

Qwest Corporation
Law Department
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Jason D. Topp
Corporate Counsel

200 South 5th Street, Room 2200
Minneapolis, MN 55402
January 29, 2009

RECEIVED

Qwest
Spirit of Service®

JAN 29 2009

PUBLIC SERVICE COMMISSION

Ms. Illona Jeffcoat-Sacco
Executive Secretary
North Dakota Public Service Commission
600 East Boulevard Avenue, 12th Floor
Bismarck, ND 58505-0480

Re: Wireline Adoption Interconnection Agreement between Qwest Corporation
and CVC CLEC, LLC for the State of North Dakota

Dear Ms. Jeffcoat-Sacco:

Enclosed for filing for approval by the North Dakota Public Service Commission pursuant to 47 U.S.C. § 252 and N.D. Cent. Code § 49-21-01.7 is the original Wireline Adoption Interconnection Agreement between Qwest Corporation and CVC CLEC, LLC ("CVC") for the State of North Dakota. CVC is adopting the Interconnection Agreement between Bandwidth.com CLEC, LLC and Qwest Corporation which was approved by the Commission on July 11, 2008 in Docket No. PU-08-129.

Contact information for CVC is as follows:

Matthew Simpson
CVC CLEC, LLC
2922 South Roosevelt Street
Tempe, AZ 85282
(702) 278-1091
matthew@coreip.net

We will forward an electronic copy of the Agreement to you for posting on the Commission's website.

Thank you for your help with this matter. Please contact me if you have any questions or concerns.

Very truly yours,


Jason D. Topp

JDT/bardm

Enclosure

cc: Matthew Simpson (via e-mail)
Gina Buchholtz (via e-mail)

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PU-09-46 Filed: 1/29/2009 Pages: 3
Wireline Adoption Interconnection Agreement

Qwest Corporation

Jason Topp



January 13, 2009

CVC CLEC, LLC
Matthew Simpson, Manager Member
2922 S Roosevelt Street
Tempe, AZ 85282

Dear Mr. Simpson,

We have received your request that, under Section 252(i) of the Telecommunications Act of 1996, CVC CLEC, LLC ("CLEC") wishes to adopt in its entirety, the terms of the Wireline Interconnection Agreement and any associated amendments, if applicable, (the "Underlying Agreement") between Bandwidth.com CLEC, LLC (Agreement # CDS-080225-0007) and Qwest Corporation ("Qwest"), that was approved by the Commission on June 11, 2008, as an effective agreement in the State of North Dakota. CLEC is incorporated in the State of Arizona. We understand you have a complete copy of the Underlying Agreement.

By their respective signatures below, Qwest and CLEC ("the Parties") intend that this letter serves as their agreement ("Letter Agreement") for CLEC to adopt the Underlying Agreement under the following terms and conditions:

1. The Parties shall request the Commission to expedite its review and approval of this Letter Agreement. This Letter Agreement shall become effective upon such approval. If for some reason the Commission rejects all or part of the Letter Agreement either party may at its option declare the remainder of the Agreement void and be excused from any performance thereunder.
2. Notwithstanding the mutual commitments set forth herein, Qwest is entering into this Letter Agreement without prejudice to any positions it has taken previously, or may take in the future, in any legislative, regulatory, or other public forum addressing any matters, including those relating to the types of arrangements contained in the Underlying Agreement. During the proceeding in which the Commission is to review and approve the Letter Agreement, Qwest may point out that it has objected, and continues to object, to the inclusion of the terms and conditions to which it objected in the proceedings involving the approval of the Underlying Agreement.
3. CLEC adopts the terms and conditions of the Underlying Agreement for interconnection with Qwest Corporation and in applying the terms and conditions, agrees that CVC CLEC, LLC be substituted in place of "Bandwidth.com CLEC, LLC" throughout the Underlying Agreement wherever the latter appears.
4. Qwest requests that notice to Qwest Corporation as may be required under the Underlying Agreement shall be provided as follows:

Qwest Corporation
Director Interconnection Agreements
1801 California Street, Room 2410
Denver, CO 80202
Phone - 303-965-3029
Email - IntAgree@qwest.com

With copy to
Qwest Corporation Law Department
Attention: General Counsel, Interconnection
1801 California Street, 10th Floor
Denver, CO 80202
Phone: 303-383-6553
Email: Legal.Interconnection@qwest.com

CLEC requests that notice to CLEC as may be required under the Underlying Agreement shall be provided as follows:

CVC CLEC, LLC
Matthew Simpson, Manager Member
2922 S Roosevelt Street
Tempe, AZ 85282
Phone 702-278-1091
Email matthew@coreip.net

Copy To:
Mark Foster, Attorney at Law
702 Rio Grand Street
Austin, TX 78701
Phone 512-708-8700
Mark@mfoosterlaw.com

5. CLEC represents and warrants that it is a certified provider of local telecommunication service in the State of North Dakota and that this Agreement will cover services in that state only.

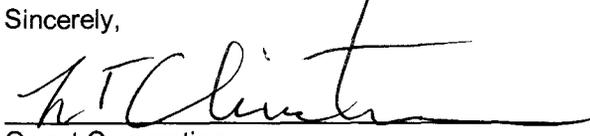
6. Please sign all three original copies of this letter, and overnight them within thirty (30) days to:

Manager of Interconnection
Qwest Corporation
1801 California St, Suite 2420
Denver, CO 80202
Phone: 303-965-3029

After thirty (30) days Qwest may rescind its willingness to consider the Agreement's terms and conditions.

7. Please note that Qwest will file this Letter Agreement with the appropriate state commission for approval; however, some state commissions will not approve the Letter Agreement until the CLEC is certified by the state commission. You may want to contact the appropriate state commission to determine the requisite filing guidelines.

Sincerely,



Date

1/16/09

Qwest Corporation
L. T. Christensen
Director - Wholesale Contracts
1801 California Street, Suite 24th Floor
Denver, Colorado 80202

I agree to all terms and conditions contained in this letter as indicated by my signature below:

CVC CLEC, LLC


Signature

Matthew Simpson
Name Printed

Manager Member
Title

01/14/09
Date