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GENUITY

225 Presidential Way
Woburn, Massachusetts 01801

VIA FEDERAL EXPRESS

August 6, 2002

RECEIVED
OFFICE OF THE SECRETARY

AUG 7 2002

Jonathan G. Katz
Secretary
Securities and Exchange Commission
450 Fifth Street, NW
Washington, DC 20549

RE: Genuity Inc./Sworn Statements Pursuant to Section 21(a)(1) of the Securities Exchange Act of 1934

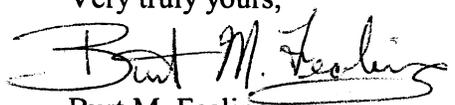
Dear Mr. Katz:

Please find enclosed, pursuant to the Commission's Order Requiring the Filing of Sworn Statements Pursuant to Section 21(a)(1) of the Securities Exchange Act of 1934, three (3) copies of the sworn statements of each of Paul R. Gudonis, the principal executive officer, and Daniel P. O'Brien, the principal financial officer, of Genuity Inc.

We would appreciate your stamping the enclosed acknowledgement copy of this letter with the date and time of filing and returning it to my attention in the enclosed self-addressed, stamped envelope.

Please feel free to contact me at (781) 865-7916 if you have any questions or comments regarding the enclosed sworn statements.

Very truly yours,



Burt M. Fealing
Assistant General Counsel
Genuity Inc.

cc: Paul R. Gudonis
Daniel P. O'Brien
Ira H. Parker

GENUITY

STATEMENT UNDER OATH PRINCIPAL FINANCIAL OFFICER REGARDING FACTS AND CIRCUMSTANCES RELATING TO EXCHANGE ACT FILINGS

I, Daniel P. O'Brien, Executive Vice President and Chief Financial Officer of Genuity Inc., state and attest that:

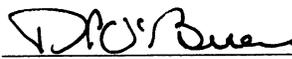
(1) To the best of my knowledge, based upon a review of the covered reports of Genuity Inc., and, except as corrected or supplemented in a subsequent covered report:

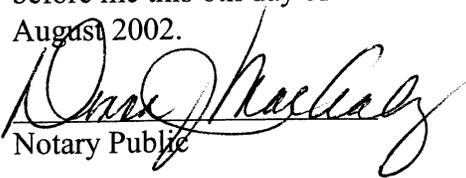
- no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
- no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).

(2) I have reviewed the contents of this statement with the Company's audit committee.

(3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":

- Annual Report on Form 10-K filed with the Commission on April 1, 2002 of Genuity Inc.;
- all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Genuity Inc. filed with the Commission subsequent to the filing of the Form 10-K identified above; and
- any amendments to any of the foregoing.


 Daniel P. O'Brien
 August 6, 2002

Subscribed and sworn to
 before me this 6th day of
 August 2002.

 Notary Public

My Commission Expires:

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MY COMMISSION EXPIRES
 FEBRUARY 25, 2005