

# LATHAM & WATKINS LLP

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August 4, 2010

Ms. Marlene H. Dortch  
Secretary  
Federal Communications Commission  
445 12th Street, SW  
Washington, DC 20554

Re: Reply Comments of CenturyLink, Inc. and Qwest Communications International Inc., *In the Matter of Qwest Communications Inc. and CenturyTel, Inc. d/b/a CenturyLink Application for Transfer of Control*, WC Docket No. 10-110

Erratum

Dear Ms. Dortch:

On July 27, 2010, CenturyLink, Inc. (“CenturyLink”) and Qwest Communications International Inc. (“Qwest”) filed reply comments in the above-captioned proceeding. In reviewing the reply comments, we have noted a minor misstatement in the declaration signed by Karen A. Puckett, Chief Operating Officer of CenturyLink (Exhibit 2 to the reply comments). Specifically, paragraph 3 of the declaration inadvertently states that CenturyLink converted “Embarq’s Ohio retail customers to Embarq’s billing and customer care systems” in October of 2009.

In fact, CenturyLink converted Embarq’s Ohio retail customers to *CenturyLink’s* billing and customer care systems in October of 2009. While we believe that this is evident from the context of the paragraph, we are filing this letter to correct the record out of an abundance of caution. Please substitute the attached version of Ms. Puckett’s declaration for that included with our July 27, 2010 filing.

Thank you for your attention to this matter. We apologize for the inconvenience. Please contact the undersigned should you have any questions.

LATHAM & WATKINS<sup>LLP</sup>

Respectfully submitted,

/s/ Jarrett S. Taubman  
Karen Brinkmann  
Alexander Maltas  
Jarrett S. Taubman

*Outside Counsel for CenturyLink, Inc.*

Enclosure

cc: Alex Johns, Competition Policy Division, Wireline Competition Bureau  
Jeff Tobias, Mobility Division, Wireless Telecommunications Bureau  
David Krech, Policy Division, International Bureau  
Jim Bird, Office of General Counsel

**Before the  
FEDERAL COMMUNICATIONS COMMISSION  
Washington, D.C. 20554**

In the Matter of	)	
	)	
Applications Filed by Qwest Communications International Inc. and CenturyTel, Inc.	)	WC Docket No. 10-110
d/b/a CenturyLink for Consent to	)	
Transfer of Control	)	

**DECLARATION OF KAREN A. PUCKETT IN SUPPORT OF REPLY COMMENTS OF CENTURYLINK, INC AND QWEST COMMUNICATIONS INTERNATIONAL INC.**

1. My name is Karen A. Puckett. My business address is 100 CenturyLink Drive, Monroe, Louisiana, 71203. I am currently employed as Chief Operating Officer of CenturyLink and have held this position since 2009. Previously, I was President and Chief Operating Officer (2002-2009), and Executive Vice President and Chief Operating Officer (2000-2002) of CenturyTel, Inc. As Chief Operating Officer, I am knowledgeable about CenturyLink's operations, and about its integration of Embarq Corporation.
2. CenturyLink is a well-respected, proven operator and acquirer of incumbent local exchange carrier properties. We have purchased and successfully integrated numerous telecommunications properties over the past 15 years, including assets purchased from Pacific Telecom, Inc., Ameritech, GTE, Verizon, and Digital Teleport, Inc., the cash acquisition of Madison River Communications Corp., and the stock acquisition of Embarq Corporation.

3. To ensure the highest quality of customer service, CenturyLink has made significant progress on integrating the CenturyLink and Embarq operating systems since the July 1, 2009 merger. For example, in October of 2009, just months after the transaction was completed, CenturyLink converted Embarq's financial and human resources systems to CenturyLink's financial and human resources systems, and converted Embarq's Ohio retail customers to CenturyLink's billing and customer care systems. In April 2010, CenturyLink also completed the conversion of Embarq's North Carolina retail customers to CenturyLink's billing and customer care systems. The Ohio and North Carolina Embarq retail customer conversions collectively represent approximately 25 percent of total Embarq retail customers. The conversion of Embarq's retail customers in four additional states to CenturyLink's billing and customer care systems is scheduled for later in 2010, which will bring the collective Embarq retail customer conversions to approximately 50 percent. CenturyLink is on track to complete the conversion of all Embarq retail customers to CenturyLink's billing and customer care systems by the end of third quarter of 2011.
4. CenturyLink's strong performance over a variety of metrics since the close of the merger with Embarq Corporation, is evidence of its integration success. For one, CenturyLink has significantly improved the rate of access line decline and the growth rate of high-speed Internet customers in some of our larger exchanges in Nevada, North Carolina, and Florida since acquiring Embarq in mid-2009.

5. CenturyLink has also improved the quality of its services as demonstrated by a variety of indicators. For example, during the period of June 30, 2009 to March 31, 2010, CenturyLink has improved the percentage of service order and repair appointments that have been met, with an increase of 11.8 percent for voice services and 9.8 percent for high-speed Internet. The percentage of out-of-service repairs cleared in 24 hours or less has improved by 6.8 percent for voice services and 5.6 percent for high-speed Internet, with the mean time for out-of-service repairs shrinking from 17.7 hours to 14.9 hours for voice services and from 19.8 hours to 17.8 hours for high-speed Internet. The service order completion interval has similarly been reduced from an average of 1.7 days to 1.2 days for voice services, and an average of 2.9 days to 1.9 days for high-speed Internet.
6. The expected completion of the conversion of Embarq's retail customers by the end of third quarter 2011 and our anticipated closing of the Qwest transaction in the first half of 2011 positions CenturyLink well to smoothly transition to the integration of Qwest in a timely manner following the transaction close.

I declare that the foregoing is true to the best of my information, knowledge, and belief.

Dated:

7-27-10

Haron Pucett