

December 10, 2010

VIA ECFS

EX PARTE

Ms. Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street, SW, Room TW-A325
Washington, DC 20554

Re: *Applications Filed By Qwest Communications International Inc. And CenturyTel, Inc., d/b/a CenturyLink For Consent To Transfer Of Control, WC Dkt. No. 10-110*

Dear Ms. Dortch:

Yesterday, Lyndall Nipps, Vice President, Regulatory Western Region, tw telecom inc. and the undersigned held separate meetings with (1) Margaret McCarthy, legal advisor to Commissioner Michael Copps, (2) Angie Kronenberg, legal advisor to Commissioner Mignon Clyburn, (3) Brad Gillen, legal advisor to Commissioner Meredith Attwell Baker, and (4) Christi Shewman, Bill Dever and Alex Johns of the Wireline Competition Bureau.

During the meetings, we argued that the FCC should adopt conditions on its approval of the proposed acquisition of Qwest by CenturyLink that are designed to prevent the Merged Company from increasing the price or degrading the quality of wholesale services provided in either the legacy Qwest incumbent LEC territory or legacy CenturyLink incumbent LEC territory. For example, we explained that the Commission should require that the Merged Company (1) for at least 36 months from the close of the transaction, permit special access customers to extend the duration of current arrangements for the purchase of special access service; (2) for at least 36 months from the close of the transaction, continue to provide special access performance reports with the same level of detail and frequency that Qwest provided prior to the merger and meet or exceed the performance levels that Qwest provided prior to the announcement of the merger; and (3) for at least 36 months from the close of the transaction, permit competitors to maintain existing arrangements for the exchange of Internet backbone traffic.

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Please do not hesitate to contact me at (202) 303-1111 if you have any questions or concerns about this submission.

Respectfully submitted,

/s/ Thomas Jones
Thomas Jones

Counsel for tw telecom inc.

cc (via email): Angie Kronenberg
Brad Gillen
Margaret McCarthy
Christi Shewman
Bill Dever
Alex Johns