

**EXHIBIT BJJ-53 TO THE  
DIRECT TESTIMONY OF  
BONNIE J. JOHNSON  
ON BEHALF OF  
INTEGRA TELECOM**

## EXCERPTS FROM JULY 1, 2011 QWEST CMP MATRIX

### COVER EMAIL

Qwest Notification Number SYST.MEDI.06.30.11.F.09283.Followup Resp\_Commnts\_MTG  
MATRIX PAGES 1, 2, 6, 10, 16, 19-29, 35-37, 43, 46, 48, 50, 54, 56-57

“July 1, 2011 Qwest CMP Matrix” means the document distributed by Qwest ([mailouts2@qwest.com](mailto:mailouts2@qwest.com)) to CMP participants by email on July 1, 2011 entitled “Qwest 06-30-11 Response to Questions from Integra on Proposal to Retire MEDIACC/CEMR and Replace with MTG” that was provided with Qwest Notification Number SYST.MEDI.06.30.11.F.09283.Followup Resp\_Commnts\_MTG, which states: “ On June 30, 2011, Qwest is providing additional information associated with the CLEC comments from Integra on the Maintenance Ticketing Gateway (MTG). As agreed to in the June monthly CMP meeting, the Qwest responses are included in an updated matrix that compiles comments received on multiple dates.”<sup>1</sup>

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**QWEST 06-30-11 RESPONSE TO QUESTIONS FROM INTEGRA ON PROPOSAL TO  
REIRE MEDIACC/CEMR AND REPLACE WITH MIG**

**NOTE:** In addition to the original Integra questions and Qwest responses, this matrix now includes questions/concerns from multiple emails from Integra: May 23, 2011, May 26, 2011, June 1, 2011, June 9, 2011, June 14, 2011, June 14, 2011 (from Karen Clauson) and June 14, 2011 (from Bonnie Johnson). These additional questions and the Qwest responses have been added to the bottom of the matrix. The June 7, 2011 questions received from Integra have not been included in this matrix as they were specific to QPortal which is no longer included as part of MTG.

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**CONTENT OF EMAIL RECEIVED FROM INTEGRA ON SYSTEM NOTICE: SYST.MEDI.03.10.11.F.08921.RESP\_ADDL\_COMMENTS\_MTG**

*Enclosed is Integra's reply to Qwest's delayed response dated March 10, 2011. Integra is one of the CLECs that submitted comments in February in CMP. Later, Integra also summarized its questions for Qwest and provided them to Qwest and CenturyLink executives on February 20, 2011. As part of Qwest's March 10, 2011 CMP response, Qwest included Integra's February 20, 2011 questions and Qwest's responses to them. This is Integra's first opportunity, therefore, to review and respond in CMP to Qwest's March 10, 2011 information provided in response to those Integra questions. Please ensure that Integra's enclosed reply is posted to the website in CMP as part of the CR Detail for this CR.*

*I am also providing Integra's Reply to you, Rita. If there is any comment or question that Qwest believes is outside the scope of CMP, please ensure that the appropriate personnel at Qwest receive and respond to the enclosed document.*

**1. Redundant at this Time. Why reire CEMR/MEDIACC now (as opposed to after two years, if at all)? We need a detailed understanding of the current systems and Qwest's reasons for proposing replacement.**

INTEGRA 2/2/011	QWEST 3/10/11	INTEGRA REPLY 3/18/11	QWEST 6/30/11
a. Identify the manufacturers and the vendors that support the operating system, database, software, and hardware; and provide the specification of each that CEMR/MEDIACC is currently residing on. If Qwest is the owner/developer/manufacturer,	<ul style="list-style-type: none"> <li>• MEDIACC Operating system is HP-UX 10.20, which is not supported by the vendor.</li> <li>• MEDIACC hardware is HPK460 which is supported by the vendor at a best effort level.</li> <li>• The database used by MEDIACC is Sybase 11.5.1, which is not supported by the</li> </ul>	Regarding Qwest's assertion that certain vendors do not provide support, Integra requested documentation to support Qwest's claim. Qwest did not post a document with some vendor information to its website until March 15 or March 16, 2011. Qwest provided no explanatory	<b>FROM</b> partial response associated with notification sent on 5/20/11:  See Qwest 3/10/11 column for manufacturer and vendor information.

INTEGRA 2/2/011	identify Qwest.	QWEST 3/10/11	QWEST 6/30/11
	<ul style="list-style-type: none"> <li>The Sybase database runs on HPK460 servers which are supported by the vendor at a best effort level.</li> <li>The Sybase database runs on Operating system HP-UX-10.20, which is <b>not</b> supported by the vendor.</li> <li>The database used by CEMR is Oracle 10.2.0.4, which is <b>not</b> supported by the vendor.</li> <li>The operating system for the Oracle DBMS is Redhat AS 3, which is <b>not</b> supported by the vendor.</li> <li>The hardware for the Oracle DBMS is an IBM Blade HS20 type 8842 Model 11u, which is supported by the vendor.</li> <li>The CEMR Operating system is Redhat 5.5, which is supported by the vendor.</li> <li>The CEMR hardware is IBM LADE HS21 type 8853 Model L5U, which is supported by the vendor, and HP Blade BL640C G1 which is supported by the vendor.</li> <li>The software used by both systems is CMIP Toolkit: Vertel 2.1.1, which is <b>not</b> supported by the vendor, which is no longer in business.</li> <li>Both CEMR and MEDIACC are</li> </ul>	<p>information with the document. A preliminary review of that document suggests that, to the extent a problem with CEMR/MEDIACC exists, any alleged problem may be of Qwest's own making. Qwest appears to have had options available to it to avoid the situation it claims exists today. Qwest developed the CEMR and MEDIACC applications, and Qwest has not shown whether it explored all options to maintain and upgrade them as needed and, if not, why not. Choices on Qwest's part should not result in a shifting of expenses to CLECs to move systems when a move may not be or have been necessary.</p> <p>In any event, before CEMR/MEDIACC may be replaced, the company must adhere to the requirements of the merger settlement agreements, including paragraph 12 and subparts of the Integra agreement. This is true regardless of the reason for the replacement and regardless of whether any or all CLECs have migrated to a different system. See, e.g., Row 2(f) &amp; §4.</p>	<p>During the March 16, 2011 CMP meeting, Qwest provided a document titled "MTG Vendor Support Information 031511" in an effort to document that support does not exist. Some of that information is repeated below however the full Vendor documents titled "HP-UX 11i Support Matrix" and the "ORACLE INFORMATION-DRIVEN SUPPORT" are in PDF format are not repeated here. Those documents will continue to be available on the Wholesale Calendar at <a href="http://wholesalecalendar.qwestapps.com/detail/289/2011-03-16">http://wholesalecalendar.qwestapps.com/detail/289/2011-03-16</a>.</p> <p>In regard to Sybase database support, the following link <a href="http://www.sybase.com/detail?id=1008925">http://www.sybase.com/detail?id=1008925</a> provides the "End of Support Notification for Enterprise Solutions Enterprise Solutions Division products on the eleven series of Sybase Adaptive Server IQ" from June 2001.</p>

INTEGRA 2/2/011	QWEST 3/10/11	INTEGRA REPLY 3/18/11	QWEST 6/30/11
<p>f. Qwest said it may defer retirement of CEMR/MEDIACC but did not provide specifics. Integra asked Qwest to instead withdraw its retirement Change Request. Will Qwest withdraw its retirement Change Request in CMP? If not, will Qwest defer it? If Qwest will defer it, we need to know the length of time it will be deferred. Will Qwest commit to defer it for at least two years? If not, for what time period does Qwest plan to defer it?</p>	<ul style="list-style-type: none"> <li>As stated in the February CMP call, Qwest does agree to place the MEDIACC retirement CR in a Deferred status until after the implementation of MTG, at which point Qwest will evaluate the transition of customers to MTG and working with the CLECs will determine next steps for retirement of both CEMR and MEDIACC. The deferment of the CEMR/MEDIACC CR occurred the week of February 28.</li> <li>To clarify: by deferring the MEDIACC CR until post implementation, the timeline for CEMR/MEDIACC retirements based on CMP requirements would be over 450 days from today. In addition to the 450</li> </ul>	<p><i>First bullet:</i> Qwest over-states Qwest's statements on the February CMP call. As reflected in the Qwest-prepared meeting minutes from that call, Qwest said it "may" place the MEDIACC CR in a Deferred status, and Qwest did not commit on the call to any time period for the length of the deferment. A deferment occurs when Qwest changes the status in the CR Detail on its website, and that did not occur until March.</p> <p><i>Second bullet (except last sentence):</i> Deferring the MEDIACC CR as described by Qwest is not fully documented and does not satisfy the terms of the Qwest-CenturyLink-CLEC merger settlement agreements. Qwest appears to be creating its own process and own</p>	<p>As noted as of May 18, 2011 the MEDIACC Retirement CR (SCR121608-01) was moved from deferred to withdrawn.</p> <p>MTG will have high availability with fail over. Gateway availability will be consistent with CenturyLink's obligations.</p> <p><b>FROM partial response associated with notification sent on 5/20/11:</b></p> <p>The MEDIACC CR was placed in Withdrawn status in the May 18, 2011 monthly CMP meeting</p> <p>As stated previously, questions regarding the Qwest-CenturyLink-CLEC merger settlement agreements are outside of the scope of CMP.</p> <p>The eventual retirement of MEDIACC will be done according to the requirements agreed to in the merger settlement agreements. While Qwest and Integra may still disagree whether</p>

<p>INTEGRA 2/2/011</p>	<p>QWEST 3/10/11</p>	<p>INTEGRA REPLY 3/18/11</p>	<p>QWEST 6/30/11</p>
<p>g. Provide any other reasons, with supporting documentation, for the need to replace CEMR/MEDIACC at this time (and not after two years).</p>	<p>As stated in the February CMP meeting, the hardware, Operating system, database and software are old and thus more likely to fail (see above). Qwest would like to replace the systems before failure becomes a chronic problem that significantly impacts not only Qwest but the CLECs. This is a proactive effort to prevent problems before they ramp up – given the age of the systems and the advice of our IT team, when problems do occur they could ramp up quickly and impact our business, as Qwest uses CEMR and MEDIACC just like the CLECs do.</p>	<p>should perform parallel testing (old versus new) and compare the two. That way, CLECs will not have to wait until it is too late to learn whether the system replacement adversely affects wholesale performance. Will the testing conform to the requirements of paragraph 12 and subparts of the Qwest-Integra merger settlement agreement, as well as any longer timeframes or additional requirements in other merger settlement agreements? What steps will Qwest take to ensure that use of a new system will not change how PID/PAD data is collected, calculated, etc.?</p> <p>See above. Integra requested information earlier and summarized its requests for Qwest on February 20, 2011. Although Qwest did not respond until March 10, 2011 (later for vendor information), Qwest provided little new information. To the extent that Qwest “would like to replace the systems” before the timeframes for replacing them in the merger settlement agreements, or with different or other procedures from those described in paragraph 12 and other settlement agreements, Qwest needs to work more collaboratively with CLECs to mutually agree upon a solution. To date, Qwest is announcing unilateral</p>	<p><b>FROM partial response associated with notification sent on 5/20/11:</b></p> <p>As stated previously, the MTG project is a proactive effort to develop a replacement system in an effort to prevent problems before they ramp up – given the age of the systems and the advice of our IT team. CenturyLink intends to honor its merger agreements.</p>

As stated previously, the MTG project is a proactive effort to develop a replacement system in an effort to prevent problems before they ramp up – given the age of the systems and the advice of our IT team.

**2. Transition to MTG. We need a detailed understanding of MTG and Qwest's plans to implement it. We need to know specifically what Qwest plans to implement and when, what testing is planned, how functionality will be confirmed by CLECs before implementation, and whether, how, and when CLECs will have a say/vote in accepting the replacement system (MTG) before implementation.**

INTEGRA 2/2/011	QWEST 3/10/11	INTEGRA REPLY 3/18/11	QWEST 6/30/11
<p>a. Qwest indicated in CMP that MTG will be using the existing Qwest system (QPortal). Please confirm if that is correct and, if not, what will be used. If correct, does the existing Qwest system currently reside on a platform with high availability with failover?</p>	<p>Qwest plans to add CEMR functionality to QPortal, an existing platform used by thousands of customers today. The QPortal Platform is hosted on multiple systems that allow automatic failover in the event of a problem, thus ensuring improved system availability in the event of a system failure. As stated above, CEMR/MEDIACC do not have this automatic failover capability and failure results in outages.</p>	<p>Given that Qwest confirms it is using an existing platform to implement the new system (MTG), why hasn't Qwest provided more information in response to CLEC questions? See next Row. Although Qwest says that QPortal has been used by thousands of customers, Qwest admits that QPortal has not been used by customers for the functionality provided to CLECs by CEMR/MEDIACC. See Row 2(b). With respect to outages, Qwest admitted in CMP that there were fewer outages last year than there have been in any other year since 2003.</p>	<p>The QPortal Platform and the CEMR functions that it was to provide is no longer a part of the MTG development project. CEMR will remain in place.</p> <p>Qwest is committed to meeting its service level agreements. Efforts around this commitment resulted in fewer outages. This is not an indication the MEDIACC platform is stable.</p>
<p>b. In CMP, Qwest was unable to answers to certain questions. If an existing Qwest system (QPortal) is used, then Qwest should be very familiar with that system, and information about that system should be readily available. For example, regarding the ability of the new system to run in a high</p>	<ul style="list-style-type: none"> <li>Qwest will ensure that a QPortal expert is available to respond to CLEC questions at the next CMP meeting, and any other meetings CLEC's request to discuss the functionality of QPortal. If there are specific questions regarding QPortal functionality directed to Qwest in writing, responses will be returned in writing. Availability of QPortal is</li> </ul>	<p><i>First bullet:</i> Qwest waited until March 10<sup>th</sup> to indicate that it will have a QPortal expert at the March 16<sup>th</sup> CMP meeting. CLECs nonetheless asked questions during the CMP meeting, but Qwest's QPortal experts were unable to answer them. Qwest said that Qwest is not yet prepared to answer any</p>	<p>The QPortal Platform and the CEMR functions that it was to provide is no longer a part of the MTG development project. CEMR will remain in place.</p>

	<p>* Qwest can provide the student guide for QControl to customers if they would like to see it. However, the functionality described in the QControl student guide only describes functionality in existence today, and does not yet include functionality for the replacement systems. Therefore, the QControl student guide would be an example of how the current system works, but would not represent any functionality for the improved CEMR/MEDIACC release at this time. Documentation and training will be provided according to the preliminary timeline provided in the presentation at the February CMP meeting, and it is posted as part of this response to comments.</p> <p>QControl is a web based system that can be accessed by any system that supports IE 7.0 or higher, or Firefox 3.5 or higher.</p>	<p>QPortal Platform, the "CEMR functionality" to be implemented in the new system MTG, how and when CEMR functionality will be added to QPortal/MTG, and when CEMR/MEDIACC will be replaced with the new system. A written comment cycle should be established afterward so that CLECs have a fair opportunity to comment on the information provided by Qwest's QPortal expert and for Qwest to respond.</p> <p><i>Second bullet:</i> Is Qwest saying that it developed QPortal and/or QControl? If not, please identify the vendor/owner/manufacturer (all, if different). Is QControl the name that the new system will be known to Qwest CLEC customers? If not, is "MTG" the equivalent branding for CLEC customers as "QControl" for national customers?</p> <p><i>Third bullet:</i> Please promptly provide the student guide for QControl. Qwest refers to an improved CEMR/MEDIACC release, but Qwest has not yet demonstrated the replacement system will be an improvement. The preliminary timeline provided in the February CMP meeting, (and revised in March)</p>	<p>The CEMR GUI will continue to be used and an interface will be established to MTG.</p> <p>The QPortal Platform is no longer a part of the MTG development project.</p>
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		<p>consistent with the merger settlement agreement. (See Row 2f.) Also, Qwest needs to promptly clarify why there are two deadlines on December 12, 2011. Is one (e.g., System Available to CLECs) for CEMR users and the other (e.g., Begin Scheduling Migration Dates) for MEDIACC users (or vice versa)? Integra does not agree to these deadlines and does not agree, for example, to use or migrate to the new system as of December 12, 2011 (or any other date inconsistent with the merger settlement agreements). Qwest needs to establish that it will fully meet its obligation to "use and offer" CEMR, with no loss of functionality or wholesale performance (see merger paragraphs 11 and 12), for the full time period required by the settlement agreements. Resources cannot be diverted to the detriment of CEMR because of Qwest's choice to implement a new system earlier. If Qwest is claiming that it is unable to meet its obligation for the full time period, then Qwest cannot rely on CMP only but also must deal with obtaining agreement and any needed approvals. See Section 4.</p>	<p>As previously stated, the CEMR application will continue to be used for the full time period required by the settlement agreements.</p>
<p>d. Has Qwest determined the</p>	<p>Please see ATIS-0300002 XML Schema</p>	<p>Why is Qwest referring to a</p>	

<p>Industry Standard or Specifications it will be using for the Network testing transactions? Per a February 2<sup>nd</sup> Qwest email, Network Testing Transaction specifications were not yet identified. But, that distinction was no longer made in the slide presentation on Feb 16<sup>th</sup>, 2011. If available, please provide this information.</p>	<p>Interface for POTS Service Test.</p>	<p>“POTS” test? Qwest considers UNEs to be “design” services, not POTS. Please provide the referenced document (or a URL for the referenced document).</p>	<p>Reference the CMP 5/8/11 documents. While we are using the ATIS specs, detail test design is not complete. Specs will be made available through CMP (these specifications will cover POTS circuit testing only, in keeping with the ATIS specification).  Please note that Design Service and POTS circuit testing are available through CEMR.</p>
<p>e. Please clarify the following: If the timeline, as indicated by Qwest, is roughly 9-12 months for a hardware upgrade to the current system and the timeline is roughly 9-12 months for a new application, why did Qwest choose to implement the new system instead of simply upgrading the End of Life hardware, which would allow Qwest to retain the existing system (MEDIACC/CEMR)?</p>	<p>Where the hardware and databases can be upgraded in the interim to reduce risk, it has been, as is demonstrated in the answers above regarding hardware and operating systems. However, the database used by MEDIACC can't run on newer hardware and operating systems, and therefore the application needs to be rewritten to utilize a newer database.</p>	<p>Qwest's response is incomplete. Qwest provides no explanation for its assertion that “the database used by MEDIACC can't run on newer hardware and operating systems.” Why not? Has Qwest, as the developer, failed to maintain or update the database? What database(s) supports CEMR/MEDIACC? What does Qwest mean by “newer database”? Is data from the old system being placed/converted into the new system? If so, how? If not, how is historical information retrieved? Does the “newer database” include both Qwest and CenturyLink data? If Qwest can rewrite the application for its purpose, why can't Qwest</p>	<p>The CEMR application, with no loss of functionality or wholesale performance, will continue to be used for the full time period required by the settlement agreements. (See Merger paragraphs 11 and 12.)  1. Qwest provides no explanation for its assertion that “the database used by MEDIACC can't run on newer hardware and operating systems.” Why not?  <b>Response: Running unsupported software on new hardware does not</b></p>

<p>eliminate the risk. Our focus is on eliminating the risk of using unsupported software.</p> <p>2. Has Qwest, as the developer, failed to maintain or update the database?</p> <p><b>Response: The database has been maintained by Qwest; however, the design decision is to upgrade to industry standard. . .</b></p>	<p>rewrite the application for the current database? Qwest mentions only MEDIACC. What about CEMR? Please explain all reasons for the assertions in Qwest's response.</p>	
<p>3. What database(s) supports CEMR/MEDIACC?</p> <p><b>Response: CEMR - Oracle 10.2.04 MEDIACC - Sybase 11.5.1</b></p>		
<p>4. What does Qwest mean by "newer database"?</p> <p><b>Response: A vendor supported database engine.</b></p>		
<p>5. Is data from the old system being placed/converted into the new system? If so, how?</p>		

If not, how is historical information retrieved?

**Response: There will be no need to convert data until MEDIACC is retired. If a customer chooses to move to MTG, their data will be created in the system.**

6. Does the "newer database" include both Qwest and CenturyLink data?

**Response: MTG will include legacy Qwest data. We have made no definitive decision to include legacy CenturyLink data.**

7. If Qwest can rewrite the application for its purpose, why can't Qwest rewrite the application for the current database?

**Response: Please see our discussion above regarding the unsupported database.**

8. Qwest mentions only MEDIACC. What about CEMR?

<p><b>Response: CEMR is staying in place.</b></p> <p>9. Please explain all reasons for the assertions in Qwest's response.</p> <p><b>Response: Please see responses.</b></p>			
<p>The CEMR GUI is staying in place. All of the functionality currently present in CEMR will be present when MTG is implemented.</p> <p>The eventual retirement of MEDIACC will be done according to the requirements agreed to in the merger settlement agreements. While Qwest and Integra may still disagree whether the initial installation and use of MTG is implicated in those merger settlements, Qwest will comply with the applicable commitments during any retirement process for MEDIACC. In addition, Qwest will continue to strive to share</p>	<p>Integra disagrees. See also Row 1(f). Qwest cites nothing to support its position, despite repeated requests from Integra for Qwest to provide citations/support. CEMR and MEDIACC are legacy Qwest OSS. The Qwest-Integra merger settlement agreement (paragraph 12) requires Qwest to both <i>use</i> and offer legacy Qwest OSS for a two year period (thirty months per the Joint CLEC agreement). The 450-day period described by Qwest in Row 1(f) falls far short of this time period. Although Qwest mentions the possibility of another 12 months, Qwest does not guarantee it and, in any event, this is not the time period in approved agreements. (Even with a 12-month addition, Qwest falls short of the 30 months to which it recently committed.) Integra does not agree to a shorter time period, and Qwest</p>	<p>Qwest has no obligation to do so.</p>	<p>f. Has Qwest notified the Wireline Competition Bureau of the FCC and the state commissions of its plan to replace CEMR/MEDIACC and, if not, does it plan to do so and when?</p>

<p>as much information as practical with CLECs in order to ensure that all parties understand the impacts and that data integrity will be maintained.</p>	<p>may not unilaterally modify Commission-approved agreements. Qwest cannot retire them before the allotted time period, and after that period, Qwest must provide the detailed plan to the FCC, state commissions, and parties. There is no provision in the merger settlement agreements allowing Qwest to replace or integrate these legacy Qwest OSS without providing a detailed plan to the FCC and affected state commissions at least 270 days before replacing or integrating Qwest OSS per paragraph 12a of the merger settlement agreement. Even assuming Qwest were to negotiate and obtain approval of a shorter time period for CEMR/MEDIACC (which to date Qwest has not done), Qwest would still have to comply with merger paragraph 12(a) whenever it does replace or integrate these legacy Qwest OSS. Integra's request that Qwest indicate when it will provide the required detailed plan to the FCC and affected state commissions is ongoing.</p>	<p>g. What is Qwest's plan to ensure that data integrity is maintained?</p>
<p>The eventual retirement of MEDIACC will be done according to the requirements agreed to in the merger settlement</p>	<p>Qwest's short answer, with no details, provides no comfort that data integrity will be maintained. Qwest argued in the merger proceedings that CMP</p>	<p>Qwest will test this enhanced system to ensure data integrity, prior to implementation, and CLECs will have the opportunity to run in parallel, per the requirements of the CMP process, to</p>

<p>ensure data integrity has been maintained in the transition.</p>	<p>procedures alone were sufficient; CLECs opposed that position; and, to resolve this issue, Qwest agreed to the merger settlement terms, which require steps in addition to CMP compliance to replace or integrate any legacy Qwest OSS. Qwest is arguing its previous CMP-only position while omitting any reference to the procedures in paragraph 12 and subparts of the Qwest-Integra merger settlement agreement. (See Rows 1(f) and 2(f) above.) The deal that was struck was that participating CLECs would have a say in the replacement or retirement of legacy Qwest OSS and that replacement/retirement would not proceed without that say, including a majority vote in CMP. The merger agreement procedures are supposed to help ensure that data integrity is maintained. See also Row 2(e).</p>	<p>agreements. While Qwest and Integra may still disagree whether the initial installation and use of MTG is implicated in those merger settlements, Qwest will comply with the applicable commitments during any retirement process for MEDIACC. In addition, Qwest will continue to strive to share as much information as practical with CLECs in order to ensure that all parties understand the impacts and that data integrity will be maintained.</p>
<p>h. Does Qwest have contingency plans in the event Qwest encounters any significant problem with the planned transition to MTG and, if so, what are they?</p>	<p>Qwest refers to an "improved" system, but Qwest has not provided any support indicating the new system will be an improvement. Qwest also fails to define "validated." Qwest's contingency plan is limited solely to running CEMR/MEDIACC and the new system at the same time, though Qwest has not committed to</p>	<p>By maintaining MEDIACC in parallel with MTG, Qwest believes it is ensuring that a contingency exists. As discussed above, Qwest's commitments under the merger settlement agreements will be kept with respect to the eventual retirement of MEDIACC.</p>

<p>i. Please describe all testing of MTG that Qwest anticipates will occur and indicate when that testing will occur. It was unclear, but there was some suggestion in CMP that the schedule proposed by Qwest in its CMP notice is changing, please provide the new proposed schedule.</p>	<ul style="list-style-type: none"> <li>As mentioned in the CMP meeting, requirements were just completed in mid-February, and the system design phase of the project started this month, so test plans are not completed at this time. Qwest system testing will occur in the development phase of the project, the timeframe for which is included in the presentation provided in the February CMP meeting and posted in conjunction with this response to comments. Additionally, once the system becomes available, CLECs will have the opportunity to run parallel and test all functionality. Also, testing of the app-to-app functionality will be available for a month prior to initial implementation, as noted in the preliminary timeline provided in the presentation.</li> </ul>	<p>doing so for the entire OSS time period identified in the merger settlement agreements. If that is incorrect, please provide the correct information.</p> <p><i>First bullet:</i> Qwest is allowing itself the time it needs without accommodating CLECs' needs. A month is too short, for example. (See Row 2(c), second bullet.) Under Qwest's revised (March) timeframe, Qwest still plans to implement MTG less than two years (or 30 months) after the Closing Date, in December of 2011, and Qwest suggested in Row 1(f) that it intends to attempt to "migrate off" all users before the expiration of that time period (i.e., to in effect replace CEMR/MEDIACC early and without using the procedures of the Qwest-CenturyLink-Integra merger settlement agreement paragraph 12). This is true even though CenturyLink's witness testified, for example: "Wholesale customers in CenturyLink areas and in Qwest areas, therefore, will not face immediate changes to their existing operations with the merged affiliates. CenturyLink and Qwest recognize that any future changes will require significant advance planning by</p>	<p>As required by CMP in Section 11.0, Qwest will be scheduling joint planning sessions to determine:</p> <ul style="list-style-type: none"> <li>Connectivity (required) Testing</li> <li>Progression (required) Testing</li> <li>Controlled Production Testing (required)</li> <li>Production Turn-up (required)</li> <li>A test schedule (required) that reflects agreed upon dates for phases</li> </ul> <p>A joint CLEC-Qwest test plan may also include some or all of the following based on type of testing requested:</p> <ul style="list-style-type: none"> <li>Requirements Review</li> <li>Test Data Development</li> </ul> <p>Qwest will communicate any agreed upon changes to the test schedule. CLECs are responsible for establishing and maintaining connectivity to the CTE.</p>
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<p>Please refer to new timeline as provided in the June 15, 2011 CMP meeting.</p>	<p>wholesale customers, and CenturyLink pledges to give its CLEC customers ample and adequate notice of any future changes in compliance with all rules and terms of the interconnection agreements, applicable law and accepted business practices.” (Mr. Hunsucker MN Surrebuttal, p. 4, lines 5-12.) The approved merger agreement is one such applicable law. Paragraph 12(c)(f) of the Qwest-Integra merger settlement agreement provides (with emphasis added) that the “replacement or retirement of a Qwest OSS Interface <i>may not occur</i> without sufficient acceptance <i>of the replacement interface</i> by CLECs to help assure that the replacement interface provides the level of wholesale service quality provided by Qwest prior to the Closing Date.”</p> <p><i>Second bullet:</i> The preliminary timeline is inadequate. See comments regarding the previous bullet and Row 2(c), second bullet.</p> <p>Qwest does not answer the questions asked. Integra provided two scenarios, and Qwest did not address either one. Qwest’s silence indicates</p>	<ul style="list-style-type: none"> <li>Please see the preliminary timeline for testing dates. In order to provide a high quality software product to the CLEC, Qwest reserves the right to change the schedule to accommodate any development schedule changes. Any changes to the preliminary schedule will be provided in the monthly CMP meeting.</li> </ul>	<p>wholesale customers, and CenturyLink pledges to give its CLEC customers ample and adequate notice of any future changes in compliance with all rules and terms of the interconnection agreements, applicable law and accepted business practices.” (Mr. Hunsucker MN Surrebuttal, p. 4, lines 5-12.) The approved merger agreement is one such applicable law. Paragraph 12(c)(f) of the Qwest-Integra merger settlement agreement provides (with emphasis added) that the “replacement or retirement of a Qwest OSS Interface <i>may not occur</i> without sufficient acceptance <i>of the replacement interface</i> by CLECs to help assure that the replacement interface provides the level of wholesale service quality provided by Qwest prior to the Closing Date.”</p> <p><i>Second bullet:</i> The preliminary timeline is inadequate. See comments regarding the previous bullet and Row 2(c), second bullet.</p> <p>Qwest does not answer the questions asked. Integra provided two scenarios, and Qwest did not address either one. Qwest’s silence indicates</p>
<p>j. At what point in time (e.g., at the time of retirement, or after two years), will Qwest provide for sufficient acceptance of the replacement interface (MTG)</p>	<p>Acceptance of the new interface will occur according to existing CMP/software development processes. The preliminary timeline was provided in the presentation in the February CMP meeting and is</p>	<p>Qwest does not answer the questions asked. Integra provided two scenarios, and Qwest did not address either one. Qwest’s silence indicates</p>	<p>Please refer to the MTG schedule issued on the June 15, 2011 CMP call. Qwest does not have specific details regarding</p>

<p>by CLECs to help assure that the replacement interface provides the needed level of service quality (including developing acceptance criteria, testing until the criteria are met, and a majority vote in CMP)? Please describe the timing of these events: (1) in the event that Qwest retires CEMR/MEDIACC in less than two years, and (2) in the event Qwest implements MTG earlier but retires CEMR/MEDIACC after two years.</p>	<p>posted as part of this response to comments</p>	<p>that, with respect to the "replacement interface" for CEMR/MEDIACC, Qwest never intends to perform the testing described in paragraph 12(c)(i) of the merger settlement agreement (see Rows 1(f), 2(f), and 2(i)). Please let us know if this is incorrect. If incorrect, please address the timing of the acceptance testing and specifically respond to the questions asked by Integra.</p>	<p>acceptance testing, but, as discussed above, Qwest's commitments under the merger settlement agreements will be kept with respect to the eventual retirement of MEDIACC.</p>
<p>k. Please describe what training and education on MTG Qwest plans to provide and when Qwest will provide it.</p>	<p>As mentioned in the February CMP meeting, and documented in the presentation provided at that meeting, training and education of the new interface will be provided according to the preliminary timeline provided, currently tracking in the late August timeframe. The delivery method of the training will be determined by overall needs and availability, i.e. web, instructor, or conf call based on demand.</p>	<p>Qwest does not answer the question asked. Qwest lists potential options, but commits to none. The preliminary timeline is inadequate. (See Row 2(c), second bullet.) Qwest appears to have no current plan as to training and education on MTG, though it is required by merger agreement paragraph 12(c)(iii). Please let us know if that is an incorrect statement of Qwest's current plan. If incorrect, please describe the training and education and its timing.</p>	<p>As long as CLECs continue to use CEMR and MEDIACC, there will be no changes. To the extent there are any future changes to CEMR, such changes will follow CMP. Re-training should not be required.</p> <p>In a B2B implementation, the education is provided via a technical specification. As a B2B interface, information regarding MTG will be contained in technical specifications which were included on the new schedule published in CMP on June 15, 2011. Information will be given</p>

<p>on how to adapt to the interface, for example, as discussed on the June 8, 2011 call with the CLECs.</p>	<p>It is anticipated that MTG will eventually be a system adopted for all CenturyLink CLECs but a final decision on this issue has not yet been made.</p>	<p>Questions about Embarrq and other CenturyLink's legacy systems are not relevant to this CR discussion.</p> <p>MTG is ultimately intended to replace the legacy Qwest MEDIACC system. This project has nothing to do with merger integration. The timing of the replacement will be consistent with Qwest/CenturyLink's merger commitments as per the schedule that was published on June 15, 2011.</p>
<p>1. Does the company's desire to replace CEMR/MEDIACC with MTG relate to the company's plans post-merger? Is the merged company moving to MTG? If not, will CLECs have to move to MTG and move again? Integra understands that Embarrq's repair system (WebRSS) cannot be used after the billing integration and that CenturyLink's other entities basically use manual processes (calling in repairs by phone). Please confirm if that understanding is incorrect, and if incorrect, please let us know what repair systems are used by the merging entities.</p>	<p>The replacement of the CEMR/MEDIACC software has been under review at Qwest since 2008, due to the age of the hardware, operating system database, software and standards used. The current iteration of the replacement project was initiated in response to IT information the system had reached end of useful life and needed to be replaced.</p>	<p><i>First bullet:</i> If Qwest's response is accurate, Qwest could and should have brought its Change Request ("CR") out of deferment earlier. If Qwest's response is accurate, Qwest was fully aware of the alleged CEMR/MEDIACC issues at the time it negotiated and signed the merger settlement agreement, but Qwest did not raise the issue, request any language to address the issue, or request any exception to paragraph 12 and subparts for repair (unlike the billing-specific language in paragraph 12d). Qwest waited until just after the settlement agreement was signed. Integra's settlement agreement was filed on Nov. 8, 2010, and Qwest re-introduced its CR on Nov. 10, 2010.</p> <p><i>Second bullet:</i> Integra has asked the same questions of both Qwest and CenturyLink, and Integra's questions to both companies are ongoing. If any information provided by Qwest differs if CenturyLink is answering the question, or after the merger closing, the company</p>
<p>• The replacement of the CEMR/MEDIACC software has been under review at Qwest since 2008, due to the age of the hardware, operating system database, software and standards used. The current iteration of the replacement project was initiated in response to IT information the system had reached end of useful life and needed to be replaced.</p> <p>• Efforts are underway to review all systems to determine systems that will be used going forward. Information on future systems will be shared as it becomes available. Qwest suggests that questions related to CenturyLink or Embarrq repair systems or processes be directed to CenturyLink, as Qwest cannot claim to know Century Link systems or processes as well as they do.</p>		

<p>system that will be available to CLEC.</p>	<p>February CMP meeting and detailed in the preliminary timeline provided in the presentation for that meeting, system design has just started and so that information has not been created at this time.</p>	<p>not make sense in view of Qwest's claims that Qwest itself lacks needed information. Qwest has built insufficient time into its timeline for CLECs to review, respond to, and prepare for any changes. If CLECs point out differences in functionality, there is no time in the schedule for Qwest to add that functionality before implementation, etc.</p>	<p>System access for CEMR and MEDIACC will remain in place as it is today. System access for MTG will be documented as a part of the on boarding process which normally takes place just before a CLEC begins testing a B2B interface. This step is not normally included in a timeline as this step is CLEC specific.</p>
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<p><b>4. Relationship to Merger Agreement and Other Legal Issues. We anticipate that Qwest legal will also respond separately regarding the legal/regulatory issues.</b></p>			
<p>INTEGRA 2/2/01</p>	<p>a. In written CMP comments and on CMP calls, Qwest directed all questions or comments associated with the planned implementation and timeline for MTG in regard to the Merger Settlement Agreement executed by Qwest, CenturyLink and Integra should be referred to the Qwest or CenturyLink Legal Departments. Therefore, Integra contacted the Qwest and CenturyLink legal folks with questions and looks forward to their response.</p>	<p>QWEST 3/10/11</p>	<p>INTEGRA REPLY 3/18/11</p>
	<p>This question is outside of the scope of CMP.</p>	<p>Integra has posed its questions not only in CMP but also to both Qwest and CenturyLink executives and Qwest and CenturyLink legal personnel. No one at Qwest or CenturyLink has answered them. Integra's requests are ongoing. The company has to address each OSS and wholesale quality paragraph of the merger settlement agreement and when and how the company will comply with each provision with respect to repair OSS (CEMR/MEDIACC/MTG). If Qwest believes any questions are outside the scope of CMP,</p>	<p>QWEST 6/30/11</p> <p>As discussed above, Qwest/CenturyLink's commitments under the merger settlement agreements will be kept with respect to the eventual retirement of MEDIACC. Qwest continues to disagree that the installation and use of MTG internally within Qwest raises any issues regarding the merger settlement agreements.</p>

<p>b. CLECs using CEMR/MEDIACC need detailed information, and CMP allows a forum for Qwest to provide that information at a detailed level with operational personnel who participate in CMP. These issues are important for Integra, and not having received sufficient information in CMP to date, Integra has also separately contacted Qwest to attempt to receive more detailed information. Integra anticipates that the details will be shared with all parties who need it.</p>	<p>then someone else at Qwest and CenturyLink as to answer them. Please respond.</p>	<p>Qwest will continue to provide information to CLECs as soon as is practical and continues to view this process as a collaborative process that seeks CLEC input for consideration and potential implementation. Qwest will answer any questions once it has the information necessary with which to answer the question.</p>
<p>• A preliminary timeline of the project and availability of documentation and training are provided in the presentation provided at the February CMP meeting and has also been posted as part of this response to comments.</p> <p>• If there are specific questions that Integra would like to state, please forward them. Answers will be provided as soon as they are available, but as noted in the preliminary timeline, the system design and development is not yet complete, which precludes answers to many questions at this time. As indicated previously, the timeline for system design and development is noted in the preliminary timeline.</p>	<p><i>First bullet:</i> The preliminary timeline is inadequate. See Row 2(c), second bullet. Qwest needs to be forthcoming with more information and work in a more collaborative manner, if the proposed changes are to move forward, which they cannot do as proposed by Qwest, per the merger settlement agreements (see, e.g., Rows 1f and 2f above).</p> <p><i>Second bullet:</i> Integra has already forward specific questions, but as indicated in the other Rows in this column, Qwest has not answered them completely and in some cases not at all. The preliminary timeline is inadequate. Qwest cannot answer basic questions at this time, yet Qwest is unyielding as the short timeframes that it will then impose on CLECs. The preliminary timeline provides too little detail.</p> <p>Integra has posed these questions not only in CMP but also to both Qwest and CenturyLink executives and Qwest and CenturyLink legal</p>	<p>As discussed above, Qwest's commitments under the merger settlement agreements will be kept with respect to the eventual</p>
<p>c. Qwest needs to address how a solution, even if agreed upon operationally by all impacted CLECs, will be addressed with respect to the merger</p>	<p>Questions regarding the merger agreements are outside of the scope of CMP.</p>	<p>As discussed above, Qwest's commitments under the merger settlement agreements will be kept with respect to the eventual</p>

<p>agreements and orders. To some extent, this issue has left the hands of any one party, as settlement agreements have been approved/incorporated in state commission orders, and other CLECs have opted in to the Integra agreement. Integra intends to comply with its agreement and the commission orders, and Integra would be concerned about any resolution that is inconsistent with the filed agreements and commission orders. If Qwest has a plan to address how these issues would be dealt with and brought to regulators as needed, please share that plan.</p>		<p>personnel. No one at Qwest or CenturyLink has answered them. Integra's requests are ongoing. If Qwest believes any questions are outside the scope of CMP, then someone else at Qwest and CenturyLink has to answer them. Please respond. Regarding the "additional 12 months" mentioned by Qwest in Row 2f (second bullet) and 5a (second bullet), please provide citations to any support for the 12 months referenced by Qwest. Where does the 12 months come from? Is Qwest unilaterally re-writing the timeframes in the merger settlement agreements after the fact? Does Qwest plan to comply with the provisions of merger paragraphs 12a and 12c after that additional 12 month period but before retiring or replacing CEMR/MEDIACC? If Qwest is making a new offer, to modify the timeframes in the settlement agreements, please make this clear and then Qwest needs to obtain CLEC agreement (which Qwest does not have at this time) and circle back to the regulators who approved those agreements. If Qwest and/or</p>	<p>retirement of MEDIACC. Qwest has not yet developed a specific plan for each component, but does intend to abide by its commitments.</p>
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		<p>longer timeframes or additional requirements in other merger settlement agreements? What steps will Qwest take to ensure that use of a new system will not change how PID/PAD data is collected, calculated, etc.?</p>	<p>15, 2011 CMP meeting.</p> <p>Qwest/CenturyLink's commitments under the merger settlement agreements will be kept with respect to the eventual retirement of MEDIACC. Qwest continues to disagree that the installation and use of MTG internally within Qwest raises any issues regarding the merger settlement agreements.</p>
<p>b. Withdraw Qwest's CR to implement MTG, because replacing CEMR/MEDIACC is an integral part of that CR, and</p>	<p>In reviewing the title and description of the MTG CR, there is no mention of replacement or retirement in the title. The description does contain the word replacement which will be removed through an update to the CR. At this point Qwest does not intend to withdraw the CR and re-issue.</p>	<p>Integra disagrees, and its request for Qwest to withdraw this CR is ongoing. Replacing a legacy Qwest OSS is a significant step, and yet the following is Qwest's 12/16/08 Description of Change in its entirety (with emphasis added): "Implement new repair ticketing gateway to provide XML transactions <b>replacing ticketing functionality currently supported by MEDIACC.</b> Expected Deliverables/Proposed Implementation Date (if applicable): Late third quarter/fourth quarter 2009.)" Since then, Qwest added (with emphasis added): "New application will include limited testing <b>and also replace CEMR.</b>" As previously indicated, the</p>	<p>The MEDIACC Retirement CR SCR121608-01 was placed in pending withdrawal status by Qwest on May 13, 2011 and then officially withdrawn in the May 2011 CMP monthly meeting.</p>

5/23/11 email from Karen Clauson – The following questions were received from Integra following the distribution of notification .xxx that provided the partial response on MTG Vendor issues.

**INTEGRA 5/23/11**

We appreciate the Company clarifying that one of the two Change Requests (CRs) has been moved from deferred to withdrawn status. As our emails since the Company indicated it would change that CR's status indicate, the Company's plan to nonetheless proceed with its plans means that, despite that change in status of one of the two CRs, our concerns remain unaddressed. The revised timeline that the Company posted to its website last week continues to identify a date of December 12, 2011 for: "Begin Deployment Process"; "System . . . Available to CLECs"; "Begin Scheduling Migration Dates." See <http://wholesalecalendar.qwestapps.com/detail/289/2011-03-16>. As indicated in my email below, this timeline is inconsistent with the merger agreements and orders, and the Company's ongoing actions based on this timeline heighten our concerns.

**QWEST 6/30/11**

As discussed above, Qwest's commitments under the merger settlement agreements will be kept with respect to the eventual retirement of MEDIACC.

We have been articulating our concerns since the first comment opportunity after Qwest brought its CRs out of deferment status on November 10, 2011. Available to you are CLECs' written comments in CMP, including the matrix, and our emails exchanged both in CMP and with you (see, e.g., email exchanges below). We believe we have provided ample information for you to understand and address our concerns. In response to our January 4, 2011 CMP comments, Qwest indicated on January 13, 2011 that Legal would respond. It is now nearly four months later, and the time for you to respond is overdue. You cannot expect that you can take months to respond without revising your own proposed schedule. The longer that the Company waits to make a decision and begin to work toward a modified plan, the longer its current proposed timeline will be extended. We have asked some fairly straightforward questions such as whether, if CLECs and regulators agree to a waiver of the two-year (modified to 30 month) moratorium time period, the Company would distinguish repair systems as a unique situation and would comply with all the subparts to Integra settlement agreement paragraph 12. Given that Qwest and CenturyLink signed on to those commitments last year, we should not still be waiting for a response in May to those questions. We fully expect and require a written response from the Company to those questions.

See above.

<p><b>5/26/11 additional email from Kim Isaacs – Integra</b> The following questions were received from Integra following the distribution of notification SYST_MEDI.05.20.11.F.09159.Followup_Respl_Commts_MTG which provided the partial response on MTG Vendor Issues.</p>	<p><b>QWEST 6/30/11</b></p>
<p>INTEGRA 5/26/11</p> <p>On the CMP call, Qwest committed to provide additional information to CLECs by the end of the day yesterday. That information is not yet posted on the Qwest website. Does Qwest still intend to provide it and, if so, when? Or, has Qwest's plan changed and, if so, how does Qwest intend to proceed?</p> <p>Also, before the merger, Qwest had directed certain questions to CenturyLink. Now that the merger is completed, we anticipate that you will respond in CMP, perhaps when you respond to the remainder of the matrix, if not earlier; for example:</p> <p>Matrix, Row 2(f): "Integra understands that Embark's repair system (WebRSS) cannot be used after the billing integration and that CenturyLink's other entities basically use manual processes (calling in repairs by phone). Please confirm if that understanding is incorrect, and if incorrect, please let us know what repair systems are used by the merging entities."</p>	<p>Questions about Embark and other CenturyLink's legacy systems are not relevant to this CR discussion.</p> <p>MTG is ultimately intended to replace the legacy Qwest MEDIACC system. This project has nothing to do with merger integration. The timing of the replacement will be consistent with Qwest/CenturyLink's merger commitments as per the schedule that was published on June 15, 2011.</p>
<p>Regarding the information that Qwest provided on Friday via CMP notice, which referenced an updated partial matrix, please address the following questions regarding that information:</p> <ul style="list-style-type: none"> <li>The Letter for Sybase which seems to be Qwest's basis for claiming a potential system failure is dated June of 2000 – more than ten years ago. If this is a problem, why did Qwest decide to wait 11 years to make a change? What about a ten-year-old problem makes this urgent now? Or, is this not the basis for Qwest's request for early implementation? Is the cause of the proposed timeline the Merged Company's plans to use MTG?</li> </ul>	<p>See discussion in the CMP February 2011 System meeting minutes where Ross Rutledge discussed the Typical Electronic Component Failure Rate as a Component of Time.</p>
<ul style="list-style-type: none"> <li>In the Oracle information provided, we don't find support for Qwest's request. Please point more specifically to it, if there is something we missed. In any event, the information provided seems to suggest that</li> </ul>	<p>Oracle is a component of the CEMR platform (not used within MEDIACC).</p>

<p>changes, including back-end changes, that <u>may</u> affect customers, whether the changes ultimately operationally affect CLECs or not. While you may not expect an adverse impact, things happen. If an unexpected adverse impact occurs, the CLEC is left with an outage or other problem and no explanation or ability to prepare for it. Also, in this case, there is the added issue of whether the Company should be making the changes at all, given the merger conditions and Orders. As we have stated before, it is insufficient to seek forgiveness rather than permission. Although you refer to "open communication," it is not open communication to deliver minimal information after-the-fact, when disclosure and discussion before-the-fact is required.</p>	<p>requirements of CMP.</p>
<p>We ask that Qwest/CenturyLink promptly and expressly address not only our pending questions (in the matrix and in the email below, etc.), but also the following questions raised by your email below:</p> <ul style="list-style-type: none"> <li>■ Please fully describe the changes (which you refer to below as "upgraded" and "upgrades") that were made, including and to what systems/software/hardware, and when they were made (e.g., when is "recently"?)</li> </ul>	<p>Qwest is not required by the CMP to notify CLECs of non CLEC facing system changes.</p> <p>These are key components that were included as part of the CEMR upgrade during 2010 third quarter:</p> <ul style="list-style-type: none"> <li>• Upgrade Web Logic Server - WLS 8.X to TOMCAT (JBoss-EWS)</li> <li>• Upgraded EOSL Servers to Linux Servers</li> <li>• Consolidated Number of Servers from 4 to 2 (Production Servers)</li> <li>• New servers provide production fail over capability.</li> </ul> <p>IBM HS21 Blade production servers (two 146 GB Drives) have a great uptime rate – improves reliability</p>
<ul style="list-style-type: none"> <li>■ For those changes/"upgrades," were there at any time any outages and, if so, was there advance notice with reason for the change/cause given? If there were outages, please describe them, including dates, times, length of outages. If there were no outages or downtime, how did you perform hardware upgrades with no downtime?</li> </ul>	<p>Qwest is not required by the CMP to notify CLECs of non CLEC facing</p>

	<p>respect to the implementation with MTG as an alternative application are entirely consistent with the merger agreements.</p>
<ul style="list-style-type: none"> <li>■ Is Qwest going to proceed with moving itself or any carrier(s) to MTG, or any other integration with MTG, before the end of the merger's 30-month moratorium time period? If so, has notice been provided to regulators and, if not, when will it be provided?</li> </ul>	<p>Qwest continues to plan on first "moving" itself to the MTG system once it has been internally installed and tested. As discussed above, Qwest's commitments under the merger settlement agreements will be kept with respect to the eventual retirement of MEDIACC. Our actions with respect to the implementation with MTG as an alternative application are entirely consistent with the merger agreements.</p>
<p>So that participants have access to the information, I have enclosed a courtesy copy of the recent joint filing of Integra, PAETEC, and tw in Colorado regarding CEMR/MEDIACC/MTG. The Company's response is due in Colorado in 20 days. Please review the enclosed. We continue to request that the Company comply with the merger conditions and Orders, including with respect to how and when the Company proceeds in CMP.</p> <p>Some of these questions have been pending since at least February or March. Please commit to a date by which Qwest will respond. This date may affect meeting schedules or topics at meetings, if the information is provided insufficiently in advance.</p>	<p>Our actions with respect to the implementation with MTG as an alternative application are entirely consistent with the merger agreements.</p>

6/9/11 additional email from Bonnie Johnson – Integra The following questions were received from Integra following the MTG ad hoc call on June 8, 2011.	
<p>4. In the past, Qwest has explained MEDIACC as an application-to-application interface and CEMR as a GUI, with both of them pointing separately to Qwest's back end systems. Recently, Qwest has suggested that, rather than interfacing directly with Qwest's back-end systems, CEMR goes through MEDIACC first and then MEDIACC interfaces with Qwest's back-end systems. (a) Is the latter how it works currently? (b) If so, how long has that been the case? (c) Was a change made (e.g., so that CEMR goes through MEDIACC instead of interfacing with the back-end systems) and, if so, please describe fully. In other words, did CEMR always point to MEDIACC or were CEMR and MEDIACC independent of each other and each interacted with Qwest back-end systems? For example, did CEMR and MEDIACC each access information from Qwest's back-end systems previously but now CEMR connects to MEDIACC and MEDIACC accesses the information from Qwest's back-end systems and in turn feeds it back to CEMR? Please describe any such change. (d) If a change was made, when was it made? (e) If a change was made, was any aspect of that change associated with or part of the recent Qwest changes to a "stable" platform (see next paragraph).</p>	<p>a) Yes. For trouble ticketing, CEMR goes through MEDIACC first and then MEDIACC interfaces with Qwest's back-end systems.  b) For trouble ticketing, CEMR has always gone through MEDIACC.  c) No. There was no change that modified how CEMR and MEDIACC interface.  d) See C. No change was made.  e) See C. No change was made.</p>
<p>5. On May 27, Qwest said in a CMP email that "the CEMR online interface was recently upgraded to a stable hardware and software platform that integrates well with current MEDIACC application, and will allow it to interface seamlessly to an MTG B2B application." (a) We asked for more details about this statement on June 1<sup>st</sup>, and yesterday Qwest indicated it would provide a written response but did not say when. Please respond or provide a date by which Qwest will respond. (b) Were the changes described by Qwest or part of these changes (which Qwest suggested it made to make the system "stable") that Qwest connected CEMR to MEDIACC when CEMR was independent or more independent from MEDIACC before?</p>	<p>Qwest is not required by the CMP to notify CLECs of non CLEC facing system changes.</p> <p>a) Key components that were included as part of the CEMR upgrade during 2010 third quarter:</p> <ul style="list-style-type: none"> <li>• Upgrade Web Logic Server - WLS 8.X to TOMCAT (JBoss-EWS)</li> <li>• Upgraded EOSL Servers to Linux Servers</li> <li>• Consolidated Number of Servers from 4 to 2 (Production Servers)</li> <li>• New servers provide production fail over capability</li> </ul> <p>IBM HS21 Blade production servers (two 146 GB Drives) have a great uptime rate – improves reliability</p> <p>No. Please see response to #4 above.</p>
<p>6. Please clarify how Qwest defines "MTG" or "Maintenance Ticketing Gateway" (and please use the term consistently going forward). At times, Qwest appears to use MTG in a manner that applies to the front end only or the interface only</p>	<p>a) MTG stands for "Maintenance Ticket Gateway" as such it applies to</p>

<p>6/9/11 additional email from Bonnie Johnson – Integra The following questions were received from Integra following the MTG ad hoc call on June 8, 2011. and at other times Qwest seems to include its back-end systems as well. (a) What is encompassed in the term MTG? (b) Does “MTG,” as used by Qwest, include any of the Company’s back-end systems, such as Trunks Integrated Record Keeping System (TIRKS), Work Force Administration (WFA), or Loop Maintenance Operating System (LMOS)?</p>	<p>b) No, MTG is a gateway to Qwest’s backend systems.</p>
<p>7. (a) Are the Company’s back-end systems, including TIRKS, WFA, and LMOS, being replaced or undergoing any changes as part of, or associated with, this effort? (b) If so, please describe.</p>	<p>No. Not at this time.</p>
<p>8. What will happen if Qwest retires MEDIACC in terms of interaction of CEMR with Qwest back-end systems?  (a) As Qwest has said that CEMR currently points to MEDIACC, which points to Qwest’s back-end systems, will CEMR then point to MTG? (b) If so, when does Qwest estimate that will occur?  (c) Will Qwest follow the merger steps before making changes to further this result?</p>	<p>a) Yes. Until MEDIACC is retired and replaced by MTG consistent with the terms of the merger settlement, users will be given the option to continue using CEMR with MEDIACC as the backend or with MTG as the backend. Upon retirement of MEDIACC CEMR will function seamlessly through MTG. b) The ability of CEMR to “point” to MTG will occur as part of the MTG design and implementation per the CMP timeline. c) When MEDIACC is retired and replaced by MTG, the merger steps will be followed as indicated by the modified MTG timeline.</p>
<p>9. Qwest was unclear as to when MEDIACC will be (1) integrated and (2) replaced. As Qwest knows, CLECs have objected to the Company integrating and/or replacing systems without fully complying with the merger conditions and orders, including Qwest moving itself first. (a) Please clarify. (b) Will the timeline that Qwest promised to provide on or before June 15<sup>th</sup> include details as to when Qwest plans such integration and replacement? (c) Will the information that Qwest indicated it would provide on or before June 15<sup>th</sup> include a description of any steps Qwest proposes to take to comply with the merger agreements and orders? (d) If not, for both, when will Qwest provide that information? (e) Confirm that the merged company is going to use MTG and describe when any integration for itself will occur and whether any integration is needed earlier than 30 months from the transaction closing date due to any aspect of the merger, including the questions Integra previously asked in its Matrix, Row 2(I), such as whether Embraq’s repair system (WebRSS) cannot be used after the billing integration</p>	<p>CR #SCR121608-01 to retire MEDIACC was placed in withdrawn status on May 18, 2011. As previously stated, Qwest believes that the process used to implement MTG as an alternative to MEDIACC is entirely consistent with the merger agreements and it will comply with the merger process when MEDIACC is retired and replaced by MTG. Please see timeline reviewed on the June 15, 2011 CMP call and prior responses to this matrix.</p>
<p>10. (a) Does Qwest recognize that its plan to integrate MEDIACC and MTG falls</p>	<p>CR #SCR121608-01 to retire MEDIACC was placed in withdrawn</p>