

VERIZON COMMUNICATIONS INC

Form FWP

March 30, 2007

**Filed Pursuant to Rule 433  
Registration No. 333-109028-01**

Final Term Sheet  
March 29, 2007

**VERIZON COMMUNICATIONS INC.  
\$750,000,000 5.500% Notes due 2017  
\$750,000,000 6.250% Notes due 2037  
\$500,000,000 Floating Rate Notes due 2009**

**Issuer:** Verizon Communications Inc.

**Title of Securities:** 5.500% Notes due 2017 (the Notes due 2017 )  
6.250% Notes due 2037 (the Notes due 2037 )  
Floating Rate Notes due 2009 (the Floating Rate Notes due 2009 )

**Trade Date:** March 29, 2007

**Settlement Date (T+3):** April 3, 2007

**Maturity Date:** Notes due 2017: April 1, 2017  
Notes due 2037: April 1, 2037  
Floating Rate Notes due 2009: April 3, 2009

**Aggregate Principal Amount Offered:** Notes due 2017: \$750,000,000  
Notes due 2037: \$750,000,000  
Floating Rate Notes due 2009: \$500,000,000

**Price to Public (Issue Price):** Notes due 2017: 99.303% plus accrued interest, if any, from April 3, 2007  
Notes due 2037: 99.171% plus accrued interest, if any, from April 3, 2007  
Floating Rate Notes due 2009: 100% plus accrued interest, if any, from April 3, 2007

**Gross Spread:** Notes due 2017: 0.450%  
Notes due 2037: 0.875%  
Floating Rate Notes due 2009: 0.150%

**Price to Verizon:** Notes due 2017: 98.853%  
Notes due 2037: 98.296%  
Floating Rate Notes due 2009: 99.850%

**Underwriter Reimbursement of Verizon Expenses:** Underwriters to reimburse \$937,500 of Verizon expenses.

**Interest Rate:** Notes due 2017: 5.500% per annum  
Notes due 2037: 6.250% per annum

Floating Rate Notes due 2009: three-month LIBOR plus 0.05%.

---

**Interest Payment Dates:**

Notes due 2017 and Notes due 2037: Semi-annually on each April 1 and October 1, commencing October 1, 2007.

Floating Rate Notes due 2009: Quarterly on each January 3, April 3, July 3 and October 3, commencing July 3, 2007; provided however, that if any such interest payment date would fall on a day that is not a business day, other than the interest payment date that is also the date of maturity, that interest payment date will be postponed to the following day that is a business day, except that if such next business day is in a different month, then that interest payment date will be the immediately preceding day that is a business day; and provided further, that if the date of maturity is not a business day, payment of principal and interest will be made on the following day that is a business day and no interest will accrue for the period from and after such date of maturity.

**Denominations:**

Minimum of \$2,000 and integral multiples of \$1,000 in excess of \$2,000.

**Optional Redemption:**

Notes due 2017: Make-whole call at any time at 100% of discounted present value at Treasury Rate plus 25 basis points.  
Notes due 2037: Make-whole call at any time at 100% of discounted present value at Treasury Rate plus 30 basis points.  
Floating Rate Notes due 2009: Not redeemable prior to maturity.

**Joint Bookrunners:**

Notes due 2017 and Notes due 2037: Citigroup Global Markets Inc., Credit Suisse Securities (USA) LLC and UBS Securities LLC

Floating Rate Notes due 2009: Barclays Capital Inc., Goldman, Sachs & Co. and Wachovia Capital Markets, LLC

---

**Allocation:**

	Notes Due 2017	Notes Due 2037	Floating Rate Notes Due 2009
Citigroup Global Markets Inc.	\$ 172,500,000	\$ 172,500,000	\$ 25,000,000
Credit Suisse Securities (USA) LLC	172,500,000	172,500,000	25,000,000
UBS Securities LLC	172,500,000	172,500,000	25,000,000
Barclays Capital Inc.	37,500,000	37,500,000	115,000,000
Goldman, Sachs & Co.	37,500,000	37,500,000	115,000,000
Wachovia Capital Markets, LLC	37,500,000	37,500,000	115,000,000
Greenwich Capital Markets, Inc.	37,500,000	37,500,000	25,000,000
Morgan Stanley & Co. Incorporated	37,500,000	37,500,000	25,000,000
Loop Capital Markets, LLC	7,500,000	7,500,000	10,000,000
Muriel Siebert & Co., Inc.	7,500,000	7,500,000	10,000,000
The Williams Capital Group, L.P.	7,500,000	7,500,000	10,000,000
Blaylock & Company, Inc.	7,500,000	7,500,000	0
Guzman & Company	7,500,000	7,500,000	0
Samuel A. Ramirez & Co., Inc.	7,500,000	7,500,000	0
	\$ 750,000,000	\$ 750,000,000	\$ 500,000,000

**Reference Document:**

Prospectus Supplement, subject to completion, dated March 29, 2007; Prospectus dated March 29, 2007.

**The issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at [www.sec.gov](http://www.sec.gov).**

**Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling Citigroup Global Markets Inc. toll-free at 1 (877) 858-5407, Credit Suisse Securities (USA) LLC toll-free at 1 (800) 221-1037, UBS Securities LLC toll-free at 1 (888) 722-9555 Ext. 1088, Barclays Capital Inc. toll-free at 1 (888) 227-2775 Ext. 2663, Goldman, Sachs & Co. toll-free at 1 (866) 471-2526 or Wachovia Capital Markets, LLC toll-free at 1 (866) 289-1262.**

**Any disclaimers or other notices that may appear below are not applicable to this communication and should be disregarded. Such disclaimers or other notices were automatically generated as a result of this communication being sent via Bloomberg or another email system.**