BEFORE THE WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

REQUEST FOR APPROVAL OF FULLY NEGOTIATED AMENDMENT TO INTERCONNECTION AGREEMENT BY:

Qwest Corporation

(Telecommunications Company A Name)

(Company A d/b/a if different from registered name) **Z-Tel Communications, Inc.**

(Telecommunications Company B Name)

(Company B d/b/a if different from registered name)

In accordance with WAC 480-07-640, Company A requests approval of the fully negotiated amendment to an interconnection agreement, as described below:

Amendment Number: 2

Description of amendment:

This amendment implements batch hot cut process and discounts and incorporates the QPP Master Services Agreement into the Interconnection Agreement between Z-Tel Communications, Inc. and Qwest Corporation.

The amendment amends the interconnection agreement first approved by the Commission on 12/13/00 in WUTC Docket No. UT-003130 (original docket number).

Company A represents that the amendment does not discriminate against non-party carriers, that it is consistent with state and federal law, and that it is in the public interest. By virtue of Company B's signature on the amendment, Company A believes that Company B agrees with these representations.

Adam L. Sherr	is authorized to file amendments to interconnection agreements on behalf of Owest Corporation		a a	
Senior Attorney	interconnection agreements on benait of	Qwest Corporation		
(Name and Title)		(Name o	of Company)	
Signature of Authorized Person				
Adam L. Sherr				
(Print Name)				
(206) 398-2507	(206) 343-4040	adam.sherr@qwest.com		
(Telephone Number)	(Fax Number)	(E-Mail Address)		
1600 7 th Avenue, Room 3206	Seattle	WA	98191	
(Mailing Address)	(City)	(State)	(Zip Code)	

Docket No. UT-003130

WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

ORDER APPROVING INTERCONNECTION AGREEMENT AMENDMENT

The Commission orders:

(1) The amended agreement, as described above, is approved and effective as of the date of this Order.

(2) In the event that the parties revise, modify, or amend the agreement approved in this Order, the revised, modified, or amended agreement will be deemed to be a new agreement under the Telecom Act and must be submitted to the Commission for approval, pursuant to 47 U.S.C. § 252(e)(1) and relevant provisions of state law, prior to taking effect.

(3) The laws and regulations of the State of Washington and Commission Orders govern the construction and interpretation of the Amended Agreement. The Amended Agreement is subject to the jurisdiction of the Commission.

The Commissioners, having reviewed the information available in this matter and having determined this Order to be consistent with the public interest, directed the Secretary to enter this Order.

DATED and signed at Olympia, Washington, this

day of

(Month and Year)

Telecom ICA Amendment Form 05/12/2004

Executive Secretary