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February 3, 2017

VIA HAND DELIVERY

Utah Public Service Commission
Heber M. Wells Building
160 East 300 South, 4th Floor
Salt Lake City, Utah 84111

**Re: Supplemental Exhibits 1, 2, 3 and 4
In the Matter of the Joint application of Level 3
Communications, Inc., and CenturyLink, Inc., et al., Docket
Nos. 16-2266-01, 16-2246-01, 16-2271-01 and 16-2351-02**

Dear Commissioners:

Enclosed for filing with the Utah Public Service Commission (“Commission”) in the above-referenced dockets are originals and 2 copies of the following Supplemental Exhibits to the Joint Application for All Approvals Required under Utah Code for the Transfer of Control of Level 3 Communications, Inc., together with Level 3 Communications, LLC, Broadwing Communications, LLC, WilTel Communications, LLC; Global Crossing Telecommunications, Inc.; Global Crossing Local Services, Inc.; and Level 3 Telecom of Utah, LLC; to Transferee CenturyLink, Inc.:

Supplemental Exhibit 1: Consolidated Application of Level 3 Communications, Inc., and CenturyLink, Inc., to Transfer Control of Domestic and International Section 214 Authorizations, filed with the Federal Communications Commission (“FCC”) on December 12, 2016 (“FCC Consolidated Application”), along with a Supplement thereto, filed with the FCC on December 19, 2016.

Supplemental Exhibit 2: Public Notice issued by the FCC establishing a pleading cycle for the FCC Consolidated Application, dated December 21, 2017.

Supplemental Exhibit 3: Joint Application of CenturyLink, Inc. and Level 3 Communications, Inc. for Approval to Transfer Control of Level 3 Communications, LLC, Broadwing Communications, LLC, WilTel Communications, LLC, Global Crossing Telecommunications, Inc., Global Crossing Local Services, Inc., TelCove Operations, LLC and Level 3 Telecom of Maryland, LLC, and Notification of Financing Arrangements, filed with the Public Service Commission of Maryland, dated January 20, 2017.

Supplemental Exhibit 4: Staff Memorandum in the Matter of the Application of CenturyLink, Inc., Wildcat Merger Sub 1, LLC, WWG Merger Sub LLC, Wildcat Hold Co LLC, and Level 3 Communications, Inc. for Approvals Under the Provision

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of 26 Del. C. § 215, filed with the Public Service Commission of Delaware, dated January 24, 2017.

If you have any questions about this filing, please contact me.

Very truly yours,

PARSONS BEHLE & LATIMER

/s/ William J. Evans

William J. Evans
Counsel for Level 3 Communications, Inc.

WJE/cg
Enclosure

cc: Service List in Docket Nos. 16-2266-01, 16-2246-01, 16-2271-01 and 16-2351-02