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**BEFORE
THE PUBLIC UTILITIES COMMISSION OF OHIO**

In the Matter of the Commission's Investigation)
into Intrastate Carrier Access Reform Pursuant) Case No. 10 - 2387 - TP - COI
to Sub. S.B. 162)

MOTION FOR PROTECTIVE ORDER

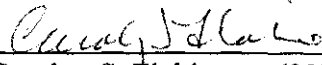
Pursuant to Ohio Adm.Code 4901-1-24(D), Benton Ridge Telephone Company ("Benton Ridge") hereby moves the Commission for a protective order regarding the confidential information that it is filing contemporaneously with this Motion, specifically the unredacted version of its calculations supporting the mandated reductions in its intrastate access rates (the "Confidential Information"). Specifically, Benton Ridge seeks to protect its Intrastate Minutes of Use/Demand (the "MOU") and related revenues derived from the MOU.

Benton Ridge requests that the Commission issue such order as is necessary to protect the Confidential Information. Non-disclosure of the information is not inconsistent with the purposes of Title 49 of the Revised Code because the Commission and its Staff will have full access to the Confidential Information in order to fulfill their statutory obligations.

The bases for this Motion may be found in the attached Memorandum of Support.

Respectfully submitted,

BENTON RIDGE TELEPHONE COMPANY


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**MEMORANDUM IN SUPPORT OF
MOTION FOR PROTECTIVE ORDER**

In accordance with the Commission's March 20, 2012 Entry in this proceeding, Benton Ridge is concurrently filing its calculations supporting the mandated reductions to its intrastate access rates. One element of the calculations is Benton Ridge's Intrastate Minutes of Use/Demand (the "MOU"), which Benton Ridge considers to be confidential and proprietary data. Further, the calculations include related revenue information that is derived from the MOU (together, the MOU and the related derived revenues shall be referred to herein as the "Confidential Information"). Because Benton Ridge considers the MOU and derived revenues to be confidential, the unredacted version of the calculations has been filed under seal as required by Ohio Adm.Code 4901-1-24(D).

The Confidential Information includes detail about Benton Ridge's finances and operations that would be of significant interest to competitors. Consequently, that data constitutes confidential information that should not be disclosed in the public record.

The Confidential Information constitutes trade secrets as defined in Revised Code §1333.61(D). The information (1) derives 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 (2) is the subject of efforts that are reasonable under the circumstances to maintain its secrecy.

The Ohio Supreme Court adopted six factors to be used in determining whether a trade secret claim meets the statutory definition:

- 1) The extent to which the information is known outside the business;
- 2) The extent to which it is known to those inside the business, i.e., by the employees;
- 3) The precautions taken by the holder of the trade secret to guard the secrecy of the information;
- 4) The savings effected and the value to the holder in having the information as against competitors;
- 5) The amount of effort or money expended in obtaining and developing the information; and
- 6) The amount of time and expense it would take for others to acquire and duplicate the information.

State ex rel. The Plain Dealer v. Ohio Dept. of Ins., 80 Ohio St.3d 513, 524-525 (1997).

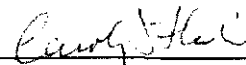
With the exception of Benton Ridge's billing vendor, the Confidential Information is not known outside of Benton Ridge and is known within Benton Ridge only to senior managers and a limited number of employees with a particular need to know. Benton Ridge has taken precautions to guard the secrecy of the Confidential Information by limiting its dissemination. Disclosure of the Confidential Information would harm Benton Ridge's competitive position in the marketplace. (See attached Affidavit of Ken Williams, President and CEO.)

The protection of trade secret information from public disclosure is consistent with the purposes of Title 49 because the Commission and its Staff have access to the information. Granting protection of the Confidential Information requested herein will not impair the Commission's regulatory responsibilities.

Confidential treatment of the calculations is therefore both appropriate and required by Ohio law and the Commission's rules. For the foregoing reasons, Benton Ridge prays that its Motion for Protective Order be granted.

Respectfully submitted,

BENTON RIDGE TELEPHONE COMPANY


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AFFIDAVIT OF KEN WILLIAMS

STATE OF OHIO

COUNTY OF HANCOCK

NOW COMES Ken Williams, being first duly cautioned and sworn, deposes and says as follows:

1. I am President and CEO of Benton Ridge Telephone Company ("Benton Ridge"); PO Box 180, Benton Ridge, OH 45816. I am authorized to make this Affidavit on behalf of Benton Ridge, and do so in the ordinary discharge of my responsibilities.
2. I have personal knowledge of all relevant matters pertaining to the calculations that Benton Ridge filed with the Public Utilities Commission of Ohio on April 10, 2012, including the MOU and related revenue data.
3. Benton Ridge considers the MOU and related revenue data (together, the "Confidential Information") to be confidential.
4. The Confidential Information is not otherwise available to the general public, and includes detail about Benton Ridge's finances and operations that would be of significant interest to competitors. Consequently, Benton Ridge is requesting that the Confidential Information not be disclosed to the public.
5. The Confidential Information 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 derive economic value from its disclosure or use.

6. With the exception of Benton Ridge's billing vendor, the Confidential Information is provided only to Benton Ridge's senior management and a restricted list of employees who have a particular need to know the Information.
7. The Confidential Information is indicative of Benton Ridge's operations and, therefore, public disclosure of the Confidential Information would place Benton Ridge at a competitive and economic disadvantage.
8. The Confidential Information is the subject of efforts by Benton Ridge that are reasonable under the circumstances to maintain its secrecy.

FURTHER AFFIANT SAYETH NAUGHT.

Ken Williams
Ken Williams

Sworn to before me and subscribed in my presence this 9th day of April, 2012.



KAREN RIGGSBY
Notary Public, State of Ohio
My Commission Expires
December 4, 2015

Karen Riggsby
Notary Public

CERTIFICATE OF SERVICE

It is hereby certified that a true copy of the foregoing was served via electronic mail to the persons listed below this 10th day of April, 2012.

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