

ORIGINAL

UTAH PUBLIC SERVICE COMMISSION

Kori Riley
Risk Management Analyst
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March 20, 2013

Public Service Commission of Utah
160 E. 300th South
Salt Lake City, UT 84114

RE: **Bond Replacement**

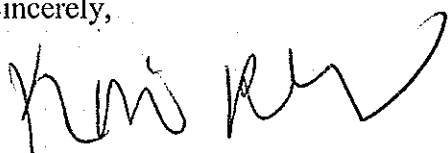
Docket No. 11-2266-01

Dear Sir or Madam:

Please find enclosed License Bond No. CMS0270733 in the amount of \$100,000.00. This bond replaces Travelers Casualty and Surety Company of America Bond No. 20S1033874316BCM effective January 16, 2013.

If this bond is no longer required or the amount can be reduced, please let me know. For cancellation, return the original bond with a note stating that the bond can be cancelled.

Sincerely,



Kori Riley
Sr. Risk Management Analyst
1025 Eldorado Blvd
Broomfield, CO 80021

enclosure

This bond replaces and supersedes Travelers Casualty and Surety Company of America bond no. 20S103387431BCM effective January 16, 2013.

BOND NO. CMS0270733

LICENSE OR PERMIT BOND

KNOW ALL MEN BY THESE PRESENTS

That Level 3 Communications, LLC
as Principal, and RLI Insurance Company
having its executive office in 9025 N. Lindbergh Drive, Peoria, IL 61615
as Surety, are held and firmly bound unto Public Service Commission of Utah
160 East 300 South, Salt Lake City, Utah 84114
hereinafter referred to as Obligee in the penal sum of One Hundred Thousand and
00/100 Dollars (\$100,000.00) for the payment of which, well and truly to be
made, we bind ourselves, our heirs, executors, administrator, successors and assigns,
jointly and severally, firmly by these presents.

WHEREAS, the said Principal has applied for a Certificate of Authority in accordance
with the requirements of Docket No. 98-2266-01 of the Public Service Commission of
Utah and shall save and keep harmless the Public Service Commission of Utah and
protect said Public Service Commission of Utah from all liability to any person by reason
of damage to any person or property as a result of the operations performed under such
license.


NOW, THEREFORE, THE CONDITIONS OF THIS OBLIGATION IS SUCH, That if said
Principal shall comply with all applicable Ordinances, Rules and Regulations, and any
Amendments thereto, then this obligation shall be null and void, otherwise to remain in
full force and effect.

This bond becomes effective on the 16th day of January, 2013 and shall
continue in force until cancelled by Surety giving thirty (30) days written notice to
Obligee and Principal of its intention to terminate its liability hereunder.

DATED: March 5, 2013

Level 3 Communications, LLC

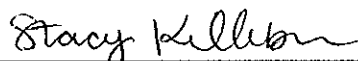
BY



Thomas C. Nix, Attorney-in-Fact

RLI Insurance Company

BY



Stacy Killebrew, Attorney-in-Fact



RLI Surety
 P.O. Box 3967 | Peoria, IL 61612-3967
 Phone: (800)645-2402 | Fax: (309)689-2036
 www.rlicorp.com

POWER OF ATTORNEY

RLI Insurance Company

Know All Men by These Presents:

That this Power of Attorney is not valid or in effect unless attached to the bond which it authorizes executed, but may be detached by the approving officer if desired.

That **RLI Insurance Company**, an Illinois corporation, does hereby make, constitute and appoint:
Kathleen K. Freund, Margarita Holguin, Stacy Killebrew, Joseph R. Poplawski, jointly or severally.

in the City of Denver, State of Colorado its true and lawful Agent and Attorney in Fact, with full power and authority hereby conferred, to sign, execute, acknowledge and deliver for and on its behalf as Surety, the following described bond.

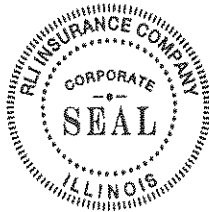
Any and all bonds provided the bond penalty does not exceed Twenty Five Million Dollars (\$25,000,000.00).

The acknowledgment and execution of such bond by the said Attorney in Fact shall be as binding upon this Company as if such bond had been executed and acknowledged by the regularly elected officers of this Company.

The **RLI Insurance Company** further certifies that the following is a true and exact copy of the Resolution adopted by the Board of Directors of **RLI Insurance Company**, and now in force to-wit:

"All bonds, policies, undertakings, Powers of Attorney or other obligations of the corporation shall be executed in the corporate name of the Company by the President, Secretary, any Assistant Secretary, Treasurer, or any Vice President, or by such other officers as the Board of Directors may authorize. The President, any Vice President, Secretary, any Assistant Secretary, or the Treasurer may appoint Attorneys in Fact or Agents who shall have authority to issue bonds, policies or undertakings in the name of the Company. The corporate seal is not necessary for the validity of any bonds, policies, undertakings, Powers of Attorney or other obligations of the corporation. The signature of any such officer and the corporate seal may be printed by facsimile."

IN WITNESS WHEREOF, the **RLI Insurance Company** has caused these presents to be executed by its Vice President with its corporate seal affixed this 7th day of January, 2013.



RLI Insurance Company

By: Roy C. Die Vice President

State of Illinois }
 County of Peoria } SS

CERTIFICATE

On this 7th day of January, 2013, before me, a Notary Public, personally appeared Roy C. Die, who being by me duly sworn, acknowledged that he signed the above Power of Attorney as the aforesaid officer of the **RLI Insurance Company** and acknowledged said instrument to be the voluntary act and deed of said corporation.

I, the undersigned officer of **RLI Insurance Company**, a stock corporation of the State of Illinois, do hereby certify that the attached Power of Attorney is in full force and effect and is irrevocable; and furthermore, that the Resolution of the Company as set forth in the Power of Attorney, is now in force. In testimony whereof, I have hereunto set my hand and the seal of the **RLI Insurance Company** this 4th day of March, 2013.

By: Jacqueline M. Bockler Notary Public

RLI Insurance Company

By: Roy C. Die Vice President



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ACKNOWLEDGEMENT BY PRINCIPAL

STATE OF COLORADO
COUNTY OF Broomfield

On this 20th day of MARCH, 2013, before me, Kori L Riley,
a Notary Public, within and for said County and State, personally appeared
Thomas Nix to me personally known to be Attorney-in-Fact for Level 3
Communications, LLC. and acknowledged that he executed the said
instrument as the free act and deed of said Company.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my
official seal, at my office in the aforesaid County, the day and year in this
certificate first above written.

Kori L Riley

Notary Public in the State of Colorado
County of Broomfield

