

Attorneys for Jeremiah C. Genovia and Charles K. Hehekia Jr. and
the International Brotherhood of Electrical Workers, Local 1357

BEFORE THE PUBLIC UTILITIES COMMISSION
OF THE STATE OF HAWAII

In the Matter of the Application)

of)

) Docket No. 04-0140
)

PARADISE MERGERSUB, INC. (nka)
HAWAIIAN TELCOM COMMUNICATIONS,)
INC.), GTE CORPORATION, VERIZON)
HAWAII INC., BELL ATLANTIC)
COMMUNICATIONS, INC., AND VERIZON)
SELECT SERVICES INC.)

For approval of a merger transaction and)
related matters)

STIPULATED ORDER NO. 21714

and

CERTIFICATE OF SERVICE

Filed April 4, 2005

At 2 o'clock P.m.

Broderick K. Kane
for Chief Clerk of the Commission

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STIPULATION

PARADISE MERGERSUB, INC., nka HAWAIIAN TELCOM COMMUNICATIONS, INC., GTE CORPORATION, VERIZON HAWAII INC., BELL ATLANTIC COMMUNICATIONS, INC. d/b/a VERIZON LONG DISTANCE, VERIZON SELECT SERVICES INC. (collectively, "Applicants"), the DIVISION OF CONSUMER ADVOCACY, DEPARTMENT OF COMMERCE AND CONSUMER AFFAIRS (the "Consumer Advocate"), the UNITED STATES DEPARTMENT OF DEFENSE and ALL OTHER FEDERAL EXECUTIVE AGENCIES ("DOD"), PACIFIC LIGHTNET, INC. ("PLNI") and TIME WARNER COMMUNICATIONS OF HAWAII, L.P. DBA OCEANIC COMMUNICATIONS ("TWTC") (PLNI and TWTC referred to collectively as "CLEC Intervenors") (Applicants, the Consumer Advocate, DOD, and CLEC Intervenors referred to collectively as "Parties" and individually as "Party" as the context warrants), JEREMIAH C. GENOVIA and CHARLES K. HEHEKIA JR. ("Individual Retirees") and the INTERNATIONAL BROTHERHOOD OF ELECTRICAL WORKERS, LOCAL 1357 ("IBEW") (Individual Retirees and IBEW referred to collectively as "Participant"), by and through their respective attorneys, do hereby stipulate that they accept and/or do not

object to the attached Stipulated Order.

DATED: Honolulu, Hawaii, this 4th day of April, 2005.



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MICHAEL H. LAU

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Verizon Select Services Inc.

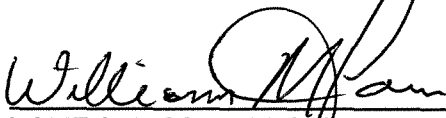


JON S. ITOMURA

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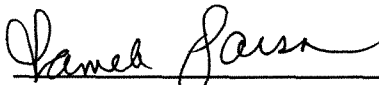
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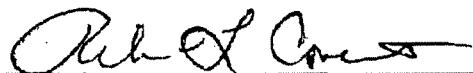
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STIPULATED ORDER

Pursuant to Decision and Order No. 21696 ("Decision and Order") filed on March 16, 2005, the Commission approved the merger transaction contemplated by the Application filed on June 21, 2004 with the imposition of various regulatory conditions.

In accordance with Hawaii Administrative Rule ("HAR") §§6-61-137, 6-61-21 and/or 6-61-22, Applicants were required to file a motion for reconsideration and clarification of the Decision and Order by no later than Monday, March 28, 2005.

Pursuant to that certain Motion filed on March 23, 2005, Applicants sought to enlarge the time until Monday, April 4, 2005 to file a motion for reconsideration and clarification of the Decision and Order. Applicants represented the additional time was needed to allow Applicants to analyze the regulatory conditions imposed by the Decision and Order, their impact on the contemplated merger transaction, and whether any motion may be needed to request reconsideration or clarification of the Decision and Order.

Pursuant to Order No. 21708 filed on March 28, 2005, the Commission approved Applicants' request.


Applicants represent that the extension of time granted by Order No. 21708 has given them the opportunity to discuss how they may be able to comply with the regulatory conditions. Despite those good faith and diligent efforts, Applicants represent that additional time is needed to allow them to complete this analysis and to determine the potential impact of the additional regulatory conditions on the transaction.

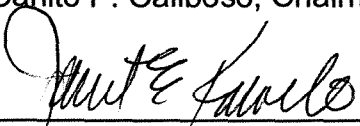
In that connection, Applicants request an additional extension of time to file a motion, if any, from Monday, April 4, 2005 until Friday, April 8, 2005. Relying on Applicants' representations, the other Parties and Participant do not object to this request.

HAR §6-61-23(a)(1) provides the Commission with discretion, for good cause shown, to enlarge a period by which a required act must be completed, if a written request is made before the expiration of the period described. The Commission finds good cause in this instance to further enlarge the deadline for a filing of a motion for reconsideration and clarification by Applicants from Monday, April 4, 2005 until Friday, April 8, 2005, and the request is hereby granted and so ordered.

APPROVED AND SO ORDERED AT HONOLULU, HAWAII THIS 4th DAY
OF April, 2005.

PUBLIC UTILITIES COMMISSION
OF THE STATE OF HAWAII

By 
Carlito P. Caliboso, Chairman

By 
Janet E. Kawelo, Commissioner

APPROVED AS TO FORM:


Ji Sook Kim
Commission Counsel

CERTIFICATE OF SERVICE

I hereby certify that I have this date served a copy of the foregoing Stipulated Order

No. 21714 upon the following Parties and Participant by hand delivery or
by mail, postage prepaid and properly addressed.

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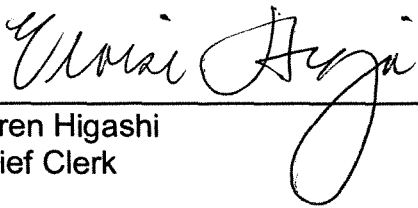
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Dated: April 4, 2005



Karen Higashi
Chief Clerk

