

[Service Date September 13, 2002]

BEFORE THE WASHINGTON UTILITIES AND TRANSPORTATION  
COMMISSION

In the Matter of the Application of	)	
	)	DOCKET NO. UT-021120
QWEST CORPORATION	)	
	)	NOTICE OF PREHEARING CONFERENCE
Regarding the Sale and Transfer of Qwest Dex	)	(October 8, 2002)
to Dex Holdings, LLC, a Non-Affiliate.	)	
.....	)	

1 On September 3, 2002, Qwest Corporation filed an Application Regarding the Transfer and Sale of Directory Business and Notice of Possible Affiliated Interest Transaction requesting that the Commission issue an order disclaiming jurisdiction over the transaction, or in the alternative, issue an order approving the sale and transfer. A complete copy of the application is available from the Commission upon request.

2 The hearing set by this notice is being held pursuant to Part IV of chapter 34.05 RCW pertaining to adjudicative proceedings, including but not limited to RCW 34.05.413, RCW 34.05.449, and RCW 34.05.452. The Commission has the authority to decide this matter pursuant to Title 80 RCW, having legal authority to regulate the rates, services, and practices of public utilities, and pursuant to chapter 80.08 RCW, concerning securities, chapter 80.12 RCW, concerning transfers of property, mergers, and acquisitions, and chapter 80.16 RCW, pertaining to affiliated interests. In addition to the foregoing, statutes and rules involved include those within chapters 80.04 and 80.36 RCW, and chapters 480-120, 480-143 and 480-146 WAC, and chapter 480-09 WAC. The issues involved include whether the Commission has jurisdiction over the proposed transaction between Qwest Corporation and Dex Holdings, LLC, and if so, whether the proposed transaction complies with the above-referenced statutes and is otherwise in the public interest.

3 **NOTICE IS GIVEN That a prehearing conference in this matter will be convened at 2:30 p.m., October 8, 2002, in the Commission’s Hearing, Second Floor, Chandler Plaza Building, 1300 S. Evergreen Park Drive S.W., Olympia, Washington.**

4 The purpose of the prehearing conference is to consider formulating the issues in the proceeding and to determine other matters to aid in its disposition, as specified in WAC 480-09-460. Petitions to intervene should be made in writing prior to the hearing date or made orally at the hearing. The time and place for the evidentiary hearing will be set at the prehearing conference or by later written notice. Appearances will be taken.

5 If any party or witness needs an interpreter or other assistance, please fill out the form

attached to this notice and return it to the Commission.

6 NOTICE IS FURTHER GIVEN THAT ANY PARTY WHO FAILS TO ATTEND OR PARTICIPATE IN THE HEARING SET BY THIS NOTICE, OR ANY OTHER STAGE OF THIS PROCEEDING, MAY BE HELD IN DEFAULT IN ACCORDANCE WITH RCW 34.05.440. THE PARTIES ARE FURTHER ADVISED THAT THE SANCTION PROVISIONS OF WAC 480-09-700(4) ARE SPECIFICALLY INVOKED.

7 The names and mailing addresses of all parties and their known representatives are as follows:

Petitioner: Qwest Corporation  
Theresa Jensen  
Washington Regulatory Director  
1600 7th Avenue, Room 3206  
Seattle, WA 98191

Qwest Corporation  
Philip J. Roselli  
Wendy M. Moser  
1801 California Avenue Street, Suite 4900  
Denver, CO 80202

Representatives: Lisa A. Anderl  
Senior Attorney  
Qwest Corporation  
1600 7th Avenue, Room 3206  
Seattle, WA 98191  
(206) 345-1574

Russell P. Rowe  
William T. Brittan  
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270 St. Paul, Suite 200  
Denver, CO 80206  
(303) 322-3400

Commission: Washington Utilities and  
Transportation Commission  
1300 S. Evergreen Park Drive S.W.  
P.O. Box 47250  
Olympia, WA 98504-7250  
360-664-1160

Representative: Gregory J. Trautman  
Assistant Attorney General  
1400 S. Evergreen Park Drive S.W.  
P.O. Box 40128  
Olympia, WA 98504-0128  
(360) 664-1187

Public Counsel: Simon J. ffitc  
Public Counsel Section  
Office of Attorney General  
900 Fourth Avenue, Suite 2000  
Seattle, WA 98164-1012  
(206) 464-7744

8 Dennis J. Moss has been designated as the Administrative Law Judge from the Washington Utilities and Transportation Commission's Administrative Law Division, 1300 S. Evergreen Park Drive S.W., Olympia, Washington 98504-7250, and will preside at the prehearing conference.

9 Notice of any other procedural phase will be given in writing or on the record as the Commission may deem appropriate during the course of this proceeding.

WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

CAROLE J. WASHBURN  
Executive Secretary

September , 2002

Inquiries may be addressed to:

Secretary  
Washington Utilities and  
Transportation Commission  
Chandler Plaza Building  
1300 S. Evergreen Park Drive S.W.  
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-or-

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