

July 5, 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) and adopting, subject to conditions, multiparty settlement agreements. One such agreement between Qwest, CenturyLink, the Commission's regulatory staff (Commission Staff), and the Public Counsel Section of the Washington Office of Attorney General, included a condition (Condition 28) which required CenturyLink to complete certain rate center consolidation activities and the associated tariff filings.

On June 24, 2011, CenturyLink made the following tariff filing:

Advice No. WA 11-07 which included revisions for CenturyTel of Washington, Inc., doing business as CenturyLink. This filing incorporated the necessary changes to complete the consolidation of rate centers associated with condition 28.b.

- i) Puget Island and Cathlamet rate centers (surviving rate center of Cathlamet)
- ii) Benge and Ritzville rate centers (surviving rate center of Ritzville)

Commission Staff has examined the tariff filing and has concluded that it is consistent with the terms of Order 14. Therefore, the Commission will permit the tariff sheets filed on June 24, 2011, in Advice No. WA 11-07 to become effective as filed with an effective date of June 27, 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 letter 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