



STATE OF WASHINGTON

WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

1300 S. Evergreen Park Dr. S.W., P.O. Box 47250 • Olympia, Washington 98504-7250
(360) 664-1160 • TTY (360) 586-8203

May 26, 2011

RE: *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 UT-100820*

TO ALL PARTIES:

On March 14, 2011, the Washington Utilities and Transportation Commission (Commission) entered Order 14, approving the proposed acquisition of Qwest Communications International Inc. (Qwest) by CenturyLink, Inc. (CenturyLink) subject to CenturyLink accepting certain conditions specified in the Order. One such condition required CenturyLink to reduce the intrastate access charges of its pre-existing incumbent local exchange carriers (ILECs) to mirror the intrastate access rates and rate structure of the Qwest Corporation ILEC in Washington, pursuant to a tariff filing no later than 30 days following closing, to be effective 30 days following filing.

On April 29, 2011, CenturyLink made two tariff filings:

- Advice No. WA 11-12A which includes revisions relative to CenturyTel of Washington, Inc., CenturyTel of Inter-Island, Inc., and CenturyTel of Cowiche, Inc. (all doing business as CenturyLink).
- Advice No. WA 11-13A which includes revisions relative to United Telephone Company of the Northwest (doing business as CenturyLink).

Commission Staff has examined the two tariff filings and has concluded that they are consistent with the terms of Order 14 with regard to the condition of mirroring the intrastate recurring switched access rates and rate structure of the Qwest Corporation ILEC in Washington.

Therefore, the Commission will permit the tariff sheets filed on April 29, 2011, in Advice Nos. 11-12A and 11-13A to become effective as filed with an effective date of May 29, 2011.

DOCKET UT-100820

May 26, 2011

The Commission notes, however, that CenturyLink has filed a complaint in U.S. District Court for the Western District of Washington, Case No. 2:11-CV-00633 (“Complaint”) challenging certain portions of Order 14 in this docket. The Commission notifies the parties that nothing in the Commission’s action or non-action reflected in this Notice or the Commission’s consideration of this or any other party filings after CenturyLink filed the Complaint can or should be construed as a waiver of any position the Commission has taken or may take in response to the Complaint, including but not limited to taking the position that any judicial decision invalidating any part of Order 14 must result in a remand to the Commission to determine whether and under what conditions the Commission should approve the Joint Application to approve the transfer of control of Qwest to CenturyLink.

Sincerely,

DAVID W. DANNER
Executive Director and Secretary