

**Washington Semi-Annual Report
Retail OSS Integration Status
CenturyLink/Qwest Merger
Docket UT-100820 – Order No. 14, Appendix A to Settlement Agreement, Condition 22
January 31, 2013**

Background

The first paragraph of Condition 22 of the settlement agreement between CenturyLink/Qwest, the WUTC Staff and the Public Counsel, approved by the Commission in Order 14 in Docket UT100820, requires CenturyLink to submit a semi-annual retail OSS integration status report. The full text of the condition is stated below:

22. OSS – Retail

CenturyLink agrees to submit to Commission Staff and Public Counsel semi-annual integration status reports following the close of the Transaction. The initial report will be submitted within 90 days after the Transaction closes and will continue semi-annually for four years (reports will be provided within 30 days following the end of each semi-annual period). At a minimum, the reports will include a summary of integration-related activity completed since the last filed report and key milestones, deliverables and implementation timelines, and major risks and contingency plans for the upcoming quarter and beyond, if available, for all substantial integration team efforts.

In compliance with this condition, CenturyLink hereby provides its semi-annual status report concerning integration of retail OSS.

Retail OSS Integration Status

CenturyLink's Integration Management Office is leading the analysis phase of Systems Integration for the Qwest merger. Pursuant to CenturyLink's disciplined system review process, additional system selection decisions were made during this reporting period regarding the integration or final disposition of customer facing Operational Support Systems ("OSS") and other substantive systems. A summary of integration activity completed since the last report is detailed below.

Network Inventory Systems: As detailed in our last report, CenturyLink has initiated a multi-year local transport network inventory system transformation project. The initial phases of the

project will result in the conversion of the physical network inventory (Layer 1¹) for the legacy CenturyLink local network to the legacy Qwest Telcordia Trunk Integrated Record Keeping System (TIRKS) system.

The network inventory systems for Layer 1 and Layer 2 and above network facilities for legacy CenturyLink areas are planned for a phased conversion by state between late 2013 and 1Q2015. The network inventory systems conversions for Layer 2 and above network facilities for legacy Qwest areas are scheduled for 2015. In the time since the last report, CenturyLink has initiated the detailed planning process with the subject matter experts to determine business requirements, data migration strategies and linkages to other systems.

Workforce Management: As previously reported, the legacy CenturyLink workforce management system will be enhanced with a newly created forecast, plan and load control module, “CTL Service”, that is similar to the existing legacy Qwest systems. Phase 1 of the project will entail the development of the new control module and is anticipated to be completed in April 2013. Phase 2, planned for later in 2013, will integrate the CTL Service module into the legacy CenturyLink workforce management system.

In the time since the last report, work has continued on the development of the CTL Service module and the detailed planning process with the subject matter experts to determine business requirements, data migration strategies and linkages to other systems in preparation for the conversion.

Billing and Customer Care: After further review and analysis, CenturyLink has elected to suspend the planning and other efforts toward the conversion of the Customer Records and Information System (“CRIS”) currently used by legacy Qwest for billing and ancillary functions, to Ensemble, the legacy CenturyLink billing and customer care platform. CenturyLink will continue to utilize both systems for billing and customer care pending any future decision regarding system integration.

¹ Layer 1 refers to the physical transport network facilities and Layer 2 and above refers to the logical network that is derived from the physical network.