

**AGREEMENT
FOR LOCAL WIRELINE NETWORK INTERCONNECTION
AND
SERVICE RESALE**

**Between
AT&T Communications of the Pacific Northwest, Inc.
and
U S WEST Communications, Inc.**

-- FILED JULY 25, 1997 --

[NOTE: In this Agreement, plain language corresponds to language agreed to by the Parties and **bold language** corresponds to language included to comply with the Commission's Order. In the footnotes, "Order" refers to the Arbitrator's Report and Decision issued November 27, 1996, "Recommendations" refers to the Arbitrator's Report and Recommendations issued June 6, 1997, and "Approval" refers to the Commission Order Modifying Arbitrator's Decision and Arbitrator's Recommendations and Approving Interconnection Agreement with Modifications issued July 11, 1997.]

TABLE OF CONTENTS

RECITALS	Error! Bookma
SCOPE OF AGREEMENT	Error! Bookma
DEFINITIONS.....	Error! Bookma
TERMS AND CONDITIONS	Error! Bookma
1. General Provisions	Error! Bookma
2. Most Favored Nation Terms and Treatment.....	Error! Bookma
3. Payment.....	Error! Bookma
4. Taxes.....	Error! Bookma
5. Intellectual Property.....	Error! Bookma
6. Severability.....	Error! Bookma
7. Responsibility for Environmental Contamination	Error! Bookma
8. Branding	Error! Bookma
9. Independent Contractor Status.....	Error! Bookma
10. Referenced Documents.....	Error! Bookma
11. Publicity and Advertising.....	Error! Bookma
12. Executed in Counterparts.....	Error! Bookma
13. Headings Not Controlling.....	Error! Bookma
14. Joint Work Product.....	Error! Bookma
15. Survival.....	Error! Bookma
16. Effective Date	Error! Bookma
17. Amendment of Agreement.....	Error! Bookma
18. Indemnification.....	Error! Bookma
19. Limitation of Liability	Error! Bookma
20. Term of Agreement.....	Error! Bookma
21. Governing Law.....	Error! Bookma
22. Cancellation Charges.....	Error! Bookma
23. Regulatory Approvals.....	Error! Bookma
24. Compliance	Error! Bookma
25. Force Majeure.....	Error! Bookma
26. Escalation Procedures.....	Error! Bookma
27. Dispute Resolution.....	Error! Bookma
28. Nondisclosure.....	Error! Bookma
29. Notices.....	Error! Bookma
30. Assignment.....	Error! Bookma
31. Warranties.....	Error! Bookma
32. Default.....	Error! Bookma
33. Remedies.....	Error! Bookma
34. Waivers	Error! Bookma
35. No Third Party Beneficiaries.....	Error! Bookma
36. Physical Security.....	Error! Bookma
37. Network Security	Error! Bookma

38. Revenue Protection.....	Error! Bookma
39. Law Enforcement Interface	Error! Bookma
40. Collocation.....	Error! Bookma
41. Technical References - Collocation	Error! Bookma
42. Number Portability.....	Error! Bookma
43. Dialing Parity	Error! Bookma
44. Directory Listings	Error! Bookma
45. Directories.....	Error! Bookma
46. U S WEST Dex Issues.....	Error! Bookma
47. Access to Poles, Ducts, Conduits, and ROW.....	Error! Bookma
48. Bona Fide Request Process for Further Unbundling	Error! Bookma
49. Audit Process	Error! Bookma
50. Miscellaneous Services	Error! Bookma
51. Unused Transmission Media	Error! Bookma
52. Service Standards.....	Error! Bookma
53. Entire Agreement.....	Error! Bookma
54. Reservation of Rights.....	Error! Bookma

ATTACHMENTS

Attachment 1	Rates and Charges
Attachment 2	Resale
Attachment 3	Unbundled Access/Elements
Attachment 4	Interconnection
Attachment 5	Business Process Requirements
Attachment 6	Electronic Interfaces
Attachment 7	Implementation Schedule

