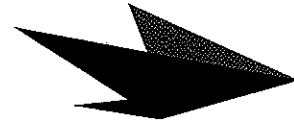


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April 13, 2009

Dennis J. Moss
Administrative law judge
Washington Utilities & Transportation
Commission
1300 S. Evergreen Park Drive, SW
PO Box 47250
Olympia, WA 98503-7150

Re: Second Amended Response of Embarq and CenturyTel to Bench Request
No. 1 in UTC Docket UT-082119.

Dear Judge Moss:

In the Notice Concerning Agenda for Hearing, issued April 8, 2009 in Docket UT-082119 ("Notice"), the notice indicated that Embarq Corporation and CenturyTel, Inc. ("Applicants") had not submitted any updated response to Bench Request No. 1. In order to address the concerns expressed in the Notice, this letter is accompanied by a Second Amended Response to Bench Request No. 1 and the Applicants also offer the following statements for your consideration in advance of the Commission taking up the matter.

As the Notice correctly states, the Applicants previously stated that they had not yet determined whether the agreements with Comcast and Level 3 "provide guarantees or assurances, confer rights, or impose obligations that will not be generally available or applicable to competitive local exchange companies or customers." Although Applicants were prepared to make the terms and conditions embodied in the Comcast and Level agreements generally available to similarly situated CLECs, it was not entirely clear to Applicants whether the agreements themselves represented the means through which such availability should be accomplished. In any event, the Applicants are willing to state that these agreements do not provide guarantees or assurances, confer rights, or impose obligations that will not be generally available or applicable to similarly situated CLECs. A statement to this effect is incorporated into the enclosed Second Amended Response to Bench Request No. 1. To be clear, Applicants stand ready to make the terms and conditions embodied in the Comcast and Level 3

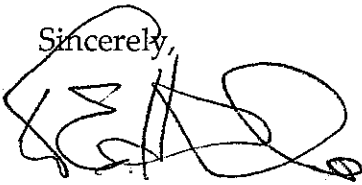
agreements generally available to similarly situated CLECs, through such means as the Commission determines is appropriate.

The Applicants made a good faith assessment that the provisions of the Comcast and Level 3 agreements do not constitute amendments to existing Section 251 interconnection agreements that would give rise to a legal requirement that they be filed for Commission approval under Section 252 of the Federal Telecom Act. In essence, the agreements reflect a commitment by the Applicants to maintain the status quo with the intervenors under *existing* agreements. None-the-less, Applicants are prepared to make their terms generally available to similarly situated CLECs.

Applicants are sensitive to the Commission's concerns stated in the Notice regarding "... 'unfiled' or 'private' side-agreements entered into by applicants in exchange for the agreement of the intervenors to withdraw from a proceeding." In this instance, the agreements with Comcast and Level 3 are public documents on file in this docket, and such agreements are not private, in the sense that Applicants have not provided more favorable rates, terms or conditions to intervenors than Applicants are willing to make available to similarly situated CLECs.

Applicants appreciate the opportunity to have further dialogue with the Commission on these concerns at the rescheduled hearing in this matter.

Sincerely,



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