



CenturyLink™

Qwest Corporation DBA CenturyLink QC
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Mark S. Reynolds
Assistant Vice President
Public Policy & Regulatory Affairs

December 21, 2012

Mr. David Danner, Executive Director and Secretary
Washington Utilities and Transportation Commission
P.O. Box 47250
Olympia, Washington 98504-7250

Attn: Betty Erdahl

RE: WAC 480-120-375 Affiliated Interest Agreement

Dear Mr. Danner:

In accordance with WAC 480-120-375, Qwest Corporation DBA CenturyLink QC is filing notification of the enclosed affiliated interest agreement between Qwest Corporation DBA CenturyLink QC (QC) and Qwest Communications Company, LLC DBA CenturyLink QCC (QCC). This is Amendment No. 39 to Wholesale Services Agreement which was filed under Docket No. UT-041379. Also enclosed is a verified statement.

Please call Frances Bendever on 303-992-4341 if you have any questions or require any additional information.

Very truly yours,

for Mark Reynolds

Enclosures

VERIFIED STATEMENT OF AFFILIATED INTEREST TRANSACTION

Qwest Corporation

WAC 480-120-375 states:

Every public service company must file a verified copy, or a verified summary, if unwritten, of contracts or arrangements with affiliated interests before the effective date of the contract or arrangement. Verified copies of modifications or amendments to the contract or arrangements must be filed before the effective date of the modification or amendment. If the contract or arrangement is unwritten, then a public service company must file a verified summary of any amendment or modification. The Commission may institute an investigation and disapprove the contract or arrangement if the commission finds the public service company has failed to prove that it is reasonable and consistent with the public interest.

Frances Bendever, Sr. Analyst of Qwest Corporation DBA CenturyLink QC certifies that the attached Amendment No. 39 to Wholesale Services Agreement describes the affiliate arrangement between Qwest Corporation DBA CenturyLink QC and Qwest Communications Company, LLC DBA CenturyLink QCC.

A handwritten signature in cursive script that reads "Frances L. Bendever". The signature is written in black ink and is positioned above the printed name.

Frances L. Bendever

Dated at Denver this 21st day of December, 2012