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BEFORE THE ARIZONA CORPORATION COMMISSION

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Arizona Corporation Commission

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IN THE MATTER OF U S WEST
COMMUNICATIONS, INC.'S
COMPLIANCE WITH § 271 OF THE
TELECOMMUNICATIONS ACT OF 1996

Docket No. T-00000A-97-0238
AT&T AND WORLDCOM'S
RESPONSE TO JOINT PROPOSAL
OF QWEST AND STAFF TO
MODIFY PROCEDURAL ORDER

AT&T Communications of the Mountain States, Inc. and TCG Phoenix
(collectively, "AT&T") and WorldCom, Inc., on behalf of its regulated subsidiaries
("WCom"), hereby respond to the Joint Proposal of Qwest Corporation, Inc. ("Qwest")
and Arizona Corporation Commission Staff ("Staff") to Modify Procedural Order.

AT&T and WCom do not object to the proposed dates contained in the Joint
Proposal (OSS Workshop Series, paras. A-P, and Special Open Meeting Series, paras. A-
D). However, AT&T and WCom wish to make clear that they do not agree, in principle,
to such an aggressive schedule and the intervals contained therein. If retesting is
necessary or the exit criteria are not met and the draft Final Report is not issued on
November 21, 2001, AT&T and WCom will reassert the need for additional time to brief
issues, submit comments and questions on the individual or final reports, and receive
written responses to their questions in advance of the workshops. In addition, AT&T and
WCom also will request that Staff be given more time to issue the Final Report with Staff

recommendations. Holding a workshop on the draft Final Report does little good if Staff has insufficient time to integrate changes based on the learning from the workshop. Apparently, Staff understands the demands being placed on it; therefore, AT&T and WCom do not suggest that the schedule be rejected for this reason alone. However, AT&T and WCom must ask that Staff give the results of the workshops their full attention and consideration before issuing the Final Report with their recommendations.

AT&T and WCom can understand Qwest's expressed desire to complete the test by year-end 2001. AT&T and WCom do not understand Staff's acquiescence to such an aggressive schedule. In any event, it should be understood that the proposed schedule may require adjustment for any number of reasons. For example, adjustments to the schedule may be necessary because the Test Administrator fails to release either the Capacity Test Draft Report or Functionality Test Draft Report on October 1, 2001. Further, all responsible parties must meet the obligations set forth in the schedule. Therefore, the parties must understand that AT&T and WCom do not waive any right to raise objections to maintaining the proposed schedule, should events warrant a change in the schedule.

In the spirit of cooperation and with the intent to reach consensus, AT&T and WCom do not object to the Commission entering a Procedural Order adopting the Joint Proposal with the understanding that the schedule is based on numerous future conditions that may not occur. Should the conditions not occur, there is a very strong likelihood that the schedule will need to be changed.

Submitted this 6th day of September, 2001.

**AT&T COMMUNICATIONS OF THE
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CERTIFICATE OF SERVICE

I certify that the original and 10 copies of AT&T and WorldCom's Response to Joint Proposal of Qwest and Staff to Modify Procedural Order in Docket No. T-00000A-97-0238 were hand delivered on September 6, 2001 to:

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