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**CHAIRMAN MUNDELL
Proposed Amendment #1**

2002 MAY 29 A 9:21

TIME/DATE PREPARED: May 28, 2002

AZ CORP COMMISSION
DOCUMENT CONTROL

COMPANY: QWEST Corporation
(Performance Assurance Plan)

AGENDA ITEM NO. 1

DOCKET NO. T-00000A-97-0238

OPEN MEETING DATE: May 29 and May 30, 2002

Page 12, line 28, paragraph 57

DELETE "first sentence of paragraph"

INSERT

"We believe that a penalty cap of 44 percent of Qwest's Arizona net revenues as calculated in Qwest's ARMIS reports is appropriate. If Qwest reaches the Cap within any twelve-month period, a hearing shall be conducted to determine if the Cap needs to be adjusted upward and if other action should be taken. The hearing will proceed only after proper notice has been given to the parties."

Arizona Corporation Commission
DOCKETED
MAY 29 2002

DOCKETED BY *nae*