



COMMONWEALTH OF MASSACHUSETTS
OFFICE OF CONSUMER AFFAIRS AND BUSINESS REGULATION

**DEPARTMENT OF
TELECOMMUNICATIONS & ENERGY**
Cable Television Division

FORM 100
LICENSE APPLICATION

Applicant: VERIZON NEW ENGLAND INC.

Authorized Officer (Signature):

Jenna Caputo

Municipality: Town of Acton

Date Submitted to Municipality: March 14, 2006

Type of Application: Initial License Renewal License

Nature of Application: Formal Proposal pursuant to 47 U.S.C. § 546(a)

Informal Proposal pursuant to 47 U.S.C. § 546(h)

Proposed License and/or Supporting Materials Attached: Yes* No

*Supporting materials are attached. Verizon is preparing its proposed license agreement and will submit it to the municipality for consideration at a later date.

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VERIZON NEW ENGLAND INC.

SECTION A
IDENTIFICATION OF APPLICANT

1. Name, corporate address and corporate telephone number of applicant.

Verizon New England Inc. (“Applicant”, “Verizon”, or the “Company”)
185 Franklin Street
Boston, MA 02110
617-743-9800

2. Name, title, business address, business telephone number, and email address of applicant’s Authorized Officer. Attach as Exhibit A evidence of Authorized Officer’s authority.

Ms. Donna C. Cupelo
Region President – Massachusetts and Rhode Island
Verizon New England Inc.
185 Franklin Street
Floor 18
Boston, MA 02110
617-743-8800
donna.c.cupelo@verizon.com

3. Name, title, business address, business telephone number, and email address of individual to whom communications should be sent if different from Authorized Officer.

Mr. Peter T. Bowman
Vice President – External Affairs
Verizon New England Inc.
185 Franklin Street
Floor 17
Boston, MA 02110
617-743-8874
peter.t.bowman@verizon.com

Mr. John L. Conroy
Vice President – Regulatory Affairs
Verizon New England Inc.
185 Franklin Street
Floor 17
Boston, MA 02110
617-743-9250
john.l.conroy@verizon.com

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SECTION B
GENERAL LICENSE INFORMATION

4. Indicate number of years for which initial or renewal license is requested.

Verizon requests a license period of 15 (fifteen) years from the start date of this initial license.

5. Indicate proposed start date of initial license.

Verizon proposes a start date within six to twelve months of the date of this application for the initial license.

6. For initial license: State whether applicant currently holds licenses or has pending applications in any other Massachusetts municipality. If yes, provide detailed information as to the municipality and license status.

Verizon intends to request cable television licenses in many municipalities within the Commonwealth of Massachusetts. Attached as Exhibit B is a list of those municipalities within the Commonwealth where such licenses have been granted, or where applications are pending. This Exhibit is current as of the date of this filing.

7. State whether applicant has been party to any fully adjudicated license-related legal action (e.g., breach of license, denial of license) in any jurisdiction. If yes, provide detailed information on each such legal action, including the disposition.

Verizon has not been party to any fully adjudicated license-related legal action in any jurisdiction.

8. State the amount of insurance applicant proposes to carry for the cable system in accordance with G.L. c. 166A, § 5 (c). State whether applicant proposes to carry insurance in addition to that required by the statute, and if so, the purpose and amount.

Verizon Communications Inc, parent of Applicant, currently carries commercial insurance policies for general liability, automobile liability, excess liability, and workers' compensation and employers' liability. Certificate of Insurance Number NYC-

002068463-05, issued July 22, 2004 by Marsh USA Inc. is attached as Exhibit C to this application. Verizon will maintain appropriate insurance for the term of the license and the Town will be named as additional insured under each such policy (except for Worker's Compensation Insurance, Employer's Liability Insurance, and Excess or Umbrella Liability Insurance).

9. State the proposed amount of bonding that will be submitted in accordance with G.L. c. 166A, §5 (k).

Verizon's Fiber to the Premises (FTTP) system will allow Verizon to provide voice, cable television and high-speed internet services. Construction of the FTTP system is being performed under the auspices of Title II of the Federal Communications Act of 1934, as amended (the "Communications Act"). Pursuant to Chapter 166 of the Massachusetts General Laws ("MGL"), Verizon has the requisite authority to place its telecommunications lines along public ways and to renew, repair and replace those lines. Verizon currently meets all of the requirements laid upon it by Federal, state and local authorities with respect to safety, insurance, and bonding of its Title II network. Verizon has worked, and will continue to work, cooperatively with local authorities to ensure that construction requirements, right-of-way procedures and coordination requirements are complied with before, during and after completion of the network upgrade. Verizon's position is that a bond relating to Verizon's network construction is not required. However, Verizon is willing to provide a bond to the Town securing Verizon's performance under the cable license (the amount of the bond to be negotiated).

10. State whether applicant's proposed subscriber privacy policy complies with federal and state law and regulation.

The Verizon Privacy Policy complies with federal and state law and regulation. Verizon Communications Inc. maintains updated statements of its privacy policies, available for public review, on the Company internet web site, at www.verizon.com/privacy/

11. Describe applicant's proposed procedures for handling customer service inquiries during the term of the license, including but not limited to subscriber complaints.

Verizon has a long history of providing quality customer service to Massachusetts residents. This proud history includes a proven record of handling customer service inquiries and addressing subscriber complaints in a timely fashion. Verizon will seek to continue this high level of service by including appropriate customer service standards in its cable license.

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SECTION C
RATES AND SERVICES

12. For initial license: List broadcast television signals applicant proposes to carry.

A list of the broadcast signals which Verizon proposes to carry is attached to this application as Exhibit D .

13. List separately those channels that are current must carry and those channels that are currently carried pursuant to retransmission consent. (Note: Channels that are must carry and retransmission consent may change throughout the license term beyond the cable operator's control.)

A list of must carry channels and a list of the channels which will be carried pursuant to retransmission consent, are attached to this application as Exhibit E .

14. State whether applicant proposes to offer or continue to offer non-automated local origination programming.

Verizon does not propose to offer non-automated local origination programming.

15. State whether applicant plans to offer public, educational and governmental access channel(s). If yes, provide the amount and type of financial support, the location of the facilities, the facilities and equipment available (including the cost of such equipment and facilities), the hours of operation, and whether there will be technical assistance available.

Verizon intends to carry the community's PEG access channels on its cable television service offering. Additional terms and conditions of PEG access channels and facilities will be negotiated with the municipality.

16. If applicant plans to offer or maintain an institutional network (I-Net), attach as Exhibit N/A a technical description of the system.

Verizon does not currently plan to offer an institutional network.

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**SECTION D
FOR INFORMATIONAL PURPOSES ONLY**

- 17. Provide a complete listing of all proposed subscriber fees, including those for both regulated and non-regulated cable services, installation and equipment.**

Rates for cable related services have not yet been fully determined. However, rates charged by Verizon for cable services will be competitive with the rates charged by the incumbent cable provider.

- 18. State whether applicant proposes to offer or continue to offer any additional services in the municipality that are not subject to regulation as a cable service, and if so, provide description.**

Verizon provides telephone services within many cities and towns in Massachusetts, under authority granted by the Massachusetts Department of Telecommunications and Energy. Verizon also provides interstate telecommunications services within Massachusetts under authority granted by the Federal Communications Commission. These services are regulated by Title II of the Communications Act and Chapter 166 of the MGL. Verizon also provides high speed data service to customers, which services are not subject to regulation as a cable service. Verizon will continue to offer these services, among others, within the Commonwealth.

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SECTION E
TECHNICAL INFORMATION

19. State whether the proposed service area is included in a regional cable system. If yes, list all of the other communities in the regional system served by the headend(s) that will be used for the proposed service area and the location of such headends.

The instant application is for a cable franchise in a single municipality, and the area to be served is part of a regional system. There will be a "headend" location, known as the "Video Hub Office" (VHO), placed in a municipality within the region. It is the intention of Verizon to eventually provide cable service to a number of communities within the Commonwealth, served by this VHO.

20. If the proposed service area is not the entire municipality, specify the nature of the area (e.g., neighborhood) and explain why the entire municipality will not be served.

The proposed service area is the entire municipality.

21. Describe in detail any problems applicant foresees in extending service to all parts of the proposed service area.

Verizon operates out of central office (wire center) facilities and is upgrading its network on a wire-center by wire-center basis. Applicant does not foresee any problems extending service throughout the municipality.

22. Construction: For initial license, indicate the time period in which applicant proposes to begin and complete full scale construction.

As discussed within this application, Verizon is currently installing its FTTP system within the Commonwealth as an upgrade to its telecommunications network under its Title II authority. Verizon intends to upgrade its wire centers to make them capable of providing cable service. Cable service could be provided within the municipality shortly after completion of that activity.

23. Attach as Exhibit F a technical description of the system, including a strand or street map showing the extent of cable plant in the municipality.

A technical description of the FTTP system, including a technical description of the cable service planned to be offered, is included in this application as Exhibit __F__. Verizon currently makes detailed system maps available to authorized representatives of the municipality under the requirements of Title II. A discussion of the Company's rights and responsibilities under Title II is included in this Exhibit.

24. Describe the equipment applicant proposes to offer or continue to offer at the subscriber terminal (e.g., remote control, analog converter, digital converter, high definition converter, digital video recorder).

A description of the equipment to be located at the subscriber terminal is included with this application as Exhibit __G__.

25. State whether applicant's proposed safety measures for the cable system comply with federal and state law and regulations.

Verizon's cable-related equipment will comply with applicable federal and state law and regulations. All such equipment will meet strict criteria for fire resistance, emissions and electrical safety. Equipment placed within a subscriber's premises will be manufactured according to all applicable federal and state regulations, and will be listed with Underwriters' Laboratories.

26. State whether applicant's Emergency Alert System (EAS) complies with federal and state law and regulation.

Verizon's Emergency Alert System is designed to comply with all federal regulations.

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**SECTION F
OWNERSHIP AND FINANCIAL INFORMATION**

- 27. If applicant is a publicly-traded corporation or subsidiary of a publicly-traded corporation, attach as Exhibit H a copy of the corporation's most recent annual report to stockholders. Otherwise, attach as Exhibit N/A an audited financial statement as of the most recent audit, showing applicant's financial position.**

As discussed below, applicant Verizon New England Inc. is a subsidiary of Verizon Communications Inc. The 2004 audited financial statements from the 2004 Annual Report to Shareholders are attached as Exhibit H .

The 2004 Annual Report to Shareholders of Verizon Communications Inc, is available on the internet at:

http://investor.verizon.com/financial/quarterly/pdf/04VZ_AR.pdf
[A hard copy of the annual report is attached as Tab 3 of the supporting materials included as part of this application]

A copy of the calendar year 2004 Securities and Exchange Commission Annual Report Form 10K for Verizon Communications Inc. is available on the internet at:

http://investor.verizon.com/SEC/ed_sec_frame.cgi?fid=3581230

- 28. Provide the following system information as of the last complete year for which the data is available:**
- a. Total Homes in Service Area (passed and not passed by cable system)**
 - b. Homes Passed by Cable System**
 - c. Cable Subscribers**
 - d. Aerial Miles Constructed**
 - e. Underground Miles Constructed**
 - f. Total Cable Subscriber Revenues in Service Area**

This question is not applicable to the instant application, as this is an application for an initial franchise, and none of the requested information exists for any prior years. In

addition, the system is being constructed as an upgrade to Verizon's existing telecommunications network under the regulation of Title II of the Communications Act. Thus, information about the system's construction is not relevant for this cable license application until Verizon provides cable services over the system.

29. Indicate appropriate business structure for applicant.

"Corporation operating cable systems in more than one community, but these operations are not separate corporations."

30. Complete a "corporate family tree" for each of the corporations or other business entities listed in the following levels...

Attached to this application as Exhibit I is the requested "corporate family tree". This Exhibit shows the relationship of Applicant Verizon New England Inc. (Level 0) to NYNEX Corporation (Level 1), and thence to Verizon Communications Inc. (Level 2). No Level 3 parent relationship exists, and there are no Level A or B subsidiaries of Applicant. Also included in the Exhibit is the City and State of the principal office of each of the named corporations.

31. For corporations, list all officers and directors (whether or not they own stock) and stockholders who own 1% or more of the voting stock of the corporation as well as the city and state of residence and corporate position.

The requested information is supplied as Exhibit J, attached to this application.

32. Has any individual named in Question 31 been found guilty of any felony in any federal or state court within the past ten years?

No.

33. If any individuals listed in Question 31 are aliens, submit as Exhibit N/A a list of their names, addresses, and nationalities.

None of the directors or officers are aliens.

34. If applicant is unable to supply all of the information requested herein for itself or other business entities named, submit as Exhibit N/A a list of those individuals or business entities for which any of the requested information is not being furnished, and include a detailed explanation of why the omitted information is unavailable.

All requested information is being furnished.