Ted D. Smith Stoel Rives LLP 201 South Main Street, Suite 1100 Salt Lake City, Utah 84111 Telephone: (801) 589-6946 Facsimile: (801) 578-6999 tsmith@stoel.com

George Baker Thomson, Jr. QWEST SERVICES CORP. 1801 California St., Suite 1000 Denver, CO 80202 Telephone: (303) 383-6728 Facsimile: (303) 296-3132 George.Thomson@qwest.com

Jason D. Topp QWEST SERVICES CORP. 200 South Fifth Street, Room 395 Minneapolis, MN 55402 Telephone: (612) 672-8905 Facsimile: (612) 383-8911 Jason.Topp@qwest.com

Attorneys for Qwest Corporation

BEFORE THE PUBLIC SERVICE COMMISSION OF UTAH

In the Matter of the Petition of Eschelon Telecom of Utah, Inc. for Arbitration with Qwest Corporation, Pursuant to 47 U.S.C. Section 252 of the Federal Telecommunications Act of 1996

Docket No. 07-2263-03

MOTION FOR PROTECTIVE ORDER

Qwest Corporation ("Qwest") hereby moves the Commission to enter a Protective

Order in the form attached hereto. The grounds for this Motion are as follows:

1. The entry of the proposed Protective Order will expedite and facilitate the

exchange of information by the parties by affording protection to valuable, confidential,

trade secret, and proprietary business information.

2. The proposed Protective Order is fair and equitable to all parties and provides the parties and the Commission with access to information while allowing for the protection of the integrity of confidential information.

3. The proposed Protective Order is in the same form as Protective Orders

entered by the Commission in recent cases involving other utilities under its jurisdiction,

including the Protective Order entered March 14, 2006 in Docket No. 06-049-40.

Based upon the foregoing, Qwest requests that the Commission enter the

Protective Order in the form attached hereto.

RESPECTIVELY SUBMITTED: July ____, 2007.

QWEST CORPORATION

By: _____

Ted D. Smith Stoel Rives LLP 201 South Main Street, Suite 1100 Salt Lake City, Utah 84111 Telephone: (801) 589-6946 Facsimile: (801) 578-6999 tsmith@stoel.com

George Baker Thomson, Jr. QWEST SERVICES CORP. 1801 California St., Suite 1000 Denver, CO 80202 Telephone: (303) 383-6728 Facsimile: (303) 296-3132 George.Thomson@qwest.com

Jason D. Topp QWEST SERVICES CORP. 200 South Fifth Street, Room 395 Minneapolis, MN 55402 Telephone: (612) 672-8905 Facsimile: (612) 383-8911 Jason.Topp@qwest.com

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing **MOTION FOR**

PROTECTIVE ORDER was served on the following by electronic mail at the address

shown on July ____, 2007:

Gregory J. Kopta Davis Wright Tremaine LLP 2600 Century Square 1501 Fourth Avenue Seattle, WA 98101-1688 <u>Gregkopta@dwt.com</u>

Gregory R. Merz Gray, Plant, Mooty, Mooty & Bennett, P.A. 80 South Eighth Street, Suite 500 Minneapolis, MN 55402-3796 <u>Gregory.merz@gpmlaw.com</u>

Karen L. Clauson Eschelon Telecom, Inc. 730 Second Avenue South, Suite 900 Minneapolis, MN 55402 <u>klclauson@eschelon.com</u>

Tobe Goldberg Eschelon Telecom, Inc. 730 Second Avenue South, Suite 900 Minneapolis, MN 55402 tlgoldberg@eschelon.com

Joan Olson Eschelon Telecom, Inc. 730 Second Avenue South, Suite 900 Minneapolis, MN 55402 jmolson@eschelon.com