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BEFORE THE ARIZONA CORPORATION COMMISSION

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2 WILLIAM A. MUNDELL  
Chairman  
3 JIM IRVIN  
Commissioner  
4 MARC SPITZER  
Commissioner

AZ CORP COMMISSION  
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5 IN THE MATTER OF THE APPLICATION OF  
6 QWEST COMMUNICATIONS  
7 CORPORATION FOR APPROVAL OF  
8 TRANSFER OF CERTIFICATES OF  
9 AUTHORITY IN ASSOCIATION WITH  
INTERNAL CORPORATE RESTRUCTURING

DOCKET NO. ~~T-01051B-01-0456~~  
**T-02811B-01-0456**  
**STIPULATION REGARDING ISSUES**  
**RELATING TO PROPOSED ORDER**  
**GRANTING TRANSFER OF**  
**CERTIFICATES OF CONVENIENCE AND**  
**NECESSITY**

10  
11 On June 4, 2001, Qwest Communications Corporation ("QCC") and certain of its  
12 subsidiaries and affiliates<sup>1</sup> made a joint application for approval by the Arizona Corporation  
13 Commission ("Commission") to transfer Certificates of Convenience and Necessity ("CC&Ns")  
14 in connection with internal transactions to effectuate a corporate restructuring. On November 7,  
15 2001 the Commission filed a recommended Opinion and Order ultimately granting QCC's  
16 request but requiring further action by the Staff with respect to Tariffs and CC&N applications  
17 currently on file at the Commission for QCC and the aforementioned subsidiaries and affiliates.

18 To resolve the issues raised by the November 7, 2001 recommended Opinion and  
19 Order, Qwest and Staff hereby stipulate and agree that:

- 20 1. QCC will withdraw its application for a CC&N to provide competitive facilities-  
21 based interexchange telecommunications services in Docket No. T-02811B-94-0352 (previously  
22 U-2811-94-352).

23  
24  
25 <sup>1</sup> The following certificated subsidiaries and affiliates are, together with QCC, parties to this  
26 Application and are collectively referred to herein as the "Applicants:" LCI International  
Telecom Corp., Phoenix Network, Inc., and USLD Communications, Inc.

1           2.       QCC will withdraw any and all Tariffs currently on file at the Commission and,  
2 prior to providing services in Arizona, will file with the Commission new Tariffs to be approved  
3 by the Commission in association with either Docket No. T-02811B-01-0895 to amend its  
4 existing CC&N or independently as the Commission deems necessary.

5           3.       LCI International Telecom Corporation ("LCI") will withdraw its application for a  
6 CC&N to provide competitive intrastate telecommunications services as a reseller in Docket No.  
7 T-02717A-96-0386 (previously U-2717-96-386).

8           4.       LCI will withdraw its application for a CC&N to provide interexchange  
9 telecommunications services and alternative operator services in Docket No. T-02717A-93-0140  
10 (previously U-2717-93-140).

11          5.       LCI will withdraw its interexchange service Tariff filed in association with  
12 Docket Nos. T-02717A-93-0140, T-02717A-96-0386 and T-02717A-98-0008.

13          6.       Phoenix Network, Inc. will withdraw all Tariffs, if any, currently on file at the  
14 Commission.

15               RESPECTFULLY SUBMITTED this 16th day of November, 2001.

16  
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                  Attorneys for Arizona Corporation Commission Staff

1 ORIGINAL and 10 copies of the  
2 foregoing hand-delivered for filing  
3 this 16<sup>th</sup> day of November 2001 to:

3 Docket Control  
4 Arizona Corporation Commission  
5 1200 West Washington  
6 Phoenix, Arizona 85007

5 COPIES of the foregoing hand-delivered  
6 this 16<sup>th</sup> day of November 2001 to:

7 Lyn Farmer, Chief Administrative Law Judge  
8 Hearings Division  
9 Arizona Corporation Commission  
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11 Phoenix, AZ 85007

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