

STATE OF UTAH  
PUBLIC SERVICE COMMISSION  
INTEGRA INFORMATION REQUEST  
DOCKET NO. 10-049-16

113. Will CenturyLink assume or take assignment of all obligations under Qwest's current wholesale agreements post-merger? For purposes of this question, "wholesale agreements" refers to: (i) interconnection agreements, (ii) interstate special access tariffs and intrastate tariffs, (iii) commercial agreements [including but not limited to the Qwest wholesale metro Ethernet agreement, Qwest OCN (Sonet) agreement, Qwest Local Services Platform (QLSP) agreement, and Qwest Broadband for Resale agreements], (iv) line sharing agreements, and (v) any other existing arrangements with wholesale customers.
- a. If the answer to this question is anything other than an unequivocal yes, describe in detail CenturyLink's plans in this regard, including the specific wholesale agreements CenturyTel does not intend to assume.
  - b. Will CenturyLink require wholesale customers to execute any documents(s) to effectuate CenturyLink's assumption or taking assignment of these obligations? If so, describe in detail the Company's plans in this regard.

**CenturyLink Response:**

- a. Qwest Corporation does not cease to exist as a result of the parent-level Transaction but remains an ILEC, subject to the same terms and obligations of its interconnection agreements, tariffs, commercial agreements, line sharing agreements, and other existing arrangements with wholesale customers immediately after the merger as immediately prior to the merger. Continuation and renewals of expiring agreements will be subject to the options currently provided by federal and state law, including renegotiation of a successor agreement subject to a bona fide request, adoption of agreements pursuant to Section 252(i) at the time of expiration (subject to reasonableness), or continuation of the existing agreement in evergreen status based on the mutual agreement of both parties.
- b. Any such requirement would be guided by the specific terms and conditions of the agreement in question, and subject to applicable federal and state laws regarding assignment of such obligations.

Sponsor: Diane Roth, Director Contract Management

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115. Does CenturyLink have any plans to replace Qwest's current template negotiations interconnection agreements with CenturyLink's Template Agreement post-merger? If so describe these plans in detail.

**CenturyLink Response:**

There will be no immediate changes to Qwest's current template interconnection agreements. As the companies integrate operations post-merger, it is expected that the merged company will naturally gravitate toward consistent terms in a state, albeit separately for Rural and Nonrural operating companies, subject to necessary unique terms such as rates, different physical interconnection points reflecting network configurations, or where unified terms are otherwise technically infeasible.

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117. Refer to page 9 of the Direct Testimony of Jerry Fenn, dated May 27, 2010.
- a. Has CenturyLink examined the number of “evergreen” ICAs Qwest currently has with CLECs in Qwest’s legacy service areas? If so, what is CenturyLink’s plans regarding “evergreen” ICAs in Qwest’s legacy service areas post-merger?
  - b. Will CenturyLink permit CLECs to extend their existing interconnection agreements with Qwest in Qwest’s legacy service areas post-merger, whether or not the term has expired or is in “evergreen” status? If so, for how long will CenturyLink allow the ICAs to be extended?

**CenturyLink Response:**

Upon merger closing, there will be no immediate changes to Qwest’s agreements. Integration plans for the proposed transaction with Qwest have not been fully developed. The merger is intended to bring about improved efficiencies and practices in all parts of the combined company, so changes could be expected over time. However, any changes will occur only after a thorough and methodical review of both companies’ processes and agreements to determine the best process to be used on a go-forward basis from both a combined company and a wholesale customer perspective. CenturyLink has not evaluated or reached any conclusions concerning this issue at this time. To the extent any changes are made, CenturyLink will comply with all applicable state and federal laws and rules, as well as the provisions of any applicable interconnection agreements, in the same manner as they would apply notwithstanding the merger.

Sponsor: Ann Prockish, Director Regulatory Operations and Policy

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120. Regarding the negotiation of new replacement ICAs with CenturyLink post-merger, answer the following:
- a. Will CenturyLink permit CLECs to use their pre-existing interconnection agreements with Qwest as the basis for negotiating a new replacement interconnection agreement in Qwest's legacy service areas post-merger? If not, why not?
  - b. Will the answer to subpart "a" vary depending on whether the pre-existing interconnection agreement is in "evergreen" status? If so, explain.
  - c. If Qwest and a requesting competitive carrier are in negotiations for a replacement interconnection agreement before the merger closing date, does CenturyLink plan to continue with those negotiations, or require start of new negotiations?
  - d. If Qwest and a requesting competitive carrier are in negotiations for a replacement interconnection agreement before the merger closing date, will CenturyLink allow the requesting carrier to continue to use the negotiations draft (including all "closed" (agreed upon) language) used before (current as of) the merger closing date as the basis for negotiating a replacement interconnection agreement? If not, why not?
  - e. If Qwest and a requesting competitive carrier are in negotiations for a replacement interconnection agreement before the merger closing date, does CenturyLink plan to substitute the negotiations template used by Qwest pre-merger with a negotiations template interconnection agreement proposal of any legacy CenturyLink operating company? If so, explain.

**CenturyLink Response:**

Please see the response to Integra 115 and Integra 117.

Sponsor: Diane Roth, Director Contract Management