

**BEFORE THE PUBLIC UTILITY COMMISSION
OF OREGON**

CP 1041, CP 582, CP 767, CP 1106, CP 1301, CP 1394

In the Matters of

QWEST COMMUNICATIONS CORP.,
CENTURYTEL LONG DISTANCE, LLC,
CENTURYTEL SOLUTIONS, LLC, QWEST
LD CORP., EMBARQ COMMUNICATIONS,
INC., and CENTURYTEL FIBER
COMPANY II, LLC,

ORDER

Application to Transfer Certificates of
Authority to Provide Telecommunications
Service in Oregon as a Competitive Provider.

DISPOSITION: APPLICATION GRANTED

I. INTRODUCTION

On February 25, 2014, Qwest Communications Corp. (QCC); CenturyTel Long Distance, LLC (CTLD); CenturyTel Solutions, LLC (Solutions); Qwest LD Corp. (QLDC); Embarq Communications, Inc. (ECI); and CenturyTel Fiber Company II, LLC (Lightcore), filed a joint application to transfer authority to provide telecommunications service in Oregon as a competitive provider.¹ QCC is the transferee. The other entities are the transferors. All entities together will be referred to as Joint Applicants.

Joint Applicants request that the certificates of authority held by certain QCC Competitive Local Exchange Carrier (CLEC) and Interexchange Carrier (IXC) affiliates be transferred to QCC. QCC will be the surviving entity, whose name will be changed to CenturyLink Communications, LLC, after the transfers. The transferring entities will no longer have authority to provide telecommunications service in Oregon.

The application was filed under OAR 860-032-0005 and requests the transfer to QCC of the following authority held by the affiliated entities:

ENTITY	DOCKET #	ORDER #	INTER- EXCHANGE		INTRA- EXCHANGE	
			S	P	S	P
CenturyTel Long Distance, LLC	CP 582	99-255	X	X		
CenturyTel Solutions, LLC	CP 767	00-286			X	X
Qwest LD Corp.	CP 1106	02-830	X	X		
Embarq Communications, Inc.	CP 1301	05-1016	X	X		
CenturyTel Fiber Company II, LLC	CP 1394	08-150		X		X

S = Switched; P = Private/Non-switched

¹ Joint Applicants also requested waivers of two Commission rules relating to the certificate transfers. We approved the waiver requests at our March 17, 2014, public meeting. See Order No. 14-104 (Mar 24, 2014).

The Commission served notice of the application on February 26, 2014. No protests or requests by the parties were filed.

II. DISCUSSION

A. Summary of Transfer and Reorganization

The transfers are necessary to effectuate an internal corporate reorganization of CenturyLink Inc.'s CLEC and IXC affiliates, expected to occur on or about April 1, 2014. The proposed reorganization will reduce the number of internal corporate CLEC and IXC entities, will simplify operations, and will be completely transparent to the Joint Applicants' customers.

QCC is currently an indirect subsidiary of CenturyLink, Inc., and is authorized in Oregon to provide on a statewide basis intraexchange (local) switched service and non-switched dedicated transmission (private line) service, as well as interexchange switched (toll) service and dedicated transmission (private line) service.²

Under the proposed reorganization, QCC will become a direct wholly-owned subsidiary of CenturyLink, Inc., and following the transfer of authorities will be the only CenturyLink, Inc. listed affiliate authorized to operate as a CLEC and an IXC in Oregon.³ All authority to provide telecommunications services in Oregon held by the numerous CLEC and IXC affiliates of CenturyLink, Inc. will merge into QCC.

After the reorganization, the customers of CTLD, Solutions, QLDC, ECI, and Lightcore will be customers of QCC; and QCC will become their sole provider. There will be no change in the rates and other terms and conditions or rates for any of the Joint Applicants' services as a result of the internal corporate transactions. CLEC and IXC services will continue to be provided under the contract or price lists currently in place.

B. Commission Resolution

We find the proposed transfers of authority to be in the public interest and grant the application. The reorganization to consolidate these CLEC and IXC entities will allow CenturyLink to increase efficiencies, reduce administrative burdens associated with the current structure and operations, and compete more effectively without any impact to customers.

Following the reorganization, we will continue to have the same oversight we currently have with QCC. QCC, which will be renamed CenturyLink Communications, LLC, must comply with all applicable Commission rules and state law, and conditions of the certificate. CenturyLink Communications, LLC, will be the remaining surviving entity,

² See Docket No. CP 1041, Order No. 02-387 (Jun 14, 2002).

³ CenturyLink Public Communications Inc. fka Embarq Payphone Services Inc., an affiliate of CenturyLink Inc., is not subject to the proposed transfer and reorganization and will continue to be authorized to provide payphone services. See Order No. 99-234.

and the other entities named above will no longer have authority to provide telecommunications service in Oregon.

III. ORDER

IT IS ORDERED that:

1. The joint application filed by Qwest Communications Corp.; CenturyTel Long Distance, LLC; CenturyTel Solutions, LLC; Qwest LD Corp.; Embarq Communications, Inc.; and CenturyTel Fiber Company II, LLC; is granted effective April 1, 2014.
2. The authority granted to each certificate holder listed below, by the orders shown for each entity, is canceled effective April 1, 2014, and transferred to QCC, which will be renamed CenturyLink Communications, LLC. After that date, each of these entities will no longer have authority to operate in Oregon as a competitive telecommunications provider:

ENTITY	DOCKET #	ORDER #
CenturyTel Long Distance, LLC	CP 582	99-255
CenturyTel Solutions, LLC	CP 767	00-286
Qwest LD Corp.	CP 1106	02-830
Embarq Communications, Inc.	CP 1301	05-1016
CenturyTel Fiber Company II, LLC	CP 1394	08-150


Made, entered, and effective MAR 31 2014



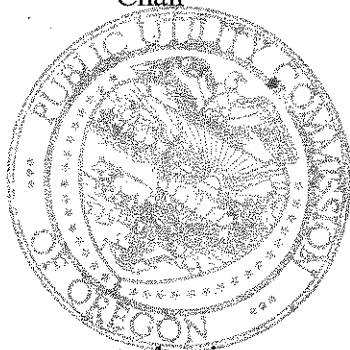
Susan K. Ackerman
 Chair



John Savage
 Commissioner



Stephen M. Bloom
 Commissioner



A party may request rehearing or reconsideration of this order under ORS 756.561. A request for rehearing or reconsideration must be filed with the Commission within 60 days of the date of service of this order. The request must comply with the requirements in OAR 860-001-0720. A copy of the request must also be served on each party to the proceedings as provided in OAR 860-001-0180(2). A party may appeal this order by filing a petition for review with the Court of Appeals in compliance with ORS 183.480 through 183.484.