

CONFIDENTIAL

McLeodUSA and Qwest  
Version 2 Business to Business Deal  
Proposed Term Sheet  
May 21st, 2001

[Trade Secret Data Begins

①  
Validate  
Claim  
of \$14 → 4M  
OPAC

• NAL Stand (History)  
• May 2000 to 271  
- Measures  
- Return Plan  
- Intra M PAP  
- on critical 5  
Measures

→ Ramp  
proposal  
on 5 measures  
for 12 month  
target performance  
- what's acceptable

(Randy form  
of communication)

1. Performance Measures and Remedies

- a) McLeodUSA will accept the Qwest PAP/PID with the exception of the attached document incorporating a Parity with a Floor concept on the most important 5 measures for McLeodUSA. The effective date of these measures will be November 1, 2000.
- Qwest will provide the remedies associated with the PAP plus the remedies for the 5 Parity with the Floor measures in the attached document beginning with November 2000 performance.

2. Product and Pricing

- a) Qwest to provide McLeodUSA with a resell voicemail offering that includes a discount structure in exchange for a minimum commitment. See attached document.
- b) Qwest to provide McLeodUSA with a residential line program similar to our UNE-M offering. Assumptions and analysis to be sent separately.
- c) Qwest to provide McLeodUSA with a flat rate T-1 offering similar to our UNE-M offering. Conversion as is process -- Perry Hooks record or change not?
- d) Qwest to provide a region-wide PRI rate of \$400 to McLeodUSA for all existing PRI's and any future PRI. This rate would be retroactive to November 1, 2000.
- e) Qwest to offer McLeodUSA their DSL VDP program with changes. See attached
- f) Qwest to provide a 30% discount on all intralata toll charges
- g) Qwest will provide Wire Care/Wire Maintenance to McLeodUSA region-wide with our state specific wholesale discount. (OR & MN - Resold basis)

3. In recognition of the preceding, McLeodUSA will provide to Qwest an increased commitment of revenue and term which includes an additional discount tier.

4. Both companies to work toward completing the sale of IRU's.

5. Regulatory

- a) Qwest will provide a 'friendly' witness and testimony in support of UNE-P/UNE-M in the SBC markets in order to help facilitate and prove McLeodUSA's position that this type of conversion activity can be a billing change and requires minimal effort on the part of the ILEC and Qwest would be willing to communicate this position to the FCC. See attached testimony.
- b) McLeodUSA will support Qwest in their plans for 271 applications in all states within their ILEC footprint.
- c) McLeodUSA will encourage and participate in any settlement in Minnesota on Wholesale Quality of Service proceedings.

*Handwritten signature/initials*

Jim Balvany

Need a forecast  
Mkt availability/  
penetration

update forecast

started testing this  
process - local  
certification

offer this  
out

give a counter  
proposal

→ Base line  
Billing  
Truemp

Greg/Blake  
Target Date  
→ Middle of July

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Add 1412

	2001	2002	2003	2004
Take or Pay	\$150M	\$160M	\$170M	\$180M

\$660

Discount Structure

480

Tier	Revenue	Discount	2001	2002	2003	2004
Tier 1	Revenue		\$178-\$188M	Over \$199M	Over \$199M	Over \$199M
	Discount		6.5%	8.0%	8.0%	8.0%
Tier 2	Revenue		\$189-\$198M	Over \$230M	Over \$250M	Over \$270M
	Discount		8.0%	10.0%	10.0%	10.0%
Tier 3	Revenue		Over \$199M	Over \$230M	Over \$250M	Over \$270M
	Discount		10.0%	10.0%	10.0%	10.0%
Tier 4	Revenue		Over \$220M	Over \$250M	Over \$275M	Over \$300M
	Discount		12.0%	12.0%	12.0%	12.0%

Today's contract

New level given marks

13%

New mark - 2.3M  
 over PRI splitback 0.5  
 0.7  
 3.5  
 112  
 42  
 Trip on Base

17M all ACNAs  
 0.5 out-of-region  
 17.5M

↳ 210M (w/o IRU)

↳ Grow \$10M BAU => Add \$4M

w/ Retail PRI 8 (w/ discount)

1065 - 1000  
 41000

\$218 today @ level

Exclude IRUs (counted toward take/pay)

- Access Long Distance \$24M
- Dakota Telecom
- Cap Rock
- TCI Comm Inc

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Proposed Qwest DSL Resell (5/21/2001)

- Non Recurring end user rate not subject to Discount.
- Optional Qwest Technician installation not included.
- Bandwidth Change Charge for DSL subscribers wishing to change speeds is \$30.00.

Total Qwest DSL subscribers in service	Total monthly recurring discount off of Qwest DSL prevailing Subscriber tariffed rates
<15,000	25%
15,001 to 30,000	26%
30,001 to 60,000	27%
60,001 to 120,000	28%
120,001 to 200,000	29%
200,001 to 400,000	30%

*Handwritten notes:* A bracket groups the subscriber ranges from 15,001 to 200,000. To the right of the bracket, the text "11<sup>th</sup> Fr. Nat." is written, with a small "a" below it and "NSD" below that.

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# Performance Measures and Remedies

## Key Indicators:

Out of several parity measures, only 5 measures, along with their corresponding sub-measures will be held to the "Parity with a Floor" concept. These 5 measures represent high customer impact, along with being business critical. The 5 measures are as follows:

- OP-3 – Installation Commitments Met
- OP-5 – New Service Installation Quality
- OP-6 – Delayed Days
- MR-3 – Out of Service Cleared within 24 hours
- MR-7 – Repair Repeat Report Rate

## Floors:

The following table represents the proposed "floor" for each respective measure:

Measure #:	Measure:	Floor:
OP-3	Installation Commitments Met	95%
OP-5	New Service Installation Quality	5%
OP-6a	Delayed Days – Non Facility Reasons	3 Business Days.
OP-6b	Delayed Days – Facility Reasons	5 Business Days.
MR-3	Percent Out of Service Intervals < 24 Hours	95%
MR-7	Repair Repeat Report Rate	5%

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## Remedies:

Qwest will be subject to per measure remedies that are based on a percentage of the McLeodUSA invoice for the applicable month and state that the performance was for. Percentages also increase if the performance did not meet or exceed the floor for consecutive months in a row up to 3 consecutive months, where the 4<sup>th</sup> month and beyond, the remedy percentage is the amount listed under the "3+" column shown in the tables below.

Example of a remedy calculation (using fictional invoice amounts and performance results):

State: Minnesota  
 Invoice amount: \$1,000,000.00  
 Measure: New Service Quality  
 Month: January 2001  
 Floor: 5%  
 Performance result: 7.15%  
 Remedy percentage from table below: 0.75%  
 Remedy: \$7,500.00 ( $\$1,000,000.00 \times 0.75\% = \$7,500.00$ )

## Remedy Tables:

Measure: OP-3 - Installation Commitments Met.  
 Floor: 95%

Performance	Remedy		
	Month 1	Month 2	Month 3+
>= 95.00%	\$0	\$0	\$0
>= 94.00%	0.25%	0.35%	0.45%
>= 93.00%	0.50%	0.60%	0.70%
>= 92.00%	0.75 %	0.85 %	0.95 %
>= 91.00%	1.00%	1.10%	1.20%
>= 90.00%	1.50%	1.60%	1.70%
>= 89.00%	1.75%	1.85%	1.95%
>= 88.00%	2.00%	2.10%	2.20%
>= 87.00%	2.25%	2.35%	2.45%
>= 86.00%	2.50%	2.60%	2.70%
>= 85.00%	2.75%	2.85%	2.95%
< 85.00%	3.00%	3.10%	3.20%

Measure: OP-5 - New Service Installation Quality  
 Floor: 5%

Performance	Remedy		
	Month 1	Month 2	Month 3+
<= 5.00%	\$0	\$0	\$0
<= 6.00%	0.25%	0.35%	0.45%
<= 7.00%	0.50%	0.60%	0.70%
<= 8.00%	0.75 %	0.85 %	0.95 %
<= 9.00%	1.00%	1.10%	1.20%
<= 10.00%	1.50%	1.60%	1.70%
<= 11.00%	1.75%	1.85%	1.95%
<= 12.00%	2.00%	2.10%	2.20%
<= 13.00%	2.25%	2.35%	2.45%
<= 14.00%	2.50%	2.60%	2.70%
<= 15.00%	2.75%	2.85%	2.95%
> 15.00%	3.00%	3.10%	3.20%

Measure: OP-6a - Delayed Days for Non-Facility Reasons  
 Floor: 3 Business Days

Performance	Remedy		
	Month 1	Month 2	Month 3+
<= 3.00 days	\$0	\$0	\$0
<= 4.00 days	0.25%	0.35%	0.45%
<= 5.00 days	0.50%	0.60%	0.70%
<= 6.00 days	0.75 %	0.85 %	0.95 %
<= 7.00 days	1.00%	1.10%	1.20%
<= 8.00 days	1.50%	1.60%	1.70%
<= 9.00 days	1.75%	1.85%	1.95%
<= 10.00 days	2.00%	2.10%	2.20%
<= 11.00 days	2.25%	2.35%	2.45%
<= 12.00 days	2.50%	2.60%	2.70%
<= 13.00 days	2.75%	2.85%	2.95%
> 13.00 days	3.00%	3.10%	3.20%

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06/12/01

Measure: OP-6b - Delayed Days for Facility Reasons  
 Floor: 5 Business Days

Performance	Remedy		
	Month 1	Month 2	Month 3+
<= 5.00 days	\$0	\$0	\$0
<= 6.00 days	0.25%	0.35%	0.45%
<= 7.00 days	0.50%	0.60%	0.70%
<= 8.00 days	0.75 %	0.85 %	0.95 %
<= 9.00 days	1.00%	1.10%	1.20%
<= 10.00 days	1.50%	1.60%	1.70%
<= 11.00 days	1.75%	1.85%	1.95%
<= 12.00 days	2.00%	2.10%	2.20%
<= 13.00 days	2.25%	2.35%	2.45%
<= 14.00 days	2.50%	2.60%	2.70%
<= 15.00 days	2.75%	2.85%	2.95%
> 15.00 days	3.00%	3.10%	3.20%

Measure: MR-3 – Percent Out of Service Cleared within 24 hours.  
 Floor: 95%

Performance	Remedy		
	Month 1	Month 2	Month 3+
>= 95.00%	\$0	\$0	\$0
>= 94.00%	0.25%	0.35%	0.45%
>= 93.00%	0.50%	0.60%	0.70%
>= 92.00%	0.75 %	0.85 %	0.95 %
>= 91.00%	1.00%	1.10%	1.20%
>= 90.00%	1.50%	1.60%	1.70%
>= 89.00%	1.75%	1.85%	1.95%
>= 88.00%	2.00%	2.10%	2.20%
>= 87.00%	2.25%	2.35%	2.45%
>= 86.00%	2.50%	2.60%	2.70%
>= 85.00%	2.75%	2.85%	2.95%
< 85.00%	3.00%	3.10%	3.20%

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Measure: MR-7 – Repair Repeat Report Rate  
Floor: 5%

Performance	Remedy		
	Month 1	Month 2	Month 3+
<= 5.00%	\$0	\$0	\$0
<= 6.00%	0.25%	0.35%	0.45%
<= 7.00%	0.50%	0.60%	0.70%
<= 8.00%	0.75 %	0.85 %	0.95 %
<= 9.00%	1.00%	1.10%	1.20%
<= 10.00%	1.50%	1.60%	1.70%
<= 11.00%	1.75%	1.85%	1.95%
<= 12.00%	2.00%	2.10%	2.20%
<= 13.00%	2.25%	2.35%	2.45%
<= 14.00%	2.50%	2.60%	2.70%
<= 15.00%	2.75%	2.85%	2.95%
> 15.00%	3.00%	3.10%	3.20%

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State Of Minnesota  
Department of Commerce  
INFORMATION REQUEST

P421/CI-01-1371 and P421/C-02-197

Information Requested From: Qwest Corporation

Information Requested By: Ferguson, Sharon

Date Requested: 07/10/2002

Date Response Due: 07/18/2002

REQUEST:

Admit that Audrey McKenney wrote [TRADE SECRET DATA BEGINS "Today's contract" beside the row for "Tier 3" TRADE SECRET DATA ENDS] on the second page of the documents attached as Exhibit 18 to these requests.

RESPONSE:

Audrey McKenney wrote [TRADE SECRET DATA BEGINS "Today's contract" beside the row for "Tier 3" TRADE SECRET DATA ENDS] on the second page of the document attached as Exhibit 18 to these requests. The note refers to McLeod's statements regarding the take-or-pay.

Respondent: Audrey McKenney

Action Items from Meeting

**Subject: Action Items from Meeting****Date:** Sat, 2 Jun 2001 07:59:35 -0500

REC'D JUN 04 2001

**From:** "Stacey D. Stewart" <sstewart@McLeodUSA.com>**To:** "Blake O. Fisher" <bfisher@McLeodUSA.com>,  
"Randall E. Rings" <rings@McLeodUSA.com>,  
"James T. Balvanz" <jbalvanz@McLeodUSA.com>,  
"Casey, Greg" <Greg.Casey@qwest.com>, "Filip, Dana" <Dana.Filip@qwest.com>,  
axmcken@qwest.com, cdohert@notes.uswc.uswest.com**CC:** "Stacey Stewart" <sstewart@McLeodUSA.com>**[Trade Secret Data Begins**

I've listed all action items coming from our meeting on Thursday below. If you have any questions or I've left anything out please let me know. The expectation is that we can work through all of these outstanding action items the week of 6/4 and then Qwest could provide an overall response to McLeod on the term sheet by no later than 6/11.

Thanks  
Stacey

1. Performance Measures and Remedies- Response Due by June 8th COB.
  - Audrey and team to provide a response to the PAP+5 proposal and associated remedies. The response should include:
    - Acceptance of the proposal or a counter offer.
    - A recommendation on a settlement of past remedies for Nov-April (we discussed the \$6M)
    - A recommendation on an interim remedy plan for May 2000 through the month Qwest receives 271 approval.
    - A proposal on how to fence the Performance measures and remedies off going forward.
2. Product and Pricing-
  - a. Audrey to review Vmail proposal and provide a response by 6/11
  - b. Jim and Stacey to provide to Audrey a list of markets/bundle of service/amount of toll on residential by 6/5
  - c. Jim to provide an inventory of T-1 circuits to Qwest by 6/4 for determination of a T-1 UNE-M offering by 6/11.
  - d. Audrey to send a copy of the retail PRI proposal (created in January) to McLeod by 6/4.
  - e. Audrey and team to work on DSL proposal and provide response by 6/11.
  - f. McLeod to verify the originating numbers for intralata Toll charges by 6/5.
  - g. Audrey and team to work on Wire Care/Maintenance proposal and provide response by 6/11.
3. Qwest to provide a response to McLeod's tiered discount sheet by 6/11.
4. Both companies to work their respective buy/sell organizations to determine where the current IRU proposals are in the process.
5. Regulatory
  - a. No action
  - b. Qwest to develop a list of 'wants' associated with 271 advocacy from McLeod and an associated value of these items. Due 6/11.
  - c. No Action
6. Other action items
  - McLeod to research to determine the need for ANI over T-1. Due 6/8
  - Qwest to research the outstanding billing disputes and determine counter offer. Due 6/11
  - Followup conference call on 6/12 to discuss response and schedule another face to face later in that week.

NONPUBLIC DOCUMENT

P-421/C-02-197

DOC 08-212

Trade Secret Attachment

Trade Secret Data Ends]

NONPUBLIC DOCUMENT  
CONTAINS TRADE SECRET DATA

Subject: Follow Up On Action Items  
 Date: Wed, 13 Jun 2001 00:42:14 -0600  
 From: Arturo Ibarra Jr <aibarra@uswest.com>  
 Organization: U S WEST Communications, Inc  
 To: sstewart@McLeodUSA.com  
 CC: bfisher@McLeodUSA.com, "James T. Balvanz" <jbalvanz@McLeodUSA.com>, rings@McLeodUSA.com, Greg Casey <Greg.Casey@qwest.com>, Dana Filip <Dana.Filip@qwest.com>, Audrey McKenney <axmcken@uswest.com>

REC'D JUN 13 2001

Stacey,

**[Trade Secret Data Begins**

In order to progress further on some of the action items listed in your 6/2 email we need to get a few items that we have not yet received. They are as follows:

2b - For the 452 wire centers, they did not include estimated associated volume detail to assist us in determining a weighted average price. Additionally, no toll data was provided. FYI, as a result of our 7/01/01 price filing, we are anticipating the weighted average CALC charge for primary res and single line bus to increase from \$4.35 to \$4.97; the non-primary res / BRI ISDN to increase from \$6.39 to \$6.53; and multi line bus / centrex go from \$8.35 to \$7.87.

2c - An inventory of T-1 circuits for determination of UNE-M offering.

2f - Was your team able to validate the originating numbers for the intraLATA toll charges?

6a - Was your team able to determine if there is indeed a need for ANI over T-1?

Additionally, Freddi is working with our product management team on the voice messaging proposal (2a) and the wire maintenance proposal (2g). On the VMS offer, the top end of your proposal (10,001 - 12,000), an increase of 1,600 - 3,400 mailboxes, translates into a 3% penetration. During our UNE-M discussions I thought McLeod believed they could achieve a 10% penetration rate. If this is true, then we may be afforded greater flexibility in developing a VMS offering more to your liking. Two final clarifying questions: are the volumes listed a combined bus/res figure or do they represent separate volumes for bus and res? And what is the term (3 or 5 years)?

With respect to your counter to Qwest's DSL proposal (2e), we believe that our initial proposal is as aggressive as we can get on a pricing front.

On PRI proposal (2d), we are getting final volume and terms from SPR, and we expect pricing to be around \$667 with a 1,000 unit commitment, an increase of eight spans from today.

On the tiered discount (item #3), based the documentation on our 10/22/00 weekend proposals we understood that both parties had agreed to negotiate final rates based on market conditions and for the integration of Split Rock and other acquisitions. If you would like a copy of this document, let me know and I will fax it to you. At the time of negotiations our base included only McLeod (IOR/IORL) and Ovation (OCB/OCBL). During our reconciliation efforts for the Preferred Vendor Plan, Lori recently brought to my attention that I had omitted Access Long Distance (AMM), Dakota Telecom (DKI/DKIL), Cap Rock (SGY/SGYL) and TCI Communications Inc (TUC). The annual billing on these additional ACNAs is \$28M. Further, Split Rock, post-anticipated discount is worth and additional \$8M, and out of region is worth \$7M. Adding in these missing companies brings McLeod's total 2001 anticipated invoice to

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P-421/C-02-197  
 DOC 08-212  
 Trade Secret Attachment

Follow Up Action Items

\$220M (excluding IRUs). As such we believe Tier 4 should become Tier 3.

Audrey and Greg are working privately with Blake and the attorneys on items 1 & 5.

If you and Jim want to talk, give me a call.

Thanks,  
Arturo  
303-965-4324

Trade Secret Data Ends]

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DOC 320

State Of Minnesota  
Department of Commerce  
INFORMATION REQUEST

P421/CI-01-1371 and P421/C-02-197

Information Requested From: Qwest Corporation

Information Requested By: Ferguson, Sharon

Date Requested: 07/10/2002

Date Response Due: 07/18/2002

## REQUEST:

[TRADE SECRET DATA BEGINS In the July 3, 2001 e-mail from Arturo Ibarra to Stacey Stewart attached as Exhibit 4 to these requests, Mr. Ibarra states that "based the documentation on our 10/22/00 weekend proposals we understood that both parties had agreed to negotiate final rates based on market conditions for the integration of Split Rock and other acquisitions. If you would like a copy of this document, let me know and I will fax it to you." Please produce the "documentation on our 10/22/00 weekend proposals" referred to by Mr. Ibarra. If Qwest has previously produced the documentation, please identify it specifically (including document type, date, title and/or file name, author and recipient) and identify the discovery request in response to which the documentation was provided. TRADE SECRET DATA ENDS]

## RESPONSE:

Please see the Trade Secret Attachment for the referenced document.

Respondent: Audrey McKenney

MINNESOTA  
 DOCKET NO. P421/CL-01-1371 *enb*  
 P421/C-02-197  
 Dec 11-320 *NON-PUBLIC*  
*Trade Secret Attachment*

Worldwide Wholesale Markets

# QWEST COUNTERPROPOSAL

[Trade secret data begins

**Mutual Preferred Vendor Plan**

	2000	2001	2002	2003	Total 2001-2003
<b>McLeod to Qwest - Before Split Rock / other acquisitions</b>					
Projected Growth Rate	0%	28%	24%	17%	
"Base"/Projected revenue	155	198	246	288	732
<b>Preferred Vendor - "Take or Pay"</b>		150	160	170	480
% of Projected Revenue		76%	65%	59%	66%

**Qwest to McLeod**  
 Preferred Vendor -- "Take or Pay" commitment ranges  
 Minimum for discount to apply

Tier	Revenue ranges	Discount Rate
Tier 1	178-188	6.5%
Tier 2	189-198	8.0%
Tier 3	over 199	10.0%

	Over 199	Over 230	Over 250	Over 199	Over 199
2001 Based on McLeod's Proposal to Qwest	6.5%	8.0%	10.0%	8.0%	8.0%

The above level is an Interim default level. Both Parties agree to negotiate final rates based on market condition on an annual basis and for the integration of Split Rock / other acquisitions.

Attorney Client Privilege

**NON-PUBLIC DOCUMENT**

For Discussion Purposes Only. ~~DATA EXCHANGED BETWEEN THE PARTIES~~  
 Does Not Constitute Offers. Qwest Reserves The Right to Revise/Supplement Any Term or Condition Contained Herein

Trade secret data ends]



RE: McLeod ISDN Proposal  
 [Trade Secret Data Begins]

REC'D JUN 11 2001

**Subject:** RE: McLeod ISDN Proposal  
**Date:** Mon, 11 Jun 2001 07:13:43 -0600  
**From:** "Shearburn, Jim" <Jim.Shearburn@qwest.com>  
**To:** "Patty Hahn" <phahn@uswest.com>, "McKenney, Audrey" <axmcken@qwest.com>, "Shearburn, Jim" <Jim.Shearburn@qwest.com>, "Snider, Patricia" <psnider@qwest.com>  
**CC:** "Barto, Sandra" <sbarto@qwest.com>

Thanks, Patty for getting this together. I had a few questions.

What is the effective date of this proposal. Gary originally had asked for 5-1--1. When it became apparent that this had been previously proposed in Feb. he wanted it back to then.

What effective date had you and Skip discussed.

has the 10% across the board discount been negated by the reference that no additional discounts apply? Are we still required to discount this price component by an additional 10% in a monthly rebate per the B2B deal? Audrey, maybe you can weigh in on that issue.

Other than those two questions, I think it is ready to go. This is a significant reduction for them. I am sure Gary will appreciate the proposal.

I would like to get this to Gary today. Lets discuss ASAP this morning. I am in the office, please call.

Thanks

-----Original Message-----

**From:** Patty Hahn [<mailto:phahn@uswest.com>]  
**Sent:** Friday, June 08, 2001 8:30 PM  
**To:** axmcken@qwest.com; jim.shearburn@qwest.com; psnider@qwest.com  
**Cc:** sbarto@qwest.com  
**Subject:** McLeod ISDN Proposal

Audrey, Jim and Patti,

I have attached two documents for the McLeod ISDN wholesale proposal. The first document is a written description of the offering. The second document is an excel spreadsheet detailing the services and rate elements by state that categorizes the current ISDN /DSS/UAS products McLeod purchases from Qwest.

I apologize for the delay in getting this document to you today. I did want to go ahead from the retail product management team (Skip Olson) that I had included all the rate elements by product correctly. And I do want to thank Sandy Barto for helping me with this spreadsheet.

Audrey and Jim, I hope this is what you were looking for. Please let me know if you have questions or want to discuss further.

Have a great weekend !!

Trade Secret Data Ends]

Patty  
 303 896-0285

P-421/C-02-197  
 DOC 08-212  
 Trade Secret Attachment

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 CONTAINS TRADE SECRET DATA

PRI proposal

[Trade Secret Data Begins

**Subject:** PRI proposal**Date:** Mon, 11 Jun 2001 14:16:51 -0600**From:** "Shearburn, Jim" <Jim.Shearburn@qwest.com>**To:** "gdupler@mcleodusa.com" <gdupler@mcleodusa.com>,  
"ewilkens@mcleodusa.com" <ewilkens@mcleodusa.com>**CC:** "Hahn, Patty" <phahn@qwest.com>, "Snider, Patricia" <psnider@qwest.com>,  
"McKenney, Audrey" <axmcken@qwest.com>,  
"Boone, Mark D." <Mark.D.Boone@qwest.com>

REC'D JUN 11 2001

Gary and Eric, as we discussed this afternoon, I am attaching for your review a proposal that will reduce your cost for PRI service to \$667 per unit. There are some caveats, including effective date, eligibility for additional discounts, etc. but on the whole, this is an excellent deal for you and we look forward to your approval. While not reflected in this proposal, it is our intent to address the PRI pricing concerns with this proposal with the intent of moving on to other more fruitful revenue growing opportunities for both parties.

To Patty Hahn and Audrey McKenney, I would like to say I appreciate the research and effort put forth in preparing this proposal. Your advocacy of this pricing schedule went a long way towards getting this done. Thanks

Gary and Eric, please call me or Patty Hahn with questions or comments.

There is another issue left open, that of the Portland Colo Augment, we are trying to get a better date for you on that, but candidly I was informed late last week, that there does not seem to be a way to better the standard interval. Todd was wanting to expedite the delivery of 20-25 coax DS3, part of the original 80 or so ordered.

Our implementation group cannot come up with a guaranteed better date. Sorry we cannot do better on that date.

Hope the set back on the IRUs we discussed and the lack of a better date for Portland are offset by the new PRI pricing enclosed.

Two files are attached, a Word doc reviewing what we went over verbally and an Excel spreadsheet inventorying your PRIs as of April, the most recent info available.

Please call with questions. Thanks JPS

James P. Shearburn  
Qwest Communications International, Inc.  
Vice President  
Central Region  
Wholesale Markets  
314-918-7966 - direct  
888-370-6960  
314-918-7968 fax  
jim.shearburn@qwest.com

P-421/C-02-197  
DOC 08-212  
Trade Secret Attachment

<<ISDN PROPOSAL McLeod 06112001.doc>> <<ISDN Proposal 06082001.xls>>

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ISDN PROPOSAL McLeod 06112001.doc	<b>Name:</b> ISDN PROPOSAL McLeod 06112001.doc <b>Type:</b> Winword File (application/msword) <b>Encoding:</b> base64 <b>Download Status:</b> Not downloaded with message
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ISDN Proposal 06082001.xls	<b>Name:</b> ISDN Proposal 06082001.xls <b>Type:</b> Microsoft Excel Worksheet (application/vnd.ms-excel) <b>Encoding:</b> base64 <b>Download Status:</b> Not downloaded with message
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Gary Dupler  
GVP Network Planning-  
McLeodUSA  
15 East 5th Street  
Tulsa, OK 74103

June 11, 2001

Attention: Gary Dupler

Reference: Wholesale ISDN/DDS Pricing Proposal

**Background Information:** McLeodUSA requested that the Qwest Wholesale organization review McLeodUSA's current ISDN/DSS circuits and develop a proposal to transition them to the McLeodUSA wholesale bill.

Qwest Wholesale is pleased to offer McLeodUSA the following Wholesale ISDN/DDS pricing proposal. (SEE ATTACHED)

Our proposed information is a preliminary pricing schedule based on data through April, 2001.

**Current ISDN/DSS Prices:** Currently McLeodUSA is paying the following rates for ISDN PRI/DSS lines on average per state per circuit. Each Primary Rate ISDN service consists of one Configuration, one T-1 Facility, and one of the trunking options. Not included in the rates are the CALC charges, mileage or taxes. Each DSS service consists of one T-1 Facility, and one of the trunking options. Not included in the rates are the CALC charges, mileage or taxes.

Following is a representative illustration of the rate elements and current rates by state that McLeodUSA is billed for today.

Additionally we have represented, by state, the number of ISDN PRI and DDS services that McLeodUSA has ordered and the average elements billed for each circuit.

The proposal of \$677.00 per circuit is an approximate reduction of \$1,271,794.00 per month for McLeodUSA.

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## TERMS

### Product Pricing

\* Pricing/discounting is, in lieu of, and not in addition to, any discounts and/or credits that Customer is or would otherwise be entitled to receive by application of discounts [i.e., Term Discount, SPR Field Discount and/or any Promotion(s)] unless otherwise noted in this SPR approval.

\* For services not specified below, McLeodUSA will pay standard rates associated with the Service Term and monthly revenue tier for which McLeodUSA qualifies (as set forth in the Tariff or as referenced on the Q for non-tariffed services).

\* Pricing/Discounts below DO NOT include charges for CPE

The effective date of the contract will be either July 1, 2001 or on the date when both parties fully execute the agreement, whichever date is later.

### Access Pricing

• The monthly recurring charge (MRC) and non-recurring charge (NRC) for the Dedicated Local Access Circuit connecting each Customer premise are determined by the Customer's NPA/NXX and are set by the Service Term.

•  
\* MRCs are based on mileage between Customer Serving Wire Center (SWC) and the nearest Qwest owned Point of Presence (POP) SWC.

\* In addition to the above mentioned access charges, McLeodUSA shall be responsible for the following unless otherwise noted in this SPR approval (i) all charges associated with the Central of Connection (COC), (ii) all charges associated with the local access interconnection and, (iii) access-related charges (including, without limitation, installation charges, inside wiring charges, construction charges and distance and termination charges assessed by Qwest or by the Local Exchange Carrier (LEC)).

\* For Dedicated Local or Ethernet Access service not specified below, Customer will pay standard pricing associated with the Service Term, which Customer qualifies (as set forth in the Tariff, or as referenced on the Q for non-tariffed services).

\* All pricing quotes are subject to availability of the Qwest POP, local access service provider, and/or of specific SONET engineering at LEC SWCs

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General Clauses

McLeodUSA MAY NOT be a member of an association or resell service.

Approved Rates

McLeodUSA is approved for the following:

- 1) If McLeodUSA meets or exceeds 1000 spans (contributing spans can be either DSS or PRI) McLeodUSA will receive a price of \$667 per span.
- 2) The \$667 price is applicable to one way UAS only.
- 3) Please note that if McLeodUSA falls below a cumulative count of less 1,000 spans for 3 consecutive months, their pricing per span will revert to standard pricing
- 4) Please note "NO" Additional Reseller Discounts Apply to the \$667 price. The rate for McLeod's ISDN/PRI services stated in this contract does not apply to any other discounts and specifically, that the 10% Business to Business reduction does not apply to the services addressed in this Contract.
- 5) The effective date of the contract will be either July 1, 2001 or on the date when both parties fully execute the agreement, whichever date is later.

We appreciate your continuing business with Qwest and are looking forward to detailed discussions regarding this proposal. Please do not hesitate to contact us.

Sincerely

Audrey McKenney  
SVP-Wholesale Business Development  
303-896-5851

Jim Shearburn  
RVP - Sales QWEST Central Region  
314-918-7966

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ATTACHMENT

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State	Service	Number of Circuits	Current MRC/Circuit	Proposed MRC/Circuit	Present Total MRC's	Proposed Total MRC's
All	ISDN	309	\$ 1,930.00	\$ 667.00	\$ 596,370.00	\$ 206,103.00
	DSS	554	\$ 2,160.00	\$ 667.00	\$ 1,196,640.00	\$ 369,518.00
	UAS	135	\$ 1,080.00	\$ 677.00	\$ 145,800.00	\$ 91,395.00
	Total	998			\$ 1,938,810.00	\$ 667,016.00

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MRC's Revenue +/-	Yearly Revenue +/-
\$ (390,267.00)	\$ (4,683,204.00)
\$ (827,122.00)	\$ (9,925,464.00)
\$ (54,405.00)	\$ (652,860.00)
\$ (1,271,794.00)	\$ (15,261,528.00)

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State	Service	Number of Circuits	Current Revenue	Proposed Revenue	Proposed Revenue
Arizona	ISDN	9	\$ 1,930.00	\$ 667.00	\$ 1,263.00
	Total		\$ 17,370.00	\$ 667.00	\$ 6,003.00
	Revenue Loss				\$ (11,367.00)
Arizona	DSS	11	\$ 2,160.00	\$ 667.00	\$ 1,493.00
	Total		\$ 23,760.00	\$ 667.00	\$ 7,337.00
	Revenue Loss				\$ (16,423.00)
Arizona	UAS	0	\$ 1,080.00	\$ 667.00	\$ 413.00
	Total		\$ -	\$ 667.00	\$ -
	Revenue Loss				\$ -
Colorado	ISDN	20	\$ 1,930.00	\$ 667.00	\$ 1,263.00
	Total		\$ 38,600.00	\$ 667.00	\$ 13,340.00
	Revenue Loss				\$ (25,260.00)
Colorado	DSS	126	\$ 2,160.00	\$ 667.00	\$ 1,493.00
	Total		\$ 272,160.00	\$ 667.00	\$ 84,042.00
	Revenue Loss				\$ (188,118.00)
Colorado	UAS	10	\$ 1,080.00	\$ 667.00	\$ 413.00
	Total		\$ 10,800.00	\$ 667.00	\$ 6,670.00
	Revenue Loss				\$ (4,130.00)
Idaho	ISDN	5	\$ 1,930.00	\$ 667.00	\$ 1,263.00
	Total		\$ 9,650.00	\$ 667.00	\$ 3,335.00
	Revenue Loss				\$ (6,315.00)
Idaho	DSS	13	\$ 2,160.00	\$ 667.00	\$ 1,493.00
	Total		\$ 28,080.00	\$ 667.00	\$ 8,671.00
	Revenue Loss				\$ (19,409.00)
Idaho	UAS	9	\$ 1,080.00	\$ 667.00	\$ 413.00
	Total		\$ 9,720.00	\$ 667.00	\$ 6,003.00
	Revenue Loss				\$ (3,717.00)
Iowa	ISDN	45	\$ 1,930.00	\$ 667.00	\$ 1,263.00
	Total		\$ 86,850.00	\$ 667.00	\$ 30,015.00
	Revenue Loss				\$ (56,835.00)
Iowa	DSS	112	\$ 2,160.00	\$ 667.00	\$ 1,493.00
	Total		\$ 241,920.00	\$ 667.00	\$ 74,704.00
	Revenue Loss				\$ (167,216.00)

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Iowa	UAS	81	\$ 1,080.00	\$ 667.00	\$ 413.00
	Total		\$ 87,480.00	\$ 667.00	\$ 54,027.00
	Revenue Loss				\$ (33,453.00)

Minnesota	ISDN	36	\$ 1,930.00	\$ 667.00	\$ 1,263.00
	Total		\$ 69,480.00	\$ 667.00	\$ 24,012.00
	Revenue Loss				\$ (45,468.00)

Minnesota	DSS	177	\$ 2,160.00	\$ 667.00	\$ 1,493.00
	Total		\$ 382,320.00	\$ 667.00	\$ 118,059.00
	Revenue Loss				\$ (264,261.00)

Minnesota	UAS	20	\$ 1,080.00	\$ 667.00	\$ 413.00
	Total		\$ 21,600.00	\$ 667.00	\$ 13,340.00
	Revenue Loss				\$ (8,260.00)

Montana	ISDN	13	\$ 1,930.00	\$ 667.00	\$ 1,263.00
	Total		\$ 25,090.00	\$ 667.00	\$ 8,671.00
	Revenue Loss				\$ (16,419.00)

Montana	DSS	0	\$ 2,160.00	\$ 667.00	\$ 1,493.00
	Total		\$ -	\$ 667.00	\$ -
	Revenue Loss				\$ -

Montana	UAS	0	\$ 1,080.00	\$ 667.00	\$ 413.00
	Total		\$ -	\$ 667.00	\$ -
	Revenue Loss				\$ -

Nebraska	ISDN	0	\$ 1,930.00	\$ 667.00	\$ 1,263.00
	Total		\$ -	\$ 667.00	\$ -
	Revenue Loss				\$ -

Nebraska	DSS	5	\$ 2,160.00	\$ 667.00	\$ 1,493.00
	Total		\$ 10,800.00	\$ 667.00	\$ 3,335.00
	Revenue Loss				\$ (7,465.00)

Nebraska	UAS	0	\$ 1,080.00	\$ 667.00	\$ 413.00
	Total		\$ -	\$ 667.00	\$ -
	Revenue Loss				\$ -

New Mexico	ISDN	9	\$ 1,930.00	\$ 667.00	\$ 1,263.00
	Total		\$ 17,370.00	\$ 667.00	\$ 6,003.00
	Revenue Loss				\$ (11,367.00)

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CONTAINS TRADE SECRET DATA

New Mexico	DSS	7	\$ 2,160.00	\$ 667.00	\$ 1,493.00
	Total		\$ 15,120.00	\$ 667.00	\$ 4,669.00
	Revenue Loss				\$ (10,451.00)
New Mexico	UAS	3	\$ 1,080.00	\$ 667.00	\$ 413.00
	Total		\$ 3,240.00	\$ 667.00	\$ 2,001.00
	Revenue Loss				\$ (1,239.00)

North Dakota	ISDN	32	\$ 1,930.00	\$ 667.00	\$ 1,263.00
	Total		\$ 61,760.00	\$ 667.00	\$ 21,344.00
	Revenue Loss				\$ (40,416.00)

North Dakota	DSS	23	\$ 2,160.00	\$ 667.00	\$ 1,493.00
	Total		\$ 49,680.00	\$ 667.00	\$ 15,341.00
	Revenue Loss				\$ (34,339.00)

North Dakota	UAS	0	\$ 1,080.00	\$ 667.00	\$ 413.00
	Total		\$ -	\$ 667.00	\$ -
	Revenue Loss				\$ -

South Dakota	ISDN	6	\$ 1,930.00	\$ 667.00	\$ 1,263.00
	Total		\$ 11,580.00	\$ 667.00	\$ 4,002.00
	Revenue Loss				\$ (7,578.00)

South Dakota	DSS	8	\$ 2,160.00	\$ 667.00	\$ 1,493.00
	Total		\$ 17,280.00	\$ 667.00	\$ 5,336.00
	Revenue Loss				\$ (11,944.00)

South Dakota	UAS	3	\$ 1,080.00	\$ 667.00	\$ 413.00
	Total		\$ 3,240.00	\$ 667.00	\$ 2,001.00
	Revenue Loss				\$ (1,239.00)

Oregon	ISDN	27	\$ 1,930.00	\$ 667.00	\$ 1,263.00
	Total		\$ 52,110.00	\$ 667.00	\$ 18,009.00
	Revenue Loss				\$ (34,101.00)

Oregon	DSS	10	\$ 2,160.00	\$ 667.00	\$ 1,493.00
	Total		\$ 21,600.00	\$ 667.00	\$ 6,670.00
	Revenue Loss				\$ (14,930.00)

Oregon	UAS	0	\$ 1,080.00	\$ 667.00	\$ 413.00
	Total		\$ -	\$ 667.00	\$ -
	Revenue Loss				\$ -

Utah	ISDN	39	\$ 1,930.00	\$ 667.00	\$ 1,263.00
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Utah	Total		\$ 75,270.00	\$ 667.00	\$ 26,013.00
	Revenue Loss				\$ (49,257.00)
	DSS	28	\$ 2,160.00	\$ 667.00	\$ 1,493.00
	Total		\$ 60,480.00	\$ 667.00	\$ 18,676.00
	Revenue Loss				\$ (41,804.00)
Utah	UAS	0	\$ 1,080.00	\$ 667.00	\$ 413.00
	Total		\$ -	\$ 667.00	\$ -
	Revenue Loss				\$ -

Washington	ISDN	55	\$ 1,930.00	\$ 667.00	\$ 1,263.00
	Total		\$ 106,150.00	\$ 667.00	\$ 36,685.00
	Revenue Loss				\$ (69,465.00)
Washington	DSS	23	\$ 2,160.00	\$ 667.00	\$ 1,493.00
	Total		\$ 49,680.00	\$ 667.00	\$ 15,341.00
	Revenue Loss				\$ (34,339.00)
Washington	UAS	7	\$ 1,080.00	\$ 667.00	\$ 413.00
	Total		\$ 7,560.00	\$ 667.00	\$ 4,669.00
	Revenue Loss				\$ (2,891.00)

Wyoming	ISDN	13	\$ 1,930.00	\$ 667.00	\$ 1,263.00
	Total		\$ 25,090.00	\$ 667.00	\$ 8,671.00
	Revenue Loss				\$ (16,419.00)
Wyoming	DSS	11	\$ 2,160.00	\$ 667.00	\$ 1,493.00
	Total		\$ 23,760.00	\$ 667.00	\$ 7,337.00
	Revenue Loss				\$ (16,423.00)
Wyoming	UAS	2	\$ 1,080.00	\$ 667.00	\$ 413.00
	Total		\$ 2,160.00	\$ 667.00	\$ 1,334.00
	Revenue Loss				\$ (826.00)

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State	Service	Number of Circuits	Number of elements	Rate Elements	Qty/Price	Proposed Rate	Proposed Price
Arizona	ISDN	9				\$ 667.00	\$ 6,003.00
	ZPAZD		9	\$ 400.00	\$ 3,600.00		
	ZPT1X		9	\$ 150.00	\$ 1,350.00		
	PR311		207	\$ 30.00	\$ 6,210.00		
	NDT		207	\$ 30.00	\$ 6,210.00		
	Total				\$ 17,370.00		\$ 6,003.00
	Savings \$						\$ 11,367.00
	Savings %						65%
Arizona	DSS	11				\$ 667.00	\$ 7,337.00
	D7W		11	\$ 360.00	\$ 3,960.00		
	T2DIX		264	\$ 30.00	\$ 7,920.00		
	NDT		264	\$ 45.00	\$ 11,880.00		
	Total			\$ 435.00	\$ 23,760.00	\$ 667.00	\$ 7,337.00
	Savings \$						\$ 16,423.00
	Savings %						69%
Arizona	UAS	0					
	D7W		0	\$ 360.00	\$ -	\$ 667.00	\$ -
	T2DIX		0	\$ 30.00	\$ -		
	Total			\$ 390.00	\$ -	\$ 667.00	\$ -
	Savings \$						\$ -
	Savings %						
Colorado	ISDN	20				\$ 667.00	\$ 13,340.00
	ZPAZD		20	\$ 400.00	\$ 8,000.00		
	ZPT1X		20	\$ 150.00	\$ 3,000.00		
	PR311		460	\$ 30.00	\$ 13,800.00		
	NDT		460	\$ 30.00	\$ 13,800.00		
	Total				\$ 38,600.00		\$ 13,340.00
	Savings \$						\$ 25,260.00
	Savings %						65%
Colorado	DSS	126				\$ 667.00	\$ 84,042.00
	D7W		126	\$ 360.00	\$ 45,360.00		
	T2DIX		3024	\$ 30.00	\$ 90,720.00		
	DID NDT		3024	\$ 45.00	\$ 136,080.00		
	Total			\$ 435.00	\$ 272,160.00	\$ 667.00	\$ 84,042.00
	Savings \$						\$ 188,118.00
	Savings %						69%
Colorado	UAS	10					
	D7W		10	\$ 360.00	\$ 3,600.00	\$ 667.00	\$ 6,670.00
	T2DIX		240	\$ 30.00	\$ 7,200.00		
	Total			\$ 390.00	\$ 10,800.00	\$ 667.00	\$ 6,670.69

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	Savings \$						\$ 4,129.31
	Savings %						38%
<b>Idaho</b>	<b>ISDN</b>	<b>5</b>				\$ 667.00	\$ 3,335.00
	ZPAZD	5	\$ 400.00	\$ 2,000.00			
	ZPT1X	5	\$ 150.00	\$ 750.00			
	PR311	115	\$ 30.00	\$ 3,450.00			
	NDT	115	\$ 30.00	\$ 3,450.00			
	<b>Total</b>			\$ 9,650.00			\$ 3,335.00
	<b>Savings \$</b>						\$ 6,315.00
	<b>Savings %</b>						65%
<b>Idaho</b>	<b>DSS</b>	<b>13</b>				\$ 667.00	\$ 8,671.00
	D7W	13	\$ 360.00	\$ 4,680.00			
	T2DIX	312	\$ 30.00	\$ 9,360.00			
	DID NDT	312	\$ 45.00	\$ 14,040.00			
	<b>Total</b>		\$ 435.00	\$ 28,080.00	\$ 667.00	\$ 8,671.00	
	<b>Savings \$</b>						\$ 19,409.00
	<b>Savings %</b>						69%
<b>Idaho</b>	<b>UAS</b>	<b>9</b>					
	D7W	9	\$ 360.00	\$ 3,240.00	\$ 667.00	\$ 6,003.00	
	T2DIX	216	\$ 30.00	\$ 6,480.00			
	<b>Total</b>		\$ 390.00	\$ 9,720.00	\$ 667.00	\$ 6,003.69	
	<b>Savings \$</b>						\$ 3,716.31
	<b>Savings %</b>						38%
<b>Iowa</b>	<b>ISDN</b>	<b>45</b>				\$ 667.00	\$ 30,015.00
	ZPAZD	45	\$ 400.00	\$ 18,000.00			
	ZPT1X	45	\$ 150.00	\$ 6,750.00			
	PR311	1035	\$ 30.00	\$ 31,050.00			
	NDT	1035	\$ 30.00	\$ 31,050.00			
	<b>Total</b>			\$ 86,850.00			\$ 30,015.00
	<b>Savings \$</b>						\$ 56,835.00
	<b>Savings %</b>						65%
<b>Iowa</b>	<b>DSS</b>	<b>112</b>				\$ 667.00	\$ 74,704.00
	D7W	112	\$ 360.00	\$ 40,320.00			
	T2DIX	2688	\$ 30.00	\$ 80,640.00			
	DID NDT	2688	\$ 45.00	\$ 120,960.00			
	<b>Total</b>		\$ 435.00	\$ 241,920.00	\$ 667.00	\$ 74,704.00	
	<b>Savings \$</b>						\$ 167,216.00
	<b>Savings %</b>						69%
<b>Iowa</b>	<b>UAS</b>	<b>81</b>					
	D7W	81	\$ 360.00	\$ 29,160.00	\$ 667.00	\$ 54,027.00	
	T2DIX	1944	\$ 30.00	\$ 58,320.00			

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<b>Total</b>			\$ 390.00	\$ 87,480.00	\$ 667.00	\$ 54,027.00
<b>Savings \$</b>						\$ 33,453.00
<b>Savings %</b>						38%

<b>Minnesota</b>	<b>ISDN</b>	<b>36</b>			\$ 667.00	\$ 24,012.00
	ZPAZD	36	\$ 400.00	\$ 14,400.00		
	ZPT1X	36	\$ 150.00	\$ 5,400.00		
	PR311	828	\$ 30.00	\$ 24,840.00		
	NDT	828	\$ 30.00	\$ 24,840.00		
	<b>Total</b>			\$ 69,480.00		\$ 24,012.00
	<b>Savings \$</b>					\$ 45,468.00
<b>Savings %</b>						65%

<b>Minnesota</b>	<b>DSS</b>	<b>177</b>			\$ 667.00	\$ 118,059.00
	D7W	177	\$ 360.00	\$ 63,720.00		
	T2DIX	4248	\$ 30.00	\$ 127,440.00		
	DID NDT	4248	\$ 45.00	\$ 191,160.00		
	<b>Total</b>		\$ 435.00	\$ 382,320.00	\$ 667.00	\$ 118,059.00
	<b>Savings \$</b>					\$ 264,261.00
<b>Savings %</b>						69%

<b>Minnesota</b>	<b>UAS</b>	<b>20</b>				
	D7W	20	\$ 360.00	\$ 7,200.00	\$ 667.00	\$ 13,340.00
	T2DIX	480	\$ 30.00	\$ 14,400.00		
	<b>Total</b>		\$ 390.00	\$ 21,600.00	\$ 667.00	\$ 13,340.00
	<b>Savings \$</b>					\$ 8,260.00
<b>Savings %</b>						38%

<b>Montana</b>	<b>ISDN</b>	<b>13</b>			\$ 667.00	\$ 8,671.00
	ZPAZD	13	\$ 400.00	\$ 5,200.00		
	ZPT1X	13	\$ 150.00	\$ 1,950.00		
	PR311	299	\$ 30.00	\$ 8,970.00		
	NDT	299	\$ 30.00	\$ 8,970.00		
	<b>Total</b>			\$ 25,090.00		\$ 8,671.00
<b>Savings \$</b>					\$ 16,419.00	
<b>Savings %</b>						65%

<b>Montana</b>	<b>DSS</b>	<b>0</b>			\$ 667.00	\$ -
	D7W	0	\$ 360.00	\$ -		
	T2DIX	0	\$ 30.00	\$ -		
	DID NDT	0	\$ 45.00	\$ -		
	<b>Total</b>		\$ 435.00	\$ -	\$ 667.00	\$ -
<b>Savings \$</b>					\$ -	
<b>Savings %</b>						#DIV/0!

<b>UAS</b>	<b>0</b>					
D7W	0	\$ 360.00	\$ -	\$ 667.00	\$ -	

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T2DIX		0	\$ 30.00	\$ -		
<b>Total</b>			\$ 390.00	\$ -	\$ 667.00	\$ -
<b>Savings \$</b>						\$ -
<b>Savings %</b>						#DIV/0!

Nebraska	ISDN	0			\$ 667.00	\$ -
	ZPAZD	0	\$ 400.00	\$ -		
	ZPT1X	0	\$ 150.00	\$ -		
	PR311	0	\$ 30.00	\$ -		
	NDT	0	\$ 30.00	\$ -		
	<b>Total</b>				\$ -	\$ -
	<b>Savings \$</b>					\$ -
<b>Savings %</b>						

Nebraska	DSS	5			\$ 667.00	\$ 3,335.00
	D7W	5	\$ 360.00	\$ 1,800.00		
	T2DIX	120	\$ 30.00	\$ 3,600.00		
	DID NDT	120	\$ 45.00	\$ 5,400.00		
	<b>Total</b>		\$ 435.00	\$ 10,800.00	\$ 667.00	\$ 3,335.00
	<b>Savings \$</b>					\$ 7,465.00
	<b>Savings %</b>					

Nebraska	UAS	0				
	D7W	0	\$ 360.00	\$ -	\$ 667.00	\$ -
	T2DIX	0	\$ 30.00	\$ -		
	<b>Total</b>		\$ 390.00	\$ -	\$ 667.00	\$ -
	<b>Savings \$</b>					\$ -
	<b>Savings %</b>					

New Mexico	ISDN	9			\$ 667.00	\$ 6,003.00
	ZPAZD	9	\$ 400.00	\$ 3,600.00		
	ZPT1X	9	\$ 150.00	\$ 1,350.00		
	PR311	207	\$ 30.00	\$ 6,210.00		
	NDT	207	\$ 30.00	\$ 6,210.00		
	<b>Total</b>				\$ 17,370.00	\$ 6,003.00
	<b>Savings \$</b>					\$ 11,367.00
<b>Savings %</b>						65%

New Mexico	DSS	7			\$ 667.00	\$ 4,669.00
	D7W	7	\$ 360.00	\$ 2,520.00		
	T2DIX	168	\$ 30.00	\$ 5,040.00		
	DID NDT	168	\$ 45.00	\$ 7,560.00		
	<b>Total</b>		\$ 435.00	\$ 15,120.00	\$ 667.00	\$ 4,669.00
	<b>Savings \$</b>					\$ 10,451.00
	<b>Savings %</b>					

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<b>New Mexico</b>	<b>UAS</b>	<b>3</b>					
	D7W	3	\$ 360.00	\$ 1,080.00	\$ 667.00	\$ 2,001.00	
	T2DIX	72	\$ 30.00	\$ 2,160.00			
	<b>Total</b>		<b>\$ 390.00</b>	<b>\$ 3,240.00</b>	<b>\$ 667.00</b>	<b>\$ 2,001.00</b>	
	<b>Savings \$</b>					<b>\$ 1,239.00</b>	
	<b>Savings %</b>						<b>38%</b>

<b>North Dakota</b>	<b>ISDN</b>	<b>32</b>			<b>\$ 667.00</b>	<b>\$ 21,344.00</b>	
	ZPAZD	32	\$ 400.00	\$ 12,800.00			
	ZPT1X	32	\$ 150.00	\$ 4,800.00			
	PR311	736	\$ 30.00	\$ 22,080.00			
	NDT	736	\$ 30.00	\$ 22,080.00			
	<b>Total</b>			<b>\$ 61,760.00</b>		<b>\$ 21,344.00</b>	
	<b>Savings \$</b>					<b>\$ 40,416.00</b>	
	<b>Savings %</b>						<b>65%</b>

<b>North Dakota</b>	<b>DSS</b>	<b>23</b>			<b>\$ 667.00</b>	<b>\$ 15,341.00</b>	
	D7W	23	\$ 360.00	\$ 8,280.00			
	T2DIX	552	\$ 30.00	\$ 16,560.00			
	DID NDT	552	\$ 45.00	\$ 24,840.00			
	<b>Total</b>		<b>\$ 435.00</b>	<b>\$ 49,680.00</b>	<b>\$ 667.00</b>	<b>\$ 15,341.00</b>	
	<b>Savings \$</b>					<b>\$ 34,339.00</b>	
	<b>Savings %</b>						<b>69%</b>

<b>North Dakota</b>	<b>UAS</b>	<b>0</b>					
	D7W	0	\$ 360.00	\$ -	\$ 667.00	\$ -	
	T2DIX	0	\$ 30.00	\$ -			
	<b>Total</b>		<b>\$ 390.00</b>	<b>\$ -</b>	<b>\$ 667.00</b>	<b>\$ -</b>	
	<b>Savings \$</b>					<b>\$ -</b>	
	<b>Savings %</b>						<b>0%</b>

<b>South Dakota</b>	<b>ISDN</b>	<b>6</b>			<b>\$ 667.00</b>	<b>\$ 4,002.00</b>	
	ZPAZD	6	\$ 400.00	\$ 2,400.00			
	ZPT1X	6	\$ 150.00	\$ 900.00			
	PR311	138	\$ 30.00	\$ 4,140.00			
	NDT	138	\$ 30.00	\$ 4,140.00			
	<b>Total</b>			<b>\$ 11,580.00</b>		<b>\$ 4,002.00</b>	
	<b>Savings \$</b>					<b>\$ 7,578.00</b>	
	<b>Savings %</b>						<b>65%</b>

<b>South Dakota</b>	<b>DSS</b>	<b>8</b>			<b>\$ 667.00</b>	<b>\$ 5,336.00</b>	
	D7W	8	\$ 360.00	\$ 2,880.00			
	T2DIX	192	\$ 30.00	\$ 5,760.00			
	NDT	192	\$ 45.00	\$ 8,640.00			
	<b>Total</b>		<b>\$ 435.00</b>	<b>\$ 17,280.00</b>	<b>\$ 667.00</b>	<b>\$ 5,336.00</b>	

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South Dakota	Savings \$						\$ 11,944.00
	Savings %						69%
	UAS	3					
	D7W	3	\$ 360.00	\$ 1,080.00	\$ 667.00	\$ 2,001.00	
	T2DIX	72	\$ 30.00	\$ 2,160.00			
	Total		\$ 390.00	\$ 3,240.00	\$ 667.00	\$ 2,001.00	
	Savings \$						\$ 1,239.00
Savings %							38%

Oregon	ISDN	27				\$ 667.00	\$ 18,009.00
	ZPAZD	27	\$ 400.00	\$ 10,800.00			
	ZPT1X	27	\$ 150.00	\$ 4,050.00			
	PR311	621	\$ 30.00	\$ 18,630.00			
	NDT	621	\$ 30.00	\$ 18,630.00			
	Total			\$ 52,110.00			\$ 18,009.00
	Savings \$						\$ 34,101.00
Savings %							

Oregon	DSS	10				\$ 667.00	\$ 6,670.00
	D7W	10	\$ 360.00	\$ 3,600.00			
	T2DIX	240	\$ 30.00	\$ 7,200.00			
	NDT	240	\$ 45.00	\$ 10,800.00			
	Total		\$ 435.00	\$ 21,600.00	\$ 667.00	\$ 6,670.00	
	Savings \$						\$ 14,930.00
	Savings %						

Oregon	UAS	0						
	D7W	0	\$ 360.00	\$ -	\$ 667.00	\$ -		
	T2DIX	0	\$ 30.00	\$ -				
	Total		\$ 390.00	\$ -	\$ 667.00	\$ -		
	Savings \$						\$ -	
	Savings %							

Utah	ISDN	39				\$ 667.00	\$ 26,013.00
	ZPAZD	39	\$ 400.00	\$ 15,600.00			
	ZPT1X	39	\$ 150.00	\$ 5,850.00			
	PR311	897	\$ 30.00	\$ 26,910.00			
	NDT	897	\$ 30.00	\$ 26,910.00			
	Total			\$ 75,270.00			\$ 26,013.00
	Savings \$						\$ 49,257.00
Savings %							65%

Utah	DSS	28				\$ 667.00	\$ 18,676.00
	D7W	28	\$ 360.00	\$ 10,080.00			
	T2DIX	672	\$ 30.00	\$ 20,160.00			
	NDT	672	\$ 45.00	\$ 30,240.00			
	Total		\$ 435.00	\$ 60,480.00	\$ 667.00	\$ 18,676.00	

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Savings \$						\$ 41,804.00
Savings %						69%
UAS	0					
D7W	0	\$ 360.00	\$ -	\$ 667.00	\$ -	
T2DIX	0	\$ 30.00	\$ -			
Total		\$ 390.00	\$ -	\$ 667.00	\$ -	
Savings \$						\$ -
Savings %						

Washington	ISDN	55			\$ 667.00	\$ 36,685.00
	ZPAZD	55	\$ 400.00	\$ 22,000.00		
	ZPT1X	55	\$ 150.00	\$ 8,250.00		
	PR311	1265	\$ 30.00	\$ 37,950.00		
	NDT	1265	\$ 30.00	\$ 37,950.00		
	Total			\$ 106,150.00		\$ 36,685.00
	Savings \$					\$ 69,465.00
	Savings %					65%

Washington	DSS	23			\$ 667.00	\$ 15,341.00
	D7W	23	\$ 360.00	\$ 8,280.00		
	T2DIX	552	\$ 30.00	\$ 16,560.00		
	DID NDT	552	\$ 45.00	\$ 24,840.00		
	Total		\$ 435.00	\$ 49,680.00	\$ 667.00	\$ 15,341.00
	Savings \$					\$ 34,339.00
	Savings %					69%

Washington	UAS	7				
	D7W	7	\$ 360.00	\$ 2,520.00	\$ 667.00	\$ 4,669.00
	T2DIX	168	\$ 30.00	\$ 5,040.00		
	Total		\$ 390.00	\$ 7,560.00	\$ 667.00	\$ 4,669.00
	Savings \$					\$ 2,891.00
	Savings %					38%

Wyoming	ISDN	13			\$ 667.00	\$ 8,671.00
	ZPAZD	13	\$ 400.00	\$ 5,200.00		
	ZPT1X	13	\$ 150.00	\$ 1,950.00		
	PR311	299	\$ 30.00	\$ 8,970.00		
	NDT	299	\$ 30.00	\$ 8,970.00		
	Total			\$ 25,090.00		\$ 8,671.00
	Savings \$					\$ 16,419.00
	Savings %					65%

Wyoming	DSS	11			\$ 667.00	\$ 7,337.00
	D7W	11	\$ 360.00	\$ 3,960.00		
	T2DIX	264	\$ 30.00	\$ 7,920.00		
	NDT	264	\$ 45.00	\$ 11,880.00		
	Total		\$ 435.00	\$ 23,760.00	\$ 667.00	\$ 7,337.00

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Savings \$						\$ 16,423.00
Savings %						69%

Wyoming

UAS	2					
D7W	2	\$ 360.00	\$ 720.00	\$ 667.00	\$ 1,334.00	
T2DIX	48	\$ 30.00	\$ 1,440.00			
Total		\$ 390.00	\$ 2,160.00	\$ 667.00	\$ 1,334.00	
Savings \$						\$ 826.00
Savings %						38%

Number						
ISDN						
DSS						
UAS						

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	ISDN	DSS	UAS
1 AZ	9	11	0
1 CO	20	126	10
1 IA	45	112	81
1 ID	5	13	9
1 MN	36	177	20
1 MT	13	0	0
1 ND	32	23	0
1 NE	0	5	0
1 NM	9	7	3
1 OR	27	10	0
1 SD	6	8	3
1 UT	39	28	0
1 WA	55	23	7
1 WY	13	11	2
14	309	554	135

Trade Secret Data Ends]

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RECD JUN 13 2001

[Trade Secret Data Begins

Subject: RE: [Fwd: URGENT - McLeod ISDN Proposal]

Date: Wed, 13 Jun 2001 13:21:28 -0600

From: "Shearburn, Jim" <Jim.Shearburn@qwest.com>

To: "Audrey McKenney" <axmcken@uswest.com>, Patty Hahn <phahn@uswest.com>

CC: "Shearburn, Jim" <Jim.Shearburn@qwest.com>, "McKenney, Audrey" <axmcken@qwest.com>, joe.tomando@qwest.com, "Snider, Patricia" <psnider@qwest.com>

Additional input from Gary following a recent discussion, one of the deal point he would like to see, (perhaps we can substitute this for growth incentive), he would like flexibility on the termination liability if he discos a facility and orders like facility of equal or greater value in another location. Facility portability under the PRI deal. Obviously this would be limited to in region access, I would think.

Is that something we have done in the past? Your thoughts on being able to propose this?

If we can do this, it is a big issue for him, we probably will not have to offer growth initiatives. have you socialized growth initiatives with Stacey or Blake?

As to the discount issue. What is not clear to OMR or product is that this 10% across the board applies to all products. I asked that the "carve out " language be inserted in order to set the expectation that this is the best and final price, candidly I do not think we need to go any lower, he is pretty happy with this, I think.

Please provide whatever language you want to see in this draft. Will that come from you or legal. On the switched minute deal we carved out the revenues with a clause prepared by legal, you should have a copy, if not I will get you one.

The other option is to raise the rates, but Gary does not want to do that, because it goes against his budget Vs the general ledger.

-----Original Message-----

From: Audrey McKenney [mailto:axmcken@uswest.com]

Sent: Wednesday, June 13, 2001 12:03 PM

To: Patty Hahn

Cc: Shearburn, Jim; McKenney, Audrey; joe.tomando@qwest.com; Snider, Patricia

Subject: Re: [Fwd: URGENT - McLeod ISDN Proposal]

Importance: High

Jim and Patty -

Thanks for the attached -- there are some typos, do you want us to correct? Why the July date -- why is effective date July 1, as opposed to once they reach 1000 spans? So if they put in orders tomorrow, they can have the rate immediately.

Patty, I believe there is a growth incentive by waiving the NRC and either one -two months of recurring. I think the question is this enough to incent the movement of the several hundred spans to us and it stays on net. Product and SPR might have some other solutions but I not sure if we can put a minimum commitment of something greater than 1000 spans given the tiered pricing commitment of 1000 spans.

P-421/C-02-197

DOC 08-212

Trade Secret Attachment

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Jim, from a process stand point - how do you want to handle -- email, signed letter? Also, I need to get a copy to the people in Iowa.

Thanks A

Patty Hahn wrote: --

> Jim and Joe,  
>  
> I have made the following revisions to the ISDN PRI proposal based on  
Audrey's  
> input. Joe, will you please review and approve them for the PCM  
process.

> Jim, Ron Keiter does not have a term growth incentive nor do I know the  
> answer for the migration of the services and how that is going to be  
handled.

> I will check with Rose Marie Ferris and Skip Olson for their input on  
Wednesday  
> morning.

> Patty

> "Shearburn, Jim" wrote:

>> I called Gary and indicated we have a few changes to discuss, a few  
terms

>> and conditions associated with this pricing. I described the issues  
briefly

>> and have set the expectation that a new revised proposal will be sent  
ASAP.

>> I am sure that we can get that out today.

>> Audrey if you have any other issues to bring into the deal, we welcome  
your

>> involvement. Thanks for advising on these.

>> Please make sure that all parties have a chance to review prior to draft  
>> submission to the customer.

>> My thought is that the contract will be prepared by the legal team,  
>> incorporating any issues approved by QMR. Standard dereg contract  
process,

>> I would assume.

>> Patty Hahn, please draft a new proposal incorporating the comments you  
>> included as well as any other that Audrey or QMR inserts.

>> -----Original Message-----

>> From: Patty Hahn (<mailto:phahn@uswest.com>)

>> Sent: Monday, June 11, 2001 8:00 PM

>> To: [jim.shearburn@qwest.com](mailto:jim.shearburn@qwest.com); [psnider@qwest.com](mailto:psnider@qwest.com)

>> Subject: [Fwd: URGENT - McLeod ISDN Proposal]

>> Jim and Patti,

>> I do not know how I go about getting the right people involved to get  
Audrey

>> her answers. I understand what she is asking for, but who makes those  
type

>> of growth decisions and term decisions. When we bring this acct over,  
who

>> is responsible for the revenue objective and the product. I assume it  
is

>> still Ron Keiter, but his group did not want to be responsible for the  
>> contract negotiation or the executive summary.

>>

>> I have attempted to answer Audrey's question from responses I received





>> 45~~th~~ fifth year.  
>>  
>>  
>> RESPONSE:: My understanding is the draft contract is written by the  
>> direction of the POM and that is the document that is edited and signed  
for  
>> review by the customer. It  
>> is not my understanding that the acct team draws up the contract  
language.  
>>  
>> I put a call in to Joe tonite for feedback. Who does make the final  
>> decisions regarding this proposal?  
>>  
>>  
>>  
>>  
>>  
>>  
>>  
>> ----- Original Message -----  
>>  
>> Subject: URGENT - McLeod ISDN Proposal  
>> Date: Mon, 11 Jun 2001 16:03:28 -0700  
>> From: Audrey McKenney <axmcken@uswest.com>  
>> Organization: U S WEST Communications, Inc  
>> To: "Roger.Hoaglund@qwest.com" <Roger.Hoaglund@qwest.com>, Patty  
Hahn  
>> <phahn@uswest.com>, Patricia Snider <psnider@uswest.com>, James  
Shearburn  
>> <Jim.Shearburn@qwest.com>  
>> CC: Dana Filip <Dana.Filip@qwest.com>, Greg Casey  
>> <Greg.Casey@qwest.com>, James Gallegos <jhgalle@uswest.com>, Joseph  
Dalton  
>> <joe.dalton@qwest.com>  
>>  
>> Patty, Patti, Jim, and Roger -  
>>  
>> I am not sure our proposal is "complete and clear". Some of these are  
the  
>> same questions I raised over a couple weeks ago --  
>>  
>> \* In the proposed letter, the customer approved pricing section  
>> states that the \$667 is applicable to "one way UAS only" -- the customer  
is  
>> buying three different products - DSS, ISDN, and UAS. Spreadsheets show  
all  
>> three products at the \$667. What's the quote for all three services??  
>>  
>> \* If the customer is below the minimum, what price do the services  
>> revert to --state specific month to month or a schedule? I thought our  
we  
>> usually have had tiered pricing.  
>>  
>> \* Is there a contract term? If so, what is the term of the  
contract?  
>>  
>> \* What is the incentive for growth? What are doing in the  
proposal to  
>> move the PRIs that are off-net to on-net? They have stated that they  
will  
>> move to Q and we need a commitment. (Todd's email) Will we project  
manage  
>> the migration of those circuits? Do we have facilities available?  
>>  
>> \* Is there a termination liability? If so, what are the terms and  
>> conditions?  
>>  
>> \* When will we have a draft contract ready for the customer?  
>>  
>> Jim, we can correct the grammer and typos in the proposed letter.  
Please  
>> let me know if I am missing something, but it appears that the basics  
are  
>> still missing.

RE: [Fwd: URGENT - McLeod ISDN Proposal]

> >  
> > Please respond ASAP!!  
> > Thanks A

>  
> -----  
>  
> 06112001.doc

Name: ISDN PROPOSAL McLeod

> ISDN PROPOSAL McLeod 06112001.doc  
> Document (application/msword)

Type: Microsoft Word

>  
>  
message

Encoding: base64  
Download Status: Not downloaded with

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CONTAINS TRADE SECRET DATA

RE: McLeod's ISDN PRI Proposal

[Trade Secret Data Begins]

Subject: RE: McLeod's ISDN PRI Proposal

Date: Mon, 18 Jun 2001 17:20:00 -0600

REC'D JUN 19 2001

From: "Shearburn, Jim" &lt;Jim.Shearburn@qwest.com&gt;

To: "Patty Hahn" <phahn@uswest.com>, "Shearburn, Jim" <Jim.Shearburn@qwest.com>,  
"Snider, Patricia" <psnider@qwest.com>, rkeiter@qwest.com,

"McKenney, Audrey" &lt;axmcken@qwest.com&gt;, jaolso@qwest.com

here are my thoughts.

Audrey needs to come up with alternate language dealing with the 10% B2B deal. we should not use the language we have in the proposal, too specific. We either use alternate language, or reprice all components at a rate 10% higher, and remove the paragraph entirely. If Audrey does not have her language to you by tomorrow morning, 10:00 Mountain, we will remove the para. and reprice all components by a multiplier or 1.1.

the clause regarding McLeodUSA not being a member of an association or a reseller, needs to be removed. this is not appropriate.

I understand this is a write down, candidly we are doing the dirty work that has been delayed for a while, no one else wanted to do it. We either reduce this and maintain a significant, albeit reduced revenue stream associated with PRIs from MCLD, or we lose it altogether later. it is a clear choice, we must reduce the price.

Audrey, please provide feedback. Patti and Patty, yours as well.

-----Original Message-----

From: Patty Hahn [<mailto:phahn@uswest.com>]

Sent: Monday, June 18, 2001 5:38 PM

To: jim.shearburn@qwest.com; psnider@qwest.com; rkeiter@qwest.com;  
axmcken@qwest.com; jaolso@qwest.com

Subject: McLeod's ISDN PRI Proposal

I have attached a revised terms and conditions ISDN Proposal for McLeod. Please review and state any conditions or terms that you would like to see included or renegotiated in this proposal. This document is still in DRAFT form and is not in Contract language. As soon as I receive the draft document I will have it revised with suggested input and sent out again for review.

Currently, I have gone back to the POM org ( Joe Tomandao) and requested that he initiate a draft contract. I had legal review it ( John Jones) and I received an initial go ahead to proceed with action items to pursue ( i.e.; what do we need to file in the states - Skip Oslo is checking on this for me).

I have made the following revisions based on feedback I received;

Mileage discrepancy : Audrey - the mileage is not included in the 667 price but I did delete the statement; " MRC's are based on mileage between the customer SWC and Q POP." This only applies to out of region products and was included in the POM review. I discussed with Joe and informed him this is not appropriate for this contract.

I included current contract language provided to me by Skip that details "Moves". The customer will get a reduction in price but not a portability feature as stated in the access world. If the one proposed is not accepted by McLeod, we will have to renegotiate with Retail. Skip was not willing to change at this time.

NONPUBLIC DOCUMENT

P-421/C-02-197

DOC 08-212

Trade Secret Attachment

6/19/01 9:05 AM

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RE: McLeod's ISDN PRI Proposal

Growth incentives: Retail did not renegotiate a lower incentive other than the 667.00 price.

Jim would like to share this revised DRAFT proposal with Gary Dupler tomorrow morning. I realize this is short notice but any comments I receive from you would be appreciated.

Thank you all for your help with this project. I appreciate it.

Patty Hahn  
303 896-0285

**Trade Secret Data Ends**

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Blake O. Fisher  
03/28/2001 08:48 AM

To: Stephen C. Gray/MCLEOD@MCLEOD  
cc:  
Subject: Q2 (Qwest 2)

Steve, this is the beginning of a concept for a term sheet with Qwest on the next possible deal for us to use with Roy and a potetial meeting With Joe N.

1. M agree with Q on performance measures and remedies that M would support in their 271 proceedings. These would be pretty much in line with Q's position. ( Qwest is agreeable to parity)

2. Q agrees with M in a private wholesale agreement to meet certain performance goals and remedies viewed as business critical to M such as 24 hour or better outage goals, installation intervals, and repeat service reports.

3. Q buys or enters into an IRU for fiber from M in former CapRock territory and possibly some M's Level 3 network (assuming we have that right), structured to potentially give us revenue.

4. M buys wavelengths (or whatever Roy and Gary need) from Q with payments spread out over a period or time with possibly some level of take or pay (Note: we are researching the impact of 3 and 4 on accounting treatment). I asume that this could offset potential national network cash requirement.

5. M gets revised pricing for voice mail, DSL, residential Une-M, and IMT's from Q. (Note: Q will need this to be in a form that others Clecs can do).

6. M gets revised discount plan (probably in a form of amended take or pay.) (Note: Would likely be useful if we could find additional services to sell to Q such as resell of local services in out of region areas. Jim is research accounting treatment)

7. Other considerations:

a. Legislative agenda

b. Securitization of receivables allowing M to treat part of monthly payment as amortization.

Highly questionable

c. Wireless spectrum purchased by Q from M

d. Itelispan consent (Probably will be handled separately).

e. T-1 pricing

f. Additional LD to Q

8. Carefully consider term of agreement. (I would like to get pricing term for a longer period without over comminting on take or pay.)

Any other ideas for revenue? Comments? I think this agreement will have the most value if we can get it for Joe N. in time to make his 271 filings that I believe are targeted for this summer.

CONFIDENTIAL

McLeodUSA and Qwest  
Version 2 Business to Business Deal  
Proposed Term Sheet  
May 18<sup>th</sup>, 2001

- no-time 1 million 1. McLeodUSA will accept the Qwest PAP/PID with the exception of the attached document incorporating a Parity with a Floor concept on the most important 5 measures for McLeodUSA. The effective date of these measures will be November 1, 2000.
- no-time 1.4 million 2. Qwest will provide the remedies associated with the PAP plus the remedies for the 5 Parity with the Floor measures in the attached document beginning with November 2000 performance.
- 0.500 /yr 3. Qwest to provide McLeodUSA with a resell voicemail offering that includes a discount structure in exchange for a minimum commitment. See attached document.
- 0.3-4 mill 4. Qwest to provide McLeodUSA with a residential line program similar to our UNE-M offering. See attached analysis.
- 0.5 /yr 5. Qwest to provide McLeodUSA with a flat rate T-1 offering similar to our UNE-M offering.
- mill/yr 6. Qwest to provide a region-wide PRI rate of X to McLeodUSA for all existing PRI's and any future PRI.
- 0 7. Qwest to offer McLeodUSA their DSL VDP program.
- mill/yr 8. Qwest to provide a X% discount on all intralata toll charges
- ? 9. Qwest will provide Wire Care/Wire Maintenance to McLeodUSA region-wide with our state specific wholesale discount.
- 10. Qwest will provide a 'friendly' witness and testimony in support of UNE-P/UNE-M in the SBC markets in order to help facilitate and prove McLeodUSA's position that this type of conversion activity can be a billing change and requires minimal effort on the part of the ILEC. See attached testimony. ← 9B, DRN's Sales
- mill /yr 11. In recognition of the proceeding, McLeodUSA will provide to Qwest an increased commitment of revenue and term. X Extend one yr, 180 take or pay for
- 12. McLeodUSA will purchase from Qwest the following services: 29% more discount
  - ~~AD Services~~
  - ~~Private Line services~~
- 13. McLeodUSA will support Qwest in their plans for 271 applications in all states within their ILEC footprint.
- 14. McLeodUSA will encourage and participate in any settlement in Minnesota on Wholesale Quality of Service proceedings.
- 15. Items to consider: *Additional policy & legislative cooperation*
  - Having Qwest support killing Tausin/Dingell bill.
  - Support before the FCC on multifunctional equipment collocations
  - Compensation for selling of exchanges??
  - Support ULST before the FCC(our plan)

State Of Minnesota  
Department of Commerce  
INFORMATION REQUEST

P-421/C-02-197

Information Requested From: Qwest Corporation

Information Requested By: Ferguson, Sharon

Date Requested: 06/05/2002

Date Response Due: 06/13/2002

REQUEST:

[TRADE SECRET DATA BEGINS Admit that the June 22, 2001 wire transfer payment of \$10,770,437.00 by Qwest to McLeodUSA was in payment for the discount owned by Qwest to McLeodUSA for purchases by McLeodUSA from Qwest between October 2, 2000 and March 31, 2001. TRADE SECRET DATA ENDS]

RESPONSE:

[TRADE SECRET DATA BEGINS Qwest did not owe McLeodUSA any monies for any type of discount for purchases from Qwest by McLeodUSA. Qwest Communications Corporation, a customer of McLeod, made a payment of \$10,770,437 for a calculated shortfall in purchases made by Qwest from McLeod and associated with terms and conditions set forth in the October 26, 2000 Purchase Agreement. TRADE SECRET DATA ENDS].

NONPUBLIC DOCUMENT

CONTAINS TRADE SECRET DATA



Minnesota  
F-421/C-02-197  
DOC 07-174

INTERVENOR: Department of Commerce

REQUEST NO: 174

[TRADE SECRET DATA BEGINS Admit that October 2, 2001 wire transfer payment of \$5,630,879.00 by Qwest to McLeodUSA was in payment for the discount owed by Qwest to McLeodUSA was in payment for the discount owed by Qwest to McLeodUSA for purchases by McLeodUSA from Qwest between April 1, 2001 and June 30, 2001. TRADE SECRET DATA ENDS]

RESPONSE:

[TRADE SECRET DATA BEGINS Qwest did not owe McLeodUSA any monies for any type of discount for purchases from Qwest by McLeodUSA. Qwest Communications Corporation, a customer of McLeod, made a payment of \$5,630,879 for a calculated shortfall in purchases made by Qwest from McLeod and associated with terms and conditions set forth in the October 26, 2000 Purchase Agreement. TRADE SECRET DATA ENDS] # #

NONPUBLIC DOCUMENT

CONTAINS TRADE SECRET DATA

State Of Minnesota  
Department of Commerce  
INFORMATION REQUEST

P-421/C-02-197

Information Requested From: Qwest Corporation

Information Requested By: Ferguson, Sharon

Date Requested: 06/05/2002

Date Response Due: 06/13/2002

REQUEST:

[TRADE SECRET DATA BEGINS Admit that the January 18, 2001 wire transfer payment of \$5,649,513.00 by Qwest to McLeodUSA was a partial payment of the discount owed by Qwest to McLeodUSA for purchases by McLeodUSA from Qwest between July 1, 2001 and September 30, 2001. TRADE SECRET DATA ENDS]

RESPONSE:

[TRADE SECRET DATA BEGINS Qwest did not owe McLeodUSA any monies for any type of discount for purchases from Qwest by McLeodUSA. Qwest Communications Corporation, a customer of McLeod, made a payment of \$\$5,984,404. for a calculated shortfall in purchases made by Qwest from McLeod and associated with terms and conditions set forth in the October 26, 2000 Purchase Agreement.. TRADE SECRET DATA ENDS]

NONPUBLIC DOCUMENT

CONTAINS TRADE SECRET DATA

P-421/C-02-197

DOC 08-218

TRADE SECRET ATTACHMENT A

**McCleod & Cap Rock  
Current Charges & Payments  
2001**

**Current Charges**

Month	Type of Service		Total
	Usage	Private Line	
[Trade Secret Data Begins] December-01	\$ 90,241	\$ 79,807	\$ 170,048
November-01	59,921	-	59,921
October-01	277,168	197,595	474,763
September-01	232,046	208,186	440,231
August-01	196,395	240,564	436,958
July-01	269,034	241,870	510,903
June-01	389,892	249,088	638,980
May-01	294,495	254,480	548,975
April-01	322,500	245,868	568,368
March-01	286,828	245,776	532,604
February-01	268,662	245,647	514,309
January-01	88,952	252,357	341,309
	<u>\$ 2,776,132</u>	<u>\$ 2,461,238</u>	<u>\$ 5,237,370</u>

**Payments**

Month	Type of Service		Total
	Usage	Private Line	
December-01	89,911	\$ 79,644	\$ 169,555
November-01	59,578	-	59,578
October-01	274,203	180,709	454,912
September-01	227,886	205,739	433,624
August-01	193,974	238,133	432,107
July-01	297,960	237,416	535,376
June-01	352,497	240,779	593,275
May-01	327,134	556,909	884,043
April-01	321,595	242,404	564,000
March-01	286,132	242,404	528,537
February-01	268,077	243,287	511,364
January-01	88,507	249,810	338,318
	<u>\$ 2,787,454</u>	<u>\$ 2,717,235</u>	<u>\$ 5,504,690</u>

**NONPUBLIC DOCUMENT  
CONTAINS TRADE SECRET DATA**

McLeod Checks

<u>Check #</u>	<u>Total Amount</u>	<u>Check Date</u>
4000866	362.42	01/23/2001
4001109	27,988.78	02/02/2001
4001356	221,821.63	02/08/2001
4001579	199.67	02/22/2001
4001950	243,286.79	03/06/2001
4002008	1,509.20	03/08/2001
4002211	1,515.90	03/13/2001
4002249	389.89	03/13/2001
4002397	148,342.82	03/15/2001
4002847	229,301.89	03/27/2001
4003186	120,095.51	04/05/2001
4003679	127,359.17	04/19/2001
4003680	7,673.39	04/19/2001
4003855	61.29	04/26/2001
4003943	29,814.97	04/26/2001
4003944	26,290.31	04/26/2001
4003945	235,295.00	04/26/2001
4004209	68,003.94	05/03/2001
4004210	6,771.29	05/03/2001
4004423	555,230.43	05/08/2001
4004869	7,109.44	05/17/2001
4004991	2,933.47	05/25/2001
4005070	324,873.02	05/25/2001
4005071	556,957.58	05/25/2001
4005413	392.00	06/06/2001
4005415	61.41	06/06/2001
4005909	392.00	06/19/2001
4006160	1,523.02	06/26/2001
4006191	240,778.76	06/26/2001
4006440	1.48	07/02/2001
4007134	146,497.34	07/24/2001
4007254	1,527.03	07/26/2001
4007362	392.00	07/26/2001
4007363	51,041.23	07/26/2001
4007647	180,210.75	08/02/2001
4007648	237,416.03	08/02/2001
4007825	5,874.76	08/07/2001
4008017	295,459.65	08/09/2001
4008666	1,545.41	08/28/2001
4009194	238,133.16	09/06/2001
4009653	51.97	09/25/2001
4009810	138,871.79	09/25/2001
4010063	392.00	10/02/2001
4010064	29,464.34	10/02/2001
4010230	205,738.58	10/04/2001
4010390	171,723.06	10/09/2001
4011284	2,091.06	10/25/2001
4011285	232,324.14	10/25/2001
4011590	392.00	11/01/2001
4011591	29,445.44	11/01/2001

**NONPUBLIC DOCUMENT**  
**CONTAINS TRADE SECRET DATA**

4011592	104,035.77	11/01/2001
4012043	1,514.29	11/13/2001
4012319	76,673.61	11/16/2001
4012496	13,453.00	11/20/2001
4012720	392.00	11/27/2001
4012949	34,200.38	12/04/2001
4013644	39,201.43	12/18/2001
4013645	16,552.18	12/18/2001
4013752	1,456.38	12/20/2001
4013987	35,495.45	12/27/2001
4014123	27,868.91	01/03/2002
4014297	1,405.65	01/08/2002
4014445	51,286.42	01/10/2002
4014606	79,190.73	01/15/2002
4015706	340.82	02/14/2002
4015820	56.65	02/15/2002
4015821	14,458.61	02/15/2002
4016193	453.66	02/26/2002
	<u>\$ 5,652,964.15</u>	

**NONPUBLIC DOCUMENT**  
**CONTAINS TRADE SECRET DATA**

<u>ACNA</u>	<u>Bill Date</u>	<u>Load Date</u>	<u>Total Current Charges</u>	<u>Claim Amount</u>	<u>Total Paid</u>	<u>Check No</u>	<u>Check Date</u>	<u>INVOICE NO</u>
LGT	10/05/2001	10/30/2001	\$ 5,347.46	\$ -	\$ 5,347.46	4011592	11/01/2001	9931414
LGT	09/05/2001	09/20/2001	5,351.13	3.67	5,347.46	4010230	10/04/2001	9572476
LGT	08/07/2001	08/14/2001	7,113.06	3.62	7,109.44	4009194	09/06/2001	9226456
LGT	07/06/2001	07/24/2001	7,113.01	3.57	7,109.44	4007648	08/02/2001	8890774
LGT	06/05/2001	06/22/2001	7,347.24	237.80	7,109.44	4006191	06/26/2001	8564868
LGT	05/07/2001	05/23/2001	7,343.73	-	22,962.79	4005071	05/25/2001	8252293
LGT	04/05/2001	05/16/2001	7,445.33	335.89	7,109.44	4004869	05/17/2001	7941265
SPA	03/06/2001	04/04/2001	7,445.25	335.81	7,109.44	4003186	04/05/2001	7625000
SPA	02/06/2001	03/05/2001	7,440.29	-	7,440.29	4001950	03/06/2001	7333433
SPA	01/05/2001	02/07/2001	7,330.34	220.90	7,109.44	4001356	02/08/2001	7052257
			<b>\$ 69,276.84</b>	<b>\$ 1,141.26</b>	<b>\$ 83,754.64</b>			

**NONPUBLIC DOCUMENT**  
**CONTAINS TRADE SECRET DATA**

<u>ACNA</u>	<u>Bill Date</u>	<u>Load Date</u>	<u>Total Current Charges</u>	<u>Claim Amount</u>	<u>Total Paid</u>	<u>Check No</u>	<u>Check Date</u>	<u>INVOICE NO</u>
LTL	12/31/2001	02/21/2002	\$ 453.66	\$ -	\$ 453.66	4016193	02/26/2002	CLEAN UP BAL
LTL	12/04/2001	01/11/2002	193.72	-	193.72	4014606	01/15/2002	733803
LTL	06/05/2001	06/29/2001	3.24	1.76	1.48	4006440	07/02/2001	8565035
LTL	05/07/2001	05/29/2001	62.24	0.83	61.41	4005415	06/06/2001	8252456
LTL	04/05/2001	05/23/2001	48.57	-	48.57	4005071	05/25/2001	7941425
			<b>\$ 761.43</b>	<b>\$ 2.59</b>	<b>\$ 758.84</b>			

**NONPUBLIC DOCUMENT**  
**CONTAINS TRADE SECRET DATA**

<u>ACNA</u>	<u>Bill Date</u>	<u>Load Date</u>	<u>Total Current Charges</u>	<u>Claim Amount</u>	<u>Total Paid</u>	<u>Check No</u>	<u>Check Date</u>	<u>INVOICE NO</u>
LTL	12/04/2001	01/11/2002	\$ 12,486.86	\$ -	\$ 12,486.86	4014606	01/15/2002	733640
LTL	10/05/2001	11/13/2001	12,771.75	284.89	7,550.91	4012319	11/16/2001	9931419
LTL	09/05/2001	09/20/2001	22,284.16	444.50	21,839.66	4010230	10/04/2001	9572481
LTL	08/07/2001	08/14/2001	28,426.71	437.93	27,988.78	4009194	09/06/2001	9226461
LTL	07/06/2001	07/24/2001	28,420.24	431.46	27,988.78	4007648	08/02/2001	8890779
LTL	06/05/2001	06/22/2001	28,764.12	775.34	27,988.78	4006191	06/26/2001	8564873
LTL	05/07/2001	05/23/2001	27,988.78	-	51,689.45	4005071	05/25/2001	8252298
LTL	04/05/2001	04/24/2001	27,988.78	-	27,988.78	4003945	04/26/2001	7941265
LTL	03/06/2001	04/04/2001	27,988.78	-	27,988.78	4003186	04/05/2001	7625005
LTL	02/06/2001	03/05/2001	27,988.78	-	27,988.78	4001950	03/06/2001	7333438
LTL	01/05/2001	01/31/2001	27,988.78	-	27,988.78	4001109	02/02/2001	7052262
			<b>\$ 273,097.74</b>	<b>\$ 2,374.12</b>	<b>\$ 289,488.34</b>			

NONPUBLIC DOCUMENT  
CONTAINS TRADE SECRET DATA



ACNA	Bill Date	Load Date	Total Current Charges	Claim Amount	Total Paid	Check No	Check Date	INVOICE NO
LGT	10/05/2001	10/30/2001	\$ 21,587.74	\$ 307.09	\$ 21,280.65	4011592	11/01/2001	9931423
LGT	09/05/2001	09/20/2001	21,855.71	575.06	21,280.65	4010230	10/04/2001	9572485
LGT	08/07/2001	08/14/2001	31,812.15	566.56	31,245.59	4009194	09/06/2001	9226465
LGT	07/06/2001	07/31/2001	31,809.84	564.25	31,245.59	4007648	08/02/2001	8890783
LGT	06/05/2001	06/22/2001	33,697.73	2,041.74	31,655.99	4006191	06/26/2001	8564877
LGT	05/07/2001	05/23/2001	33,924.24	-	132,196.98	4005071	05/25/2001	8252302
LGT	04/05/2001	04/24/2001	34,747.45	2,522.46	32,224.99	4003945	04/26/2001	7941269
LGT	03/06/2001	03/26/2001	34,712.02	2,487.03	32,224.99	4002847	03/27/2001	7625009
LTL	02/06/2001	03/05/2001	34,322.18	1,972.19	32,349.99	4001950	03/06/2001	7333442
LTL	01/05/2001	02/07/2001	34,293.04	1,943.05	32,349.99	4001356	02/08/2001	7052266
			<b>\$ 312,762.10</b>	<b>\$ 12,979.43</b>	<b>\$ 398,055.41</b>			

NONPUBLIC DOCUMENT  
CONTAINS TRADE SECRET DATA

ACNA	Bill Date	Load Date	Total Current Charges	Claim Amount	Total Paid	Check No	Check Date	INVOICE NO
LTL	10/05/2001	11/13/2001	\$ 5,721.05	\$ -	\$ 4,721.36	4012319	11/16/2001	9931446
LTL	09/05/2001	09/20/2001	5,721.05	-	5,721.05	4010230	10/04/2001	9572508
LTL	08/07/2001	08/14/2001	8,313.59	-	8,313.59	4009194	09/06/2001	9226488
LTL	07/06/2001	07/24/2001	8,313.59	-	6,566.85	4007648	08/02/2001	8890806
LTL	06/05/2001	06/22/2001	8,721.85	408.26	8,313.59	4006191	06/26/2001	8564900
LTL	05/07/2001	05/23/2001	10,124.44	-	27,217.53	4005071	05/25/2001	8252324
LTL	04/05/2001	04/24/2001	10,853.53	556.94	10,296.59	4003945	04/26/2001	7941292
LTL	03/06/2001	04/04/2001	10,845.30	548.71	10,296.59	4003186	04/05/2001	7625031
LTL	02/06/2001	03/05/2001	10,685.02	388.43	10,296.59	4001950	03/06/2001	7333464
LTL	01/05/2001	02/07/2001	10,679.28	382.69	10,296.59	4001356	02/08/2001	7052289
			<b>\$ 89,978.70</b>	<b>\$ 2,285.03</b>	<b>\$ 102,040.33</b>			

NONPUBLIC DOCUMENT  
CONTAINS TRADE SECRET DATA

ACNA	Bill Date	Load Date	Total Current Charges	Claim Amount	Total Paid	Check No	Check Date	INVOICE NO
SPA	10/05/2001	11/13/2001	\$ 73,820.10	\$ -	\$ 64,401.34	4012319	11/13/2001	9931490
SPA	09/05/2001	09/20/2001	73,820.10	-	73,820.10	4010230	10/01/2001	9572553
SPA	08/07/2001	08/14/2001	73,820.10	-	73,820.10	4009194	09/01/2001	9226534
SPA	07/06/2001	07/24/2001	73,820.10	-	73,527.51	4007648	08/01/2001	8890851
SPA	06/05/2001	06/22/2001	76,227.61	2,407.51	73,820.10	4006191	06/26/2001	8564944
SPA	05/07/2001	05/23/2001	74,700.70	-	160,500.47	4005071	05/25/2001	8252369
SPA	04/05/2001	04/24/2001	74,700.70	-	74,700.70	4003945	04/26/2001	7941337
SPA	03/06/2001	04/04/2001	74,700.70	-	74,700.70	4003186	04/05/2001	7625076
SPA	02/06/2001	03/05/2001	74,927.20	-	74,927.20	4001950	03/06/2001	7333509
SPA	01/05/2001	02/07/2001	74,927.20	-	74,927.20	4001356	02/08/2001	7052333
			<b>\$ 745,464.51</b>	<b>\$ 2,407.51</b>	<b>\$ 819,145.42</b>			

NONPUBLIC DOCUMENT  
CONTAINS TRADE SECRET DATA

ACNA	Bill Date	Load Date	Total Current Charges	Claim Amount	Total Paid	Check No	Check Date	INVOICE NO
LGT	12/04/2001	01/11/2002	\$ 66,672.67	\$ 162.52	\$ 66,510.15	4014606	01/15/2002	733730
LGT	10/05/2001	10/30/2001	78,347.27	939.61	77,407.66	4011592	11/01/2001	9931509
LGT	09/05/2001	09/20/2001	79,153.58	1,423.92	77,729.66	4010230	10/04/2001	9572571
LGT	08/07/2001	08/14/2001	91,078.08	1,422.42	89,655.66	4009194	09/06/2001	9226552
LGT	07/06/2001	07/31/2001	92,392.75	1,414.89	90,977.86	4007648	08/02/2001	8890869
LGT	06/05/2001	06/22/2001	94,325.99	2,435.13	91,890.86	4006191	06/26/2001	8564962
LGT	05/07/2001	05/23/2001	100,335.71	-	162,341.79	4005071	05/25/2001	8252387
LGT	04/05/2001	04/24/2001	90,083.94	-	90,083.94	4003945	04/26/2001	7941355
LGT	03/06/2001	03/26/2001	90,083.94	-	90,083.94	4002847	03/27/2001	7625094
SPA	02/06/2001	03/05/2001	90,283.94	-	90,283.94	4001950	03/06/2001	7333526
SPA	01/05/2001	02/07/2001	97,138.41	-	97,138.41	4001356	02/08/2001	7052350
			<b>\$ 969,896.28</b>	<b>\$ 7,798.49</b>	<b>\$ 1,024,103.87</b>			

NONPUBLIC DOCUMENT  
CONTAINS TRADE SECRET DATA

<u>ACNA</u>	<u>Bill Date</u>	<u>Load Date</u>	<u>Total Current Charges</u>	<u>Claim Amount</u>	<u>Total Paid</u>	<u>Check No</u>	<u>Check Date</u>	<u>INVOICE NO</u>
NWO	12/15/2001	01/08/2002	\$ 583.96	\$ 20.30	\$ 563.66	4014445	01/10/2002	09010037D01349
NWO	11/15/2001	01/04/2002	638.60	9.03	629.57	4014297	01/08/2002	09010037D01319
NWO	10/15/2001	01/04/2002	781.12	5.04	776.08	4014297	01/08/2002	09010037D01288
NWO	09/15/2001	02/13/2002	340.82	-	340.82	4015706	02/14/2002	1227
			<b>\$ 2,344.50</b>	<b>\$ 34.37</b>	<b>\$ 2,310.13</b>			

NONPUBLIC DOCUMENT  
CONTAINS TRADE SECRET DATA

<u>ACNA</u>	<u>Bill Date</u>	<u>Load Date</u>	<u>Total Current Charges</u>	<u>Claim Amount</u>	<u>Total Paid</u>	<u>Check No</u>	<u>Check Date</u>	<u>INVOICE NO</u>
LGT	12/15/2001	01/08/2002	\$ 97.61	\$ -	\$ 97.61	4014445	01/10/2002	09010432B01349
LGT	11/15/2001	01/08/2002	128.06	-	128.06	4014445	01/10/2002	09010432B01319
LGT	10/15/2001	12/07/2001	334.32	-	334.32	4013244	12/11/2001	09010432B01288
LGT	09/15/2001	11/30/2001	79.75	-	79.75	4012949	12/04/2001	09010432B01258
LGT	08/15/2001	11/30/2001	646.63	-	646.63	4012949	12/04/2001	09010432B01227
			<b>\$ 1,286.37</b>	<b>\$ -</b>	<b>\$ 1,286.37</b>			

NONPUBLIC DOCUMENT  
CONTAINS TRADE SECRET DATA

<u>ACNA</u>	<u>Bill Date</u>	<u>Load Date</u>	<u>Total Current Charges</u>	<u>Claim Amount</u>	<u>Total Paid</u>	<u>Check No</u>	<u>Check Date</u>	<u>INVOICE NO</u>
LGT	12/15/2001	01/08/2002	\$ 23,980.33	\$ -	\$ 23,980.33	4014445	01/10/2002	09010432D01349
LGT	11/15/2001	01/08/2002	26,516.76	-	26,516.76	4014445	01/10/2002	09010432D01319
LGT	10/15/2001	12/07/2001	38,475.11	-	38,475.11	4013244	12/11/2001	09010432D01288
LGT	09/15/2001	11/30/2001	11,001.95	-	11,001.95	4012949	12/04/2001	09010432D01258
LGT	08/15/2001	11/30/2001	22,472.05	-	22,472.05	4012949	12/04/2001	09010432D01227
			<b>\$ 122,446.20</b>	<b>\$ -</b>	<b>\$ 122,446.20</b>			

NONPUBLIC DOCUMENT  
CONTAINS TRADE SECRET DATA

<u>ACNA</u>	<u>Bill Date</u>	<u>Load Date</u>	<u>Total Current Charges</u>	<u>Claim Amount</u>	<u>Total Paid</u>	<u>Check No</u>	<u>Check Date</u>	<u>INVOICE NO</u>
LGT	12/31/2001	02/14/2002	\$ 56.65	\$ -	\$ 56.65	4015820	02/15/2002	CLEAN UP BAL
LGT	12/01/2001	12/14/2001	410.22	18.22	392.00	4013644	12/18/2001	120101
LGT	11/01/2001	11/20/2001	409.95	17.95	392.00	4012720	11/27/2001	110101
LGT	10/01/2001	10/30/2001	412.48	20.48	392.00	4011590	11/01/2001	100101
LGT	09/01/2001	09/25/2001	406.39	14.39	392.00	4010063	10/02/2001	90101
LGT	08/01/2001	10/24/2001	595.78	14.18	581.60	4011284	10/25/2001	80101
LGT	07/01/2001	07/17/2001	405.99	13.99	392.00	4007362	07/26/2001	70101
LGT	06/01/2001	06/15/2001	410.55	18.55	392.00	4005909	06/19/2001	60101
LGT	05/01/2001	05/29/2001	410.27	18.27	392.00	4005413	06/06/2001	50101
LGT	04/01/2001	04/24/2001	434.28	42.28	392.00	4003943	04/26/2001	30101
LGT	03/01/2001	03/26/2001	395.73	39.01	356.72	4002847	03/27/2001	30101
SPA	02/01/2001	03/12/2001	389.89	-	389.89	4002249	03/13/2001	8100010400-2001
SPA	01/01/2001	01/22/2001	400.61	38.19	362.42	4000866	01/23/2001	8100010400-0101
			<u>\$ 5,138.79</u>	<u>\$ 255.51</u>	<u>\$ 4,883.28</u>			

NONPUBLIC DOCUMENT  
CONTAINS TRADE SECRET DATA



ACNA	Bill Date	Load Date	Total Current Charges	Claim Amount	Total Paid	Check No	Check Date	INVOICE NO
LGT	12/10/2001	12/21/2001	\$ 15,213.14	\$ 253.50	\$ 14,959.64	4013987	12/27/2001	08060432D01344
LGT	11/10/2001	11/16/2001	13,711.53	258.53	13,453.00	4012496	11/20/2001	08060432D-01314
LGT	10/10/2001	10/23/2001	9,993.13	190.08	9,803.05	4011285	10/25/2001	08060432D-01283
LGT	09/10/2001	02/14/2002	14,458.61	-	14,458.61	4015821	02/15/2002	1253
LGT	08/10/2001	09/20/2001	8,650.09	369.30	8,280.79	4009810	09/25/2001	08060432D-01222
LGT	07/10/2001	07/20/2001	15,656.50	69.11	15,587.39	4008017	08/09/2001	08060432D-01191
LGT	06/10/2001	07/24/2001	19,890.47	220.12	19,670.35	4007363	07/26/2001	08060432D-01161
LGT	05/10/2001	05/22/2001	18,763.32	911.29	17,852.03	4005070	05/25/2001	08060432D-01130
LGT	04/10/2001	05/07/2001	25,960.50	812.65	25,147.85	4004423	05/08/2001	08060432D-01100
LGT	03/10/2001	04/24/2001	14,851.69	580.37	14,271.32	4003943	04/26/2001	08060432D-01069
LGT	02/10/2001	04/24/2001	9,187.69	516.04	8,671.65	4003943	04/26/2001	08060432D-01041
LGT	01/10/2001	04/24/2001	6,886.06	406.06	6,480.00	4003943	04/26/2001	08060432D-01010
			<b>\$ 173,222.73</b>	<b>\$ 4,587.05</b>	<b>\$ 168,635.68</b>			

NONPUBLIC DOCUMENT  
CONTAINS TRADE SECRET DATA

ACNA	Bill Date	Load Date	Total Current Charges	Claim Amount	Total Paid	Check No	Check Date	INVOICE NO
LGT	12/10/2001	12/28/2001	\$ 1.10	\$ -	\$ 1.10	4014123	01/03/2002	0803432FGB01344
LGT	10/10/2001	10/23/2001	41.51	-	41.51	4011285	10/25/2001	0803432FGB01283
LGT	09/10/2001	10/30/2001	121.18	-	121.18	4011591	11/01/2001	0803432FGB01253
LGT	08/10/2001	09/21/2001	249.02	-	249.02	4009810	09/25/2001	0803432FGB01222
LGT	07/10/2001	07/20/2001	431.04	-	431.04	4008017	08/09/2001	0803432FGB-0119
LGT	06/10/2001	07/20/2001	891.31	-	891.31	4007134	07/24/2001	0803432FGB-0116
LGT	04/10/2001	05/07/2001	229.96	-	229.96	4004423	05/08/2001	0803432FGB-0110
LGT	03/10/2001	04/18/2001	143.69	-	143.69	4003679	04/19/2001	0803432FGB-0106
LGT	02/10/2001	04/18/2001	188.02	-	188.02	4003679	04/19/2001	080432FGB-01041
			<u>\$ 2,296.83</u>	<u>\$ -</u>	<u>\$ 2,296.83</u>			

NONPUBLIC DOCUMENT  
CONTAINS TRADE SECRET DATA

ACNA	Bill Date	Load Date	Total Current Charges	Claim Amount	Total Paid	Check No	Check Date	INVOICE NO
LGT	12/10/2001	12/28/2001	\$ 27,867.81	\$ -	\$ 27,867.81	4014123	01/03/2002	08030432D01344
LGT	10/10/2001	10/23/2001	25,713.54	-	25,713.54	4011285	10/25/2001	08030432D01283
LGT	09/10/2001	10/30/2001	18,672.96	-	18,672.96	4011591	11/01/2001	0803432FGD01253
LGT	08/10/2001	09/25/2001	15,615.69	-	15,615.69	4010064	10/02/2001	0803432FGD01222
LGT	06/10/2001	07/24/2001	31,370.88	-	31,370.88	4007363	07/26/2001	0803432FGD-0116
LGT	05/10/2001	05/22/2001	2,631.66	-	2,631.66	4005070	05/25/2001	0803432FGD-0113
LGT	04/10/2001	04/24/2001	10,813.02	-	10,813.02	4003944	04/26/2001	0803432FGD-0110
LGT	03/10/2001	04/24/2001	7,130.15	-	7,130.15	4003944	04/26/2001	0803432FGD-0106
LGT	02/10/2001	04/24/2001	8,347.14	-	8,347.14	4003944	04/26/2001	0803432FGD-0104
LGT	01/10/2001	04/18/2001	6,706.87	-	6,706.87	4003679	04/19/2001	0803432FGD-0101
			<u>\$ 154,869.72</u>	<u>\$ -</u>	<u>\$ 154,869.72</u>			

NONPUBLIC DOCUMENT  
CONTAINS TRADE SECRET DATA

ACNA	Bill Date	Load Date	Total Current Charges	Claim Amount	Total Paid	Check No	Check Date	INVOICE NO
LGT	12/10/2001	12/21/2001	\$ 0.80	\$ -	\$ 0.80	4013987	12/27/2001	08040432B01344
LGT	11/10/2001	12/14/2001	0.03	-	0.03	4013645	12/18/2001	08040432B01314
LGT	10/10/2001	10/23/2001	0.08	-	0.08	4011285	10/25/2001	08040432B01283
LGT	09/10/2001	10/05/2001	34.01	-	34.01	4010390	10/09/2001	0804432FGB-0125
LGT	08/10/2001	09/25/2001	2,300.71	-	2,300.71	4010064	10/02/2001	0804432FGB01222
LGT	07/10/2001	08/03/2001	5,763.61	-	5,763.61	4008017	08/09/2001	0804432FGB-0119
LGT	06/10/2001	08/03/2001	5,874.76	-	5,874.76	4007825	08/07/2001	0804432FGB-0116
LGT	05/10/2001	05/22/2001	5,479.90	-	5,479.90	4005070	05/25/2001	0804432FGB-0113
LGT	04/10/2001	04/30/2001	6,771.29	-	6,771.29	4004210	05/03/2001	0804432FGB-0110
LGT	03/10/2001	04/18/2001	7,673.39	-	7,673.39	4003680	04/19/2001	0804432FGB-0106
LGT	02/10/2001	03/26/2001	6,099.11	-	6,099.11	4002847	03/27/2001	0804432FGB01041
LGT	01/10/2001	03/26/2001	5,646.62	-	5,646.62	4002847	03/27/2001	0804432FGB01010
			<b>\$ 45,644.31</b>	<b>\$ -</b>	<b>\$ 45,644.31</b>			

NONPUBLIC DOCUMENT  
CONTAINS TRADE SECRET DATA

<u>ACNA</u>	<u>Bill Date</u>	<u>Load Date</u>	<u>Total Current Charges</u>	<u>Claim Amount</u>	<u>Total Paid</u>	<u>Check No</u>	<u>Check Date</u>	<u>INVOICE NO</u>
LGT	12/10/2001	12/21/2001	\$ 20,535.01	\$ -	\$ 20,535.01	4013987	12/27/2001	08040432D01344
LGT	11/10/2001	12/14/2001	16,552.15	-	16,552.15	4013645	12/18/2001	08040432D01314
LGT	10/10/2001	10/23/2001	15,876.31	-	15,876.31	4011285	10/25/2001	08040432D01283
LGT	09/10/2001	10/30/2001	14,776.35	-	10,651.30	4011591	11/01/2001	0804432FGD01253
LGT	08/10/2001	09/25/2001	11,547.94	-	11,547.94	4010064	10/02/2001	0804432FGD01222
LGT	07/10/2001	07/20/2001	16,692.52	-	48,712.12	4008017	08/09/2001	0804432FGD-0119
			<u>\$ 95,980.28</u>	<u>\$ -</u>	<u>\$ 123,874.83</u>			

NONPUBLIC DOCUMENT  
CONTAINS TRADE SECRET DATA

ACNA	Bill Date	Load Date	Total Current Charges	Claim Amount	Total Paid	Check No	Check Date	INVOICE NO
LGT	10/10/2001	10/23/2001	\$ 797.21	\$ -	\$ 797.21	4011285	10/25/2001	08000432B-01283
LGT	09/10/2001	10/05/2001	597.11	-	597.11	4010390	10/09/2001	0800432FGB-0125
LGT	08/10/2001	09/21/2001	612.05	-	612.05	4009810	09/25/2001	0800432FGB-0122
LGT	07/10/2001	07/20/2001	1,409.26	-	1,409.26	4008017	08/09/2001	0800432FGB-0119
LGT	06/10/2001	07/20/2001	1,225.65	-	1,225.65	4007134	07/24/2001	0800432FGB-0116
LGT	05/10/2001	05/22/2001	1,071.62	-	1,071.62	4005070	05/25/2001	0800432FGB-0113
LGT	04/10/2001	05/07/2001	1,184.02	-	1,184.02	4004423	05/08/2001	0800432FGB-0110
LGT	03/10/2001	04/18/2001	1,127.98	-	1,127.98	4003679	04/19/2001	0800432FGB-0106
LGT	02/10/2001	03/14/2001	904.08	-	904.08	4002397	03/15/2001	0800432FGD01041
LGT	01/10/2001	03/14/2001	717.87	-	717.87	4002397	03/15/2001	0800432-FGB0101
			<b>\$ 9,646.85</b>	<b>\$ -</b>	<b>\$ 9,646.85</b>			

NONPUBLIC DOCUMENT  
CONTAINS TRADE SECRET DATA

ACNA	Bill Date	Load Date	Total Current Charges	Claim Amount	Total Paid	Check No	Check Date	INVOICE NO
LGT	10/10/2001	10/23/2001	\$ 115,443.54	\$ 2,678.65	\$ 112,764.89	4011285	10/25/2001	0800432FGD01283
LGT	09/10/2001	10/05/2001	112,097.94	-	112,097.94	4010390	10/09/2001	0800432FGD-0125
LGT	08/10/2001	09/20/2001	81,150.74	1,994.27	79,156.47	4009810	09/25/2001	0800432FGD-0122
LGT	07/10/2001	07/27/2001	142,138.94	2,965.80	139,173.14	4008017	08/09/2001	0800432FGD-0119
LGT	06/10/2001	07/27/2001	183,879.47	3,668.72	180,210.75	4007647	08/02/2001	0800432FGD-0116
LGT	05/10/2001	05/22/2001	173,351.27	-	173,351.27	4005070	05/25/2001	0800432FGD-0111
LGT	04/10/2001	05/07/2001	163,737.70	-	163,737.70	4004423	05/08/2001	0800432FGD-0110
LGT	03/10/2001	05/07/2001	144,742.26	-	144,742.26	4004423	05/08/2001	0800432FGD-0106
LGT	02/10/2001	03/14/2001	146,720.87	-	146,720.87	4002397	03/15/2001	0800432FGD01041
LGT	01/10/2001	04/18/2001	119,192.61	-	119,192.61	4003679	04/19/2001	0800432FGD-0101
			<b>\$ 1,382,455.34</b>	<b>\$ 11,307.44</b>	<b>\$ 1,371,147.90</b>			

NONPUBLIC DOCUMENT  
CONTAINS TRADE SECRET DATA

ACNA	Bill Date	Load Date	Total Current Charges	Claim Amount	Total Paid	Check No	Check Date	INVOICE NO
LGT	10/10/2001	10/23/2001	\$ 67,327.55	\$ -	\$ 67,327.55	4011285	10/25/2001	08010432D-01283
LGT	09/10/2001	10/05/2001	58,994.00	-	58,994.00	4010390	10/09/2001	0801432FGD-0125
LGT	08/10/2001	09/20/2001	50,573.46	-	50,573.46	4009810	09/25/2001	0801432FGD01222
LGT	07/10/2001	07/24/2001	84,383.09	-	84,383.09	4008017	08/09/2001	0801432FGD-0119
LGT	06/10/2001	07/20/2001	144,380.38	-	144,380.38	4007134	07/24/2001	0801432FGD-0116
LGT	05/10/2001	05/22/2001	124,486.54	-	124,486.54	4005070	05/25/2001	0801432FGD-0113
LGT	04/10/2001	05/07/2001	111,409.85	-	111,409.85	4004423	05/08/2001	0801432FGD-0110
LGT	03/10/2001	05/07/2001	108,778.79	-	108,778.79	4004423	05/08/2001	0801432FGD-0106
LGT	02/10/2001	03/26/2001	94,890.51	-	94,890.51	4002847	03/27/2001	0801432FGD01041
LGT	01/10/2001	04/30/2001	68,003.94	-	68,003.94	4004209	05/03/2001	0801432FGD-0101
			<b>\$ 913,228.11</b>	<b>\$ -</b>	<b>\$ 913,228.11</b>			

NONPUBLIC DOCUMENT  
CONTAINS TRADE SECRET DATA



ACNA	Bill Date	Load Date	Total Current Charges	Claim Amount	Total Paid	Check No	Check Date	INVOICE NO
LGT	12/01/2001	12/19/2001	\$ 1,494.80	\$ 38.42	\$ 1,456.38	4013752	12/20/2001	2766
LGT	11/01/2001	11/09/2001	1,495.66	39.28	1,456.38	4012043	11/13/2001	2675
LGT	10/01/2001	10/19/2001	1,508.98	52.60	1,456.38	4011084	10/23/2001	2579
LGT	08/01/2001	08/14/2001	1,485.00	28.62	1,456.38	4008666	08/28/2001	2399
LGT	07/01/2001	07/20/2001	1,486.23	29.85	1,456.38	4007254	07/26/2001	2305
LGT	06/01/2001	06/22/2001	1,496.38	40.00	1,456.38	4006160	06/26/2001	2213
LGT	05/01/2001	05/22/2001	1,480.22	23.84	1,456.38	4004991	05/25/2001	2121
LGT	04/01/2001	05/22/2001	1,487.71	31.33	1,456.38	4004991	05/25/2001	2029
LGT	03/01/2001	03/12/2001	1,490.09	33.71	1,456.38	4002211	03/13/2001	1938
LGT	02/01/2001	03/07/2001	1,485.64	29.26	1,456.38	4002008	03/08/2001	1849
			<b>\$ 14,910.71</b>	<b>\$ 346.91</b>	<b>\$ 14,563.80</b>			

NONPUBLIC DOCUMENT  
CONTAINS TRADE SECRET DATA

ACNA	Bill Date	Load Date	Total Current Charges	Claim Amount	Total Paid	Check No	Check Date	INVOICE NO
NTX	11/01/2001	11/09/2001	\$ 57.91	\$ -	\$ 57.91	4012043	11/13/2001	2717
NTX	10/01/2001	10/19/2001	53.08	-	53.08	4011084	10/23/2001	2621
NTX	09/01/2001	09/20/2001	51.97	-	51.97	4009653	09/25/2001	2528
NTX	08/01/2001	08/14/2001	89.03	-	89.03	4008666	08/28/2001	2440
NTX	07/01/2001	07/20/2001	70.65	-	70.65	4007254	07/26/2001	2346
NTX	06/01/2001	06/22/2001	66.64	-	66.64	4006160	06/26/2001	2253
NTX	05/01/2001	05/22/2001	61.70	-	20.71	4004991	05/25/2001	2161
NTX	04/01/2001	04/24/2001	61.29	-	61.29	4003855	04/26/2001	2070
NTX	03/01/2001	03/12/2001	59.52	-	59.52	4002211	03/13/2001	1976
NTX	02/01/2001	03/07/2001	52.82	-	52.82	4002008	03/08/2001	1888
NTX	01/01/2001	02/20/2001	199.67	-	199.67	4001579	02/22/2001	671
			<b>\$ 824.28</b>	<b>\$ -</b>	<b>\$ 783.29</b>			

Trade Secret Data Ends]

NONPUBLIC DOCUMENT  
CONTAINS TRADE SECRET DATA

## McCleod &amp; Cap Rock

## Current Charges &amp; Payments

2000

[TRADE SECRET DATA BEGINS

## Current Charges

Month	Type of Service		Total
	Usage	Private Line	
December-00	\$ 377,910	\$ 414,517	\$ 792,427
November-00	286,167	410	286,577
October-00	392,341	192,660	585,001
	<u>\$ 1,056,418</u>	<u>\$ 607,588</u>	<u>\$ 1,664,005</u>

## Payments

Month	Type of Service		Total
	Usage	Private Line	
December-00	377,635	\$ 414,337	\$ 791,972
November-00	282,805	392	283,197
October-00	389,467	175,754	565,221
	<u>\$ 1,049,907</u>	<u>\$ 590,483</u>	<u>\$ 1,640,390</u>

BAN	Invoice #	Bill Date	Current Charges	Claim Amount	Paid Amount	Paid Date	Check #
81000104003	100101	01-Oct-01	\$ 412.48	\$ 20.48	\$ 392.00	01-Nov-01	4011590
2803108	9931414	05-Oct-01	5,347.46	-	5,347.46	01-Nov-01	4011592
LITEL	9931419	05-Oct-01	12,771.75	284.89	7,550.91	16-Nov-01	4012319
LITELIC	9931423	05-Oct-01	21,587.74	307.09	21,280.65	01-Nov-01	4011592
LITELC	9931446	05-Oct-01	5,721.05	-	4,721.36	16-Nov-01	4012319
QWEST1	9931490	05-Oct-01	73,820.10	-	64,401.34	16-Nov-01	4012319
QWEST2	9931509	05-Oct-01	78,347.27	939.61	77,407.66	01-Nov-01	4011592
34480432D3	08170432D01283	10-Oct-01	72.75	-	72.75	11-Dec-01	4013244
77650037D3	08030037D-01283	10-Oct-01	8.11	-	8.11	11-Dec-01	4013244
73930037D3	08000037D	10-Oct-01	30.82	-	30.82	08-Jan-02	4014297
73930432D1	1253	10-Oct-01	112,097.94	-	112,097.94	15-Feb-02	4015821
74070432D3	08060432D-01283	10-Oct-01	9,993.13	190.08	9,803.05	25-Oct-01	4011285
7765432BM3	0803432FGB01283	10-Oct-01	41.51	-	41.51	25-Oct-01	4011285
7765432DM3	08030432D01283	10-Oct-01	25,713.54	-	25,713.54	25-Oct-01	4011285
7767432BM3	08040432B01283	10-Oct-01	0.08	-	0.08	25-Oct-01	4011285
7767432DM3	08040432D01283	10-Oct-01	15,876.31	-	15,876.31	25-Oct-01	4011285
OFC0432BM1	08000432B-01283	10-Oct-01	797.21	-	797.21	25-Oct-01	4011285
OFC0432DM1	0800432FGD01283	10-Oct-01	115,443.54	2,678.65	112,764.89	25-Oct-01	4011285
OIN0432DM1	08010432D-01283	10-Oct-01	67,327.55	-	67,327.55	25-Oct-01	4011285
00377270D0	09010037D01288	15-Oct-01	781.12	5.04	776.08	08-Jan-02	4014297
04327270B0	09010432B01288	15-Oct-01	334.32	-	334.32	11-Dec-01	4013244
04327270D0	09010432D01288	15-Oct-01	38,475.11	-	38,475.11	11-Dec-01	4013244
81000104003	110101	01-Nov-01	409.95	17.95	392.00	27-Nov-01	4012720
34480432D3	1283	10-Nov-01	73.12	-	73.12	15-Feb-02	4015821
77650037D3	1314	10-Nov-01	26.09	-	26.09	15-Feb-02	4015821
77650432B3	08030432B01314	10-Nov-01	1.35	-	1.35	08-Jan-02	4014297
77650432D3	08030432D01314	10-Nov-01	26,595.85	-	26,595.85	08-Jan-02	4014297
73930432B1	08000432B01314	10-Nov-01	939.59	-	939.59	08-Jan-02	4014297
73930432D1	08000432D01314	10-Nov-01	127,601.95	3,094.44	124,507.51	08-Jan-02	4014297
74070432D3	08060432D-01314	10-Nov-01	13,711.53	258.53	13,453.00	20-Nov-01	4012496
77010432B3	1314	10-Nov-01	37.20	-	37.20	15-Feb-02	4015821
7767432BM3	08040432B01314	10-Nov-01	0.03	-	0.03	18-Dec-01	4013645
7767432DM3	08040432D01314	10-Nov-01	16,552.15	-	16,552.15	18-Dec-01	4013645
61580432D1	08010432D01314	10-Nov-01	73,344.92	-	73,344.92	08-Jan-02	4014297
00377270D0	09010037D01319	15-Nov-01	638.60	9.03	629.57	08-Jan-02	4014297
04327270B0	09010432B01319	15-Nov-01	128.06	-	128.06	10-Jan-02	4014445
04327270D0	09010432D01319	15-Nov-01	26,516.76	-	26,516.76	10-Jan-02	4014445
81000104003	120101	01-Dec-01	410.22	18.22	392.00	18-Dec-01	4013644
2804064	733711	04-Dec-01	74,786.12	-	74,786.12	26-Feb-02	4016193
3205226	733730	04-Dec-01	10,997.27	-	10,997.27	26-Feb-02	4016193
3319287	733803	04-Dec-01	193.72	-	193.72	15-Jan-02	4014606
LITEL	733640	04-Dec-01	12,486.86	-	12,486.86	15-Jan-02	4014606
QWEST2	733730	04-Dec-01	66,672.67	162.52	66,510.15	15-Jan-02	4014606
34480432D3	08170432D01344	10-Dec-01	68.79	-	68.79	03-Jan-02	4014123
73930037D3	1314	10-Dec-01	150.41	-	150.41	14-Feb-02	4015706
73930432B1	08000432B	10-Dec-01	2,778.77	-	2,778.77	01-Mar-02	4016305
73930432D1	08000432D-01344	10-Dec-01	127,308.13	-	127,308.13		
74070432D3	08060432D01344	10-Dec-01	15,213.14	253.50	14,959.64	27-Dec-01	4013987
77010432B3	08100432B01344	10-Dec-01	1.56	0.93	0.63	03-Jan-02	4014123
7765432BM3	0803432FGB01344	10-Dec-01	1.10	-	1.10	03-Jan-02	4014123
7765432DM3	08030432D01344	10-Dec-01	27,867.81	-	27,867.81	03-Jan-02	4014123
7767432BM3	08040432B01344	10-Dec-01	0.80	-	0.80	27-Dec-01	4013987
7767432DM3	08040432D01344	10-Dec-01	20,535.01	-	20,535.01	27-Dec-01	4013987
61580432D1	08010432D01344	10-Dec-01	72,891.67	-	72,891.67	12-Mar-02	4016789
00377270D0	09010037D01349	15-Dec-01	583.96	20.30	563.66	10-Jan-02	4014445
04327270B0	09010432B01349	15-Dec-01	97.61	-	97.61	10-Jan-02	4014445
04327270D0	09010432D01349	15-Dec-01	23,980.33	-	23,980.33	10-Jan-02	4014445
81000104003	CLEAN UP BAL	31-Dec-01	56.65	-	56.65	15-Feb-02	4015820
MCLEOD OUT OF REGION		31-Dec-01	334,891.00	-	334,891.00	07-Mar-02	4016598
3319287	CLEAN UP BAL	31-Dec-01	453.66	-	453.66	26-Feb-02	4016193
			<b>\$ 1,664,005.30</b>	<b>\$ 8,261.26</b>	<b>\$ 1,640,389.64</b>		

BAN	Invoice #	Bill Date	Current Charges	Claim Amount	Paid Amount	Paid Date	Check #
2803108	9931414	05-Oct-01	5,347.46	-	5,347.46	01-Nov-01	4011592
34480432D3	08170432D01283	10-Oct-01	72.75	-	72.75	11-Dec-01	4013244
77650037D3	08030037D-01283	10-Oct-01	8.11	-	8.11	11-Dec-01	4013244
73930037D3	08000037D	10-Oct-01	30.82	-	30.82	08-Jan-02	4014297
73930432D1	1253	10-Oct-01	112,097.94	-	112,097.94	15-Feb-02	4015821
74070432D3	08060432D-01283	10-Oct-01	9,993.13	190.08	9,803.05	25-Oct-01	4011285
7765432BM3	0803432FGB01283	10-Oct-01	41.51	-	41.51	25-Oct-01	4011285
7765432DM3	08030432D01283	10-Oct-01	25,713.54	-	25,713.54	25-Oct-01	4011285
7767432BM3	08040432B01283	10-Oct-01	0.08	-	0.08	25-Oct-01	4011285
7767432DM3	08040432D01283	10-Oct-01	15,876.31	-	15,876.31	25-Oct-01	4011285
OFC0432BM1	08000432B-01283	10-Oct-01	797.21	-	797.21	25-Oct-01	4011285
OFC0432DM1	0800432FGD01283	10-Oct-01	115,443.54	2,678.65	112,764.89	25-Oct-01	4011285
OIN0432DM1	08010432D-01283	10-Oct-01	67,327.55	-	67,327.55	25-Oct-01	4011285
00377270D0	09010037D01288	15-Oct-01	781.12	5.04	776.08	08-Jan-02	4014297
04327270B0	09010432B01288	15-Oct-01	334.32	-	334.32	11-Dec-01	4013244
04327270D0	09010432D01288	15-Oct-01	38,475.11	-	38,475.11	11-Dec-01	4013244
34480432D3	1283	10-Nov-01	73.12	-	73.12	15-Feb-02	4015821
77650037D3	1314	10-Nov-01	26.09	-	26.09	15-Feb-02	4015821
77650432B3	08030432B01314	10-Nov-01	1.35	-	1.35	08-Jan-02	4014297
77650432D3	08030432D01314	10-Nov-01	26,595.85	-	26,595.85	08-Jan-02	4014297
73930432B1	08000432B01314	10-Nov-01	939.59	-	939.59	08-Jan-02	4014297
73930432D1	08000432D01314	10-Nov-01	127,601.95	3,094.44	124,507.51	08-Jan-02	4014297
74070432D3	08060432D-01314	10-Nov-01	13,711.53	258.53	13,453.00	20-Nov-01	4012496
77010432B3	1314	10-Nov-01	37.20	-	37.20	15-Feb-02	4015821
7767432BM3	08040432B01314	10-Nov-01	0.03	-	0.03	18-Dec-01	4013645
7767432DM3	08040432D01314	10-Nov-01	16,552.15	-	16,552.15	18-Dec-01	4013645
61580432D1	08010432D01314	10-Nov-01	73,344.92	-	73,344.92	08-Jan-02	4014297
00377270D0	09010037D01319	15-Nov-01	638.60	9.03	629.57	08-Jan-02	4014297
04327270B0	09010432B01319	15-Nov-01	128.06	-	128.06	10-Jan-02	4014445
04327270D0	09010432D01319	15-Nov-01	26,516.76	-	26,516.76	10-Jan-02	4014445
2804064	733711	04-Dec-01	74,786.12	-	74,786.12	26-Feb-02	4016193
3205226	733730	04-Dec-01	10,997.27	-	10,997.27	26-Feb-02	4016193
3319287	733803	04-Dec-01	193.72	-	193.72	15-Jan-02	4014606
34480432D3	08170432D01344	10-Dec-01	68.79	-	68.79	03-Jan-02	4014123
73930037D3	1314	10-Dec-01	150.41	-	150.41	14-Feb-02	4015706
73930432B1	08000432B	10-Dec-01	2,778.77	-	2,778.77	01-Mar-02	4016305
73930432D1	08000432D-01344	10-Dec-01	127,308.13	-	127,308.13		
74070432D3	08060432D01344	10-Dec-01	15,213.14	253.50	14,959.64	27-Dec-01	4013987
77010432B3	08100432B01344	10-Dec-01	1.56	0.93	0.63	03-Jan-02	4014123
7765432BM3	0803432FGB01344	10-Dec-01	1.10	-	1.10	03-Jan-02	4014123
7765432DM3	08030432D01344	10-Dec-01	27,867.81	-	27,867.81	03-Jan-02	4014123
7767432BM3	08040432B01344	10-Dec-01	0.80	-	0.80	27-Dec-01	4013987
7767432DM3	08040432D01344	10-Dec-01	20,535.01	-	20,535.01	27-Dec-01	4013987
61580432D1	08010432D01344	10-Dec-01	72,891.67	-	72,891.67	12-Mar-02	4016789
00377270D0	09010037D01349	15-Dec-01	583.96	20.30	563.66	10-Jan-02	4014445
04327270B0	09010432B01349	15-Dec-01	97.61	-	97.61	10-Jan-02	4014445
04327270D0	09010432D01349	15-Dec-01	23,980.33	-	23,980.33	10-Jan-02	4014445
3319287	CLEAN UP BAL	31-Dec-01	453.66	-	453.66	26-Feb-02	4016193
			<b>\$ 1,056,417.56</b>	<b>\$ 6,510.50</b>	<b>\$ 1,049,907.06</b>		

BAN	Invoice #	Bill Date	Current Charges	Claim Amount	Paid Amount	Paid Date	Check #
8.1E+10	100101	01-Oct-01	\$ 412.48	\$ 20.48	\$ 392.00	01-Nov-01	4011590
LITEL	9931419	05-Oct-01	12,771.75	284.89	7,550.91	16-Nov-01	4012319
LITEL1C	9931423	05-Oct-01	21,587.74	307.09	21,280.65	01-Nov-01	4011592
LITELC	9931446	05-Oct-01	5,721.05	-	4,721.36	16-Nov-01	4012319
QWEST1	9931490	05-Oct-01	73,820.10	-	64,401.34	16-Nov-01	4012319
QWEST2	9931509	05-Oct-01	78,347.27	939.61	77,407.66	01-Nov-01	4011592
8.1E+10	110101	01-Nov-01	409.95	17.95	392.00	27-Nov-01	4012720
8.1E+10	120101	01-Dec-01	410.22	18.22	392.00	18-Dec-01	4013644
LITEL	733640	04-Dec-01	12,486.86	-	12,486.86	15-Jan-02	4014606
QWEST2	733730	04-Dec-01	66,672.67	162.52	66,510.15	15-Jan-02	4014606
8.1E+10	CLEAN UP BAL	31-Dec-01	56.65	-	56.65	15-Feb-02	4015820
MCLEOD	OUT OF REGION	31-Dec-01	334,891.00	-	334,891.00	07-Mar-02	4016598
			<b>\$ 607,587.74</b>	<b>\$ 1,750.76</b>	<b>\$ 590,482.58</b>		

TRADE SECRET DATA ENDS]