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July 7, 2010

David W. Danner, Executive Director and Secretary
Washington Utilities and Transportation Commission
1300 S. Evergreen Park Dr. SW
P. O. Box 47250
Olympia, Washington 98504-7250

RE: *Joint Application of Qwest Communications International, Inc. and CenturyTel, Inc.
for Approval of Indirect Transfer of Control*
Docket UT-100820

Dear Mr. Danner:

Enclosed for filing in the above-referenced docket are the original and 12 copies of the Commission Staff's Response to T-Mobile's Late-Filed Petition to Intervene, and Certificate of Service.

Sincerely,

JENNIFER CAMERON-RULKOWSKI
Assistant Attorney General

JCR:klg
Enclosures
cc: Parties

BEFORE THE WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

In the Matter of the Joint Application of

QWEST COMMUNICATIONS
INTERNATIONAL INC. AND
CENTURYTEL, INC.

For Approval of Indirect Transfer of Control
of Qwest Corporation, Qwest
Communications Company LLC, and Qwest
LD Corp.

DOCKET UT-100820

COMMISSION STAFF RESPONSE
REGARDING T-MOBILE'S LATE-
FILED PETITION TO INTERVENE

1 Pursuant to the Commission's Notice of Opportunity to Respond to Late-Filed Petition to Intervene issued July 1, 2010, Staff of the Washington Utilities and Transportation Commission (Staff) files this Response in support of granting the late-filed petition to intervene filed by T-Mobile West Corporation (T-Mobile).

2 According to its petition, T-Mobile offers wireless service in Washington and obtains interconnection as well as facilities, such as wireless backhaul, from Qwest Communications International Inc. (Qwest) and CenturyTel, Inc. (CenturyLink).¹ Staff concurs with T-Mobile that T-Mobile can add information to the record that T-Mobile, as the only wireless intervener, is uniquely qualified to address.

3 The Commission reviews merger transactions for consistency with the public interest. WAC 480-143-170. The public interest standard is broad and encompasses the

¹ Late-Filed Petition to Intervene of T-Mobile West Corporation at p. 2, ¶ 3.

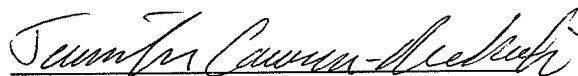
wholesale markets.² The transaction proposed by the Joint Applicants, Qwest and CenturyLink (collectively, Joint Applicants), will potentially affect each telecommunications service market in Washington and concentrate substantial resources in one entity. Accordingly, wholesale charges and arrangements with other carriers, including CMRS providers, are relevant to and part of the public interest inquiry.

4 Wholesale issues are already under investigation by various parties to the proceeding, including Staff. Because T-Mobile's intervention could assist the Commission in this proceeding, without broadening the issues, it is in the public interest to grant T-Mobile's late-filed petition to intervene.

DATED this 7th day of July 2010.

Respectfully submitted,

ROBERT M. MCKENNA
Attorney General



JENNIFER CAMERON-RULKOWSKI
Assistant Attorney General
Counsel for Washington Utilities and
Transportation Commission Staff

² See *In the Matter of the Joint Application of Verizon Communications, Inc., and Frontier Communication Corporation For an Order Declining to Assert Jurisdiction Over, or, in the Alternative, Approving the Indirect Transfer of Control of Verizon Northwest, Inc.*, Docket UT-090842, Order 06, Final Order Approving and Adopting, Subject to Conditions, Multiparty Settlement Agreements and Authorizing Transaction (April 16, 2010) at p. 53.