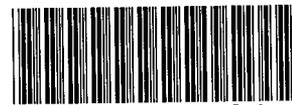


ORIGINAL



0000000901

THIS AMENDMENT:

____ Passed _____ Passed as amended by _____

____ Failed _____ Not Offered _____

____ Withdrawn _____

604

**HEARING DIVISION PROPOSED AMENDMENT #1 to the December 1, 2003
Recommended Opinion and Order**

TIME/DATE PREPARED February 27, 2004

COMPANY: Qwest Corporation AGENDA ITEM NO. _____

DOCKET NO. T-00000A-097-0238 ET AL OPEN MEETING: DATE: _____

RT-00000F-02-0271

T-01051B-02-0871

Page 8, line 24

Delete "Staff"

Insert "Staff's"

Page 10, line 16

Insert "," after "January 10, 2003"

Page 16, line 3

Delete "day" after "obtain approval of the"

Insert "delay"

Page 37, lines 18-20

Delete following "Section 252 investigation"

"and Qwest's May 19, 2003 Exceptions, and request for a hearing, appears aimed primarily at the propriety of the proposed fine and implementation of other remedies."

Insert

"however, the Commission has not held hearings on the allegations contained in the Staff Report because Staff and Qwest reached their agreement before a hearing had been set, and Qwest withdrew its request for a hearing pending the outcome of the Commission's consideration of the Settlement Agreement."

Page 39, lines 14-27

Arizona Corporation Commission

DOCKETED

MAR 10 2004

DOCKETED BY	<i>[Signature]</i>
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AZ CORP COMMISSION
DOCUMENT CONTROL

2004 MAR 10 P 4: 08

RECEIVED

Delete entire paragraph

Page 40, line 5

Insert new paragraph

“Because Qwest withdrew its request for a hearing in the Section 271 sub-docket only on the condition that the Commission accept the Settlement Agreement, the record in that docket is not fully developed, and we do not make an ultimate finding concerning the allegations of interference with the regulatory process raised in that docket. This does not prevent us from evaluating the Settlement Agreement.”

Page 40, line 5

Delete “complete” after “Given the”

Insert “extensive”

Page 40, line 6

Insert after “culpability”

“in the Section 252 and OSC dockets where we have a complete record”

Page 40, line 7

Insert after “We believe it does not”

“and do not approve the Settlement Agreement as proposed.”

Start paragraph before “Our primary concern”

Delete “Our primary concern”

Insert “One of our primary concerns with the Settlement Agreement”

Page 40, line 10

No new paragraph before “Qwest and Staff”

Page 40, line 21

Insert after “Moreover”

“given our findings of culpability in the Section 252 and OSC dockets,”

Page 41, line 12

Insert before **“Monetary Penalties”**

“Even though we are not approving the Settlement Agreement, because the record in the Section 252(e) and OSC dockets are complete, we are able to finally resolve these two dockets at this time. We will order the Hearing Division to schedule a hearing, as Qwest has requested, in the Section 271 Sub-docket.”

Page 41, line 14

Delete after “section 252 docket”

“, \$7.4 million in the Section 271 Sub-docket,”

Page 41, line 18

Delete “,” after “Section 252(e)”

Insert “and”

Delete “, and its interference with the Section 271 process”

Page 41, line 19

Delete “prohibiting CLECs from participating in the Section 271 proceedings demonstrate Qwest’s contempt of process that the Commission established in that docket. Qwest’s failure”

Insert after “Qwest’s conduct” “of failing”

Page 41, line 22

Delete “also shows” after “shows”

Page 41, line 23

Delete “calculated for each of these dockets” after “Staff”

Insert “recommended in the Section 252(e) docket”

Page 42, line 16

Delete “and Section 271 Sub-docket,” after “OSC”

Insert “docket”

Page 42, line 26 (footnote 11)

Delete "In the Section 271 Sub-docket, Staff determined that under A.R.S. §40-424 the Commission could impose a penalty between \$148,300 and \$7,415,000. Staff recommended the maximum amount of penalties in the section 271 Sub-docket."

Page 51, line 18 through Page 51, line 25

Delete Findings of Fact Nos. 40, 41 and 42

Page 52, line 11

Delete Findings of Fact No. 44

Page 52, line 16

Move Finding of Fact No. 45 to become Findings of Fact No. 39 on Page 51, line 9.

Page 54, line 15

Delete "4-334"

Insert "40-334"

Page 54, line 17

Delete Conclusions of Law No. 6

Page 54, line 25

Delete "complete" after "in light of the"

Page 57, line 2

Insert "IT IS FURTHER ORDERED that the Hearing Division shall schedule a hearing in the Section 271 Sub-docket."