

**Rate Amendment to the
Unbundled Network Elements Combinations (UNE Combinations) Amendment
to the Interconnection Agreement between
Qwest Corporation and
OneEighty Networks, Inc.
for the
State of Oregon**

This is an Amendment ("Amendment") to the Interconnection Agreement between Qwest Corporation (fka U S WEST Communications, Inc.) ("Qwest"), a Colorado corporation, and OneEighty Networks, Inc. (Assigned from HighSpeed Communications, LLC) ("CLEC"), a corporation.

RECITALS

WHEREAS, the Parties [U S WEST Communications, Inc. and HighSpeed.Com of Oregon, LLC (aka HighSpeed Communications, LLC), a Washington limited liability corporation] entered into an Interconnection Agreement, for service in the State of Oregon, that was approved by the Oregon Public Utility Commission on June 9, 1999, as referenced in Order No. 99-377 ("Agreement"); and

WHEREAS, Effective October 1, 2003, HighSpeed Communications, LLC sold certain assets and related interests in Washington to OneEighty Networks, Inc., that included the assignment of the HighSpeed Interconnection Agreements and Amendments to OneEighty Networks, Inc.

WHEREAS, the Parties entered into an Unbundled Network Elements Combinations (UNE Combinations) Amendment, that is currently pending before the Commission and was executed by Qwest on March 26, 2004; and

WHEREAS, the Parties wish to replace the aforementioned Amendment with the Terms and Conditions contained herein to include Unbundled Network Elements Combinations (UNE Combinations) rates that were inadvertently omitted.

AGREEMENT

NOW THEREFORE, in consideration of the mutual terms, covenants and conditions contained in this Amendment and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Parties agree as follows:

Amendment Terms

The aforementioned Unbundled Network Elements Combinations (UNE Combinations) Amendment is hereby amended by replacing Exhibit A, in its entirety, with the attached Exhibit A, incorporating rate elements that were inadvertently omitted.

Rates in Exhibit A shall be updated to reflect legally binding decisions of the Commission and shall be applied on a prospective basis from the effective date of the legally binding Commission decision, unless otherwise ordered by the Commission. Rates in Exhibit A that are "Under Development" shall be updated upon establishment of a rate.

Effective Date

This Amendment shall be deemed effective upon Commission approval; however, the Parties may agree to implement the provisions of this Amendment upon execution. To accommodate this need, CLEC must generate, if necessary, an updated Customer Questionnaire. In addition to the Questionnaire, all system updates will need to be completed by Qwest. CLEC will be notified when all system changes have been made. Actual order processing may begin once these requirements have been met.

Amendments; Waivers

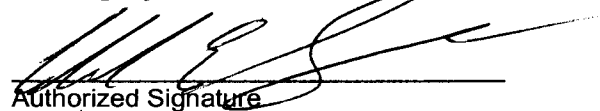
Except as modified herein, the provisions of the Agreement shall remain in full force and effect. The provisions of this Amendment, including the provisions of this sentence, may not be amended, modified or supplemented, and waivers or consents to departures from the provisions of this Amendment may not be given without the written consent thereto by both Parties' authorized representative. No waiver by any Party of any default, misrepresentation, or breach of warranty or covenant hereunder, whether intentional or not, will be deemed to extend to any prior or subsequent default, misrepresentation, or breach of warranty or covenant hereunder or affect in any way any rights arising by virtue of any prior or subsequent such occurrence.

Entire Agreement

The Agreement as amended (including the documents referred to herein) constitutes the full and entire understanding and agreement between the Parties with regard to the subjects of the Agreement as amended and supersedes any prior understandings, agreements, or representations by or between the Parties, written or oral, to the extent they relate in any way to the subjects of the Agreement as amended.

The Parties intending to be legally bound have executed this Amendment as of the dates set forth below, in multiple counterparts, each of which is deemed an original, but all of which shall constitute one and the same instrument.

OneEighty Networks, Inc.


Authorized Signature

Charles Stuchman
Name Printed/Typed

President
Title

June 15, 2004
Date

Qwest Corporation


Authorized Signature

L. T. Christensen
Name Printed/Typed

Director – Interconnection Agreements
Title

6/12/04
Date

**Exhibit A
Oregon***

		Recurring	Recurring, per Mile	Non- Recurring	Rec	NRC, per Mile	NRC
		Wholesale Discount Percentage Recurring Charges		Wholesale Discount Percentage Nonrecurring Charges			
6.0	Resale						
6.1	Wholesale Discount Rates						
6.1.1	Basic Exchange Residential Line Service	17.00%		17.00%	6		6
6.1.2	Basic Exchange Business Line Service/PBX	17.00%		17.00%	6		6
6.1.3	IntraLATA Toll	17.00%		17.00%	6		6
6.1.4	Package/Special Services (e.g., Centrex, ISDN, DSS, Frame Relay Service, ACS)	17.00%		17.00%	6		6
6.1.5	Listings, CO Features & Information Services	17.00%		17.00%	6		6
6.1.6	Private Line	17.00%		17.00%	6		6
6.1.7	Public Access Line (PAL) Service	17.00%		17.00%	6		6
7.0	Interconnection						
7.4	Multiplexing						
7.4.1	DS1 to DS0	\$212.76					
7.4.1.1	DS1 to DS0 Manual			\$165.28			13
7.4.1.2	DS1 to DS0 Mechanized			\$97.28			
7.4.2	DS3 to DS1	\$203.54					
7.4.2.1	DS3 to DS1 Manual			\$161.56			13
7.4.2.2	DS3 to DS1 Mechanized			\$93.97			
9.0	Unbundled Network Elements (UNEs)						
9.2	Unbundled Loops						
9.2.1	Analog Loops						
9.2.1.1	2-Wire Voice Grade Loop						
9.2.1.1.1	Zone 1	\$13.95					
9.2.1.1.2	Zone 2	\$25.20					
9.2.1.1.3	Zone 3	\$56.21					
9.2.1.2	Intentionally Left Blank						
9.2.1.3	4-Wire Voice Grade Loop						
9.2.1.3.1	Zone 1	\$27.90					
9.2.1.3.2	Zone 2	\$50.40					
9.2.1.3.3	Zone 3	\$112.42					
9.2.2	Nonloaded Loops						
9.2.2.1	2-Wire Nonloaded Loop						
9.2.2.1.1	Zone 1	\$13.95					
9.2.2.1.2	Zone 2	\$25.20					
9.2.2.1.3	Zone 3	\$56.21					
9.2.2.2	Intentionally Left Blank						
9.2.2.3	4-Wire Nonloaded Loop						
9.2.2.3.1	Zone 1	\$27.90					
9.2.2.3.2	Zone 2	\$50.40					
9.2.2.3.3	Zone 3	\$112.42					
9.2.2.4	Cable Unloading / Bridge Tap Removal						
9.2.3	Digital Capable Loops						
9.2.3.1	Basic Rate ISDN / xDSL-I Capable / ADSL Compatible Loop						
9.2.3.1.1	Zone 1	\$13.95					
9.2.3.1.2	Zone 2	\$25.20					
9.2.3.1.3	Zone 3	\$56.21					
9.2.3.2	Intentionally Left Blank						
9.2.3.3	DS1 Capable Loop	\$87.37					
9.2.3.4	DS3 Capable Loop	\$363.42					
9.2.3.5	OC - n Capable Loop						
9.2.3.5.1	OC - 3	\$952.68				12	
9.2.3.5.2	OC - 12	\$1,386.81				12	
9.2.3.5.3	OC - 48	\$3,938.81				12	

**Exhibit A
Oregon***

		Recurring	Recurring, per Mile	Non-Recurring	Rec Mile	NRC, per Mile	NRC
9.2.3.6	2-Wire Extension Technology	\$23.54					
9.8	Shared Transport						
9.8.1	Per Minute of Use	\$0.00104			#		
9.11	Local Switching						
9.11.1	Ports						
9.11.1.1	Analog Line Side Port						
9.11.1.1.1	First Port	\$1.14					
	9.11.1.1.1.1 Manual			\$54.54			13
	9.11.1.1.1.2 Mechanized			\$17.56			
9.11.1.1.2	Each Additional Port	\$1.14					
	9.11.1.1.2.1 Manual			\$23.60			13
	9.11.1.1.2.2 Mechanized			\$16.94			
9.11.1.2	Digital Line Side Port (Supporting BRI ISDN)						
9.11.1.2.1	First Port	\$6.09		\$225.75			12
9.11.1.2.2	Each Additional Port	\$6.09		\$225.75			12
9.11.1.3	Digital Trunk Ports						
9.11.1.3.1	PBX / DID Trunk Port, per DS0	\$2.66		\$200.85	12		12
9.11.1.3.2	DS1 Local Message Trunk Port	\$78.24		\$212.63			12
9.11.1.3.3	Message Trunk Group						
	9.11.1.3.3.1 First			\$176.66			12
	9.11.1.3.3.2 Each Additional			\$44.73			12
9.11.1.3.4	DS1 PRI ISDN Trunk Port	\$68.60		\$620.94			12
9.11.1.4	DS0 Analog Trunk Port						
9.11.1.4.1	First Port	\$12.33					
	9.11.1.4.1.1 Manual			\$139.04			13
	9.11.1.4.1.2 Mechanized			\$110.20			
9.11.1.4.2	Each Additional Port	\$12.33					
	9.11.1.4.2.1 Manual			\$81.53			13
	9.11.1.4.2.2 Mechanized			\$79.22			
9.11.1.5	Local Usage, per Minute of Use	\$0.001330					
9.11.2	Vertical Features						
9.11.2.1	Basic Features				9		
9.11.2.1.1	Account Codes, per System			\$99.05			12
9.11.2.1.2	Attendant Access Line, per Station Line			\$1.21			12
9.11.2.1.3	Audible Message Waiting			\$1.05			12
9.11.2.1.4	Authorization Codes, per System			\$254.47			12
9.11.2.1.5	Automatic Line			\$0.36			12
9.11.2.1.6	Automatic Route Selection - Common Equipment, per System			\$2,080.70			12
9.11.2.1.7	Call Drop			\$0.44			12
9.11.2.1.8	Call Exclusion - Automatic			\$1.05			12
9.11.2.1.9	Call Exclusion - Manual			\$0.61			12
9.11.2.1.10	Call Forwarding: Variable						
	9.11.2.1.10.1 Manual			\$8.49			
	9.11.2.1.10.2 Mechanized			\$0.17			
9.11.2.1.11	Call Forwarding: Busy Line						
	9.11.2.1.11.1 Manual			\$8.49			1, 13
	9.11.2.1.11.2 Mechanized			\$0.17			1
9.11.2.1.12	Call Forwarding: Busy Line (Expanded)						
	9.11.2.1.12.1 Manual			\$8.49			13
	9.11.2.1.12.2 Mechanized			\$0.17			
9.11.2.1.13	Call Forwarding: Busy Line (External)						
	9.11.2.1.13.1 Manual			\$8.49			13
	9.11.2.1.13.2 Mechanized			\$0.17			
9.11.2.1.14	Call Forwarding: Busy Line - Incoming Only			\$36.87			12
9.11.2.1.15	Call Forwarding: Busy Line (Overflow)						
	9.11.2.1.15.1 Manual			\$8.49			13
	9.11.2.1.15.2 Mechanized			\$0.17			
9.11.2.1.16	Call Forwarding: Busy Line (Programmable), Each Line						
	9.11.2.1.16.1 Manual			\$8.49			13
	9.11.2.1.16.2 Mechanized			\$0.17			
9.11.2.1.17	Call Forwarding: Busy Line - Don't Answer, Service Establishment			\$21.07			12
9.11.2.1.18	Call Forwarding: Busy Line - Don't Answer (External)(Centrex)						
	9.11.2.1.18.1 Manual			\$8.49			13
	9.11.2.1.18.2 Mechanized			\$0.17			

**Exhibit A
Oregon***

		Recurring	Recurring, per Mile	Non-Recurring	Rec	NRC, per Mile	NRC
9.11.2.1.19	Call Forwarding: Busy Line - Don't Answer (Expanded)						
	9.11.2.1.19.1 Manual			\$8.49			13
	9.11.2.1.19.2 Mechanized			\$0.17			
9.11.2.1.20	Call Forwarding: Busy Line - Don't Answer (Overflow)						
	9.11.2.1.20.1 Manual			\$8.49			13
	9.11.2.1.20.2 Mechanized			\$0.17			
9.11.2.1.21	Call Forwarding: Don't Answer						
	9.11.2.1.21.1 Manual			\$8.49			13
	9.11.2.1.21.2 Mechanized			\$0.17			
9.11.2.1.22	Call Forwarding: Don't Answer (Expanded)						
	9.11.2.1.22.1 Manual			\$8.49			13
	9.11.2.1.22.2 Mechanized			\$0.17			
9.11.2.1.23	Call Forwarding: Don't Answer - Incoming Only			\$36.87			12
9.11.2.1.24	Call Forwarding: Don't Answer (Programmable)						
	9.11.2.1.24.1 Manual			\$8.49			13
	9.11.2.1.24.2 Mechanized			\$0.17			
9.11.2.1.25	Call Hold (Centrex)						
	9.11.2.1.25.1 Manual			\$8.49			13
	9.11.2.1.25.2 Mechanized			\$0.17			
9.11.2.1.26	Call Transfer						
	9.11.2.1.26.1 Manual			\$8.49			13
	9.11.2.1.26.2 Mechanized			\$0.17			
9.11.2.1.27	Call Waiting / Cancel Call Waiting						
	9.11.2.1.27.1 Nonrecurring Manual			\$8.49			13
	9.11.2.1.27.2 Nonrecurring Mechanized			\$0.17			
9.11.2.1.28	Call Waiting Indication - per Timing State			\$1.05			12
9.11.2.1.29	Centrex Common Equipment			\$1,430.62			12
9.11.2.1.30	Centrex Standard Features						
	9.11.2.1.30.1 Manual			\$8.49			13
	9.11.2.1.30.2 Mechanized			\$0.17			
9.11.2.1.31	CLASS – Calling Name & Number						
	9.11.2.1.31.1 Manual			\$8.49			13
	9.11.2.1.31.2 Mechanized			\$0.17			
9.11.2.1.32	CLASS – Calling Number Delivery						
	9.11.2.1.32.1 Manual			\$8.49			13
	9.11.2.1.32.2 Mechanized			\$0.17			
9.11.2.1.33	CLASS – Calling Number Delivery - Blocking						
	9.11.2.1.33.1 Manual			\$8.49			13
	9.11.2.1.33.2 Mechanized			\$0.17			
9.11.2.1.34	CLASS – Continuous Redial						
	9.11.2.1.34.1 Manual			\$8.49			13
	9.11.2.1.34.2 Mechanized			\$0.17			
9.11.2.1.35	CLASS – Last Call Return						
	9.11.2.1.35.1 Manual			\$8.49			13
	9.11.2.1.35.2 Mechanized			\$0.17			
9.11.2.1.36	CLASS – Priority Calling						
	9.11.2.1.36.1 Manual			\$8.49			13
	9.11.2.1.36.2 Mechanized			\$0.17			
9.11.2.1.37	CLASS – Selective Call Forwarding						
	9.11.2.1.37.1 Manual			\$8.49			13
	9.11.2.1.37.2 Mechanized			\$0.17			
9.11.2.1.38	CLASS – Selective Call Rejection						
	9.11.2.1.38.1 Manual			\$8.49			13
	9.11.2.1.38.2 Mechanized			\$0.17			
9.11.2.1.39	Direct Station Selection / Busy Lamp Field, per Arrangement			\$0.44			12
9.11.2.1.40	Directed Call Pick up						
	9.11.2.1.40.1 Manual			\$8.49			13
	9.11.2.1.40.2 Mechanized			\$0.17			
9.11.2.1.41	Directed Call Pick up with Barge-In						
	9.11.2.1.41.1 Manual			\$8.49			13
	9.11.2.1.41.2 Mechanized			\$0.17			
9.11.2.1.42	Distinctive Ring / Distinctive Call Waiting			\$50.12			
9.11.2.1.43	Distinctive Ringing (Distinctive Alert)						
	9.11.2.1.43.1 Manual			\$8.49			13
	9.11.2.1.43.2 Mechanized			\$0.17			
9.11.2.1.44	Expensive Route Warning Tone, per System			\$80.84			12
9.11.2.1.45	Facility Restriction Level, per System			\$43.02			12
9.11.2.1.46	Group Intercom			\$0.57			12
9.11.2.1.47	Hot Line (Centrex), per Line						
	9.11.2.1.47.1 Manual			\$8.49			13
	9.11.2.1.47.2 Mechanized			\$0.17			
9.11.2.1.48	Hunting (Centrex)						
	9.11.2.1.48.1 Manual			\$8.49			13
	9.11.2.1.48.2 Mechanized			\$0.17			

**Exhibit A
Oregon***

		Recurring	Recurring, per Mile	Non-Recurring	Rec	NRC, per Mile	NRC
9.11.2.1.49	Hunting: Multiposition Hunt Queuing			\$37.48			12
9.11.2.1.50	Hunting: Multiposition with Announcement in Queue			\$37.48			12
9.11.2.1.51	Hunting: Multiposition with Music in Queue			\$37.02			12
9.11.2.1.52	Intercom 6, per System						
	9.11.2.1.52.1 Manual			\$8.49			13
	9.11.2.1.52.2 Mechanized			\$0.17			
9.11.2.1.53	Intercom 30, per System						
	9.11.2.1.53.1 Manual			\$8.49			13
	9.11.2.1.53.2 Mechanized			\$0.17			
9.11.2.1.54	ISDN Short Hunt			\$1.93			12
9.11.2.1.55	Loudspeaker Paging, per Trunk Group			\$194.83			12
9.11.2.1.56	Make Busy Arrangements, per Group			\$0.61			12
9.11.2.1.57	Make Busy Arrangements, per Line			\$0.61			12
9.11.2.1.58	Message Center, per Main Station Line			\$0.44			12
9.11.2.1.59	Message Waiting Visual			\$0.44			12
9.11.2.1.60	Music On Hold, per System			\$31.59			12
9.11.2.1.61	Privacy Release			\$0.62			12
9.11.2.1.62	Query Time			\$0.44			12
9.11.2.1.63	Speed Calling - Eight Code Capacity						
	9.11.2.1.63.1 Manual			\$8.49			13
	9.11.2.1.63.2 Mechanized			\$0.17			
9.11.2.1.64	Speed Calling - Thirty Code Capacity						
	9.11.2.1.64.1 Manual			\$8.49			13
	9.11.2.1.64.2 Mechanized			\$0.17			
9.11.2.1.65	Station Camp - On Service, per Main Station			\$0.44			12
9.11.2.1.66	SMDR-P Service Establishment Charge, Initial Installation			\$361.84			12
9.11.2.1.67	SMDR-P Archived Data			\$165.29			12
9.11.2.1.68	Three Way Calling						
	9.11.2.1.68.1 Manual			\$8.49			13
	9.11.2.1.68.2 Mechanized			\$0.17			
9.11.2.1.69	Time of Day Control for ARS, per System			\$135.83			12
9.11.2.1.70	Time of Day NCOS Update			\$0.71			12
9.11.2.1.71	Time of Day Routing, per Line			\$0.67			12
9.11.2.1.72	Trunk Verification from Designated Station			\$0.51			12
9.11.2.1.73	UCD in Hunt Group, per Line			\$0.61			12
9.11.2.1.74	Warm Line						
	9.11.2.1.74.1 Manual			\$8.49			13
	9.11.2.1.74.2 Mechanized			\$0.17			
9.11.2.2	Premium Features						
9.11.2.2.1	CMS - System Establishment - Initial Installation			\$1,004.48			12
9.11.2.2.2	CMS - System Establishment - Subsequent Installation			\$502.24			12
9.11.2.2.3	CMS - Packet Control Capability, per System			\$502.24			12
9.11.2.2.4	Conference Calling - Meet Me			\$46.50			12
9.11.2.2.5	Conference Calling - Preset			\$46.50			12
9.11.2.2.6	Conference Calling - Station Dial (6-way)			\$49.57			12
9.11.2.3	CLASS - Call Trace, per Occurrence						
9.11.2.3.1	Manual			\$8.49			13
9.11.2.3.2	Mechanized			\$0.17			
9.11.3	Subsequent Order Charge			\$14.24			12
9.11.4	Local Switching - Market Based Rates	Under Development		Under Development	10		10
9.12	Customized Routing						
9.12.1	Development of Custom Line Class Code – Directory Assistance or Operator Services Routing Only			\$272.52			
9.12.2	Installation Charge, per Switch – Directory Assistance or Operator Service Routing Only			\$536.90			
9.12.3	All Other Custom Routing	ICB		ICB	3		3
9.13	Common Channel Signaling/SS7						
9.13.1	CCSAC STP Port	\$267.54		\$416.97			12
9.13.2	CCSAC Options Activation Charge						
9.13.2.1	Basic Translations						
	9.13.2.1.1 First Point Code Activation, per order			\$109.01			12
	9.13.2.1.2 Each Additional Activation, per order			\$9.38			12
9.13.2.2	CCSAC Options Database Translations						
	9.13.2.2.1 First Point Code Activation per order			\$127.77			12

**Exhibit A
Oregon***

		Recurring	Recurring, per Mile	Non-Recurring	Rec Mile	NRC, per Mile	NRC
9.13.2.2.2	Each Additional Activation, per order			\$56.26			12
9.13.3	Signal Formulation, ISUP, per Call Set-Up Request	\$0.000488					12
9.13.4	Signal Transport, ISUP, per Call Set-Up Request	\$0.000120					12
9.13.5	Signal Transport, TCAP, per Data Request	\$0.000042					12
9.13.6	Signal Switching, ISUP, per Call Set-Up Request	\$0.000555					12
9.13.7	Signal Switching, TCAP, per Data Request	\$0.000466					12
9.20	Miscellaneous Charges						
9.20.1	Additional Engineering, per Half Hour or fraction thereof						
9.20.1.1	Additional Engineering – Basic			\$34.40			12
9.20.1.2	Additional Engineering – Overtime			\$45.21			12
9.20.2	Additional Labor Installation, per Half Hour or fraction thereof						
9.20.2.1	Additional Labor Installation – Overtime			\$14.86			12
9.20.2.2	Additional Labor Installation – Premium			\$19.81			12
9.20.3	Additional Labor Other, per Half Hour or fraction thereof						
9.20.3.1	Additional Labor Other – Basic			\$30.68			12
9.20.3.2	Additional Labor Other – Overtime			\$40.84			12
9.20.3.3	Additional Labor Other – Premium			\$51.01			12
9.20.4	Testing and Maintenance, per Half Hour or fraction thereof						
9.20.4.1	Testing and Maintenance – Basic			\$30.29			12
9.20.4.2	Testing and Maintenance – Overtime			\$40.72			12
9.20.4.3	Testing and Maintenance – Premium			\$51.14			12
9.20.5	Maintenance of Service, per Half Hour or fraction thereof						
9.20.5.1	Maintenance of Service – Basic			\$30.68			12
9.20.5.2	Maintenance of Service – Overtime			\$40.84			12
9.20.5.3	Maintenance of Service – Premium			\$51.01			12
9.20.6	Additional Cooperative Acceptance Testing, per Half Hour or fraction thereof						
9.20.6.1	Additional Cooperative Acceptance Testing – Basic			\$30.29			12
9.20.6.2	Additional Cooperative Acceptance Testing – Overtime			\$40.72			12
9.20.6.3	Additional Cooperative Acceptance Testing – Premium			\$51.14			12
9.20.7	Intentionally Left Blank						
9.20.8	Intentionally Left Blank						
9.20.9	Additional Dispatch			\$128.56			12
9.20.10	Date Change			\$48.66			12
9.20.11	Design Change			\$103.10			12
9.20.12	Expedite Charge			ICB			3
9.20.13	Cancellation Charge			ICB			3
9.23	UNE Combinations						
9.23.1	Intentionally Left Blank						
9.23.2	UNE-P Conversion Nonrecurring Charges						
9.23.2.1	UNE-P POTS, Centrex, Analog PBX, Mechanized						
9.23.2.1.1	First			\$0.71			12
9.23.2.1.2	Each Additional			\$0.14			12
9.23.2.2	UNE-P POTS, Centrex, PAL Analog PBX, Manual						
9.23.2.2.1	First			\$17.09			12
9.23.2.2.2	Each Additional			\$2.85			12
9.23.2.3	UNE-P PBX DID Trunks						
9.23.2.3.1	First			\$30.11			12
9.23.2.3.2	Each Additional			\$2.85			12
9.23.2.4	UNE-P ISDN BRI						
9.23.2.4.1	First			\$32.01			12
9.23.2.4.2	Each Additional			\$2.85			12
9.23.2.5	UNE-P ISDN PRI, DSS per DS1 Facility			\$29.16			12
9.23.2.6	UNE-P ISDN PRI, DSS, per Trunk						
9.23.2.6.1	First			\$30.11			12
9.23.2.6.2	Each Additional			\$2.85			12
9.23.3	UNE-P New Connection Nonrecurring Charges						

**Exhibit A
Oregon***

		Recurring	Recurring, per Mile	Non-Recurring	Rec Mile	NRC, per Mile	NRC
9.23.3.1	UNE-P POTS, Centrex, Analog PBX, Mechanized						
	9.23.3.1.1 First			\$59.57			12
	9.23.3.1.2 Each Additional			\$16.32			12
9.23.3.2	UNE-P POTS, Centrex, PAL Analog PBX, Manual						
	9.23.3.2.1 First			\$85.49			12
	9.23.3.2.2 Each Additional			\$19.02			12
9.23.3.3	UNE - P PBX DID, per Trunk			\$15.82			12
9.23.3.4	UNE - P ISDN 2B + D BRI ISDN			\$310.62			12
9.23.3.5	UNE - P Trunks						
	9.23.3.5.1 DSS Basic Trunk - In Only, Out Only, or Two Way			\$76.86			12
	9.23.3.5.2 DSS, ISDN PRI Advanced Trunk: In-Only with DID & Hunting, or 2 Way with DID, Hunting & Answer Supervision			\$76.41			12
	9.23.3.5.3 DSS, ISDN PRI Advanced Trunk - Out Only with Answer Supervision			\$77.05			12
9.23.3.6	Facilities for UNE-P DSS, UNE-P ISDN PRI						
	9.23.3.6.1 DS1 Loop Facility						
	9.23.3.6.1.1 Manual			\$278.75			12
	9.23.3.6.1.2 Mechanized			\$240.29			12
	9.23.3.6.2 DS3 Loop Facility						
	9.23.3.6.2.1 Manual			\$278.75			12
	9.23.3.6.2.2 Mechanized			\$239.67			12
9.23.3.7	UNE - P PRI Configurations						
	9.23.3.7.1 UNE-P PRI Dedicated PRI 23B + D			\$615.42			12
	9.23.3.7.2 UNE-P PRI Dedicated PRI 24B			\$594.34			12
	9.23.3.7.3 UNE-P PRI Dedicated PRI 23B + Back-Up D Configuration - 5E			\$593.48			12
9.23.4	Miscellaneous - DID Trunks						
	9.23.4.1 UNE-P Complex Translation Digital Outpulsed Changed Signaling			\$15.89			12
	9.23.4.2 UNE-P Complex Translation Signaling Change			\$37.08			12
	9.23.4.3 UNE-P DID Block Compromise			\$26.66			12
	9.23.4.4 UNE-P DID Reserve Sequential # Block			\$26.50			12
	9.23.4.5 UNE-P DID Reserve Nonsequential Telephone Numbers			\$24.71			12
	9.23.4.6 UNE-P DID Nonsequential Telephone Numbers			\$34.27			12
9.23.5	UNE - P Qwest DSL	See applicable Qwest retail Tariff, Catalog or Price List		See applicable Qwest retail Tariff, Catalog or Price List			
9.23.6	Loop Mux Combo (LMC)						
	9.23.6.1 Interconnection Tie Pairs						
	9.23.6.1.1 DS1, per Each Termination	\$6.05					
	9.23.6.1.1.1 Manual			\$5.45			13
	9.23.6.1.1.2 Mechanized			\$5.45			
	9.23.6.1.2 DS3, per Each Termination	\$36.35					
	9.23.6.1.2.1 Manual			\$5.45			13
	9.23.6.1.2.2 Mechanized			\$5.45			
	9.23.6.2 Loop Mux 2-Wire Analog, DS0						
	9.23.6.2.1 LMC 2-Wire Loop Installation						
	9.23.6.2.1.1 First			\$236.87			12
	9.23.6.2.1.2 Each Additional			\$153.92			12
	9.23.6.2.2 2-Wire Analog Loop						
	9.23.6.2.2.1 Zone 1	\$13.95					
	9.23.6.2.2.2 Zone 2	\$25.20					
	9.23.6.2.2.3 Zone 3	\$56.21					
	9.23.6.3 Loop Mux 4-Wire Analog, DS0						
	9.23.6.3.1 LMC 4-Wire Loop Installation						
	9.23.6.3.1.1 First			\$236.87			12
	9.23.6.3.1.2 Each Additional			\$153.92			12
	9.23.6.3.2 4-Wire Analog Loop						
	9.23.6.3.2.1 Zone 1	\$27.90					
	9.23.6.3.2.2 Zone 2	\$50.40					
	9.23.6.3.2.3 Zone 3	\$112.42					

**Exhibit A
Oregon***

				Recurring	Recurring, per Mile	Non-Recurring	Rec	NRC, per Mile	NRC
9.23.6.4	Loop Mux, DS1								
9.23.6.4.1	LMC DS1 Loop Installation								
	9.23.6.4.1.1	First				\$296.16			12
	9.23.6.4.1.2	Each Additional				\$214.82			12
9.23.6.4.2	DS1 Capable Loop			\$87.37					
9.23.6.5	Private Line to Loop Mux Combo Conversion					\$38.18			12
9.23.6.6	LMC Multiplexing								
	9.23.6.6.1	DS1 to DS0		\$212.76		\$189.94			12
	9.23.6.6.2	DS3 to DS1		\$203.54		\$189.94			12
9.23.6.7	DS0 Channel Performance								
	9.23.6.7.1	DS1 / DS0 Low Side Channelization		\$8.27			12		
9.23.7	Enhanced Extended Loop (EEL)								
9.23.7.1	EEL, DS0 2-Wire Analog								
	9.23.7.1.1	EEL 2-Wire Loop Installation							
		9.23.7.1.1.1	First			\$256.99			12
		9.23.7.1.1.2	Each Additional			\$188.96			12
	9.23.7.1.2	2-Wire Analog Loop							
		9.23.7.1.2.1	Zone 1	\$13.95					
		9.23.7.1.2.2	Zone 2	\$25.20					
		9.23.7.1.2.3	Zone 3	\$56.21					
9.23.7.2	EEL, DS0 4-Wire Analog								
	9.23.7.2.1	EEL 4-Wire Analog							
		9.23.7.2.1.1	First			\$256.99			12
		9.23.7.2.1.2	Each Additional			\$188.96			12
	9.23.7.2.2	4-Wire Analog Loop							
		9.23.7.2.2.1	Zone 1	\$27.90					
		9.23.7.2.2.2	Zone 2	\$50.40					
		9.23.7.2.2.3	Zone 3	\$112.42					
9.23.7.3	EEL, DS1								
	9.23.7.3.1	EEL DS1 Installation							
		9.23.7.3.1.1	First			\$312.13			12
		9.23.7.3.1.2	Each Additional			\$230.79			12
	9.23.7.3.2	DS1 Capable Loop		\$87.37					
9.23.7.4	EEL, DS3								
	9.23.7.4.1	EEL DS3 Installation							
		9.23.7.4.1.1	First			\$336.09			12
		9.23.7.4.1.2	Each Additional			\$254.75			12
	9.23.7.4.2	DS3 Capable Loop		\$363.42					
9.23.7.5	Intentionally Left Blank								
9.23.7.6	Private Line to EEL Conversion					\$38.18			12
9.23.7.7	Intentionally Left Blank								
9.23.7.8	EEL Transport								
	9.23.7.8.1	DS0							
		9.23.7.8.1.1	Over 0 to 8 Miles	\$19.74	\$0.09				
		9.23.7.8.1.2	Over 8 to 25 Miles	\$19.74	\$0.08				
		9.23.7.8.1.3	Over 25 to 50 Miles	\$19.74	\$0.11				
		9.23.7.8.1.4	Over 50 Miles	\$19.74	\$0.08				
	9.23.7.8.2	DS1							
		9.23.7.8.2.1	Over 0 to 8 Miles	\$37.94	\$0.49				
		9.23.7.8.2.2	Over 8 to 25 Miles	\$37.94	\$0.85				
		9.23.7.8.2.3	Over 25 to 50 Miles	\$37.94	\$1.16				
		9.23.7.8.2.4	Over 50 Miles	\$34.94	\$1.17				
	9.23.7.8.3	DS3							
		9.23.7.8.3.1	Over 0 to 8 Miles	\$253.13	\$9.95				
		9.23.7.8.3.2	Over 8 to 25 Miles	\$253.13	\$10.19				
		9.23.7.8.3.3	Over 25 to 50 Miles	\$253.13	\$14.27				
		9.23.7.8.3.4	Over 50 Miles	\$253.13	\$21.11				
9.23.7.9	Intentionally Left Blank								

**Exhibit A
Oregon***

		Recurring	Recurring, per Mile	Non-Recurring	Rec	NRC per Mile	NRC
9.23.7.10	EEL Multiplexing						
	9.23.7.10.1 DS1 to DS0	\$212.76		\$256.02			12
	9.23.7.10.2 DS3 to DS1	\$203.54		\$256.02			12
9.23.7.11	EEL DS0 Channel Performance						
	9.23.7.11.1 DS0 Low Side Channelization	\$14.50			12		
	9.23.7.11.2 DS1 / DS0 Mux, Low Side Channelization	\$8.27			12		
	9.23.7.11.3 DS0 Channel Cards						
	9.23.7.11.3.1 Code Select Ringdown	\$0.00		\$0.00			
	9.23.7.11.3.2 Manual Ringdown	\$0.00		\$0.00			
	9.23.7.11.3.3 Loop Start Signaling - Type LA	\$0.00		\$0.00			
	9.23.7.11.3.4 Loop Start Signaling - Type LB	\$0.00		\$0.00			
	9.23.7.11.3.5 Loop Start Signaling - Type LC	\$0.00		\$0.00			
	9.23.7.11.3.6 Loop Start Signaling - Type LO	\$0.00		\$0.00			
	9.23.7.11.3.7 Auto Ringdown	\$0.00		\$0.00			
	9.23.7.11.3.8 Loop Start Signaling - Type LS	\$0.00		\$0.00			
	9.23.7.11.3.9 No Signaling	\$0.00		\$0.00			
	9.23.7.11.3.10 E & M Signaling	\$0.00		\$0.00			
	9.23.7.11.3.11 Ground Start Signaling	\$0.00		\$0.00			
9.23.7.12	Concentration Capability		ICB		3		
10.0	Ancillary Services						
10.1	Local Number Portability						
10.1.1	LNP Queries		See FCC Tariff #1 Section 20.3.1 & 20				
10.1.2	LNP Managed Cuts						
	10.1.2.1 Standard Managed Cuts, per Person per Half Hour			\$27.74			12
	10.1.2.2 Overtime Managed Cut, per Person per Half Hour			\$35.90			12
	10.1.2.3 Premium Managed Cuts, per Person per Half Hour			\$44.07			12
10.2	911 / E911						
10.2.1	911 / E911	No Charge		No Charge			
10.3	White Pages Directory Listings, Facility Based Providers						
10.3.1	Primary Listing	No Charge		No Charge			
10.3.2	Premium / Privacy Listings	General Exchange Tariff Rate, Less Wholesale Discount		General Exchange Tariff Rate, Less Wholesale Discount			
10.4	Directory Assistance, Facility Based Providers						
10.4.1	Local Directory Assistance, per Call	\$0.33					
10.4.2	National Directory Assistance, per Call	\$0.42			2		
10.4.3	Call Branding, Set-Up and Recording			\$35,000.00			2
10.4.4	Loading Brand, per Switch			\$500.00			2
10.4.5	Call Completion Link, per Call	\$0.09			2		
10.4.6	Intercept - Machine Handled, per Occurrence	\$0.021					
10.4.7	Intercept - Operator Handled, per Occurrence	\$0.14					
10.5	Directory Assistance List Information						
10.5.1	Initial Database Load, per Record	\$0.040			2		
10.5.2	Reload of Database, per Record	\$0.040			2		
10.5.3	Daily Updates, per Listing	\$0.050					
10.5.4	One-time Set-Up Fee, per Hour	\$112.51			2		
10.5.5	Media Charges for File Delivery						
	10.5.5.1 Electronic Transmission, per Record Transmitted	\$0.0020			2		
	10.5.5.2 Tapes (charges only apply if this is selected as the normal delivery medium for daily updates) (per tape)	\$30.00			2		
	10.5.5.3 Shipping Charges (for tape delivery)				ICB		3
10.6	Toll and Assistance Operator Services, Facility Based Providers,						
10.6.1	Option A - Per Message						
	10.6.1.1 Operator Handled Basic Calling Card	\$0.24					
	10.6.1.2 Machine Handled Calling Card	\$0.60			2		
	10.6.1.3 Station Call (including Connect to DA)	\$0.46					
	10.6.1.4 Person to Person Call	\$2.07					
	10.6.1.5 Connect to Directory Assistance	\$0.75			2		
	10.6.1.6 Busy Line Verify, per Call	\$0.67					

**Exhibit A
Oregon***

		Recurring	Recurring, per Mile	Non-Recurring	Rec	NRC, per Mile	NRC
10.6.1.7	Busy Line Interrupt	\$0.82					
10.6.1.8	Operator Assistance, per Call	\$0.50			2		
10.6.2	Option B –						
10.6.2.1	Operator Handled, per Operator Work Second	\$0.0280			2		
10.6.2.2	Machine Handled, per Call	\$0.25			2		
10.6.2.3	Call Branding, Set-Up & Recording			\$10,500.00			2
10.6.2.4	Loading Brand, per Switch			\$800.00			2
10.7	Access to Poles, Ducts, Conduits and Rights of Way (ROW)						
10.7.1	Pole Inquiry Fee, per Inquiry			\$356.68			12
10.7.2	Innerduct Inquiry Fee, per Inquiry			\$243.80			12
10.7.3	ROW Inquiry Fee, per Inquiry			\$395.56			12
10.7.4	ROW Document Preparation Fee			\$128.32			12
10.7.5	Field Verification Fee, per Pole			\$21.39			12
10.7.6	Field Verification Fee, per Manhole			\$199.30			12
10.7.7	Planner Verification, per Manhole			\$17.25			12
10.7.8	Manhole Verification Inspector, per Manhole			\$96.24			12
10.7.9	Manhole Make-Ready Inspector, per Manhole			\$256.65			12
10.7.10	Transfer of Responsibility			\$111.57			12
10.7.11	Pole Attachment Fee, per Pole Attachment, per Year						
10.7.11.1	Urban						
10.7.11.1.1	2004	\$4.26			4		
10.7.11.1.2	2005	\$4.52			4		
10.7.11.2	Non-Urban						
10.7.11.2.1	2004	\$6.12			4		
10.7.11.2.2	2005	\$6.84			4		
10.7.12	Innerduct Occupancy Fee, per Linear Foot, per Year	\$0.4218			4		
10.7.13	Access Agreement Consideration			\$10.00			2
10.7.14	Make Ready			ICB			3
12.0	Operational Support Systems						
12.1	Development and Enhancements, per Order			No Charge At This Time			11
12.2	Ongoing Maintenance, per Order			No Charge At This Time			11
12.3	Daily Usage Record File, per Record			No Charge At This Time	11		
12.4	Trouble Isolation Charge			See 9.20			
17.0	Bona Fide Request Process						
17.1	Processing Fee			\$1,933.44			12

NOTES:

Unless otherwise indicated, all rates are pursuant to Oregon PUC Dockets listed below:

Voluntary Rate Reduction Docket UM 973. Reductions reflected in the 12/3/02 Exhibit A.

- [1] Rates not addressed in a Cost Docket (estimated TELRIC)
- [2] Market-based rates
- [3] ICB, Individual Case Basis pricing.
- [4] Rates per FCC Guidelines.
- [6] For services where volume and term discounts apply to retail customers, the wholesale discount rate offered shall be the greater of 17% or the discounted retail percentage plus 8.5%. This is pursuant Commission order in Docket UM 962, Order Number 02-821.
- [9] All technically feasible Vertical Switch Features are available with compatible unbundled switch ports. Only basic Vertical Switch Features with nonrecurring charges are listed. Nonrecurring charges are applicable whenever a feature is added - whether on new installation, conversion, or change order activity.
- [10] Qwest will initially charge interim rates for all unbundled Local Switching - Market Based elements at the rates set forth in Exhibit A which are the UNE based rates. Qwest will initiate market based rates for Local Switching - Market Based elements on a prospective basis only upon execution of an amendment to change the interim UNE based rates to market based rates. It should be noted that Local Switching / Market Based Elements may differ from the Local Switching UNE based elements.
- [11] Qwest will not charge for this element until the Commission has an opportunity to review and approve a rate in a future cost proceeding.
- [12] Rates proposed in UM 1025
- [13] Qwest is unable to bill Manual NRC rates at this time; the corresponding Mechanized NRC rate will be billed instead.