

Brooks E. Harlow
harlow@millernash.com
(206) 777-7406 direct line

January 28, 2003

Ms. Carol J. Washburn
Executive Secretary
WASHINGTON UTILITIES AND
TRANSPORTATION COMMISSION
1300 S. Evergreen Park Drive S.W.
Olympia, WA 98504-7250

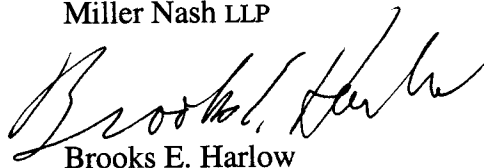
Subject: Docket No. UT-021120 – “Highly Confidential” Affidavit

Dear Ms. Washburn:

Enclosed for filing in the above-captioned proceeding are an original and 12 copies of the “Highly Confidential” Affidavit of Brooks E. Harlow. A Certificate of Service is appended.

Very truly yours,

Miller Nash LLP



Brooks E. Harlow

Enclosures


cc: See Certificate of Service (electronic service & first class mail)
Honorable Dennis Moss (Email)

File No.: 538520-0001
Doc ID: SEADOCS:145641.1

AFFIDAVIT OF BROOKS E. HARLOW

COUNTY OF KING)
) SS:
STATE OF WASHINGTON)

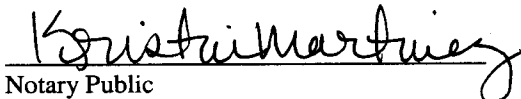
I, Brooks E. Harlow, under oath, certify that I have been designated the counsel, on behalf of Dex Holdings LLC, to receive and review unredacted materials marked "Highly Confidential" pursuant to the THIRD SUPPLEMENTAL ORDER (Amending Protective Order) in Docket No. UT-021120 before the Washington Utilities and Transportation Commission, dated November 12, 2002. Further, I have executed the appropriate Agreement required by the PROTECTIVE ORDER for "Confidential Information" in that proceeding, dated September 12, 2002. Further, I do not now, and will not for a period of five years, involve myself in competitive decision making by any company or business organization that competes, or potentially competes, with the company or business organization from whom Dex Holdings LLC seeks disclosure of Highly Confidential information in that proceeding. Finally, I have read and understand, and agree to be bound by, the terms of the Protective Order in that proceeding and by the THIRD SUPPLEMENTAL ORDER, amending that Protective Order.



Brooks E. Harlow

County of King
State of Washington

The foregoing instrument was subscribed and sworn before me this 28th day of January, 2003, by Brooks E. Harlow.



Notary Public

My commission expires: 5.25.05

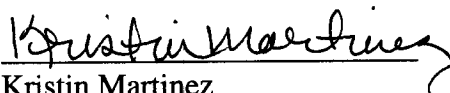


CERTIFICATE OF SERVICE
Docket UT-021120

I hereby certify that a true and correct copy of the foregoing was sent via e-mail and first-class mail addressed to the following:

Lisa Anderl Adam Sherr Qwest Corporation 1600 7 th Avenue, Room 3206 Seattle, WA 98191 FAX: (206) 343-4040	Phil Roselli Qwest Corporation 1801 California Street, Suite 4900 Denver, CO 80202 FAX: (303) 295-7049
Gregory J. Kopta Davis Wright Tremaine 2600 Century Square 1501 Fourth Avenue Seattle, WA 98101-1688 FAX: (206) 628-7699	Arthur A. Butler Ater Wynne LLP 601 Union Street, Suite 5450 Seattle, WA 98101 FAX: (206) 467-8406
Lisa Rackner Ater Wynne, LLP KOIN Building 222 S.W. Columbia, Suite 1800 Portland, OR 97201 FAX: (503) 226-0079	Stephen S. Melnikoff Regulatory Law Office U.S. Army Litigation Center 901 N. Stuart Street, Suite 700 Arlington, VA 22203-1837 FAX: (703) 696-2960
Ronald Roseman 2011 14 th Avenue East Seattle, WA 98112 FAX: (206) 568-0138	Greg Trautman Assistant Attorney General 1400 S. Evergreen Park Dr. SW P.O. Box 40128 Olympia, WA 98504-0128 FAX: (360) 586-5522
Robert Cromwell Simon J. ffitc Public Counsel Section Office of Attorney General 900 Fourth Avenue, Suite 2000 Seattle, WA 98164-1012 FAX: (206) 389-2058	Richard R. Cameron Latham & Watkins 555 Eleventh Street, NW, Suite 1000 Washington, DC 20004 FAX: (202) 637-2201

Dated at Seattle, Washington this 28th day of January, 2003.


Kristin Martinez
Legal Assistant