



Jason D. Topp
Assistant General Counsel - Regulatory
(651) 312-5364

June 6, 2019

Patricia Van Gerpen, Executive Director
South Dakota Public Utilities Commission
500 East Capitol Avenue
Pierre, SD 57501

Re: Reciprocal Compensation Bill and Keep Amendment to the Interconnection Agreement between Qwest Corporation dba CenturyLink QC and XO Communications Services, LLC for the State of South Dakota

Dear Ms. Van Gerpen:

Enclosed for filing for approval by the South Dakota Public Utilities Commission pursuant to 47 U.S.C. § 252 is the Reciprocal Compensation Bill and Keep Amendment to the Interconnection Agreement between Qwest Corporation dba CenturyLink QC and XO Communications Services, LLC for the State of South Dakota.

Contact information for XO Communications Services, LLC is as follows:

Gegi Leeger
Director – Regulatory Contracts
XO Communications Services, LLC
13865 Sunrise Valley Drive
Herndon, VA 20171
(703) 547-2109
Gegi.Leeger@xo.com

Rex Knowles
Vice President - Regulatory
XO Communications Services, LLC
7050 Union Park Center, Suite 400
Midvale, UT 84047
(801) 983-1504
Rex.Knowles@xo.com

Thank you for your help with this matter. Please contact me if you have any questions or concerns.

Very truly yours,

A handwritten signature in black ink that reads "Jason D. Topp".
Jason D. Topp

JDT/bardm
Enclosure

cc: Gegi Leeger (via email)
Rex Knowles (via email)

200 South 5th Street, Room 2200
Minneapolis, MN 55402

www.centurylink.com

**Reciprocal Compensation Bill and Keep Amendment
to the Interconnection Agreement between
Qwest Corporation dba CenturyLink QC
and
XO Communication Services, LLC
for the State of South Dakota**

This is an Amendment (“Amendment”) to the Interconnection Agreement between Qwest Corporation dba CenturyLink QC (“CenturyLink”), a Colorado corporation, and XO Communication Services, LLC (“CLEC”). CenturyLink and CLEC shall be known jointly as the “Parties”.

RECITALS

WHEREAS, the Parties entered into an Interconnection Agreement (“Agreement”) for service in the state of South Dakota which was approved by the Commission on August 6, 2008; and

WHEREAS, the Parties desire to amend the Agreement further under the terms and conditions contained herein.

AGREEMENT

NOW THEREFORE, in consideration of the mutual terms, covenants and conditions contained in this Amendment and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Parties agree as follows:

Amendment Terms

The Agreement is hereby amended for Reciprocal Compensation to be at Bill and Keep for the exchange of Exchange Service or Extended Area Service (EAS/Local) Traffic as set forth in Exhibit A to this Amendment, attached hereto and incorporated herein by this reference.

Effective Date

This Amendment shall be deemed effective upon approval by the Commission, or by being permitted to go into effect by operation of law; however, the Parties may agree to implement the provisions of this Amendment upon execution. To accommodate this need, CLEC must generate, if necessary, an updated Customer Questionnaire. In addition to the Questionnaire, all system updates will need to be completed by CenturyLink.

Further Amendments

Except as modified herein, the provisions of the Agreement shall remain in full force and effect. The provisions of this Amendment, including the provisions of this sentence, may not be amended, modified or supplemented, and waivers or consents to departures from the provisions of this Amendment may not be given without the written consent thereto by both Parties' authorized representative. No waiver by any Party of any default, misrepresentation, or breach

of warranty or covenant hereunder, whether intentional or not, will be deemed to extend to any prior or subsequent default, misrepresentation, or breach of warranty or covenant hereunder or affect in any way any rights arising by virtue of any prior or subsequent such occurrence.

Entire Agreement

The Agreement as amended (including the documents referred to herein) constitutes the full and entire understanding and agreement between the Parties with regard to the subjects of the Agreement as amended and supersedes any prior understandings, agreements, or representations by or between the Parties, written or oral, to the extent they relate in any way to the subjects of the Agreement as amended.

The Parties intending to be legally bound have executed this Amendment as of the dates set forth below, in multiple counterparts, each of which is deemed an original, but all of which shall constitute one and the same instrument.

XO Communication Services, LLC

Daniel J Higgins
Daniel J Higgins (Jun 3, 2019)

Signature

Daniel J. Higgins
Name Printed/Typed

AVP – Carrier Management
Title

Jun 3, 2019
Date

Qwest Corporation dba CenturyLink QC

Kimberly J. Povirk
Kimberly J. Povirk (Jun 3, 2019)

Signature

Kimberly J. Povirk
Name Printed/Typed

Director – Sales Support
Title

Jun 3, 2019
Date