

WILMERHALE

November 1, 2010



FILED/ACCEPTED

Samir C. Jain

BY HAND

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Federal Communications Commission
Office of the Secretary

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

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

Dear Ms. Dortch:

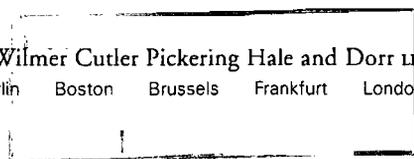
Qwest Communications International Inc. ("Qwest") hereby submits its responses to the Commission's October 18, 2010 Initial Information and Document Request ("Request").¹ Much of the information, data, and documents requested by the Commission contain material that is highly confidential and the release of which would harm Qwest's businesses. Where appropriate, therefore, Qwest is providing such materials on a Confidential or Highly Confidential basis pursuant to the May 28, 2010 Protective Order² and the October 29, 2010 Second Protective Order³ in this proceeding and consistent with the instructions contained in those Protective Orders. Qwest requests the return of all confidential materials at the conclusion of this proceeding.

Consistent with Applicants' October 22, 2010, conversation with Staff, rather than attempting to redact portions of documents, Qwest has classified each document as Public, Confidential, or Highly Confidential. Accordingly, the Submission is comprised of three CDs containing Public, Confidential, and Highly Confidential documents, respectively, responding to the Commission's document requests. In addition, the Submission contains a hard copy of Qwest's Highly Confidential narrative responses to the Commission's information requests, as well as a Highly Confidential hard copy of the master index of the contents of the CDs. Finally, Qwest is

¹ Letter from Sharon Gillett to Tom Gerke and R. Steven Davis, WC Docket No. 10-110 (Oct. 18, 2010). Qwest and CenturyLink are filing under separate cover a joint response to specification 4 in the Request.

² *Qwest Communications International Inc. and CenturyTel, Inc., d/b/a CenturyLink, Application for Transfer of Control Under Section 214 of the Communications Act, as Amended*, WC Docket No. 10-110, Protective Order, DA 10-994 (rel. May 28, 2010).

³ *Applications filed by Qwest Communications International, Inc. and CenturyTel, Inc., d/b/a CenturyLink for Consent to Transfer Control*, WC Docket No. 10-110, Protective Order, DA 10-2093 (rel. Oct. 29, 2010).



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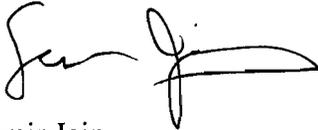
producing a hard copy public version of the master index listing the Public documents it is producing.

Pursuant to the Protective Orders, Qwest is submitting two copies of the CD containing Public documents for public inspection and the public master index to the Secretary's Office. Also pursuant to the Protective Orders, Qwest is submitting to the Secretary's Office under separate cover one copy of the complete Submission, comprised of the Public, Confidential, and Highly Confidential CDs, the Highly Confidential narrative responses, and the Highly Confidential master index. Finally, also pursuant to the Protective Orders, Qwest is providing two copies of the complete Submission, comprised of the Public, Confidential, and Highly Confidential CDs, the Highly Confidential narrative responses, and the Highly Confidential master index, to Gary Remondino in the Competition Policy Division of the Wireline Competition Bureau. The Highly Confidential and Confidential CDs have been encrypted. The password to the encrypted CDs is being provided in a sealed envelope.

Qwest will make the Confidential and Highly Confidential CDs, narrative response, and master index available to other parties pursuant to the terms of the Protective Orders.

A copy of this letter is being filed in the above-referenced docket.

Sincerely,

A handwritten signature in black ink, appearing to read "Samir Jain", with a long horizontal flourish extending to the right.

Samir Jain

Attachments

cc: Gary Remondino

Qwest Communications International Inc.

Response to October 18, 2010 Initial Information and Document Request

File Name (beginning document control number)	Confidentiality Designation	Specification Number	Custodian	Date	Document Title/Description
QWEST-FCC-P000001	P	10(b)(ii)	Oravez, Kathleen	4/16/10	Draft VP Call- Project Crystal Document
QWEST-FCC-P000004	P	12	Aesquivel, Dana	4/29/10	CenturyLink / Qwest Merger Overview Presentation
QWEST-FCC-P000016	P	12	Baer, Rich	4/22/10	Letter to Core Services Team from Rich Baer
QWEST-FCC-P000019	P	12	Johnson, Erik	7/16/2010	CenturyTel Inc. S-4/A
QWEST-FCC-P000304	P	12	Lentz, Bruce	4/22/10	A Message from Bob Tregemba Letter
QWEST-FCC-P000306	P	12	Lentz, Bruce	4/22/10	A Message from Chris Ancell Letter
QWEST-FCC-P000308	P	12	Lentz, Bruce	April 22,2010	A Message from Dan Yost Letter
QWEST-FCC-P000310	P	12	Lentz, Bruce	4/22/10	A Message from Girish Varma Letter
QWEST-FCC-P000312	P	12	Lentz, Bruce	4/22/10	A Message from Joe Euteneuer Letter

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File Name (beginning document control number)	Confidentiality Designation	Specification Number	Custodian	Date	Document Title/Description
QWEST-FCC-P000331	P	12	Sweers, Nicholas	4/21/10	Qwest All-Employee Call Talking Points Document
QWEST-FCC-P000334	P	12	Sweers, Nicholas	4/21/10	Talking Points for Enterprise and Field Sales Document
QWEST-FCC-P000335	P	12	Sweers, Nicholas	4/21/10	Qwest Business Customer Letter
QWEST-FCC-P000336	P	12	Sweers, Nicholas	4/1/10	Qwest Business-Wholesale Letter
QWEST-FCC-P000337	P	12	Taylor, Teresa	4/22/10	COE General Session Remarks Document

DOCKET NO. 10-110

DOCUMENT OFF-LINE

This page has been substituted for one of the following:

- o This document is confidential (NOT FOR PUBLIC INSPECTION)
- o An oversize page or document (such as a map) which was too large to be scanned into the ECFS system.
- o Microfilm, microform, certain photographs or videotape.
- o Other materials which, for one reason or another, could not be scanned into the ECFS system.

The actual document, page(s) or materials may be reviewed (EXCLUDING CONFIDENTIAL DOCUMENTS) by contacting an Information Technician at the FCC Reference Information Centers) at 445 12th Street, SW, Washington, DC, Room CY-A257. Please note the applicable docket or rulemaking number, document type and any other relevant information about the document in order to ensure speedy retrieval by the Information Technician

1 DISK