

**BEFORE THE WASHINGTON STATE UTILITIES AND TRANSPORTATION
COMMISSION**

In the Matter of Qwest's Petition to be Regulated Under an Alternative Form of Regulation Pursuant to RCW 80.36.135	Docket No. UT-061625 QWEST CORPORATION'S MOTION FOR SUSPENSION AND MODIFICATION OF FILING REQUIREMENTS
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1 Pursuant to WAC 480-07-375(1)(b) Qwest Corporation ("Qwest") hereby files this motion asking the Commission to (1) suspend the "Qwest AFOR review period" and the accompanying financial filings until after a final order is entered in the CenturyTel/Qwest merger docket,¹ and thereafter, (2) determine a new starting date for the AFOR review and, as appropriate, a new expiration date for the AFOR consistent with the outcome in the merger docket.

2 The Qwest AFOR was approved in 2007, with an effective date of November 30, 2007. The "Qwest AFOR review period" is nine months prior to the expiration of the AFOR. That period is defined in Paragraph 115 of Order 06 in this docket, which states:

We agree with Qwest that the specifics of the AFOR review process do not have to be determined now. However, we believe that a six month review period may be insufficient to allow a timely and fully informed decision on whether or how the AFOR should continue. The review period proposed by Public Counsel, *nine months prior to the expiration of the AFOR*, is a more reasonable period to allow thorough evaluation of three years of operational results under the AFOR. We condition our acceptance of the Settlement accordingly (emphasis added).

¹ Docket No. UT-100820.

3 On November 8, 2007 the Commission entered Order 11, generally approving the Implementation Plan filed by Qwest, Commission Staff, and Public Counsel. The Implementation Plan provides that the nine month review period starts on February 28, 2011. Under the current schedule, Qwest is required to file by February 28, 2011 the financial reporting information as required in Appendix B of the Settlement for the entire calendar years 2008 and 2009. For year 2010, Qwest is required to file the entire year of financial data as required in Appendix B of the Settlement by April 1, 2011.

4 In the merger docket, Qwest (along with CenturyTel) has entered into a Settlement Agreement with Commission Staff, and Public Counsel, which also is supported by the DoD/FEA. That Settlement Agreement is currently under consideration by the Commission – the matter is fully briefed and the parties are awaiting a Commission decision. One key provision in the merger Settlement Agreement is Condition 3, which contains an agreement by the parties to extend the current AFOR, and schedule the filing of a new or renewed AFOR petition until no earlier than 2014 and no later than 2015. That agreement requires a filing by CenturyLink as follows:

- a. Prior to the expiration of the existing Qwest AFOR, CenturyLink will petition the Commission for the following:
 - i. deferral of the Qwest AFOR review until the filings required in the next section of this condition are made;²
 - ii. extension of the Qwest AFOR period until the Commission issues an order on the filings required in the next section of this condition;

5 That condition will take effect upon the close of the merger. However, under the current requirements in this docket, Qwest has obligations to file financial information with the Commission prior to the likely closing date. As such, given the Settlement Agreement in the merger docket, and in light of the outcome in the merger docket that is recommended by

² With respect to Qwest, the “filings required in the next section” consist of (i) results of operations consistent with the terms of Qwest’s current AFOR and (ii) an AFOR plan; and they must be filed within three to four years following the merger closing date.

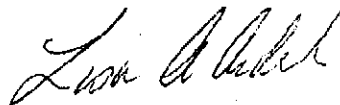
CenturyLink, Qwest, Commission Staff, Public Counsel, and the DoD/FEA, Qwest asks to be relieved of the obligation to file and to commence the AFOR review on February 28, 2011.

6 Qwest therefore asks the Commission to (1) suspend the "Qwest AFOR review period" and the accompanying financial filings until after a final order is entered in the CenturyTel/Qwest merger docket, and thereafter, (2) determine a new starting date for the AFOR review and, as appropriate, a new expiration date for the AFOR consistent with the outcome in the merger docket.

7 After a final order is entered in the merger docket, the Commission may wish to convene a procedural conference to address scheduling issues and other matters as necessary.

DATED this 16th day of February, 2011.

QWEST



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