

September 27, 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 the companies' acceptance of the conditions the Commission adopted in the Order, including but not limited to the conditions contained in 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 (a)) which requires CenturyLink to address rate center consolidation in tariff.

On August 29, 2011, CenturyLink filed revised tariff sheets under Advice No. WA ACQ 11-08 for Tariff WN U-10 and on August 30, 2011, CenturyLink filed revised tariff sheets under Advice No. WA CT 11-08, for Tariff WN U-2. The revised tariff sheets result in the following consolidated rate centers:

- The Humptulips rate center into the Lake Quinault rate center (Advice No. WA ACQ 11-08),
- The Hansville rate center into the Kingston rate center (Advice No. WA CT 11-08),
- The Neah Bay, Clallam Bay, and Beaver rate centers in the Forks rate center (Advice No. WA CT 11-08),
- The Ocean Park and Chinook rate centers into the Long Beach rate center (Advice No. WA CT 11-08), and

- The Friday Harbor, Lopez, East Sound and Blakely Island rate centers into the San Juan rate center.

Commission Staff has examined the tariff filings and has concluded that they are consistent with the terms of Order 14. Therefore, the Commission will permit the tariff sheets filed on August 29, 2011, in Advice No. WA ACQ 11-08 for Tariff WN U-10 and on August 30, 2011, in Advice No. WA CT 11-08, for Tariff WN U-2 to become effective as filed with an effective date of September 2, 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