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STATE OF WASH.
UTIL. AND TRANSP.
COMMISSION

Suite 1800
222 S.W. Columbia
Portland, OR 97201-6618
503-226-1191
Fax 503-226-0079

Sarah Wallace
Direct Dial: 503-226-8486
E-Mail: sek@aterwynne.com

October 27, 2003

VIA E-MAIL AND UPS OVERNIGHT

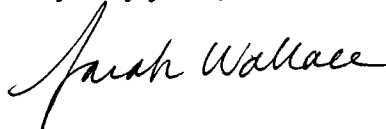
Carole J. Washburn
Executive Secretary
Washington Utilities and Transportation Commission
PO Box 47250
Olympia, WA 98504-7250

Re: WUTC Docket No. UT 033044

Dear Ms. Washburn:

Pursuant to WAC 480-09-420(4), enclosed for filing in the above-referenced docket are the original Exhibits A (Attorney Agreement) and C (Highly Confidential Information Agreement) to the Protective Order signed by Lisa Rackner and Sarah Wallace on behalf of MCI WorldCom, Inc. and WeBTEC. Copies of these documents have also been sent to the parties on the attached Certificate of Service via the method(s) indicated.

Very truly yours,



Sarah Wallace

cc: Parties of record

EXHIBIT C (HIGHLY CONFIDENTIAL INFORMATION AGREEMENT)

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

I, LISA F. RACKNER, as

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

in this proceeding for WebTEC and MCI WorldCom, Inc. (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.

Lisa Rackner
Signature

10/27/03
Date

Ater Wynne LLP
Employer

222 SW Columbia # 1800, Portland, OR 97201
Permanent Address
Responsibilities

Attorney for WebTEC and MCI WorldCom, Inc.
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.

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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, LISA F. RACKNER, as attorney in
this proceeding for WebTEC and MCI World Com, Inc. (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.

Lisa F Rackner

Signature

Date

10/27/03

Ater Wynne LLP
222 SW Columbia, #1800
Address Portland, OR 97201

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COMMISSION

EXHIBIT A (ATTORNEY AGREEMENT)

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

I, Sarah Wallace, as attorney in
this proceeding for WebTEC and MCI WorldCom, Inc. (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.

Sarah Wallace
Signature

10/27/03
Date

Ater Wynne LLP
222 SW Columbia, # 1800
Address Portland, OR 97201

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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, Sarah Wallace, as

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

in this proceeding for WebTV and MCI WorldCom, Inc. (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.

Sarah Wallace
Signature

10/27/03
Date

Ater Wynne LLP
Employer

222 SW Columbia # 1800, Portland, OR 97201
Permanent Address
Responsibilities

Paralegal to Lisa Rackner
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.

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COMMISSION

CERTIFICATE OF SERVICE

I hereby certify that I have this 27th day of October, 2003, served the true and correct original, along with the correct number of copies, of the foregoing document upon the WUTC, via the method(s) noted below, properly addressed as follows:

Carole Washburn	<input type="checkbox"/>	Hand Delivered
Executive Secretary	<input type="checkbox"/>	U.S. Mail (first-class, postage prepaid)
Washington Utilities and Transportation	<input checked="" type="checkbox"/>	Overnight Mail (UPS)
Commission	<input type="checkbox"/>	Facsimile (360) 586-1150
1300 S Evergreen Park Drive SW	<input checked="" type="checkbox"/>	Email (records@wutc.wa.gov)
Olympia, WA 98504-7250		

I hereby certify that I have this 27th day of October, 2003, served a true and correct copy of the foregoing document upon parties of record, via the method(s) noted below, properly addressed as follows:

On Behalf Of AT&T:

Mr. Adam Walczak	<input type="checkbox"/>	Hand Delivered
AT&T Communications	<input type="checkbox"/>	U.S. Mail (first-class, postage prepaid)
1875 Lawrence Street, Suite 1575	<input type="checkbox"/>	Overnight Mail (UPS)
Denver CO 80202	<input type="checkbox"/>	Facsimile (303) 298-6301
<i>Confidentiality Status: Public</i>	<input checked="" type="checkbox"/>	Email (awalczak@att.com)

On Behalf Of AT&T:

Mary Taylor	<input type="checkbox"/>	Hand Delivered
AT&T Government Affairs	<input type="checkbox"/>	U.S. Mail (first-class, postage prepaid)
2120 Caton Way SW, Suite B	<input type="checkbox"/>	Overnight Mail (UPS)
Olympia WA 98502-1106	<input type="checkbox"/>	Facsimile (360) 705-4177
<i>Confidentiality Status: Public</i>	<input checked="" type="checkbox"/>	Email (marymtaylor@att.com)

On Behalf Of AT&T:

Ms. Cathy L. Brightwell	<input type="checkbox"/>	Hand Delivered
AT&T Government Affairs	<input type="checkbox"/>	U.S. Mail (first-class, postage prepaid)
2120 Caton Way SW, Suite B	<input type="checkbox"/>	Overnight Mail (UPS)
Olympia WA 98502-1106	<input type="checkbox"/>	Facsimile (360) 705-4177
<i>Confidentiality Status: Public</i>	<input checked="" type="checkbox"/>	Email (brightwell@att.com)

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COMMISSION

On Behalf Of AT&T:

Rebecca B. DeCook
AT&T Communications
1875 Lawrence Street, Suite 1575
Denver CO 80202

Confidentiality Status: Public

Hand Delivered
 U.S. Mail (first-class, postage prepaid)
 Overnight Mail (UPS)
 Facsimile (303) 298-6301
 Email (decook@att.com)

On Behalf Of Advanced TelCom:

Victor A. Allums
GE Business Productivity Solutions, Inc.
6540 Powers Ferry Road
Atlanta GA 30339

Confidentiality Status: Public

Hand Delivered
 U.S. Mail (first-class, postage prepaid)
 Overnight Mail (UPS)
 Facsimile (770) 644-7752
 Email (vic.allums@ge.com)

On Behalf Of Advanced Telecom, Eschelon, Global Crossing, etc:

Gregory J. Kopta
Davis Wright Tremaine LLP
1501 4th Avenue, Suite 2600
Seattle WA 98101-1688

Confidentiality Status: Public

Hand Delivered
 U.S. Mail (first-class, postage prepaid)
 Overnight Mail (UPS)
 Facsimile (206) 628-7699
 Email (gregkopta@dwt.com)

On Behalf Of Allegiance:

Jeffrey J. Binder Esq.
Allegiance Telecom of Washington, Inc.
1919 M Street NW, Suite 420
Washington DC 20036

Confidentiality Status: Public

Hand Delivered
 U.S. Mail (first-class, postage prepaid)
 Overnight Mail (UPS)
 Facsimile (202) 464-0762
 Email (jeff.binder@algx.com)

On Behalf Of Allegiance:

Mark A. Stachiw
Allegiance Telecom of Washington, Inc.
9201 North Central Expressway
Dallas TX 75231

Confidentiality Status: Public

Hand Delivered
 U.S. Mail (first-class, postage prepaid)
 Overnight Mail (UPS)
 Facsimile (469) 259-9122
 Email (mark.stachiw@algx.com)

On Behalf Of Commission:

Ann E. Rendahl ALJ
Washington Utilities and Transportation
Commission
1300 S Evergreen Park Drive SW
PO Box 47250
Olympia WA 98504-7250
Confidentiality Status: Public

Hand Delivered
 U.S. Mail (first-class, postage prepaid)
 Overnight Mail (UPS)
 Facsimile (360) 586-8203
 Email (arendahl@wutc.wa.gov)

On Behalf Of Covad:

Karen S. Frame
Covad Communications Company
7901 Lowry Boulevard
Denver CO 80230
Confidentiality Status: Public

Hand Delivered
 U.S. Mail (first-class, postage prepaid)
 Overnight Mail (UPS)
 Facsimile (720) 208-3350
 Email (kframe@covad.com)

On Behalf Of Covad:

Charles E. Watkins
Covad Communications Company
1230 Peachtree Street NE, 19th Floor
Atlanta GA 30309
Confidentiality Status: Public

Hand Delivered
 U.S. Mail (first-class, postage prepaid)
 Overnight Mail (UPS)
 Facsimile (404) 942-3495
 Email (gwatkins@covad.com)

On Behalf Of Covad, NWCCC:

Brooks E. Harlow
Miller Nash LLP
601 Union Street, Suite 4400
Seattle WA 98101-2352
Confidentiality Status: Public

Hand Delivered
 U.S. Mail (first-class, postage prepaid)
 Overnight Mail (UPS)
 Facsimile (206) 622-7485
 Email (brooks.harlow@millernash.com)

On Behalf Of Covad, NWCCC:

David L. Rice
Miller Nash LLP
601 Union Street, Suite 4400
Seattle WA 98101-2352
Confidentiality Status: Public

Hand Delivered
 U.S. Mail (first-class, postage prepaid)
 Overnight Mail (UPS)
 Facsimile (206) 622-7485
 Email (david.rice@millernash.com)

On Behalf Of DoD & Other Federal Agencies:

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

Confidentiality Status: Public

Hand Delivered
 U.S. Mail (first-class, postage prepaid)
 Overnight Mail (UPS)
 Facsimile (703) 696-2960
 Email (stephen.melnikoff@hqda.army.mil)

On Behalf Of DoD & Other Federal Agencies:

Robert W. Spangler
Snively King Majoros O'Connor & Lee, Inc.
1220 L Street NW, Suite 410
Washington DC 20005

Confidentiality Status: Public

Hand Delivered
 U.S. Mail (first-class, postage prepaid)
 Overnight Mail (UPS)
 Facsimile (202) 842-4966
 Email (rspangler@snively-king.com)

On Behalf Of Eschelon:

Mr. J. Jeffery Oxley
Eschelon Telecom, Inc.
730 2nd Avenue South, Suite 1200
Minneapolis MN 55402-2456

Confidentiality Status: Public

Hand Delivered
 U.S. Mail (first-class, postage prepaid)
 Overnight Mail (UPS)
 Facsimile (612) 436-6792
 Email (jjoxley@eschelon.com)

On Behalf Of Eschelon:

Dennis D. Ahlers
Eschelon Telecom, Inc.
730 2nd Avenue South, Suite 1200
Minneapolis MN 55402-2456

Confidentiality Status: Public

Hand Delivered
 U.S. Mail (first-class, postage prepaid)
 Overnight Mail (UPS)
 Facsimile (612) 436-6349
 Email (ddahlers@eschelon.com)

On Behalf Of Global Crossing:

Diane Peters
Global Crossing
12110 North Pecos Street
Westminster CO 80234-2076

Confidentiality Status: Public

Hand Delivered
 U.S. Mail (first-class, postage prepaid)
 Overnight Mail (UPS)
 Facsimile
 Email (diane.peters@globalcrossing.com)

On Behalf Of Global Crossing:

Michael Shortley
Global Crossing
12110 North Pecos Street
Westminster CO 80234-2076

Confidentiality Status: Public

Hand Delivered
 U.S. Mail (first-class, postage prepaid)
 Overnight Mail (UPS)
 Facsimile
 Email
 (michael.shortley@globalcrossing.com)

On Behalf Of Integra:

Deborah Harwood
Integra Telecom of Washington, Inc.
19745 NW Von Neumann Dr., Suite 200
Beaverton OR 97006

Confidentiality Status: Public

Hand Delivered
 U.S. Mail (first-class, postage prepaid)
 Overnight Mail (UPS)
 Facsimile (503) 748-1976
 Email
 (deborah.harwood@integratelecom.com)

On Behalf Of Integra:

Karen J. Johnson
Integra Telecom of Washington, Inc.
19745 NW Von Neumann Dr., Suite 200
Beaverton OR 97006

Confidentiality Status: Public

Hand Delivered
 U.S. Mail (first-class, postage prepaid)
 Overnight Mail (UPS)
 Facsimile (503) 748-1976
 Email
 (karen.johnson@integratelecom.com)

On Behalf Of MCI:

Michel Singer-Nelson
WorldCom, Inc.
707 17th Street, Suite 4200
Denver CO 80202-3432

Confidentiality Status: Public

Hand Delivered
 U.S. Mail (first-class, postage prepaid)
 Overnight Mail (UPS)
 Facsimile (303) 390-6333
 Email (michel.singer_nelson@mci.com)

On Behalf Of MCI, WeBTEC:

Lisa F. Rackner
Ater Wynne LLP
222 SW Columbia, Suite 1800
Portland OR 97201-6618

Confidentiality Status: Public

Hand Delivered
 U.S. Mail (first-class, postage prepaid)
 Overnight Mail (UPS)
 Facsimile (503) 226-0079
 Email (lfr@aterwynne.com)

On Behalf Of McLeod:

Mr. William Courter
McLeodUSA Telecommunications Services,
Inc.
6400 C Street SW
Cedar Rapids IA 52403

Confidentiality Status: Public

Hand Delivered
 U.S. Mail (first-class, postage prepaid)
 Overnight Mail (UPS)
 Facsimile (319) 790-7901
 Email (wcourter@mcleodusa.com)

On Behalf Of McLeod:

Mr. William Haas
McLeodUSA Telecommunications Services,
Inc.
10021 41st Avenue NE
Seattle WA 98125

Confidentiality Status: Public

Hand Delivered
 U.S. Mail (first-class, postage prepaid)
 Overnight Mail (UPS)
 Facsimile
 Email (whaas@mcleodusa.com)

On Behalf Of NWCCC:

Andrew O. Isar
Miller Isar, Inc.
7901 Skansie Avenue, Suite 240
Gig Harbor WA 98335

Confidentiality Status: Public

Hand Delivered
 U.S. Mail (first-class, postage prepaid)
 Overnight Mail (UPS)
 Facsimile (253) 851-6474
 Email (aisar@millerisar.com)

On Behalf Of PacWest:

Mr. Ethan Sprague
PAC/WEST Communications
1776 W. March Lane
Suite 250
Stockton CA 95207

Confidentiality Status: Public

Hand Delivered
 U.S. Mail (first-class, postage prepaid)
 Overnight Mail (UPS)
 Facsimile (209) 926-4585
 Email (esprague@pacwest.com)

On Behalf Of Public Counsel:

Simon J. ffitc
Attorney General of Washington
900 Fourth Avenue, Suite 2000
Seattle WA 98164

Confidentiality Status: Public

Hand Delivered
 U.S. Mail (first-class, postage prepaid)
 Overnight Mail (UPS)
 Facsimile (206) 389-2058
 Email (simonf@atg.wa.gov)

On Behalf Of Qwest:

Mark S. Reynolds
Qwest Corporation
1600 7th Avenue, Room 3206
Seattle WA 98091

Confidentiality Status: Public

Hand Delivered
 U.S. Mail (first-class, postage prepaid)
 Overnight Mail (UPS)
 Facsimile (206) 346-7289
 Email (mark.reynolds3@qwest.com)

On Behalf Of Qwest:

Adam L. Sherr
Qwest Corporation
1600 7th Avenue, Room 3206
Seattle WA 98091

Confidentiality Status: Public

Hand Delivered
 U.S. Mail (first-class, postage prepaid)
 Overnight Mail (UPS)
 Facsimile (206) 343-4040
 Email (adam.sherr@qwest.com)

On Behalf Of Qwest:

Chuck Steese
Steese & Evans
Suite 1820
6400 S Fiddler's Green Circle
Denver CO 80111

Confidentiality Status: Public

Hand Delivered
 U.S. Mail (first-class, postage prepaid)
 Overnight Mail (UPS)
 Facsimile (720) 200-0697
 Email (csteese@s-elaw.com)

On Behalf Of Qwest:

Lisa A. Anderl
Qwest Corporation
1600 7th Avenue, Room 3206
Seattle WA 98091

Confidentiality Status: Public

Hand Delivered
 U.S. Mail (first-class, postage prepaid)
 Overnight Mail (UPS)
 Facsimile (206) 343-4040
 Email (lisa.anderl@qwest.com)

On Behalf Of Qwest:

Ted D. Smith Esq.
Stoel Rives LLP
201 South Main Street, Suite 1100
Salt Lake City UT 84111-4904

Confidentiality Status: Public

Hand Delivered
 U.S. Mail (first-class, postage prepaid)
 Overnight Mail (UPS)
 Facsimile (801) 578-6999
 Email (tsmith@stoel.com)

On Behalf Of Sprint:

Mr. William E. Hendricks III
Sprint Communications Co. LP
902 Wasco Street
Hood River OR 97031-3105

Confidentiality Status: Public

Hand Delivered
 U.S. Mail (first-class, postage prepaid)
 Overnight Mail (UPS)
 Facsimile (541) 387-9753
 Email
 (tre.e.hendricks.iii@mail.sprint.com)

On Behalf Of Staff:

Jonathan Thompson Esq.
Attorney General of Washington
Utilities & Transportation Division
1400 S Evergreen Park Drive SW
PO Box 40128
Olympia WA 98504-0128

Confidentiality Status: Public

Hand Delivered
 U.S. Mail (first-class, postage prepaid)
 Overnight Mail (UPS)
 Facsimile (360) 586-5522
 Email (jthompo@wutc.wa.gov)

On Behalf Of Time Warner:

Brian D. Thomas
Time Warner Telecom
223 Taylor Avenue North
Seattle WA 98109-5017

Confidentiality Status: Public

Hand Delivered
 U.S. Mail (first-class, postage prepaid)
 Overnight Mail (UPS)
 Facsimile (206) 676-8001
 Email (Brian.Thomas@twtelecom.com)

On Behalf Of Verizon:

Mr. Timothy O'Connell
Stoel Rives LLP
600 University Street, Suite 3600
Seattle WA 98101-3197

Confidentiality Status: Public

Hand Delivered
 U.S. Mail (first-class, postage prepaid)
 Overnight Mail (UPS)
 Facsimile (206) 386-7500
 Email (tjoconnell@stoel.com)

On Behalf Of Verizon:

Joan Gage
Verizon Corp.
1800 41st Street
WA0101RA
P.O. Box 1003
Everett WA 98201

Confidentiality Status: Public

Hand Delivered
 U.S. Mail (first-class, postage prepaid)
 Overnight Mail (UPS)
 Facsimile (425) 261-5262
 Email (joan.gage@verizon.com)

On Behalf Of Verizon:

Kimberly A. Douglass
Confidentiality Status: Public

- Hand Delivered
- U.S. Mail (first-class, postage prepaid)
- Overnight Mail (UPS)
- Facsimile
- Email (kimberly.a.douglass@verizon.com)

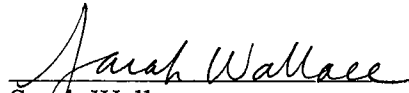
On Behalf Of XO:

Rex Knowles
XO Oregon, Inc.
111 E Broadway, Suite 1000
Salt Lake City UT 84111
Confidentiality Status: Public

- Hand Delivered
- U.S. Mail (first-class, postage prepaid)
- Overnight Mail (UPS)
- Facsimile (801) 951-2133
- Email (rex.knowles@xo.com)

I declare under penalty of perjury under the laws of the State of Oregon that the foregoing is true and correct.

DATED this 27th day of October, 2003, at Portland, Oregon.



Sarah Wallace