

Private and Confidential
Subject to FRE Rule 408 and Conforming Regulatory Changes
Not Valid and Binding Until Executed by Both Parties

BILLING DISPUTE
SETTLEMENT AGREEMENT

This Billing Dispute Settlement Agreement ("Agreement") is between Qwest Corporation ("QC") and Whidbey Telephone Company ("Independent Company"). QC and the Independent Company may individually be referred to in this Agreement as a "Party" and are collectively referred to in this Agreement as the "Parties". This Agreement is effective as of the latest date of execution by the Parties ("Effective Date").

RECITALS

REDACTED

**The balance of this 14-page document,
including 2 countersigned signature pages,
has been redacted.**

Billing Disputes Settlement Agreement - 1
Whidbey 11 08 05 (execution version)

REDACTED
Confidential pursuant to
WAC 480-07-160

Private and Confidential
Subject to FRE Rule 408 and Conforming Regulatory Changes
Not Valid and Binding Until Executed by Both Parties

REDACTED

Whidbey Telephone Company

By: Julia H. DeMartini
Signature

Julia H. DeMartini
Typed Name

Vice President
Title

11/9/05
Date

Contact Name for Notices:
Julia H. DeMartini, Vice President

Address for Notices
By United States Postal Service:
14888 SR 525
Langley, Washington 98260
FAX (360) 321-8118

By Courier Service or Hand Delivery:
14888 SR 525
Langley, Washington 98260

With a copy to:
Robert S. Snyder
Law Offices of Robert S. Snyder
1000 Second Avenue, 30th Floor
Seattle, Washington 98104
FAX (206) 622-2227

Qwest Corporation

By: _____
Signature
Steven Hansen

Typed Name
Director, Carrier Relations

Title

Date

Contact Name for Notices:
Thomas P. Staebell, Senior Access
Manager

Address for Notices
1314 Douglas on the Mall, 6th Floor
Omaha, Nebraska 68102
(402) 422-2141
FAX (402) 422-2162
Tom.staebell@qwest.com

With a copy to:
Qwest Legal Department
Attention: QC Corporate Counsel -
Interconnection
1801 California Street, Suite 1000
Denver, Colorado 80202
Fax: (303) 295-7049

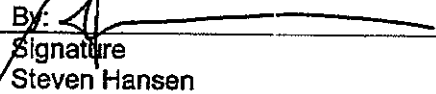
Private and Confidential
Subject to FRE Rule 408 and Conforming Regulatory Changes
Not Valid and Binding Until Executed by Both Parties

REDACTED

Whidbey Telephone Company

Qwest Corporation

By: _____
Signature

By:  _____
Signature
Steven Hansen

Julia H. DeMartini
Typed Name

Typed Name
Director, Carrier Relations

Vice President
Title

Title

Date

11/8/05

Date

Contact Name for Notices:
Julia H. DeMartini, Vice President

Contact Name for Notices:
Thomas P. Staebell, Senior Access
Manager

Address for Notices
By United States Postal Service:
14888 SR 525
Langley, Washington 98260
FAX (360) 321-8118

Address for Notices
1314 Douglas on the Mall, 6th Floor
Omaha, Nebraska 68102
(402) 422-2141
FAX (402) 422-2162
Tom.staebell@qwest.com

By Courier Service or Hand Delivery:
14888 SR 525
Langley, Washington 98260

With a copy to:
Qwest Legal Department
Attention: QC Corporate Counsel -
Interconnection
1801 California Street, Suite 1000
Denver, Colorado 80202
Fax: (303) 295-7049

With a copy to:
Robert S. Snyder
Law Offices of Robert S. Snyder
1000 Second Avenue, 30th Floor
Seattle, Washington 98104
FAX (206) 622-2227