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May 1, 2002

Missouri Public Service Commission
Attn: Secretary of the Commission
200 Madison Street, Suite 100
P. O. Box 360
Jefferson City, MO 65102-0360

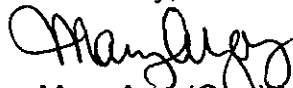
RE: Case No. TO-2002-397
The Determination of Prices of Certain Unbundled Network Elements (UNEs)

Dear Secretary:

Enclosed please find an original and eight copies of Application to Intervene of McLeodUSA Telecommunications, Inc., Request to Accept Intervention Out of Time, and Entries of Appearance for filing with the Commission in the above-referenced case.

Thank you for your assistance in processing this filing. Copies are being served on the parties of record, including the General Counsel and Public Counsel. Please contact me at 634-8109 if there are any questions.

Sincerely,



Mary Ann (Garr) Young

Enclosure

cc: General Counsel
Office of Public Counsel
Parties of Record
Brad Kruse

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

In the Matter of the Determination)	
of Prices of Certain)	Case No. TO-2002-397
Unbundled Network Elements.)	

**MCLEODUSA TELECOMMUNICATIONS SERVICES, INC.'S APPLICATION
TO INTERVENE, REQUEST TO ACCEPT INTERVENTION OUT OF TIME
AND ENTRIES OF APPEARANCE**

COMES NOW McLeodUSA Telecommunications Services, Inc. ("McLeodUSA") by and through counsel, and for its Application to Intervene, Request to Accept Intervention Out of Time, and Entries of Appearance in this case pursuant to Section 386.420 RSMo. and 4 CSR 240-2.075 and 4 CSR 240-2.115, states as follows:

1. McLeodUSA is an Iowa corporation duly authorized to conduct business in Missouri with its principal offices located at McLeodUSA Technology Park, 6400 C Street, SW, P.O. Box 3177, Cedar Rapids, Iowa 52406-3177.

2. McLeodUSA is an authorized provider of both competitive local exchange telecommunications service and intrastate interexchange telecommunications service in Missouri under certificates of service authority issued by this Commission. The Commission authorized McLeodUSA to provide basic local and local exchange telecommunications services on May 19, 1998, in Case No. TA-98-288, and granted McLeodUSA a certificate of service authority to provide intrastate, interexchange telecommunications services on June 14, 1996 in Case No. TA-96-291. McLeodUSA's certificate of authority to do business in Missouri was filed with the Commission in Case No. TA-99-288, and is incorporated herein by reference pursuant to 4 CSR 240-2(1)(G).

3. As a provider of competitive telecommunications services, McLeodUSA's interest

in the Commission's decisions concerning the pricing of Southwestern Bell Telephone Company's unbundled network elements (UNEs) is different from that of the general public.

4. McLeodUSA orders and expects to continue to order unbundled network elements ("UNEs") from SWBT in Missouri. Therefore, McLeodUSA has a direct and substantial interest in participating in the Commission's review of the pricing of UNEs.

5. McLeodUSA's intervention in this proceeding is in the public interest because its contribution to the record in this proceeding would help to ensure that the Commission has the information and support necessary to this investigation.

6. At this time, McLeodUSA has not determined its position on any issue in this case.

7. All communications and pleadings in this case should be served on:

Brad Kruse, Associate General Counsel
McLeodUSA Telecommunications Services, Inc.
6400 C Street, SW
PO Box 3177
Cedar Rapids, IA 52406-3177

and

Mary Ann (Garr) Young
William D. Steinmeier, P.C.
2031 Tower Drive
PO Box 104959
Jefferson City, MO 65110-4595

8. McLeodUSA understands that the intervention deadline for this case has passed; however, McLeodUSA took good faith steps to seek intervention as soon as possible after learning of the pendency of this investigation into UNE rates, terms and conditions. While it does not excuse the lateness of this application to intervene, McLeodUSA would point out that it appears the Commission did not serve notice of the opening of this case on

competitive basic local exchange companies, as the cover sheet for the Order Establishing Case and Directing Notice issued March 14, 2002, shows that notice was only provided to interexchange and local exchange companies (See Attachment A). This intervention is being filed prior to the prehearing conference and prior to the establishment of a procedural schedule; therefore, granting McLeodUSA's Application to Intervene will not delay or otherwise alter the procedural schedule in this case and should not prejudice any of the parties to this proceeding in any way. McLeodUSA respectfully requests the Commission approve this late-filed intervention.

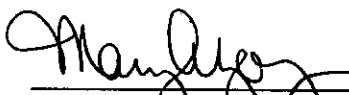
9. McLeodUSA understands that the prehearing conference in this case is scheduled for May 2, 2002, and requests that this intervention be addressed as a preliminary matter at the prehearing and that if the intervention is not acted upon, that counsel be permitted to participate in the prehearing conference pending ruling on this intervention. McLeodUSA also agrees to be bound by the procedural schedule to be set in this case.

10. Mary Ann (Garr) Young, William D. Steinmeier, P.C., and Bradley R. Kruse, McLeodUSA Telecommunications Services, Inc. (McLeodUSA), hereby enter their appearances on behalf of McLeodUSA Telecommunications Services, Inc. in this case. Regarding Mr. Kruse's appearance, he hereby advises the Commission that he is employed by McLeodUSA, that he is a member in good standing of the bar of the State of Illinois, is a member in good standing of the following courts: all Illinois state courts, United States District Court for the Northern District of Illinois, and 7th Circuit Court of Appeals, and that neither he nor any other attorney employed by McLeodUSA is disqualified from practicing in any court listed above. Mr. Kruse designates Mary Ann (Garr) Young as his

associate counsel in this case. McLeodUSA requests that Ms. Young and Mr. Kruse be added to the service list in this case as shown above in paragraph 7.

WHEREFORE, McLeodUSA respectfully requests the Missouri Public Service Commission approve this Application to Intervene, accepts the entries of appearance made herein, and makes the requested additions to the service list in this case..

Respectfully submitted,



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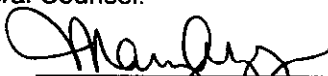


BRADLEY R. KRUSE IL Bar #6200370
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ATTORNEYS FOR MCLEODUSA
TELECOMMUNICATIONS SERVICES, INC.

CERTIFICATE OF SERVICE

I hereby certify that a copy of this document has been hand delivered or mailed, postage prepaid, this 1st day of May 2002, on the parties shown on the attached service list, including the Office of Public Counsel and the Commission's General Counsel.


Mary Ann (Garr) Young

**STATE OF MISSOURI
PUBLIC SERVICE COMMISSION
JEFFERSON CITY
March 14, 2002**

CASE NO: TO-2002-397

**Office of the Public Counsel
P.O. Box 7800
Jefferson City, MO 65102**

**Paul G. Lane
Southwestern Bell Telephone Company
One Bell Center, Room 3520
St. Louis, MO 63101**

**General Counsel
Missouri Public Service Commission
P.O. Box 360
Jefferson City, MO 65102**

**Carl J. Lumley
Curtis, Oetting, Heinz, Garrett & Soule
130 S. Berniston, Suite 200
Clayton, MO 63105**

Enclosed find certified copy of an ORDER in the above-numbered case(s).

Sincerely,



**Dale Hardy Roberts
Secretary/Chief Regulatory Law Judge**

Uncertified Copies:

To all interexchange and local exchange telecommunications companies certified doing business in the state of Missouri.

Attachment A

Service List for UNE Case
Case No. T0-2002-397
Updated 5/1/02

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Jefferson City MO 65101

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Overland Park KS 66251

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Kansas City MO 64111

David J. Stueven
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Overland Park KS 66202

Carol Keith
NuVox Communications
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Carl J. Lumley
Curtis Oetting Heinz
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