



CenturyLink™

Jason D. Topp
Senior Corporate Counsel - Regulatory
(651) 312-5364

November 13, 2012

Mr. Darrell Nitschke
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
dba CenturyLink QC and Hypercube Telecom, LLC for the State of North
Dakota

Dear Mr. Nitschke:

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 Wireline Adoption Interconnection Agreement between Qwest Corporation dba CenturyLink QC ("CenturyLink") and Hypercube Telecom, LLC ("Hypercube") for the State of North Dakota. Hypercube is adopting the Interconnection Agreement between Neutral Tandem, Inc. and CenturyLink which was approved by the Commission on August 17, 2010 in Docket No. PU-10-162.

Contact information for Hypercube is as follows:

Robert W. McCausland
Hypercube Telecom, LLC
3200 W. Pleasant Run Road, Suite 300
Lancaster, TX 75145
(469) 727-1640
Robert.mccausland@h3net.com

Lori Brosky
Hypercube Telecom, LLC
3200 W. Pleasant Run Road, Suite 300
Lancaster, TX 75145
(469) 727-1633
Lori.brosky@h3net.com

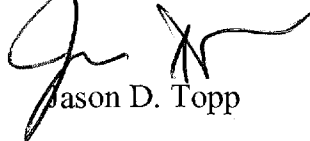
Mr. Darrell Nitschke

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

Very truly yours,

A handwritten signature in black ink, appearing to read "Jason D. Topp". The signature is stylized with a large initial "J" and a long horizontal flourish extending to the right.

Jason D. Topp

JDT/bardm

Enclosure

cc: Robert W. McCausland (via email)
Lori Brosky (via email)



August 22, 2012

Clay Myers, Executive VP, Finance
Hypercube Telecom, LLC
3200 W. Pleasant Run Road, Suite 300
Lancaster, TX 75145

Mr. Myers:

We have received your request that, under Section 252(i) of the Telecommunications Act of 1996, Hypercube Telecom, LLC ("CLEC") wishes to adopt in its entirety, the terms of the Wireline Interconnection Agreements and any associated amendments, if applicable, (the "Underlying Agreements") between Neutral Tandem, Inc. and Qwest Corporation dba CenturyLink QC ("CenturyLink"), for the States listed below. CLEC is incorporated in the State of Delaware. We understand you have a complete copy of the Underlying Agreements.

State	Adoption of	Agreement #	Approved by the State Commission	Expire Date (extended due to merger requirement)
Arizona	Neutral Tandem, Inc.	CDS-100414-0004	7-23-2010	4-1-2014
Colorado	Neutral Tandem, Inc.	CDS-100422-0001	8-8-2010	4-1-2014
Montana	Neutral Tandem, Inc.	CDS-100319-0003	8-17-2010	4-1-2014
New Mexico	Neutral Tandem, Inc.	CDS-100402-0003	8-8-2010	4-1-2014
North Dakota	Neutral Tandem, Inc.	CDS-100325-0001	8-17-2010	4-1-2014
South Dakota	Neutral Tandem, Inc.	CDS-100325-0002	6-24-2010	4-1-2014
Wyoming	Neutral Tandem, Inc.	CDS-100317-0001	7-7-2010	4-1-2014

By their respective signatures below, CenturyLink and CLEC (individually, a, "Party," or collectively, the "Parties") intend that this letter serves as their agreement for multiple states ("Letter Agreement") for CLEC to adopt the Underlying Agreements under the following terms and conditions:

1. The Parties shall request the Commissions to expedite its review and approval of this Letter Agreement. This Letter Agreement shall become effective upon such approval. Pursuant to the Underlying Agreement CLEC is adopting, these Agreements shall expire on the same date as the Underlying Agreements) – April 1, 2014. If for some reason any 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, CenturyLink 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 Agreements. During the proceeding in which the Commission is to review and approve the Letter Agreement, a Party 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 Agreements.
3. CLEC adopts the terms and conditions of the Underlying Agreements for interconnection with CenturyLink and in applying the terms and conditions, agrees that Hypercube Telecom, LLC be substituted in place of "Neutral Tandem, Inc." throughout the Underlying Agreements wherever the latter appears.

August 22, 2012/swd-ms/Hypercube Telecom, LLC

(Adoption of Neutral Tandem, Inc.)

(AZ=CDS-120822-0001); (CO=CDS-120822-0002); (MT=CDS-120822-0003); (NM=CDS-120822-0004);
(ND=CDS-120822-0005); (SD=CDS-120822-0006); (WY=CDS-120822-0007)

4. CenturyLink requests that notice to CenturyLink as may be required under the Underlying Agreements shall be provided as follows:

CenturyLink
Director – Wholesale Contracts
930 15th Street, 6th floor
Denver, CO 80202
Phone: 303-672-2879
Email: intagree@centurylink.com

With copy to:
CenturyLink
Wholesale Interconnection - Legal
1801 California Street, 9th Floor
Denver, CO 80202
Phone: 303-383-6553
Email: Legal.Interconnection@centurylink.com

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

Hypercube Telecom, LLC
Robert W. McCausland, SVP Gov't Affairs
3200 W. Pleasant Run Road, Suite 300
Lancaster, TX 75145
Phone: 469-727-11640
Email: robert.mccausland@h3net.com

With copy to:
Hypercube Telecom, LLC
Lori Brosky, Mgr Contracts & Regulatory
3200 W. Pleasant Run Road, Suite 300
Lancaster, TX 75145
Phone: 469-727-1633
Email: lori.brosky@h3net.com

5. CLEC represents and warrants that it is a certified provider of local telecommunication service in the States and that this Letter Agreement will cover services in these states only.

6. Please sign electronically via the DocuSign® process within thirty (30) days. After thirty (30) days CenturyLink may rescind its willingness to consider this Letter Agreement's terms and conditions.

7. Please note that CenturyLink will file this Letter Agreement with each of 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,

05E9FC68BD57454...
L T Christensen
DocuSigned By: L T Christensen

11/9/2012

L. T. Christensen
Director – Wholesale Contracts
Qwest Corporation dba CenturyLink QC
930 15th Street, 6th floor
Denver, Colorado 80202

Date

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

DocuSigned by:
Clay Myers
89DA868B06C24F8...

11/6/2012

Clay Myers
Executive VP, Finance
Hypercube Telecom, LLC
3200 W. Pleasant Run Road, Suite 300
Lancaster, TX 75145

Date