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**BEFORE THE STATE CORPORATION COMMISSION
OF THE STATE OF KANSAS**

Kansas Corporation Commission
of Susan V. Duffy
STATE CORPORATION COMMISSION

JUL 29 2004

In the Matter of Arbitration Between)
Level 3 Communications, LLC and)
SBC Communications, Inc., Pursuant to)
Section 252(b) of the Communications Act)
Act of 1934, as Amended by the)
Telecommunications Act of 1996, for)
Rates, Terms, and Conditions)
of Interconnection)

Docket No. 04-L3CT-1046-ARB

Susan Talbot Docket Room

**JOINT MOTION TO ACCEPT SECOND STIPULATION
TO EXTEND TIME FOR ARBITRATION DECISION**

The parties to this arbitration, Level 3 Communications, LLC (“Level 3”) and Southwestern Bell Telephone, L.P. d/b/a SBC Kansas (“SBC”) (collectively, the “Parties”), now jointly move the Commission and Arbitrator to accept their attached Second Stipulation to Extend Time for Arbitration Decision. In support of their motion the Parties state as follows:

1. On June 28, 2004, the Parties entered into a Standstill Agreement to devote their efforts to negotiating their differences in this matter for a 30-day period, ending July 30, 2004.

Through continued negotiations the Parties hoped to narrow if not fully resolve the issues in the Petition, and also to develop a joint Disputed Points List (“Joint DPL”) that would aid in the arbitration of any outstanding issues.

2. On July 6, 2004, the Parties presented their Standstill Agreement to the Commission and Arbitrator Claus. The Parties acknowledged that if there were indeed issues remaining to be arbitrated as of July 30, there might not be enough time to meet the nine-month deadline established under 47 U.S.C. 252(b)(4)(C) for completing arbitration. They therefore moved the Commission and Arbitrator Claus to accept their joint stipulation to waive any and all

rights to challenge a Commission order in this arbitration proceeding on the grounds that the order is issued later than September 12, 2004, the nine-month deadline for completing this arbitration under Section 252.

3. On July 12, 2004, Arbitrator Claus issued an order accepting the Parties' Stipulation to Extend Time for Arbitration Decision, and establishing that the new deadline for completing arbitration is October 12, 2004. *See* Arbitrator's Order Concerning Matters Raised at Pre-Hearing Conference ("Pre-Hearing Order") at ¶ 5. Arbitrator Claus also ordered the Parties to file any new joint DPL and proposed schedule by July 29, 2004, which would then be reviewed at a pre-hearing conference to be held August 2, 2004. *Id.* at ¶ 6.

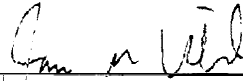
4. In the intervening time, the Parties have made considerable progress in resolving issues and clarifying those that remain. As a result, the Parties now move for more time, specifically until August 16, 2004, to complete the negotiation process and summarize the issues remaining for arbitration in a Joint DPL, with an accompanying proposed hearing schedule. This represents a 17-day extension of the original July 30, 2004 end date of the Standstill Agreement. The Parties also move for a continuance of the August 2, 2004 prehearing conference to August 19, 2004, to allow time for Arbitrator Claus to review the Joint DPL and proposed hearing schedule.

5. The Parties have attached a Second Stipulation to Extend Time for Arbitration Decision, which reiterates their agreement not to challenge a Commission order in this arbitration proceeding on the grounds that it is untimely under Section 252. In accordance with paragraph 5 of the Pre-Hearing Order, the Second Stipulation also specifically states that the new deadline for completion of the arbitration would be October 29, 2004, reflecting the 17-day extension of the Standstill Agreement.

6. Level 3 and SBC now jointly move the Commission and Arbitrator to accept their Second Stipulation to Extend Time for Arbitration Decision.

Dated: July 29, 2004

Respectfully submitted,



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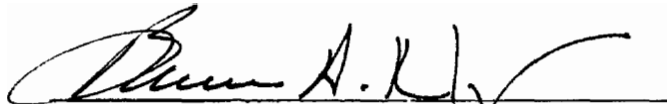
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SECOND STIPULATION TO EXTEND TIME FOR ARBITRATION DECISION

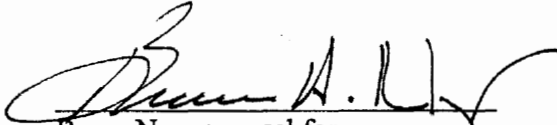
Level 3 Communications, LLC and Southwestern Bell Telephone, L.P. d/b/a SBC Kansas (collectively, the "Parties") hereby stipulate and agree as follows:

1. On July 6, 2004, in *In the Matter of Arbitration Between Level 3 Communications LLC and SBC Communications, Inc.*, Kansas Corporation Commission ("Commission") Docket No. 04-L3CT-1046-ARB, the Parties stipulated by motion to waive any and all rights to challenge a Commission order in the arbitration proceeding on the grounds that the order was issued later than September 12, 2004, the nine-month deadline for completing arbitration under Section 252 of the 1996 Telecommunications Act. The stipulation arose from the Parties agreement to suspend the arbitration process for a 30-day period ending July 30, 2004 to allow negotiations to narrow or eliminate the issues that need to be arbitrated.

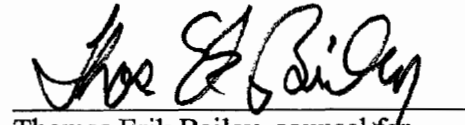
2. On July 12, 2004, Arbitrator Cynthia Claus accepted the Parties' stipulation, and established that the new deadline for completion of the arbitration is October 12, 2004.

3. The Parties now hereby agree to continue the suspension of the arbitration process for another 17 days, until August 16, 2004. On August 16, the Parties agree to present Arbitrator Claus with a Joint Disputed Points List containing any outstanding issues that need to be arbitrated, as well as a proposed schedule for hearing.

4. Based on this 17-day extension, the Parties agree that the new deadline for completion of the arbitration is now October 29, 2004.


Bruce Ney, counsel for
Southwestern Bell Telephone, L.P.
Telephone, L.P. d/b/a SBC Kansas

Dated: 7-29-04


Thomas Erik Bailey, counsel for
Level 3 Communications, LLC

Dated: 7.29.04

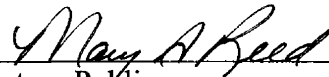
VERIFICATION

I, Michael Scott, of lawful age, and being first duly sworn, now state: I am Area Manager – Regulatory Issues, and have read the above Joint Motion to Accept Second Stipulation to Extend Time for Arbitration Decision, and verify the statements contained herein to be true and correct to the best of my knowledge and belief.



Michael Scott

Subscribed and sworn to before me this 29th day of July, 2004.


Notary Public

My appointment expires: October 15, 2006

CERTIFICATE OF SERVICE

I hereby certify that a correct copy of the above Joint Motion to Accept Second Stipulation to Extend Time for Arbitration Decision was sent via U.S. Mail or hand-delivered on this 29th day of July, 2004, to:

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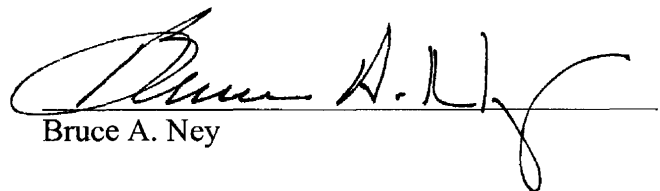
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