

**BEFORE THE PUBLIC UTILITY COMMISSION
OF OREGON
UM 1522**

In the Matter of

VIRGIN MOBILE USA, L.P.,

Petition for Limited Designation as an
Eligible Telecommunications Carrier

MOTION FOR ENTRY OF STANDARD PROTECTIVE ORDER

Pursuant to OAR 830-012-0035(l)(k), applicant Virgin Mobile USA, L.P. (“Virgin Mobile”) respectfully requests entry of the Commission’s standard protective order in this proceeding. Virgin Mobile believes good cause exists for issuance of such an order to protect confidential business information. In support of this motion, Virgin Mobile states the following:

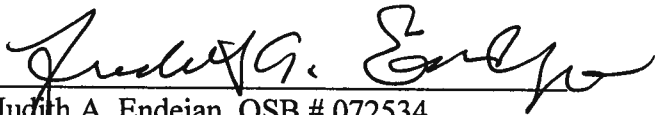
1. The Commission’s rules authorize a party to seek reasonable restrictions on discovery of trade secrets and other confidential business information. *See* OAR 860-11-000(3) (adopting Oregon Rules of Civil Procedure (“ORCP”)); ORCP 36(C)(7) (providing protection against unrestricted discovery of “a trade secret or other confidential research, development, or commercial information”). *See also In re Investigation into the Cost of Providing Telecommunications Service* (Docket UM 351), Order No. 91-500 (1991) (recognizing that protective orders are a reasonable means to protect “the rights of a party to trade secrets and other confidential commercial information” and “to facilitate the communication of information between litigants”).

2. Good cause exists for the issuance of a protective order in this proceeding. Virgin Mobile is required to submit commercially sensitive information regarding customer counts in this proceeding. It may be required to submit other commercially sensitive information to the Commission, its Staff or Citizens' Utility Board of Oregon ("CUB") as a result of reporting obligations imposed by a Commission order approving Virgin Mobile's Amended Application. Virgin Mobile will be exposed to competitive injury if it is forced to make unrestricted discover of its confidential business information. Issuance of a protective order is necessary to prevent this harm.

3. Accordingly, Virgin Mobile seeks the issuance of the Commission's standard protective order to limit the use and disclosure of confidential business information.

Dated: November 17, 2011

Respectfully submitted,



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Counsel for Virgin Mobile USA, L.P.

CERTIFICATE OF SERVICE

I hereby certify that on November 17, 2011, I served the foregoing Motion for Entry of Standard Protective Order upon the parties in this proceeding by electronic mail as follows:

**W=Waive Paper
service**

**C=Confidential
HC=Highly Confidential**

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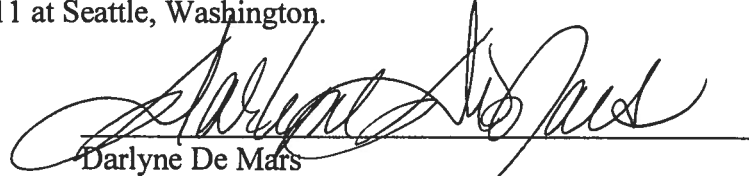
W

VIRGIN MOBILE USA LLC

ELAINE DIVELBLISS

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Executed on November 17, 2011 at Seattle, Washington.

A handwritten signature in black ink, appearing to read "Darlyne De Mars", is written over a horizontal line.

Darlyne De Mars

Legal Assistant to Judith A. Endejan
Counsel for Virgin Mobile USA, L.P.