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Arthur A. Butler E-Mail: aab@aterwynne.com

VIA US MAIL AND E-FILE

December 23, 2010

David S. Danner Secretary and Executive Director c/o Washington Utilities and Transportation Commission Records Department 1300 S. Evergreen Park Drive S.W. Olympia, WA 98504-7250

> Owest Communications and CenturyTel - For Approval of Indirect Re:

> > Transfer of Control

WUTC Docket No. UT-100820

Dear Mr. Danner:

Level 3 and Cbeyond do not have plans on submitting any documents as cross-examination exhibits.

All Parties of Record were served as outlined on the Certificate of Service included with this letter. If you have any questions, please feel free to contact me.

Sincerely,

ATER WYNNE LLP athur a. Butter Sc

Arthur A. Butler

cc: Parties of Record

David Danner December 23, 2010 Page 2

CERTIFICATE OF SERVICE

I hereby certify that I have this 23rd day of December, 2010, served the true and correct original, along with the correct number of copies, of the foregoing document upon the WUTC, via the method(s) noted below, properly addressed as follows:

David S. Danner Secretary and Executive Director Washington Utilities and Transportation Commission 1300 S Evergreen Park Drive SW PO Box 47250 Olympia, WA 98504-7250	Hand Delivered U.S. Mail (first-class, postage prepaid) x Overnight Mail (UPS) Facsimile (360) 586-8203 x Email (records@wutc.wa.gov)
I hereby certify that I have this 23rd day copy of the foregoing document upon parties of readdressed as follows:	of December, 2010, served a true and correct ecord, via the method(s) noted below, properly
On Behalf Of 360networks:	
Michel L. Singer Nelson	Hand Delivered
360 Networks	_x_ U.S. Mail (first-class, postage prepaid)
Suite 600	Overnight Mail (UPS)
370 Interlocken Boulevard	Facsimile (303) 854-5100
Broomfield CO 80021	x Email (michel.nelson@360.net)
Confidentiality Status: Public	
On Behalf Of Qwest Communications:	
Lisa A. Anderl	Hand Delivered
Qwest Corporation	x U.S. Mail (first-class, postage prepaid)
Room 3206	Overnight Mail (UPS)
1600 7th Avenue	Facsimile (206) 343-4040
Seattle WA 98191	x Email (lisa.anderl@qwest.com)
Confidentiality Status: Highly Confidential	
On Behalf Of Joint CLECs:	
Mark P. Trinchero	Hand Delivered
Davis Wright Tremaine LLP	x U.S. Mail (first-class, postage prepaid)
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Portland OR 97201-5630	x Email (marktrinchero@dwt.com)
Confidentiality Status: Highly Confidential	

On Beha	alf Of Public Counsel:		
# F S	Simon J. ffitch Attorney General of Washington Public Counsel Section Suite 2000 800 Fifth Avenue Seattle WA 98104-3188	x x	Hand Delivered U.S. Mail (first-class, postage prepaid) Overnight Mail (UPS) Facsimile (206) 389-2079 Email (simonf@atg.wa.gov)
(Confidentiality Status: Confidential		
J (H 2 S	Judith A. Endejan Graham & Dunn, PC Pier 70 2801 Alaskan Way, Suite 300 Seattle WA 98121-1128 Confidentiality Status: Highly Confidential	x x	Hand Delivered U.S. Mail (first-class, postage prepaid) Overnight Mail (UPS) Facsimile (206) 340-9599 Email (jendejan@grahamdunn.com)
S S 1	Charles King Snavely King Majoros O'Connor & Bedell, Inc. Suite 300 1111 14th Street NW Washington DC 20005 Confidentiality Status: Highly Confidential	x	Hand Delivered U.S. Mail (first-class, postage prepaid) Overnight Mail (UPS) Facsimile (202) 842-4966 Email (CharlieKing@snavely-king.com)
S U F 9	Stephen S. Melnikoff U.S. Army Litigation Division Regulatory Law Office, Suite 700 901 N Stuart Street Arlington VA 22203-1837 Confidentiality Status: Highly Confidential	x x	Hand Delivered U.S. Mail (first-class, postage prepaid) Overnight Mail (UPS) Facsimile (703) 696-2960 Email (stephen.melnikoff@hqda.army.mil)
6 5 3	Charles E. Watkins Cbeyond Suite 300 S20 Interstate North Parkway Atlanta GA 30339 Confidentiality Status: Confidential	x x	Hand Delivered U.S. Mail (first-class, postage prepaid) Overnight Mail (UPS) Facsimile (478) 424-2500 Email (gene.watkins@cbeyond.net)

On Behalf Of Dod/FEA:	
Robert W. Spangler Snavely King Majoros O'Connor & Bedell, Inc. Suite 300 1111 14th Street NW Washington DC 20005 Confidentiality Status: Highly Confidential	Hand Delivered U.S. Mail (first-class, postage prepaid) Overnight Mail (UPS) Facsimile (202) 842-4966 x Email (rwspang@centurytel.net)
On Behalf Of Comcast Cable Communications:	
Michael C. Sloan Davis Wright Tremaine LLP Suite 200 1919 Pennsylvania Avenue NW Washington DC 20006 Confidentiality Status: Public	Hand Delivered X U.S. Mail (first-class, postage prepaid) Overnight Mail (UPS) Facsimile (202) 973-4499 X Email (michaelsloan@dwt.com)
On Behalf Of Charter Communications: K.C. Halm Davis Wright Tremaine LLP Suite 200 1919 Pennsylvania Avenue NW Washington DC 20006 Confidentiality Status: Highly Confidential	Hand Delivered X U.S. Mail (first-class, postage prepaid) Overnight Mail (UPS) Facsimile (202) 973-4487 X Email (kchalm@dwt.com)
On Behalf Of PAETEC Communications: William A. Haas McLeodUSA Telecommunications Services, Inc. 1 Martha's Way Cedar Rapids IA 52233 Confidentiality Status: Public	Hand Delivered U.S. Mail (first-class, postage prepaid) Overnight Mail (UPS) Facsimile (319) 790-7901 Email (william.haas@paetec.com)
On Behalf Of Integra Telecom: Karen L. Clauson Integra Telecom, Inc. 6160 Golden Hills Drive Golden Valley MN 55416 Confidentiality Status: Confidentialc	Hand Delivered X U.S. Mail (first-class, postage prepaid) Overnight Mail (UPS) Facsimile (763) 745-8459 X Email (klclauson@integratelecom.com)

On Behalf Of XO Communications:	
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On Behalf Of CenturyLink:	
Cal Simshaw CenturyTel Floor 8 805 Broadway Street Vancouver WA 98660-3277 Confidentiality Status: Confidential	Hand Delivered U.S. Mail (first-class, postage prepaid) Overnight Mail (UPS) Facsimile Email x (calvin.simshaw@centurytel.com)
On Behalf Of Integra:	
Gregory Merz Gray, Plant, Mooty, Mooty & Bennett, P.A. 500 IDS Center 80 South Eight Street Minneapolis MN 55402 Confidentiality Status: Highly Confidential	Hand Delivered X U.S. Mail (first-class, postage prepaid) Overnight Mail (UPS) Facsimile (612) 632-4257 X Email (gregory.merz@gpmlaw.com)
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Katherine K. Mudge Covad Communications Company 2nd Floor 7000 N Mopac Expressway Austin TX 78731	Hand Delivered X U.S. Mail (first-class, postage prepaid) Overnight Mail (UPS) Facsimile (512) 514-6520 X Email (kmudge@covad.com)
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On Behalf Of Commission Staff:	
Jennifer Cameron-Rulkowski Attorney General of Washington 1400 S Evergreen Park Drive SW PO Box 40128 Olympia WA 98504-7250 Confidentiality Status: Confidential	Hand Delivered X U.S. Mail (first-class, postage prepaid) Overnight Mail (UPS) Facsimile X Email (jcameron@utc.wa.gov)
On Behalf Of DoD/FEA:	
Harry Gildea Snavely King Majoros O'Connor & Bedell, Inc. Suite 300 1111 14th Street NW Washington DC 20005 Confidentiality Status: Highly Confidential	Hand Delivered U.S. Mail (first-class, postage prepaid) Overnight Mail (UPS) Facsimile (202) 842-4966 x Email (hgildea@snavely-king.com)
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Michael R. Moore Charter Communications 12405 Powerscourt Drive St. Louis MO 63131 Confidentiality Status: Public	Hand Delivered X U.S. Mail (first-class, postage prepaid) Overnight Mail (UPS) Facsimile (314) 965-6640 Email X (michael.moore@chartercom.com)
On Behalf Of Pac-West Telecomm:	
James C. Falvey Pac-West Telecomm, Inc. Suite 2-I 420 Chinquapin Round Road Annapolis MD 21401 Confidentiality Status: Public	Hand Delivered U.S. Mail (first-class, postage prepaid) Overnight Mail (UPS) Facsimile Email (jfalvey@pacwest.com)
On Behalf Of Sprint Nextel:	
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On Behalf Of Sprint Nextel: Kenneth Schifman Sprint Nextel 6450 Sprint Parkway Overland KS 66251 Confidentiality Status: Confidential	Hand Delivered X U.S. Mail (first-class, postage prepaid) Overnight Mail (UPS) Facsimile X Email (kenneth.schifman@sprint.com)	
On Behalf Of Sprint Nextel: Diane C. Browning Sprint Nextel 6450 Sprint Parkway Overland KS 66251 Confidentiality Status: Confidential	Hand Delivered X U.S. Mail (first-class, postage prepaid) Overnight Mail (UPS) Facsimile X Email (diane.c.browning@sprint.com)	
On Behalf Of 360networks: Penny Stanley 360 Networks 11th Floor 2401 4th Avenue Seattle WA 98121 Confidentiality Status: Public	Hand Delivered U.S. Mail (first-class, postage prepaid) Overnight Mail (UPS) Facsimile (206) 239-4365 x Email (penny.stanley@360.net)	
On Behalf Of T-Mobile: Dave Conn T-Mobile USA, Inc. 12920 SE 38th Street Bellevue WA 98006-1350 Confidentiality Status: Public	Hand Delivered X U.S. Mail (first-class, postage prepaid) Overnight Mail (UPS) Facsimile (425) 383-3640 X Email (dave.conn@t-mobile.com)	
I declare under penalty of perjury under the laws of the State of Washington that the foregoing is true and correct. DATED this 23rd day of December, 2010, at Seattle, Washington.		