

**BEFORE THE PUBLIC UTILITY COMMISSION
OF OREGON
UM 1484**

In the Matter of

CENTURYLINK, INC.,

Application for Approval of Merger between
CenturyTel, Inc. and Qwest Communications
International, Inc.

PETITION TO INTERVENE

**PETITION TO INTERVENE OF
SPRINT COMMUNICATIONS COMPANY, L.P.,
NEXTEL WEST CORP. AND SPRINT SPECTRUM**

Pursuant to ORS 756.525 and OAR 860-012-001, Sprint Communications Company, L.P., Nextel West Corp. and Sprint Spectrum (collectively "Sprint"), by and through its attorneys, respectfully petitions to intervene in this proceeding. In support of this petition, the following is provided:

1. Sprint will be presented by both in-house and outside counsel as follows:

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2. Additional contact to be included on the service list is:

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3. Sprint is a registered and competitively classified telecommunications company authorized to provide both intraexchange and interexchange telecommunications services throughout Oregon. Sprint currently competes with, and obtains interconnection and related services and facilities from Qwest and CenturyLink entities including: Qwest Corporation, Qwest Corporation f/n/a US WEST Communications, Inc. (collectively "Qwest"), United Telephone Company of the Northwest, CenturyTel of Oregon, Inc. and CenturyTel of Eastern Oregon, Inc. (collectively "CenturyLink") in the provision of Sprint's telecommunications services. Additionally, Sprint maintains local interconnection agreements with Qwest and CenturyLink in their capacity as incumbent local exchange carriers, which agreements were entered into pursuant to Sections 251 and 252 of the Communications Act of 1934, as amended by the Telecommunications Act of 1006, Pub. L. 104-104, 110 Stat. 56, 47 U.S.C. Section 151, et seq.

4. Sprint has a substantial interest in the proposed merger between and transfer of control of Qwest to CenturyLink. Sprint relies upon its interconnection with, and related and associated services and facilities which it obtains from both Qwest and CenturyLink to offer and provide telecommunications services to Sprint's customers in the Qwest and CenturyLink service territories. Accordingly, Sprint seeks to participate in this proceeding in order to ensure that the proposed merger and transfer of control will not adversely impact competition in

Oregon nor adversely impact Sprint's continued rights and ability to obtain the interconnection and related services and facilities it needs to provide its telecommunications services.

5. Sprint believes that the proposed transfer of control of Qwest and CenturyLink poses a variety of issues that the Commission will naturally be considering when evaluating what is in the public interest and how to maintain a healthy competitive telecommunications environment in Oregon. Sprint's briefing and evidence presented, if any, on the issues of relevance to Sprint, will be of material value to the Commission in its determination of the issues raised in this proceeding. Sprint's intervention in this proceeding will not unreasonably broaden the issues to be considered by the Commission nor will it burden the record or delay this proceeding, per OAR 860-012-0001.

6. As a telecommunications provider in Oregon, Sprint has knowledge and expertise that will benefit the Commission in its consideration of the multitude of issues raised during the proceeding.

7. Based on the information provided above and in accordance with the Commission's Rules of Procedure, Sprint requests to participate in this proceeding as an Intervenor.

Dated this 22nd day of June 2010 in San Francisco, California.

Respectfully submitted.



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**CERTIFICATE OF SERVICE
UM 1484**

I, KATHERINE M. MCMAHON, hereby certify that the foregoing Petition to Intervene of Sprint Communications Company, L.P., Nextel West Corp. and Sprint Spectrum was served via email to all parties and by U.S. Mail to parties who have not waived paper service:

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Dated this 22nd day of June 2010 in San Francisco, California.

Katherine M. McMahon
