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November 1, 2010

Honorable Ruben Arredondo
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- November 4th Hearing

Dear Judge Arredondo and Ms. Orchard:

Last Wednesday, at the conclusion of the October 26-27th hearing, Chairman Boyer advised the parties that the Commissioners are available for only three hours (from 9:00 a.m. to 12 noon) for the supplemental hearing on Thursday, November 4, 2010, regarding the so-called Hart-Scott-Rodino (“HSR”) document issues and the CLECs’ objections to the Joint Applicants’ settlement with the Division of Public Utilities (“Division”). In light of the fact that the parties only have three hours to cover two very distinct subjects that will be at issue, and that there may be more than 200 pages of testimony at issue,¹ the Joint Applicants respectfully request that Your Honor and/or the Commissioners convene a prehearing conference to discuss the logistics and a structured procedure of the hearing testimony on the two issues and between the two sides.

The Joint Applicants recommend the following schedule to give both issues equal time and weight, and each side with equal time for cross-examination:

9:00 a.m.	Preliminaries (Commissioners)
9:05-9:45 a.m.	HSR issues- Joint Applicants’ witnesses
9:45-10:25 a.m.	HSR issues- Joint CLECs’ witness
10:25-10:35 a.m.	Break (10 minutes)
10:35-11:15 a.m.	Settlement issues- Joint Applicants’ and Division’s witnesses
11:15-11:55 a.m.	Settlement issues- Joint CLECs’ witness
11:55-12:00 noon	Wrap-up (Commissioners)

¹ The CLECs filed another almost 100 pages of supplemental testimony on Thursday, October 28th, and has about 8-10 pages of previous CLEC surrebuttal on HSR issues that was filed on October 14, 2010. The Joint Applicants and the Division will be filing their supplemental testimony on the HSR and settlement issues tomorrow.

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I understand that the Joint CLECs' trial counsel, Mr. Merz, is in hearing today before the Minnesota Commission on these same HSR issues and regarding the Joint Applicants' settlement with the Minnesota Department of Commerce ("DOC") in that state. Thus, I assume that Mr. Merz would not be available today for a conference (unless he is available late in the day after the Minnesota hearing is completed).

Thank you for your attention to this request. We look forward to a conference soon.

Very truly yours,

Alex M. Duarte
Attorney for Qwest

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