

**Qwest**

310 SW Park Avenue, 11th Floor  
Portland, OR 97204  
503-242-5623  
503-242-8589 (facsimile)  
[Alex.Duarte@qwest.com](mailto:Alex.Duarte@qwest.com)



**Alex M. Duarte**  
Corporate Counsel

October 25, 2010

Ms. Julie Orchard  
Utah Public Service Commission  
Heber M. Wells Bldg., 4th Floor  
160 East 300 South  
Salt Lake City, UT 84111

Re: Qwest/CenturyLink Merger, Docket No. 10-049-16- Joint Applicants' Issues Matrix

Dear Ms. Orchard:

Late in the afternoon last Thursday, October 21, 2010, Administrative Law Judge Ruben Arredondo held a prehearing conference for the evidentiary hearing to be held tomorrow and Wednesday, October 26-27, 2010, to discuss certain hearing matters, including the Issues Matrix that is due today. In Judge Arredondo's October 21, 2010 Report of Prehearing conference, His Honor ruled that the issues matrix "shall be brief and succinct, and no more than [two] pages."

The following morning, the Joint Applicants (CenturyLink and Qwest) prepared a one-page draft of an issues matrix with five issues, and they circulated it to the parties by mid-day for additional issues and the parties' respective positions. However, the CLEC intervenors objected to that draft and then circulated their own version, which, in the Joint Applicants' view, was slanted and not neutral or objective. That draft also contained *nine* separate columns (including for each party's response), instead of three columns (for the issues, the Joint Applicants' position, and the intervenors' positions).

The Applicants and the CLECs then had a number of email exchanges,<sup>1</sup> but ultimately, they were unable to resolve their issues that day. Further, other than the Division of Public Utilities ("Division"), which agreed to state its position on the Joint Applicants' matrix for the two issues it had a position on, no other party expressed an interest in populating the matrix. Thus, the Applicants and CLECs agreed to file separate issues matrices. We were unable to further discuss the matrix today because counsel are out of their offices preparing for the hearing.

Accordingly, enclosed is the Joint Applicants' one-page Issues Matrix, which includes the Division's positions on two of the five issues. Thank you for your attention to this request.

Very truly yours,

Alex M. Duarte  
Attorney for Qwest

cc Service List

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<sup>1</sup> The Joint Applicants would be pleased to provide the Commission with the email exchange for its information if it so desires.