



Greg L. Rogers
Senior Regulatory Counsel
West Region

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Greg.Rogers@Level3.com

December 16, 2008

Mr. Dave Danner
Secretary & Executive Director
Washington Utilities and Transportation Commission
1300 South Evergreen Park Drive SW
Olympia, WA 98504-7250

Re: Docket No. UT-082119

Dear Mr. Danner:

On behalf of Level 3 Communications, LLC please find enclosed an original and two copies of a Notice of Appearance, Petition to Intervene and Certificate of Service in the above-named docket.

Sincerely,

Gregory L. Rogers

A handwritten signature in black ink, appearing to read "Gregory L. Rogers", with a long horizontal flourish extending to the right.

Cc: Service List

Enclosures

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**BEFORE THE WASHINGTON STATE
UTILITIES AND TRANSPORTATION COMMISSION**

In the Matter of the Joint Application of

DOCKET UT-082119

**EMBARQ CORPORATION AND
CENTURYTEL, INC**

PETITION TO INTERVENE

For Approval of Transfer of Control of
United Telephone Company of the
Northwest d/b/a Embarq and Embarq
Communications, Inc.

COMES NOW Level 3 Communications, LLC (“LLC”), by and through Gregory
L. Rogers, Senior Corporate Counsel, and petitions to be allowed to intervene in this
docket.

1. Name and address of the Petitioner:

Level 3 Communications, LLC
1025 Eldorado Blvd.
Broomfield, CO 80021

2. Name and address of attorney:

Gregory L. Rogers
1025 Eldorado Blvd.
Broomfield, CO 80021

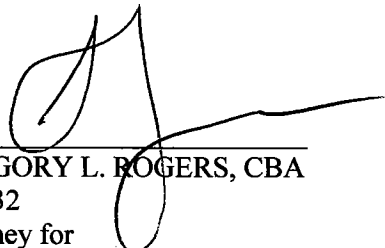
PETITION TO INTERVENE - 1

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3. Nature and extent of Petitioner's interest in the proceedings:

Petitioner is a competitive local exchange carrier ("CLEC"), in the state of Washington. As a CLEC, Level 3 maintains local interconnection agreements with CenturyTel and Embarq in their capacity as incumbent local exchange carriers ("ILECs"), entered pursuant to sections 251 and 252 of the Communications Act of 1934, as Amended by the Telecommunications Act of 1996, Pub. L. 104-104, 110 Stat. 56, 47 U.S.C. Sections 151 *et seq.* (the "Act" or "1996 Act"). By virtue of its interconnection agreements, Level 3 will be directly affected by this proposed merger of ILECs in Washington.

Respectfully submitted this 16th day of December, 2008.

By: 

GREGORY L. ROGERS, CBA
#24432
Attorney for
Level 3 Communications, LLC

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**BEFORE THE WASHINGTON STATE
UTILITIES AND TRANSPORTATION COMMISSION**

In the Matter of the Joint Application of

DOCKET UT-082119

**EMBARQ CORPORATION AND
CENTURYTEL, INC**

NOTICE OF APPEARANCE

For Approval of Transfer of Control of
United Telephone Company of the
Northwest d/b/a Embarq and Embarq
Communications, Inc.

TO: Washington Utilities and Transportation Commission

AND TO: Parties on Service List

COMES NOW GREGORY L. ROGERS, attorney at law, appearing for Level 3

Communications, LLC, and hereby makes and enters his appearance in the above-entitled cause,

and you are notified that service of all further pleadings, notices, documents or other papers

herein may be had upon Level 3 by serving the undersigned attorney at the following address:

1025 Eldorado Blvd, Broomfield, CO 80021.

Dated this 16th day of December, 2008.

By: 

Gregory L. Rogers
Senior Corporate Counsel
Level 3 Communications, LLC
1025 Eldorado Blvd.

Gregory L. Rogers
Senior Corporate Counsel
Level 3 Communications, LLC
1025 Eldorado Blvd.
Broomfield, CO 80021
720-888-2512

CERTIFICATE OF SERVICE
UT-082119

I certify that I have this day served the attached Notice of Appearance and Petition to Intervene upon all parties of record in this proceeding by sending a copy by electronic mail and U.S. mail, postage prepaid, unless otherwise specified, to the following parties or attorneys of parties:

Mary Taylor
CenturyTel, Inc.
219 Legion Way, Suite 203-D
Olympia, WA 98501

Charles L. Best
1631 NE Broadway, Suite 538
Portland, OR 97232-1425
chuck@charleslbest.com

Barbara C. Young
United Telephone Company of the Northwest
d/b/a Embarq
902 Wasco Street
Hood River, OR 97031

William E. Hendricks
United Telephone Company of the Northwest
d/b/a Embarq
902 Wasco Street
Hood River, OR 97031
Tre.Hendricks@Embarq.com

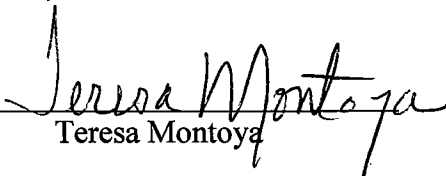
Sally Brown
Senior Assistant Attorney General
1400 S. Evergreen Park Drive S.W.
P. O. Box 40128
Olympia, WA 98504-0128
sbrown@utc.wa.gov

Sarah Shifley
Assistant Attorney General
Public Counsel Section
Office of the Attorney General
800 Fifth Avenue, Suite 2000
Seattle, WA 98104-3188
sarah.shifley@atg.wa.gov

I also certify that I have this day served the Notice of Appearance and Petition to Intervene by Overnight Mail and e-mail to the following:

WUTC Records Center
1300 South Evergreen Park Drive SW
Olympia, WA 98504-7250
records@wutc.wa.gov

Dated at Broomfield, CO this 16th of December, 2008.

By: 
Teresa Montoya