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May 14, 2004

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STATE OF WASHINGTON
UTIL. AND TRANSP.
COMMISSION

Ms. Carole J. Washburn
Executive Secretary
Washington Utilities & Transportation Commission
1300 Evergreen Park Drive SW
Olympia, WA 98504-7250

Re: Request for Approval of the Adoption by T-Mobile USA, Inc. of the Interconnection Agreement Between CenturyTel of Washington, Inc., CenturyTel of Inter Island, Inc., And CenturyTel of Cowiche, Inc. (collectively "CenturyTel") and Sprint Spectrum, L.P., (Docket No. UT-003041)

Dear Ms. Washburn:

Please find enclosed an original and two (2) copies of a letter agreement whereby T-Mobile USA, Inc. and its affiliates (collectively "T-Mobile") adopts the Interconnection and Reciprocal Compensation Agreement ("Agreement") between CenturyTel and Sprint Spectrum, L.P. ("Sprint"). The companies request that the Washington Utilities and Transportation Commission ("Commission") approve this Agreement under Section 252(e)(1)(2)(A). This is a fully agreed upon, negotiated Agreement Adoption ("Adoption") between the two parties.

CenturyTel and T-Mobile request termination of T-Mobile's, f/k/a VoiceStream Wireless Corporation, adoption of the CenturyTel and Nextel West Corp. Agreement approved by the Commission in Docket No. UT-013100 upon Commission approval of T-Mobile's adoption of the CenturyTel/Sprint Agreement.

The enclosed Adoption does not discriminate against non-party carriers. It is consistent with the public interest, convenience, and necessity. It is also consistent with applicable state law requirements, including Commission orders regarding interconnection issues.

If you have any questions, please contact me at (360) 905-6985.

Very truly yours,

Jackie Phillips
Manager, Carrier Relations

Enclosures

cc: Shannon Reilly Kraus (without enclosure)

805 Broadway
P.O. Box 9901
Vancouver, WA 98668-8701

RECEIVED
RECORDS MANAGEMENT

04 MAY 17 AM 7:5 **CENTURYTEL**

STATE OF WASH.
UTIL. AND TRANSP.
COMMISSION

March 18, 2004

T-Mobile USA, Inc. and its affiliates
Attention: David A. Miller
Sr. Vice President of Legal Affairs
12920 SE 38th Street
Bellevue, WA 98006

RE: Adoption of existing Interconnection and Reciprocal Compensation Agreement

Dear Mr. Miller:

CenturyTel of Washington, Inc., CenturyTel of Inter Island, Inc., and CenturyTel of Cowiche, Inc. (referred to as "CenturyTel") has received a request from T-Mobile USA, Inc. and its affiliates (collectively "T-Mobile") stating that T-Mobile f/k/a VoiceStream Wireless Corporation, requests termination of its adoption of the CenturyTel and Nextel West Corp. Interconnection and Reciprocal Compensation Agreement approved by the Washington Utilities and Transportation Commission ("Commission") in Docket No. UT-013100 on December 12, 2001. T-Mobile has requested that the termination be effective upon the Commission's approval of T-Mobile's request to adopt the terms of the CenturyTel and Sprint Spectrum, L.P. ("Sprint PCS") Interconnection and Reciprocal Compensation Agreement that was approved by the Washington Utilities and Transportation Commission as an effective agreement in the State of Washington in Docket No. UT-003041 on July 31, 2000 (the "Terms") as allowed under Section 252 (i) of the Telecommunications Act of 1996 (the "Act"). This letter shall confirm that T-Mobile has a copy of the Terms. Please note the following with respect to T-Mobile's adoption of the Terms.

By T-Mobile's countersignature on this letter, T-Mobile hereby represents and commits to the following:

1. Except as set forth below, T-Mobile adopts the Terms of the Sprint PCS agreement as amended for interconnection with CenturyTel and in applying the Terms, agrees that T-Mobile shall be substituted in place of Sprint PCS in the Terms wherever appropriate.
2. T-Mobile requests that notice to T-Mobile as may be required under the Terms shall be provided as follows:

If to T-MOBILE:

T-Mobile USA, Inc.
Attn: David A. Miller, Sr.
Vice President of Legal Affairs
12920 SE 38th Street
Bellevue, WA 98006
Facsimile: 425-378-4040
Telephone: 425-378-4000

With a copy to:

T-Mobile USA, Inc.
Attn: Ms. Chris Sykes, Director Telco Services
12920 SE 38th Street
Bellevue, WA 98006
Facsimile: 425-653-4810
Telephone: 425-378-4000

3. T-Mobile represents and warrants that it is licensed to provide Wireless telecommunications service in the State of Washington, and that its adoption of the Terms will cover services in the State of Washington only.
4. T-Mobile's adoption of the Sprint PCS Terms shall become effective upon CenturyTel's filing of this letter with the Washington Utilities and Transportation Commission and shall terminate pursuant to the Sprint PCS Terms.
5. As the Terms are being adopted by T-Mobile pursuant to your statutory rights under Section 252(i), CenturyTel does not provide the Terms to T-Mobile as either a voluntary or negotiated agreement. The filing and performance by CenturyTel of the Terms does not in any way constitute a waiver by CenturyTel of any position as to the Terms or a portion thereof, nor does it constitute a waiver by CenturyTel of all rights and remedies it may have to seek review of the Terms, or to seek review in any way of any provisions included in these Terms as a result of T-Mobile's 252(i) election.
6. Pursuant to the FCC's ruling in Implementation of the local Competition Provisions in the Telecommunications Act of 1996, Intercarrier Compensation for ISP-bound Traffic, CC Docket No. 96-98, CC Docket No. 99-68, (April 27, 2001), local exchange carriers may not, as of May 15, 2001, opt into an existing interconnection agreement with regard to the rates paid for the exchange of ISP-bound traffic. Thus, to the extent that compensation for the exchange of ISP-bound traffic is addressed in the Sprint PCS agreement, the Parties acknowledge that such compensatory arrangement is not a part of this Adoption Agreement.
7. The Terms shall be subject to any and all applicable laws, rules, or regulations that subsequently may be prescribed by any federal, state or local governmental authority. To the extent required by any such subsequently prescribed law, rule, or regulation, the Parties agree to modify, in writing, the affected term(s) and condition(s) of this Agreement to bring them into compliance with such law, rule, or regulation.
8. CenturyTel reserves the right to deny any T-Mobile adoption and/or application of the Terms, in whole or in part, at any time:
 - (a) when the costs of providing the Terms to T-Mobile are greater than the costs of providing it to Sprint PCS;
 - (b) if the provision of the Terms to T-Mobile is not technically feasible; and/or to the extent T-Mobile already has an existing interconnection agreement (or existing 252(i) adoption with CenturyTel and the Terms were approved before the date of approval of the existing interconnection agreement (or the effective date of the existing 252(i) adoption).

T-Mobile USA, Inc. and its affiliates
March 18, 2004
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9. Should T-Mobile attempt to apply the Terms in a manner that conflicts with the provisions set forth herein, CenturyTel reserves its rights to seek appropriate legal and/or equitable relief.
10. The Parties acknowledge that CenturyTel is entitled to claim that it is a rural telephone company (as defined in 47 U.S.C. 153) as provided by 47 U.S.C. 251(f) and that by entering into this Agreement, CenturyTel is not waiving any rights under 47 U.S.C. 251 (f).
11. The Parties agree that the Adoption Agreement will be effective March 1, 2004 and subject to any Commission review and approval.

Please indicate T-Mobile's agreement to the provisions of this letter by signing three (3) original copies of this letter on the space provided below and return to Jackie Phillips, Manager, Carrier Relations, 805 Broadway, Vancouver, WA 98660.

Very truly yours,

CenturyTel of Washington, Inc.
CenturyTel of Inter Island, Inc.
CenturyTel of Cowiche Inc.

Guy Miller by jphillips
Guy Miller
Director - Carrier Relations

Date signed: 3-18-04

T-Mobile USA, Inc.

[Signature]
(Name) Dave Mayo
(Title) VP, Finance & Planning Eng & Tech Operations

Date signed: 4/20/04