

**STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
DIVISION OF PUBLIC UTILITIES AND CARRIERS
89 JEFFERSON BOULEVARD
WARWICK, RHODE ISLAND 02888**

IN RE: Petition of Verizon Long Distance LLC :
and Verizon Enterprise Solutions LLC : Docket No. D-14-29

ORDER

Whereas, On May 30, 2014, Verizon Long Distance LLC (“Verizon Long Distance”) and Verizon Enterprise Solutions LLC (“Verizon Solutions”) (collectively, the “Petitioners”) filed a petition with the Rhode Island Division of Public Utilities and Carriers (“Division”) seeking approval of a merger transaction whereby Verizon Long Distance acquires substantially all of the assets of Verizon Solutions, including but not limited to Verizon Solution’s customer accounts in the State of Rhode Island. The petition was filed in accordance with the requirements of R.I.G.L. §39-3-24.

Whereas, The Petitioners have provided details of a written notice that will be mailed to the affected customers with information concerning Verizon Long Distance’s services and rates. The Petitioners expect the transition from Verizon Solutions to Verizon Long Distance will be seamless and transparent. However, the Petitioners indicate that the customers of Verizon Solutions will be given the opportunity to choose a different carrier if they prefer. The Petitioners also explain that those customers who choose not to switch to a different carrier will continue to receive long distance service from Verizon Long

Distance, of comparable quality and at the same rates that Verizon Solutions currently offers to its long distance customers.

Whereas, The Division has fully reviewed the filing, in the context of pertinent law, and finds that the proposed merger will not adversely affect Rhode Island ratepayers. The Division notes that Verizon Long Distance's current authority was conferred through Docket No. 2262(F16); and that Verizon Solution's current authority was conferred through Docket Nos. 2262(G16).

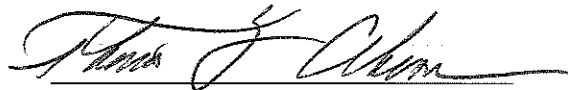
Accordingly, it is

(21485) ORDERED:

That the Petitioner's proposed merger agreement is hereby approved.

Dated and Effective at Warwick, Rhode Island on June 4, 2014.

Division of Public Utilities and Carriers

A handwritten signature in black ink, appearing to read "Thomas F. Ahern", written over a horizontal line.

Thomas F. Ahern
Administrator