APPLICATION TO INTERVENE

Pursuant to Rule 14-3-105 of the Arizona Corporation Commission Rules of Practice and Procedure, Time Warner Telecom of Arizona, LLC ("TWTA"), applies to intervene in the above-captioned proceeding and states the following:

1. As a competitor and customer of Qwest, TWTA will be directly and substantially affected by the issues raised and the decisions made in this docket.
2. TWTA respectfully requests that its application to intervene be granted at this time because TWTA’s participation in this proceeding will not unduly broaden the nature or scope of this proceeding and will not delay the proceedings.

3. If TWTA is granted intervention, communications regarding this matter should be addressed to the following persons:

Thomas H. Campbell  
Michael T. Hallam  
LEWIS AND ROCA  
40 N. Central Avenue  
Phoenix, AZ 85004  
(602) 262-5723

Brian Thomas, Vice President Regulatory  
Time Warner Telecom, Inc.  
223 Taylor Avenue North  
Seattle, Washington 98109  
(206) 676-8090

WHEREFORE, TWTA respectfully requests that the Arizona Corporation Commission issue an order granting TWTA intervention in the above-captioned proceeding.

RESPECTFULLY SUBMITTED this 25th day May, 2004.

LEWIS AND ROCA

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Michael T. Hallam  
40 N. Central Avenue  
Phoenix, Arizona 85004

Attorneys for Time Warner Telecom of Arizona, LLC

ORIGINAL and fifteen (15) copies of the foregoing filed this 25th day of May, 2004, with:

Arizona Corporation Commission  
Docket Control – Utilities Division  
1200 W. Washington Street  
Phoenix, Arizona 85007
COPY of the foregoing hand-delivered this 22nd day of May, 2004, to:

Jane Rodda
Administrative Law Judge
Arizona Corporation Commission
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Phoenix, Arizona 85007

Maureen Scott, Legal Division
Arizona Corporation Commission
1200 W. Washington Street
Phoenix, Arizona 85007

Christopher Kempley
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Ernest Johnson, Director
Utilities Division
Arizona Corporation Commission
1200 W. Washington Street
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COPY of the foregoing mailed this 22nd day of May, 2004, to:

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