

July 1, 2005

VIA ELECTRONIC MAIL AND US MAIL

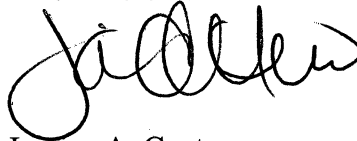
Filing Center
Oregon Public Utility Commission
550 Capitol Street NE #215
PO Box 2148
Salem, OR 97308-2148

Re: IC 12 - Level 3 Communications, LLC's Motion for Issuance of Standard
Protective Order

Dear Sir or Madam:

Enclosed for filing in the above-referenced docket is Level 3's Motion for Issuance of
Standard Protective Order. Please contact me with any questions.

Very truly yours,



Jessica A. Centeno

Enclosures

cc: IC 12 Service List


CERTIFICATE OF SERVICE
IC 12

I hereby certify that a true and correct copy of **LEVEL 3'S MOTION FOR ISSUANCE OF STANDARD PROTECTIVE ORDER** was served via U.S. Mail on the following parties on July 01, 2005:

Alex M. Duarte
Qwest Corporation
Suite 810
421 SW Oak Street
Portland OR 97204

Jeffrey T. Nodland
Qwest Corporation
10th Floor
1801 California Street
Denver CO 80202

ATER WYNNE LLP



Jessica A. Centeno

**BEFORE THE PUBLIC UTILITY COMMISSION
OF OREGON
IC 12**

In the Matter of
QWEST CORPORATION,
Complainant
v.
LEVEL 3 COMMUNICATIONS, LLC,
Defendant
Complaint for Enforcement of Interconnection
Agreement

LEVEL 3's MOTION FOR ISSUANCE
OF STANDARD PROTECTIVE ORDER

Pursuant to OAR 860-012-0035(1)(k), Level 3 Communications, Inc. ("Level 3") hereby respectfully requests entry of a protective order in this proceeding to limit disclosure of confidential information. Level 3 requests that the Public Utility Commission of Oregon (the "Commission") issue the standard protective order adopted by the Commission.

Level 3 anticipates that the parties to this docket will engage in discovery seeking sensitive and proprietary information, such as Level 3's financial records, projections, and strategic plans. Level 3 will be exposed to competitive injury if it is forced to make unrestricted disclosure of its confidential business information.

OAR 860-011-0000(3) provides that the Oregon Rules of Civil Procedure ("ORCP") govern these proceedings. ORCP 36C(7) provides for the issuance of a protective order providing that "a trade secret or other confidential research, development, or commercial information not be disclosed or be disclosed only in a designated way." Level 3 requests the entry of the standard protective order to protect such information by limiting disclosure to specified persons, and requiring those persons to use the information only for purposes of this proceeding.

1 WHEREFORE, Level 3 respectfully requests the issuance of the Commission's standard
2 protective order.

3 Respectfully submitted this 1st day of July, 2005.

4 ATER WYNNE, LLP

5
6 By: /s/ Sarah K. Wallace
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9 Sarah K. Wallace
 E-mail: sek@aterwynne.com

10 LEVEL 3 COMMUNICATIONS, LLC

11 Gregg Strumberger, Regulatory Counsel
12 Victoria R. Mandell, Regulatory Counsel
13 Richard Thayer, Director Interconnection
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