

Kathleen M. O'Sullivan  
PHONE (206) 359-6375  
FAX (206) 359-7375  
EMAIL KOSullivan@perkinscoie.com

June 22, 2011

David Danner  
Executive Director and Secretary  
Washington State Utilities and Transportation Commission  
1300 S. Evergreen Park Drive SW  
P.O. Box 47250  
Olympia, WA 98504-7250

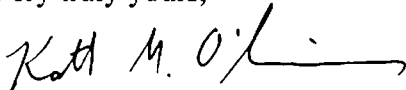
**Re: Docket No. UT-100820  
In the Matter of the Joint Application of Qwest and CenturyTel for Approval of  
Indirect Transfer of Control of Qwest**

Dear Mr. Danner:

Enclosed for filing please find an original and twelve copies each of CenturyLink's signed Exhibits A and C of the Protective Order 01 in Docket UT-100820.

Thank you for your assistance with this filing. If you have any questions, please call me at the telephone number listed above.

Very truly yours,



Kathleen M. O'Sullivan

KMO:ln

Enclosures: Exhibit A (Attorney Agreement)(signed by Kathleen M. O'Sullivan)  
Exhibit C (Highly Confidential Information Agreement)  
(signed by Kathleen M. O'Sullivan)

**EXHIBIT A (ATTORNEY AGREEMENT)**

AGREEMENT CONCERNING CONFIDENTIAL INFORMATION  
IN DOCKET UT-100820  
BEFORE THE  
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

I, Kathleen M. O'Sullivan, as attorney in  
this proceeding for Century Link, Inc. (party to this  
proceeding) agree to comply with and be bound by the Protective Order entered by  
the Washington Utilities and Transportation Commission in Docket UT-100820, and  
acknowledge that I have reviewed the Protective Order and fully understand its terms  
and conditions.

KM O'Sullivan  
Signature

6/22/2011  
Date

Perkins Coie LLP  
Address

1201 Third Avenue  
Seattle, WA 98101

**EXHIBIT C (HIGHLY CONFIDENTIAL INFORMATION AGREEMENT)**

AGREEMENT CONCERNING HIGHLY CONFIDENTIAL INFORMATION  
IN DOCKET UT-100820  
BEFORE THE  
WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

I, Kathleen M. O'Sullivan, as

- In-house attorney
- In-house expert
- Outside counsel
- Outside expert

in this proceeding for CenturyLink, Inc. (a party to this proceeding) hereby declare under penalty of perjury under the laws of the State of Washington that the following are true and correct:

- a. I am not now involved, and will not for a period of two years involve myself in, competitive decision making with respect to which the documents or information may be relevant, by or on behalf of any company or business organization that competes, or potentially competes, with the company or business organization from whom they seek disclosure of highly confidential information with respect to the pricing, marketing, and sales of telecommunications services in the state of Washington ; and
- b. I have read and understand, and agree to be bound by, the terms of the Protective Order in this proceeding, including this Section C of the Protective Order.

Kath M. O'Sullivan  
Signature

6/22/2011  
Date

Seattle  
City/State where this Agreement was signed

WA

Employer

Perkins Coie / Partner

1201 Third Avenue

Position and Responsibilities

Permanent Address

Seattle, WA 98101

\* \* \*

The following portion is to be completed by the responding party and filed with the Commission within 10 days of receipt. Failure to do so will constitute a waiver and the above-named person will be deemed a person having access to Highly Confidential Information under the terms and conditions of the protective order.

\_\_\_\_\_ No objection.

\_\_\_\_\_ Objection. The responding party objects to the above-named person having access to Highly Confidential Information. The objecting party shall file a motion with the Commission, supported by affidavit, setting forth the basis for objection and asking exclusion of the person from access to Highly Confidential Information.

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Date