



805 Broadway, 8th Floor
Vancouver, WA 98660

December 23, 2010

Oregon Public Utility Commission
Attn: Filing Center
550 Capitol Street NE, Ste 215
Salem, OR 97301-2551

RE: UM-1484 CenturyLink/Qwest Merger

Dear Commission:

Enclosed for filing, please find an original and five copies of CenturyLink's Motion to Admit Testimony of G. Clay Bailey and Michael G. Williams.

If you have any questions or concerns regarding these copies, please do not hesitate to contact me.

Sincerely,

William Hendricks, III
CenturyLink

Enclosures
cc: Service List

Ph.360-905-5949
Fx. 360-905-5953

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

**CENTURYLINK'S MOTION TO ADMIT
TESTIMONY OF G. CLAY BAILEY AND
MICHAEL G. WILLIAMS**

MOTION TO ADMIT TESTIMONY

CenturyLink, Inc. ("CenturyLink") respectfully requests that the Administrative Law Judge admit CenturyLink's exhibits CTL/300, CTL/600, and Qwest/5. These exhibits were previously filed with the Commission. Affidavits attesting to the truthfulness of testimony are attached to this Motion.

DATED: December 21, 2010

Respectfully submitted,

CENTURYLINK



William Hendricks, III
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Attorney for CenturyLink, Inc.

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

AFFIDAVIT OF G. CLAY BAILEY

I, G. Clay Bailey, being duly sworn or oath, depose and say:

1. My name is G. Clay Bailey. I am Senior Vice President and Treasurer for CenturyLink, Inc. ("CenturyLink"). I am appearing as a witness in the proceeding for CenturyLink, Inc. My business address is 100 CenturyLink Drive, Monroe, Louisiana, 71203.
2. I sponsored the following pre-filed testimony in this matter: CenturyLink Exhibits CTL/300 (Direct Testimony of G. Clay Bailey) and CTL/600 (Rebuttal Testimony of G. Clay Bailey).
3. My testimony is true and accurate and would be the same today as that reflected in the pre-filed exhibits.

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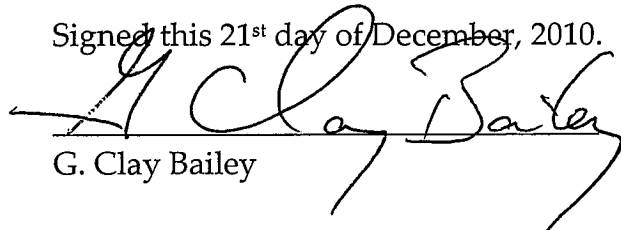
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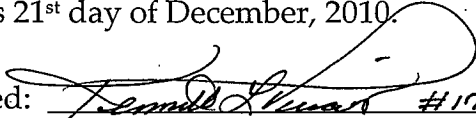
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I DECLARE UNDER PENALTY OF PERJURY UNDER THE LAWS OF THE
STATE OF LOUISIANA THAT THE FOREGOING IS TRUE AND CORRECT
BASED ON MY INFORMATION AND BELIEF

Signed this 21st day of December, 2010.


G. Clay Bailey

Subscribed and sworn to before me this 21st day of December, 2010.

Signed:  #17193

Printed: KENNETH L. VINCENT

My Commission Expires: FOR LIFE

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

AFFIDAVIT OF MICHAEL G. WILLIAMS

I, Michael G. Williams, being duly sworn or oath, depose and say:

1. My name is Michael G. Williams. I am Senior Director of Public Policy for Qwest Corporation International, Inc. ("Qwest"). I am appearing as a witness in the proceeding for Qwest. My business address is 1801 California Street, Denver, Colorado 80202.

2. I sponsored the following pre-filed testimony in this matter: Qwest Exhibit Qwest/5 (Rebuttal Testimony of Michael G. Williams).

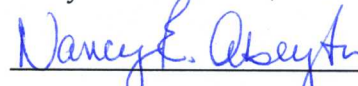
3. My testimony is true and accurate and would be the same today as that reflected in the pre-filed exhibits.

I DECLARE UNDER PENALTY OF PERJURY UNDER THE LAWS OF THE STATE OF COLORADO THAT THE FOREGOING IS TRUE AND CORRECT BASED ON MY INFORMATION AND BELIEF

Signed this 21st day of December, 2010.

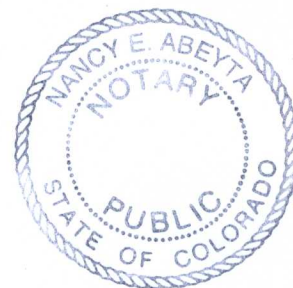

Michael G. Williams

Subscribed and sworn to before me this 21st day of December, 2010.

Signed: 

Printed: Nancy E. Abeysa

My Commission Expires: 9.28.2011



CERTIFICATE OF SERVICE
UM-1484

I certify that on December 23, 2010, a true and correct copy of ***CenturyLink's Motion to Admit Testimony of G. Clay Bailey and Michael G. Williams*** was served on the following parties via electronic mail and US Mail where applicable:

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W – waived paper service
C – Confidential
HC – Highly Confidential