

**BEFORE THE WASHINGTON
UTILITIES AND TRANSPORTATION COMMISSION**

In the Matter of the Joint Application of

QWEST COMMUNICATIONS
INTERNATIONAL INC. AND
CENTURYTEL, INC.

For Approval of Indirect Transfer of Control of
Qwest Corporation, Qwest Communications
Company LLC, and Qwest LD Corp.

DOCKET NO. UT-100820

LATE-FILED PETITION TO
INTERVENE OF SPRINT NEXTEL
CORPORATION

Pursuant to WAC 480-07-355, Sprint Nextel Corporation (formerly Sprint Corporation) d/b/a Sprint PCS, SprintCom, Inc., Sprint Spectrum, L.P., and WirelessCo., L.P. (collectively "Sprint Nextel") hereby petitions to intervene in the above-captioned docket. In support of its petition, Sprint Nextel sets forth the following information pursuant to the requirements set forth in WAC 480-07-355:

1. The name and address of the Petitioner:

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2. The name, address, telephone and email information of the persons to whom communications intended for Petitioner should be addressed:

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3. Sprint Nextel is a registered competitive local exchange company, authorized to provide both intraexchange and interexchange telecommunications services throughout the state of Washington. Currently, Sprint Nextel competes with Qwest Corporation (“Qwest”) and CenturyTel Inc. (“CenturyLink”) as well as obtains interconnection and related services and facilities from both Qwest subsidiaries and CenturyLink subsidiaries in Washington. Sprint Nextel maintains local interconnection agreements with subsidiaries of both Qwest and CenturyLink in their capacity as incumbent local exchange carriers (“ILECs”), which agreements were entered into pursuant to sections 251 and 252 of the Communications Act of 1934, as Amended by the Telecommunications Act of 1996, Pub. L. 104-104, 110 Stat. 56, 47 U.S.C. Sections 151 *et. seq.* (the Act” or “1996 Act”).
4. Sprint Nextel has a substantial interest in the proposed transfer of control of Qwest to CenturyLink. In order to serve its customers in both the Qwest and CenturyTel territories, currently, Sprint Nextel relies on its ability to interconnect with and seek associated services from Qwest, which is the largest incumbent local exchange carrier in Washington, and from CenturyLink with over 200,000 access lines in Washington.¹ Moreover, both Qwest and CenturyLink assess access charges to Sprint for intrastate traffic in Washington. In addition, Sprint Nextel competes with the enterprise services offered by Qwest and CenturyLink.
5. Sprint Nextel desires to participate in this proceeding in order to ensure that the merger of these two ILECs will not adversely impact the competitive landscape in Washington. Sprint Nextel also seeks to protect its rights to obtain interconnection and related services and facilities from both Qwest and CenturyLink, under appropriate rates and conditions, which it relies upon to provide telecommunications services to Sprint Nextel’s customers. Sprint Nextel is also concerned that the merged companies will not adopt best practices and will increase transaction costs related to obtaining interconnection services and interconnection agreements with Qwest and CenturyLink. Moreover, Sprint Nextel is concerned that the combined companies will not provide access services at appropriate rates, terms and conditions given the size and scope of the merged company.

¹ See Joint Application, ¶ 11.

6. Sprint Nextel anticipates that the various issues and areas of concern that it raises, briefing and argument that it intends to set forth, as well as evidence that it may provide, will be of meaningful assistance to the Commission and the other parties to this proceeding when evaluating the proposed petition and when considering what conditions, if any, are appropriate to protect the public interest. Permitting Sprint Nextel leave to intervene will not result in a broadening of the issues already raised pursuant to the merits of this petition, nor shall Sprint Nextel's participation cause a delay of these proceedings.
7. Sprint Nextel has good cause for its late-intervention, as it first became aware of the fact that Qwest and CenturyTel had filed their Petition for Approval of Indirect Transfer of Control in Washington after the first Pre-Hearing Conference was held on June 1, 2010. Thus, Sprint Nextel missed its opportunity to timely file its petition to intervene in this proceeding by just over one week.
8. The Commission's procedural schedule released on June 10, 2010 does not contain any deadlines for intervenor testimony that Sprint Nextel has missed. Sprint Nextel takes the record as it currently stands. Accordingly, Sprint Nextel believes that no party will be prejudiced by granting its requested late intervention.

WHEREFORE, Sprint Nextel requests leave to intervene late as a party to this proceeding, seeks a right to participate in the full hearing process, including by not limited to the right to conduct discovery, to brief on issues arising during this proceeding, to have notice of and to appear during testimony, to produce and cross-examine witnesses, and to be heard either in person or telephonically at oral argument.

RESPECTFULLY SUBMITTED this 11th day of June 2010, in San Francisco, California.

SPRINT NEXTEL CORPORATION



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CERTIFICATE OF SERVICE

I hereby certify that I have this 11th day of June, 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:

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I hereby certify that I have this 10th day of June, 2010, served a true and correct copy of the foregoing document upon parties of record, via the method(s) noted below, properly addressed as follows:

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I declare under penalty of perjury under the laws of the State of Washington that the foregoing is true and correct.

DATED this 11th day of June, 2010, at San Francisco, California.

Katherine M. McMahon
