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STATE OF WASH.
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COMMISSION

Brooks E. Harlow
brooks.harlow@millernash.com

October 24, 2003

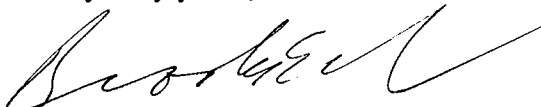
Ms. Carole J. Washburn
Executive Secretary
Washington Utilities and Transportation Commission
Post Office Box 47250
1300 S. Evergreen Park Dr. SW
Olympia, Washington 98504-7250

Subject: Docket No. UT-033044

Dear Ms. Washburn:

Enclosed, for filing, are an original and 19 copies each of Exhibit A (Attorney Agreement) and Exhibit C (Highly Confidential Information Agreement) signed by Brooks E. Harlow and David L. Rice on behalf of Covad Communications Company and the Northwest Competitive Communications Coalition, pursuant to the protective order in the above-referenced docket.

Very truly yours,



Brooks E. Harlow

cc w/enc: All Parties of Record

Miller Nash LLP
www.millernash.com
4400 Two Union Square
601 Union Street
Seattle, WA 98101-1367
(206) 622-8484
(206) 622-7485 fax

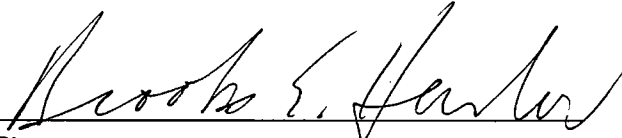
3400 U.S. Bancorp Tower
111 S.W. Fifth Avenue
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(503) 224-5858
(503) 224-0155 fax

500 E. Broadway, Suite 400
Post Office Box 694
Vancouver, WA 98666-0694
(360) 699-4771
(360) 694-6413 fax

EXHIBIT A (ATTORNEY AGREEMENT)

AGREEMENT CONCERNING CONFIDENTIAL INFORMATION
IN DOCKET NO. UT-033044
BEFORE THE
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

I, BROOKS E. HARLOW, as attorney in
this proceeding for Covad Communications Company and** (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
No. UT-033044, and acknowledge that I have reviewed the Protective Order and
fully understand its terms and conditions.

 October 24, 2003
Signature Date
MILLER NASH LLP
4400 Two Union Square
Address
601 Union Street
Seattle, WA 98101-2352

**Northwest Competitive Communications Coalition

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EXHIBIT A (ATTORNEY AGREEMENT)

AGREEMENT CONCERNING CONFIDENTIAL INFORMATION
IN DOCKET NO. UT-033044
BEFORE THE
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

I, DAVID L. RICE, as attorney in
this proceeding for Covad Communications Company and** (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
No. UT-033044, and acknowledge that I have reviewed the Protective Order and
fully understand its terms and conditions.

David Rice

October 24, 2003

Signature

Date

MILLER NASH LLP
4400 Two Union Square

Address

601 Union Street
Seattle, WA 98101-2352

**Northwest Competitive Communications Coalition

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EXHIBIT C (HIGHLY CONFIDENTIAL INFORMATION AGREEMENT)

AGREEMENT CONCERNING HIGHLY CONFIDENTIAL INFORMATION
IN DOCKET NO. UT-033044
BEFORE THE
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

I, BROOKS E. HARLOW, as

- In-house attorney
- In-house expert
- Outside counsel
- Outside expert
- Small company employee or in-house expert

in this proceeding for Covad Communications Company and**(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 No. UT-033044 and acknowledge that I have reviewed the Protective Order and fully understand its terms and conditions.

Brooks E. Harlow
Signature

October 24, 2003
Date

MILLER NASH LLP

Employer
4400 Two Union Square
601 Union Street
Seattle, WA 98101-2352

Partner

Permanent Address
Responsibilities

Position and

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 a person having access to Highly Confidential Information under the terms and conditions of the protective order.

 No objection.

**Northwest Competitive Communications Coalition

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_____ Objection. The responding party objects to the above-named person having access to Highly Confidential Information. The objecting party shall file a motion with the Commission, supported by affidavit, setting forth the basis for objection and asking exclusion of the person from access to Highly Confidential Information.

Signature

Date

EXHIBIT C (HIGHLY CONFIDENTIAL INFORMATION AGREEMENT)

AGREEMENT CONCERNING HIGHLY CONFIDENTIAL INFORMATION
IN DOCKET NO. UT-033044
BEFORE THE
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

I, DAVID L. RICE, as

- In-house attorney
- In-house expert
- Outside counsel
- Outside expert
- Small company employee or in-house expert

in this proceeding for Covad Communications Company and** (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 No. UT-033044 and acknowledge that I have reviewed the Protective Order and fully understand its terms and conditions.

David Rice
Signature

October 24, 2003
Date

MILLER NASH LLP

Employer
4400 Two Union Square
601 Union Street
Seattle, WA 98101-2352

Associate

Permanent Address
Responsibilities

Position and

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 a person having access to Highly Confidential Information under the terms and conditions of the protective order.

 No objection.

**Northwest Competitive Communications Coalition

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_____ Objection. The responding party objects to the above-named person having access to Highly Confidential Information. The objecting party shall file a motion with the Commission, supported by affidavit, setting forth the basis for objection and asking exclusion of the person from access to Highly Confidential Information.

Signature

Date

CERTIFICATE OF SERVICE
Docket No. UT-033025

I hereby certify that a true and correct copy of the foregoing has been sent by first-class U.S. Mail with postage fully prepaid to the following:

Stephen S. Melnikoff, General Attorney
Regulatory Law Office
U.S. Army Litigation Center
901 N. Stuart Street, Suite 700
Arlington, VA 22203-1837

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Seattle, WA 98101

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Denver, CO 80202

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Davis Wright Tremaine
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Portland, OR 97201-5682

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Olympia, WA 98504-0128

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Seattle, WA 98164-1012

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Seattle, WA 98191

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Jeffrey J. Binder
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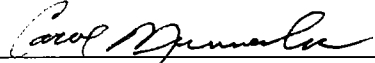
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Gig Harbor, WA 98332

William E. Hendricks III
Sprint
902 Wasco Street
Hood River, OR 97031

DATED this 24th day of October, 2003, at Seattle, Washington.


Carol Munnerlyn, Secretary