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August 30, 2002

UPS NEXT DAY AIR

Hon. Dale Hardy Roberts
Chief Administrative Law Judge
Missouri Public Service Commission
Governor Office Building
Records Department
P.O. Box 360
200 Madison, Suite 100
Jefferson City, Missouri 65102-0537

FILED
SEP 03 2002
Missouri Public
Service Commission

Re: Application for Approval of an Interconnection Agreement

Dear Judge Roberts:

Enclosed in this package please find five (5) complete copies of an Application for Approval of an Interconnection Agreement between Williams Local Network, LLC ("WLN") and Southwestern Bell Telephone, L.P. d/b/a Southwestern Bell Telephone Company ("SWBT") (collectively the "Parties"). Attached to the original and each copy of the Application is an executive summary and a complete copy of the Agreement.

Also enclosed is an additional photocopy of the Application, without attachments. Please date-stamp that photocopy and return it to us in the enclosed self-addressed envelope.

Thank you very much for your assistance with this matter. Should you have any questions or require additional information, please contact me.

Sincerely,



Martin F. Dajani
Vincent M. Paladini

Counsel to Williams Local Network, LLC

/vmp
Enclosures

cc: Office of the Public Counsel (with attachments)
Office of the General Counsel (with attachments)
M. Kay, Williams Local Network, LLC (without attachments)
T. Mansir, Southwestern Bell Telephone, L.P. (without attachments)

**BEFORE THE
PUBLIC SERVICE COMMISSION OF
THE STATE OF MISSOURI**

FILED

SEP 03 2002

Missouri Public
Service Commission

APPLICATION OF WILLIAMS)
LOCAL NETWORK, LLC FOR)
APPROVAL OF INTERCONNECTION)
AGREEMENT WITH SOUTHWESTERN)
BELL TELEPHONE, L.P. D/B/A)
SOUTHWESTERN BELL TELEPHONE)
COMPANY PURSUANT TO §§ 251 AND)
252 OF THE TELECOMMUNICATIONS)
ACT OF 1996)

CASE NO. _____

**APPLICATION FOR APPROVAL OF A
NEGOTIATED INTERCONNECTION AGREEMENT**

COMES NOW Williams Local Network, LLC ("WLN" or "Applicant") and hereby files this Application for Approval of the Negotiated Interconnection Agreement (the "Agreement") between WLN and Southwestern Bell Telephone, L.P. d/b/a Southwestern Bell Telephone Company ("SWBT") pursuant to the Telecommunications Act of 1996 (the "Federal Act"). In support of its Application, WLN would state and show the Commission as follows.

I. PARTIES

Applicant is WLN, a limited liability company that provides both interstate and intrastate telecommunications services to business customers. WLN's principal offices are located at One Technology Center, Tulsa, Oklahoma 74103. In Case No. TO-2001-535, the Commission issued an Order acknowledging that Williams Local Network, Inc. ("WLNI") had changed its corporate name to Williams Local Network, LLC (WLN). The Commission issued that Order on April 30, 2001 and it became effective on May 7, 2001. In that same Order, the Commission also recognized that WLN's Certificate of Good Standing had been issued by the

Missouri Secretary of State's office on March 28, 2001. Previously, in Case No. TA-2000-468, the Commission had issued an Order granting to WLN (f/k/a WLNI) Certificates of Authority to provide Interexchange and Nonswitched Local Exchange services and classifying WLN (f/k/a WLNI) as a competitive telecommunications company. That Order was issued on March 9, 2000 and it became effective on March 17, 2000. Pursuant to 4 CSR 240-2.060(G), WLN incorporates by reference into this Application the information previously furnished to the Commission in Case No. TA-2000-468 and Case No. TA-2001-535.

SWBT, the other Party to the Agreement, is the incumbent local exchange carrier in Missouri. SWBT has offices at 311 S. Akard, Four Bell Plaza, Dallas, Texas, 75202.

The Applicant has no pending actions, unsatisfied final judgments, or adverse decisions from any state, federal agency or court which involve customer service or rates and has been subject to no such action for the three (3) years prior to the date of this Application. In addition, Applicant is current with respect to all annual reports and assessment fees, and no such reports or fees are overdue.

II. ALLEGATIONS OF FACT

WLN presents to this Commission for approval the Agreement negotiated and executed by and between WLN and SWBT pursuant to Section 252(a) the Federal Act. 47 U.S.C. § 252(a). After several months of good faith negotiations to address all of the complex issues involved in such an agreement, the parties have executed the Agreement between WLN and SWBT on June 25, 2002 and June 28, 2002, respectively. A complete copy of the Agreement, together with various attachments and supplements incorporated therein, is included herein. All matters between the parties have been successfully negotiated. The Agreement presented is based on the standard "Missouri 271 Agreement" ("M2A"). An executive summary of the Agreement is attached hereto and incorporated herein as Attachment A. A copy of the executed Agreement is attached hereto and incorporated herein as Attachment B.

WLN seeks the Commission's approval of the Agreement pursuant to Section 252(e) of the Federal Act. 47 U.S.C. § 252(e). Both parties believe that the implementation of this Agreement complies fully with Section 252(e) of the Federal Act because the Agreement is consistent with the public interest, convenience and necessity and does not discriminate against any telecommunications carrier. The Agreement promotes diversity in providers, provides interconnectivity and increases customer choice for telecommunications services.

WLN respectfully requests that the Commission grant expeditious approval of this Agreement, without change, suspension or other delay in its implementation. This is a bilateral agreement, reached as a result of negotiations and compromise between competitors, and the parties do not believe that intervention by other parties would further the public interest or provide other benefits.

The applicable standard of review is set forth in Section 252(e) of the Federal Act.

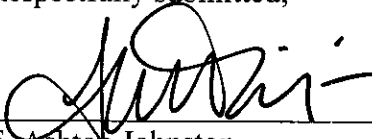
III. LEGAL AUTHORITY

The Commission is vested with requisite authority pursuant to Section 252(e) of the Federal Act.

IV. RELIEF SOUGHT

WHEREFORE, WLN respectfully requests that the Commission approve the aforementioned Interconnection Agreement without delay and such additional relief as the Commission deems proper and reasonable.

Respectfully submitted,



E. Ashton Johnston

F. Martin Dajani, M.B.E. No. 39028

Vincent M. Paladini

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Counsel to Williams Local Network, LLC

OATH

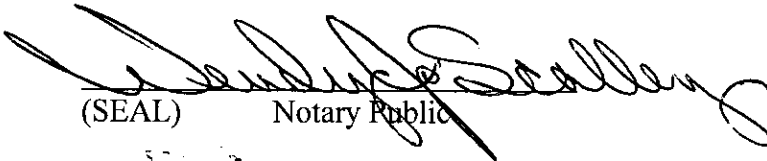
State of DISTRICT OF)
County of Columbia) ss

I, F. Martin Dajani, being duly sworn, authorized to do so as the attorney for the Applicant, Williams Local Network, LLC, and in such capacity qualified and authorized to verify and subscribe to the Application; do hereby declare and say that I have carefully examined all the statements and matters contained in the Application; and that all such statements made and matters set forth therein are true and correct to the best of my knowledge, information and belief. I further affirm that the Application is made in good faith, with the intention of presenting evidence in support thereof in every particular.



Signature of Affiant

Subscribed and sworn to before me, a
Notary Public in and for the State and
County named above, this 30th day
of August 2002


(SEAL) Notary Public



ATTACHMENT A
EXECUTIVE SUMMARY

The Parties to the Interconnection Agreement (the "Agreement") are Williams Local Network, LLC ("WLN") and Southwestern Bell Telephone, L.P. d/b/a Southwestern Bell Telephone Company ("SWBT"). The Parties executed the Agreement on June 25, 2002 and June 28, 2002, respectively.

The purpose of the Agreement is to provide for the interconnection of each Party's networks and facilities for the purpose of providing Telephone Exchange Services and Exchange Access, directly or indirectly, to residential and business end users. The Agreement provides for both facilities-based interconnection and the resale of telecommunications services.

The Effective Date of the Agreement is to be ten (10) calendar days after the Commission approves the Agreement pursuant to Section 252(e) of the Telecommunications Act of 1996 (the "Act") or, absent Commission approval, the day that the Agreement is deemed approved under Section 252(e)(4) of the Act.

The Term of the Agreement is to commence on the Effective Date of the Agreement and is to expire on March 6, 2005.