



May 11, 2005

VIA FACSIMILE AND OVERNIGHT DELIVERY

Dan Hult
Director, Carrier Relations
Qwest Wholesale Markets
1314 Douglas on the Mall
Room 1330
Omaha, NE 68102

Mark Reynolds
Senior Director - Policy and Law
Qwest Corporation
1600 - 7th Ave
Room 3206
Seattle, WA 98191

Re: Notice of Intent to File Petition For Enforcement Regarding
Request to Amend Interconnection Agreement Pursuant to Core Order

Dear Gentlemen:

Level 3 Communications, LLC ("Level 3") hereby provides notice in accordance with WAC 480-07-650(1)(c) of its intent to file a petition for enforcement of the Interconnection Agreement (the "Agreement") between Qwest Corporation ("Qwest") and Level 3.

Level 3 is forced to file this petition as a result of Qwest's refusal to comply with Section 2.2 of the parties' Interconnection Agreement, which requires that the Agreement be amended to reflect any modification or changes in existing law. As Qwest is well aware, the FCC's *Core Forbearance Order* eliminated the "New Market Exclusion" and the "Growth Cap" established in the *ISP Remand Order*. Qwest is now required to compensate Level 3 for Level 3's transport of Qwest-originated ISP-bound traffic to Level 3's network for termination. See *Petition of Core Communications, Inc. for Forbearance Under 47 U.S.C. § 160(c) from Application of the ISP Remand Order*, FCC 04-241, WC Docket No. 03-171 (rel. Oct. 18, 2004).

Level 3 notified Qwest of this change of law pursuant to Section 11 of Part A of the Agreement on December 13, 2004, and again on March 31, 2005. Level 3 has attempted to negotiate in good faith with Qwest an amendment to the Agreement reflecting the FCC's *Core Forbearance Order*, as required by Section 2.2 of the Agreement. Unfortunately, Qwest has refused to negotiate such an amendment, and has

instead threatened to block delivery of Qwest's customers' ISP-bound traffic to Level 3. Qwest's actions violate the parties' Agreement and Washington law. Accordingly, Level 3 is forced to file a petition for enforcement of the Agreement with the Commission.

Should you have any questions, please feel free to contact me.

Sincerely,



Andrea L. Gavalas
Vice President, Interconnection Services
Level 3 Communications, LLC

cc: Thomas W. Snyder
Corporate Counsel
Qwest Services Corporation
1801 California, Ste. 1000
Denver, CO 80202

Qwest Corporation
Director Interconnection
1801 California, Room 2410
Denver, CO 80202

Qwest Law Department
Attention: Corporate Counsel, Interconnection
1801 California Street, 38th Floor
Denver, CO 80202

CT Corporation System
520 Pike Street
Seattle, WA