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Mark S. Reynolds
Northwest Region Vice President
Public Policy



October 21, 2013

Via Overnight delivery

Mr. Steven V. King
Executive Director and Secretary
Washington Utilities & Transportation Commission
1300 S. Evergreen Park Drive SW
P.O. Box 47250
Olympia, WA 98504-7250

**Re: CenturyLink's Compliance Filing Pursuant to Paragraph 50 of
the Commission's Order 05 in Docket No. UT-082119 –
CenturyTel/Embarq Merger.**

Dear Mr. King:

In compliance with paragraph 50 of the Commission's Order 05 in Docket UT-082119, CenturyLink submits its annual report of the estimated costs and synergy savings associated with the CenturyTel/Embarq merger. This report provides information regarding estimated merger synergies and integration costs that occurred during the period July 1, 2012 through June 30, 2013.

As of December 2011, CenturyLink achieved its previously announced target of \$375 million in annual synergies on a run-rate basis associated with the CenturyTel/Embarq merger. This report reflects the total company and Washington synergy amounts at the \$375 million annual level. Further, CenturyLink has completed all substantive integration activities associated with the CenturyTel/Embarq merger and will not incur any further integration costs associated with that transaction.

As a result, there will be no new information to report in future filings under this condition. Accordingly, CenturyLink seeks Commission recognition that the fifth year's report of merger synergies and integration costs, contemplated in paragraph 50 of the Commission's Order 05 in docket UT-082119, would be duplicative of this year's report, and therefore requests the Commission waive the company's requirement to file this report in 2014.

Mr. Steven V. King

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The attachment are an original and two copies designated as highly confidential pursuant to the protective order in this docket. Redacted versions of these attachments are also included. Electronic copies are being provided by email.

If you have any questions regarding this report, please don't hesitate to call me.

Sincerely,

A handwritten signature in black ink, appearing to read "Mark Reynolds". The signature is fluid and cursive, with a prominent loop at the end.

Mark Reynolds

MSR/jga

Attachments

cc: Sally Brown
Simon ffitc