

EXHIBIT LIST
DOCKET UT-082119

NUMBR	SPONSOR	A/R	DATE	DESCRIPTION
BENCH EXHIBITS				
B-1		A	5/19/09	CenturyTel and Embarq response to BR-1 re side-agreements negotiated with intervenors (original response filed on 3/10/2009; supplemental response filed on 3/12/2009; 2d supplemental response filed on 4/13/2009)
B-2		A	5/19/09	Side-agreement between Applicants and Level 3
B-3		A	5/19/09	Side-agreement between Applicants and Comcast
B-4		A	5/19/09	Side-agreement between Applicants and IBEW
B-5		A	5/19/09	Public Counsel response to BR-1 re applicants' side-agreements with intervenors
JOINT TESTIMONY AND EXHIBITS RE SETTLEMENT AGREEMENT				
JT-1	Applicants, Public Counsel and Staff	A	5/19/09	Settlement Agreement filed April 22, 2009
JT-2 T	Applicants, Public Counsel and Staff	A	5/19/09	Narrative Supporting Settlement Agreement
JT-3	Applicants	A	5/19/09	October 27,2008 Rating Bulletin from Standard & Poor's regarding CenturyTel, Inc.
JT-4	Applicants	A	5/19/09	January 9,2008 Market News article regarding Standard & Poor's rating of Embarq Corporation
JT-5	Applicants	A	5/19/09	October 27,2008 Rating Action from Moody's regarding Embarq Corporation
JT-6	Applicants	A	5/19/09	October 28,2008 Fitch Headline Affirming CenturyTel and Embarq's ratings
JT-7	Applicants	A	5/19/09	March 6,2009 Fitch Ratings "Corporates" review of CenturyTel, Inc.
JT-8	Applicants	A	5/19/09	March 3,2009 Moody's Credit Opinion regarding CenturyTel, Inc.

EXHIBIT LIST
DOCKET UT-082119

NUMBR	SPONSOR	A/R	DATE	DESCRIPTION
JOINT APPLICANTS				
G. Clay Bailey				
GCB-1T	G. Clay Bailey	A	5/19/09	Direct Testimony providing an overview and asserting various operational, financial, managerial and competitive benefits or neutral results from the proposed transaction, if consummated
GCB-2 HCT	G. Clay Bailey	A	5/19/09	Rebuttal Testimony asserting no need for the specific financially-based conditions proposed by Public Counsel or for most conditions proposed by Staff
CROSS-EXAMINATION EXHIBITS				
Mark A. Gast				
MAG-1T	Mark A. Gast	A	5/19/09	Direct Testimony concerning financial capabilities of the proposed combined CenturyTel/Embarq company
MAG-2	Mark A. Gast	A	5/19/09	Corporate Organization Charts
MAG-3T	Mark A. Gast	A	5/19/09	Rebuttal Testimony re certain continuing Embarq obligations resulting from Commission approval of its separation from Sprint in Docket
CROSS-EXAMINATION EXHIBITS				
Barbara C. Young				
BCY-1T	Barbara C. Young	A	5/19/09	Direct Testimony asserting various operational, financial, managerial and competitive benefits or neutral results from the proposed transaction, if consummated
BCY-2T	Barbara C. Young	A	5/19/09	Rebuttal Testimony
CROSS-EXAMINATION EXHIBITS				

EXHIBIT LIST
DOCKET UT-082119

NUMBR	SPONSOR	A/R	DATE	DESCRIPTION
PUBLIC COUNSEL				
Trevor R. Roycroft				
TRR-1 HCT	Trevor R. Roycroft	A	5/19/09	Response Testimony (Highly Confidential) analyzing the proposed merger from an economic perspective, identifying harm to the public interest and recommending conditions to bring the transaction into a form that will meet the public interest standard for approval
TRR-2	Trevor R. Roycroft	A	5/19/09	Witness Qualifications (Curriculum Vitae)
CROSS-EXAMINATION EXHIBITS				
COMMISSION STAFF				
Betty A. Erdahl				
BAE-1 HCT	Betty A. Erdahl	A	5/19/09	Response Testimony (Highly Confidential) identifying potential rates and quality of service impacts, and proposing conditions
BAE-2 HC	Betty A. Erdahl	A	5/19/09	Applicants' Response to Public Counsel Data Request 48
BAE-3	Betty A. Erdahl	A	5/19/09	Applicants' Response to Staff Data Request 9
BAE-4	Betty A. Erdahl	A	5/19/09	United Telephone Co. of the NW (Embarq) Quality of Service Guarantee
CROSS-EXAMINATION EXHIBITS				
William H. Weinman				
WHW-1 T	William H. Weinman	A	5/19/09	Response Testimony addressing the "policy foundation" of staff's position and recommendations for conditions
WHW-2	William H. Weinman	A	5/19/09	Telecommunications Exchange Boundaries Map
CROSS-EXAMINATION EXHIBITS				