

**CONFIDENTIAL SETTLEMENT AGREEMENT**

This Agreement is made by and between U S WEST Communications, Inc., a Colorado corporation ("USWC"), and Advanced TelCom Group, Inc., a Delaware corporation ("ATG"), effective June 30, 2000.

**REDACTED**

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RECORDS MANAGEMENT  
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STATE OF WASH.  
UTIL. AND TRANSP.  
COMMISSION

WHEREFORE, the parties agree as follows:

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4. Reciprocal Compensation for Internet-Bound Traffic.

4.1. The parties hereby agree to forego reciprocal compensation, and will provide services through a Bill and Keep arrangement, in all states where the parties currently have an interconnection agreement except for the state of Washington. The reciprocal compensation rate for Internet-bound traffic in the state of Washington will be \$0.001 per minute of use. The reciprocal compensation rate for all other traffic in the state of Washington will remain unchanged from the existing interconnection agreement.

4.2. The waivers and the rates of compensation described in this Section 4 for any state where the parties currently have an interconnection agreement will be in effect as long as the existing interconnection agreement between the parties is in effect in that state. Upon any expiration or termination of an interconnection agreement between the parties, ATG may exercise its rights to negotiate, arbitrate and/or opt-in to any other interconnection agreement as allowed under applicable law.

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**REDACTED**

ADVANCED TELCOM GROUP, INC.

U S WEST COMMUNICATIONS, INC.

*M. B. ...*  
Signature

\_\_\_\_\_  
Signature

*Division President*  
Title

\_\_\_\_\_  
Title

*6-30-00*  
Date

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Date

26-2000 08:27am From=QWEST LEGAL/SEATTLE  
26-20-00 08:41am - FROM-U S WEST

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T-148 P 008/008 F-258  
T-004 P 007/007 F-003

ADVANCED TELCOM GROUP, INC.

U S WEST COMMUNICATIONS, INC.

Signature

J. M. Tinkler  
Signature

Title

Vice President - Wholesale  
Title

Date

6-30-00  
Date

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