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April 11, 2003

Division of the Commission Clerk and Administrative Services  
Florida Public Service Commission  
Room 110 of the Betty Easley Conference Center  
2540 Shumard Oak Boulevard  
Tallahassee, FL 32399-0850

Re: *Notification of Transfer of the Customer Base of its Bundled DSL Internet Access Service from Qwest Communications Corporation to Covad Communications Company*

To Whom It May Concern:

Qwest Communications Corporation ("Qwest") and Qwest Interprise America, Inc. (collectively "Qwest"), and Covad Communications Company and DIECA Communications, Inc. (collectively "Covad") (collectively, the "Parties") hereby submit an original and fifteen (15) copies of this courtesy notification of a transaction in which Qwest is transferring the customer base of its bundled DSL Internet access service to Covad and its affiliates, as described below. Based on a review of the Florida statutes and regulations, it is the Parties' understanding that approval by the Florida Public Service Commission ("Commission") is not required to complete the transaction described in this letter. Qwest therefore submits this letter for informational purposes to advise the Commission of the transaction.

Qwest and Covad and certain of their affiliates have signed an asset purchase agreement under which Qwest agreed to sell to Covad the customer base for its bundled DSL Internet access service in Alabama, Arizona, California, Colorado, Connecticut, Delaware, the District of Columbia, Florida, Georgia, Illinois, Indiana, Kansas, Louisiana, Maryland, Massachusetts, Michigan, Minnesota, Missouri, Nevada, New Hampshire, New Jersey, New Mexico, New York, North Carolina, Ohio, Oregon, Pennsylvania, Rhode Island, Texas, Utah, Virginia, Washington, and Wisconsin (the "Transaction"). The Transaction is set to close upon the satisfaction or waiver of all obligations from any federal, state, local and non-U.S. regulatory body required for the completion of this Transaction.

On March 3, 1999, the Commission authorized Qwest to provide facilities-based and resold local exchange services in Florida. Though no longer providing bundled DSL Internet access service in Florida, Qwest intends to continue offering local exchange services pursuant to its certification, and to maintain its authority to provide telecommunications service in Florida. In addition, DIECA Communications, Inc., a subsidiary of Covad, was granted authority to operate

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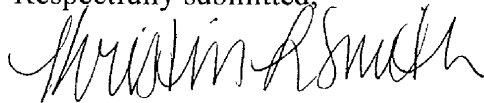
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as a reseller and facilities-based competitive local exchange carrier by the Commission on November 3, 1998. Accordingly, the transaction will result in no transfer, modification or cancellation of any existing certificates, or the issuance of any new certificates. Furthermore, neither Party offers the bundled DSL Internet access service being provided to these customers through a Florida state tariff, therefore the Transaction will result in no changes or modifications to any existing Florida state tariffs.

Indeed, the Transaction is in the public interest through its promotion of continuing bundled DSL Internet access service to the Qwest customers that Covad has acquired by a strong data service provider with a well qualified technical and operational management team. The Parties will provide notification to the customers impacted by this Transaction pursuant to the guidelines of the Federal Communications Commission. After this notification, the integration of the Qwest customer base into Covad's existing customer base will proceed smoothly due to the companies' similar network configuration and service offerings. The Transaction, therefore, will allow Covad to expand its operations in a cost-efficient manner, thereby enhancing its ability to provide high quality, competitive data services in furtherance of the public interest.

Please do not hesitate to contact the undersigned with any questions or concerns with regard to this Transaction at 303.672.2820.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Kristin L. Smith". The signature is fluid and cursive, written over a white background.

Kristin L. Smith

*Qwest Communications Corporation*