

Amendment 19
UT-041379-AF
om-12/16/10
No Action
Qwest
Spirit of Service

Qwest Corporation
1600 7th Avenue, Room 1506
Seattle, Washington 98191
(206) 345-1568
Facsimile (206) 343-4040

Mark S. Reynolds
Assistant Vice President
Public Policy & Regulatory Affairs

October 22, 2010

Mr. David Danner, Executive Director and Secretary
Washington Utilities and Transportation Commission
P.O. Box 47250
Olympia, Washington 98504-7250

Attn: Betty Erdahl

RE: WAC 480-120-375 Affiliated Interest Agreement

Dear Mr. Danner:

In accordance with WAC 480-120-375, Qwest Corporation is filing notification of the enclosed affiliated interest agreement between Qwest Corporation (QC) and Qwest Communications Company, LLC (QCC). The agreement is VPN Extension Amendment for Exhibit IPE to the Wholesale Services Agreement. The original Exhibit IPE was filed under Docket No. UT-041379 in Amendment 19 to the Wholesale Services Agreement. Also enclosed is a verified statement.

Please call Joyce McDonald on 206-345-1514 if you have any questions or require any additional information.

Very truly yours,

Joyce McDonald
for Mark Reynolds

Enclosures

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10/25/10 1:07 PM
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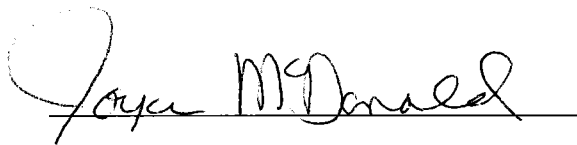
VERIFIED STATEMENT OF AFFILIATED INTEREST TRANSACTION

Qwest Corporation

WAC 480-120-375 states:

Every public service company must file a verified copy, or a verified summary, if unwritten, of contracts or arrangements with affiliated interests before the effective date of the contract or arrangement. Verified copies of modifications or amendments to the contract or arrangements must be filed before the effective date of the modification or amendment. If the contract or arrangement is unwritten, then a public service company must file a verified summary of any amendment or modification. The Commission may institute an investigation and disapprove the contract or arrangement if the commission finds the public service company has failed to prove that it is reasonable and consistent with the public interest.

Joyce McDonald, Lead Finance/Business Analyst of Qwest Corporation certifies that the attached VPN Extension Amendment for Exhibit IPE to the Wholesale Services Agreement describes the affiliate arrangement between Qwest Corporation and Qwest Communications Company, LLC.

A handwritten signature in cursive script that reads "Joyce McDonald". The signature is written in black ink and is positioned above a horizontal line.

Joyce McDonald

Dated at Seattle this 22nd day of October, 2010.

**VPN EXTENSION AMENDMENT FOR EXHIBIT IPE
WHOLESALE SERVICES AGREEMENT**

THIS VPN EXTENSION AMENDMENT FOR EXHIBIT IPE ("Amendment") is by and between **Qwest Communications Company, LLC** ("Qwest") and the customer listed in the signature block of this Amendment ("Customer"), and amends the Wholesale Services Agreement, between Customer and Qwest as may have been previously amended by amendment, addenda or rate change notification (the "Agreement"). Qwest and Customer are collectively referred to as the "Parties". This Amendment shall be effective as of the date when it has been signed by both parties unless if under applicable law, this Amendment or notice thereof must be filed with a governmental entity, including, but not limited to, a state public utility commission, this Amendment shall not become effective with respect to the jurisdiction having such requirements until such filings have occurred ("the Amendment Effective Date"). At this time, only the Washington Utilities and Transportation Commission has such a filing requirement. Therefore, the Amendment Effective Date for this Amendment shall take effect with respect to the State of Washington when it is filed with Washington Utilities and Transportation Commission. All capitalized terms not defined in this Amendment have the definitions stated in the Agreement.

The Parties agree to amend **Exhibit IPE** under the Agreement to include the following language:

A "VPN Extension" is an optional feature that is available with layer 3 MPLS Private Ports and Enhanced Ports. VPN Extensions are used to extend Customer's Layer 3 MPLS CUGS to Customer locations that are not served by Qwest's MPLS network ("Remote Location") by using IPsec over the public Internet. Customer must have IP connectivity that includes a static public IP address to establish a VPN Extension, and Customer Provided CPE. "Customer-Provided CPE" means hardware, software, and other tangible equipment and intangible computer code contained therein that is (a) provided by Customer (including CPE that Customer purchases from Qwest under a separate service offering), or (b) provided by any other third party, for use with the VPN Extension Service by Customer. The following features are not available with VPN Extensions: (i) End-to-end Performance Reporting; (ii) QoS for outbound traffic that has left the CUG and is destined to a VPN extension; (iii) VPLS; (iv) Multicast; (v) and the Qwest iQ Networking Service Level Agreement. Two types of VPN Extensions are available: a Qwest-Managed VPN Extension or a Customer-Managed VPN Extension.

(i) "Qwest-Managed VPN Extension": means Qwest has access to and configures the Customer-Provided CPE located at Customer's Remote Location. Before purchasing a Qwest-Managed VPN Extension, Customer must also purchase the Qwest Integrated Management Service so that Qwest has access to manage the IPsec tunnel between the Customer-provided CPE and the Qwest IPsec gateway.

(ii) "Customer-Managed VPN Extension": means that Customer will manage the Customer-Provided CPE located at Customer's Remote Location and manage the IP Sec tunnel between the Customer-Provided CPE and the Qwest IPsec Gateway. Customer's use of Qwest technical support in connection with VPN Extensions is limited to Qwest facilitating the secure IPsec connection between Customer-provided CPE and the Qwest Secure IPsec gateway. Qwest will provide Customer with detailed configuration information for Qwest-approved IPsec-enabled Cisco® routers. Customer is entirely responsible for all router configuration requirements for Customer Managed VPN Extensions. This includes all configurations of access control lists and applicable LAN/WAN interfaces.

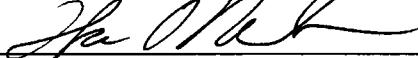
All Customer-Provided CPE must comply with the Qwest service configurations. Customer-Provided CPE will be installed as designated by Qwest or as otherwise agreed upon by the parties. Customer will be solely responsible, and Qwest will have no responsibility or liability, for the installation, operation, maintenance, use and compatibility of Customer-Provided CPE. Customer will cooperate with Qwest in setting the initial configuration for the Customer-Supplied CPE interface with the VPN Extension Service and comply with Qwest's instructions in connection therewith. Qwest will not debug problems on, or configure any internal or external hosts or networks (e.g., routers, DNS servers, mail servers, WWW servers, and FTP servers, etc.) All communication regarding the Qwest VPN Extension service will be between Qwest and a Customer-approved site contact that has relevant experience and expertise in Customer's network operations.

VPN EXTENSION AMENDMENT FOR EXHIBIT IPE
WHOLESALE SERVICES AGREEMENT

IN WITNESS WHEREOF, an authorized representative of each Party has executed this Amendment as of the Amendment Effective Date.

QWEST:

Qwest Communications Company, LLC



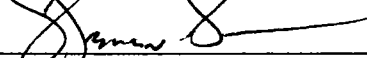
Authorized Signature
Warren Mickens

VP Customer Service Operations

10/18/10
Date

CUSTOMER:

Qwest Corporation



Authorized Signature
Steve Swain

VP Finance

10/20/10
Date