

Qwest Corporation
4041 N. Central Ave. - 11th Floor
Phoenix, Arizona 85012
Office 602-630-8221
Fax 602-235-3107

Reed Peterson
Manager - Regulatory Matters



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ORIGINAL

Qwest. 
Spirit of Service

September 23, 2003

Mr. Brian Bozzo - Manager
Compliance and Enforcement
Utilities Division
Arizona Corporation Commission
1200 W. Washington Street
Phoenix, Arizona 85007

ARIZONA CORP COMMISSION
DOCUMENT CONTROL

T-01051B-02-0666

Dear Mr. Bozzo:

The attached acknowledgement of Dex Holdings, LLC, is being provided in compliance with the second ordering paragraph of Decision No. 66230.

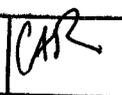
Please let me know if you have any questions concerning this matter.

Sincerely,

Reed Peterson

Arizona Corporation Commission
DOCKETED

SEP 23 2003

DOCKETED BY 

Attachment

cc: Docket Control

ACKNOWLEDGEMENT AND COMMITMENT REGARDING PUBLICATION OF TARIFF INFORMATION IN ARIZONA

This Acknowledgement and Commitment Regarding Publication of Tariff Information in Arizona (this "Acknowledgement and Commitment") is made by Dex Holdings LLC, a Delaware limited liability company ("Dex Holdings") as of September 9, 2003.

RECITALS

- A. Qwest Dex, Inc., a Colorado corporation ("QDI"), Qwest Communications International Inc., a Delaware corporation ("QCII"), Qwest Services Corporation, a Delaware corporation ("QSC"), and Dex Holdings entered into that certain Purchase Agreement dated as of August 19, 2002 (as amended to and including the date hereof, the "Purchase Agreement"), pursuant to which QDI has agreed to: (i) contribute certain of its assets and liabilities to GPP LLC; and (ii) sell all of the outstanding limited liability company interests of GPP LLC to Dex Holdings following such contribution (the "Closing").
- B. Pursuant to the Purchase Agreement, on September 3, 2002 QDI, QSC and Qwest Communications ("QC") filed a request for Waiver or Application for Approval of the Sale of the Arizona Operations of QDI with the Arizona Corporation Commission (the "Commission").
- C. On December 4, 2002, the Commission's Utility Division Staff (the "Staff") filed a request for a procedural order to approve the sale of the QDI business in Arizona.
- D. On September 8, 2003, the Commission issued an Opinion and Order approving the sale of the QDI business in Arizona (the "Approval").
- E. The Commission conditioned the Approval on receipt by QC of an acknowledgment and commitment from Dex Holdings to continue the publication of QC's tariff information in all of the Arizona directories in both Spanish and English until further order of the Commission.

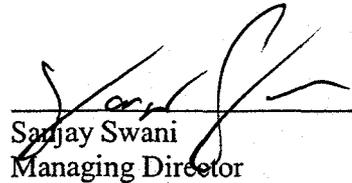
ACKNOWLEDGMENT AND COMMITMENT

Based on the foregoing recitals and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Dex Holdings acknowledges and commits to continue the publication of QC's tariff information in all of the Arizona directories in both Spanish and English until further order of the Commission. Dex Holdings further acknowledges that any changes to the substance or form of QC's tariff information currently being published must be approved by the Staff.

[Signature Page Follows]

This Acknowledgement and Commitment is hereby executed to be effective as of the date first written above.

DEX HOLDINGS LLC

By: 

Name: Sanjay Swani

Title: Managing Director