

Attachment B

Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554

In the Matter of)	
)	
QWEST CORPORATION)	CC Docket No. 96-45
ALL WEST COMMUNICATIONS, INC.)	
)	
Joint Petition for Waivers of the Definition of)	
"Study Area" Contained in Part 36, Appendix-)	
Glossary of the Commission's Rules)	

**AMENDMENT TO
JOINT PETITION FOR STUDY AREA WAIVERS**

Qwest Corporation ("Qwest") and All West Communications, Inc. ("All West") hereby amend the "Joint Petition for Study Area Waivers" that they submitted on November 30, 2007, to add two additional proposed revisions to the boundaries of their Utah study areas. The two additional revisions are: (1) the transfer of Utah portion of Qwest's existing Wasatch exchange from Qwest's Utah study area to All West's Utah study area; and (2) the addition of a non-certificated and unserved area between the transferred portion of Qwest's Wasatch exchange and All West's existing Coalville, Utah exchange, to All West's Utah study area.

Pending Study Area Waiver Petition

The November 30, 2007 petition requested: (1) a revision of the Qwest and All West Utah study area boundaries to transfer a previously unserved 100-acre portion of a new private development (approximately 73 building lots) from Qwest's Park City, Utah exchange to All West's Jordanelle, Utah exchange; and (2) a revision of the Qwest and All West Wyoming study area boundaries to transfer a previously unserved five-square-mile portion of southwestern Uinta County, Wyoming (containing four business customers and approximately 10 access lines) from

Qwest's Wyoming study area to All West's Wyoming study area. The petition appeared on the Commission's Public Notice (*Comment Sought on the Joint Petition of Qwest Corporation and All West Communications, Inc. to Waive the Study Area Boundary Freeze as Codified in Part 36 of the Commission's Rules*), DA 08-58, released January 9, 2008. The pleading cycle was completed February 25, 2008, and the petition remains pending. Qwest and All West continue to request the two study area boundary changes.

Two Additional Areas

Qwest and All West request two additional study area changes. The first of the two additional areas is the Utah portion of Qwest's Wasatch exchange, which contains approximately eight (8) customers and approximately ten (10) access lines. Qwest previously provided basic dial tone services to the area from its Evanston, Wyoming office via a toll cable that has been converted to subscriber cable. All West had fiber optic facilities that traversed a portion of the Wasatch exchange, and connected these facilities with fiber-to-the-premises facilities to serve its customers within the new area. All West is now able to bring advanced services and digital subscriber line ("DSL") services, as well as basic dial tone services, to its customers in the subject new area.

The second additional area is an unserved area of approximately 135 square miles located between the transferred Utah portion of Qwest's Wasatch exchange and the existing boundaries of All West's Coalville exchange. This area presently contains no telephone customers, and is not part of any incumbent local exchange carrier's ("ILEC's") certificated Utah exchange area or study area. All West has fiber optic facilities that traverse a portion of the area, and will be in a position to provide service if it is ever requested.

A map of All West's Utah study area is attached as Exhibit A.

Compliance With "One Percent" Condition

Qwest and All West certify that the aggregation of all local telephone exchange transfers and study area waivers involving them and their subsidiaries and affiliates during 2008, including the two additional areas requested in this amendment, will not cause a shift in Universal Service Fund ("USF") cost recovery in an amount equal to or greater than one percent of the total USF assistance for 2008.

State Commission Approval

The Public Service Commission of Utah has issued orders approving both the transfer of the Utah portion of the Wasatch exchange to All West, and the revision of All West's Coalville exchange boundary to encompass the intervening unserved area. It has granted All West eligible telecommunications carrier ("ETC") status for the entire revised Coalville exchange, including the subject two additional areas. See the attached Order Granting Joint Petition to Transfer Service Territory, Docket No. 08-049-26, issued September 11, 2008 (Exhibit B); and the attached Order Granting Petition for Revision of Coalville Exchange Boundary, Docket No. 08-2270-01, issued September 11, 2008 (Exhibit C).

Universal Service Impact

The existing Section 54.305(a) limitations upon the receipt of universal service support will apply to the transfer of the Utah portion of Qwest's Wasatch exchange to All West. Qwest does not presently receive universal service support for study area in which the area is presently included.

In M&L Enterprises, Inc., d/b/a Skyline Telephone Company, 19 FCC Rcd 6761 (2004) at par. 16, the Commission held that rural carriers that acquire "unserved" areas having no facilities or

customers can receive high-cost universal service support based upon their own embedded costs. However, at this time, there are no customers within unserved area between the transferred Utah portion of Qwest's Wasatch exchange and the existing boundaries of All West's Coalville exchange, and no clear indication how many (if any) and when (if ever) the predominately seasonal residents of this area may ever request service. Because All West does not know whether or when it will ever construct facilities or provide service within this area, it has not been able to prepare and submit an accurate estimate of potential USF impact. At this time, the best estimate is that there will be no USF requested or provided with respect to the subject area within the next three-to-four years (that is, that there is likely to be no substantial construction within the area during 2009 and 2010, and consequently no USF prior to 2013 due to the two-year lag).

Public Interest Benefits

Transfer of the Utah portion of Qwest's Wasatch exchange to All West will give the existing customers residing in the area, plus any new customers, access to fiber optic trunks and future fiber-to-the-premises facilities that will improve the quality of their existing basic dial tone services, plus provide them with access during the foreseeable future to advanced services and digital subscriber line ("DSL") services.

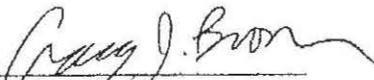
Inclusion of the unserved area between the transferred Utah portion of Qwest's Wasatch exchange and the existing boundaries of All West's Coalville exchange within All West's Utah study area will make it possible for All West to provide quality telecommunications facilities and services to seasonal and permanent residents of that area if and when they request service.

Conclusion

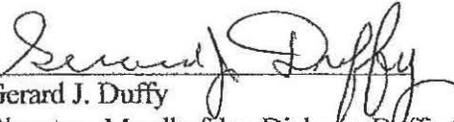
Petitioners Qwest and All West have met their burden of proving that the proposed two additional areas to be included within their amended and pending study area boundary waiver petition: (a) are not opposed by the state commission that has regulatory authority over the subject Utah study areas; (b) will not adversely affect the Universal Service Fund; and (c) will be in the public interest. Therefore, the Bureau is respectfully requested to waive its frozen study area boundaries to allow the two additional areas to be included in All West's Coalville exchange and Utah study area (Study Area Number 502288), in addition to the Utah and Wyoming study area boundary revisions requested in the November 30, 2007 petition.

Respectfully submitted,

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Dated: December 18, 2008

Exhibit A

Map of All West Communications, Inc. Utah Study Area

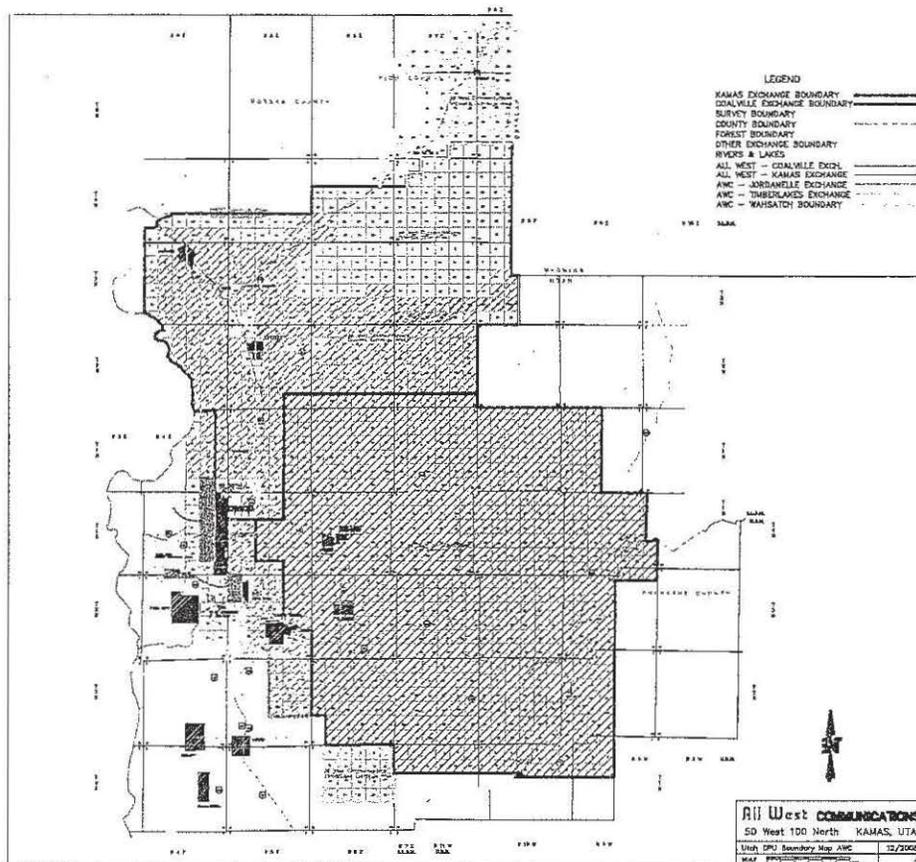


Exhibit B

**Public Service Commission of Utah
Order in Docket No. 08-049-26**

slight increase in the customer's costs for long distance calling based on the call patterns of the customers. The Division further found that All West's local rates are slightly higher than Qwest's, but the transfer of the service area will enable the customers to have advanced calling feature, DSL and video services. The Division further determined that there would be no immediate impact to the Universal Service Fund because the Transferred Area is not eligible for federal USF support as a former Qwest property. All new plant placed in the area would be added to All West's rate base for ratemaking and state USF eligibility determinations. There was no opposition to the Joint Petition.

Based on the Petition, the Division's recommendation and good cause appearing therefore, the Commission makes the following findings of fact and conclusions of law:

FINDINGS OF FACT

1. Qwest is a Regional Bell Operating Company and telephone corporation certificated to provide a wide range of telecommunications services in the State of Utah including, without limitation, the Transferred Area pursuant to a Certificate of Convenience and Necessity issued by the Commission. Qwest subscribers in the Transferred Area are served out of Qwest's Evanston, Wyoming Central Office.

2. All West is a telephone corporation certificated to provide a wide range of telecommunications services in the State of Utah including, without limitation, the Coalville, Utah exchange pursuant to a Certificate of Convenience and Necessity issued by the Commission.

3. Contemporaneous with the filing of this Joint Petition, All West filed a Boundary Revision Petition with the Commission in which All West requested that the Commission revise the Coalville Exchange Boundary to include currently non-certificated territory within the Coalville Exchange. The Transferred Territory, which is the subject of this Joint Petition, is contiguous with, and adjacent to, the Coalville, Utah exchange currently served, or to be served, by All West.

4. Qwest currently serves approximately ten (10) access lines in the Transferred Area with eight (8) customers. Qwest currently serves those customers out of the Evanston, Wyoming Offices of Qwest on a toll cable which has been converted to subscriber cable. The only services provided by Qwest to the Transferred Area are basic dial tone services. All West currently has fiber located on the east side of the Wasatch Exchange. All West plans to use that fiber to connect to UDOT fiber to the Echo Port of Entry. All West plans to construct fiber facility from the Echo Port of Entry to the subscribers in the Transferred Area (the "Subscribers"), thereby providing the Subscribers with fiber to the premises. This will enable All West to provide dial tone, advanced calling features and DSL to the Transferred Area.

5. All West is ready, willing and able to meet the service demands of the Transferred Area. The customers in the Transferred Area are currently being served with technology that includes air-core distribution facilities. As such, these customers receive only basic voice service. Further, those customers do not have available to them technologically advanced services that could be provisioned by All West's facilities described above.

6. Qwest has no plans to upgrade the facilities in the Transferred Area. Qwest has no objection to transferring the Transferred Territory to All West.

CONCLUSIONS OF LAW

1. All West's existing plant and that which it is currently constructing will facilitate and accommodate additional services in the residential and commercial markets in the Transferred Area. It is in the public interest to transfer the Transferred Area from Qwest to All West as additional services will be available and improved facilities will service be available to provide telecommunications services.

ORDER

NOW, THEREFORE, IT IS HEREBY ORDERED, that:

The Joint Petition to Transfer Service Territory is granted. All West's Coalville Exchange Boundary is hereby revised to include the Transferred Area as described in Exhibit "A" attached hereto and by this reference made a part hereof. Qwest's Wasatch Exchange Boundary is hereby revised to exclude the Transferred Area described in Exhibit A attached hereto and by reference made a part hereof.

DATED at Salt Lake City, Utah, this 11th day of September, 2008.

/s/ Ted Boyer, Chairman

/s/ Ric Campbell, Commissioner

/s/ Ron Allen, Commissioner

Attest:

/s/ Julie Orchard
Commission Secretary
G#58904

DOCKET NO. 08-049-26

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EXHIBIT A

QWEST Wasatch Exchange Territory Transferred to AllWest Coalville Exchange

Sections 1, 11 & 12, Township 4 North, Range 6 East, SLBM Sections 5, 6 & 7, Township 4 North, Range 7 East, SLBM Sections 1, 2, 3, 4, 9, 10, 11, 12, 13, 14, 15, 16, 21, 22, 23, 24, 25, 26, 27, 28, 29, 30, 31, 32, 33 & 34, Township 5 North, Range 7 East, SLBM Sections 23, 24, 25, 26, 27, 28, 29, 31, 32, 33, 34, 35 & 36, Township 6 North, Range 7 East Sections 4, 5, 6, 7, 8, 9, 16, 17, 18, 19, 20, 21, 28, 29 & 30, Township 5 North, Range 8 East Sections 16, 17, 18, 19, 20, 21, 28, 29, 30, 31, 32 & 33, Township 6 North, Range 8 East

Exhibit C

Public Service Commission of Utah
Order in Docket No. 08-2270-01

- BEFORE THE PUBLIC SERVICE COMMISSION OF UTAH -

In the Matter of the Request of All West
Communications, Inc., for Revision of
Exchange Boundaries

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DOCKET NO. 08-2270-01
ORDER GRANTING PETITION FOR
REVISION OF COALVILLE
EXCHANGE BOUNDARY

ISSUED: September 11, 2008

By the Commission:

On June 2, 2008, All West Communications, Inc. ("All West") petitioned to revise its Coalville Exchange boundary to incorporate non-certificated territory located between the Wasatch Exchange of Qwest territory served from Evanston, Wyoming and All West's existing Coalville Exchange boundary as set forth on Exhibit A, attached hereto and incorporated herein by reference (the "Non-Certificated Area"). Contemporaneously, All West and Qwest Corporation ("Qwest") filed a Joint Petition To Transfer Service Area from Qwest to All West (Docket No. 08-049026). The purpose of the petitions was (1) to transfer the Qwest service area constituting the Utah portion of the Wasatch Exchange to All West (the "Transferred Area") and (2) to add the contiguous non-certificated area between the Transferred Area and All West's Exchange.

The Division of Public Utilities has recommended to the Commission that All West's Petition to Revise Exchange Boundary ("All West's Petition") be approved. The Division found that there was no current impact to customers because there are currently no customers in the area. The Division further found that All West has fiber facilities running through a portion of the area that would facilitate possible future development. The Division

further determined that there would be no immediate impact to the Universal Service Fund because the Non-Certificated Area is not eligible for federal USF support as a former Qwest property. All new plant placed in the area would be added to All West's rate base for ratemaking and state USF eligibility determinations. There was no opposition to All West's Petition.

Based on the Petition, the Division's recommendation and good cause appearing therefor, the Commission makes the following findings of fact and conclusions of law:

FINDINGS OF FACT

1. All West is a regulated local exchange carrier (LEC) holding a certificate of public convenience and necessity from the Commission. All West is certificated to provide local telephone services in parts of Summit, Wasatch and Rich Counties, Utah.

2. All West is the incumbent LEC in the Coalville Exchange.

3. The Non-Certificated Territory is not currently located in any LEC service area. The area is, however, experiencing seasonal growth.

4. If the Non-Certificated Territory is added to All West's Coalville Exchange, All West acknowledges that it will have carrier of last resort obligations with respect to the Non-Certificated Area, and would be eligible for eligible telecommunications carrier (ETC) status for the Non-Certificated area.

5. All West is well situated to serve the Non-Certificated Territory as it currently has facilities available in the Coalville Exchange, contiguous with this area, and would be able, upon request, to provide dial tone and additional telecommunications services to the Non-Certificated Territory.

CONCLUSIONS OF LAW

1. It is in the public interest to allow All West to have the ability to service the Non-Certificated Territory, which is adjacent to and contiguous with the All West Coalville Exchange, by placing Non-Certificated Territory within the service territory of All West as the incumbent LEC.

2. It is in the public interest to grant All West ETC status with respect to the Non-Certificated Territory.

ORDER

NOW, THEREFORE, IT IS HEREBY ORDERED, that:

Pursuant to Utah Code Section 54-4-1, All West's Petition for Revision of Exchange Boundary is granted. All West's Coalville Exchange Boundary is hereby revised to include the unserved, currently non-certificated area near Coalville, Utah, as described in Exhibit "A" attached hereto and by this reference made a part hereof. All West is granted ETC status with respect to the entire revised boundary of the Coalville Exchange.

DATED at Salt Lake City, Utah, this 11th day of September, 2008.

/s/ Ted Boyer, Chairman

/s/ Ric Campbell, Commissioner

/s/ Ron Allen, Commissioner

Attest:

/s/ Julie Orchard
Commission Secretary
G#58905

DOCKET NO. 08-2270-01

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EXHIBIT A

DOCKET NO. 08-2270-01

All West Coalville Exchange Revision of Exchange Boundary

Open Area Boundary Description

Sections 12,13, & 24 Township 3 North Range 5 East SLBM

Sections 1-22 Township 3 North Range 6 East SLBM

Sections 1-24 Township 3 North Range 7 East “ “

Sections 4,5,6,7,8,9, & 18 Township 3 North Range 8 East SLBM

Sections 13-28 & 33-36 Township 4 North Range 6 East SLBM

Sections 1-4 & 8-36 Township 4 North Range 7 East SLBM

Sections 4-9, 16-21, & 28-33 Township 4 North Range 8 East SLBM

Sections 35 & 36 Township 5 North Range 7 East SLBM

Sections 31-33 Township 5 North Range 8 East SLBM



The FCC Acknowledges Receipt of Comments From ...
Qwest Corporation and All West Communications, Inc.
 ...and Thank You for Your Comments

Your Confirmation Number is: '20081219441603 '	
Date Received:	Dec 19 2008
Docket:	96-45
Number of Files Transmitted: 1	

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