

July 27, 2010

David S. Danner
Secretary and Executive Director
c/o Washington Utilities and Transportation Commission
Records Department
1300 S. Evergreen Park Drive S.W.
Olympia, WA 98504-7250

VIA UPS NEXT DAY AIR AND E-FILE

Re: Qwest Communications and CenturyTel – For Approval of Indirect
Transfer of Control
WUTC Docket No. UT-100820

Dear Mr. Danner:

Enclosed for filing in the above-referenced docket are the original and twelve (12) copies of the Joint Response to Joint Applicants' Motion for Supplement to Protective Order filed by Cbeyond Communications and Level 3 Communications.

Electronic copies were filed with the WUTC Records Department as of this date. If you have any questions, please feel free to contact me.

Sincerely,

ATER WYNNE LLP



Susan Carpenter
Assistant to Arthur A. Butler

Enclosures

cc: Parties of Record

994845/1/SMA/101637-0015