

**Qwest**

1600 7th Avenue, Room 3206  
Seattle, Washington 98191  
Phone (206) 398-2504  
Facsimile (206) 343-4040

**Elizabeth M. Weber**  
Senior Paralegal  
Regulatory Law Department

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STATE OF WASH.  
UTIL. AND TRANSP.  
COMMISSION



*Via E-Mail and U.P.S. Overnight Delivery*

February 26, 2004

Ms. Carole J. Washburn, Executive Secretary  
Washington Utilities & Transportation Commission  
1300 S. Evergreen Park Drive SW  
P.O. Box 47250  
Olympia, WA 98504-7250

Re: Docket UT-033044  
Executed Protective Orders

Dear Ms. Washburn:

Please find enclosed the original executed signatory pages to Order No. 02, Protective Order entered in the above-referenced docket for the following individuals:

Exhibit A

John Devaney  
Ana Maria Fernandez  
  
Jonathan Frankel  
  
Bairbre Kennedy  
John Meehan  
Amy Richardson  
Jennifer Rockoff

Exhibit B

Luke Flynn-Fitzsimmons  
  
D.M. (Marti) Gude

Exhibit C

John Devaney (outside counsel)  
Ana Maria Fernandez (outside counsel)  
Luke Flynn-Fitzsimmons (outside expert witness)  
Jonathan Frankel (outside counsel)  
  
Bairbre Kennedy (outside counsel)  
John Meehan (outside counsel)  
Amy Richardson (outside counsel)  
Jennifer Rockoff (outside counsel)

Thank you.

Sincerely,

A handwritten signature in cursive script that reads 'Elizabeth M. Weber'.

Elizabeth M. Weber

Enclosures

cc: Service List (with enclosures)

DOCKET NO. UT-033044  
ORDER NO. 02

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STATE OF WASH.  
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**EXHIBIT A (ATTORNEY AGREEMENT)**

AGREEMENT CONCERNING CONFIDENTIAL INFORMATION  
IN DOCKET NO. UT-033044  
BEFORE THE  
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

I, John M. Devaney, as attorney in  
this proceeding for Qwest Corporation (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  
No. UT-033044, and acknowledge that I have reviewed the Protective Order and  
fully understand its terms and conditions.

John M. Devaney  
Signature  
Perkins Cole LLP  
607 14th Street, NW  
Washington, DC 20005  
Address

2/23/04  
Date

DOCKET NO. UT-033044  
ORDER NO. 02

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**EXHIBIT A (ATTORNEY AGREEMENT)**

AGREEMENT CONCERNING CONFIDENTIAL INFORMATION  
IN DOCKET NO. UT-033044  
BEFORE THE  
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

I, Ana Maria Fernandez, as attorney in  
this proceeding for QWEST (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  
No. UT-033044, and acknowledge that I have reviewed the Protective Order and  
fully understand its terms and conditions.

Ana Maria Fernandez 02/23/2004  
Signature Date

2445 M Street, N.W.

Address

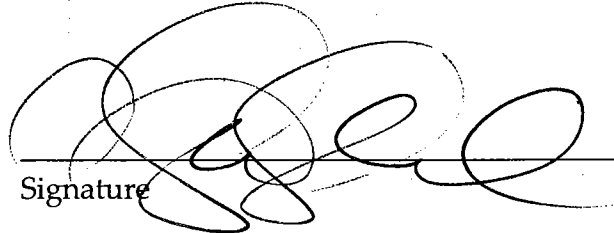
Washington, D.C. 20037

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COMMISSION  
EXHIBIT A (ATTORNEY AGREEMENT)

AGREEMENT CONCERNING CONFIDENTIAL INFORMATION  
IN DOCKET NO. UT-033044  
BEFORE THE  
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

I, JONATHAN FRANKEL, as attorney in  
this proceeding for QUEST CORPORATION (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  
No. UT-033044, and acknowledge that I have reviewed the Protective Order and  
fully understand its terms and conditions.

  
Signature

2/23/04  
Date

2445 M STREET NW WASHINGTON, DC 20037  
Address

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EXHIBIT A (ATTORNEY AGREEMENT)

AGREEMENT CONCERNING CONFIDENTIAL INFORMATION  
IN DOCKET NO. UT-033044  
BEFORE THE  
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

I, Bairbre Kennedy, as attorney in  
this proceeding for Quest (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  
No. UT-033044, and acknowledge that I have reviewed the Protective Order and  
fully understand its terms and conditions.

Bairbre Kennedy  
Signature

2-24-04  
Date

2445 M Street NW  
Address Washington DC 20037

DOCKET NO. UT-033044  
ORDER NO. 02

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COMMISSION  
**EXHIBIT A (ATTORNEY AGREEMENT)**

AGREEMENT CONCERNING CONFIDENTIAL INFORMATION  
IN DOCKET NO. UT-033044  
BEFORE THE  
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

I, Amy Richardson, as attorney in  
this proceeding for Qwest Communications (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  
No. UT-033044, and acknowledge that I have reviewed the Protective Order and  
fully understand its terms and conditions.

Amy Richardson  
Signature

2/23/04  
Date

2445 M Street  
Address Washington, DC  
20037



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EXHIBIT (ATTORNEY AGREEMENT)

AGREEMENT CONCERNING CONFIDENTIAL INFORMATION  
IN DOCKET NO. UT-033044  
BEFORE THE  
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

I, JOHN MEEHAN, as attorney in  
this proceeding for QWEST (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  
No. UT-033044, and acknowledge that I have reviewed the Protective Order and  
fully understand its terms and conditions.

John Meehan  
Signature

2-25-04  
Date

2445 M ST NW  
Address WASHINGTON DC 20037



EXHIBIT B (EXPERT AGREEMENT)

AGREEMENT CONCERNING CONFIDENTIAL INFORMATION  
IN DOCKET NO. UT-033044  
BEFORE THE  
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

I, D. M. (Marti) Gude, as expert witness, consultant, or advisor in this proceeding for Qwest (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 No. UT-033044 and acknowledge that I have reviewed the Protective Order and fully understand its terms and conditions.

D. Marti Gude  
Signature

2-20-2004  
Date

Qwest  
Employer

1314 Douglas, Omaha NE 68102  
Permanent Address

Director - Cost Accounting  
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, consultant, or advisor 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, consultant, or advisor having access to Confidential Information. The objecting party shall file a motion setting forth the basis for objection and asking exclusion of the expert, consultant, or advisor from access to Confidential Information.

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Date

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COMMISSION



**EXHIBIT C (HIGHLY CONFIDENTIAL INFORMATION AGREEMENT)**

AGREEMENT CONCERNING HIGHLY CONFIDENTIAL INFORMATION  
IN DOCKET NO. UT-033044  
BEFORE THE  
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

I, John M. Devaney, as

- In-house attorney
- In-house expert
- Outside counsel
- Outside expert
- Small company employee or in-house expert

in this proceeding for Qwest Corporation (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 No. UT-033044 and acknowledge that I have reviewed the Protective Order and fully understand its terms and conditions.

John M. Devaney  
Signature

2/23/04  
Date

Perkins Coie LLP  
Employer  
607 14th Street, NW  
Washington, DC 20005

Attorney  
Position and

Permanent Address  
Responsibilities  
Represent Qwest in hearing.

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UTIL. AND TRANSP.  
COMMISSION

\*\*\*

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.

EXHIBIT C (HIGHLY CONFIDENTIAL INFORMATION AGREEMENT)

AGREEMENT CONCERNING HIGHLY CONFIDENTIAL INFORMATION  
IN DOCKET NO. UT-033044  
BEFORE THE  
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

I, Ana Maria Fernandez

- In-house attorney
- In-house expert
- Outside counsel (L.A.)
- Outside expert
- Small company employee or in-house expert

STATE OF WASH.  
UTIL. AND TRANSP.  
COMMISSION

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in this proceeding for QWEST (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 No. UT-033044 and acknowledge that I have reviewed the Protective Order and fully understand its terms and conditions.

Ana Maria Fernandez  
Signature

02-23-2004  
Date

Wilmer Cutler Pickering LLP  
Employer

2445 M Street, N.W.  
Permanent Address  
Washington, D.C.  
Responsibilities  
20037

Project Assistant; document production  
Position and  
1/3 organization

\*\*\*

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.

EXHIBIT C (HIGHLY CONFIDENTIAL INFORMATION AGREEMENT)

AGREEMENT CONCERNING HIGHLY CONFIDENTIAL INFORMATION  
IN DOCKET NO. UT-033044  
BEFORE THE  
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

I, Luke Flynn-Fitzsimmons

- In-house attorney
- In-house expert
- Outside counsel
- Outside expert
- Small company employee or in-house expert

STATE OF WASH.  
UTIL. AND TRANSP.  
COMMISSION

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in this proceeding for Qwest (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 No. UT-033044 and acknowledge that I have reviewed the Protective Order and fully understand its terms and conditions.

[Signature]  
Signature

2/17/04  
Date

LECG  
Employer

352 Olive Ave., Piedmont CA, 94611  
Permanent Address  
Responsibilities

Research Analyst  
Position and

\*\*\*

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.

EXHIBIT C (HIGHLY CONFIDENTIAL INFORMATION AGREEMENT)

AGREEMENT CONCERNING HIGHLY CONFIDENTIAL INFORMATION  
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BEFORE THE  
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

I, JONATHAN FRANKEL

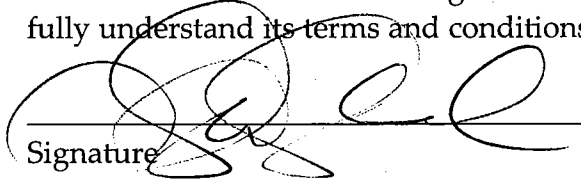
- In-house attorney
- In-house expert
- Outside counsel
- Outside expert
- Small company employee or in-house expert

STATE OF WASH.  
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in this proceeding for OWENS CORPORATION (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 No. UT-033044 and acknowledge that I have reviewed the Protective Order and fully understand its terms and conditions.

  
Signature

2/23/04  
Date

WILMER, CUTLER & PICKERING  
Employer  
7200 SUMMIT AVENUE  
CHENY CHASE, MD 20815  
Permanent Address  
Responsibilities

PARTNER  
Position and

\*\*\*

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.

**EXHIBIT C (HIGHLY CONFIDENTIAL INFORMATION AGREEMENT)**

AGREEMENT CONCERNING HIGHLY CONFIDENTIAL INFORMATION  
IN DOCKET NO. UT-033044  
BEFORE THE  
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

I, Bairbre Kennedy

- In-house attorney
- In-house expert
- Outside counsel
- Outside expert
- Small company employee or in-house expert

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in this proceeding for \_\_\_\_\_ (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 No. UT-033044 and acknowledge that I have reviewed the Protective Order and fully understand its terms and conditions.

Bairbre Kennedy  
Signature

2-24-04  
Date

Wilmer Cutler Pickering LLP  
Employer  
2445 M Street NW  
Washington DC 20037  
Permanent Address  
Responsibilities

Legal Secretary  
Position and

\*\*\*

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.

EXHIBIT C (HIGHLY CONFIDENTIAL INFORMATION AGREEMENT)

AGREEMENT CONCERNING HIGHLY CONFIDENTIAL INFORMATION  
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I, Amy Richardson, as

- In-house attorney
- In-house expert
- Outside counsel
- Outside expert
- Small company employee or in-house expert

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in this proceeding for Qwest Communications (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 No. UT-033044 and acknowledge that I have reviewed the Protective Order and fully understand its terms and conditions.

Amy Richardson  
Signature

2/23/04  
Date

Wilmer, Cutler Pickering LLP  
Employer

2445 M Street Washington, DC 20037  
Permanent Address  
Responsibilities

Attorney  
Position and

\*\*\*

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.



EXHIBIT C (HIGHLY CONFIDENTIAL INFORMATION AGREEMENT)

AGREEMENT CONCERNING HIGHLY CONFIDENTIAL INFORMATION  
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BEFORE THE  
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

I, Jennifer Rockoff

- In-house attorney
- In-house expert
- Outside counsel
- Outside expert
- Small company employee or in-house expert

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in this proceeding for Quest (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 No. UT-033044 and acknowledge that I have reviewed the Protective Order and fully understand its terms and conditions.

J. R. Rockoff  
Signature

2/23/04  
Date

Wilmer Cutler Pickering LLP  
Employer

2445 M St. NW, Washington DC 20037  
Permanent Address  
Responsibilities

Attorney  
Position and

\*\*\*

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.

**EXHIBIT C (HIGHLY CONFIDENTIAL INFORMATION AGREEMENT)**

AGREEMENT CONCERNING HIGHLY CONFIDENTIAL INFORMATION  
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BEFORE THE  
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

I, JOHN MEEHAN

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- In-house attorney
- In-house expert
- Outside counsel (C.A.)
- Outside expert
- Small company employee or in-house expert

in this proceeding for QWEST (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 No. UT-033044 and acknowledge that I have reviewed the Protective Order and fully understand its terms and conditions.

John Meehan  
Signature

2-23-2004  
Date

WILMER CUTLER PICKERING LLP

Employer  
2445 M ST. NW  
WASHINGTON, DC 20037

SENIOR LEGAL ASSISTANT

Permanent Address  
Responsibilities

Position and

\*\*\*

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.

# CERTIFICATE OF SERVICE

## TRIENNIAL REVIEW Mass Market Switching and Transport

**Docket No. UT-033044**

I hereby certify that I have this day caused to be served executed signatory pages to Order No. 2, Protective Order, for Devaney, Fernandez, Flynn-Fitzsimmons, Frankel, Gude, Kennedy, Meehan, Richardson, and Rockoff by e-mail and overnight mail.

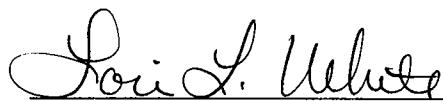
<b>AT&amp;T</b> Rebecca DeCook *** AT&T Communications Law Dept. 1875 Lawrence Street, Floor 15 Denver, CO 80202 Phone: (303) 298-6357 Fax: (303) 298-6301 E-mail: decook@att.com	<b>Counsel for WeBTEC</b> Arthur A. Butler *** Ater Wynne, LLP 601 Union Street, Suite 5450 Seattle, WA 98101-2327 Phone: (206) 623-4711 Fax: (206) 467-8406 E-Mail: aab@aterwynne.com
<b>Public Counsel</b> Simon ffitch *** Office of the Attorney General 900 Fourth Avenue, Suite 2000 Seattle, WA 98164-1012 Phone: (206) 389-2055 Fax: (206) 464-2058 E-Mail: simonf@atg.wa.gov	<b>Covad</b> Karen Frame *** Senior Counsel Covad Communications Company 7901 Lowry Blvd. Denver, CO 80230 Phone: (720) 208-1069 Fax: (720) 208-3350 E-Mail: kframe@covad.com
<b>Allegiance</b> James I. Harlan *** Regulatory Counsel Allegiance Telecom, Inc., Worldwide 9201 N. Central Expressway Dallas, TX 75231 Phone: (469) 259-2067 Fax: (469) 259-9122 E-Mail: james.harlan@algx.com	<b>Counsel for Covad/NCCC</b> Brooks Harlow *** Miller, Nash, Wiener, Hager & Carlsen 4400 Two Union Square 601 Union Street Seattle, WA 98101-2352 Phone: (206) 777-7424 Fax: (206) 622-7485 E-mail: brooks.harlow@millernash.com
<b>NCCC</b> Andrew O. Isar ** Miller Isar, Inc. 7901 Skansie Avenue, Suite 240 Gig Harbor, WA 98335 Phone: 253-851-6700 Fax: 253-851-6474 E-Mail: aisar@millerisar.com	<b>Counsel for ATG/Eschelon/Global Crossing/ Integra/McLeod/PacWest/Time Warner/XO</b> Greg Kopta *** Davis Wright Tremaine 2600 Century Square, 25 <sup>th</sup> Floor 1501 Fourth Avenue Seattle, WA 98101-1688 Phone: (206) 622-3150 Fax: (206) 628-7699 E-Mail: gregkopta@dwt.com

<p><b>DoD/FEA</b>  Stephen S. Melnikoff **##  General Attorney  Regulatory Law Office  U.S. Army Litigation Center  901 N. Stuart Street, Suite 700  Arlington, VA 22203-1837  Phone: (703) 696-1643  Fax: (703) 696-2960  E-Mail: stephen.melnikoff@hqda.army.mil</p>	<p><b>MCI/WeBTEC</b>  Lisa Rackner **##  Ater Wynne  222 S.W. Columbia, Suite 1800  Portland, OR 97201-6618  Phone: (503) 226-8693  Fax: (503) 226-0079  E-Mail: lfr@aterwynne.com</p>
<p><b>MCI</b>  Michel Singer-Nelson **##  MCI Inc.  Law and Public Policy  707 17<sup>th</sup> Street, Suite 4200  Denver, CO 80202  Phone: (303) 390-6106  Fax: (303) 390-6333  E-Mail: michel.singer_nelson@mci.com</p>	<p><b>Staff</b>  Jonathan C. Thompson **##  Greg Trautman **##  Office of the Attorney General  1400 S. Evergreen Park Drive S.W.  P.O. Box 40128  Olympia, WA 98504-0128  Phone: (360) 664-1225 (Thompson)  (360) 664-1192 (Trautman)  Fax: (360) 586-5522  E-Mail: jthomps@wutc.wa.gov  gtrautma@wutc.wa.gov</p>

\*\* Signed confidential protective order on file  
## Signed highly confidential protective order on file

Dated at Seattle, Washington, this 26<sup>th</sup> day of February, 2004.

QWEST

  
Lori L. White