

BEFORE THE WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

REQUEST FOR APPROVAL OF FULLY NEGOTIATED AMENDMENT TO INTERCONNECTION AGREEMENT BY:

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STATE OF WASH.
UTIL. AND TRANSP.
COMMISSION

Qwest Corporation

(Telecommunications Company A Name)

Talk America, Inc.

(Telecommunications Company B Name)

In accordance with WAC 480-07-640, Company A requests approval of the fully negotiated amendment to an interconnection agreement, as described below:

Amendment Number: 1

Description of amendment: This Amendment deletes, changes and adds terms and conditions for certain UNEs as set forth in Attachment 1 and Exhibit A to this Amendment.

The amendment amends the interconnection agreement first approved by the Commission on June 30, 2004 in WUTC Docket No. UT-043051. That agreement was originally approved by the Commission on February 6, 2004 in WUTC Docket No. UT-033035 between Qwest Corporation and AT&T Communications Company of the Pacific Northwest..

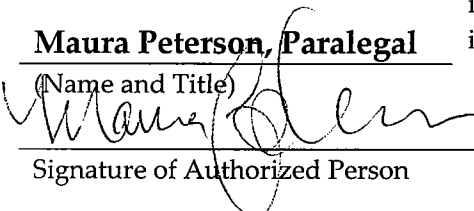
Company A represents that the amendment does not discriminate against non-party carriers, that it is consistent with state and federal law, and that it is in the public interest. By virtue of Company B's signature on the amendment, Company A believes that Company B agrees with these representations.

Maura Peterson, Paralegal is authorized to file amendments to interconnection agreements on behalf of

Qwest Corporation

(Name and Title)

(Name of Company)



Signature of Authorized Person

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WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION
ORDER APPROVING INTERCONNECTION AGREEMENT AMENDMENT

The Commission orders:

- (1) The amended agreement, as described above, is approved and effective as of the date of this Order.
- (2) In the event that the parties revise, modify, or amend the agreement approved in this Order, the revised, modified, or amended agreement will be deemed to be a new agreement under the Telecom Act and must be submitted to the Commission for approval, pursuant to 47 U.S.C. § 252(e)(1) and relevant provisions of state law, prior to taking effect.
- (3) The laws and regulations of the State of Washington and Commission Orders govern the construction and interpretation of the Amended Agreement. The Amended Agreement is subject to the jurisdiction of the Commission.

The Commissioners, having reviewed the information available in this matter and having determined this Order to be consistent with the public interest, directed the Secretary to enter this Order.

DATED and signed at Olympia, Washington, this _____ day of _____
(Month and Year)

Executive Secretary