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**Carla M. Butler**  
Lead Paralegal

July 7, 2010

Frances Nichols Anglin  
Oregon Public Utility Commission  
550 Capitol St., NE  
Suite 215  
Salem, OR 97301

Re: UM-1484

Dear Ms. Nichols Anglin:

Enclosed for filing in the above entitled matter please find an original and five (5) copies of Qwest's Joinder to Centurylink's Response to Joint CLEC Opposition to Centurylink's Motion for Highly Confidential Protective Order, along with a certificate of service.

If you have any questions, please do not hesitate to contact me.

Sincerely,

A handwritten signature in cursive script that reads "Carla".

Carla M. Butler

Enclosures  
cc: Certificate of Service

**BEFORE THE PUBLIC UTILITY COMMISSION OF OREGON**

**UM 1484**

In the Matter of  
CENTURYLINK, INC.  
Application for an Order to Approve the  
Indirect Transfer of Control of  
QWEST CORPORATION

**QWEST'S JOINDER TO  
CENTURYLINK'S RESPONSE TO  
JOINT CLEC OPPOSITION TO  
CENTURYLINK'S MOTION FOR  
HIGHLY CONFIDENTIAL  
PROTECTIVE ORDER**

Qwest Communications International, Inc. ("Qwest") hereby respectfully joins in and fully supports the Response to Joint CLEC Opposition to CenturyLink's Motion for Highly-Confidential Protective Order that CenturyLink, Inc. ("CenturyLink") filed on July 7, 2010.

Qwest will not belabor the points that CenturyLink makes, but will simply note that the Commission should ensure that the necessary mechanisms are in place to protect CenturyLink's and Qwest's confidential and highly-confidential information from the competitors (CLECs) that have intervened in this merger proceeding. Moreover, Qwest notes that a very similar protective order is already in place in the CenturyLink/Qwest merger proceeding before the Washington Utilities and Transportation Commission ("WUTC"), and most of the Joint CLEC intervenors here are intervenors in the WUTC proceeding, and thus are abiding by the similar protective order. Thus, it is somewhat surprising that they object to a similar protective order here. And while the CLECs argue hypothetically about burden and limited resources, they fail to make any showing that they have such limited resources that the proposed protective order would somehow harm their interests, or would be unduly burdensome.

Finally, Qwest notes that in their June 23, 2010 opposition, the Joint CLECs recommend that the Commission include specific rules for "small companies" similar to a paragraph from the amended protective order that the Commission recently issued in Docket UM 1486, Order No. 10-216. However, Qwest notes that this particular "small company" provision had been negotiated as part of a global settlement agreement in 2007 between Qwest and numerous

CLECs (many of which are intervenors here) in numerous states because of the unique nature of non-impaired wire center dockets under the FCC's *Triennial Review Remand Order* ("TRRO"). In those types of proceedings, a small CLEC might arguably feel compelled to intervene because Qwest has sought a "non-impairment" designation in a wire center where that CLEC might be collocated. In such proceedings, other companies (other CLECs, or competitors) would have access to that small CLEC's confidential or highly-confidential information. Moreover, a Commission non-impairment decision might have a financial impact on such small CLEC. Here, however, in this proceeding, none of these intervenors have demonstrated they are such "small companies" that reasonably require such special provision. Indeed, most of them are frequent intervenors in dockets involving Qwest (and presumably other ILECs like CenturyLink), and have intervened in numerous CenturyLink/Qwest merger proceedings throughout the county.

#### **CONCLUSION**

Accordingly, Qwest respectfully requests the Commission grant the motion for the entry of a highly-confidential protective order.

DATED: July 7, 2010

QWEST COMMUNICATIONS  
INTERNATIONAL, INC.



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Attorney for Qwest Communications  
International, Inc.

## CERTIFICATE OF SERVICE

UM 1484

I hereby certify that on the 8<sup>th</sup> day of July, 2010, I served the foregoing **QWEST'S JOINDER TO CENTURYLINK'S RESPONSE TO JOINT CLEC OPPOSITION TO CENTURYLINK'S MOTION FOR HIGHLY CONFIDENTIAL PROTECTIVE ORDER** in the above entitled docket on the following persons via U.S. Mail, by mailing a correct copy to them in a sealed envelope, with postage prepaid, addressed to them at their regular office address shown below, and deposited in the U.S. post office at Portland, Oregon.

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DATED this 8<sup>th</sup> day of July, 2010.

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(w) denotes waiver of paper service  
\* denotes signed Protective Order