



Rob McKenna  
**ATTORNEY GENERAL OF WASHINGTON**

800 Fifth Avenue #2000 • Seattle WA 98104-3188

July 8, 2010

**VIA ELECTRONIC FILING & FIRST CLASS MAIL**

David Danner  
Executive Director and Secretary  
Washington Utilities & Transportation Commission  
1300 S. Evergreen Pk. Dr. S.W.  
P. O. Box 47250  
Olympia, WA 98504

Re: In the Matter of the Joint Application of  
QWEST COMMUNICATIONS INTERNATIONAL INC. AND CENTURYTEL, INC.  
For Approval of Indirect Transfer of Control of Qwest Corporation, Qwest  
Communications Company LLC, and Qwest LD Corp.  
Docket No. UT-100820

Dear Mr. Danner:

Enclosed please find the originals and twelve (12) copies each of signature pages to Protective Order No. 1 agreements of Simon J. ffitich, Sarah Shifley, Mary Kimball, Stephanie Johnson, Lea Daeschel, Carol Williams, Mary Harper, and Sarah Zubair, for filing in the above-entitled docket.

Sincerely,

Simon J. ffitich  
Senior Assistant Attorney General  
Public Counsel  
(206) 389-2055

SJf:cjw

Enclosures

cc: Service List (First Class Mail & E-mail)

**EXHIBIT B**

AGREEMENT CONCERNING CONFIDENTIAL INFORMATION  
IN DOCKET UT-100820  
BEFORE THE  
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

I, Mary Harper, as legal assistant in this proceeding for Public Counsel (a party to this proceeding) hereby agree to comply with and be bound by the Protective Order entered by the Washington Utilities and Transportation Commission in Docket UT-100820, and acknowledge that I have reviewed the Protective Order and fully understand its terms and conditions.

Mary E. Harper  
Signature

7/6/2010  
Date

Washington State Attorney General's Office  
Employer

800 5<sup>th</sup> Ave., #2000, Seattle WA 98104-3188  
Address

Legal Assistant  
Position and Responsibilities

\* \* \*

The following portion is to be completed by the responding party and filed with the Commission within 10 days of receipt; failure to do so will constitute a waiver and the above-named person will be deemed an expert having access to Confidential Information under the terms and conditions of the Protective Order.

\_\_\_\_\_ No objection.

\_\_\_\_\_ Objection. The responding party objects to the above-named expert having access to Confidential Information. The objecting party shall file a motion setting forth the basis for objection and asking exclusion of the expert from access to Confidential Information.

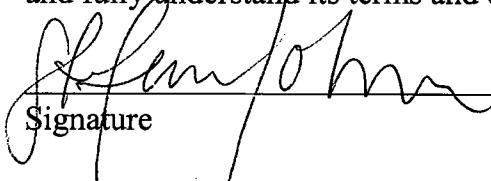
\_\_\_\_\_  
Signature

\_\_\_\_\_  
Date

**EXHIBIT B**

AGREEMENT CONCERNING CONFIDENTIAL INFORMATION  
IN DOCKET UT-100820  
BEFORE THE  
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

I, Stefanie Johnson, as policy analyst in this proceeding for Public Counsel (a party to this proceeding) hereby agree to comply with and be bound by the Protective Order entered by the Washington Utilities and Transportation Commission in Docket UT-100820, and acknowledge that I have reviewed the Protective Order and fully understand its terms and conditions.

  
\_\_\_\_\_  
Signature

7/6/10  
\_\_\_\_\_  
Date

Washington State Attorney General's Office  
Employer

800 5<sup>th</sup> Ave., #2000, Seattle WA 98104-3188  
Address

Policy Analyst  
Position and Responsibilities

\* \* \*

The following portion is to be completed by the responding party and filed with the Commission within 10 days of receipt; failure to do so will constitute a waiver and the above-named person will be deemed an expert having access to Confidential Information under the terms and conditions of the Protective Order.

\_\_\_\_\_ No objection.

\_\_\_\_\_ Objection. The responding party objects to the above-named expert having access to Confidential Information. The objecting party shall file a motion setting forth the basis for objection and asking exclusion of the expert from access to Confidential Information.

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Date

**EXHIBIT B**

AGREEMENT CONCERNING CONFIDENTIAL INFORMATION  
IN DOCKET UT-100820  
BEFORE THE  
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

I, Carol Williams, as Legal Assistant in this proceeding for Public Counsel (a party to this proceeding) hereby agree to comply with and be bound by the Protective Order entered by the Washington Utilities and Transportation Commission in Docket UT-100820, and acknowledge that I have reviewed the Protective Order and fully understand its terms and conditions.

Carol Williams  
Signature

7/7/10  
Date

Washington State Attorney General's Office  
Employer

800 5<sup>th</sup> Ave., #2000, Seattle WA 98104-3188  
Address

Legal Assistant  
Position and Responsibilities

\* \* \*

The following portion is to be completed by the responding party and filed with the Commission within 10 days of receipt; failure to do so will constitute a waiver and the above-named person will be deemed an expert having access to Confidential Information under the terms and conditions of the Protective Order.

\_\_\_\_\_ No objection.

\_\_\_\_\_ Objection. The responding party objects to the above-named expert having access to Confidential Information. The objecting party shall file a motion setting forth the basis for objection and asking exclusion of the expert from access to Confidential Information.

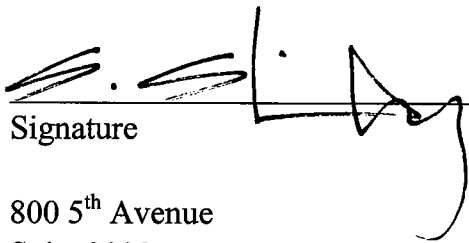
\_\_\_\_\_  
Signature

\_\_\_\_\_  
Date

**EXHIBIT A (ATTORNEY AGREEMENT)**

AGREEMENT CONCERNING CONFIDENTIAL INFORMATION  
IN DOCKET UT-100820  
BEFORE THE  
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

I, Sarah A. Shifley, as attorney in this proceeding for Public Counsel (party to this proceeding) agree to comply with and be bound by the Protective Order entered by the Washington Utilities and Transportation Commission in Docket UT-100820, and acknowledge that I have reviewed the Protective Order and fully understand its terms and conditions.

  
Signature

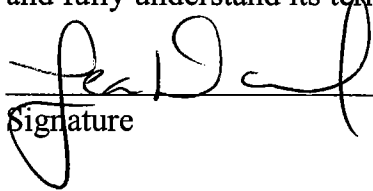
July 6, 2010  
Date

800 5<sup>th</sup> Avenue  
Suite 2000  
Seattle, WA 98104-3188

**EXHIBIT B**

AGREEMENT CONCERNING CONFIDENTIAL INFORMATION  
IN DOCKET UT-100820  
BEFORE THE  
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

I, Lea Daeschel, as policy analyst in this proceeding for Public Counsel (a party to this proceeding) hereby agree to comply with and be bound by the Protective Order entered by the Washington Utilities and Transportation Commission in Docket UT-100820, and acknowledge that I have reviewed the Protective Order and fully understand its terms and conditions.

  
\_\_\_\_\_  
Signature

\_\_\_\_\_  
Date 7/6/10

Washington State Attorney General's Office  
Employer

800 5<sup>th</sup> Ave., #2000, Seattle WA 98104-3188  
Address

Policy Analyst  
Position and Responsibilities

\* \* \*

The following portion is to be completed by the responding party and filed with the Commission within 10 days of receipt; failure to do so will constitute a waiver and the above-named person will be deemed an expert having access to Confidential Information under the terms and conditions of the Protective Order.

\_\_\_\_\_ No objection.

\_\_\_\_\_ Objection. The responding party objects to the above-named expert having access to Confidential Information. The objecting party shall file a motion setting forth the basis for objection and asking exclusion of the expert from access to Confidential Information.

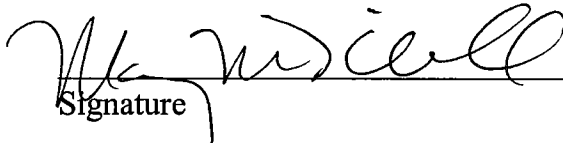
\_\_\_\_\_  
Signature

\_\_\_\_\_  
Date

**EXHIBIT B**

AGREEMENT CONCERNING CONFIDENTIAL INFORMATION  
IN DOCKET UT-100820  
BEFORE THE  
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

I, Mary Kimball, as policy analyst in this proceeding for Public Counsel (a party to this proceeding) hereby agree to comply with and be bound by the Protective Order entered by the Washington Utilities and Transportation Commission in Docket UT-100820, and acknowledge that I have reviewed the Protective Order and fully understand its terms and conditions.

  
\_\_\_\_\_  
Signature

7.7.10  
\_\_\_\_\_  
Date

Washington State Attorney General's Office  
Employer

800 5<sup>th</sup> Ave., #2000, Seattle WA 98104-3188  
Address

Policy Analyst  
Position and Responsibilities

\* \* \*

The following portion is to be completed by the responding party and filed with the Commission within 10 days of receipt; failure to do so will constitute a waiver and the above-named person will be deemed an expert having access to Confidential Information under the terms and conditions of the Protective Order.

\_\_\_\_\_ No objection.

\_\_\_\_\_ Objection. The responding party objects to the above-named expert having access to Confidential Information. The objecting party shall file a motion setting forth the basis for objection and asking exclusion of the expert from access to Confidential Information.

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Date

**EXHIBIT B**

AGREEMENT CONCERNING CONFIDENTIAL INFORMATION  
IN DOCKET UT-100820  
BEFORE THE  
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

I, Sarah Zubair, as Law Clerk in this proceeding for Public Counsel (a party to this proceeding) hereby agree to comply with and be bound by the Protective Order entered by the Washington Utilities and Transportation Commission in Docket UT-100820, and acknowledge that I have reviewed the Protective Order and fully understand its terms and conditions.

Sarah M. Zubair  
Signature

7/7/10  
Date

Washington State Attorney General's Office  
Employer

800 5<sup>th</sup> Ave., #2000, Seattle WA 98104-3188  
Address

Law Clerk  
Position and Responsibilities

\* \* \*

The following portion is to be completed by the responding party and filed with the Commission within 10 days of receipt; failure to do so will constitute a waiver and the above-named person will be deemed an expert having access to Confidential Information under the terms and conditions of the Protective Order.

\_\_\_\_\_ No objection.

\_\_\_\_\_ Objection. The responding party objects to the above-named expert having access to Confidential Information. The objecting party shall file a motion setting forth the basis for objection and asking exclusion of the expert from access to Confidential Information.

\_\_\_\_\_  
Signature

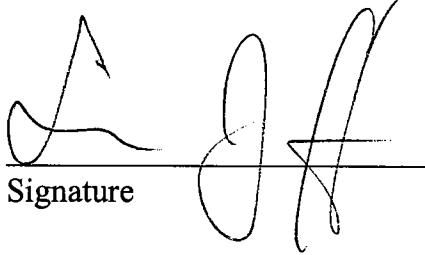
\_\_\_\_\_  
Date



**EXHIBIT A (ATTORNEY AGREEMENT)**

AGREEMENT CONCERNING CONFIDENTIAL INFORMATION  
IN DOCKET UT-100820  
BEFORE THE  
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

I, Simon ffitch, as Senior Attorney in this proceeding for Public Counsel (party to this proceeding) agree to comply with and be bound by the Protective Order entered by the Washington Utilities and Transportation Commission in Docket UT-100820, and acknowledge that I have reviewed the Protective Order and fully understand its terms and conditions.



Signature

Date

7/8/10

800 5<sup>th</sup> Avenue  
Suite 2000  
Seattle, WA 98104-3188

**Docket No. UT-100820  
Qwest/CenturyTel Merger  
CERTIFICATE OF SERVICE**

I hereby certify that a true and correct copy of the **Confidentiality Agreements of Simon J. ffitc, Sarah Shifley, Mary Kimball, Stephanie Johnson, Lea Daeschel, Carol Williams, Mary Harper, and Sarah Zubair** was sent to each of the parties of record shown on the attached Service List in sealed envelopes, via: Electronic Mail and U.S. Mail.

**SERVICE LIST**

**\*\* = Receive Highly Confidential**

**\* = Receive Confidential**

**NC = Receive Non-Confidential**

**QWEST:**  
LISA A ANDERL  
QWEST CORPORATION  
QWEST LAW DEPARTMENT  
1600 7<sup>TH</sup> AVE ROOM 1506  
SEATTLE WA 98191

**CENTURYLINK:**  
CALVIN SIMSHAW  
805 BROADWAY  
VANCOUVER WA 98660

**LEVEL 3 & CBeyond  
COMMUNICATIONS:**  
ARTHUR A BUTLER  
ATER WYNNE LLP  
601 UNION STREET SUITE 1501  
SEATTLE WA 98101 3981

**WUTC STAFF:**  
JENNIFER CAMERON-  
RULKOWSKI  
ASSISTANT ATTORNEY  
GENERAL  
1400 S EVERGREEN PK DR SW  
PO BOX 40128  
OLYMPIA WA 98504 0128

**PAC-WEST; TW TELECOM;  
PAETEC; XO COMMUNICATIONS;  
INTEGRA; CHARTER AND  
COMCAST:**  
GREGORY K KOPTA  
DAVIS WRIGHT TREMAINE LLP  
1201 THIRD AVE SUITE 2200  
SEATTLE WA 98101

**COVAD :**  
KATHERINE K MUDGE  
DIRECTOR STATE AFFAIRS &  
ILEC RELATIONS  
7000 N MOPAC EXPRESSWAY  
2<sup>ND</sup> FLOOR  
AUSTIN TX 78731

**360NETWORKS**  
MICHEL SINGER NELSON  
370 INTERLOCKEN BLVD  
SUITE 600  
BROOMFIELD CO 80021

**DOD:**  
STEPHEN S MELNIKOFF  
US ARMY LITIGATION  
CENTER  
901 N STUART STREET #700  
ARLINGTON VA 22203 1837

**CBEYOND COMMUNICATIONS  
LLC:**  
CHARLES E. WATKINS, ESQ  
CBEYOND COMMUNICATIONS  
LLC  
3320 INTERSTATE NORTH  
PARKWAY SUITE 300  
ATLANTA, GA 30339

**SPRINT NEXTEL  
CORPORATION:**  
JUDITH A. ENDEJAN  
GRAHAM & DUNN PC  
2801 ALASKAN WAY, SUITE  
300  
SEATTLE, WA 98121

**SPRINT NEXTEL  
CORPORATION:**  
KRISTIN L JACOBSON  
201 MISSION STREET #1500  
SAN FRANCISCO CA 94105

**SPRINT NEXTEL  
CORPORATION:**  
KENNETH SCHIFMAN  
DIANE BROWNING  
6450 SPRING PARKWAY  
OVERLAND PARK KS 66251

DATED: \_July 8, 2010.



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Carol Williams, Legal Assistant