

UT-951081 (c)
4-8-98

Richard A. Finnigan
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Olympia, Washington 98502
(360) 956-7001
Fax (360) 753-6862

March 16, 1998

RECEIVED

MAR 16 1998

WASH. UT. & TRANSP. COMM.

RECEIVED
RECORDS MANAGEMENT
98 MAR 16 PM 3:56
STATE OF WASH.
UTIL. AND TRANSP.
COMMISSION

Paul Curl, Acting Secretary
Washington Utilities and Transportation Commission
P.O. Box 47250
Olympia, WA 98504-7250

Re: Fifth Addendum to Agreement Concerning Operation of
Washington Data Distribution Center

Dear Mr. Curl:

Enclosed you will find the original and three copies of the above-referenced Agreement. The purpose of this Agreement is to allow Rainier Cable, Inc. to participate in the Data Distribution Center process.

The contract that is being submitted under cover of this letter is identical to the addendums that have been used for other competitive local exchange carriers. The Washington Exchange Carrier Association respectfully requests that the Commission approve the above-referenced Agreement.

Sincerely,

Richard A. Finnigan

RICHARD A. FINNIGAN

RAF/aw
Enclosures as noted

cc: Craig Phillips
Contracting Parties

**FIFTH ADDENDUM TO AGREEMENT CONCERNING
OPERATION OF WASHINGTON DATA DISTRIBUTION CENTER**

THIS ADDENDUM to the Agreement Concerning Operation of Washington Data Distribution Center ("DDC Agreement") is entered into this 16th day of March, 1997, by and among the Washington Exchange Carrier Association ("WECA"), a Washington nonprofit corporation, Electric Lightwave, Inc. ("ELI"), a Washington corporation, TCG Seattle ("TCG"), a New York general partnership, US WEST Communications, Inc. ("USWC"), a Colorado corporation, GTE Northwest Incorporated ("GTENW"), a Washington corporation, United Telephone Company of the Northwest ("United"), an Oregon corporation, MFS Intelenet of Washington, Inc. ("MFS"), a Washington corporation, and Rainier Cable, Inc. ("Rainier"), a Washington corporation.

RECITALS

1. WECA, USWC, and GTENW have entered into the DDC Agreement dated the 16th day of May, 1996 and other telecommunications providers have since become parties to the DDC Agreement. The DDC Agreement contemplates that other telecommunications providers will become parties to that Agreement.

2. Rainier is operating as a provider of local telecommunications services within the state of Washington and as a provider of intraLATA toll within the state of Washington and desires to enter into the DDC Agreement.

NOW, THEREFORE, in consideration of the mutual promises and benefits contained herein, the parties hereto agree as follows:

AGREEMENT

1. At such time as Rainier operates in the manner of a PTC by routing 1+ intraLATA traffic, in whole or in part, to itself, the allocation of WECA's charges under Paragraph 4.6 of the DDC Agreement shall be made among the PTCs (Rainier, USWC, GTENW, and others) in proportion to each PTC's messages processed by the Data Distribution Center relate to the total messages of all PTCs processed by the Data Distribution Center. For this purpose, a PTC's messages means those messages that apply to intraLATA toll traffic carried by that PTC.

By way of illustration, the following is an example of the allocation of costs:

<u>Messages for Month X</u>				
Rainier	OTHER PTCs	USWC	GTENW	Total
1000	1000	4000	4000	10,000

<u>% Responsibility</u>				
Rainier	OTHER PTCs	USWC	GTENW	Total
10%	10%	40%	40%	100%

2. In addition to all other responsibilities of PTC contained in the DDC Agreement, Rainier shall perform all duties and responsibilities contained in Article 7 DDC Operations – GTENW Responsibilities, Section 3.1 Receipt of Records, and Section 8.1 WECA Audits, which for purposes of this Addendum only shall be amended to substitute Rainier for GTENW.

3. Section 16.9 Notices is amended to add the following notice address at the end of the section:

Rainier: Rainier Cable, Inc.
 Attention: Skip Haynes
 104 Washington Avenue North
 P.O. Box 639
 Eatonville, WA 98328


4. Except to the extent that the DDC Agreement has been amended by Paragraphs 1, 2, and 3 above, the DDC Agreement shall remain in full force and effect and by this Addendum Rainier shall be treated as and shall become a party to the DDC Agreement.

5. Rainier agrees to pay for the applicable costs as described on Exhibit 1, attached hereto and made a part hereof by this reference.

6. This Addendum may be executed in two or more counterparts, each of which will be deemed an original, but all of which together constitute one and the same instrument. This Addendum may be executed by facsimile, which will be deemed an original signature.

IN WITNESS WHEREOF, the parties have signed this Addendum on the day and year first above written.

WASHINGTON EXCHANGE CARRIER ASSOCIATION

By:  _____

Robert A. Smith

Its: President

ELECTRIC LIGHTWAVE, INC.

By: _____

Its: _____

TCG SEATTLE

By: _____

Its: _____

US WEST COMMUNICATIONS, INC.

By: _____

Its: _____

GTE NORTHWEST INCORPORATED

By: _____

Its: _____

UNITED TELEPHONE COMPANY OF THE NORTHWEST

By: _____

Its: _____

WASHINGTON EXCHANGE CARRIER ASSOCIATION

By: _____
Robert A. Smith
Its: President

ELECTRIC LIGHTWAVE, INC.

By: Deborah John Rowland
Its: Vice President - Chief Counsel

TCG SEATTLE

By: _____
Its: _____

US WEST COMMUNICATIONS, INC.

By: _____
Its: _____

GTE NORTHWEST INCORPORATED

By: _____
Its: _____

UNITED TELEPHONE COMPANY OF THE NORTHWEST

By: _____
Its: _____

WASHINGTON EXCHANGE CARRIER ASSOCIATION

By: _____
Robert A. Smith
Its: President

ELECTRIC LIGHTWAVE, INC.

By: _____
Its: _____

TCG SEATTLE

Approved as to Form
Legal Department
Date 2/22/78 By Paul

By: _____
Its: REGIONAL VICE PRESIDENT - WEST

US WEST COMMUNICATIONS, INC.

By: _____
Its: _____

GTE NORTHWEST INCORPORATED

By: _____
Its: _____

UNITED TELEPHONE COMPANY OF THE NORTHWEST

By: _____
Its: _____

WASHINGTON EXCHANGE CARRIER ASSOCIATION

By: _____
Robert A. Smith
Its: President

ELECTRIC LIGHTWAVE, INC.

By: _____
Its: _____

TCG SEATTLE

By: _____
Its: _____

US WEST COMMUNICATIONS, INC.

By: *[Signature]*
Its: *Deanna Mori - Wholesale Local Markets*

GTE NORTHWEST INCORPORATED

By: _____
Its: _____

UNITED TELEPHONE COMPANY OF THE NORTHWEST

By: _____
Its: _____

WASHINGTON EXCHANGE CARRIER ASSOCIATION

By: _____

Robert A. Smith

Its: President

ELECTRIC LIGHTWAVE, INC.

By: _____

Its: _____

TCG SEATTLE

By: _____

Its: _____

US WEST COMMUNICATIONS, INC.

By: _____

Its: _____

GTE NORTHWEST INCORPORATED

By: India C. Jorg

Its: Director - External Affairs

FORM APPROVED

[Signature]
Attorney

Date 2/27/98

UNITED TELEPHONE COMPANY OF THE NORTHWEST

By: _____

Its: _____

WASHINGTON EXCHANGE CARRIER ASSOCIATION

By: _____
Robert A. Smith
Its: President

ELECTRIC LIGHTWAVE, INC.

By: _____
Its: _____

TCG SEATTLE

By: _____
Its: _____

US WEST COMMUNICATIONS, INC.

By: _____
Its: _____

GTE NORTHWEST INCORPORATED

By: _____
Its: _____

UNITED TELEPHONE COMPANY OF THE NORTHWEST

By: Nancy L. Judy
Its: Assistant Vice President External Affairs

MFS INTELENET OF WASHINGTON, INC.

By:

David Conway

Its:

Director, Local Carrier Revenue Services

RAINIER CABLE, INC.

By: _____

Its: _____

MFS INTELENET OF WASHINGTON, INC.

By: _____

Its: _____

RAINIER CABLE, INC.

By: *David J. Hayes*

Its: *President*

STATE OF WASHINGTON)
) ss.
County of CLARK)

I certify that I know or have satisfactory evidence that ROBERT A. SMITH is the person who appeared before me, and said person acknowledged to me that HE signed this instrument, on oath stated that HE was authorized to execute the instrument and acknowledged it as the PRESIDENT of Washington Exchange Carrier Association to be the free and voluntary act of such party for the uses and purposes therein described.

DATED: FEBRUARY 19, 1998

LINDA LEE KENNEDY
NOTARY PUBLIC
STATE OF WASHINGTON
COMMISSION EXPIRES
MARCH 31, 2001

Linda Lee Kennedy
LINDA LEE KENNEDY
(Printed Name)
Notary Public in and for the State of
WASHINGTON
residing at VANCOUVER, WA.
My commission expires: 3-31-2001

STATE OF _____)
) ss.
County of _____)

I certify that I know or have satisfactory evidence that _____ is the person who appeared before me, and said person acknowledged to me that _____ signed this instrument, on oath stated that _____ was authorized to execute the instrument and acknowledged it as the _____ of Electric Lightwave, Inc. to be the free and voluntary act of such party for the uses and purposes therein described.

DATED: _____

(Printed Name)
Notary Public in and for the State of

residing at _____
My commission expires: _____

STATE OF _____)
County of _____) ss.

I certify that I know or have satisfactory evidence that _____ is the person who appeared before me, and said person acknowledged to me that _____ signed this instrument, on oath stated that _____ was authorized to execute the instrument and acknowledged it as the _____ of Washington Exchange Carrier Association to be the free and voluntary act of such party for the uses and purposes therein described.

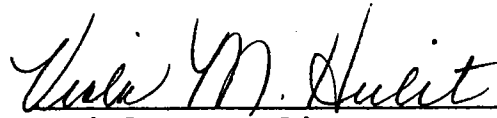
DATED: _____

(Printed Name)
Notary Public in and for the State of _____
residing at _____
My commission expires: _____

STATE OF Washington)
County of Clark) ss.

I certify that I know or have satisfactory evidence that Deborah Johnson Harwood is the person who appeared before me, and said person acknowledged to me that she signed this instrument, on oath stated that she was authorized to execute the instrument and acknowledged it as the VP & Chief Counsel of Electric Lightwave, Inc. to be the free and voluntary act of such party for the uses and purposes therein described.

DATED: February 19, 1998



Viola M. Hulit
(Printed Name)
Notary Public in and for the State of
Washington
residing at Scappoose, OR
My commission expires: 10/20/2000

STATE OF WASHINGTON)
) ss.
County of KING)

I certify that I know or have satisfactory evidence that JEFFREY T. ROE is the person who appeared before me, and said person acknowledged to me that HE signed this instrument, on oath stated that HE was authorized to execute the instrument and acknowledged it as the REGIONAL VP- WEST of TCG Seattle to be the free and voluntary act of such party for the uses and purposes therein described.

DATED: March 10, 1998



Diane Larsen
DIANE LARSEN
(Printed Name)
Notary Public in and for the State of
WASHINGTON
residing at Snokomish County
My commission expires: 02/05/2001

STATE OF _____)
) ss.
County of _____)

I certify that I know or have satisfactory evidence that _____ is the person who appeared before me, and said person acknowledged to me that _____ signed this instrument, on oath stated that _____ was authorized to execute the instrument and acknowledged it as the _____ of US WEST Communications, Inc. to be the free and voluntary act of such party for the uses and purposes therein described.

DATED: _____

(Printed Name)
Notary Public in and for the State of

residing at _____
My commission expires: _____

STATE OF _____)
County of _____) ss.

I certify that I know or have satisfactory evidence that _____ is the person who appeared before me, and said person acknowledged to me that _____ signed this instrument, on oath stated that _____ was authorized to execute the instrument and acknowledged it as the _____ of TCG Seattle to be the free and voluntary act of such party for the uses and purposes therein described.

DATED: _____

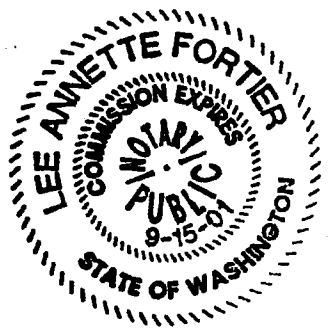
(Printed Name)
Notary Public in and for the State of _____
residing at _____
My commission expires: _____

STATE OF Washington)
County of King) ss.

I certify that I know or have satisfactory evidence that Gary W. Paulson is the person who appeared before me, and said person acknowledged to me that _____ signed this instrument, on oath stated that he was authorized to execute the instrument and acknowledged it as the representative of US WEST Communications, Inc. to be the free and voluntary act of such party for the uses and purposes therein described.

DATED: March 5, 1998

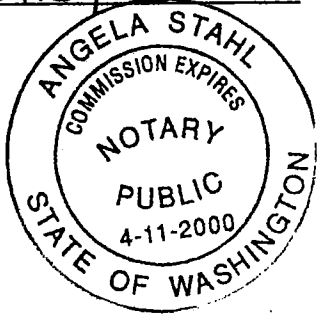
Lee Annette Fortier
LeeAnette Fortier
(Printed Name)
Notary Public in and for the State of _____
Washington
residing at Seattle
My commission expires: 9/15/01



STATE OF Washington)
)
County of Snohomish) ss.

I certify that I know or have satisfactory evidence that Lida Tong is the person who appeared before me, and said person acknowledged to me that she signed this instrument, on oath stated that she was authorized to execute the instrument and acknowledged it as the Director - External Affairs of GTE Northwest Incorporated to be the free and voluntary act of such party for the uses and purposes therein described.

DATED: 3/10/98



Angela Stahl
Angela Stahl
(Printed Name)
Notary Public in and for the State of
Washington
residing at Kwerett
My commission expires: 4/11/2000.

STATE OF _____)
)
County of _____) ss.

I certify that I know or have satisfactory evidence that _____ is the person who appeared before me, and said person acknowledged to me that _____ signed this instrument, on oath stated that _____ was authorized to execute the instrument and acknowledged it as the _____ of United Telephone Company of the Northwest to be the free and voluntary act of such party for the uses and purposes therein described.

DATED: _____

(Printed Name)
Notary Public in and for the State of

residing at _____
My commission expires: _____

STATE OF _____)
)
County of _____) ss.

I certify that I know or have satisfactory evidence that _____ is the person who appeared before me, and said person acknowledged to me that _____ signed this instrument, on oath stated that _____ was authorized to execute the instrument and acknowledged it as the _____ of GTE Northwest Incorporated to be the free and voluntary act of such party for the uses and purposes therein described.

DATED: _____

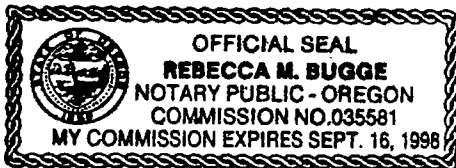
(Printed Name)
Notary Public in and for the State of _____
residing at _____
My commission expires: _____

STATE OF Oregon)
)
County of Hood River) ss.

I certify that I know or have satisfactory evidence that Nancy L. Judy is the person who appeared before me, and said person acknowledged to me that she signed this instrument, on oath stated that she was authorized to execute the instrument and acknowledged it as the AVP-External Affairs of United Telephone Company of the Northwest to be the free and voluntary act of such party for the uses and purposes therein described.

DATED: 2/19/98

Rebecca M. Bugge
Rebecca M. Bugge
(Printed Name)
Notary Public in and for the State of _____
Oregon
residing at Hood River
My commission expires: 9/16/98



STATE OF Mississippi)
)
County of Hinds) ss.

I certify that I know or have satisfactory evidence that Daniel Aronson is the person who appeared before me, and said person acknowledged to me that HE signed this instrument, on oath stated that HE was authorized to execute the instrument and acknowledged it as the DIRECTOR, PUBLIC OPERATIONS of MFS Intelenet of Washington, Inc. to be the free and voluntary act of such party for the uses and purposes therein described.

DATED: 2/20/98

Wanda Ingram
Wanda Ingram
(Printed Name)
Notary Public in and for the State of
Mississippi
residing at 515 E. Amite St. Ocean, MS
My commission expires July 16, 1999.

STATE OF _____)
)
County of _____) ss.

I certify that I know or have satisfactory evidence that _____ is the person who appeared before me, and said person acknowledged to me that _____ signed this instrument, on oath stated that _____ was authorized to execute the instrument and acknowledged it as the _____ of Rainier Cable, Inc. to be the free and voluntary act of such party for the uses and purposes therein described.

DATED: _____

(Printed Name)
Notary Public in and for the State of

residing at _____
My commission expires: _____

STATE OF _____)
County of _____) ss.

I certify that I know or have satisfactory evidence that _____ is the person who appeared before me, and said person acknowledged to me that _____ signed this instrument, on oath stated that _____ was authorized to execute the instrument and acknowledged it as the _____ of MFS Intelenet of Washington, Inc. to be the free and voluntary act of such party for the uses and purposes therein described.

DATED: _____

(Printed Name)
Notary Public in and for the State of _____
residing at _____
My commission expires: _____

STATE OF Washington)
County of Thurston) ss.

I certify that I know or have satisfactory evidence that Arne L Haynes is the person who appeared before me, and said person acknowledged to me that he signed this instrument, on oath stated that he was authorized to execute the instrument and acknowledged it as the President of Rainier Cable, Inc. to be the free and voluntary act of such party for the uses and purposes therein described.

DATED: March 11, 1998

Richard A Finnigan

(Printed Name)
Notary Public in and for the State of Washington
residing at Olympia
My commission expires: 9/27/98

