing staff of the Commission.

4. The Asset Purchase Agreement set forth in Attachment F to the Supplement to the Application is not readily ascertainable by persons external to Applicants, and none of the information for which this claim of confidentiality is made may be found in any format in any other public document.

5. Matrix requests that the material contained in Attachment F to Applicants' Supplement to Application be held confidential indefinitely.

WHEREFORE, Applicants respectfully move that the Commission issue a Protective Order that will limit the availability of Attachment F to the above-referenced Supplement to Application to the reviewing staff of the Commission.

Respectfully submitted,

GLOBAL CROSSING  
TELECOMMUNICATIONS, INC., GLOBAL  
CROSSING LOCAL SERVICES, INC. AND  
GLOBAL CROSSING TELEMAGEMENT,  
INC.

MATRIX TELECOM, INC.



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Their Attorneys

Certificate of Service

I hereby certify that a true and correct copy of the above and foregoing document was sent via e-mail on this 2nd day of November, 2005, to General Counsel's Office at gencounsel@psc.state.mo.us; Office of Public Counsel at opcservice@ded.state.mo.us.

