

**Before the
South Dakota Public Utilities Commission
Pierre, South Dakota 57501**

In the Matter of the)
)
Application of Mobilitie, LLC for a)
Certificate of Authority to Provide)
Interexchange Telecommunications) TC10-091
Services in the State of South Dakota and)
Local Exchange Services Within the)
Exchanges Served by Qwest Corporation)
in South Dakota)

**PETITION FOR CONFIDENTIAL TREATMENT OF
MOBILITIE’S STATEMENTS OF CASH FLOWS**

Pursuant to ARSD 20:10:01:41, Mobilitie, LLC (“Mobilitie”) hereby requests confidential treatment of its Statements of Cash Flows for 2008 and 2009, which are attached hereto and marked “**Confidential and Proprietary.**” The attached Statements of Cash Flows are intended to supplement Exhibit 2 of Mobilitie’s Application for a Certificate of Authority to Provide Interexchange Telecommunications in the State of South Dakota and Local Exchange Services Within the Exchanges Served by Qwest Corporation in the State of South Dakota (“Application”) filed with the South Dakota Public Utilities Commission (“Commission”). In support of this Petition, Mobilitie hereby states as follows:

I. IDENTIFICATION OF THE SUBJECT MATTER

The Application requires Mobilitie to disclose evidence of its financial capability by submitting documentation of its financial resources. Pursuant to this requirement, Mobilitie is submitting a copy of its most recent Statements of Cash Flows. This document contains highly confidential and strictly proprietary information, the public disclosure of which would result in material damage to Mobilitie’s financial and competitive position in South Dakota and in other states where Mobilitie currently is doing business.

II. LENGTH OF TIME FOR WHICH CONFIDENTIALITY IS REQUESTED

Mobilitie request that Statements of Cash Flows be maintained as confidential indefinitely.

III. CONTACT INFORMATION

All correspondence, notices, inquiries, and other communications regarding this Petition should be addressed to:

Yvonne Schroeder de Orr
Senior Vice President / General Counsel
Mobilitie, LLC
660 Newport Center Drive
Suite 660
Newport Beach, CA 92660
Tel.: (949) 515 - 1500
Fax: (949) 274 - 7583
Yvonne@mobilitie.com

with copies to:

James W. Tomlinson
Davis Wright Tremaine LLP
1919 Pennsylvania Avenue, N.W.
Suite 800
Washington, D.C. 20006
Tel. (202) 973 - 4200
Fax: (202) 973 - 4499
JimTomlinson@dwt.com

IV. STATUTORY AND ADMINISTRATIVE GROUNDS FOR CONFIDENTIAL TREATMENT

Mobilitie requests confidentiality pursuant to §§ 20:10:01:41 and 20:10:01:39(4) of the Commission's Rules and South Dakota Code § 37-29-1(4), which defines the term "trade secret" under South Dakota law.

V. FACTUAL BASIS FOR CONFIDENTIAL TREATMENT

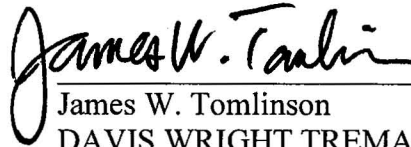
The attached Statements of Cash Flows fit squarely within the definition of a “trade secret” under § 20:10:01:39(4) of the Commission’s Rules and South Dakota Code § 37-29-1(4).¹ As a privately-held company, Mobilitie’s financial qualifications are not readily ascertainable. Mobilitie currently has no legal obligation to prepare or submit projected financial statements, or to report any financial information to a public entity. Further, the unavailability of this information derives independent economic value for Mobilitie because the disclosure of such information would jeopardize Mobilitie’s ability to compete in the provision of telecommunications services in South Dakota. Mobilitie is not a public corporation and its financial and business information is uniquely sensitive.

Mobilitie takes considerable efforts to maintain the secrecy of the information contained in its Statements of Cash Flows. Financial information of this type is not publicly disseminated, and Mobilitie takes reasonable steps to guard this information internally as well. Its disclosure is limited to Mobilitie’s senior officers, its counsel, and employees of the company who are directly involved with Mobilitie’s financial operations. Furthermore, when required to submit financial information to public authorities, all such information is clearly stamped “confidential” and is accompanied by formal requests to maintain the confidentiality of the information and withheld from public disclosure.

¹ A “trade secret” is defined in South Dakota Code § 37-29-1(4) as “information, including a formula, pattern, compilation, program device, method, technique or process that (i) Derives independent economic value, actual or potential, from not being generally known to, and not being readily ascertainable by proper means by, other persons who can obtain economic value from its disclosure or use; and (ii) Is the subject of efforts that are reasonable under the circumstances to maintain its secrecy.”

WHEREFORE, Mobilitie respectfully requests that the Commission deem the attached Statements of Cash Flows of Mobilitie to be confidential and protected from disclosure under the procedures set forth in §§ 20:10:01:40 and 20:10:01:43 of the Commission's Rules.

Respectfully submitted,



James W. Tomlinson
DAVIS WRIGHT TREMAINE LLP
1919 Pennsylvania Ave., N.W., Suite 800
Washington, D.C. 20006-3401
Tel: (202) 973 - 4200
Fax.: (202) 973 - 4499

Yvonne Schroeder de Orr
Senior Vice President / General Counsel
660 Newport Center Drive, Suite 200
Newport Beach, CA 92660
Tel.: (949) 999 - 5778
Fax: (949) 274 - 7583

Attorneys for Mobilitie, LLC

Dated: October 28, 2010