

LATHAM & WATKINS LLP

October 19, 2010

VIA ELECTRONIC FILING

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

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

Dear Ms. Dortch:

CenturyLink, Inc. (“CenturyLink”) and Qwest Communications International Inc. (“Qwest”) write to inform the Commission of a settlement that they recently reached with another CLEC, 360networks (USA) inc. (attached). This settlement is significant in at least two respects.

First, the settlement is the third tangible example of the merging parties’ commitment to negotiate in good faith with CLECs, following the settlements reached with the CLEC intervenors in Iowa¹ and the Minnesota Department of Commerce.² These agreements confirm that CenturyLink and Qwest are willing and able to reach mutually agreeable settlements of the CLECs’ concerns through such negotiations. Second, the settlement highlights the reality that each CLEC has different priorities, different business goals, and different concerns about this transaction. Each settlement differs somewhat from the others in its particulars, based on the negotiation process and the priorities of the parties involved in each negotiation. Congress recognized that the best mechanism to resolve disputes between carriers is through negotiation rather than by regulatory fiat. *See* 47 U.S.C. §§ 251, 252.

For these reasons, any attempt by the Commission to appease each CLEC’s individual concerns by imposing a universally applicable set of conditions—no matter how unnecessary or unrelated to this proceeding—would be imprudent. The CLECs are diverse in their business objectives, priorities, and plans. CenturyLink and Qwest have repeatedly demonstrated that they negotiate in good faith and typically resolve all types of requests and disputes through

¹ *See* CenturyLink and Qwest Ex Parte, WC Docket No. 10-110, filed Sept. 30, 2010.

² *See* CenturyLink and Qwest Ex Parte, WC Docket No. 10-110, filed Oct. 13, 2010.

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negotiation. If, therefore, Cbeyond, Integra, Socket, or other CLECs continue to have particular concerns about wholesale arrangements, the appropriate venue to resolve them is the negotiating table, not the Commission's merger review process.

Please contact me if you have any questions.

Sincerely,

/s/

Karen Brinkmann
LATHAM & WATKINS LLP

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