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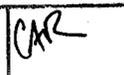
BEFORE THE ARIZONA CORPORATION COMMISSION: 38

MARC SPITZER  
Chairman  
JAMES M. IRVIN  
Commissioner  
WILLIAM MUNDELL  
Commissioner  
JEFF HATCH-MILLER  
Commissioner  
MIKE GLEASON  
Commissioner

Arizona Corporation Commission  
**DOCKETED**

MAY 20 2003

AZ CORP COMMISSION  
DOCUMENT CONTROL

DOCKETED BY 

IN THE MATTER OF QWEST  
COMMUNICATIONS INTERNATIONAL  
INC.'S, QWEST SERVICES  
CORPORATION'S, AND QWEST  
CORPORATION'S NOTICE OF SALE,  
REQUEST FOR WAIVER, OR  
APPLICATION FOR APPROVAL OF THE  
SALE OF THE ARIZONA OPERATIONS OF  
QWEST DEX, INC.

DOCKET No. T-01051B-02-0666

**MOTION AND CONSENT OF TIMOTHY  
BERG FOR PRO HAC VICE ADMISSION  
OF PHILIP J. ROSELLI ON BEHALF OF  
QWEST CORPORATION**

**EXPEDITED REVIEW REQUESTED**

Pursuant to Rule 33(c) and (d) Rules of the Supreme Court, the above-named attorney moves the Arizona Corporation Commission to admit Philip J. Roselli as counsel pro hac vice in this action.

The following exhibits are attached hereto pursuant to Rule 33(c) and (d):

1. the original Verified Application;
2. the Certificate of Good Standing; and
3. the State Bar of Arizona Notice of Receipt.

The filing fee as required under Rule 33(d) has been submitted to the State Bar of Arizona. Timothy Berg hereby agrees to serve as designated local counsel for the above-captioned docket. A proposed order admitting Philip J. Roselli accompanies this Motion.

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The hearing for this matter is currently scheduled for Tuesday, May 27, 2003, therefore Qwest Corporation respectfully requests expedited review.

DATED this 20<sup>th</sup> day of May, 2003.

FENNEMORE CRAIG

By   
Timothy Berg  
Theresa Dwyer  
3003 North Central Avenue, #2600  
Phoenix, AZ 85012-2913  
  
*Attorneys for Qwest Corporation*

**ORIGINAL** and **13 COPIES** filed  
this 20 day of ~~March~~ <sup>May</sup>, 2003, to:  
Docket Control  
ARIZONA CORPORATION COMMISSION  
1200 West Washington Street  
Phoenix, AZ 85007

**COPY** hand-delivered  
this 20 day of ~~March~~ <sup>May</sup>, 2003, to:  
Christopher Kempley, Chief Counsel  
Legal Division  
ARIZONA CORPORATION COMMISSION  
1200 West Washington Street  
Phoenix, Arizona 85007

~~Lyn Farmer Jane Rodda~~  
Legal Division  
ARIZONA CORPORATION COMMISSION  
1200 West Washington Street  
Phoenix, Arizona 85007

Ernest G. Johnson  
Director, Utilities Division  
ARIZONA CORPORATION COMMISSION  
1200 West Washington  
Phoenix, Arizona 85007

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**COPY** mailed this  
20<sup>th</sup> day of May, 2003, to:

Scott S. Wakefield  
Chief Counsel  
Residential Utility Consumer Office  
1110 West Washington, Suite 220  
Phoenix, AZ 85007

Thomas F. Dixon  
WorldCom, Inc.  
707 17<sup>th</sup> Street, 39<sup>th</sup> Floor  
Dever, CO 80202

Thomas H. Campbell  
Michael T. Hallem  
Lewis and Roca  
40 N. Central Avenue  
Phoenix, AZ 85004

Russell P. Rowe  
William C. Brittan  
Campbell, Bohn, Killin, Brittan & Ray, LLC  
270 St. Paul Street, Suite 200  
Denver, CO 80206

Michael Patten  
ROSHKA, HEYMAN & DEWULF  
400 E. Van Buren, Ste. 900  
Phoenix, AZ 85004-3906

Peter Q. Nyce, Jr.  
General Attorney – Regulatory Law Office  
Office of the Judge Advocate General  
Department of the Army (DOD/FEA)  
Litigation Center JALS-RL, Suite 713  
901 N. Stuart Street  
Arlington, VA 22203-1837

  
\_\_\_\_\_



For Official Use Only
App# <u>1000395</u>
Pro Hac ID # <u>8197543</u>

**NONRESIDENT ATTORNEY  
PRO HAC VICE APPLICATION**

Name: Philip Roselli  
 Residence Address: 10 Bark Cherry Littleton CO 80127  
 Office Address: Qwest, 1801 California Street, Suite 4900, Denver, CO 80202  
 Telephone: 303-672-2887 Fax: 303-295-7049

Title of cause or case where applicant seeks to appear: In the Matter of Qwest Communications International, Inc.'s, Qwest Services Corporation's, and Qwest Corporation's Notice of Sale, Request for Waiver, or Application for Approval of the Sale of the Arizona Operations of Qwest Dex, Inc.  
 Docket Number: T-01051B-02-0666  
 Court, Board, or Administrative Agency: Arizona Corporation Commission  
 Party on whose behalf applicant seeks to appear: Qwest Corporation

Courts to Which Applicant Has Been Admitted:	Date of Admission:	Bar Number:
<u>Colorado</u>	<u>1991</u>	<u>20963</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____

Applicant is a member in good standing in such courts.  
 Applicant is not currently disbarred or suspended in any court.

Applicant  is /  is not (select one) currently subject to any pending disciplinary proceeding or investigation by any court, agency or organization authorized to discipline attorneys at law.

Jurisdiction(s) Where Discipline Matter Pending:	Nature of Matter Under Investigation:	Name / Address of Disciplinary Authority:
_____	_____	_____
_____	_____	_____
_____	_____	_____

Applicant  has /  has not (select one) been disciplined by any court, agency or organization authorized to discipline attorneys at law.

In the preceding three (3) years, applicant has filed applications to appear as counsel under Rule 33, Arizona Rules of Supreme Court in the following:

Title of Matter:	Docket #:	Court or Agency:	Application Granted? (Y/N)
_____	_____	_____	_____
_____	_____	_____	_____

Name of local counsel: Timothy Berg  
State Bar of Arizona Number: 004170  
Address: Fennemore Craig, 3003 N. Central Ave., Ste. 2600, Phoenix, AZ 85012

Telephone : 602-916-5000 Fax: 602-916-5999

Name(s) of each party in this cause and name and address of all counsel of record:

Party:	Counsel of Record:	Address:
<u>Dex Holdings, Inc.</u>	<u>Michael Patten</u>	<u>400 E. Van Buren, Ste. 800, Phx 85004</u>
<u>RUCO</u>	<u>Scott Wakefield</u>	<u>1110 W. Washington, Ste. 220, Phx 85007</u>
<u>WorldCom</u>	<u>Thomas Campbell</u>	<u>Lewis&amp;Roca, 40 N. Central, Phx 85004</u>
<u>WorldCom</u>	<u>Thomas Dixon</u>	<u>WorldCom, 707 17<sup>th</sup> St., 39<sup>th</sup> Fl., Denver CO 80202</u>
<u>Dept. of Army</u>	<u>Peter Q. Nyce, Jr.</u>	<u>901 N. Stuart St., Arlington, VA 22203-1837</u>

Applicant is including with this application a nonrefundable application fee, payable to the State Bar of Arizona, in the amount of \$348.50.

This case or cause  is /  is not (select one) a related or consolidated matter for which applicant has previously applied to appear pro hac vice in Arizona. If this matter is a related or consolidated with any previous application, applicant certifies the following:

Applicant certifies the following:

1. Applicant shall be subject to the jurisdiction of the courts and agencies of the State of Arizona and to the State Bar of Arizona with respect to the law of this state governing the conduct of attorneys to the same extent as an active member of the State Bar of Arizona, as provided in Rule 46(b) Rules of the Supreme Court.
2. Applicant will review and comply with appropriate rules of procedure as required in the underlying cause.
3. Applicant understands and shall comply with the standards of conduct required of members of the State Bar of Arizona.

#### Verification

STATE OF Colorado  
County of Denver ss.

I, the Applicant, swear that all statements in the application are true, correct and complete to the best of my knowledge and belief.

Dated: 5/15/03

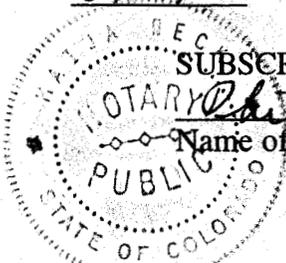
Applicant's signature Philip J. Roselli

SUBSCRIBED AND SWORN TO before me this 15<sup>th</sup> day of May, 2003, by

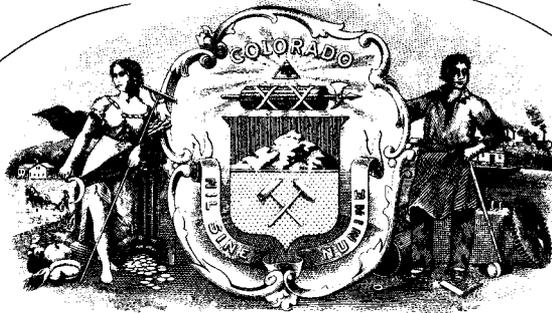
Philip J. Roselli  
Name of Applicant

Maria Beck  
Notary Public

My commission expires May 8, 2004.



# SUPREME COURT



## State of Colorado,

STATE OF COLORADO, ss:

I, Mac V. Danford Clerk of the Supreme Court of the State of Colorado, do hereby certify that

Philip Joseph Roselli

has been duly licensed and admitted to practice as an

*ATTORNEY AND COUNSELOR AT LAW*

within this State; and that his/her name appears upon the Roll of Attorneys and Counselors at Law in my office of date the 29<sup>th</sup>

day of October A. D. 1991 and that at the date hereof the said Philip Joseph Roselli

is in good standing at this Bar.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed the Seal of said Supreme Court, at Denver, in said State, this

15<sup>th</sup> day of May A. D. 2003

Mac V. Danford

Clerk

By Sharon H. Kazyler

Deputy Clerk



1 **Arizona Corporation Commission**

2  
3 In the Matter of Qwest, )  
4 Plaintiff, )  
5 v. )  
6 )  
7 Defendant. )

CASE #T 01051B 02 0666

SBA App # 1000375

**NOTICE OF RECEIPT OF COMPLETE APPLICATION**

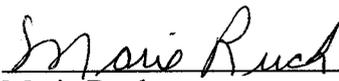
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9 NOTICE IS HEREBY given by THE STATE BAR OF ARIZONA that it has  
10 received the verified application and fee from Philip Roselli

11 In addition to this application, applicant has made the following applications to appear  
12 pro hac vice, pursuant to Rule33 (d), within the previous three (3) years:

Title of Matter	Court/Agency	Date	Granted?	
_____	_____	_____	<input type="checkbox"/> yes	<input type="checkbox"/> no
_____	_____	_____	<input type="checkbox"/> yes	<input type="checkbox"/> no
_____	_____	_____	<input type="checkbox"/> yes	<input type="checkbox"/> no
_____	_____	_____	<input type="checkbox"/> yes	<input type="checkbox"/> no

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17 Exhibit A, the original verified application and Exhibit B, the original Certificate(s) of  
18 Good Standing are attached hereto.

19 DATED this 20th day of May, 2003

20   
21 Marie Ruch  
22 Membership Records  
23 State Bar of Arizona

24 Original Mailed on  
25 This 20<sup>th</sup> day of May , 2003 to:  
Mr. Timothy Berg  
3003 N. Central Ave., Suite 2600  
Phoenix, AZ 85012-0001

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**BEFORE THE ARIZONA CORPORATION COMMISSION**

MARC SPITZER  
Chairman  
JAMES M. IRVIN  
Commissioner  
WILLIAM MUNDELL  
Commissioner  
JEFF HATCH-MILLER  
Commissioner  
MIKE GLEASON  
Commissioner

IN THE MATTER OF QWEST  
COMMUNICATIONS INTERNATIONAL  
INC.'S, QWEST SERVICES  
CORPORATION'S, AND QWEST  
CORPORATION'S NOTICE OF SALE,  
REQUEST FOR WAIVER, OR  
APPLICATION FOR APPROVAL OF THE  
SALE OF THE ARIZONA OPERATIONS OF  
QWEST DEX, INC.

DOCKET No. T-01051B-02-0666

**ORDER ADMITTING PHILIP J.  
ROSELLI PRO HAC VICE ON BEHALF  
OF QWEST CORPORATION**

Based upon the Motion and Consent of Timothy Berg for Pro Hac Vice Admission of  
Philip J. Roselling on Behalf of Qwest Corporation

IT IS HEREBY ORDERED that Philip J. Roselli be admitted pro hac vice as counsel for  
Qwest Corporation in the above-captioned docket.

DATED this \_\_\_\_\_ day of May, 2003.

By: \_\_\_\_\_  
Jane Rodda  
Administrative Law Judge  
Arizona Corporation Commission