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SOUTH DAKOTA PUBLIC UTILITIES COMMISSION

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March 3, 2005

Ms. Darla Rogers
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Mr. John W. Burke
Attorney at Law
Barker, Wilson, Reynolds & Burke
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Belle Fourche, SD 57717-0100

Mr. David U. Fierst #912899
Attorney at Law
Stein, Mitchell & Mezines, LLP
1100 Connecticut Avenue N.W., Suite 1100
Washington, D.C. 20036

Re: In the Matter of the Request for Confidentiality
Determination in Accordance with ARSD 20:10:01:42
Docket TC05-017

Dear Counsel:

Enclosed each of you will find a copy of the signed letter agreement with reference to the above captioned matter.

I have called Darla and told her she is free to come and pick up the materials anytime.

Very truly yours,

John Smith
Staff Counsel

JS:dk
Enc.

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Writer's E-mail: jburke@bwrbr.com

REPLY TO: BELLE FOURCHE OFFICE

March 2, 2005

John Smith
SD Public Utilities Commission
500 East Capitol Avenue
Pierre, SD 57501

RE: S&S Communications v. LECA, et al.
Our File No. 1350

Dear John:

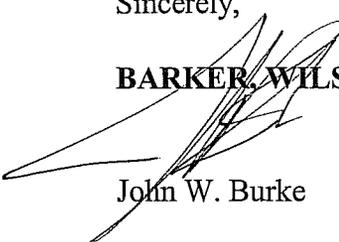
Enclosed please find the February 28, 2005 letter of Mr. Fierst that has been signed by him and myself. Once you have signed the letter, I would sincerely appreciate it if you would provide me with a copy of the same.

If you have any questions, please feel free to give me a call at any time.

Best regards.

Sincerely,

BARKER, WILSON, REYNOLDS & BURKE, L.L.P.


John W. Burke

JWB/jm

Enc.

cc: Les Sumption (w/enc.)

RECEIVED

MAR 03 2005

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February 28, 2005

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BY FAX

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Keith Senger
South Dakota Public Utilities Commission
500 East Capitol Ave.
Pierre, SD 57501

**Re: S&S Comm'n v. Local Exchange Carriers Ass'n. Inc., et al.,
United States District Court for the District of South Dakota;
Case No.: 021028**

Dear Mr. Burke, Mr. Senger and Mr. Smith:

The defendants in the above captioned matter have served a subpoena on the South Dakota Public Utilities Commission seeking information that has been designated confidential. In order to avoid a possibly lengthy process of removing the confidential designation, counsel for the plaintiff and defendants, with the concurrence of the staff of the Public Utilities Commission, have stipulated to the following:

1. The parties will deem all subpoenaed confidential information to be confidential within the terms of the proposed Stipulated Order Regarding Confidential Documents attached hereto and incorporated into this agreement.

2. The parties and the PUC recognize that the Court did not enter the proposed order but did allow the parties to enter into an informal agreement concerning confidential information. The parties did informally agree to maintain

February 28, 2005
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STEIN, MITCHELL & MEZINES

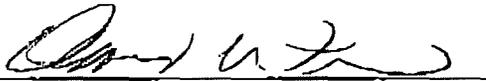
the confidentiality of confidential information as provided in the proposed stipulation. In the absence of Court adoption of the proposed stipulation, the parties lack authority to agree to paragraphs 8 and 9 of the proposed stipulation.

3. Certain of the information to be produced in response to the subpoena may constitute customer proprietary network information (CPNI) within the meaning of 47 U.S.C. § 222. The parties agree that the disclosure of such information by the PUC in response to a lawful subpoena served upon it is in accordance with the Telecommunications Act, and any such information shall be treated as highly confidential information pursuant to the agreement.

4. Pursuant to this agreement, counsel for S&S Communications does not object to the production of documents by the PUC in accordance with the subpoena served on it. This agreement is without prejudice to any objection the parties may make concerning the admissibility or probative value of the subpoenaed documents at trial.

5. Pursuant to the foregoing, the PUC staff recommends compliance with the subpoena.

Agreed:



David U. Fierst



John Burke

Public Utilities Commission

By John J. Smith
General Counsel