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DOCKET NO. _____

In the Matter of _____

IN THE MATTER OF THE FILING FOR
APPROVAL OF AN ADOPTION
AGREEMENT BETWEEN QWEST
CORPORATION AND MIDSTATE
TELECOM, INC.

Public Utilities Commission of the State of South Dakota

DATE	MEMORANDA
10/10/01	Filed and docketed;
10/11/01	Weekly filing;
12/5/01	Order approving adoption agreement;
12/5/01	Docket closed.

September 20, 2001

Midstate Telecom, Inc.
120 East First Street
Kimball SD 57355

Dear Mr. Benton:

We have received your request that, under Section 252(i) of the Telecommunications Act of 1996, Midstate Telecom, Inc. ("CLEC") wishes to "Pick and Chocse" in its entirety, the terms of the Interconnection Agreement and any associated amendments, if applicable, ("Agreement") between Midco Communications, Inc. and Qwest Corporation fka U S WEST Communications, Inc. ("Qwest") that was approved by the Commission as an effective agreement in the State of South Dakota. Midstate Telecom, Inc. is incorporated in the state of South Dakota. We understand you have a copy of the Agreement.

With respect to the aforementioned Agreement, Qwest and CLEC (" the Parties") understand and agree:

1. The Parties shall request the Commission to expedite its review and approval of this Agreement. This Agreement shall become effective upon such approval.
2. Notwithstanding the mutual commitments set forth herein, the Qwest is entering into this Agreement without prejudice to any positions it has taken previously, or may take in the future, in any legislative, regulatory, or other public forum addressing any matters, including those relating to the types of arrangements contained in this Agreement. During the proceeding in which the Commission is to review and approve the Agreement, Qwest may point out that it has objected, and continues to object, to the inclusion of the terms and conditions to which it objected in the proceedings involving the approval of the Underlying Agreement.
3. CLEC adopts the terms and conditions of the Midco Communications, Inc. Agreement for interconnection with Qwest and in applying the terms and conditions, agrees that Midstate Telecom, Inc. be substituted in place of "Midco Communications, Inc." throughout the Agreement wherever the latter appears.
4. Qwest requests that notice to Qwest Corporation as may be required under the Agreement shall be provided as follows:

To: Qwest Corporation
Director Interconnection Compliance
1801 California Street, Room 2410
Denver, CO 80202

RECEIVED

OCT 19 2001

SOUTH DAKOTA PUBLIC UTILITIES COMMISSION

With copy to:
Qwest Corporation Law Department
Attention: General Counsel, Interconnection
1801 California Street, 38th Floor
Denver, CO 80202

CLEC requests that notice to CLEC as may be required under the Agreement shall be provided as follows:

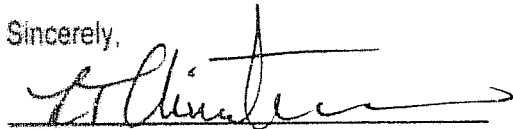
To: Midstate Telecom, Inc.
Mr. Mark Benton
120 East First Street
Kimball SD 57355
605-778-6221

CLEC represents and warrants that it is a certified provider of local dialtone service in the State of South Dakota, and that this Agreement will cover services in that state only.

Please sign all three original copies of this letter, and overnight them to Heidi Higer, 1801 California St. Suite 2410 - Denver, CO 80202 (Phone: 303-965-3029) by December 20, 2001. After December 20, 2001 Qwest may rescind its willingness to consider the Agreement's terms and conditions, and will consider that you have withdrawn from good faith negotiations.

Please note that Qwest will file this letter with the appropriate state commission for approval; however, some state commissions will not approve the letter until the CLEC is certified by the state commission. You may want to contact the appropriate state commission to determine the requisite filing guidelines.

Sincerely,



Qwest Corporation
L.T. Christensen
Director - Business Policy
1801 California Street, Suite 23rd Floor
Denver, Colorado 80202

Date

9/27/01

I agree to all terms and conditions contained in this letter as indicated by my signature below:

Midstate Telecom, Inc. _____

CLEC Name _____

Signature _____

Mark Benton

Name _____

GM

Title _____

9/21/01

Date _____

South Dakota Public Utilities Commission
WEEKLY FILINGS
For the Period of October 4, 2001 through October 10, 2001

If you need a complete copy of a filing faxed, overnight expressed, or mailed to you, please contact Delaine Kolbo within five business days of this filing. Phone: 605-773-3705 Fax: 605-773-3809

ELECTRIC

EL01-024 **In the Matter of the Filing by Otter Tail Power Company for Approval of a Contract with Deviations with the City of Britton.**

Otter Tail Power Company has requested approval of a municipal contract with the City of Britton effective November 24, 2001, and Otter Tail Power Company's Sheet Number 1 of the Summary List of Contracts with Deviations. The municipal contract with the City of Britton was updated because the existing contract expires on November 24, 2001. The new contract includes two fixtures, HPS23 and HPS44, which are owned by the City of Britton. The rates have been updated to include the approved energy only rate from the Otter Tail Power Company's Outdoor Lighting - Energy Only tariff, Rate Designation, M-41S. The rates also include an additional charge for maintenance requested by the City of Britton.

Staff Analyst: Michele Farris
Staff Attorney: Karen Cremer
Date Docketed: 10/09/01
Intervention Deadline: 10/26/01

TELECOMMUNICATIONS

TC01-156 **In the Matter of the Application of America's Digital Satellite Telephone for a Certificate of Authority to Provide Interexchange Telecommunications Services in South Dakota.**

America's Digital Satellite Telephone is seeking a Certificate of Authority to provide interexchange telecommunication services in South Dakota. The applicant proposes to operate as a reseller of long distances services, and initially plans to offer 1+ and calling card services.

Staff Analyst: Keith Senger
Staff Attorney: Kelly Frazier
Date Docketed: 10/05/01
Intervention Deadline: 10/26/01

TC01-157 **In the Matter of the Filing for Approval of an Adoption Agreement between Qwest Corporation and Midstate Telecom, Inc.**

On October 10, 2001, the Commission received a filing of an adoption agreement between Quest Corporation (Qwest) and Midstate Telecom, Inc. (Midstate) for approval. According to the parties Midstate chooses to adopt in its entirety, the terms and conditions of the Negotiated Wireline Interconnection Agreement and any associated amendments, if applicable, between Midco Communications, Inc. and Qwest, which was approved by the Commission as an effective agreement in the State of South Dakota. Any party wishing to comment on the agreement may do so by filing written comments with the Commission and the parties to the agreement no later than October 30, 2001. Parties to the agreement may file written responses to the comments no later than twenty days after the service of the initial comments.

BEFORE THE PUBLIC UTILITIES COMMISSION
OF THE STATE OF SOUTH DAKOTA

IN THE MATTER OF THE FILING FOR) ORDER APPROVING
APPROVAL OF AN ADOPTION AGREEMENT) ADOPTION AGREEMENT
BETWEEN QWEST CORPORATION AND)
MIDSTATE TELECOM, INC.) TC01-157

On October 10, 2001, Qwest Corporation (Qwest) filed for approval by the South Dakota Public Utilities Commission (Commission) an adoption agreement between Midstate Telecom, Inc. (Midstate) and Qwest.

On October 11, 2001, the Commission electronically transmitted notice of this filing to interested individuals and entities. The notice stated that any person wishing to comment on the parties' request for approval had until October 30, 2001, to do so. No comments were filed.

At its duly noticed November 27, 2001, meeting, the Commission considered whether to approve the adoption agreement between Qwest and Midstate. Commission Staff recommended its approval.

The Commission has jurisdiction over this matter pursuant to SDCL Chapter 49-31, and the Federal Telecommunications Act of 1996. In accordance with 47 U.S.C. § 251(e)(2), the Commission found that the adoption agreement does not discriminate against a telecommunications carrier that is not a party to the adoption agreement and the adoption agreement is consistent with the public interest, convenience, and necessity. The Commission unanimously voted to approve the adoption agreement. It is therefore

ORDERED, that the Commission approves the adoption agreement.

Dated at Pierre, South Dakota, this 5th day of December, 2001.

CERTIFICATE OF SERVICE	
The undersigned hereby certifies that this document has been served today upon all parties of record in this docket as listed on the docket service list by facsimile or by first class mail in properly addressed envelopes, with charges prepaid thereon.	
By: <u>Melvin Kallas</u>	
Date: <u>12/6/01</u>	
(OFFICIAL SEAL)	

BY ORDER OF THE COMMISSION:

James A. Burg
JAMES A. BURG, Chairman

Pam Nelson
PAM NELSON, Commissioner

TC01-157

BOYCE, MURPHY, McDOWELL & GREENFIELD, L.L.P.
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Tamara A. Wilka
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Of Counsel
John R. McDowell

J.W. Boyce (1884-1915)
John S. Murphy (1924-1966)

October 8, 2001

Debra Elofson, Executive Director
Public Utilities Commission of the State of South Dakota
500 East Capitol Avenue
Pierre, SD 57501

Re: Filing of Adoption Letter between Qwest Corporation and Midstate Telecom, Inc.
Our File No. 2104.078

Dear Ms. Elofson:

Pursuant to ARSD 20:10:32:21 enclosed for filing are an original and ten (10) copies of the Adoption Agreement between Midstate Telecom, Inc. ("Midstate") and Qwest Corporation f/k/a U S WEST Communications, Inc. ("Qwest") for approval by the Commission. Midstate chooses to adopt in its entirety, the terms and conditions of the Negotiated Wireline Interconnection Agreement and any associated amendments, if applicable, between Midco Communications, Inc. and Qwest Corporation f/k/a U S WEST Communications, Inc. which was approved by the Commission as an effective agreement in the State of South Dakota.

Midstate has authorized Qwest to submit this Agreement on Midstate's behalf.

Sincerely yours,

BOYCE, MURPHY, MCDOWELL
& GREENFIELD, L.L.P.


Thomas J. Welk

TJW/vjj

Enclosures

cc: Mark Benton - Midstate (enclosure letter only)
Ms. Colleen Sevold
Ms. Theresa Van Alstyne (enclosure letter only)

RECEIVED

OCT 10 2001

**SOUTH DAKOTA PUBLIC
UTILITIES COMMISSION**