

**STATE OF NEW JERSEY
BOARD OF PUBLIC UTILITIES**

In the Matter of Qwest Communications Company)
and CenturyTel, Inc. for Approval of Control of) Docket No. TM10050343
Qwest Communications Company LLC)

**PUBLIC EXHIBITS TO
TESTIMONY OF SUSAN M. BALDWIN
ON BEHALF OF THE
NEW JERSEY DIVISION OF RATE COUNSEL**

STEFANIE A. BRAND
DIRECTOR, DIVISION OF RATE
COUNSEL

Division of Rate Counsel
31 Clinton Street, 11th Floor
P.O. Box 46005
Newark, NJ 07101
(973) 648-2690 - Phone
(973) 624-1047 – Fax
www.rpa.state.nj.us
njratepayer@rpa.state.nj.us

Filed: September 23, 2010

**ALLEGED CONFIDENTIAL AND HIGHLY CONFIDENTIAL INFORMATION
HAS BEEN REDACTED**

Confidential Exhibit SMB-C-1

CenturyLink's confidential response to RC-ID-60
(map of CenturyLink's exchanges and fiber routes)

ALLEGED CONFIDENTIAL AND HIGHLY CONFIDENTIAL MATERIAL HAS
BEEN REDACTED

Confidential Exhibit SMB-C-2

CenturyLink's confidential response to RC-ID-59

(capital budgets)

ALLEGED CONFIDENTIAL AND HIGHLY CONFIDENTIAL MATERIAL HAS
BEEN REDACTED

Exhibit SMB-3

FCC Internet Access Services Report, Chart 13: Distribution of Residential Fixed
Connections by Downstream Speed Tier as of June 30, 2009

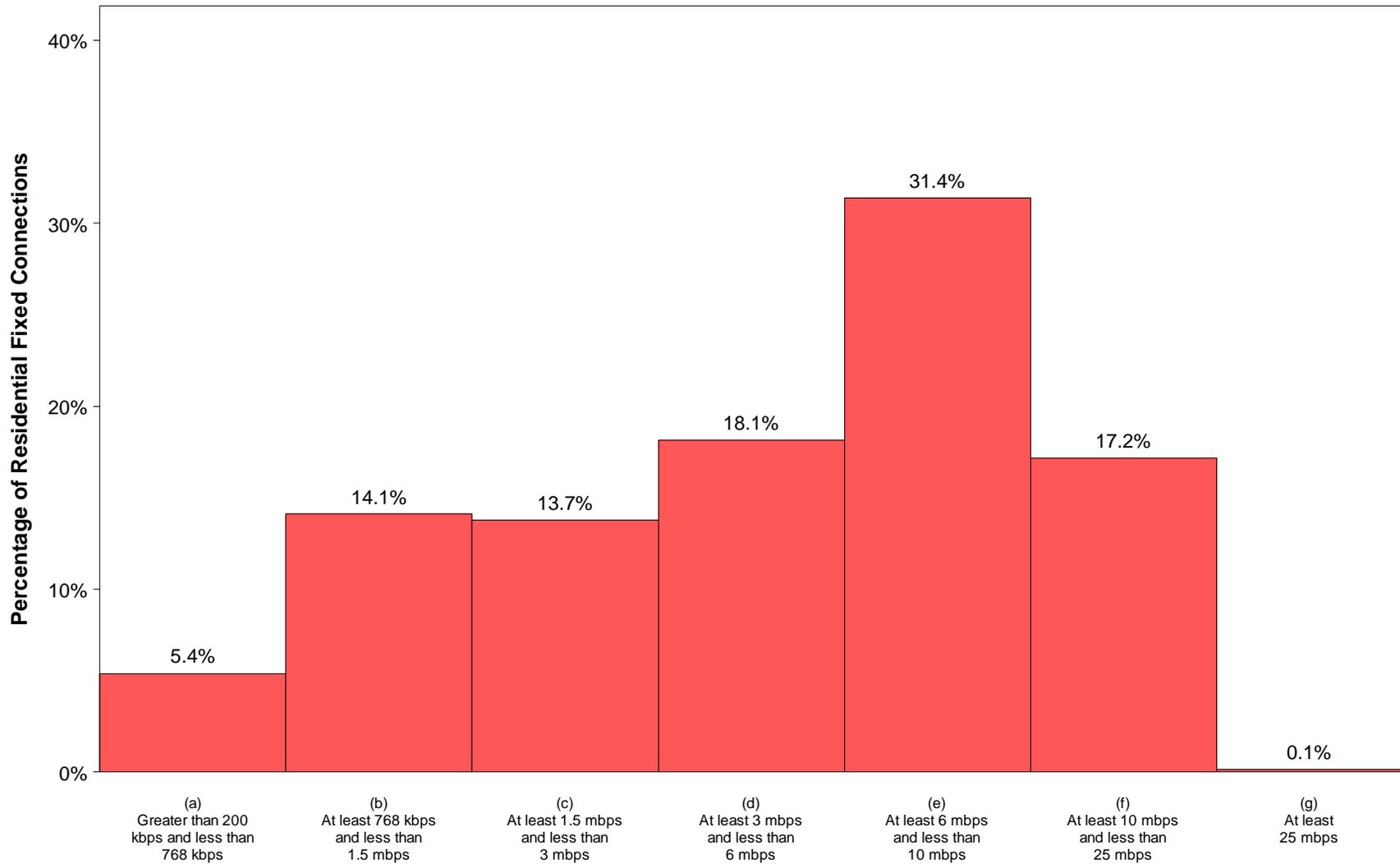
Internet Access Services: Status as of June 30, 2009

Industry Analysis and Technology Division
Wireline Competition Bureau
September 2010



This report is available for reference in the FCC's Reference Information Center, Courtyard Level, 445 12th Street, SW, Washington, DC. Copies may be purchased by contacting Best Copy and Printing, Inc., 445 12th Street, SW, Room CY-B402, Washington, DC 20554, telephone (800) 378-3160, or via their website at www.bcpiweb.com. The report can also be downloaded from the Wireline Competition Bureau Statistical Reports Internet site at www.fcc.gov/wcb/stats.

Chart 13
Distribution of Residential Fixed Connections
by Downstream Speed Tier as of June 30, 2009



Note: Figures may not sum to totals due to rounding.
Source: FCC Form 477, Part VI.

Highly Confidential Exhibit SMB-HC-4
CenturyLink's highly confidential response to RC-ID-48
(CenturyLink Form 477 as of December 31 2009)

ALLEGED CONFIDENTIAL AND HIGHLY CONFIDENTIAL MATERIAL HAS
BEEN REDACTED

Highly Confidential Exhibit SMB-HC-5

CenturyLink's highly confidential response to RC-ID-43

(CenturyLink's DSL deployment separately for each wire center, and by speed)

ALLEGED CONFIDENTIAL AND HIGHLY CONFIDENTIAL MATERIAL HAS
BEEN REDACTED

Highly Confidential Exhibit SMB-HC-6
CenturyLink's highly confidential response to RC-ID-44
(percent of working lines with DSL capability in each of CenturyLink's exchanges)

ALLEGED CONFIDENTIAL AND HIGHLY CONFIDENTIAL MATERIAL HAS
BEEN REDACTED

Highly Confidential Exhibit SMB-HC-7
CenturyLink's highly confidential response to RC-ID-62
(CenturyLink broadband availability and take rates)

ALLEGED CONFIDENTIAL AND HIGHLY CONFIDENTIAL MATERIAL HAS
BEEN REDACTED

Exhibit SMB-8

Qwest's high-speed Internet options and pricing details

40Mbps SELECT	20Mbps SELECT	12Mbps SELECT	7Mbps SELECT	1.5Mbps SELECT
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Speed Capability

The most robust internet offering available from Qwest	Can handle virtually any internet application – and more than one at a time.	Download your favorite TV show in as little as 3 minutes and make crisp video calls.	Great for catching a favorite movie online or dominating in the hottest game.	Popular with families to download music, send photos and complete schoolwork.
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Price Comparison

	40 Mbps	20 Mbps	12 Mbps	7 Mbps	1.5 Mbps
With qualifying home phone package <i>Does not include price of phone service</i>	\$19.99	\$19.99	\$19.99	\$19.99	\$19.99
After 6 months (month-to-month pricing)	\$80.00 (save up to \$25 when bundled with a home phone package)*	\$50.00 (save up to \$5 when bundled with a home phone package)*	\$40.00 (save up to \$5 when bundled with a home phone package)*	\$35.00 (save up to \$5 when bundled with a home phone package)*	\$30.00 (save up to \$5 when bundled with a home phone package)*
Internet Only <i>Internet without Qwest home phone service</i> Online Offer!	\$29.99	\$29.99	\$29.99	\$29.99	\$29.99
After 6 months (month-to-month pricing)	\$90.00 (save up to \$20 when bundled with DTV or VZN)*	\$60.00	\$50.00	\$45.00	\$40.00

* To receive additional discounts for Qwest High-Speed Internet, you must bundle your Internet service with a qualifying Home phone service package as one line item on your bill. To receive additional discounts for Internet without home phone service, you must combine Internet service with DIRECTV or Verizon. We'll do this for you automatically when you order so that you get our best bundle savings, but if you want alternatives to bundling then [click here](#).

Special Offers

Speed 

Downstream speeds up to:	40 Mbps	20 Mbps	12 Mbps	7 Mbps	1.5 Mbps
Upstream speeds starting at:	5 Mbps	896 Kbps	896 Kbps	896 Kbps	896 Kbps

Features

Email Features Email accounts	11	11	11	11	11
Qwest Wi-Fi powered by AT&T Wi-Fi	FREE	FREE	FREE	FREE	FREE
Qwest Personal Digital Vault™ (Online backup protection) 2 GB Free, up to unlimited storage for \$9.99/mo.	<input checked="" type="checkbox"/>				
24 x 7 Technical Support	<input checked="" type="checkbox"/>				

[See important details](#)

\$50 Qwest Visa Prepaid Card offer: Qwest.com orders only. Available to new subscribers to Qwest High-Speed Internet® 1.5 Mbps speed tier or faster service. Offer not available to customers with Qwest Internet basic service (without features) or with other ISPs. Customer must activate service within 30 days of order and must retain services for a minimum of 45 days after service activation. Customer will receive a postcard within two weeks of ordering service and will be required to complete online redemption form and send a current copy of their previous Internet provider bill within 45 days after ordering services. Name or service address on previous provider bill must match Qwest account. The Prepaid Card will be sent 6-8 weeks after all eligibility, redemption and retention requirements have been met. **Prepaid card expires 6 months after issued.** (Maximum value of cards issued under offer limited to \$50). Offer cannot be combined with other high-speed Internet promotions or reward/award/promotion cards/codes unless otherwise allowed. Call for details. The Qwest Visa Prepaid Card is not redeemable for cash. See cardholder agreement for full terms and conditions and any fees that may apply. Visa prepaid cards can be used at all merchants that accept Visa debit. Visa prepaid debit card issued by and is the property of Center State Bank of Florida, N.A. pursuant to a license from Visa U.S.A., Inc.

Promotional Pricing: After six months, customers also having a qualifying home phone plan will pay the monthly rate for the following speed tiers:

Speed	Monthly Rate with Qualifying Home Phone Plan	Monthly Rate without Qualifying Home Phone Plan
1.5 Mbps	\$30*	\$40*
7 Mbps	\$35*	\$45*
12 Mbps	\$40*	\$50*
20 Mbps	\$50*	\$60*

Discount will begin with first full month of billing. Offer cannot be combined with other high-speed Internet promotions or reward cards unless otherwise allowed. Other restrictions may apply. Limited time offer.

Offer not available to customers with Qwest Internet basic service (without features) or with other ISPs.

* Additional discounts apply to Internet service after six months, when combined as one line item on your bill. Qwest Bundle: One per account; requires subscription to qualifying home phone plan and additional qualifying services.

Qwest Wi-Fi powered by AT&T Wi-Fi is a complimentary service available only to Qwest High-Speed Internet® subscribers. Access is subject to AT&T Terms of Service and Acceptable Use Policy. Go to qwest.com/wifi to find participating locations and for further details.

Qwest Personal Digital Vault: This is an on-line back-up service for files stored on personal computer and is not designed to be an alternative storage site. Includes 2 GB storage capacity per account at no charge for Qwest High-Speed Internet subscribers. Customer can have more than one account but can only back-up only one computer per account. Each account requires a different e-mail address. Additional capacity available for purchase. Cannot be used for business or other commercial activity. Usage will be monitored and customers may be required to show compliance if storage exceeds 150 GB per account or other non-compliance is indicated. Customers utilizing substantial storage capacity may be required to activate additional accounts at no additional charge. While service will automatically encrypt and protect files, customer may lose this protection when sharing files with others. Service is subject to additional restrictions and Terms of Service agreement. Contact Qwest for complete details.

Qwest High-Speed Internet®: Service not available in all areas. Connection speeds are based on sync rates. Download speeds will be up to 15% lower due to network requirements and may vary for reasons such as customer location, websites accessed, Internet congestion and customer equipment. Fiber-optics exists from the neighborhood terminal to the Internet. Speed tiers of 7 Mbps and lower are provided over fiber optics in selected areas only. Customers qualifying for 7 Mbps speed tier will receive maximum line speeds ranging from 3 to 7 Mbps. Activation fee applies. Prices exclude taxes, surcharges, and other fees. With approved credit. Requires compatible modem. Subject to additional restrictions and subscriber agreement.

Qwest @Ease™ plans are available only to Qwest High-Speed Internet® subscribers. Each plan covers one High-Speed Internet line. See the Qwest @Ease Web site at <http://www.qwest.com/ease> for complete details.

30-Day Guarantee: Available to new subscribers who call Qwest to cancel within first 30 days of service. Refund excludes selected optional charges, such as professional installation. Cancellations within first 30 days will not incur early termination charge.

Qwest High-Speed Internet network reliability based on current network availability statistics.

All trademarks are owned by Qwest.

Exhibit SMB-9

CenturyLink's high-speed Internet pricing and speed details

High-Speed Internet

Input your phone number or address and see if High-Speed Internet is available in your area. Then select the speed you want from below.



Check Availability

To purchase High-Speed Internet
Check Availability

[Check availability](#)

► Call 866.304.6820
[Find a CenturyLink Store](#)

<p>Up to 10.0M download</p> <p>\$54⁹⁵ per month High-Speed Internet price</p> <p>or</p> <p>\$39⁹⁵ per month bundle price</p> <p>Learn more</p> <ul style="list-style-type: none"> Answers the need for speed Ultimate speed for multi-media applications 	<p>Up to 5.0M download</p> <p>\$49⁹⁵ per month High-Speed Internet price</p> <p>or</p> <p>\$34⁹⁵ per month bundle price</p> <p>Learn more</p> <ul style="list-style-type: none"> Most popular speed for heavy Internet users Download videos, share pictures, play online games and surf at a premium speed 	<p>Up to 3.0M download</p> <p>\$39⁹⁵ per month High-Speed Internet price</p> <p>or</p> <p>\$24⁹⁵ per month bundle price</p> <p>Learn more</p> <ul style="list-style-type: none"> Recommended speed for multiple computers and heavy Internet usage Set up wireless home networking, download music, share pictures and play online games 	<p>Up to 1.5M download</p> <p>\$34⁹⁵ per month High-Speed Internet price</p> <p>or</p> <p>\$19⁹⁵ per month bundle price</p> <p>Learn more</p> <ul style="list-style-type: none"> Best choice for seeking the right balance of price and speed Check e-mails, send pictures, shop online and trade stocks 	<p>Up to 768k download</p> <p>\$29⁹⁵ per month High-Speed Internet price</p> <p>or</p> <p>\$14⁹⁵ per month bundle price</p> <p>Learn more</p> <ul style="list-style-type: none"> Basic high-speed Internet access Check email and browse the Web casually
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How fast is fast? Compare High-Speed Internet speeds to Dial up. [Start comparison](#)

[Features](#) | [FAQs](#) | [Requirements](#)

RELATED LINKS

The following benefits are included with High-Speed Internet service and are accessible through CenturyLink.net. Please visit [CenturyLink.net](#) to learn more.

Email

- Create up to eight e-mail addresses, each with unlimited mailbox storage
- Quickly preview photo attachments, maps and websites with your mouse
- Access your e-mail from any computer or wireless phone with Internet

CenturyLink.net Custom Homepage

- Get instant access to Email
- Stay updated with the latest headlines in news, weather, sports, and entertainment
- Tune into 20 channels of commercial-free radio, music videos, and movie previews

20MB of Personal Webspace

- Build your own personal website with easy-to-use tools
- Write content, upload pictures, host message boards, organize the layout, and much more
- Share your website with family and friends

- [Premium Web Packs](#)
- [Movie Downloads](#)
- [Home Networking Equipment](#)
- [High-Speed Internet Support](#)
- [RescueITSM](#)

Other fees and conditions may apply. [Click here for details.](#)

Terms & Conditions

ADDITIONAL INFORMATION REGARDING CENTURYLINK™ PRODUCTS AND SERVICES FOR RESIDENTIAL CUSTOMERS

Offers and rates apply to new Residential customers only. The following sections below apply to all residential services, offers, and rates: General, Terms and Conditions, and Taxes, Fees and Surcharges.

GENERAL

Services and offers not available everywhere. CenturyLink may change, cancel, or substitute offers and services, or vary them by service area at its sole discretion without notice. Requires credit approval and deposit may be required. Additional restrictions apply.

TERMS AND CONDITIONS

All products and services listed are governed by tariffs, local terms of service, or terms and conditions posted to http://about.centurylink.com/legal/rates_conditions.html ("Website"), incorporated here.

TAXES, FEES AND SURCHARGES

Taxes, fees, and surcharges apply, including a Carrier Universal Service charge, National Access Fee surcharge, a one-time, High-Speed Internet activation fee, and state and local fees that vary by area and certain in-state surcharges. Cost recovery fees are not taxes or government-required charges use. Taxes, fees, and surcharges apply based on standard monthly, not promotional, rates. Call 866.960.7089 for a listing of applicable taxes, fees, and surcharges.

- [▼ Promotional Offers](#)
- [▼ Product Performance Claims](#)
- [▼ Bundled Services](#)
- [▼ Voice Services And Features \(Local And Nationwide Long Distance Calling\)](#)
- [▼ Data Services](#)
- [▼ Television Services And Features](#)
- [▼ Home Security](#)
- [▼ Referral Program](#)
- [▼ Copyright/Trademark Notice](#)

Promotional Offers

The information below applies to promotional offers for services. These limited-time promotional offers may include special monthly pricing on services, associated items available with your purchase of services, and unique savings and performance capabilities. If you have any questions, please contact CenturyLink customer service at 866.960.7089 .

All promotional offers, unless otherwise indicated, end September 30, 2010. Promotional offers may be limited to specific locations, which may change without notice.

One-Time or Limited Time Discounts on Monthly Service Rates: Expiration dates on promotional monthly discounts vary. One offer per residential customer. Subscription to multiple services or a term agreement may be required. Customer must continue to subscribe to qualifying service(s) and remain in good credit standing for the duration of the promotion to receive full discount. Discounts will be discontinued, at any time during the promotional period, if any promotional requirements are not in compliance with offer. Credits will appear on the next full invoice after service installation or customer activation of promotion for one or more months of service as outlined in promotional offer. The standard monthly rate for the applicable service(s) will apply after promotional monthly discount expires. May not be combined with other promotional offers or discounts. Discount available on recurring monthly service rate only and not applicable on taxes, fees and surcharges. Other restrictions and limitations may apply. Service terms set forth in the applicable service sections below also apply.

\$14.95/mo. High-Speed Internet Offer: Offer requires a one year term agreement for CenturyLink™ High-Speed Internet and

subscription to a qualifying voice plan. CenturyLink™ High-Speed Internet speed is up to 768 Kbps and an additional monthly modem fee plus one-time shipping and handling fee will apply. Service terms set forth in the [VOICE SERVICES AND FEATURES](#) and [DATA SERVICES](#) sections below also apply.

\$24.95/mo. High-Speed Internet Offer: Offer requires a subscription to a qualifying voice plan. CenturyLink™ High-Speed Internet speed available up to 768Kbps and an additional monthly modem fee plus a one-time shipping and handling fee will apply. Service terms set forth in the [VOICE SERVICES AND FEATURES](#) and [DATA SERVICES](#) sections below also apply.

\$54.95/mo. High-Speed Internet Offer: Offer available in Las Vegas, NV only and requires a one year term agreement for CenturyLink™ High-Speed Internet and subscription to a qualifying voice plan. CenturyLink™ High-Speed Internet speed available up to 25 Mbps, depending upon your location, and an additional monthly modem fee plus a one-time shipping and handling fee will apply. Service terms set forth in the [VOICE SERVICES AND FEATURES](#) and [DATA SERVICES](#) sections below also apply.

\$49.95/mo. Tri-Cities of Virginia and Pennsylvania offer: Offer available in select markets of the Tri-City area of Virginia and Pennsylvania only. Bundled monthly rate includes Essentials Calling Plan, Unlimited Calling and up to 768 K speed of High Speed Internet (one year term agreement required for High Speed Internet) and applies for 12 consecutive months (after which the standard monthly rate will apply for each service). An additional monthly modem fee plus a one-time shipping and handling fee will apply for High Speed Internet. Service terms set forth in the [VOICE SERVICES AND FEATURES](#) and [DATA SERVICES](#) sections below also apply.

Double-Play Locked-In Rate: Offer available in Ohio only. Applies only to the monthly recurring charges for the listed services; excludes all taxes, fees and surcharges, and monthly recurring fees for modem/router and professional installation. Listed bundle monthly recurring charge requires a subscription to CenturyLink™ Unlimited Calling plan and applies to CenturyLink™ High-Speed Internet speeds ranging up to 3Mbps. Monthly rate is valid for five years (after which the rate reverts to the then-current standard rate). Offer requires customer to remain in good standing and terminates if customer changes their account in any manner including any change to the required CenturyLink services (canceled, upgraded, downgraded), telephone number change, or change of physical location of any installed service (including customer moves from residence of installed services). Service terms set forth in the [VOICE SERVICES AND FEATURES](#) and [DATA SERVICES](#) sections below also apply.

PURE Broadband (High Speed Internet): PURE Broadband available to qualifying residential customers in select areas of Las Vegas, NV, Killeen, TX and Tallahassee, FL. The listed monthly rate requires a minimum service commitment of 12 months (after which the rate reverts to the then-current standard rate). Speed availability varies depending upon customer location. An additional monthly fee (including professional installation, if applicable) and separate shipping and handling fee will apply to customer's modem or router. Rate excludes taxes, fees and surcharges. Service terms set forth in the [DATA SERVICES](#) section below also apply.

Satisfaction Guarantee: Applies only to new, standard, residential PURE Broadband and CenturyLink™ High-Speed Internet services, \$14.95/mo. in select markets ("Service"). To be eligible, customers must complete online form at www.centurylink.com/30days at least 5 days before requesting cancellation of Service. Customer must cancel Service no later than 30th day after Service installation at customer's residence. CenturyLink will credit the following applicable Service charges to customer's CenturyLink invoice within 60 business days following customer's Service disconnection date: monthly recurring charges, monthly recurring modem or router charges, shipping and handling fees for modem or router, professional installation fees, activation fee, and all applicable taxes, fees, and surcharges related to Service and modem/router. Not available with other offers or promotions. Service terms set forth in the [DATA SERVICES](#) section below also apply.

PRISM™ TV 30-Day Guarantee: Advertised 30-day, money-back guarantee ("TV Guarantee") applies only to installation charges, monthly recurring charges (i.e., base monthly service charges, premium service subscription charges), and applicable taxes incurred by customer for CenturyLink DTV residential service. The TV Guarantee does not apply to applicable charges for Video On Demand purchases, charges for Pay Per View purchases, and other usage-based charges, and customer will be invoiced for and responsible for payment of such fees and charges incurred. Customer must contact a CenturyLink customer service representative at 866.960.7089 within thirty (30) calendar days of the activation of customer's CenturyLink DTV service in order to invoke TV Guarantee. Customer must also return any STBs as instructed by CenturyLink in order to invoke TV Guarantee. Charges subject to TV Guarantee will be credited or refunded, as applicable, on customer's next bill cycle, as determined at CenturyLink's sole discretion. Service terms set forth in the [PRISM™ TV Service](#) section below also apply.

Product Performance Claims

Download Claims: Standard network connections typically download as described in these materials, but your actual results may vary due to items outside a provider's control, including equipment used and external conditions.

High-Speed Internet Consistent Speed Claims: Consistent speed claim as well as claim that your connection to CenturyLink's network is 100% yours is based on CenturyLink providing its High-Speed Internet subscribers with a dedicated, virtual-circuit connection to the CenturyLink central office.

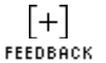
Bundled Services

The information below applies to service bundles. If you have any questions, please contact CenturyLink customer service at 866.960.7089.

Monthly Rate for all Service Bundles: The monthly rate for all bundled services will apply while customer subscribes to all qualifying services. If 1 or more services are cancelled, the standard monthly fee will apply to each remaining service.

CenturyLink™ Double Play: Available in select areas. Qualifying services required. Services bundles are composed of either Unlimited Calling and High-Speed Internet plan or High-Speed Internet Plan and Television Plan. One to two year term agreement may apply as indicated in promotional advertising.

CenturyLink™ Triple Play: Available in select areas. Qualifying services required. Services bundles are composed of Unlimited Calling, High-Speed Internet and Television Plan. One to two year term agreement may apply as indicated in promotional advertising.



Voice Services And Features (Local And Nationwide Long Distance Calling)

The information below applies to voice services and features. To receive long distance plan rates, customers must choose the applicable CenturyLink long distance company as your IntraLATA and InterLATA toll carrier. All CenturyLink™ long distance plans exclude commercial use, call center, data and facsimile services (including dial-up internet connections, data services, and facsimile (each billed at \$0.10/minute)), conference lines, directory and operator assistance, chat lines, pay-per-call, calling card use, or multi-housing units; services in this list are available for additional charges. International calling billed separately at rates listed at Website. If you have any questions, please contact CenturyLink customer service at 866.960.7089.

CenturyLink™ Local Service: Applies to 1 residential phone line with direct-dial voice calling and choice of local calling features and choice of CenturyLink™ long distance service plans, unless the Unlimited Calling plan is selected.

CenturyLink™ Calling Features: Select up to 14 calling features for residential home phone. Requires subscription to CenturyLink™ local service.

CenturyLink™ Voicemail: Requires subscription to CenturyLink™ local service.

CenturyLink Roadside Protection Plus: A 24/7 protection plan for home and car lock-outs.

CenturyLink™ Additional Line: Each additional line has a monthly service charge associated with it and there may be a connection charge. Special offers related to additional lines do not include installation charges associated with the installation of new jacks. Rates for additional lines will vary by service area and are subject to change.

CenturyLink™ Telephone Protection (Inside Wire Maintenance): Certain equipment may not be eligible for Inside Wire Maintenance with Telephone Protection. Inside Wire Maintenance Plan is an optional service, is not required for basic telephone service, and may be cancelled at any time without penalty. Customer may select Inside Wire Maintenance as a service without subscribing to the Telephone Protection Plan, but must subscribe to Inside Wire Maintenance in order to be able to subscribe to the Telephone Protection Plan.

CenturyLink™ Protection Package (Peace of Mind): Requires subscription to CenturyLink home phone and High-Speed Internet plan and includes the PC Protection Plan, Inside Wire Maintenance Plan with Telephone Protection and Roadside Protection Plus.

CenturyLink™ Easy Talk (50, 100, 200): Plans using a bucket of minutes, per minute rates apply to minutes over the bucket, unused minutes cannot be carried over to subsequent month(s), and the full dollar amount for each bucket is not prorated in the first month of the billing. Customer also must purchase CenturyLink Long Distance service. CenturyLink reserves the right to cancel or discontinue the EasyTalk long distance plan at any time without notice.

CenturyLink™ Essentials Calling Plan: Applies to one local access residential phone line with unlimited local calling and six

calling features. Local calling area varies by market. Service does not include 1+ dialing. Depending on customer's service area, toll and EAS may or may not be included and may or may not be mandatory charges.

CenturyLink™ Unlimited Calling: Applies to 1 residential phone line with direct-dial local and nationwide voice calling, designated calling features, and unlimited nationwide long distance service.

Data Services

The information below applies to data services. **Speed availability varies by location**; contact CenturyLink customer service at 866.960.7089 for details on available speeds or regarding any questions.

PURE Broadband (available in up to 10 Mbps speeds; rates vary): **May require a one or two year agreement and subscription to a qualifying CenturyLink™ Calling Plan. Offer available in Las Vegas, NV, Killeen, TX and Tallahassee, FL. An additional monthly fee (including professional installation, if applicable) and a shipping and handling fee will apply to customer's modem or router.** Early termination results in customer being responsible for payment of the applicable monthly recurring service fee multiplied by the number of months remaining in the minimum service period, up to \$200. Performance will vary due to conditions outside of network control and no speed is guaranteed. Telephone landline is part of the service only for the purpose of data traffic transmission/connection and cannot be used for voice traffic transmission, except for 911 services.

CenturyLink™ Dial-Up and CenturyLink™ High-Speed Internet (available in up to 768K, 1.5 Mbp, 10 Mbp, 15 Mbp speeds and 25 Mbp; rates vary): **May require a one or two year agreement and subscription to a qualifying CenturyLink™ Calling Plan. An additional monthly fee (including professional installation, if applicable) and a shipping and handling fee will apply to customer's modem or router.** Early termination results in customer being responsible for payment of the applicable monthly recurring service fee multiplied by the number of months remaining in the minimum service period, up to \$200. Performance will vary due to conditions outside of network control and no speed is guaranteed.

CenturyLink™ Digital Music: Subscription to CenturyLink™ High-Speed Internet service is required and is not included in monthly Digital Music service rates. Customer must have the following minimum hardware and software installed on its PC: Windows 2000 or higher ("To Go" music option requires Windows XP and "subscription" capable MP3 Player; see www.playsforsure.com for details); Internet Explorer 6.0 or higher; Windows Media Player 9.0 or higher, which must be installed prior to CenturyLink™ Digital Music installation (for users with Windows XP, CenturyLink recommends Windows Media Player 10; "To Go" Music Requires WMP 10); Macromedia Flash Plug-In; Active X Plug-In; 64 MB RAM; Pentium class processor; 50 MB of hard disk space; and sound card with speakers or headphones.

CenturyLink™ PC Security Suite: Spam and Virus protection are not available on Macintosh computers. EZ Armor Security Suite software must be downloaded on CenturyLink™ High-Speed Internet service only. Download speeds and security may vary. The following items are required:

- Minimum system requirements: 18 MB of available hard disk space
- Internet Explorer: minimum version 5.0 required, 5.5 recommended
- Windows XP Home or Professional: 128MB RAM, 300MHz or higher Pentium-compatible CPU
- Windows 2000 Professional: 128MB RAM, 133MHz or higher Pentium-compatible CPU
- Windows NT 4 (SP3+) Workstation: 64MB RAM, 166MHz or higher Pentium-compatible CPU
- Windows ME: 32MB RAM, 150MHz or higher Pentium-compatible CPU
- Windows 2000 or higher: 32MB RAM, 133MHz or higher Pentium-compatible CPU.

CenturyLink™ PC Protection Plan: Plan includes PC maintenance and repair, onsite or automated remote repair and 24/7 online support. Contact CenturyLink Customer Service at 866.960.7089 for more details.

CenturyLink™ Computer Support Services Bronze Package: Monthly rate includes Security, Anti-Virus software and PC Protection.

CenturyLink™ Computer Support Services Silver Package: Monthly rate includes Security, Anti-Virus software, PC Protection and back-up/storage and file-sharing.

CenturyLink™ Computer Support Services Gold Package: Monthly rate includes Security, Anti-Virus software, PC Protection, PC Maintenance/tune-ups, PC setup, installation and networking, 20x7 unlimited telephone support.

CenturyLink™ Computer Support Services Platinum Package: Monthly rate includes Security, Anti-Virus software, PC Protection, back-up/storage and file-sharing, PC Maintenance/tune-ups, PC setup, installation and networking, 20x7 unlimited telephone support.

CenturyLink™ Share & Store: Monthly rate includes unlimited back-up and remote data storage from internal hard disk only of one personal computer. Business usage prohibited. Requires qualifying operating system, sufficient processor and disk space, access to the Internet, and a valid email address.

CenturyLink™ RescueIT™: **All support services**: Microsoft Windows® 2000, XP, Windows 7 or Vista operating systems only. Suspected misuse or abuse of any computer support may result in termination. We reserve the right to limit the amount of time spent on any single issue and recommend the dispatch of an in-home technician, at additional costs to the customer, in order to resolve the issue, and may decline certain services or operations outside of the scope of the service. **Protection Plan**: Requires one-year term commitment. A \$50 early termination fee will apply if customer terminates service during the term commitment. One personal computer only. **In-Home Computer Support**: Microsoft Windows® 2000, XP, or Vista or Apple operating systems installation, reinstallation or system recovery only. All necessary connections require customer-supplied wiring and adaptors.

Television Services And Features

The information below applies to television services and features. If you have any questions, please contact CenturyLink customer service at 866.960.7089.

CenturyLink™ PRISM™ TV: **Offers and stated rates are available to new, first-time PRISM TV residential customers only in select areas of Jefferson City and Columbia, Missouri, Fort Myers, Florida and La Crosse, Wisconsin.** All plans require separate local phone service plan and include digital channels (including local channels), one set-top box, one modem gateway, and up to four standard direct video streams to residence. CenturyLink-provided set-top boxes are required to view TV. If a term agreement applies to the offer, an early termination fee in the amount of discounts received applies if customer terminates services before the end of the applicable term agreement. Local channel availability varies by market. Caller ID service must be purchased separately to enable the on-screen Caller ID feature; Caller ID feature is not available in all areas. High Definition (HD) available on all TV plans for an additional \$11.99/month, and up to two of the up to four video streams can be in HD. Subscription to service precludes customers from purchasing high-speed internet services from any third party. Additional charges will apply for additional programming packages, movie channel subscriptions (except for MyPremium TV plan), pay per view movies and events, On-Demand purchases, and premium services/subscriptions for all plans. Some subscription services, events, and broadcast network service may be blacked out in your area. Customer may dial *67 (touchtone) or 1167 (rotary) prior to placing a call to block their calling information. In order for media sharing to operate correctly customer must have Windows XP or VISTA and Windows Media Player II. **Equipment**: Minimum equipment and CenturyLink professional installation is required. At initial installation, each customer receives: one VDSL 2 modem; up to 6 set-top boxes ("STBs") (standard plan includes 1 STB; additional STBs are available for an additional monthly rate, per STB); and 1 remote control per STB installed. All equipment must be returned to designated CenturyLink retail store within 30 days after service disconnection in an undamaged condition, or customer is charged for each equipment piece not returned or returned as damaged. **My TV Plan**: Quad Play DVR service excluded and is available for an additional monthly fee. **My Complete TV and My Premium TV Plans**: Includes Quad Play DVR service.

DIRECTV service provided by DIRECTV: Hardware lease fee (\$5.00/mo. for second and each additional receiver) required and available separately.

***BILL CREDIT OFFER**: Eligibility based on ZIP code. LIMIT ONE PROGRAMMING OFFER PER ACCOUNT. In order to receive full \$29 credit in first 12 months, customer must submit rebate form online and register account on directv.com prior to rebate redemption. Requires valid email address and must agree to receive emails. **Upon system activation, customer will receive rebate instructions (included in the DIRECTV welcome letter or in a separate mailing) and must comply with the terms on the instructions. Price reflects a \$29/mo. bill credit for first 12 months. Rebate begins 6-8 weeks after receipt of rebate form online or by mail. Timing and duration of promotional price depends on rebate date.** Account must be in "good standing," as determined by DIRECTV in its sole discretion, to remain eligible. DIRECTV not responsible for late, lost, illegible, mutilated, incomplete, misdirected or postage-due mail. **BILL CREDITS WILL AUTOMATICALLY DISCONTINUE AFTER 12TH CREDIT. DIRECTV System has a feature which restricts access to channels. IF, BY THE END OF THE PROMOTIONAL PRICE PERIOD(S), CUSTOMER DOES NOT CONTACT DIRECTV TO CHANGE SERVICE, THEN ALL SERVICES WILL AUTOMATICALLY CONTINUE AT THE THEN-PREVAILING RATES, INCLUDING THE \$5/MO. LEASE FEE FOR THE 2ND AND EACH ADDITIONAL RECEIVER.** In certain markets, programming/pricing may vary. Package pricing at directv.com/packages. DIRECTV System has a feature which restricts access to channels.

++HD or DVR UPGRADE INSTANT REBATE: Second advanced product offer for qualified customers only who select an HD DVR or HD Receiver as the first free equipment package. Advanced equipment instant rebate requires activation of the CHOICE XTRA package or above; MÁS ULTRA or above; Jadeworld; or any qualifying international service bundle, which shall include the PREFERRED CHOICE programming package (valued at \$38.99/mo.). **DVR service (\$7.00/mo.) required for DVR and HD**

DVR lease; HD Access fee (\$10.00/mo.) required for HD and HD DVR lease. LIMIT ONE ADVANCED EQUIPMENT REBATE PER DIRECTV ACCOUNT.

INSTALLATION: Standard professional installation only. Custom installation extra.

SYSTEM LEASE: Purchase of 24 consecutive months of any DIRECTV base programming package (\$29.99/mo. or above) or qualifying international services bundle required. **FAILURE TO ACTIVATE ALL DIRECTV SYSTEM EQUIPMENT IN ACCORDANCE WITH THE EQUIPMENT LEASE ADDENDUM MAY RESULT IN A CHARGE OF \$150 PER RECEIVER NOT ACTIVATED. IF SERVICE IS TERMINATED BEFORE THE END OF THE AGREEMENT, A CANCELLATION FEE OF \$20/MONTH REMAINING WILL APPLY. ALL EQUIPMENT IS LEASED AND MUST BE RETURNED TO DIRECTV UPON CANCELLATION, OR UNRETURNED EQUIPMENT FEES APPLY. VISIT directv.com OR CALL 1-888-388-6622 FOR DETAILS.**

Programming, pricing, terms and conditions subject to change at any time. In certain markets, programming/pricing may vary. **Term agreement of 24 consecutive months required for lease.** Pricing residential. Receipt of DIRECTV programming is subject to the terms of the DIRECTV Customer Agreement; copy provided at directv.com/legal and mailed to customers in the first month. DIRECTV, the Cyclone Design logo and CHOICE XTRA are trademarks of DIRECTV, Inc.

Home Security

The information below applies to home security services. If you have any questions, please contact CenturyLink customer service at 866.960.7089.

Home security services are only available in select areas of Louisiana.

CenturyLink™ Home Security: Landline service required for Home Security service. Promotional rates are available to new or existing residential CenturyLink landline customers only; standard monthly rate is available to all other customers. Requires a minimum service term agreement and early termination fees apply. Service is transferable to another location within our service area. The use of some system features shown for display purposes may require the purchase of additional equipment. Savings on homeowner's insurance vary by market and are dependent on terms and conditions of homeowner's insurance policy. Average monitoring rates were calculated by averaging the rates of competitors nationwide. Savings on home security services vary by market. Crime statistics obtained from the Federal Bureau of Investigation's Uniform Crime Reports. Some states require licensing to perform security monitoring services. In those states where CenturyLink offers such services, our licenses are: Alabama License # - AL05927 Louisiana Burglar # - BF000087 Louisiana Fire # - D0000033. In Texas, CenturyLink's operating license is issued by the Texas Board of Private Investigators and Private Security Agencies, P.O. Box 13509, Capitol Station, Austin, TX 78711, 512.475.3944. Texas License # - ACR-1825. Arkansas License # - E080 and regulated by: Arkansas Board of Private Investigators and Private Security Agencies, # 1 State Police Plaza Drive, Little Rock, AR 72209, 501.618.8600. Tennessee License # - TN1188.

CenturyLink™ Security Monitoring and CenturyLink™ Wireless Home Security System: Available in select areas only. Contact CenturyLink Customer Service at 866.960.7089 for details.

Referral Program

In order to participate in the Customer Referral Program ("Program"), referring customer must have an active residential CenturyLink account in one (1) or more CenturyLink local service areas. Business accounts not eligible for credits. CenturyLink employees and their immediate family members are not eligible to refer. Program is subject to change and may vary by service area. CenturyLink reserves the right to add, change or remove any part of the Program or discontinue the Program at any time. All Program Participants must maintain a qualifying CenturyLink account in good credit standing to receive all applicable Program credits as allocated below. Referring Customer: Referring customers receive \$50 credit when a new CenturyLink referred customer subscribes to a qualifying service such as CenturyLink™ PRISM™ TV, CenturyLink™ High-Speed Internet or DirecTV through CenturyLink ("Qualifying Service"). Referring customers receive \$25 credit when an existing CenturyLink referred customer adds a Qualifying Service through CenturyLink. The \$50 and \$25 will be in the form of credits on the CenturyLink bill. Referring customer is entitled only to one credit per month per referred customer. Limit \$600 in credits per calendar year. Please allow 30 days from the date referred customer orders the service for your credits to appear on your bill. **Referred Customer:** Referred Customer will receive \$10 off each month on one Qualifying Service for 6 consecutive months assuming service availability. The Qualifying Service must be installed within 60 days of the initial referral date by Referring Customer. Customer must maintain the service for six months to receive full \$60 savings.

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Highly Confidential Exhibit SMB-HC-10

Highly confidential attachments to CenturyLink's response to RC-ID-68

(residential broadband pricing details)

ALLEGED CONFIDENTIAL AND HIGHLY CONFIDENTIAL MATERIAL HAS
BEEN REDACTED

Highly Confidential Exhibit SMB-HC-11
Highly confidential attachments to CenturyLink's response to RC-ID-68
(business broadband pricing details)

ALLEGED CONFIDENTIAL AND HIGHLY CONFIDENTIAL MATERIAL HAS
BEEN REDACTED

Confidential Exhibit SMB-C-12
Confidential response to RC-ID-55
(CenturyLink's New Jersey service quality data, 2007 through 2009)

ALLEGED CONFIDENTIAL AND HIGHLY CONFIDENTIAL MATERIAL HAS
BEEN REDACTED