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ILLINOIS COMMERCE COMMISSION**

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**Before the
STATE OF ILLINOIS
COMMERCE COMMISSION**

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CHIEF CLERK'S OFFICE

In the matter of)
)
Application of)
ATX LICENSING, INC.)
for a Certificate of Interexchange Service)
Authority to Provide Resold)
Interexchange Services Within the)
State of Illinois)

Docket No. 00-0275

To: The State of Illinois Commerce Commission

**MOTION OF ATX LICENSING, INC. FOR A PROTECTIVE ORDER PROTECTING
ITS FINANCIAL STATEMENT**

ATX Licensing, Inc. ("ATX"), a wholly-owned subsidiary of ATX Telecommunications Services, Inc., by its attorneys, pursuant to Section 200.605 of the Illinois Administrative Code, 83 Ill. Adm. Code § 200.605, hereby requests that the State of Illinois Commerce Commission ("Commission") enter a protective order in the above-captioned proceeding that provides for, and delineates the requirements governing the disclosure and use in this proceeding of certain confidential, sensitive, nonpublic information.

The specific confidential information which ATX provides is the *Report on Combined Financial Statements* of ATX Telecommunications Services, Inc. at Exhibit D in support of its Application for interexchange service authority to provide resold interexchange services within the State of Illinois. As a privately-held corporation, ATX Telecommunications Systems, Inc., is not under any obligation to prepare or release public financial statements or ownership information. The disclosure of such information could provide competitors with valuable insight

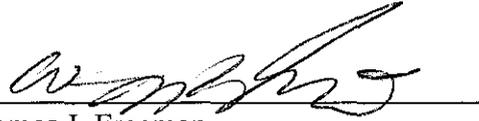
into the historic financial performance and current financial strength of ATX and its financing activities to date. Because this represents highly confidential and strictly proprietary information, the disclosure of which to the public, including competitors, could result in direct and immediate harm to the competitive position of ATX Telecommunications Services, Inc., there is a genuine need for ATX Telecommunications Services, Inc. to keep this information private. Thus, ATX respectfully requests that the attached *Report on Combined Financial Statement* be kept confidential and under seal by the Commission.

Entry of the proposed protective order (attached) will permit disclosure to and use by authorized persons in this proceeding of the forecasted data relating to ATX.

Accordingly, for the foregoing reasons, ATX respectfully requests that the Commission grant this motion and enter the attached protective order.

Respectfully submitted,

ATX LICENSING, INC.

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Dated: