



Gary Hanson, Chair
Bob Sahr, Vice-Chair
Dustin Johnson, Commissioner

SOUTH DAKOTA PUBLIC UTILITIES COMMISSION

500 East Capitol Avenue
Pierre, South Dakota 57501-5070
www.puc.sd.gov

Capitol Office
(605) 773-3201
(605) 773-3809 fax

Transportation/Warehouse
(605) 773-5280
(605) 773-3225 fax

Consumer Hotline
1-800-332-1782

May 13, 2005

Mr. Mark Stacy
QSI Consulting
229 Stetson Drive
Cheyenne, WY 82009-2083

Re: In the Matter of Determining Prices for Unbundled
Network Elements (UNES) in Qwest Corporation's
Statement of Generally Available Terms (SGAT)
Docket TC01-098

Dear Mr. Stacy:

Enclosed you will find original Third Amendment to the Contract between QSI Consulting and the South Dakota Public Utilities Commission with reference to the above captioned matter. Please sign the Third Amendment and return it to me.

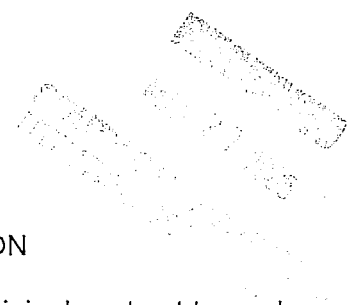
Thank you very much.

Very truly yours,

Karen E. Cremer
Staff Attorney

KEC:dk
Enc.

THIRD AMENDMENT TO THE CONTRACT
BETWEEN
QSI CONSULTING
AND
THE SOUTH DAKOTA PUBLIC UTILITIES COMMISSION



This document is an addendum changing paragraph two (2) of the original contract to read as follows:

2. Maximum reimbursement: The Commission agrees to reimburse the Contractor for satisfactory completion of Contractor's services in an amount not to exceed Ninety-Eight Thousand Two Hundred Twenty Dollars (\$98,220.00). Services shall be paid for on the basis of time actually spent working on the case and for actual out-of-pocket costs at rates consistent with Contractor's proposal to Commission Staff dated December 12, 2001, and Contractor's Request for Contract Restructure dated January 8, 2003, which are incorporated by reference into this document.

If the Contractor desires to increase the maximum reimbursement under this paragraph, Contractor must notify the South Dakota Public Utilities Commission Executive Director in writing not less than thirty (30) days before monthly billings reach the maximum reimbursement. The Commission reserves the right to deny any request for an increase and may hold the Contractor to the maximum reimbursement in the original contract or amendment.

SOUTH DAKOTA PUBLIC UTILITIES COMMISSION
Commissioners Hanson, Sahr and Johnson

By: Rolayne Ailts Wiest 5-13-05
Rolayne Ailts Wiest, Approved as to Form DATE

By: Gary Hanson 6-6-05
Gary Hanson DATE

By: Robert K. Sahr 6-6-05
Robert K. Sahr DATE

By: Dustin M. Johnson 6-10-05
Dustin M. Johnson DATE

CONTRACTOR:
QSI Consulting

By: [Signature] 5/23/05
DATE