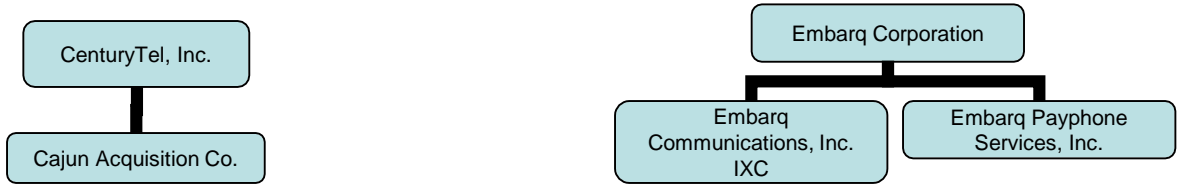
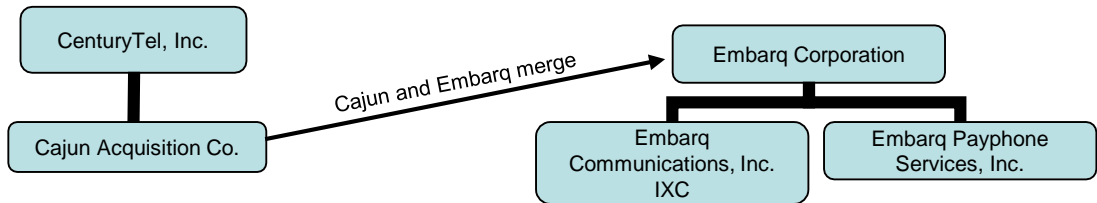


UTAH
Organizational Structure Diagrams

Pre-Merger

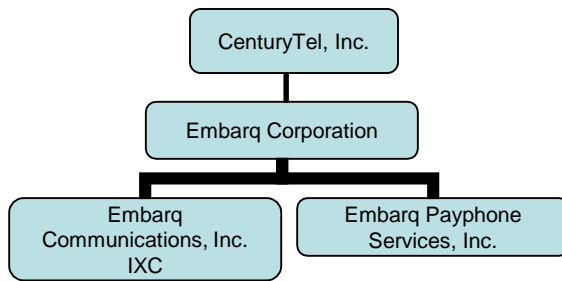


Merger



Embarq Corp. is the surviving entity
Embarq Corp. adopts:
* Cajun's Certificate of Incorporation
* Cajun's Bylaws
Embarq Corp. becomes wholly-owned subsidiary of CenturyTel, Inc.

Post-Merger



* 8 Directors from Pre-Merger CenturyTel, Inc.
* 7 Directors from Pre-Merger Embarq Corp.