



Rob McKenna
ATTORNEY GENERAL OF WASHINGTON

800 Fifth Avenue #2000 • Seattle WA 98104-3188

January 20, 2009

VIA ELECTRONIC FILING & FIRST CLASS MAIL

David Danner
Executive Secretary
Washington Utilities & Transportation Commission
1300 S. Evergreen Pk. Dr. S.W.
PO Box 47250
Olympia, WA 98504-7250

Re: In the Matter of the Joint Application of EMBARQ CORPORATION AND
CENTURYTEL, INC., For Approval of Transfer of Control of United Telephone
Company of the Northwest d/b/a Embarq and Embarq Communications, Inc.
Docket No. UT-082119

Dear Mr. Danner:

Enclosed please find the originals and twelve copies each of the protective order agreements of Simon ffitich, Sarah Shifley, Mary Kimball, Stefanie Johnson, Lea Daeschel, Carol Williams, Linda Borla, Diane Campbell, Kim Lon, and Aimee Coe, for filing in the above-entitled docket.

Sincerely,

Sarah A Shifley
Assistant Attorney General
Public Counsel Section
(206) 464-6595

SAS:ljb

Enclosures

cc: Service List (E-mail & First Class Mail)

CERTIFICATE OF SERVICE
Docket No. UT-082119

I hereby certify that a true and correct copy of the protective agreements of Simon ffitich, Sarah Shifley, Mary Kimball, Stefanie Johnson, Lea Daeschel, Carol Williams, Linda Borla, Diane Campbell, Kim Lon, and Aimee Coe was sent to each of the parties of record shown on the attached Service List in sealed envelopes, via:

First Class Mail and Electronic Mail

DATED: January 20, 2009.



LINDA BORLA

**Docket No. UT 082119
EMBARQ/CENTURYTEL MERGER**

SERVICE LIST

IBEW
SCOTT J. RUBIN
333 OAK LANE
BLOOMSBURG, PA 17815

CENTURYTEL INC
CHARLES L BEST
1631 NE BROADWAY SUITE 538
PORTLAND OR 97232 1425

LEVEL 3
GREGORY L. ROGERS
SENIOR CORPORATE COUNSEL
LEVEL 3 COMMUNICATIONS, LLC
1025 ELDORADO BLVD.
BROOMFIELD, CO 80021

**UNITED TELPHONE
COMPANY OF THE NW
D/B/A EMBARQ**
WILLIAM HENDRICKS
902 WASCO STREET
HOOD RIVER OR 97031

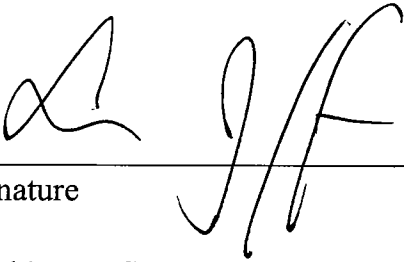
WUTC
JONATHON THOMPSON
WUTC
1400 S EVERGREEN PARK DR SW
OLYMPIA WA 98504

COMCAST
ARTHUR A. BUTLER
ATER WYNNE LLP
601 UNION ST., SUITE 1501
SEATTLE, WA 98101-3981

EXHIBIT A (ATTORNEY AGREEMENT)

AGREEMENT CONCERNING CONFIDENTIAL INFORMATION
IN DOCKET UT-082119
BEFORE THE
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

I, Simon J. ffitc, as attorney in
this proceeding for Public Counsel (party 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-082119, and
acknowledge that I have reviewed the Protective Order and fully understand its terms and
conditions.



Signature

Date

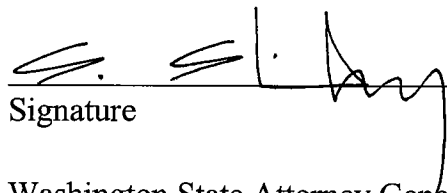
1/13/09

Washington State Attorney General's Office
800 5th Ave., #2000, Seattle, WA 98104
Address

EXHIBIT A (ATTORNEY AGREEMENT)

AGREEMENT CONCERNING CONFIDENTIAL INFORMATION
IN DOCKET UT-082119
BEFORE THE
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

I, Sarah A. Shifley, as attorney in
this proceeding for Public Counsel (party 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-082119, and
acknowledge that I have reviewed the Protective Order and fully understand its terms and
conditions.


Signature


JANUARY 13, 2009
Date

Washington State Attorney General's Office
800 5th Ave., #2000, Seattle, WA 98104
Address

EXHIBIT B

AGREEMENT CONCERNING CONFIDENTIAL INFORMATION
IN DOCKET UT-082119
BEFORE THE
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

I, Mary Kimball, as Policy Analyst in this proceeding for Public Counsel (a party to this proceeding) hereby agree to comply with and be bound by the Protective Order entered by the Washington Utilities and Transportation Commission in Docket UT-082119, and acknowledge that I have reviewed the Protective Order and fully understand its terms and conditions.



Signature

1.17.09

Date

Washington State Attorney General's Office
Employer

800 5th Ave. #2000, Seattle, WA 98104-3188
Address

Policy Analyst
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 an expert having access to Confidential Information under the terms and conditions of the Protective Order.

_____ No objection.

_____ Objection. The responding party objects to the above-named expert having access to Confidential Information. The objecting party shall file a motion setting forth the basis for objection and asking exclusion of the expert from access to Confidential Information.

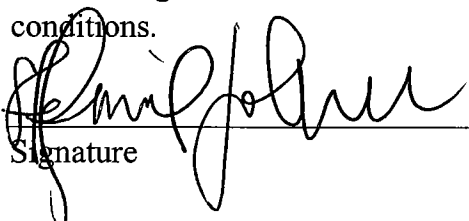
Signature

Date

EXHIBIT B

AGREEMENT CONCERNING CONFIDENTIAL INFORMATION
IN DOCKET UT-082119
BEFORE THE
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

I, Stefanie Johnson, as Policy Analyst in this proceeding for Public Counsel (a party to this proceeding) hereby agree to comply with and be bound by the Protective Order entered by the Washington Utilities and Transportation Commission in Docket UT-082119, and acknowledge that I have reviewed the Protective Order and fully understand its terms and conditions.


Signature

1/13/09
Date

Washington State Attorney General's Office
Employer

800 5th Ave. #2000, Seattle, WA 98104-3188
Address

Policy Analyst
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 an expert having access to Confidential Information under the terms and conditions of the Protective Order.

 No objection.

 Objection. The responding party objects to the above-named expert having access to Confidential Information. The objecting party shall file a motion setting forth the basis for objection and asking exclusion of the expert from access to Confidential Information.

Signature

Date

EXHIBIT B

AGREEMENT CONCERNING CONFIDENTIAL INFORMATION
IN DOCKET UT-082119
BEFORE THE
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

I, Carol Williams, as Legal Assistant in this proceeding for Public Counsel (a party to this proceeding) hereby agree to comply with and be bound by the Protective Order entered by the Washington Utilities and Transportation Commission in Docket UT-082119, and acknowledge that I have reviewed the Protective Order and fully understand its terms and conditions.

Carol Williams
Signature

1/13/09
Date

Washington State Attorney General's Office
Employer

800 5th Ave. #2000, Seattle, WA 98104-3188
Address

Legal Assistant
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 an expert having access to Confidential Information under the terms and conditions of the Protective Order.

 No objection.

 Objection. The responding party objects to the above-named expert having access to Confidential Information. The objecting party shall file a motion setting forth the basis for objection and asking exclusion of the expert from access to Confidential Information.

Signature

Date

EXHIBIT B

AGREEMENT CONCERNING CONFIDENTIAL INFORMATION
IN DOCKET UT-082119
BEFORE THE
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

I, Linda Borla, as Legal Assistant in this proceeding for Public Counsel (a party to this proceeding) hereby agree to comply with and be bound by the Protective Order entered by the Washington Utilities and Transportation Commission in Docket UT-082119, and acknowledge that I have reviewed the Protective Order and fully understand its terms and conditions.

Linda Borla
Signature

1/13/09
Date

Washington State Attorney General's Office
Employer

800 5th Ave. #2000, Seattle, WA 98104-3188
Address

Legal Assistant
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 an expert having access to Confidential Information under the terms and conditions of the Protective Order.

 No objection.

 Objection. The responding party objects to the above-named expert having access to Confidential Information. The objecting party shall file a motion setting forth the basis for objection and asking exclusion of the expert from access to Confidential Information.

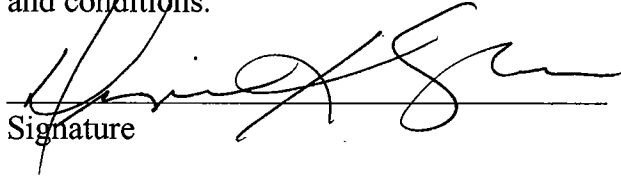
Signature

Date

EXHIBIT B

AGREEMENT CONCERNING CONFIDENTIAL INFORMATION
IN DOCKET UT-082119
BEFORE THE
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

I, Diane Campbell, as Legal Assistant in this proceeding for Public Counsel (a party to this proceeding) hereby agree to comply with and be bound by the Protective Order entered by the Washington Utilities and Transportation Commission in Docket UT-082119, and acknowledge that I have reviewed the Protective Order and fully understand its terms and conditions.


Signature

1/14/09
Date

Washington State Attorney General's Office
Employer

800 5th Ave. #2000, Seattle, WA 98104-3188
Address

Legal Assistant
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 an expert having access to Confidential Information under the terms and conditions of the Protective Order.

 No objection.

 Objection. The responding party objects to the above-named expert having access to Confidential Information. The objecting party shall file a motion setting forth the basis for objection and asking exclusion of the expert from access to Confidential Information.

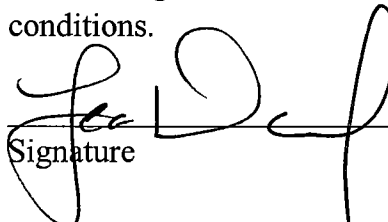
Signature

Date

EXHIBIT B

AGREEMENT CONCERNING CONFIDENTIAL INFORMATION
IN DOCKET UT-082119
BEFORE THE
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

I, Lea Daeschel, as Policy Analyst in this proceeding for Public Counsel (a party to this proceeding) hereby agree to comply with and be bound by the Protective Order entered by the Washington Utilities and Transportation Commission in Docket UT-082119, and acknowledge that I have reviewed the Protective Order and fully understand its terms and conditions.



Signature
Washington State Attorney General's Office
Employer

1-13-09

Date

800 5th Ave. #2000, Seattle, WA 98104-3188
Address

Policy Analyst

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 an expert having access to Confidential Information under the terms and conditions of the Protective Order.

_____ No objection.

_____ Objection. The responding party objects to the above-named expert having access to Confidential Information. The objecting party shall file a motion setting forth the basis for objection and asking exclusion of the expert from access to Confidential Information.

Signature

Date

EXHIBIT B

AGREEMENT CONCERNING CONFIDENTIAL INFORMATION
IN DOCKET UT-082119
BEFORE THE
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

I, Kim Lon, as Office Assistant in this proceeding for Public Counsel (a party to this proceeding) hereby agree to comply with and be bound by the Protective Order entered by the Washington Utilities and Transportation Commission in Docket UT-082119, and acknowledge that I have reviewed the Protective Order and fully understand its terms and conditions.

Kim Lon
Signature

01/13/09
Date

Washington State Attorney General's Office
Employer

800 5th Ave. #2000, Seattle, WA 98104-3188
Address

Office Assistant
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 an expert having access to Confidential Information under the terms and conditions of the Protective Order.

 No objection.

 Objection. The responding party objects to the above-named expert having access to Confidential Information. The objecting party shall file a motion setting forth the basis for objection and asking exclusion of the expert from access to Confidential Information.

Signature

Date

EXHIBIT B

AGREEMENT CONCERNING CONFIDENTIAL INFORMATION
IN DOCKET UT-082119
BEFORE THE
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

I, Aimee Coe, as Office Assistant in this proceeding for Public Counsel (a party to this proceeding) hereby agree to comply with and be bound by the Protective Order entered by the Washington Utilities and Transportation Commission in Docket UT-082119, and acknowledge that I have reviewed the Protective Order and fully understand its terms and conditions.

Aimee Coe
Signature

1/13/09
Date

Washington State Attorney General's Office
Employer

800 5th Ave. #2000, Seattle, WA 98104-3188
Address

Office Assistant
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 an expert having access to Confidential Information under the terms and conditions of the Protective Order.

 No objection.

 Objection. The responding party objects to the above-named expert having access to Confidential Information. The objecting party shall file a motion setting forth the basis for objection and asking exclusion of the expert from access to Confidential Information.

Signature

Date

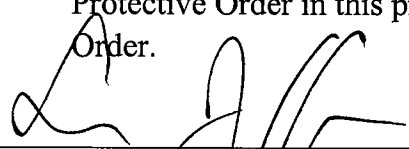
[Service Date January 9, 2009]

EXHIBIT C (HIGHLY CONFIDENTIAL INFORMATION AGREEMENT)

AGREEMENT CONCERNING HIGHLY CONFIDENTIAL INFORMATION
IN DOCKET UT-082119
BEFORE THE
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

I, Simon J. ffitch, as in-house attorney
in this proceeding for Public Counsel (a party 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 retail
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

1/13/09

Date

Seattle
City/State where this Agreement was signed

Washington State Attorney General's Office
Employer

Sr. Assistant Attorney General
Position and Responsibilities

800 5th Ave. #2000, Seattle, WA 98104-3188
Permanent Address

* * *

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

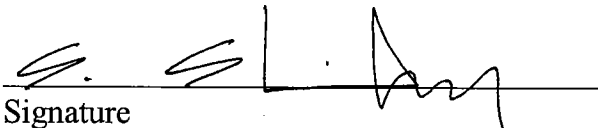
[Service Date January 9, 2009]

EXHIBIT C (HIGHLY CONFIDENTIAL INFORMATION AGREEMENT)

AGREEMENT CONCERNING HIGHLY CONFIDENTIAL INFORMATION
IN DOCKET UT-082119
BEFORE THE
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

I, Sarah A. Shifley, as in-house attorney
in this proceeding for Public Counsel (a party 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 retail 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

JANUARY 13, 2009
Date

Seattle
City/State where this Agreement was signed

Washington State Attorney General's Office
Employer

Assistant Attorney General
Position and Responsibilities

800 5th Ave. #2000, Seattle, WA 98104-3188
Permanent Address

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.

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Signature

Date

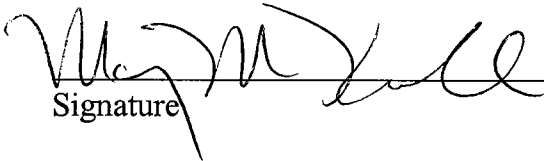
[Service Date January 9, 2009]

EXHIBIT C (HIGHLY CONFIDENTIAL INFORMATION AGREEMENT)

AGREEMENT CONCERNING HIGHLY CONFIDENTIAL INFORMATION
IN DOCKET UT-082119
BEFORE THE
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

I, Mary Kimball, as Policy Analyst
in this proceeding for Public Counsel (a party 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 retail
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

1.20.09
Date

Seattle
City/State where this Agreement was signed

Washington State Attorney General's Office
Employer

Policy Analyst
Position and Responsibilities

800 5th Ave. #2000, Seattle, WA 98104-3188
Permanent Address

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

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Signature

Date

[Service Date January 9, 2009]

EXHIBIT C (HIGHLY CONFIDENTIAL INFORMATION AGREEMENT)

AGREEMENT CONCERNING HIGHLY CONFIDENTIAL INFORMATION
IN DOCKET UT-082119
BEFORE THE
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

I, Stephanie Johnson, as Policy Analyst
in this proceeding for Public Counsel (a party 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 retail
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

1/13/09

Date

Seattle

City/State where this Agreement was signed

Washington State Attorney General's Office

Employer

Policy Analyst

Position and Responsibilities

800 5th Ave. #2000, Seattle, WA 98104-3188

Permanent Address

* * *

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

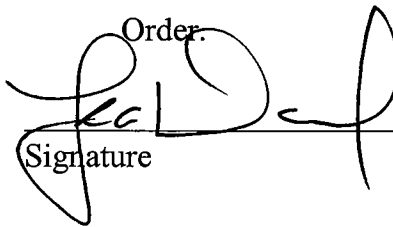
[Service Date January 9, 2009]

EXHIBIT C (HIGHLY CONFIDENTIAL INFORMATION AGREEMENT)

AGREEMENT CONCERNING HIGHLY CONFIDENTIAL INFORMATION
IN DOCKET UT-082119
BEFORE THE
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

I, Lea Daeschel, as Policy Analyst in this proceeding for Public Counsel (a party 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 retail 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

1/13/09
 Date

Seattle
 City/State where this Agreement was signed

Washington State Attorney General's Office
 Employer

Policy Analyst
 Position and Responsibilities

800 5th Ave. #2000, Seattle, WA 98104-3188
 Permanent Address

* * *

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

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Signature

Date

[Service Date January 9, 2009]

EXHIBIT C (HIGHLY CONFIDENTIAL INFORMATION AGREEMENT)

AGREEMENT CONCERNING HIGHLY CONFIDENTIAL INFORMATION
IN DOCKET UT-082119
BEFORE THE
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

I, Carol Williams, as Legal Assistant
in this proceeding for Public Counsel (a party 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 retail
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.

Carol Williams
Signature

1/13/09
Date

Seattle
City/State where this Agreement was signed

Washington State Attorney General's Office
Employer

Legal Assistant
Position and Responsibilities

800 5th Ave. #2000, Seattle, WA 98104-3188
Permanent Address

* * *

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Commission within 10 days of receipt. Failure to do so will constitute a waiver and

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Signature

Date

[Service Date January 9, 2009]

EXHIBIT C (HIGHLY CONFIDENTIAL INFORMATION AGREEMENT)

AGREEMENT CONCERNING HIGHLY CONFIDENTIAL INFORMATION
IN DOCKET UT-082119
BEFORE THE
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

I, Linda Borla, as Legal Assistant
in this proceeding for Public Counsel (a party 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 retail
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.

Linda Borla
Signature

1/13/09
Date

Seattle
City/State where this Agreement was signed

Washington State Attorney General's Office
Employer

Legal Assistant
Position and Responsibilities

800 5th Ave. #2000, Seattle, WA 98104-3188
Permanent Address

* * *
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Signature

Date

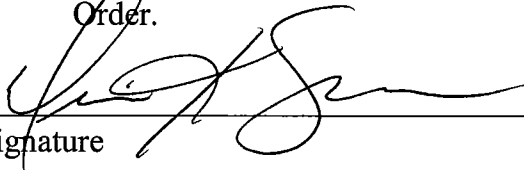
[Service Date January 9, 2009]

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AGREEMENT CONCERNING HIGHLY CONFIDENTIAL INFORMATION
IN DOCKET UT-082119
BEFORE THE
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

I, Diane Campbell, as Legal Assistant
in this proceeding for Public Counsel (a party 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 retail
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

1/14/09

Date

Seattle

City/State where this Agreement was signed

Washington State Attorney General's Office

Employer

Legal Assistant

Position and Responsibilities

800 5th Ave. #2000, Seattle, WA 98104-3188

Permanent Address

* * *

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

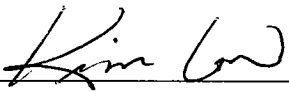
[Service Date January 9, 2009]

EXHIBIT C (HIGHLY CONFIDENTIAL INFORMATION AGREEMENT)

AGREEMENT CONCERNING HIGHLY CONFIDENTIAL INFORMATION
IN DOCKET UT-082119
BEFORE THE
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

I, Kim Lon, as Office Assistant in this proceeding for Public Counsel (a party 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 retail 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

01/13/09
Date

Seattle
City/State where this Agreement was signed

Washington State Attorney General's Office
Employer

Office Assistant
Position and Responsibilities

800 5th Ave. #2000, Seattle, WA 98104-3188
Permanent Address

* * *

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

EXHIBIT C (HIGHLY CONFIDENTIAL INFORMATION AGREEMENT)

AGREEMENT CONCERNING HIGHLY CONFIDENTIAL INFORMATION
IN DOCKET UT-082119
BEFORE THE
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

I, Aimee Coe, as Office Assistant
in this proceeding for Public Counsel (a party 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 retail
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.

Aimee Coe
Signature

1/13/09
Date

Seattle
City/State where this Agreement was signed

Washington State Attorney General's Office
Employer

Office Assistant
Position and Responsibilities

800 5th Ave. #2000, Seattle, WA 98104-3188
Permanent Address

* * *

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