

Suite 1501 601 Union Street Seattle, WA 98101-3981 206-623-4711 Fax: 206-467-8406 www.aterwynne.com

Arthur A. Butler Direct Dial: 206-753-3011 E-Mail: aab@aterwynne.com

August 12, 2010

Filing Center
Oregon Public Utility Commission
PO Box 2148
Salem OR 97308-2148

Re: UM 1484 – Highly Confidential Protective Agreement

Enclosed are the original and 2 copies of the Highly Confidential Protective Agreement signed by Arthur Butler on behalf of TRACER. This document was e-filed today with the Commission. Please let me know if you have any questions.

Sincerely,

ATER WYNNE LLP

Susan Carpenter

Assistant to Arthur A. Butler

Enclosures

cc: Service List (via method(s) on Certificate of Service)

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CERTIFICATE OF SERVICE

I hereby certify that I have this 12th day of August, 2010, served a true and correct copy of the foregoing document upon each party listed in the UM 1484 PUC Service List by email and, where paper service is not waived, by U.S. mail, postage prepaid, and upon the Commission by email and by sending 2 copies by U.S. mail, postage prepaid, to the Commission's Salem offices.

| On Behalf Of Level 3: | |
|---|---|
| Lisa F. Rackner McDowell, Rackner & Gibson PC Suite 400 419 SW 11th Avenue Portland OR 97205 Confidentiality Status: Confidential | Hand Delivered U.S. Mail (first-class, postage prepaid) Overnight Mail (UPS) Facsimile (503) 595-3928 x Email (lisa@mcd-law.com) |
| On Behalf Of Warm Springs Telecommunications: | |
| Adam Haas Converge Communications, Incorporated 10425 SW Hawthorne Lane Portland OR 97225 Confidentiality Status: | Hand Delivered U.S. Mail (first-class, postage prepaid) Overnight Mail (UPS) Facsimile (503) 297-1081 x Email (adamhaas@convergecomm.com) |
| On Behalf Of Integra, Advanced Telcom, Electric Lightwave, Eschelon Telecom, Oregon Telecom, United Telecommunications: Gregory J. Kopta Davis Wright Tremaine LLP Suite 2200 1201 Third Avenue Seattle WA 98101-3045 Confidentiality Status: | Hand Delivered X U.S. Mail (first-class, postage prepaid) Overnight Mail (UPS) Facsimile (206) 757-7700 X Email (gregkopta@dwt.com) |
| On Behalf Of Charter Fiberlink OR, XO, twtc, Covad, PriorityOne: Mark P. Trinchero Davis Wright Tremaine LLP Suite 2300 1300 SW Fifth Avenue Portland OR 97201-5630 Confidentiality Status: Confidential | Hand Delivered U.S. Mail (first-class, postage prepaid) Overnight Mail (UPS) Facsimile (503) 778-5299 x Email (marktrinchero@dwt.com) |

| On Benaif Of United Telephone Company of the Northwest: | Hand Delivered |
|---|--|
| Barbara Young | U.S. Mail (first-class, postage prepaid) |
| CenturyLink | Overnight Mail (UPS) |
| ORHDRA0305 | Facsimile (541) 387-9753 |
| 902 Wasco Street | x Email (barbara.c.young@centurylink.com) |
| Hood River OR 97031-3105 | |
| Confidentiality Status: | |
| On Behalf Of Qwest: | |
| Alex M. Duarte | Hand Delivered |
| Qwest Corporation | x U.S. Mail (first-class, postage prepaid) |
| 11th Floor | Overnight Mail (UPS) |
| 310 SW Park Avenue | Facsimile (503) 242-8589 |
| Portland OR 97205 | x Email (alex.duarte@qwest.com) |
| Confidentiality Status: | |
| On Behalf Of CenturyLink: | |
| William E. Hendricks III | Hand Delivered |
| CenturyLink | U.S. Mail (first-class, postage prepaid) |
| PO Box 9901 | Overnight Mail (UPS) |
| Vancouver WA 98668-8701 | Facsimile |
| Confidentiality Status: | x Email (tre.hendricks@embarq.com) |
| On Polarie Of Warm Springs Tologomynniagtions | |
| On Behalf Of Warm Springs Telecommunications: | Hand Daliman d |
| Marsha Spellman | Hand Delivered |
| Converge Communications, Incorporated 10425 SW Hawthorne Lane | U.S. Mail (first-class, postage prepaid) |
| Portland OR 97225 | Overnight Mail (UPS) |
| | Facsimile (503) 297-1081 |
| Confidentiality Status: | x _ Email (marsha@convergecomm.com) |
| On Behalf Of Sprint Nextel and T-Mobile: | |
| Judith A. Endejan | Hand Delivered |
| Graham & Dunn, PC | U.S. Mail (first-class, postage prepaid) |
| Pier 70 | Overnight Mail (UPS) |
| 2801 Alaskan Way, Suite 300 | Facsimile (206) 340-9599 |
| Seattle WA 98121-1128 | x Email (jendejan@grahamdunn.com) |
| Confidentiality Status: Confidential | (ondejentejenteinetiin.com) |

| On Behalf Of Qwest: | |
|---|--|
| Mark S. Reynolds Qwest Corporation Room 3206 1600 7th Avenue Seattle WA 98191 Confidentiality Status: | Hand Delivered X U.S. Mail (first-class, postage prepaid) Overnight Mail (UPS) Facsimile (206) 346-7289 X Email (mark.reynolds3@qwest.com) |
| | |
| On Behalf Of Commission Staff: | |
| Bryan Conway Oregon Public Utility Commission PO Box 2148 Salem OR 97308-2148 Confidentiality Status: | Hand Delivered X U.S. Mail (first-class, postage prepaid) Overnight Mail (UPS) Facsimile (503) 373-7752 X Email (bryan.conway@state.or.us) |
| On Behalf Of Department of Justice: | |
| Jason W. Jones Oregon Department of Justice General Counsel Regulated Utility & Business 1162 Court Street NE Salem OR 97301 Confidentiality Status: Confidential | Hand Delivered U.S. Mail (first-class, postage prepaid) Overnight Mail (UPS) Facsimile (503) 378-5300 x Email (jason.w.jones@state.or.us) |
| On Behalf Of Northwest Communications Council: | |
| Richard Stevens Centel Communications, Inc. PO Box 25 Goldendale WA 98620-0025 Confidentiality Status: | Hand Delivered X U.S. Mail (first-class, postage prepaid) Overnight Mail (UPS) Facsimile (509) 773-6113 Email |
| On Behalf Of CUB: | |
| Robert Jenks Citizens' Utility Board of Oregon Suite 400 610 SW Broadway Portland OR 97205 Confidentiality Status: Highly Confidential | Hand Delivered U.S. Mail (first-class, postage prepaid) Overnight Mail (UPS) Facsimile (503) 274-2956 x Email (bob@oregoncub.org) |
| CONTREPUIDING MAINS FIGURAL CONTREPUIDI | |

| K.C. Halm Davis Wright Tremaine LLP Suite 200 Dvernight Mail (UPS) 1919 Pennsylvania Avenue NW Washington DC 20006 Confidentiality Status: Confidential On Behalf Of Level 3: Wendy L. McIndoo McDowell, Rackner & Gibson PC Suite 400 A19 SW 11th Avenue Facsimile (503) 595-3928 Portland OR 97205 Confidentiality Status: Confidential On Behalf Of Integra: Karen L. Clauson Integra Telecom, Inc. 6160 Golden Hills Drive Golden Valley MN 55416 Confidentiality Status: On Behalf Of CenturyLink: Charles L. Best Suite 538 LS. Mail (first-class, postage prepair overnight Mail (UPS) Facsimile (763) 745-8459 Email (klclauson@integratelecom.com.com.com.com.com.com.com.com.com. | |
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| Wendy L. McIndoo McDowell, Rackner & Gibson PC Suite 400 419 SW 11th Avenue Portland OR 97205 Confidentiality Status: Confidential On Behalf Of Integra: Karen L. Clauson Integra Telecom, Inc. 6160 Golden Hills Drive Golden Valley MN 55416 Confidentiality Status: Confidentiality Status: Charles L. Best Suite 538 1631 NE Broadway Portland OR 97232-1425 Hand Delivered U.S. Mail (first-class, postage preparation overnight Mail (UPS) Facsimile (763) 745-8459 Lemail (klclauson@integratelecom.com) Lys. Mail (first-class, postage preparation overnight Mail (UPS) Facsimile (763) 745-8459 Lys. Mail (first-class, postage preparation overnight Mail (UPS) Facsimile (763) 745-8459 Lys. Mail (first-class, postage preparation overnight Mail (UPS) Facsimile (198) Facsimile (198) Facsimile (198) Lys. Mail (first-class, postage preparation overnight Mail (UPS) Facsimile (198) Facsimile (198) Lys. Mail (first-class, postage preparation overnight Mail (UPS) Facsimile (198) Lys. Mail (first-class, postage preparation overnight Mail (UPS) Facsimile (198) | epaid) |
| Wendy L. McIndoo McDowell, Rackner & Gibson PC Suite 400 419 SW 11th Avenue Portland OR 97205 Confidentiality Status: Confidential On Behalf Of Integra: Karen L. Clauson Integra Telecom, Inc. 6160 Golden Hills Drive Golden Valley MN 55416 Confidentiality Status: Confidentiality Status: Charles L. Best Suite 538 1631 NE Broadway Portland OR 97232-1425 Hand Delivered U.S. Mail (first-class, postage preparation overnight Mail (UPS) Facsimile (763) 745-8459 Lemail (klclauson@integratelecom.com) Lys. Mail (first-class, postage preparation overnight Mail (UPS) Facsimile (763) 745-8459 Lys. Mail (first-class, postage preparation overnight Mail (UPS) Facsimile (763) 745-8459 Lys. Mail (first-class, postage preparation overnight Mail (UPS) Facsimile (198) Facsimile (198) Facsimile (198) Lys. Mail (first-class, postage preparation overnight Mail (UPS) Facsimile (198) Facsimile (198) Lys. Mail (first-class, postage preparation overnight Mail (UPS) Facsimile (198) Lys. Mail (first-class, postage preparation overnight Mail (UPS) Facsimile (198) | |
| Karen L. Clauson Integra Telecom, Inc. 6160 Golden Hills Drive Golden Valley MN 55416 Confidentiality Status: Charles L. Best Suite 538 1631 NE Broadway Portland OR 97232-1425 Hand Delivered U.S. Mail (first-class, postage preparation of the property | epaid) |
| Karen L. Clauson Integra Telecom, Inc. 6160 Golden Hills Drive Golden Valley MN 55416 Confidentiality Status: Charles L. Best Suite 538 1631 NE Broadway Portland OR 97232-1425 Hand Delivered U.S. Mail (first-class, postage preparation of the property | |
| Charles L. Best Suite 538 1631 NE Broadway Portland OR 97232-1425 Hand Delivered U.S. Mail (first-class, postage prepair Overnight Mail (UPS) Facsimile | • ′ |
| Charles L. Best Suite 538 1631 NE Broadway Portland OR 97232-1425 Hand Delivered U.S. Mail (first-class, postage prepair Overnight Mail (UPS) Facsimile | |
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| On Behalf Of XO Communications: | |
| Rex Knowles XO Communications Services, Inc. Suite 400 7050 Union Park Avenue Midvale UT 84047 Confidentiality Status: Hand Delivered X U.S. Mail (first-class, postage preparation of the property of the p | epaid) |

| On Behalf Of Level 3: | |
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| Greg Rogers Level 3 Communications, LLC 1025 El Dorado Boulevard Bloomfield CO 80021-8869 Confidentiality Status: Confidential | Hand Delivered U.S. Mail (first-class, postage prepaid) Overnight Mail (UPS) Facsimile (720) 888-5134 x Email (greg.rogers@level3.com) |
| On Behalf Of tw telecom of oregon llc: | • |
| Lyndall Nipps tw telecom Suite 500 9665 Granite Ridge Drive San Diego CA 92123 Confidentiality Status: Confidential | Hand Delivered X U.S. Mail (first-class, postage prepaid) Overnight Mail (UPS) Facsimile X Email (lyndall.nipps@twtelecom.com) |
| On Behalf Of CenturyLink: John Felz CenturyLink A0412 902 Wasco Street Hood River OR 97031-3105 Confidentiality Status: | Hand Delivered U.S. Mail (first-class, postage prepaid) Overnight Mail (UPS) Facsimile (541) 387-9753 x Email (john.felz@embarq.com) |
| On Behalf Of CUB: Gordon Feighner Citizens' Utility Board of Oregon Suite 400 610 SW Broadway Portland OR 97205 Confidentiality Status: | Hand Delivered U.S. Mail (first-class, postage prepaid) Overnight Mail (UPS) Facsimile (503) 274-2956 x Email (gordon@oregoncub.org) |
| On Behalf Of CUB: Kevin Elliott Parks Citizens' Utility Board of Oregon Suite 400 610 SW Broadway Portland OR 97205 Confidentiality Status: Confidential | Hand Delivered U.S. Mail (first-class, postage prepaid) Overnight Mail (UPS) Facsimile (503) 274-2956 x Email (kevin@oregoncub.org) |

| On Behalf Of CUB: | |
|---|---|
| G. Catriona McCracken Citizens' Utility Board of Oregon Suite 400 610 SW Broadway Portland OR 97205 Confidentiality Status: Highly Confidential | Hand Delivered U.S. Mail (first-class, postage prepaid) Overnight Mail (UPS) Facsimile (503) 274-2956 x Email (catriona@oregoncub.org) |
| On Behalf Of CUB: | |
| Raymond Myers Citizens' Utility Board of Oregon Suite 400 610 SW Broadway Portland OR 97205 Confidentiality Status: Highly Confidential | Hand Delivered U.S. Mail (first-class, postage prepaid) Overnight Mail (UPS) Facsimile (503) 274-2956 x Email (ray@oregoncub.org) |
| On Behalf Of Integra: | |
| Gregory Merz Gray, Plant, Mooty, Mooty & Bennett, P.A. 500 IDS Center 80 South Eight Street Minneapolis MN 55402 Confidentiality Status: Confidential | Hand Delivered U.S. Mail (first-class, postage prepaid) Overnight Mail (UPS) Facsimile (612) 632-4257 x Email (gregory.merz@gpmlaw.com) |
| On Behalf Of Covad Communications: | |
| Katherine K. Mudge Covad Communications Company 2nd Floor 7000 N Mopac Expressway Austin TX 78731 Confidentiality Status: | Hand Delivered U.S. Mail (first-class, postage prepaid) Overnight Mail (UPS) Facsimile (512) 514-6520 Email (kmudge@covad.com) |
| On Behalf Of Commission Staff: | |
| Michael Dougherty Oregon Public Utility Commission PO Box 2148 Salem OR 97308-2148 Confidentiality Status: Confidential | Hand Delivered U.S. Mail (first-class, postage prepaid) Overnight Mail (UPS) Facsimile (503) 373-7752 x Email (michael.dougherty@state.or.us) |

| On Behalf Of Charter Fiberlink: | |
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| Michael R. Moore Charter Communications 12405 Powerscourt Drive St. Louis MO 63131 | Hand Delivered U.S. Mail (first-class, postage prepaid) Overnight Mail (UPS) Facsimile (314) 965-6640 |
| Confidentiality Status: | Email x (michael.moore@chartercom.com) |
| On Behalf Of Parker Communications: | |
| Edwin B. Parker Parker Communications PO Box 402 Gleneden Beach OR 97388 Confidentiality Status: | Hand Delivered U.S. Mail (first-class, postage prepaid) Overnight Mail (UPS) Facsimile x Email (edparker@teleport.com) |
| On Behalf Of PriorityOne Telecommunications: | |
| Kelly Mutch PriorityOne Telecommunications, Inc. 808 Adams Avenue PO Box 758 LaGrande OR 97850-6462 | Hand Delivered U.S. Mail (first-class, postage prepaid) Overnight Mail (UPS) Facsimile (541) 975-5700 x Email (kmutch@p1tel.com) |
| Confidentiality Status: Confidential | |
| On Behalf Of Level 3: Adam Lowney McDowell, Rackner & Gibson PC Suite 400 419 SW 11th Avenue Portland OR 97205 Confidentiality Status: Highly Confidential | Hand Delivered U.S. Mail (first-class, postage prepaid) Overnight Mail (UPS) Facsimile (503) 595-3928 x Email (adam@mcd-law.com) |
| On Behalf Of Sprint Nextel: | |
| Kristin L. Jacobson Sprint Nextel Suite 1500 201 Mission Street San Francisco CA 94105 | Hand Delivered U.S. Mail (first-class, postage prepaid) Overnight Mail (UPS) Facsimile x Email (kristin.l.jacobson@sprint.com) |
| Confidentiality Status: Confidential | |

| On Behalf Of Sprint Nextel: | |
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| Kenneth Schifman Sprint Nextel 6450 Sprint Parkway Overland KS 66251 Confidentiality Status: | Hand Delivered U.S. Mail (first-class, postage prepaid) Overnight Mail (UPS) Facsimile x Email (kenneth.schifman@sprint.com) |
| On Behalf Of Sprint Nextel: | |
| Diane C. Browning Sprint Nextel 6450 Sprint Parkway Overland KS 66251 Confidentiality Status: | Hand Delivered U.S. Mail (first-class, postage prepaid) Overnight Mail (UPS) Facsimile x Email (diane.c.browning@sprint.com) |
| On Behalf Of CenturyLink: | |
| Rhonda Kent CenturyLink 805 Broadway Vancouver WA 98660-3277 Confidentiality Status: | Hand Delivered U.S. Mail (first-class, postage prepaid) Overnight Mail (UPS) Facsimile x Email (rhonda.kent@centurylink.com) |
| On Behalf Of T-Mobile: | |
| Dave Conn T-Mobile USA, Inc. 12920 SE 38th Street Bellevue WA 98006-1350 Confidentiality Status: | Hand Delivered U.S. Mail (first-class, postage prepaid) Overnight Mail (UPS) Facsimile (425) 383-3640 x Email (dave.conn@t-mobile.com) |
| On Behalf Of Northwest Communications Council: | |
| Frank G. Patrick Corporate Lawyers PC PO Box 231119 Portland OR 97281 Confidentiality Status: | Hand Delivered U.S. Mail (first-class, postage prepaid) Overnight Mail (UPS) Facsimile (503) 245-1448 x Email (fgplawpc@hotmail.com) |
| Confidentiality Status. | (-6p 1 - 0 |

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| On Behalf Of Parker Telecommunications: | |
| Douglas R. Holbrook Holbrook & Siefert LLC PO Box 2087 Newport OR 97365 Confidentiality Status: | Hand Delivered U.S. Mail (first-class, postage prepaid) Overnight Mail (UPS) Facsimile (541) 265-2131 x Email (doug@lawbyhs.com) |
| I declare under penalty of perjury un foregoing is true and correct. | nder the laws of the State of Washington that the |
| DATED this 12th day of August, 20 | S. Carpenter |
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UM 1484 __ Commission Staff attorney Commission Staff expert **CUB Attorney CUB** Expert X Outside attorney Outside expert TRACER _____ (a party to this proceeding) in this proceeding for hereby declare under penalty of perjury under the laws of the State of Oregon that the following are true and correct: I am not now involved, and will not for a period of two years involve myself in, competitive a. decision making with respect to which the documents or information may be relevant, by or on behalf of any company or business organization that competes, or potentially competes, with the company or business organization from whom they seek disclosure of Highly Confidential information with respect to the pricing, marketing, and sales of telecommunications services in the state of Oregon; and b. I have read and understand, and agree to be bound by, the terms of the Protective Order in this proceeding, including this Section C of the Protective Order. Signature City/State where this Agreement was signed 601 Union Street, Swite 150) Permanent Address Scottle, Position and Responsibilities

HIGHLY CONFIDENTIAL PROTECTIVE AGREEMENT