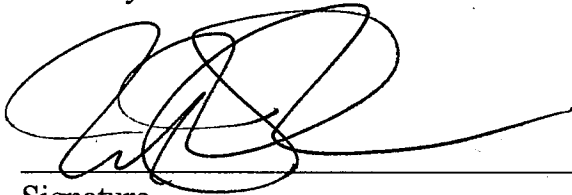


EXHIBIT A (ATTORNEY AGREEMENT)

AGREEMENT CONCERNING CONFIDENTIAL INFORMATION
IN DOCKET UT-100820
BEFORE THE
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

I, Rob Roy Smith, as attorney in this proceeding for Level 3 Communications, LLC, Cbeyond Communications LLC, and 360NETWORKS (USA) inc (parties to this proceeding) agree to comply with and be bound by the Protective Order entered by the Washington Utilities and Transportation Commission in Docket UT-100820, and acknowledge that I have reviewed the Protective Order and fully understand its terms and conditions.



Signature

Date

9-29-10

Ater Wynne LLP
601 Union Street
Suite 1501
Seattle, WA 98101-3981

EXHIBIT C (HIGHLY CONFIDENTIAL INFORMATION AGREEMENT)

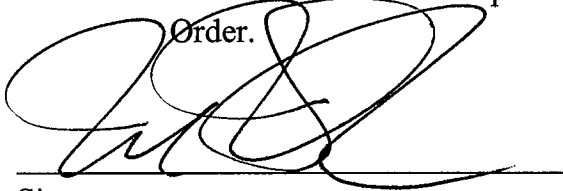
AGREEMENT CONCERNING HIGHLY CONFIDENTIAL INFORMATION
IN DOCKET UT-100820
BEFORE THE
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

I, Rob Roy Smith, as

- In-house attorney
- In-house expert
- Outside counsel
- Outside expert

in this proceeding for Rob Roy Smith, as attorney in this proceeding for Level 3 Communications, LLC, Cbeyond Communications LLC, and 360NETWORKS (USA) inc (parties to this proceeding) hereby declare under penalty of perjury under the laws of the State of Washington that the following are true and correct:

- a. I am not now involved, and will not for a period of two years involve myself in, competitive decision making with respect to which the documents or information may be relevant, by or on behalf of any company or business organization that competes, or potentially competes, with the company or business organization from whom they seek disclosure of highly confidential information with respect to the pricing, marketing, and sales of telecommunications services in the state of Washington ; and
- b. I have read and understand, and agree to be bound by, the terms of the Protective Order in this proceeding, including this Section C of the Protective Order.



Signature

9-29-10

Date

Seattle, Washington
City/State where this Agreement was signed

Ater Wynne LLP
601 Union Street
Suite 1501
Seattle, WA 98101-3981
Permanent Address

Ater Wynne LLP
Employer

Attorney
Position and Responsibilities

* * *

The following portion is to be completed by the responding party and filed with the Commission within 10 days of receipt. Failure to do so will constitute a waiver and the above-named person will be deemed a person having access to Highly Confidential Information under the terms and conditions of the protective order.

_____ No objection.

_____ Objection. The responding party objects to the above-named person having access to Highly Confidential Information. The objecting party shall file a motion with the Commission, supported by affidavit, setting forth the basis for objection and asking exclusion of the person from access to Highly Confidential Information.

Signature

Date