



100 CenturyLink Drive
Monroe, La. 71203
Tel: 318-388-9000

May 31, 2011

Ms. Carole Washburn
Washington Utilities & Transportation Commission
1300 S. Evergreen Park Dr. SW
Olympia, WA 98504

RECEIVED
RECORDS MANAGEMENT
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STATE OF WASH
UTIL. AND TRANSP
COMMISSION

RE: WAC 480-120-395

CenturyTel of Washington, Inc. d/b/a CenturyLink
CenturyTel of Inter Island, Inc. d/b/a CenturyLink
CenturyTel of Cowiche, Inc. d/b/a CenturyLink
and
United Telephone Company of the Northwest d/b/a CenturyLink } Combined Companies

Enclosed is the data regarding the 2010 affiliated interest transactions for the above referenced companies.

All questions regarding this correspondence should be addressed to:

Mr. Ted Hankins, Director
Regulatory Operations
P. O. Box 4065
Monroe, LA 71211-4065
318.388.9416

I would appreciate your forwarding any future correspondence associated with these submissions to my attention.

Sincerely,

Lisa Farrar
Director – Separations

Enclosures

COMBINED COMPANIES

CenturyTel of Washington, Inc. d/b/a CenturyLink
CenturyTel of Inter Island, Inc. d/b/a CenturyLink
CenturyTel of Cowiche, Inc. d/b/a CenturyLink

CENTURYLINK, INC.
SUBSIDIARIES OF THE REGISTRANT
AS OF DECEMBER 31, 2010

| Subsidiary | State of incorporation or formation |
|----------------------------------------------|-------------------------------------------|
| Actel, LLC | Delaware |
| Carolina Telephone and Telegraph Company LLC | North Carolina |
| Centel Capital Corporation | Delaware |
| Centel Corporation | Kansas |
| Centel Directories LLC | Delaware |
| Centel SPE LLC | Delaware |
| Centel-Texas, Inc. | Texas |
| Central Telephone Company | Delaware |
| Central Telephone Company of Texas | Texas |
| Central Telephone Company of Virginia | Virginia |
| CenturyLink Sales Solutions, Inc. | Delaware |
| Century Marketing Solutions, LLC | Louisiana |
| CenturyTel Acquisitions, LLC | Louisiana |
| CenturyTel Arkansas Holdings, Inc. | Arkansas |
| CenturyTel Broadband Services, LLC | Louisiana |
| CenturyTel Broadband Wireless, LLC | Louisiana |
| CenturyTel Fiber Company II, LLC | Louisiana |
| CenturyTel Holdings Alabama, Inc. | Alabama |
| CenturyTel Holdings Missouri, Inc. | Missouri |
| CenturyTel Holdings, Inc. | Louisiana |
| CenturyTel Investments of Texas, Inc. | Delaware |
| CenturyTel Investments, LLC | Louisiana |
| CenturyTel Long Distance, LLC | Louisiana |
| CenturyTel Midwest - Michigan, Inc. | Michigan |
| CenturyTel of Adamsville, Inc. | Tennessee |
| CenturyTel of Alabama, LLC | Louisiana |
| CenturyTel of Arkansas, Inc. | Arkansas |
| CenturyTel of Central Arkansas, LLC | Arkansas |
| CenturyTel of Central Indiana, Inc. | Indiana |
| CenturyTel of Central Louisiana, LLC | Louisiana |
| CenturyTel of Central Wisconsin, LLC | Delaware |
| CenturyTel of Chatham, LLC | Louisiana |
| CenturyTel of Chester, Inc. | Iowa |
| CenturyTel of Claiborne, Inc. | Tennessee |
| CenturyTel of Colorado, Inc. | Colorado |
| CenturyTel of Cowiche, Inc. | Washington |
| CenturyTel of Eagle, Inc. | Colorado |
| CenturyTel of East Louisiana, LLC | Louisiana |
| CenturyTel of Eastern Oregon, Inc. | Oregon |
| CenturyTel of Evangeline, LLC | Louisiana |
| CenturyTel of Fairwater-Brandon-Alto, LLC | Delaware |
| CenturyTel of Forestville, LLC | Delaware |
| CenturyTel of Idaho, Inc. | Delaware |
| CenturyTel of Inter Island, Inc. | Washington |
| CenturyTel of Lake Dallas, Inc. | Texas |
| CenturyTel of Larsen-Readfield, LLC | Delaware |
| CenturyTel of Michigan, Inc. | Michigan |
| CenturyTel of Minnesota, Inc. | Minnesota |
| CenturyTel of Missouri, LLC | Louisiana |
| CenturyTel of Monroe County, LLC | Wisconsin |
| CenturyTel of Montana, Inc. | Oregon |
| CenturyTel of Mountain Home, Inc. | Arkansas |
| CenturyTel of North Louisiana, LLC | Louisiana |

| | |
|--------------------------------------------------|----------------|
| CenturyTel of North Mississippi, Inc. | Mississippi |
| CenturyTel of Northern Michigan, Inc. | Michigan |
| CenturyTel of Northern Wisconsin, LLC | Delaware |
| CenturyTel of Northwest Arkansas, LLC | Delaware |
| CenturyTel of Northwest Louisiana, Inc. | Louisiana |
| CenturyTel of Northwest Wisconsin, LLC | Delaware |
| CenturyTel of Odon, Inc. | Indiana |
| CenturyTel of Ohio, Inc. | Ohio |
| CenturyTel of Ooltewah-Collegedale, Inc. | Tennessee |
| CenturyTel of Oregon, Inc. | Oregon |
| CenturyTel of Port Aransas, Inc. | Texas |
| CenturyTel of Postville, Inc. | Iowa |
| CenturyTel of Redfield, Inc. | Arkansas |
| CenturyTel of Ringgold, LLC | Louisiana |
| CenturyTel of San Marcos, Inc. | Texas |
| CenturyTel of South Arkansas, Inc. | Arkansas |
| CenturyTel of Southeast Louisiana, LLC | Louisiana |
| CenturyTel of Southern Wisconsin, LLC | Louisiana |
| CenturyTel of Southwest Louisiana, LLC | Louisiana |
| CenturyTel of the Gem State, Inc. | Idaho |
| CenturyTel of the Midwest-Kendall, LLC | Delaware |
| CenturyTel of the Midwest-Wisconsin, LLC | Delaware |
| CenturyTel of the Northwest, Inc. | Washington |
| CenturyTel of the Southwest, Inc. | New Mexico |
| CenturyTel of Upper Michigan, Inc. | Michigan |
| CenturyTel of Washington, Inc. | Washington |
| CenturyTel of Wisconsin, LLC | Louisiana |
| CenturyTel of Wyoming, Inc. | Wyoming |
| CenturyTel Security Systems Holding Company, LLC | Louisiana |
| CenturyTel Service Group, LLC | Louisiana |
| CenturyTel Solutions, LLC | Louisiana |
| CenturyTel Supply Group, Inc. | Louisiana |
| CenturyTel TeleVideo, Inc. | Louisiana |
| CenturyTel/Televue of Wisconsin, Inc. | Wisconsin |
| Coastal Long Distance Services, LLC | Georgia |
| Coastal Utilities, Inc. | Georgia |
| Embarq Capital Corporation | Delaware |
| Embarq Communications of Virginia, Inc. | Virginia |
| Embarq Communications, Inc. | Delaware |
| Embarq Corporation | Delaware |
| Embarq Directory Trademark Company, LLC | Delaware |
| Embarq Florida, Inc. | Florida |
| Embarq Holdings Company LLC | Delaware |
| Embarq Interactive Holdings LLC | Delaware |
| Embarq Interactive Markets LLC | Delaware |
| Embarq Management Company | Delaware |
| Embarq Mid-Atlantic Management Services Company | North Carolina |
| Embarq Midwest Management Services Company | Kansas |
| Embarq Minnesota, Inc. | Minnesota |
| Embarq Missouri, Inc. | Missouri |
| Embarq Network Company LLC | Delaware |
| Embarq Payphone Services, Inc. | Florida |
| Embarq Risk (Bermuda) Limited | Bermuda |
| Embarq, Inc. | Kansas |
| EQ Central Texas Equipment LLC | Texas |
| EQ Equipment Leasing, Inc. | Delaware |
| EQ Management Equipment LP | Nevada |
| EQ United Texas Equipment LLC | Texas |
| Gallatin River Communications, LLC | Delaware |
| Gulf Communications, LLC | Delaware |
| Gulf Long Distance, LLC | Alabama |
| Gulf Telephone Company | Alabama |

| | |
|---------------------------------------------------|----------------|
| Madison River Communications Corp. | Delaware |
| Madison River Communications, LLC | Delaware |
| Madison River Long Distance Solutions, LLC | Delaware |
| Mebtel Long Distance Solutions, LLC | North Carolina |
| Mebtel, Inc. | North Carolina |
| NOCUTS, Inc. | Pennsylvania |
| Perry Protection Services, Inc. | Florida |
| SC Eight Company | Kansas |
| SC Five Company | Kansas |
| SC Four Company | Kansas |
| SC One Company | Kansas |
| SC Seven Company | Kansas |
| SC Six Company | Kansas |
| SC Three Company | Kansas |
| SC Two Company | Kansas |
| Spectra Communications Group, LLC | Delaware |
| Telcon, Inc. | Texas |
| Telephone USA of Wisconsin, LLC | Delaware |
| The Winter Park Telephone Company | Florida |
| United Telephone Company of Eastern Kansas | Delaware |
| United Telephone Company of Florida | Florida |
| United Telephone Company of Indiana, Inc. | Indiana |
| United Telephone Company of Kansas | Kansas |
| United Telephone Company of New Jersey, Inc. | New Jersey |
| United Telephone Company of Ohio | Ohio |
| United Telephone Company of Pennsylvania LLC, The | Pennsylvania |
| United Telephone Company of Southcentral Kansas | Arkansas |
| United Telephone Company of Texas, Inc. | Texas |
| United Telephone Company of the Carolinas LLC | South Carolina |
| United Telephone Company of the Northwest | Oregon |
| United Telephone Company of the West | Delaware |
| United Telephone Southeast LLC | Virginia |
| United Teleservices, Inc. | Kansas |
| Valley Network Partnership | Virginia |
| Vista-United Telecommunications | Florida |

Certain of the Company's smaller subsidiaries have been intentionally omitted from this exhibit pursuant to rules and regulations of the Securities and Exchange Commission.

CenturyTel of Washington, CenturyTel of Interisland, CenturyTel of Cowiche

Affiliated Company Transactions

Attachment B

For the Year 2010

| Account | Description | CenturyLink Inc. | Embarq Mgmt Company | Embarq Mid-Atlantic Mgmt Serv | Embarq MidWest Mgmt Serv Company | CenturyTel Service Group, LLC | CenturyTel Supply Group, Inc. | CenturyTel Holdings Missouri Inc. | CenturyTel of Central Ark. (Jacksonville) | CenturyTel of Oregon, Inc. | United Telephone Company of Ohio | Embarq Missouri, Inc. (Northern MO) | United Tel Company of the Northwest (OR) | Central Telephone Company (Nevada) | Embarq Florida, Inc. (Central FLA) | Other CenturyTel Subs. | CenturyTel Long Distance LLC | CenturyTel Broadband Services LLC | Affiliated Transactions Washington Total | Affiliated Transactions Washington Intrastate |
|---------|------------------------------------|------------------|---------------------|-------------------------------|----------------------------------|-------------------------------|-------------------------------|-----------------------------------|-------------------------------------------|----------------------------|----------------------------------|-------------------------------------|------------------------------------------|------------------------------------|------------------------------------|------------------------|------------------------------|-----------------------------------|------------------------------------------|-----------------------------------------------|
| 1220 | Inventory | | | | | | 70,364 | | | | | | | | | | | | 70,364 | 0 |
| 5080 | Network Access | | | | | | | | | | | | | | | (159,892) | (6,993,670) | (10,692,772) | (17,846,334) | (8,147,428) |
| 5240 | Rent Revenues | | | | | | | | | | | | | | | (268,627) | | | (268,627) | (188,536) |
| 5264 | Database Services | | | | | | | | | | | | | | | (29,386) | | | (29,388) | (9,530) |
| 5270 | Carrier Billing & Collection | | | | | | | | | | | | | | | (32) | (1,429,946) | (697,018) | (2,326,997) | (838,992) |
| 6110 | Network Support | | 19,385 | | | 73,665 | | 24,462 | | | | | | | | | | | 117,512 | 81,696 |
| 6120 | General Support | | 469,112 | 1,255 | 817 | 870,511 | | | | | | | 26,602 | 37,989 | | | | | 1,406,486 | 977,807 |
| 6210 | Central Office Switching | | | | 7,519 | 336,441 | 14,652 | 101,219 | | | | | | | | 27,543 | | | 487,374 | 315,186 |
| 6230 | Central Office Transmission | | | | | 368,161 | 648 | | | 1,004 | | | | | | 828 | | | 370,641 | 239,694 |
| 6410 | Poles Expense | | | | | | | | | | | | | | | | | | 0 | 0 |
| 6420 | Cable & Wire Facilities | | 62,411 | | | 580,101 | 76,698 | | | 31,858 | | | | | | | 2,070 | | 753,138 | 547,261 |
| 6510 | Other Property, Plant, & Equipment | | 126,557 | | | 386 | 28,193 | 11,219 | | | | | | | | | 18,705 | | 185,060 | 128,657 |
| 6530 | Network Operations | | 1,159,071 | 222,585 | 662,260 | 1,128,640 | | 340,508 | 148,832 | 11,774 | 121,902 | 51,297 | 435,037 | 169,234 | 338,626 | 177,356 | | | 4,967,122 | 3,453,208 |
| 6610 | Marketing | | 726,249 | 26,636 | | 280,528 | 19,020 | | (15) | | | 45,177 | 90,987 | 148 | 9,613 | 15,936 | | | 1,214,279 | 970,174 |
| 6620 | Services | | 695,319 | 141,636 | 15 | 2,691,559 | | 172,744 | | | | 25,851 | 40,262 | 2,910 | 181,261 | 19,125 | | | 3,970,682 | 3,255,499 |
| 6710 | Executive and Planning | 251,026 | 158,939 | 10 | | 369,047 | | | | | | | | | | (40) | | | 778,982 | 569,799 |
| 6720 | General and Administrative | 54,840 | 3,782,668 | 3,486 | 9 | 4,934,765 | 3,467 | | | 4,902 | 2,569 | | | | 15,215 | 11,071 | | | 8,812,992 | 6,411,918 |
| 7370 | Special Charges | | (31) | | | 1,734 | | | | | | | | | | | | | 1,703 | 1,239 |
| 7990 | Nonregulated | | 119,737 | 7,974 | | 88,253 | 90,000 | 2,776 | | 310 | | 5,931 | 12,504 | 123 | 5,529 | 1,393 | | | 334,530 | 0 |
| 8000 | Nonoperating | | 39,496 | 8,456 | 68,669 | 153,943 | 89,504 | | | 62,650 | | | | | 12,569 | 64,238 | | | 499,525 | 0 |
| | Washington Affiliated Costs | 305,866 | 7,358,913 | 412,038 | 739,289 | 11,877,734 | 373,526 | 671,948 | 148,832 | 107,581 | 126,804 | 130,825 | 605,592 | 210,404 | 562,813 | (119,714) | (8,423,617) | (11,589,790) | 3,499,044 | 9,767,652 |

CenturyLink, Inc.
(Parent Company)

Balance Sheet
As of December 31, 2010
(In Thousands)

| | |
|-------------------------------------|-------------------------|
| Total Assets and Other | \$ 1,143 |
| Net Property, Plant and Equipment | 8,755 |
| Total Investments and Other Assets | <u>12,140</u> |
| TOTAL ASSETS | <u>\$ 22,038</u> |
| | |
| Total Liabilities and Other | 5,075 |
| Long-Term Debt | 7,316 |
| Total Stockholders' Equity | <u>9,647</u> |
| TOTAL LIABILITIES AND EQUITY | <u>\$ 22,038</u> |

Statement of Income
Year Ended December 31, 2010
(In Thousands)

| | |
|-------------------------------------|----------------------|
| Operating Revenues | \$ 7,042 |
| Operating Expenses | <u>4,982</u> |
| OPERATING INCOME/LOSS | 2,060 |
| Total Other Income (Expense) | <u>(529)</u> |
| INCOME BEFORE INCOME TAX | 1,531 |
| Income Tax Expense | <u>583</u> |
| INCOME FROM CONTINUING OPERATIONS | 948 |
| Income from Discontinued Operations | <u>0</u> |
| NET INCOME | <u>\$ 948</u> |

Embarq Management Company

Balance Sheet
As of December, 2010
(In Thousands)

| | | |
|-------------------------------------|-----------|----------------|
| Total Assets and Other | \$ | 30,849 |
| Net Plant | | 96,096 |
| Other Investments | | 0 |
| TOTAL ASSETS | \$ | 126,945 |
| | | |
| Total Liabilities and Other | \$ | 199,635 |
| Long-Term Debt | | 0 |
| Total Stockholders' Equity | | (72,690) |
| TOTAL LIABILITIES AND EQUITY | \$ | 126,945 |

Statement of Income
Year Ended December 31, 2010
(In Thousands)

| | | |
|-----------------------------------|-----------|---------------|
| Operating Revenues | \$ | 698,653 |
| Operating Expenses | | 640,455 |
| OPERATING INCOME/LOSS | | 58,198 |
| Total Other Income (Expense) | | (2,505) |
| INCOME (LOSS) BEFORE INCOME TAXES | | 55,693 |
| Income Tax Benefit (Expense) | | (21,898) |
| NET INCOME | \$ | 33,795 |

Embarq Mid-Atlantic Management Services Company

Balance Sheet
As of December 31, 2010
(In Thousands)

| | |
|-------------------------------------|---------------------|
| Total Assets and Other | \$ (252) |
| Net Plant | 262 |
| Other Investments | <u>0</u> |
| TOTAL ASSETS | <u>\$ 10</u> |
| | |
| Total Liabilities and Other | \$ 31,910 |
| Long-Term Debt | 0 |
| Total Stockholders' Equity | <u>(31,900)</u> |
| TOTAL LIABILITIES AND EQUITY | <u>\$ 10</u> |

Statement of Income
Year Ended December 31, 2010
(In Thousands)

| | |
|-----------------------------------|------------------------|
| Operating Revenues | \$ 64,413 |
| Operating Expenses | <u>58,962</u> |
| OPERATING INCOME/LOSS | 5,451 |
| Total Other Income (Expense) | <u>(9)</u> |
| INCOME (LOSS) BEFORE INCOME TAXES | 5,442 |
| Income Tax Benefit (Expense) | <u>(2,165)</u> |
| NET INCOME | <u>\$ 3,277</u> |

Embarq Midwest Management Services Company

Balance Sheet
As of December 31, 2010
(In Thousands)

| | | |
|-------------------------------------|-----------|---------------|
| Total Assets and Other | \$ | 72,959 |
| Net Plant | | 5,410 |
| Other Investments | | 0 |
| TOTAL ASSETS | \$ | 78,369 |
| | | |
| Total Liabilities and Other | \$ | 17,722 |
| Long-Term Debt | | 0 |
| Total Stockholders' Equity | | 60,647 |
| TOTAL LIABILITIES AND EQUITY | \$ | 78,369 |

Statement of Income
Year Ended December 31, 2010
(In Thousands)

| | | |
|-----------------------------------|-----------|--------------|
| Operating Revenues | \$ | 51,361 |
| Operating Expenses | | 46,706 |
| OPERATING INCOME/LOSS | | 4,655 |
| Total Other Income (Expense) | | 11 |
| INCOME (LOSS) BEFORE INCOME TAXES | | 4,666 |
| Income Tax Benefit (Expense) | | (1,856) |
| NET INCOME | \$ | 2,810 |

CenturyTel Service Group, LLC

Balance Sheet
As of December 31, 2010
(In Thousands)

| | | |
|-------------------------------------|-----------|----------------|
| Total Assets and Other | \$ | 253,245 |
| Net Plant | | 203,058 |
| Other Investments | | 0 |
| TOTAL ASSETS | \$ | 456,303 |
| | | |
| Total Liabilities and Other | \$ | 284,021 |
| Long-Term Debt | | 19,000 |
| Total Stockholders' Equity | | 153,282 |
| TOTAL LIABILITIES AND EQUITY | \$ | 456,303 |

Statement of Income
Year Ended December 31, 2010
(In Thousands)

| | | |
|-----------------------------------|-----------|--------------|
| Operating Revenues | \$ | 522,747 |
| Operating Expenses | | 513,677 |
| OPERATING INCOME/LOSS | | 9,070 |
| Total Other Income (Expense) | | (2,739) |
| INCOME (LOSS) BEFORE INCOME TAXES | | 6,331 |
| Income Tax Benefit (Expense) | | (2,951) |
| NET INCOME | \$ | 3,380 |

CenturyTel Supply Group, Inc.

Balance Sheet
As of December 31, 2010
(In Thousands)

| | | |
|-------------------------------------|-----------|---------------|
| Current Assets | \$ | 4,177 |
| Non-Current Assets/DeReg Inventory | | 10,136 |
| Net Plant | | 1 |
| TOTAL ASSETS | \$ | 14,314 |
| | | |
| Current Liabilities | \$ | 13,703 |
| Long Term and Other Liabilities | | 217 |
| Total Stockholders' Equity | | 394 |
| TOTAL LIABILITIES AND EQUITY | \$ | 14,314 |

Statement of Income
Year Ended December 31, 2010
(In Thousands)

| | | |
|-----------------------------------|-----------|--------------|
| Operating Revenues | \$ | 41,170 |
| Operating Expenses | | 41,603 |
| OPERATING INCOME/LOSS | | (433) |
| Total Other Income (Expense) | | (62) |
| INCOME (LOSS) BEFORE INCOME TAXES | | (495) |
| Income Tax Benefit (Expense) | | 173 |
| NET INCOME(LOSS) | \$ | (322) |

CenturyTel Holdings Missouri, Inc.

Balance Sheet
As of December 31, 2010
(In Thousands)

| | | |
|-------------------------------------|----|---------------------|
| Assets and Plant | \$ | 785,328 |
| Investments | | 890,944 |
| <u>TOTAL ASSETS</u> | | <u>\$ 1,676,272</u> |
| Current Liabilities | \$ | 1,974,615 |
| Deferred & Other Liabilities | | 132,380 |
| Total Stockholders' Equity | | <u>(430,723)</u> |
| <u>TOTAL LIABILITIES AND EQUITY</u> | | <u>\$ 1,676,272</u> |

Statement of Income
Year Ended December 31, 2010
(In Thousands)

| | | |
|-----------------------------------|-----------|----------------|
| Operating Revenues | \$ | 65,874 |
| Operating Expenses | | <u>189,139</u> |
| OPERATING INCOME/LOSS | | (123,265) |
| Total Other Income (Expense) | | <u>94,667</u> |
| INCOME (LOSS) BEFORE INCOME TAXES | | (28,598) |
| Income Tax Benefit (Expense) | | <u>47,755</u> |
| <u>NET INCOME(LOSS)</u> | <u>\$</u> | <u>19,157</u> |

CenturyTel Long Distance, LLC.

Balance Sheet
As of December 31, 2010
(In Thousands)

| | | |
|-------------------------------------|-----------|----------------|
| Cash and Equivalents | \$ | 373,060 |
| Other Current Assets | | 2,559 |
| Net Plant | | 23,613 |
| | | 23,613 |
| TOTAL ASSETS | \$ | 399,232 |
| | | |
| Current Liabilities | \$ | 12,234 |
| Deferred & Other Liabilities | | 12,875 |
| Total Equity | | 374,123 |
| | | 374,123 |
| TOTAL LIABILITIES AND EQUITY | \$ | 399,232 |
| | | |

Statement of Income
Year Ended December 31, 2010
(In Thousands)

| | | |
|----------------------------|----|---------------|
| Sales | \$ | 218,464 |
| Operating Expenses | | 151,634 |
| | | 151,634 |
| GROSS MARGIN | | 66,830 |
| Other Expenses | | 25,492 |
| | | 25,492 |
| NET OPERATING INCOME | \$ | 41,338 |
| Other Income and (Expense) | | 228 |
| | | 228 |
| NET INCOME | | 41,566 |
| | | |

CenturyTel Broadband Services, LLC

Balance Sheet
As of December 31, 2010
(In Thousands)

| | |
|----------------------------------------|-------------------------|
| Current Assets | \$ 23,712 |
| Investments & Other Non-Current Assets | 3,807 |
| Net Plant | <u>6,295</u> |
| TOTAL ASSETS | <u>\$ 33,814</u> |
| | |
| Current Liabilities | \$ 75,685 |
| Deferred & Other Liabilities | \$ 1,881 |
| Total Stockholders' Equity | <u>(43,752)</u> |
| TOTAL LIABILITIES AND EQUITY | <u>\$ 33,814</u> |

Statement of Income
Year Ended December 31, 2010
(In Thousands)

| | |
|----------------------------|---------------------|
| Revenues | \$ 292,532 |
| Cost of Sales | 220,662 |
| Other Expenses | <u>62,220</u> |
| OPERATING INCOME (LOSS) | 9,650 |
| Other Income (Expense) | <u>(3,435)</u> |
| INCOME (LOSS) BEFORE TAXES | \$ 6,215 |
| Income Taxes | <u>(2,175)</u> |
| NET INCOME (LOSS) | <u>4,040</u> |

CenturyTel of Central Arkansas, LLC (Jacksonville)

Balance Sheet
As of December 31, 2010
(In Thousands)

| | | |
|----------------------------------------|-----------|-----------------------|
| Total Assets and Other | \$ | 13,316 |
| Investments & Other Non-Current Assets | | (24) |
| Net Plant | | <u>97,267</u> |
| TOTAL ASSETS | \$ | <u>110,559</u> |
| | | |
| Current Liabilities | | 4,497 |
| Deferred & Other Liabilities | | 2,105 |
| Total Stockholders' Equity | | <u>103,957</u> |
| TOTAL LIABILITIES AND EQUITY | \$ | <u>110,559</u> |

Statement of Income
Year Ended December 31, 2010
(In Thousands)

| | | |
|------------------------------|-----------|---------------------|
| Operating Revenues | \$ | 60,294 |
| Operating Expenses | | <u>47,528</u> |
| OPERATING INCOME/LOSS | | 12,766 |
| Total Other Income (Expense) | | <u>(611)</u> |
| INCOME BEFORE INCOME TAX | | 12,155 |
| Income Tax Expense | | <u>4,609</u> |
| NET INCOME (LOSS) | \$ | <u>7,546</u> |

CenturyTel of Oregon, Inc.

Balance Sheet
 As of December 31, 2010
 (In Thousands)

| | |
|----------------------------------------|-------------------------|
| Total Assets and Other | \$ 11,049 |
| Investments & Other Non-Current Assets | 1 |
| Net Plant | <u>14,507</u> |
| TOTAL ASSETS | <u>\$ 25,557</u> |
| Current Liabilities | 1,689 |
| Deferred & Other Liabilities | (620) |
| Total Stockholders' Equity | <u>24,488</u> |
| TOTAL LIABILITIES AND EQUITY | <u>\$ 25,557</u> |

Statement of Income
 Year Ended December 31, 2010
 (In Thousands)

| | |
|------------------------------|------------------------|
| Operating Revenues | \$ 26,851 |
| Operating Expenses | <u>20,057</u> |
| OPERATING INCOME/LOSS | 6,794 |
| Total Other Income (Expense) | <u>(877)</u> |
| INCOME BEFORE INCOME TAX | 5,917 |
| Income Tax Expense | <u>2,305</u> |
| NET INCOME (LOSS) | <u>\$ 3,612</u> |

United Telephone Company of Ohio

Balance Sheet
As of December 31, 2010
(In Thousands)

| | |
|----------------------------------------|--------------------------|
| Total Assets and Other | \$ 63,254 |
| Investments & Other Non-Current Assets | 10,669 |
| Net Plant | <u>50,573</u> |
| TOTAL ASSETS | <u>\$ 124,496</u> |
| Current Liabilities | 37,629 |
| Deferred & Other Liabilities | 10,287 |
| Total Stockholders' Equity | <u>76,580</u> |
| TOTAL LIABILITIES AND EQUITY | <u>\$ 124,496</u> |

Statement of Income
Year Ended December 31, 2010
(In Thousands)

| | |
|------------------------------|-------------------------|
| Operating Revenues | \$ 305,976 |
| Operating Expenses | <u>242,940</u> |
| OPERATING INCOME/LOSS | 63,036 |
| Total Other Income (Expense) | <u>5,402</u> |
| INCOME BEFORE INCOME TAX | 68,438 |
| Income Tax Expense | <u>22,081</u> |
| NET INCOME (LOSS) | <u>\$ 46,357</u> |

Embarq Missouri, Inc. (Northern Missouri)

Balance Sheet
As of December 31, 2010
(In Thousands)

| | | |
|-----------------------------------------|---------------|---------------------------|
| Total Assets and Other | \$ | 189,253 |
| Investments & Other Non-Current Assets | | 743 |
| Net Plant | | <u>91,821</u> |
| TOTAL ASSETS | \$ | <u>281,817</u> |
| Current Liabilities | | 130,013 |
| Deferred & Other Liabilities | | 16,161 |
| Total Stockholders' Equity | | <u>135,643</u> |
| TOTAL LIABILITIES AND EQUITY | \$ | <u>281,817</u> |

Statement of Income
Year Ended December 31, 2010
(In Thousands)

| | | |
|------------------------------|---------------|--------------------------|
| Operating Revenues | \$ | 138,105 |
| Operating Expenses | | <u>104,456</u> |
| OPERATING INCOME/LOSS | | 33,649 |
| Total Other Income (Expense) | | <u>(3,287)</u> |
| INCOME BEFORE INCOME TAX | | 30,362 |
| Income Tax Expense | | <u>10,833</u> |
| NET INCOME (LOSS) | \$ | <u>19,529</u> |

United Telephone Company of the Northwest (Oregon)

Balance Sheet
As of December 31, 2010
(In Thousands)

| | |
|----------------------------------------|--------------------------|
| Total Assets and Other | \$ 74,448 |
| Investments & Other Non-Current Assets | 457 |
| Net Plant | <u>48,444</u> |
| TOTAL ASSETS | <u>\$ 123,349</u> |
| | |
| Current Liabilities | 128,100 |
| Deferred & Other Liabilities | 20,131 |
| Total Stockholders' Equity | <u>(24,882)</u> |
| TOTAL LIABILITIES AND EQUITY | <u>\$ 123,349</u> |

Statement of Income
Year Ended December 31, 2010
(In Thousands)

| | |
|------------------------------|------------------------|
| Operating Revenues | \$ 53,399 |
| Operating Expenses | <u>42,634</u> |
| OPERATING INCOME/LOSS | 10,765 |
| Total Other Income (Expense) | <u>(822)</u> |
| INCOME BEFORE INCOME TAX | 9,943 |
| Income Tax Expense | <u>3,275</u> |
| NET INCOME (LOSS) | <u>\$ 6,668</u> |

Central Telephone Company (Nevada)

Balance Sheet
As of December 31, 2010
(In Thousands)

| | |
|----------------------------------------|----------------------------|
| Total Assets and Other | \$ 285,870 |
| Investments & Other Non-Current Assets | (414) |
| Net Plant | <u>2,170,581</u> |
| TOTAL ASSETS | <u>\$ 2,456,037</u> |
| | |
| Current Liabilities | 52,683 |
| Deferred & Other Liabilities | 140,641 |
| Total Stockholders' Equity | <u>2,262,713</u> |
| TOTAL LIABILITIES AND EQUITY | <u>\$ 2,456,037</u> |

Statement of Income
Year Ended December 31, 2010
(In Thousands)

| | |
|------------------------------|---------------------------|
| Operating Revenues | \$ 370,159 |
| Operating Expenses | <u>380,851</u> |
| OPERATING INCOME/LOSS | (10,692) |
| Total Other Income (Expense) | <u>6,070</u> |
| INCOME BEFORE INCOME TAX | (4,622) |
| Income Tax Expense | <u>48,848</u> |
| NET INCOME (LOSS) | <u>\$ (53,470)</u> |

Embarq Florida, Inc. (Central Florida)

Balance Sheet
As of December 31, 2010
(In Thousands)

| | | |
|----------------------------------------|-----------|------------------|
| Total Assets and Other | \$ | 494,604 |
| Investments & Other Non-Current Assets | | (7) |
| Net Plant | | 704,010 |
| TOTAL ASSETS | \$ | 1,198,607 |
| | | |
| Current Liabilities | | 988,854 |
| Deferred & Other Liabilities | | 275,950 |
| Total Stockholders' Equity | | (66,197) |
| TOTAL LIABILITIES AND EQUITY | \$ | 1,198,607 |

Statement of Income
Year Ended December 31, 2010
(In Thousands)

| | | |
|------------------------------|-----------|---------------|
| Operating Revenues | \$ | 432,406 |
| Operating Expenses | | 381,807 |
| OPERATING INCOME/LOSS | | 50,599 |
| Total Other Income (Expense) | | (243) |
| INCOME BEFORE INCOME TAX | | 50,356 |
| Income Tax Expense | | 13,646 |
| NET INCOME (LOSS) | \$ | 36,710 |

CenturyLink, Inc.

1. For the purpose of filing this report, CenturyTel of Washington, Inc., CenturyTel of Inter Island, Inc. and CenturyTel of Cowiche, Inc. are hereinafter collectively referred to as "Washington Regulated Utilities".
2. See organizational chart, Attachment A.
3.
 - (a) See the balance sheet and income statement as of December 31, 2010, Attachment C.
 - (b) The Washington Regulated Utilities receive management, professional, financial, and advisory services from CenturyLink, Inc.
 - (c) All services provided by CenturyLink, Inc. to the regulated utilities are charged at cost. Such cost includes a reasonable return on investment needed to perform the services required for such entities. See Attachment B for amounts and accounts charged.
 - (d) CenturyLink, Inc. does not have any loans to the Washington Regulated Utilities, nor are there any loans from the utilities to CenturyLink, Inc. However, both CenturyLink, Inc. and the Washington Regulated Utilities have intercompany accounts receivable and accounts payable. If these balances remain outstanding for more than thirty days, then interest is accrued at CenturyLink, Inc.'s month end short term rates.
 - (e) CenturyLink, Inc. does not guarantee any debt of the Washington Regulated Utilities, nor are there any debt guarantees from the Utilities to CenturyLink, Inc.
 - (f) CenturyLink, Inc., is the parent company of CenturyTel Holdings, Inc. which is the holding company of various telecommunications companies.
 - (g) There were no common directors for CenturyLink, Inc. and the Washington Regulated Utilities as of December 31, 2010.

Common officers of CenturyLink, Inc. and the Washington Regulated Utilities as of December 31, 2010, are Glen F. Post, III, CEO & Pres.; Karen A. Puckett, Exec. Vice COO; R. Stewart Ewing, Jr., Exec. VP, CFO & Secretary; David D. Cole, Senior VP-Operations Support; Stacey W. Goff, Senior VP, Gen. Council & Assist. Secretary; Neil A. Sweasy, VP & Controller; and G. Clay Bailey, V P & Treasurer.

Embarq Management Company

1. For the purpose of filing this report, CenturyTel of Washington, Inc., CenturyTel of Inter Island, Inc. and CenturyTel of Cowiche, Inc. are hereinafter collectively referred to as "Washington Regulated Utilities".
2. See organizational chart, Attachment A.
3.
 - (a) Embarq Management Company is a service company and its financial statements are not meaningful from a regulatory perspective.
 - (b) The Washington Regulated Utilities receive supervisory, construction, professional, accounting, data, technical, and advisory services from Embarq Management Company.
 - (c) All services provided by the service group to the regulated utilities are charged at cost. Such cost includes a reasonable return on investment needed to perform the services required for such entities. The reasonable return will be recovered by applying a return factor to the allocations from Embarq Management Company to the Washington Regulated Utilities. The return factor will be calculated to result in a return on investment to the service group based upon weighted cost of capital, which includes actual cost of debt and a return of equity. See Attachment B for amounts and accounts charged.
 - (d) Embarq Management Company does not have any loans to the Washington Regulated Utilities, nor are there any loans from the utilities to Embarq Management Company.
 - (e) Embarq Management Company does not guarantee any debt of the Washington Regulated Utilities, nor are there any debt guarantees from the Utilities to Embarq Management Company.
 - (f) Embarq Management Company is a wholly-owned subsidiary of CenturyLink, Inc. and provides management, technical, and other services to CenturyLink, Inc., subsidiaries.
 - (g) Common directors of Embarq Management Company and the Washington Regulated Utilities as of December 31, 2010, are R. Stewart Ewing, Jr., Exec VP; and Stacey W. Goff, Senior VP, Gen. Council & Assist. Secretary.

Common officers of Embarq Management Company and the Washington Regulated Utilities as of December 31, 2010, are Glen F. Post, III, CEO; Karen A. Puckett, Pres. & COO; R. Stewart Ewing, Jr., Exec. VP; David D. Cole, Senior VP; Stacey W. Goff, Senior VP, Gen. Council, & Assist. Secretary; Neil A. Sweasy, VP & Controller; G. Clay Bailey, VP & Treasurer; Tim Walden, VP; Jeffery Glover, VP; and Kay C. Buehler, Secretary.

Embarq Mid-Atlantic Management Services Company

1. For the purpose of filing this report, CenturyTel of Washington, Inc., CenturyTel of Inter Island, Inc., and CenturyTel of Cowiche, Inc. is hereinafter collectively referred to as "Washington Regulated Utilities".
2. See organizational chart, Attachment A.
3.
 - (a) Embarq Mid-Atlantic Management Services Company is a service company and its financial statements are not meaningful from a regulatory perspective.
 - (b) The Washington Regulated Utilities receives supervisory, construction, professional, accounting, data, technical, and advisory services from Embarq Mid-Atlantic Management Services Company.
 - (c) All services provided by the service group to the regulated Utilities is charged at cost. Such cost includes a reasonable return on investment needed to perform the services required for such entities. The reasonable return will be recovered by applying a return factor to the allocations from Embarq Mid-Atlantic Management Services Company to the Washington Regulated Utilities. The return factor will be calculated to result in a return on investment to the service group based upon weighted cost of capital, which includes actual cost of debt and a return of equity. See Attachment B for amounts and accounts charged.
 - (d) Embarq Mid-Atlantic Management Services Company does not have any loans to the Washington Regulated Utilities, nor are there any loans from the Utilities to Embarq Mid-Atlantic Management Service Company.
 - (e) Embarq Mid-Atlantic Management Services Company does not guarantee any debt of the Washington Regulated Utilities, nor are there any debt guarantees from the Utilities to Embarq Mid-Atlantic Management Services Company.
 - (f) Embarq Mid-Atlantic Management Services Company is a wholly-owned subsidiary of CenturyLink, Inc. and provides management, technical, and other services to CenturyLink, Inc., subsidiaries.
 - (g) Common directors of Embarq Mid-Atlantic Management Services Company and the Washington Regulated Utilities as of December 31, 2010, are R. Stewart Ewing, Jr., Exec VP; and Stacey W. Goff, Senior VP, Gen. Council & Assist. Secretary.

Common officers of Embarq Mid-Atlantic Management Services Company and the Washington Regulated Utilities as of December 31, 2010, are Glen F. Post, III, CEO & Pres; Karen A. Puckett, Pres. & COO; R. Stewart Ewing, Jr., Exec. VP; David D. Cole, Senior VP; Stacey W. Goff, Senior VP, Gen. Council, & Assist. Secretary; Neil A. Sweasy, VP & Controller; G. Clay Bailey, VP & Treasurer; and Kay C. Buchar, Secretary.

Embarq Midwest Management Services Company

1. For the purpose of filing this report, CenturyTel of Washington, Inc., CenturyTel of Inter Island, Inc. and CenturyTel of Cowiche, Inc. are hereinafter collectively referred to as "Washington Regulated Utilities".
2. See organizational chart, Attachment A.
3.
 - (a) Embarq Midwest Management Services Company is a service company and its financial statements are not meaningful from a regulatory perspective.
 - (b) The Washington Regulated Utilities receives supervisory, construction, professional, accounting, data, technical, and advisory services from Embarq Midwest Management Services Company.
 - (c) All services provided by the service group to the regulated utilities is charged at cost. Such cost includes a reasonable return on investment needed to perform the services required for such entities. The reasonable return will be recovered by applying a return factor to the allocations from Embarq Midwest Management Services Company to the Washington Regulated Utilities. The return factor will be calculated to result in a return on investment to the service group based upon weighted cost of capital, which includes actual cost of debt and a return of equity. See Attachment B for amounts and accounts charged.
 - (d) Embarq Midwest Management Services Company does not have any loans to the Washington Regulated Utilities, nor are there any loans from the Utility to Embarq Midwest Mgmt. Services Company.
 - (e) Embarq Midwest Management Services Company does not guarantee any debt of the Washington Regulated Utilities, nor are there any debt guarantees from the Utility to Embarq Midwest Mgmt. Services Company.
 - (f) Embarq Midwest Mgmt. Services Company is a wholly-owned subsidiary of CenturyLink, Inc. and engages in the purchase and sale of various and sundry materials commonly used in the telecommunications industry and provides storage and delivery Services for such materials.
 - (g) Common directors of Embarq Midwest Mgmt. Services Company and the Washington Regulated Utilities as of December 31, 2010, are R. Stewart Ewing, Jr.; and Stacey W. Goff.

Common officers of Embarq Midwest Mgmt. Services Company and the Washington Regulated Utilities as of December 31, 2010, are Thomas A. Gerke, Exec. Vice Chairman; Karen A. Puckett, Exec VP & COO; Carrick Inabnett, VP & Assist. Secretary; R. Stewart Ewing, Jr., Exec. VP; David D. Cole, Senior VP; Stacey W. Goff, VP, Gen. Council, & Assist. Secretary; Neil A. Sweasy, VP & Controller, G. Clay Bailey, VP & Treasurer; and Kay C. Buchart, Secretary.

CenturyTel Service Group, LLC

1. For the purpose of filing this report, CenturyTel of Washington, Inc., CenturyTel of Inter Island, Inc. and CenturyTel of Cowiche, Inc. are hereinafter collectively referred to as "Washington Regulated Utilities".
2. See organizational chart, Attachment A.
3. (a) See the balance sheet and income statement as of December 31, 2010, Attachment C.
(b) The Washington Regulated Utilities receive supervisory, construction, professional, accounting, data, technical, and advisory services from CenturyTel Service Group, LLC (the service group).
(c) All services provided by the service group to the regulated utilities are charged at cost. Such cost includes a reasonable return on investment needed to perform the services required for such entities. The reasonable return will be recovered by applying a return factor to the allocations from CenturyTel Service Group, LLC to the Washington Regulated Utilities. The return factor will be calculated to result in a return on investment to the service group based upon weighted cost of capital, which includes actual cost of debt and a return of equity. See Attachment B for amounts and accounts charged.
(d) CenturyTel Service Group, LLC does not have any loans to the Washington Regulated Utilities, nor are there any loans from the utilities to CenturyTel Service Group, LLC.
(e) The service group does not guarantee any debt of the Washington Regulated Utilities, nor are there any debt guarantees from the Utilities to CenturyTel Service Group, LLC.
(f) CenturyTel Service Group, LLC is a wholly-owned subsidiary of CenturyLink, Inc. and provides management, technical, and other services to CenturyTel, Inc., subsidiaries.
(g) Common directors of CenturyTel Service Group, LLC and the Washington Regulated Utilities as of December 31, 2010, are R. Stewart Ewing, Jr.; and Stacey W. Goff.

Common officers of CenturyTel Service Group, LLC and the Washington Regulated Utilities as of December 31, 2010, are Glen F. Post, III, CEO & Pres.; Karen A. Puckett, COO; R. Stewart Ewing, Jr., Exec. VP & CFO; David D. Cole, Senior VP; Stacey W. Goff, Senior VP, Gen. Council, & Assist. Secretary; Neil A. Sweasy, VP & Controller; G. Clay Bailey, VP & Treasurer; Tim Walden, VP; Jeffery Glover, VP; Terry Beeler, VP; Timothy J. Grigar, General Manager; and Kay C. Buchart, Secretary.

CenturyTel Supply Group, Inc.

1. For the purpose of filing this report, CenturyTel of Washington, Inc., CenturyTel of Inter Island, Inc. and CenturyTel of Cowiche, Inc. are hereinafter collectively referred to as "Washington Regulated Utilities".
2. See organizational chart, Attachment A.
3. (a) See the balance sheet and income statement as of December 31, 2010, Attachment C.
 - (b) The Washington Regulated Utilities receive services related to the purchasing, warehousing, tracking, and delivery of various and sundry materials commonly used in the telephone industry from CenturyTel Supply Group, Inc. (the supply group).
 - (c) Where practicable, materials shall be on a ship direct basis at net invoice cost. Where purchases are made on an indirect basis through the CenturyTel Supply Group warehouses, the cost to the Washington Regulated Utilities shall be the weighted average net invoice cost, plus a reasonable allocation of applicable common costs of warehousing such purchases. See Attachment B for amounts and accounts.
 - (d) The supply group does not have any loans to the Washington Regulated Utilities, nor are there any loans from the utilities to CenturyTel Supply Group, Inc.
 - (e) The supply group does not guarantee any debt of the Washington Regulated Utilities, nor are there any debt guarantees from the Utilities to CenturyTel Supply Group, Inc.
 - (f) CenturyTel Supply Group, Inc. is a wholly-owned subsidiary of CenturyLink, Inc. and engages in the purchase and sale of various and sundry materials commonly used in the telecommunications industry and provides storage and delivery services for such materials.
 - (g) Common directors of CenturyTel Supply Group, Inc. and the Washington Regulated Utilities as of December 31, 2010, are R. Stewart Ewing, Jr.; and Stacey W. Goff.

Common officers of CenturyTel Supply Group, Inc. and the Washington Regulated Utilities as of December 31, 2010, are Glen F. Post, III, CEO & Pres.; Karen A. Puckett, COO; R. Stewart Ewing, Jr., Exec. VP; David D. Cole, Senior VP; Stacey W. Goff, VP, Gen. Council, & Assist. Secretary; Neil A. Sweasy, VP & Controller; G. Clay Bailey, VP & Treasurer; and Kay C. Buchart, Secretary.

CenturyTel Holdings Missouri, Inc.

1. For the purpose of filing this report, CenturyTel of Washington, Inc., CenturyTel of Inter Island, Inc. and CenturyTel of Cowiche, Inc. are hereinafter collectively referred to as "Washington Regulated Utilities".
2. See organizational chart, Attachment A.
3.
 - (a) See the balance sheet and income statement as of December 31, 2010, Attachment C.
 - (b) The Washington Regulated Utilities receive network support services from CenturyTel Holdings Missouri, Inc..
 - (c) All services provided by CenturyTel Holdings Missouri, Inc. to the regulated utilities are charged at cost. Such cost includes a reasonable return on investment needed to perform the services required for such entities. See Attachment B for amounts and accounts charged.
 - (d) CenturyTel Holdings Missouri, Inc. does not have any loans to the Washington Regulated Utilities, nor are there any loans from the Utilities to CenturyTel Holdings Missouri, Inc..
 - (e) CenturyTel Holdings Missouri, Inc. does not guarantee any debt of the Washington Regulated Utilities, nor are there any debt guarantees from the Utilities to CenturyTel Holdings Missouri, Inc..
 - (f) CenturyTel Holdings Missouri, Inc. is a wholly owned subsidiary of CenturyTel Holdings, Inc. and is a provider of technical support to all CenturyLink, Inc. telephone subsidiaries.
 - (g) Common directors of CenturyTel Holdings Missouri, Inc. and the Washington Regulated Utilities as of December 31, 2010, are R. Stewart Ewing, Jr.; and Stacey W. Goff.

Common officers of CenturyTel Holdings Missouri, Inc. and the Washington Regulated Utilities as of December 31, 2010, are Glen F. Post, III, CEO & Pres.; Karen A. Puckett, COO; R. Stewart Ewing, Jr., Exec. VP; David C. Cole, Senior VP; Stacey W. Goff, VP, Gen. Council, & Assist. Secretary; Neil A. Sweasy, VP & Controller; G. Clay Bailey, VP & Treasurer; and Kay C. Buchart, Secretary.

CenturyTel Long Distance, LLC

1. For the purpose of filing this report, CenturyTel of Washington, Inc., CenturyTel of Inter Island, Inc. and CenturyTel of Cowiche, Inc. are hereinafter collectively referred to as "Washington Regulated Utilities".
2. See organizational chart, Attachment A.
3. (a) See the balance sheet and income statement as of December 31, 2010, Attachment C.
 - (b) The Washington Regulated Utilities provides billing and collection to CenturyTel Long Distance, LLC (CLD) and, sales and services with respect to CLD Cards, Calling Plans, and 800 Services.
 - (c) Each month CLD shall calculate and remit the compensation due to the Washington Regulated Utilities based on agreed upon rates. The Washington Regulated Utilities have the right to review these rates at the end of each service year.
 - (d) CLD does not have any loans to the Washington Regulated Utilities, nor are there any loans from the Utilities to CLD.
 - (e) CLD does not guarantee any debt of the Washington Regulated Utilities, nor are there any debt guarantees from the Utilities to CLD.
 - (f) CLD is a wholly owned subsidiary of CenturyLink, Inc. and is a reseller of long distance services.
 - (g) Common directors of CenturyTel Long Distance, LLC and the Washington Regulated Utilities as of December 31, 2010, are R. Stewart Ewing, Jr. and Stacey W. Goff.

Common officers of CenturyTel Long Distance, LLC and the Washington Regulated Utilities as of December 31, 2010, are Karen A. Puckett, Pres.; R. Stewart Ewing, Jr., Exec. VP & Controller & Treasurer; Stacey W. Goff, Senior VP, Gen. Council, & Assist. Secretary; and Kay C. Buchart, Secretary.

CenturyTel Broadband Services, LLC

1. For the purpose of filing this report, CenturyTel of Washington, Inc., CenturyTel of Inter Island, Inc. and CenturyTel of Cowiche, Inc. are hereinafter collectively referred to as "Washington Regulated Utilities".
2. See organizational chart, Attachment A.
3.
 - (a) See the balance sheet and income statement as of December 31, 2010, Attachment C.
 - (b) The Washington Regulated Utilities provides billing and collection to CenturyTel Broadband Services, LLC (CenturyTel Broadband).
 - (c) Each month CenturyTel Broadband shall calculate and remit the compensation due to the Washington Regulated Utilities based on agreed upon rates. The Washington Regulated Utilities have the right to review these rates at the end of each service year.
 - (d) CenturyTel Broadband does not have any loans to the Washington Regulated Utilities, nor are there any loans from the Utilities to CenturyTel Broadband.
 - (e) CenturyTel Broadband does not guarantee any debt of the Washington Regulated Utilities, nor are there any debt guarantees from the Utilities to CenturyTel Broadband.
 - (f) CenturyTel Broadband is a wholly owned subsidiary of CenturyLink, Inc. and is a provider of internet services.
 - (g) Common directors of CenturyTel Broadband and the Washington Regulated Utilities as of December 31, 2010, are R. Stewart Ewing, Jr.; and Stacey W. Goff.

Common officers of CenturyTel Broadband and the Washington Regulated Utilities as of December 31, 2010, are Glen F. Post, III, CEO & Pres.; Karen A. Puckett, COO; R. Stewart Ewing, Jr., Exec. VP; David D. Cole, Senior VP; Stacey W. Goff, Senior VP, Gen. Council, & Assist. Secretary; Neil A. Sweasy, VP & Controller; G. Clay Bailey, VP & Treasurer; Terry Beeler, VP; and Kay C. Buchart, Secretary.

CenturyTel of Central Arkansas, LLC (Jacksonville)

1. For the purpose of filing this report, CenturyTel of Washington, Inc., CenturyTel of Inter Island, Inc. and CenturyTel of Cowiche, Inc. are hereinafter collectively referred to as "Washington Regulated Utilities".
2. See organizational chart, Attachment A.
3.
 - (a) See the balance sheet and income statement as of December 31, 2010, Attachment C.
 - (b) The Washington Regulated Utilities receives operational supervision, maintenance and technical advice and assistance from CenturyTel of Central Arkansas, LLC (Jacksonville).
 - (c) Costs incurred for all services performed for or furnished to the Washington Regulated Utilities shall be allocated on the basis of direct cost identification where practicable. Otherwise, the common costs shall be allocated on an equitable basis in accordance with a formula or formulas which will result in charges, as nearly as practicable, equal in amount to the actual costs incurred. These costs shall not exceed the cost that the Washington Regulated Utilities would pay for provision of these same services without the benefit of the other CenturyTel LEC, CenturyTel of Central Arkansas, LLC (Jacksonville).
 - (d) The other CenturyTel LEC, CenturyTel of Central Arkansas, LLC (Jacksonville) does not have any loans to the Washington Regulated Utilities, nor are there any loans from the Utilities to the other CenturyTel LEC, CenturyTel of Central Arkansas, LLC (Jacksonville).
 - (e) The other CenturyTel LEC, CenturyTel of Central Arkansas, LLC (Jacksonville) does not guarantee any debts of the Washington Regulated Utilities, nor are there any debt guarantees from the Utilities to the other CenturyTel LEC, CenturyTel of Central Arkansas, LLC (Jacksonville).
 - (f) The other CenturyTel LEC, CenturyTel of Central Arkansas, LLC (Jacksonville) is a wholly owned subsidiary of CenturyLink, Inc. which is the parent company to CenturyTel Holdings, Inc., and is the holding company of various telecommunication companies and provides certain necessary supervisory, construction, maintenance, technical, and advisory services to the Utilities.
 - (g) Common directors of CenturyTel of Central Arkansas, LLC (Jacksonville) and the Washington Regulated Utilities as of December 31, 2010, are R. Stewart Ewing, Jr.; and Stacey W. Goff.

Common officers of CenturyTel of Central Arkansas, LLC (Jacksonville) and the Washington Regulated Utilities as of December 31, 2010, are Glen F. Post, III CEO & Pres; Karen A. Puckett, Exec VP & COO; R. Stewart Ewing, Jr., Exec. VP; David D. Cole, Senior VP; Stacey W. Goff, Senior VP, Exec. VP, Gen. Council and Assist. Secretary; Neil A. Sweasy, VP & Controller; G. Clay Bailey, VP & Treasurer; Tim Walden, VP; Jeff Glover, VP; and Kay C. Buchar, Secretary.

CenturyTel of Oregon, Inc.

1. For the purpose of filing this report, CenturyTel of Washington, Inc., CenturyTel of Inter Island, Inc. and CenturyTel of Cowiche, Inc. are hereinafter collectively referred to as "Washington Regulated Utilities".
2. See organizational chart, Attachment A.
3.
 - (a) See the balance sheet and income statement as of December 31, 2010, Attachment C.
 - (b) The Washington Regulated Utilities receives operational supervision, maintenance and technical advice and assistance from the other CenturyTel LEC, CenturyTel of Oregon, Inc.
 - (c) Costs incurred for all services performed for or furnished to the Washington Regulated Utilities shall be allocated on the basis of direct cost identification where practicable. Otherwise, the common costs shall be allocated on an equitable basis in accordance with a formula or formulas which will result in charges, as nearly as practicable, equal in amount to the actual costs incurred. These costs shall not exceed the cost that the Washington Regulated Utilities would pay for provision of these same services without the benefit of the other CenturyTel LEC, CenturyTel of Oregon, Inc.
 - (d) The other CenturyTel LEC, CenturyTel of Oregon, Inc., does not have any loans to the Washington Regulated Utilities, nor are there any loans from the Utilities to the other CenturyTel LEC, CenturyTel of Oregon, Inc.
 - (e) The other CenturyTel LEC, CenturyTel of Oregon, Inc., does not guarantee any debts of the Washington Regulated Utilities, nor are there any debt guarantees from the Utilities to the other CenturyTel LEC, CenturyTel of Oregon, Inc.
 - (f) The other CenturyTel LEC, CenturyTel of Oregon, Inc., is a wholly owned subsidiary of CenturyLink, Inc. which is the parent company to CenturyLink Holdings, Inc., and is the holding company of various telecommunication companies and provides certain necessary supervisory, construction, maintenance, technical, and advisory services to the Utilities.
 - (g) Common directors of CenturyTel of Oregon, Inc. and the Washington Regulated Utilities as of December 31, 2010, are R. Stewart Ewing, Jr.; and Stacey W. Goff.

Common officers of CenturyTel of Oregon, Inc. and the Washington Regulated Utilities as of December 31, 2010, are Glen F. Post, III CEO & Pres; Karen A. Puckett, Exec VP & COO; R. Stewart Ewing, Jr., Exec. VP; David D. Cole, Senior VP; Stacey W. Goff, Senior VP, Exec. VP, Gen. Council and Assist. Secretary; Neil A. Sweasy, VP & Controller; G. Clay Bailey, VP & Treasurer; Terry Beeler, VP; Timothy J. Grigar, General Manager; and Kay C. Buchart, Secretary.

United Telephone Company of Ohio

1. For the purpose of filing this report, CenturyTel of Washington, Inc., CenturyTel of Inter Island, Inc. and CenturyTel of Cowiche, Inc. are hereinafter collectively referred to as "Washington Regulated Utilities".
2. See organizational chart, Attachment A.
3.
 - (a) See the balance sheet and income statement as of December 31, 2010, Attachment C.
 - (b) The Washington Regulated Utilities receives operational supervision, maintenance and technical advice and assistance from the other CenturyTel LEC, United Telephone Company of Ohio.
 - (c) Costs incurred for all services performed for or furnished to the Washington Regulated Utilities shall be allocated on the basis of direct cost identification where practicable. Otherwise, the common costs shall be allocated on an equitable basis in accordance with a formula or formulas which will result in charges, as nearly as practicable, equal in amount to the actual costs incurred. These costs shall not exceed the cost that the Washington Regulated Utilities would pay for provision of these same services without the benefit of the other CenturyTel LEC, United Telephone Company of Ohio.
 - (d) The other CenturyTel LEC, United Telephone Company of Ohio, does not have any loans to the Washington Regulated Utilities, nor are there any loans from the Utilities to the other the CenturyTel LEC, United Telephone Company of Ohio.
 - (e) The other CenturyTel LEC, United Telephone Company of Ohio, does not guarantee any debts of the Washington Regulated Utilities, nor are there any debt guarantees from the Utilities to the other CenturyTel LEC, United Telephone Company of Ohio.
 - (f) The other CenturyTel LEC, United Telephone Company of Ohio, is a wholly owned subsidiary of CenturyLink, Inc. which is the parent company to CenturyTel Holdings, Inc., and is the holding company of various telecommunication companies and provides certain necessary supervisory, construction, maintenance, technical, and advisory services to the Utilities.
 - (g) Common directors of United Telephone Company of Ohio and the Washington Regulated Utilities as of December 31, 2010, are R. Stewart Ewing, Jr.; and Stacey W. Goff.

Common officers of United Telephone Company of Ohio and the Washington Regulated Utilities as of December 31, 2010, are Glen F. Post, III CEO & Pres; Karen A. Puckett, Exec VP & COO; R. Stewart Ewing, Jr., Exec. VP; David D. Cole, Senior VP; Stacey W. Goff, Senior VP, Exec. VP, Gen. Council and Assist. Secretary; Neil A. Sweasy, VP & Controller; G. Clay Bailey, VP & Treasurer; and Kay C. Buchart, Secretary.

Embarq Missouri, Inc. (Northern Missouri)

1. For the purpose of filing this report, CenturyTel of Washington, Inc., CenturyTel of Inter Island, Inc. and CenturyTel of Cowiche, Inc. are hereinafter collectively referred to as "Washington Regulated Utilities".
2. See organizational chart, Attachment A.
3.
 - (a) See the balance sheet and income statement as of December 31, 2010, Attachment C.
 - (b) The Washington Regulated Utilities receives operational supervision, maintenance and technical advice and assistance from the other CenturyTel LEC, Embarq Missouri, Inc. (Northern Missouri).
 - (c) Costs incurred for all services performed for or furnished to the Washington Regulated Utilities shall be allocated on the basis of direct cost identification where practicable. Otherwise, the common costs shall be allocated on an equitable basis in accordance with a formula or formulas which will result in charges, as nearly as practicable, equal in amount to the actual costs incurred. These costs shall not exceed the cost that the Washington Regulated Utilities would pay for provision of these same services without the benefit of the other CenturyTel LEC, Embarq Missouri, Inc. (Northern Missouri).
 - (d) The other CenturyTel LEC, Embarq Missouri, Inc. (Northern Missouri), does not have any loans to the Washington Regulated Utilities, nor are there any loans from the Utilities to the other the CenturyTel LEC, Embarq Missouri, Inc. (Northern Missouri).
 - (e) The other CenturyTel LEC, Embarq Missouri, Inc. (Northern Missouri), does not guarantee any debts of the Washington Regulated Utilities, nor are there any debt guarantees from the Utilities to the other CenturyTel LEC, Embarq Missouri, Inc. (Northern Missouri).
 - (f) The other CenturyTel LEC, Embarq Missouri, Inc. (Northern Missouri), is a wholly owned subsidiary of CenturyLink, Inc. which is the parent company to CenturyTel Holdings, Inc., and is the holding company of various telecommunication companies and provides certain necessary supervisory, construction, maintenance, technical, and advisory services to the Utilities.
 - (g) Common directors of Embarq Missouri, Inc. (Northern Missouri) and the Washington Regulated Utilities as of December 31, 2010, are R. Stewart Ewing, Jr.; and Stacey W. Goff.

Common officers of Embarq Missouri, Inc. (Northern Missouri) and the Washington Regulated Utilities as of December 31, 2010, are Glen F. Post, III CEO & Pres; Karen A. Puckett, Exec VP & COO; R. Stewart Ewing, Jr., Exec. VP; David D. Cole, Senior VP; Stacey W. Goff, Senior VP, Exec. VP, Gen. Council and Assist. Secretary; Neil A. Sweasy, VP & Controller; G. Clay Bailey, VP & Treasurer; and Kay C. Buchart, Secretary.

United Telephone Company of the Northwest (Oregon)

1. For the purpose of filing this report, CenturyTel of Washington, Inc., CenturyTel of Inter Island, Inc. and CenturyTel of Cowiche, Inc. are hereinafter collectively referred to as "Washington Regulated Utilities".
2. See organizational chart, Attachment A.
3.
 - (a) See the balance sheet and income statement as of December 31, 2010, Attachment C.
 - (b) The Washington Regulated Utilities receive operational supervision, maintenance and technical advice and assistance from other CenturyTel LEC, United Telephone Company of the Northwest (Oregon).
 - (c) Costs incurred for all services performed for or furnished to the Washington Regulated Utilities shall be allocated on the basis of direct cost identification where practicable. Otherwise, the common costs shall be allocated on an equitable basis in accordance with a formula or formulas which will result in charges, as nearly as practicable, equal in amount to the actual costs incurred. These costs shall not exceed the cost that the Washington Regulated Utilities would pay for provision of these same services without the benefit of the CenturyTel LEC, United Telephone Company of the Northwest (Oregon).
 - (d) The other CenturyTel LEC, United Telephone Company of the Northwest (Oregon), does not have any loans to the Washington Regulated Utilities, nor are there any loans from the utilities to the other CenturyTel LEC, United Telephone Company of the Northwest (Oregon).
 - (e) The other CenturyTel LEC, United Telephone Company of the Northwest (Oregon), does not guarantee any debts of the Washington Regulated Utilities, nor are there any debt guarantees from the utilities to United Telephone Company of the Northwest (Oregon).
 - (f) United Telephone Company of the Northwest (Oregon) is a wholly owned subsidiary of CenturyLink, Inc. which is the parent company to CenturyTel Holdings, Inc. which is the holding company of various telecommunication companies and provides certain necessary supervisory, construction, maintenance, technical, and advisory services to the utilities.
 - (g) Common directors of United Telephone Company of the Northwest (Oregon) and the Washington Regulated Utilities as of December 31, 2010, are R. Stewart Ewing, Jr.; and Stacey W. Goff.

Common officers of United Telephone Company of the Northwest (Oregon) and the Washington Regulated Utilities as of December 31, 2010, are Karen A. Puckett, Exec VP & COO; R. Stewart Ewing, Jr., Exec. VP; David D. Cole, Senior VP; Stacey W. Goff, Senior VP, Exec. VP, Gen. Council and Assist. Secretary; Neil A. Sweasy, VP & Controller; G. Clay Bailey, VP & Treasurer; Terry Beeler, VP; Tim Grigar, General Manager; and Kay C. Buchar, Secretary.

Central Telephone Company (Nevada)

1. For the purpose of filing this report, CenturyTel of Washington, Inc., CenturyTel of Inter Island, Inc. and CenturyTel of Cowiche, Inc. are hereinafter collectively referred to as "Washington Regulated Utilities".
2. See organizational chart, Attachment A.
3. (a) See the balance sheet and income statement as of December 31, 2010, Attachment C.
(b) The Washington Regulated Utilities receives operational supervision, maintenance and technical advice and assistance from the other CenturyTel LEC, Central Telephone Company (Nevada).
(c) Costs incurred for all services performed for or furnished to the Washington Regulated Utilities shall be allocated on the basis of direct cost identification where practicable. Otherwise, the common costs shall be allocated on an equitable basis in accordance with a formula or formulas which will result in charges, as nearly as practicable, equal in amount to the actual costs incurred. These costs shall not exceed the cost that the Washington Regulated Utilities would pay for provision of these same services without the benefit of the other CenturyTel LEC, Central Telephone Company (Nevada).
(d) The other CenturyTel LEC, Central Telephone Company (Nevada), does not have any loans to the Washington Regulated Utilities, nor are there any loans from the Utilities to the other the CenturyTel LEC, Central Telephone Company (Nevada).
(e) The other CenturyTel LEC, Central Telephone Company (Nevada), does not guarantee any debts of the Washington Regulated Utilities, nor are there any debt guarantees from the Utilities to the other CenturyTel LEC, Central Telephone Company (Nevada).
(f) The other CenturyTel LEC, Central Telephone Company (Nevada), is a wholly owned subsidiary of CenturyLink, Inc. which is the parent company to CenturyTel Holdings, Inc., and is the holding company of various telecommunication companies and provides certain necessary supervisory, construction, maintenance, technical, and advisory services to the Utilities.
(g) Common directors of Central Telephone Company (Nevada) and the Washington Regulated Utilities as of December 31, 2010, are R. Stewart Ewing, Jr.; and Stacey W. Goff.

Common officers of Central Telephone Company (Nevada) and the Washington Regulated Utilities as of December 31, 2010, are Glen F. Post, III CEO & Pres; Karen A. Puckett, Exec VP & COO; R. Stewart Ewing, Jr., Exec. VP; David D. Cole, Senior VP; Stacey W. Goff, Senior VP, Exec. VP, Gen. Council and Assist. Secretary; Neil A. Sweasy, VP & Controller; G. Clay Bailey, VP & Treasurer; Tim Walden, VP; Jeff Glover, VP and Kay C. Buchart, Secretary.

Embarq Florida Inc. (Central Florida)

1. For the purpose of filing this report, CenturyTel of Washington, Inc., CenturyTel of Inter Island, Inc. and CenturyTel of Cowiche, Inc. are hereinafter collectively referred to as "Washington Regulated Utilities".
2. See organizational chart, Attachment A.
3. (a) See the balance sheet and income statement as of December 31, 2010, Attachment C.
(b) The Washington Regulated Utilities receives operational supervision, maintenance and technical advice and assistance from the other CenturyTel LEC, Embarq Florida, Inc. (Central Florida).
(c) Costs incurred for all services performed for or furnished to the Washington Regulated Utilities shall be allocated on the basis of direct cost identification where practicable. Otherwise, the common costs shall be allocated on an equitable basis in accordance with a formula or formulas which will result in charges, as nearly as practicable, equal in amount to the actual costs incurred. These costs shall not exceed the cost that the Washington Regulated Utilities would pay for provision of these same services without the benefit of the other CenturyTel LEC, Embarq Florida, Inc. (Central Florida).
(d) The other CenturyTel LEC, Embarq Florida, Inc. (Central Florida), does not have any loans to the Washington Regulated Utilities, nor are there any loans from the Utilities to the other the CenturyTel LEC, Embarq Florida, Inc. (Central Florida).
(e) The other CenturyTel LEC, Embarq Florida, Inc. (Central Florida), does not guarantee any debts of the Washington Regulated Utilities, nor are there any debt guarantees from the Utilities to the other CenturyTel LEC, Embarq Florida, Inc. (Central Florida).
(f) The other CenturyTel LEC, Embarq Florida, Inc. (Central Florida), is a wholly owned subsidiary of CenturyLink, Inc. which is the parent company to CenturyTel Holdings, Inc., and is the holding company of various telecommunication companies and provides certain necessary supervisory, construction, maintenance, technical, and advisory services to the Utilities.
(g) Common directors of Embarq Florida, Inc. (Central Florida) and the Washington Regulated Utilities as of December 31, 2010, are R. Stewart Ewing, Jr.; and Stacey W. Goff.

Common officers of Embarq Florida, Inc. (Central Florida) and the Washington Regulated Utilities as of December 31, 2010, are Glen F. Post, III CEO & Pres; Karen A. Puckett, Exec VP & COO; R. Stewart Ewing, Jr., Exec. VP; David D. Cole, Senior VP; Stacey W. Goff, Senior VP, Exec. VP, Gen. Council and Assist. Secretary; Neil A. Sweasy, VP & Controller; G. Clay Bailey, VP & Treasurer;

United Telephone Company of the Northwest d/b/a CenturyLink

CENTURYLINK, INC.
SUBSIDIARIES OF THE REGISTRANT
AS OF DECEMBER 31, 2010

| Subsidiary | State of incorporation or formation |
|----------------------------------------------|-------------------------------------------|
| Actel, LLC | Delaware |
| Carolina Telephone and Telegraph Company LLC | North Carolina |
| Centel Capital Corporation | Delaware |
| Centel Corporation | Kansas |
| Centel Directories LLC | Delaware |
| Centel SPE LLC | Delaware |
| Centel-Texas, Inc. | Texas |
| Central Telephone Company | Delaware |
| Central Telephone Company of Texas | Texas |
| Central Telephone Company of Virginia | Virginia |
| CenturyLink Sales Solutions, Inc. | Delaware |
| Century Marketing Solutions, LLC | Louisiana |
| CenturyTel Acquisitions, LLC | Louisiana |
| CenturyTel Arkansas Holdings, Inc. | Arkansas |
| CenturyTel Broadband Services, LLC | Louisiana |
| CenturyTel Broadband Wireless, LLC | Louisiana |
| CenturyTel Fiber Company II, LLC | Louisiana |
| CenturyTel Holdings Alabama, Inc. | Alabama |
| CenturyTel Holdings Missouri, Inc. | Missouri |
| CenturyTel Holdings, Inc. | Louisiana |
| CenturyTel Investments of Texas, Inc. | Delaware |
| CenturyTel Investments, LLC | Louisiana |
| CenturyTel Long Distance, LLC | Louisiana |
| CenturyTel Midwest - Michigan, Inc. | Michigan |
| CenturyTel of Adamsville, Inc. | Tennessee |
| CenturyTel of Alabama, LLC | Louisiana |
| CenturyTel of Arkansas, Inc. | Arkansas |
| CenturyTel of Central Arkansas, LLC | Arkansas |
| CenturyTel of Central Indiana, Inc. | Indiana |
| CenturyTel of Central Louisiana, LLC | Louisiana |
| CenturyTel of Central Wisconsin, LLC | Delaware |
| CenturyTel of Chatham, LLC | Louisiana |
| CenturyTel of Chester, Inc. | Iowa |
| CenturyTel of Claiborne, Inc. | Tennessee |
| CenturyTel of Colorado, Inc. | Colorado |
| CenturyTel of Cowiche, Inc. | Washington |
| CenturyTel of Eagle, Inc. | Colorado |
| CenturyTel of East Louisiana, LLC | Louisiana |
| CenturyTel of Eastern Oregon, Inc. | Oregon |
| CenturyTel of Evangeline, LLC | Louisiana |
| CenturyTel of Fairwater-Brandon-Alto, LLC | Delaware |
| CenturyTel of Forestville, LLC | Delaware |
| CenturyTel of Idaho, Inc. | Delaware |
| CenturyTel of Inter Island, Inc. | Washington |
| CenturyTel of Lake Dallas, Inc. | Texas |
| CenturyTel of Larsen-Readfield, LLC | Delaware |
| CenturyTel of Michigan, Inc. | Michigan |
| CenturyTel of Minnesota, Inc. | Minnesota |
| CenturyTel of Missouri, LLC | Louisiana |
| CenturyTel of Monroe County, LLC | Wisconsin |
| CenturyTel of Montana, Inc. | Oregon |
| CenturyTel of Mountain Home, Inc. | Arkansas |
| CenturyTel of North Louisiana, LLC | Louisiana |

| | |
|--------------------------------------------------|----------------|
| CenturyTel of North Mississippi, Inc. | Mississippi |
| CenturyTel of Northern Michigan, Inc. | Michigan |
| CenturyTel of Northern Wisconsin, LLC | Delaware |
| CenturyTel of Northwest Arkansas, LLC | Delaware |
| CenturyTel of Northwest Louisiana, Inc. | Louisiana |
| CenturyTel of Northwest Wisconsin, LLC | Delaware |
| CenturyTel of Odon, Inc. | Indiana |
| CenturyTel of Ohio, Inc. | Ohio |
| CenturyTel of Ooltewah-Collegedale, Inc. | Tennessee |
| CenturyTel of Oregon, Inc. | Oregon |
| CenturyTel of Port Aransas, Inc. | Texas |
| CenturyTel of Postville, Inc. | Iowa |
| CenturyTel of Redfield, Inc. | Arkansas |
| CenturyTel of Ringgold, LLC | Louisiana |
| CenturyTel of San Marcos, Inc. | Texas |
| CenturyTel of South Arkansas, Inc. | Arkansas |
| CenturyTel of Southeast Louisiana, LLC | Louisiana |
| CenturyTel of Southern Wisconsin, LLC | Louisiana |
| CenturyTel of Southwest Louisiana, LLC | Louisiana |
| CenturyTel of the Gem State, Inc. | Idaho |
| CenturyTel of the Midwest-Kendall, LLC | Delaware |
| CenturyTel of the Midwest-Wisconsin, LLC | Delaware |
| CenturyTel of the Northwest, Inc. | Washington |
| CenturyTel of the Southwest, Inc. | New Mexico |
| CenturyTel of Upper Michigan, Inc. | Michigan |
| CenturyTel of Washington, Inc. | Washington |
| CenturyTel of Wisconsin, LLC | Louisiana |
| CenturyTel of Wyoming, Inc. | Wyoming |
| CenturyTel Security Systems Holding Company, LLC | Louisiana |
| CenturyTel Service Group, LLC | Louisiana |
| CenturyTel Solutions, LLC | Louisiana |
| CenturyTel Supply Group, Inc. | Louisiana |
| CenturyTel TeleVideo, Inc. | Louisiana |
| CenturyTel/Televue of Wisconsin, Inc. | Wisconsin |
| Coastal Long Distance Services, LLC | Georgia |
| Coastal Utilities, Inc. | Georgia |
| Embarq Capital Corporation | Delaware |
| Embarq Communications of Virginia, Inc. | Virginia |
| Embarq Communications, Inc. | Delaware |
| Embarq Corporation | Delaware |
| Embarq Directory Trademark Company, LLC | Delaware |
| Embarq Florida, Inc. | Florida |
| Embarq Holdings Company LLC | Delaware |
| Embarq Interactive Holdings LLC | Delaware |
| Embarq Interactive Markets LLC | Delaware |
| Embarq Management Company | Delaware |
| Embarq Mid-Atlantic Management Services Company | North Carolina |
| Embarq Midwest Management Services Company | Kansas |
| Embarq Minnesota, Inc. | Minnesota |
| Embarq Missouri, Inc. | Missouri |
| Embarq Network Company LLC | Delaware |
| Embarq Payphone Services, Inc. | Florida |
| Embarq Risk (Bermuda) Limited | Bermuda |
| Embarq, Inc. | Kansas |
| EQ Central Texas Equipment LLC | Texas |
| EQ Equipment Leasing, Inc. | Delaware |
| EQ Management Equipment LP | Nevada |
| EQ United Texas Equipment LLC | Texas |
| Gallatin River Communications, LLC | Delaware |
| Gulf Communications, LLC | Delaware |
| Gulf Long Distance, LLC | Alabama |
| Gulf Telephone Company | Alabama |

| | |
|---------------------------------------------------|----------------|
| Madison River Communications Corp. | Delaware |
| Madison River Communications, LLC | Delaware |
| Madison River Long Distance Solutions, LLC | Delaware |
| Mebtel Long Distance Solutions, LLC | North Carolina |
| Mebtel, Inc. | North Carolina |
| NOCUTS, Inc. | Pennsylvania |
| Perry Protection Services, Inc. | Florida |
| SC Eight Company | Kansas |
| SC Five Company | Kansas |
| SC Four Company | Kansas |
| SC One Company | Kansas |
| SC Seven Company | Kansas |
| SC Six Company | Kansas |
| SC Three Company | Kansas |
| SC Two Company | Kansas |
| Spectra Communications Group, LLC | Delaware |
| Telcon, Inc. | Texas |
| Telephone USA of Wisconsin, LLC | Delaware |
| The Winter Park Telephone Company | Florida |
| United Telephone Company of Eastern Kansas | Delaware |
| United Telephone Company of Florida | Florida |
| United Telephone Company of Indiana, Inc. | Indiana |
| United Telephone Company of Kansas | Kansas |
| United Telephone Company of New Jersey, Inc. | New Jersey |
| United Telephone Company of Ohio | Ohio |
| United Telephone Company of Pennsylvania LLC, The | Pennsylvania |
| United Telephone Company of Southcentral Kansas | Arkansas |
| United Telephone Company of Texas, Inc. | Texas |
| United Telephone Company of the Carolinas LLC | South Carolina |
| United Telephone Company of the Northwest | Oregon |
| United Telephone Company of the West | Delaware |
| United Telephone Southeast LLC | Virginia |
| United Teleservices, Inc. | Kansas |
| Valley Network Partnership | Virginia |
| Vista-United Telecommunications | Florida |

Certain of the Company's smaller subsidiaries have been intentionally omitted from this exhibit pursuant to rules and regulations of the Securities and Exchange Commission.

United Telephone Company of the Northwest-Washington
 Affiliated Company Transactions
 Attachment B
 For the Year 2010

| Account | Description | CenturyLink Inc. | Embarq Mgmt Company | Embarq Mid-Atlantic Mgmt Serv Company | Embarq Mid-West Mgmt Serv Company | CenturyTel Service Group, LLC | CenturyTel Supply Group, Inc. | CenturyTel Of Washington Inc. | United Telephone Co. of PA, LLC | Embarq Missouri, Inc. (Northern MO) | United Tel Company of the Northwest-OR | Embarq Florida, Inc. (Central FLA) | Other CenturyTel Subs. | CenturyTel Long Distance | Affiliated Transactions Washington Total | Affiliated Transactions Washington Intrastate |
|---------|------------------------------------|------------------|---------------------|---------------------------------------|-----------------------------------|-------------------------------|-------------------------------|-------------------------------|---------------------------------|-------------------------------------|----------------------------------------|------------------------------------|------------------------|--------------------------|------------------------------------------|-----------------------------------------------|
| 1220 | Inventory | | | | | | 576 | | | | | | | | 576 | 0 |
| 5080 | Network Access | | | | | | | | | | | | (69,107) | (639,140) | (708,248) | (435,813) |
| 5264 | Database | | | | | | | | | | | | (119,814) | | (119,814) | (25,208) |
| 5270 | Carrier Billing & Collection | | | | | | | | | | | | | (410,883) | (410,883) | (172,579) |
| 6110 | Network Support | | 10,567 | | | 29,420 | | | | | | | | | 39,987 | 30,196 |
| 6120 | General Support | | 528,605 | 486 | 314 | 75,815 | | | | | 11,974 | | 16,668 | | 633,864 | 478,665 |
| 6210 | Central Office Switching | | 37,855 | 83,485 | 96,192 | 35,522 | 7,705 | | | | 239,246 | 111,883 | 32,161 | | 644,048 | 486,356 |
| 6230 | Central Office Transmission | | 12,690 | | | 9,905 | 6,501 | | | | 60,804 | | 2,592 | | 92,492 | 69,846 |
| 6411 | Poles Expense | | | | | | 1,638 | | | | 771 | | | | 2,409 | 1,819 |
| 6420 | Cable & Wire Facilities | | 116,040 | | | 73,287 | 55,920 | | | 8,901 | 197,198 | | 2,231 | | 453,578 | 342,521 |
| 6440 | Conduit | | | | | | | | | | 109 | | | | 109 | 82 |
| 6510 | Other Property, Plant, & Equipment | | 26,526 | | | 156 | 12,039 | | | | | | 36,600 | | 75,320 | 55,778 |
| 6530 | Network Operations | | 571,902 | 168,060 | 305,015 | 291,737 | | 2,072 | 22,888 | 45,835 | 57,471 | 179,403 | 290,831 | | 1,935,213 | 1,465,076 |
| 6610 | Marketing | | 405,706 | 12,860 | | 131,691 | | 167,848 | 11 | 21,212 | 35,949 | 4,577 | 14,074 | | 793,927 | 603,252 |
| 6620 | Services | | 1,088,252 | 163,601 | 1,759 | 311,686 | | 121,161 | 95,873 | 48,965 | 429,044 | 123,481 | 10,007 | | 2,393,829 | 1,818,910 |
| 6710 | Executive and Planning | 99,661 | 64,825 | 5 | | 151,948 | | (18) | | | | | | | 316,420 | 239,144 |
| 6720 | General and Administrative | 21,901 | 2,345,286 | 1,392 | 63,615 | 1,545,231 | 1,407 | 74,744 | 875 | 1,026 | | 4,805 | (10,498) | | 4,049,785 | 3,060,751 |
| 7370 | Special Charges | | 72 | | | 695 | | 13,896 | | | | | | | 14,663 | 10,922 |
| 7990 | Nonregulated | | 99,447 | 6,893 | 86 | 26,641 | 22,524 | 28,387 | 81 | 4,078 | 43,357 | 3,356 | 1,203 | | 236,054 | 0 |
| 8000 | Nonoperating | | 45,734 | 1,558 | 84,968 | 35,411 | 6,295 | 33,833 | | 299 | 310,479 | 6,794 | 514 | | 525,784 | 0 |
| | Washington Affiliated Costs | 121,562 | 5,353,506 | 438,340 | 551,851 | 2,719,146 | 114,604 | 441,940 | 119,710 | 130,315 | 1,386,404 | 434,298 | 207,461 | (1,050,024) | 10,969,114 | 8,029,718 |

CenturyLink, Inc.
(Parent Company)

Balance Sheet
As of December 31, 2010
(In Thousands)

| | |
|-------------------------------------|-------------------------|
| Total Assets and Other | \$ 1,143 |
| Net Property, Plant and Equipment | 8,755 |
| Total Investments and Other Assets | <u>12,140</u> |
| TOTAL ASSETS | <u>\$ 22,038</u> |
| | |
| Total Liabilities and Other | 5,075 |
| Long-Term Debt | 7,316 |
| Total Stockholders' Equity | <u>9,647</u> |
| TOTAL LIABILITIES AND EQUITY | <u>\$ 22,038</u> |

Statement of Income
Year Ended December 31, 2010
(In Thousands)

| | |
|-------------------------------------|----------------------|
| Operating Revenues | \$ 7,042 |
| Operating Expenses | <u>4,982</u> |
| OPERATING INCOME/LOSS | 2,060 |
| Total Other Income (Expense) | <u>(529)</u> |
| INCOME BEFORE INCOME TAX | 1,531 |
| Income Tax Expense | <u>583</u> |
| INCOME FROM CONTINUING OPERATIONS | 948 |
| Income from Discontinued Operations | <u>0</u> |
| NET INCOME | <u>\$ 948</u> |

Embarq Management Company

Balance Sheet
As of December, 2010
(In Thousands)

| | | |
|-------------------------------------|-----------|----------------|
| Total Assets and Other | \$ | 30,849 |
| Net Plant | | 96,096 |
| Other Investments | | 0 |
| | | <hr/> |
| TOTAL ASSETS | \$ | 126,945 |
| | | <hr/> <hr/> |
| | | |
| Total Liabilities and Other | \$ | 199,635 |
| Long-Term Debt | | 0 |
| Total Stockholders' Equity | | (72,690) |
| | | <hr/> |
| TOTAL LIABILITIES AND EQUITY | \$ | 126,945 |
| | | <hr/> <hr/> |

Statement of Income
Year Ended December 31, 2010
(In Thousands)

| | | |
|-----------------------------------|-----------|---------------|
| Operating Revenues | \$ | 698,653 |
| Operating Expenses | | 640,455 |
| | | <hr/> |
| OPERATING INCOME/LOSS | | 58,198 |
| Total Other Income (Expense) | | (2,505) |
| | | <hr/> |
| INCOME (LOSS) BEFORE INCOME TAXES | | 55,693 |
| Income Tax Benefit (Expense) | | (21,898) |
| | | <hr/> |
| NET INCOME | \$ | 33,795 |
| | | <hr/> <hr/> |

Embarq Mid-Atlantic Management Services Company

Balance Sheet
As of December 31, 2010
(In Thousands)

| | |
|-------------------------------------|--------------|
| Total Assets and Other | \$ (252) |
| Net Plant | 262 |
| Other Investments | 0 |
| | <hr/> |
| TOTAL ASSETS | \$ 10 |
| | <hr/> <hr/> |
| Total Liabilities and Other | \$ 31,910 |
| Long-Term Debt | 0 |
| Total Stockholders' Equity | (31,900) |
| | <hr/> |
| TOTAL LIABILITIES AND EQUITY | \$ 10 |
| | <hr/> <hr/> |

Statement of Income
Year Ended December 31, 2010
(In Thousands)

| | |
|-----------------------------------|-----------------|
| Operating Revenues | \$ 64,413 |
| Operating Expenses | 58,962 |
| | <hr/> |
| OPERATING INCOME/LOSS | 5,451 |
| Total Other Income (Expense) | (9) |
| | <hr/> |
| INCOME (LOSS) BEFORE INCOME TAXES | 5,442 |
| Income Tax Benefit (Expense) | (2,165) |
| | <hr/> |
| NET INCOME | \$ 3,277 |
| | <hr/> <hr/> |

Embarq Midwest Management Services Company

Balance Sheet
As of December 31, 2010
(In Thousands)

| | | |
|-------------------------------------|-----------|---------------|
| Total Assets and Other | \$ | 72,959 |
| Net Plant | | 5,410 |
| Other Investments | | 0 |
| | | 0 |
| TOTAL ASSETS | \$ | 78,369 |
| | | |
| Total Liabilities and Other | \$ | 17,722 |
| Long-Term Debt | | 0 |
| Total Stockholders' Equity | | 60,647 |
| | | 60,647 |
| TOTAL LIABILITIES AND EQUITY | \$ | 78,369 |
| | | |

Statement of Income
Year Ended December 31, 2010
(In Thousands)

| | | |
|-----------------------------------|-----------|--------------|
| Operating Revenues | \$ | 51,361 |
| Operating Expenses | | 46,706 |
| | | 46,706 |
| OPERATING INCOME/LOSS | | 4,655 |
| Total Other Income (Expense) | | 11 |
| | | 11 |
| INCOME (LOSS) BEFORE INCOME TAXES | | 4,666 |
| Income Tax Benefit (Expense) | | (1,856) |
| | | (1,856) |
| NET INCOME | \$ | 2,810 |
| | | |

CenturyTel Service Group, LLC

Balance Sheet
As of December 31, 2010
(In Thousands)

| | |
|-------------------------------------|-------------------|
| Total Assets and Other | \$ 253,245 |
| Net Plant | 203,058 |
| Other Investments | 0 |
| TOTAL ASSETS | \$ 456,303 |
| <hr/> | |
| Total Liabilities and Other | \$ 284,021 |
| Long-Term Debt | 19,000 |
| Total Stockholders' Equity | 153,282 |
| TOTAL LIABILITIES AND EQUITY | \$ 456,303 |

Statement of Income
Year Ended December 31, 2010
(In Thousands)

| | |
|------------------------------------------|-----------------|
| Operating Revenues | \$ 522,747 |
| Operating Expenses | 513,677 |
| OPERATING INCOME/LOSS | 9,070 |
| Total Other Income (Expense) | (2,739) |
| INCOME (LOSS) BEFORE INCOME TAXES | 6,331 |
| Income Tax Benefit (Expense) | (2,951) |
| NET INCOME | \$ 3,380 |

CenturyTel Supply Group, Inc.

Balance Sheet
As of December 31, 2010
(In Thousands)

| | | |
|-------------------------------------|-----------|---------------|
| Current Assets | \$ | 4,177 |
| Non-Current Assets/DeReg Inventory | | 10,136 |
| Net Plant | | 1 |
| TOTAL ASSETS | \$ | 14,314 |
| | | |
| Current Liabilities | \$ | 13,703 |
| Long Term and Other Liabilities | | 217 |
| Total Stockholders' Equity | | 394 |
| TOTAL LIABILITIES AND EQUITY | \$ | 14,314 |

Statement of Income
Year Ended December 31, 2010
(In Thousands)

| | | |
|-----------------------------------|-----------|--------------|
| Operating Revenues | \$ | 41,170 |
| Operating Expenses | | 41,603 |
| OPERATING INCOME/LOSS | | (433) |
| Total Other Income (Expense) | | (62) |
| INCOME (LOSS) BEFORE INCOME TAXES | | (495) |
| Income Tax Benefit (Expense) | | 173 |
| NET INCOME(LOSS) | \$ | (322) |

CenturyTel Long Distance, LLC.

Balance Sheet
As of December 31, 2010
(In Thousands)

| | | |
|-------------------------------------|-----------|-----------------------|
| Cash and Equivalents | \$ | 373,060 |
| Other Current Assets | | 2,559 |
| Net Plant | | <u>23,613</u> |
| TOTAL ASSETS | \$ | <u>399,232</u> |
| | | |
| Current Liabilities | \$ | 12,234 |
| Deferred & Other Liabilities | | 12,875 |
| Total Equity | | <u>374,123</u> |
| TOTAL LIABILITIES AND EQUITY | \$ | <u>399,232</u> |

Statement of Income
Year Ended December 31, 2010
(In Thousands)

| | | |
|----------------------------|----|----------------------|
| Sales | \$ | 218,464 |
| Operating Expenses | | <u>151,634</u> |
| GROSS MARGIN | | 66,830 |
| Other Expenses | | <u>25,492</u> |
| NET OPERATING INCOME | \$ | 41,338 |
| Other Income and (Expense) | | <u>228</u> |
| NET INCOME | | <u>41,566</u> |

CenturyTel of Washington, Inc.

Balance Sheet
As of December 31, 2010
(In Thousands)

| | |
|----------------------------------------|--------------------------|
| Total Assets and Other | \$ 18,962 |
| Investments & Other Non-Current Assets | 5,279 |
| Net Plant | <u>217,216</u> |
| TOTAL ASSETS | <u>\$ 241,457</u> |
| Current Liabilities | 8,521 |
| Deferred & Other Liabilities | 48,839 |
| Total Stockholders' Equity | <u>184,097</u> |
| TOTAL LIABILITIES AND EQUITY | <u>\$ 241,457</u> |

Statement of Income
Year Ended December 31, 2010
(In Thousands)

| | |
|------------------------------|-------------------------|
| Operating Revenues | \$ 96,724 |
| Operating Expenses | <u>74,913</u> |
| OPERATING INCOME/LOSS | 21,811 |
| Total Other Income (Expense) | <u>(708)</u> |
| INCOME BEFORE INCOME TAX | 21,103 |
| Income Tax Expense | <u>6,917</u> |
| NET INCOME (LOSS) | <u>\$ 14,186</u> |

The United Telephone Company of Pennsylvania, LLC

Balance Sheet
As of December 31, 2010
(In Thousands)

| | |
|----------------------------------------|--------------------------|
| Total Assets and Other | \$ 56,239 |
| Investments & Other Non-Current Assets | 5,881 |
| Net Plant | <u>163,616</u> |
| TOTAL ASSETS | <u>\$ 225,736</u> |
| | |
| Current Liabilities | 53,209 |
| Deferred & Other Liabilities | 74,107 |
| Total Stockholders' Equity | <u>98,420</u> |
| TOTAL LIABILITIES AND EQUITY | <u>\$ 225,736</u> |

Statement of Income
Year Ended December 31, 2010
(In Thousands)

| | |
|------------------------------|-------------------------|
| Operating Revenues | \$ 254,400 |
| Operating Expenses | <u>162,717</u> |
| OPERATING INCOME/LOSS | 91,683 |
| Total Other Income (Expense) | <u>(12,278)</u> |
| INCOME BEFORE INCOME TAX | 79,405 |
| Income Tax Expense | <u>28,423</u> |
| NET INCOME (LOSS) | <u>\$ 50,982</u> |

Embarq Missouri, Inc. (Northern Missouri)

Balance Sheet
As of December 31, 2010
(In Thousands)

| | |
|----------------------------------------|--------------------------|
| Total Assets and Other | \$ 189,253 |
| Investments & Other Non-Current Assets | 743 |
| Net Plant | <u>91,821</u> |
| TOTAL ASSETS | <u>\$ 281,817</u> |
| | |
| Current Liabilities | 130,013 |
| Deferred & Other Liabilities | 16,161 |
| Total Stockholders' Equity | <u>135,643</u> |
| TOTAL LIABILITIES AND EQUITY | <u>\$ 281,817</u> |

Statement of Income
Year Ended December 31, 2010
(In Thousands)

| | |
|---------------------------------|-------------------------|
| Operating Revenues | \$ 138,105 |
| Operating Expenses | <u>104,456</u> |
| OPERATING INCOME/LOSS | 33,649 |
| Total Other Income (Expense) | <u>(3,287)</u> |
| INCOME BEFORE INCOME TAX | 30,362 |
| Income Tax Expense | <u>10,833</u> |
| NET INCOME (LOSS) | <u>\$ 19,529</u> |

United Telephone Company of the Northwest (Oregon)

Balance Sheet
As of December 31, 2010
(In Thousands)

| | |
|----------------------------------------|--------------------------|
| Total Assets and Other | \$ 74,448 |
| Investments & Other Non-Current Assets | 457 |
| Net Plant | <u>48,444</u> |
| TOTAL ASSETS | <u>\$ 123,349</u> |
| Current Liabilities | 128,100 |
| Deferred & Other Liabilities | 20,131 |
| Total Stockholders' Equity | <u>(24,882)</u> |
| TOTAL LIABILITIES AND EQUITY | <u>\$ 123,349</u> |

Statement of Income
Year Ended December 31, 2010
(In Thousands)

| | |
|------------------------------|------------------------|
| Operating Revenues | \$ 53,399 |
| Operating Expenses | <u>42,634</u> |
| OPERATING INCOME/LOSS | 10,765 |
| Total Other Income (Expense) | <u>(822)</u> |
| INCOME BEFORE INCOME TAX | 9,943 |
| Income Tax Expense | <u>3,275</u> |
| NET INCOME (LOSS) | <u>\$ 6,668</u> |

Embarq Florida, Inc. (Central Florida)

Balance Sheet
As of December 31, 2010
(In Thousands)

| | | |
|----------------------------------------|-----------|-------------------------|
| Total Assets and Other | \$ | 494,604 |
| Investments & Other Non-Current Assets | | (7) |
| Net Plant | | <u>704,010</u> |
| TOTAL ASSETS | \$ | <u>1,198,607</u> |
| | | |
| Current Liabilities | | 988,854 |
| Deferred & Other Liabilities | | 275,950 |
| Total Stockholders' Equity | | <u>(66,197)</u> |
| TOTAL LIABILITIES AND EQUITY | \$ | <u>1,198,607</u> |

Statement of Income
Year Ended December 31, 2010
(In Thousands)

| | | |
|---------------------------------|-----------|----------------------|
| Operating Revenues | \$ | 432,406 |
| Operating Expenses | | <u>381,807</u> |
| OPERATING INCOME/LOSS | | 50,599 |
| Total Other Income (Expense) | | <u>(243)</u> |
| INCOME BEFORE INCOME TAX | | 50,356 |
| Income Tax Expense | | <u>13,646</u> |
| NET INCOME (LOSS) | \$ | <u>36,710</u> |

CenturyLink, Inc.

1. For the purpose of filing this report, United Telephone Company of the Northwest-WA is hereinafter collectively referred to as "the Washington Regulated Utility".
2. See organizational chart, Attachment A.
3.
 - (a) See the balance sheet and income statement as of December 31, 2010, Attachment C.
 - (b) The Washington Regulated Utility receive management, professional, financial, and advisory services from CenturyLink, Inc.
 - (c) All services provided by CenturyLink, Inc. to the regulated utility are charged at cost. Such cost includes a reasonable return on investment needed to perform the services required for such entities. See Attachment B for amounts and accounts charged.
 - (d) CenturyLink, Inc. does not have any loans to the Washington Regulated Utility, nor are there any loans from the utilities to CenturyLink, Inc. However, both CenturyLink, Inc. and the Washington Regulated Utility have intercompany accounts receivable and accounts payable. If these balances remain outstanding for more than thirty days, then interest is accrued at CenturyLink, Inc.'s month end short term rates.
 - (e) CenturyLink, Inc. does not guarantee any debt of the Washington Regulated Utility, nor are there any debt guarantees from the Utilities to CenturyLink, Inc.
 - (f) CenturyLink, Inc., is the parent company of CenturyTel Holdings, Inc. which is the holding company of various telecommunications companies.
 - (g) There were no common directors for CenturyLink, Inc. and the Washington Regulated Utility as of December 31, 2010.

Common officers of CenturyLink, Inc. and the Washington Regulated Utility as of December 31, 2010, are Thomas A. Gerke, Exec Vice Chariman; ; Karen A. Puckett, Exec. Vice COO; R. Stewart Ewing, Jr., Exec. VP, CFO & Secretary; David D. Cole, Senior VP- Operations Support; Stacey W. Goff, Senior VP, Gen. Council & Assist. Secretary; Neil A. Sweasy, VP & Controller; and G. Clay Bailey, V P & Treasurer; & James L. Butler, assistant secretary.

Embarq Management Company

1. For the purpose of filing this report, United Telephone Company of the Northwest-WA is hereinafter collectively referred to as "the Washington Regulated Utility".
2. See organizational chart, Attachment A.
3.
 - (a) Embarq Management Company is a service company and its financial statements are not meaningful from a regulatory perspective.
 - (b) The Washington Regulated Utility receives supervisory, construction, professional, accounting, data, technical, and advisory services from Embarq Management Company.
 - (c) All services provided by the service group to the regulated Utility are charged at cost. Such cost includes a reasonable return on investment needed to perform the services required for such entities. The reasonable return will be recovered by applying a return factor to the allocations from Embarq Management Company to the Washington Regulated Utility. The return factor will be calculated to result in a return on investment to the service group based upon weighted cost of capital, which includes actual cost of debt and a return of equity. See Attachment B for amounts and accounts charged.
 - (d) Embarq Management Company does not have any loans to the Washington Regulated Utility, nor are there any loans from the Utility to Embarq Management Company.
 - (e) Embarq Management Company does not guarantee any debt of the Washington Regulated Utility, nor are there any debt guarantees from the Utility to Embarq Management Company.
 - (f) Embarq Management Company is a wholly-owned subsidiary of CenturyLink, Inc. and provides management, technical, and other services to CenturyLink, Inc., subsidiaries.
 - (g) Common directors of Embarq Management Company and the Washington Regulated Utility as of December 31, 2010, are R. Stewart Ewing, Jr., Exec VP; and Stacey W. Goff, Senior VP, Gen. Council & Assist. Secretary.

Common officers of Embarq Management Company and the Washington Regulated Utility as of December 31, 2010, are Karen A. Puckett, Pres. & COO; R. Stewart Ewing, Jr., Exec. VP; David D. Cole, Senior VP; Stacey W. Goff, Senior VP, Gen. Council, & Assist. Secretary; Neil A. Sweasy, VP & Controller; G. Clay Bailey, VP & Treasurer; and Kay C. Buchart, Secretary.

Embarq Mid-Atlantic Management Services Company

1. For the purpose of filing this report, United Telephone Company of the Northwest-WA is hereinafter collectively referred to as "the Washington Regulated Utility".
2. See organizational chart, Attachment A.
3.
 - (a) Embarq Mid-Atlantic Management Services Company is a service company and its financial statements are not meaningful from a regulatory perspective.
 - (b) The Washington Regulated Utility receives supervisory, construction, professional, accounting, data, technical, and advisory services from Embarq Mid-Atlantic Management Services Company.
 - (c) All services provided by the service group to the regulated utility is charged at cost. Such cost includes a reasonable return on investment needed to perform the services required for such entities. The reasonable return will be recovered by applying a return factor to the allocations from Embarq Mid-Atlantic Management Services Company to the Washington Regulated Utility. The return factor will be calculated to result in a return on investment to the service group based upon weighted cost of capital, which includes actual cost of debt and a return of equity. See Attachment B for amounts and accounts charged.
 - (d) Embarq Mid-Atlantic Management Services Company does not have any loans to the Washington Regulated Utility, nor are there any loans from the utility to Embarq Mid-Atlantic Management Services Company.
 - (e) Embarq Mid-Atlantic Management Services Company does not guarantee any debt of the Washington Regulated Utility, nor are there any debt guarantees from the utility to Embarq Mid-Atlantic Management Services Company.
 - (f) Embarq Mid-Atlantic Management Services Company is a wholly-owned subsidiary of CenturyLink, Inc. and provides management, technical, and other services to CenturyLink, Inc., subsidiaries.
 - (g) Common directors of Embarq Mid-Atlantic Management Services Company and the Washington Regulated Utility as of December 31, 2010, are R. Stewart Ewing, Jr., Exec VP; and Stacey W. Goff, Senior VP, Gen. Council & Assist. Secretary.

Common officers of Embarq Mid-Atlantic Management Services Company and the Washington Regulated Utility as of December 31, 2010, are Karen A. Puckett, Pres. & COO; Carrick Inabnett, VP & Assist. Secretary; Stewart Ewing, Jr., Exec. VP; David D. Cole, Senior VP; Stacey W. Goff, Senior VP, Gen. Council, & Assist. Secretary; Neil A. Sweasy, VP & Controller; G. Clay Bailey, VP & Treasurer; James L. Butler, Secretary.

Embarq Midwest Management Services Company

1. For the purpose of filing this report, United Telephone Company of the Northwest-WA is hereinafter collectively referred to as "the Washington Regulated Utility".
2. See organizational chart, Attachment A.
3.
 - (a) Embarq Midwest Management Services Company is a service company and its financial statements are not meaningful from a regulatory perspective.
 - (b) The Washington Regulated Utility receives supervisory, construction, professional, accounting, data, technical, and advisory services from Embarq Midwest Management Services Company.
 - (c) All services provided by the service group to the regulated utility is charged at cost. Such cost includes a reasonable return on investment needed to perform the services required for such entities. The reasonable return will be recovered by applying a return factor to the allocations from Embarq Midwest Management Services Company to the Washington Regulated Utility. The return factor will be calculated to result in a return on investment to the service group based upon weighted cost of capital, which includes actual cost of debt and a return of equity. See Attachment B for amounts and accounts charged.
 - (d) Embarq Midwest Management Services Company does not have any loans to the Washington Regulated Utility, nor are there any loans from the Utility to Embarq Midwest Mgmt. Services Company.
 - (e) Embarq Midwest Management Services Company does not guarantee any debt of the Washington Regulated Utility, nor are there any debt guarantees from the Utility to Embarq Midwest Mgmt. Services Company.
 - (f) Embarq Midwest Mgmt. Services Company is a wholly-owned subsidiary of CenturyLink, Inc. and engages in the purchase and sale of various and sundry materials commonly used in the telecommunications industry and provides storage and delivery Services for such materials.
 - (g) Common directors of Embarq Midwest Mgmt. Services Company and the Washington Regulated Utility as of December 31, 2010, are R. Stewart Ewing, Jr.; and Stacey W. Goff.

Common officers of Embarq Midwest Mgmt. Services Company and the Washington Regulated Utility as of December 31, 2010, are Thomas A. Gerke, Exec. Vice Chairman; Karen A. Puckett, Exec VP & COO; Carrick Inabnett, VP & Assist. Secretary; R. Stewart Ewing, Jr., Exec. VP; David D. Cole, Senior VP; Stacey W. Goff, VP, Gen. Council, & Assist. Secretary; Neil A. Sweasy, VP & Controller, G. Clay Bailey, VP & Treasurer; and Kay C. Buchart, Secretary.

CenturyTel Service Group, LLC

1. For the purpose of filing this report, United Telephone Company of the Northwest-WA is hereinafter collectively referred to as "the Washington Regulated Utility".
2. See organizational chart, Attachment A.
3. (a) See the balance sheet and income statement as of December 31, 2010, Attachment C.
(b) The Washington Regulated Utility receives supervisory, construction, professional, accounting, data, technical, and advisory services from CenturyTel Service Group, LLC (the service group).
(c) All services provided by the service group to the regulated Utility are charged at cost. Such cost includes a reasonable return on investment needed to perform the services required for such entities. The reasonable return will be recovered by applying a return factor to the allocations from CenturyTel Service Group, LLC to the Washington Regulated Utility. The return factor will be calculated to result in a return on investment to the service group based upon weighted cost of capital, which includes actual cost of debt and a return of equity. See Attachment B for amounts and accounts charged.
(d) CenturyTel Service Group, LLC does not have any loans to the Washington Regulated Utility, nor are there any loans from the Utility to CenturyTel Service Group, LLC.
(e) The service group does not guarantee any debt of the Washington Regulated Utility, nor are there any debt guarantees from the Utility to CenturyTel Service Group, LLC.
(f) CenturyTel Service Group, LLC is a wholly-owned subsidiary of CenturyLink, Inc. and provides management, technical, and other services to CenturyLink, Inc., subsidiaries.
(g) Common directors of CenturyTel Service Group, LLC and the Washington Regulated Utility as of December 31, 2010, are R. Stewart Ewing, Jr.; and Stacey W. Goff.

Common officers of CenturyTel Service Group, LLC and the Washington Regulated Utility as of December 31, 2010, are Karen A. Puckett, COO; R. Stewart Ewing, Jr., Exec. VP & CFO; David D. Cole, Senior VP; Stacey W. Goff, Senior VP, Gen. Council, & Assist. Secretary; Neil A. Sweasy, VP & Controller; G. Clay Bailey, VP & Treasurer; Tim Walden, VP; Carrick Inabnett, VP; Terry Beeler, VP; Timothy J. Grigar, General Manager; and Kay C. Buchart, Secretary.

CenturyTel Supply Group, Inc.

1. For the purpose of filing this report, United Telephone Company of the Northwest-WA is hereinafter collectively referred to as "the Washington Regulated Utility".
2. See organizational chart, Attachment A.
3. (a) See the balance sheet and income statement as of December 31, 2010, Attachment C.
 - (b) The Washington Regulated Utility receives services related to the purchasing, warehousing, tracking, and delivery of various and sundry materials commonly used in the telephone industry from CenturyTel Supply Group, Inc. (the supply group).
 - (c) Where practicable, materials shall be on a ship direct basis at net invoice cost. Where purchases are made on an indirect basis through the CenturyTel Supply Group, Inc. warehouses, the cost to the Washington Regulated Utility shall be the weighted average net invoice cost, plus a reasonable allocation of applicable common costs of warehousing such purchases. See Attachment B for amounts and accounts.
 - (d) The supply group does not have any loans to the Washington Regulated Utility, nor are there any loans from the Utility to CenturyTel Supply Group, Inc.
 - (e) The supply group does not guarantee any debt of the Washington Regulated Utility, nor are there any debt guarantees from the Utility to CenturyTel Supply Group, Inc.
 - (f) CenturyTel Supply Group, Inc. is a wholly-owned subsidiary of CenturyLink, Inc. and engages in the purchase and sale of various and sundry materials commonly used in the telecommunications industry and provides storage and delivery services for such materials.
 - (g) Common directors of CenturyTel Supply Group, Inc. and the Washington Regulated Utility as of December 31, 2010, are R. Stewart Ewing, Jr.; and Stacey W. Goff.

Common officers of CenturyTel Supply Group, Inc. and the Washington Regulated Utility as of December 31, 2010, are Karen A. Puckett, COO; R. Stewart Ewing, Jr., Exec. VP; David D. Cole, Senior VP; Stacey W. Goff, VP, Gen. Council, & Assist. Secretary; Neil A. Sweasy, VP & Controller; G. Clay Bailey, VP & Treasurer; and Kay C. Buchart, Secretary.

CenturyTel of Washington, Inc.

1. For the purpose of filing this report, United Telephone Company of the Northwest-WA is hereinafter collectively referred to as "the Washington Regulated Utility".
2. See organizational chart, Attachment A.
3.
 - (a) See the balance sheet and income statement as of December 31, 2010, Attachment C.
 - (b) The Washington Regulated Utility receives operational supervision, maintenance and technical advice and assistance from the other CenturyTel LEC, CenturyTel of Washington, Inc.
 - (c) Costs incurred for all services performed for or furnished to the Washington Regulated Utility shall be allocated on the basis of direct cost identification where practicable. Otherwise, the common costs shall be allocated on an equitable basis in accordance with a formula or formulas which will result in charges, as nearly as practicable, equal in amount to the actual costs incurred. These costs shall not exceed the cost that the Washington Regulated Utility would pay for provision of these same services without the benefit of the other CenturyTel LEC, CenturyTel of Washington, Inc.
 - (d) The other CenturyTel LEC, CenturyTel of Washington, Inc., does not have any loans to the Washington Regulated Utility, nor are there any loans from the utility to the other CenturyTel LEC, CenturyTel of Washington, Inc.
 - (e) The other CenturyTel LEC, CenturyTel of Washington, Inc., does not guarantee any debts of the Washington Regulated Utility, nor are there any debt guarantees from the utility to the other CenturyTel LEC, CenturyTel of Washington, Inc.
 - (f) The other CenturyTel LEC, CenturyTel of Washington, Inc., is a wholly owned subsidiary of CenturyLink, Inc. which is the parent company to CenturyTel Holdings, Inc., and is the holding company of various telecommunication companies and provides certain necessary supervisory, construction, maintenance, technical, and advisory services to the utility.
 - (g) There were no common directors of CenturyTel of Washington, Inc. and the Washington Regulated Utility as of December 31, 2010, are R. Stewart Ewing, Jr.; and Stacey W. Goff.

Common officers of CenturyTel of Washington, Inc. and the Washington Regulated Utility as of December 31, 2010, are Karen A. Puckett, Exec VP & COO; R. Stewart Ewing, Jr., Exec. VP; David D. Cole, Senior VP; Stacey W. Goff, Senior VP, Exec. VP, Gen. Council and Assist. Secretary; Neil A. Sweasy, VP & Controller; G. Clay Bailey, VP & Treasurer; Terry Beeler, VP; Timothy J. Grigar, General Manager; and Kay C. Buchart, Secretary.

United Telephone Company of Pennsylvania, LLC

1. For the purpose of filing this report, United Telephone Company of the Northwest-WA is hereinafter collectively referred to as "the Washington Regulated Utility".
2. See organizational chart, Attachment A.
3. (a) See the balance sheet and income statement as of December 31, 2010, Attachment C.
(b) The Washington Regulated Utility receives operational supervision, maintenance and technical advice and assistance from other the CenturyTel LEC, United Telephone Company of Pennsylvania, LLC.
(c) Costs incurred for all services performed for or furnished to the Washington Regulated Utility shall be allocated on the basis of direct cost identification where practicable. Otherwise, the common costs shall be allocated on an equitable basis in accordance with a formula or formulas which will result in charges, as nearly as practicable, equal in amount to the actual costs incurred. These costs shall not exceed the cost that the Washington Regulated Utility would pay for provision of these same services without the benefit of the other CenturyTel LEC, United Telephone Company of Pennsylvania, LLC.
(d) The other CenturyTel LEC, United Telephone Company of Pennsylvania, LLC does not have any loans to the Washington Regulated Utility, nor are there any loans from the utility to the other CenturyTel LEC, United Telephone Company of Pennsylvania, LLC.
(e) The other CenturyTel LEC, United Telephone Company of Pennsylvania, LLC does not guarantee any debts of the Washington Regulated Utility, nor are there any debt guarantees from the utility to the other CenturyTel LEC, United Telephone Company of Pennsylvania, LLC.
(f) United Telephone Company of Pennsylvania, LLC is a wholly owned subsidiary of CenturyLink, Inc., which is the parent company to CenturyTel Holdings, Inc., and is the holding company of various telecommunication companies and provides certain necessary supervisory, construction, maintenance, technical, and advisory services to the utility.
(g) Common directors of United Telephone Company of Pennsylvania, LLC and the Washington Regulated Utility as of December 31, 2010, are R. Stewart Ewing, Jr.; and Stacey W. Goff.

Common officers of United Telephone Company of Pennsylvania, LLC and the Washington Regulated Utility as of December 31, 2010, are William E. Cheek, President & Chairman of the Board; Thomas A. Gerke, Executive Vice Chairman; Karen A. Puckett, Pres. & COO; R. Stewart Ewing, Jr., Exec. VP; David D. Cole, Senior VP; Stacey W. Goff Senior VP, Gen. Council, & Assist. Secretary; Neil A. Sweasy, VP & Controller; G. Clay Bailey, VP & Treasurer; Carrick Inabnett, VP & Assist. Secretary; Nancy Shelledy, VP; James L. Butler, Assist. Secretary; Richard Plouff, Assist. Secretary; Linda Gardner, Assist. Secretary; Kay C. Buchar, Secretary

Embarq Missouri, Inc. (Northern Missouri)

1. For the purpose of filing this report, United Telephone Company of the Northwest-WA is hereinafter collectively referred to as "the Washington Regulated Utility".
2. See organizational chart, Attachment A.
3.
 - (a) See the balance sheet and income statement as of December 31, 2010, Attachment C.
 - (b) The Washington Regulated Utility receives operational supervision, maintenance and technical advice and assistance from the other CenturyTel LEC, Embarq Missouri, Inc. (Northern Missouri).
 - (c) Costs incurred for all services performed for or furnished to the Washington Regulated Utility shall be allocated on the basis of direct cost identification where practicable. Otherwise, the common costs shall be allocated on an equitable basis in accordance with a formula or formulas which will result in charges, as nearly as practicable, equal in amount to the actual costs incurred. These costs shall not exceed the cost that the Washington Regulated Utility would pay for provision of these same services without the benefit of the other CenturyTel LEC, Embarq Missouri, Inc. (Northern Missouri).
 - (d) The other CenturyTel LEC, Embarq Missouri, Inc. (Northern Missouri), does not have any loans to the Washington Regulated Utility, nor are there any loans from the utility to the other the CenturyTel LEC, Embarq Missouri, Inc. (Northern Missouri).
 - (e) The other CenturyTel LEC, Embarq Missouri, Inc. (Northern Missouri), does not guarantee any debts of the Washington Regulated Utility, nor are there any debt guarantees from the utility to the other CenturyTel LEC, Embarq Missouri, Inc. (Northern Missouri) .
 - (f) The other CenturyTel LEC, Embarq Missouri, Inc. (Northern Missouri), is a wholly owned subsidiary of CenturyLink, Inc. which is the parent company to CenturyTel Holdings, Inc., and is the holding company of various telecommunication companies and provides certain necessary supervisory, construction, maintenance, technical, and advisory services to the utility.
 - (g) Common directors of Embarq Missouri, Inc. (Northern Missouri) and the Washington Regulated Utility as of December 31, 2010, are R. Stewart Ewing, Jr.; and Stacey W. Goff.

Common officers of Embarq Missouri, Inc. (Northern Missouri) and the Washington Regulated Utility as of December 31, 2010, are William E. Cheek, President of Wholesale Operations; Thomas A. Gerke, Executive Vice Chairman; Karen A. Puckett, Pres. & COO; R. Stewart Ewing, Jr., Exec. VP; David D. Cole, Senior VP; Stacey W. Goff Senior VP, Gen. Council, & Assist. Secretary; Neil A. Sweasy, VP & Controller; G. Clay Bailey, VP & Treasurer; Nancy Shelledy, VP; Carrick Inabnett, VP & Assist. Secretary; James L. Butler, Assist. Secretary; Richard Plouff, Assist. Secretary; Linda Gardner, Assist. Secretary; Kay C. Buchart, Secretary.

United Telephone Company of the Northwest (Oregon)

1. For the purpose of filing this report, United Telephone Company of the Northwest-WA is hereinafter collectively referred to as "the Washington Regulated Utility".
2. See organizational chart, Attachment A.
3.
 - (a) See the balance sheet and income statement as of December 31, 2010, Attachment C.
 - (b) The Washington Regulated Utility receives operational supervision, maintenance and technical advice and assistance from other the CenturyTel LEC, United Telephone Company of the Northwest (Oregon).
 - (c) Costs incurred for all services performed for or furnished to the Washington Regulated Utility shall be allocated on the basis of direct cost identification where practicable. Otherwise, the common costs shall be allocated on an equitable basis in accordance with a formula or formulas which will result in charges, as nearly as practicable, equal in amount to the actual costs incurred. These costs shall not exceed the cost that the Washington Regulated Utility would pay for provision of these same services without the benefit of the other CenturyTel LEC, United Telephone Company of the Northwest (Oregon).
 - (d) The other CenturyTel LEC, United Telephone Company of the Northwest (Oregon) does not have any loans to the Washington Regulated Utility, nor are there any loans from the utility to the other CenturyTel LEC, United Telephone Company of the Northwest (Oregon).
 - (e) The other CenturyTel LEC, United Telephone Company of the Northwest (Oregon) does not guarantee any debts of the Washington Regulated Utility, nor are there any debt guarantees from the utility to the other CenturyTel LEC, United Telephone Company of the Northwest (Oregon).
 - (f) United Telephone Company of the Northwest (Oregon) is a wholly owned subsidiary of CenturyLink, Inc. which is the parent company to CenturyTel Holdings, Inc., and is the holding company of various telecommunication companies and provides certain necessary supervisory, construction, maintenance, technical, and advisory services to the utility.
 - (g) Common directors of United Telephone Company of the Northwest (Oregon) and the Washington Regulated Utility as of December 31, 2010, are R. Stewart Ewing, Jr.; William Cheek and Stacey W. Goff.

Common officers of United Telephone Company of the Northwest (Oregon) and the Washington Regulated Utility as of December 31, 2010, are William E. Cheek, President & Chairman of the Board; Thomas A. Gerke, Executive Vice Chairman; Karen A. Puckett, Pres. & COO; R. Stewart Ewing, Jr., Exec. VP; David D. Cole, Senior VP; Stacey W. Goff Senior VP, Gen. Council, & Assist. Secretary; Neil A. Sweasy, VP & Controller; G. Clay Bailey, VP & Treasurer; Nancy Shelledy, VP; Terry Beeler, VP; Carrick Inabnett, VP & Assist. Secretary; James L. Butler, Assist. Secretary; Richard Plouff, Assist. Secretary; Linda Gardner, Assist. Secretary; Kay C. Buchart, Secretary; and Tim Grigar, General Manager.

CenturyTel LEC - Embarq Florida Inc. (Central Florida)

1. For the purpose of filing this report, United Telephone Company of the Northwest-WA is hereinafter collectively referred to as "the Washington Regulated Utility".
2. See organizational chart, Attachment A.
3.
 - (a) See the balance sheet and income statement as of December 31, 2010, Attachment C.
 - (b) The Washington Regulated Utility receives operational supervision, maintenance and technical advice and assistance from the other CenturyTel LEC, Embarq Florida, Inc. (Central Florida).
 - (c) Costs incurred for all services performed for or furnished to the Washington Regulated Utility shall be allocated on the basis of direct cost identification where practicable. Otherwise, the common costs shall be allocated on an equitable basis in accordance with a formula or formulas which will result in charges, as nearly as practicable, equal in amount to the actual costs incurred. These costs shall not exceed the cost that the Washington Regulated Utility would pay for provision of these same services without the benefit of the other CenturyTel LEC, Embarq Florida, Inc. (Central Florida).
 - (d) The other CenturyTel LEC, Embarq Florida, Inc. (Central Florida), does not have any loans to the Washington Regulated Utility, nor are there any loans from the utility to the other the CenturyTel LEC, Embarq Florida, Inc. (Central Florida).
 - (e) The other CenturyTel LEC, Embarq Florida, Inc. (Central Florida), does not guarantee any debts of the Washington Regulated Utility, nor are there any debt guarantees from the utility to the other CenturyTel LEC, Embarq Florida, Inc. (Central Florida).
 - (f) The other CenturyTel LEC, Embarq Florida, Inc. (Central Florida), is a wholly owned subsidiary of CenturyLink, Inc. which is the parent company to CenturyTel Holdings, Inc., and is the holding company of various telecommunication companies and provides certain necessary supervisory, construction, maintenance, technical, and advisory services to the utility.

Common directors of Embarq Florida, Inc. (Central Florida) and the Washington Regulated Utility as of December 31, 2010, are R. Stewart Ewing, Jr.; and Stacey W. Goff.

Common officers of Embarq Florida, Inc. (Central Florida) and the Washington Regulated Utility as of December 31, 2010, are William E. Cheek, President of Wholesale Operations; Thomas A. Gerke, Executive Vice Chairman; Karen A. Puckett, Pres. & COO; R. Stewart Ewing, Jr., Exec. VP; David D. Cole, Senior VP; Stacey W. Goff, Senior VP, Gen. Council, & Assist. Secretary; Neil A. Sweasy, VP & Controller; G. Clay Bailey, VP & Treasurer; Dennis G. Huber, Exec VP; Leslie H. Meredith, Senior VP; Nancy Shelledy, VP; Carrick Inabett, VP & Assist. Secretary; James L. Butler, Assist. Secretary; Richard Plouff, Assist. Secretary; Linda Gardner, Assist. Secretary; Kay C. Buchart, Secretary.

CenturyTel Long Distance, LLC

1. For the purpose of filing this report, United Telephone Company of the Northwest-WA is hereinafter collectively referred to as "the Washington Regulated Utility".
2. See organizational chart, Attachment A.
3.
 - (a) See the balance sheet and income statement as of December 31, 2010, Attachment C.
 - (b) The Washington Regulated Utility provides billing and collection to CenturyTel Long Distance, LLC (CLD) and, sales and services with respect to CLD Cards, Calling Plans, and 800 Services.
 - (c) Each month CLD shall calculate and remit the compensation due to the Washington Regulated Utility based on agreed upon rates. The Washington Regulated Utility have the right to review these rates at the end of each service year.
 - (d) CLD does not have any loans to the Washington Regulated Utility, nor are there any loans from the Utilities to CLD.
 - (e) CLD does not guarantee any debt of the Washington Regulated Utility, nor are there any debt guarantees from the Utility to CLD.
 - (f) CLD is a wholly owned subsidiary of CenturyLink, Inc. and is a reseller of long distance services.
 - (g) Common directors of CenturyTel Long Distance, LLC and the Washington Regulated Utility as of December 31, 2010, are R. Stewart Ewing, Jr. and Stacey W. Goff.

Common officers of CenturyTel Long Distance, LLC and the Washington Regulated Utility as of December 31, 2010, are Karen A. Puckett, Pres.; R. Stewart Ewing, Jr., Exec. VP & Controller & Treasurer; Stacey W. Goff, Senior VP, Gen. Council, & Assist. Secretary; and Kay C. Buchart, Secretary.