

ISSUED: January 11, 2011

**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.

RULING

DISPOSITION: EVIDENTIARY RECORD REOPENED TO ADMIT
TESTIMONY AND EXHIBITS

I. SUMMARY

In this Ruling, the Administrative Law Judge (ALJ) reopens the record for the purpose of admitting the testimony of Michael G. Williams, and for the admission of portions of the record of the Applicants' Application in proceedings before the Utah Public Service Commission.

II. BACKGROUND

The Public Utility Commission of Oregon (Commission) conducted hearings in these proceedings on December 16 and 17, 2010, in Salem, Oregon. At the hearing, the parties agreed to accept the written rebuttal testimony of Michael G. Williams (Williams Rebuttal Testimony) into the record and such other testimony and additional documents as the parties mutually agreed to submit.¹

By Ruling of December 27, 2010, ten days after the close of the hearing, all written testimony and exhibits offered but not previously entered into the record due to the absence of sponsoring witnesses or affidavits, such affidavits having subsequently been filed, were admitted, and the record closed. Neither the Williams Rebuttal Testimony nor the portions of the record in the Applicants' Utah proceedings had been submitted by that date.

¹ See Transcript, Dec 17, 2010, p. 160, lines 2-18; p. 205, line 21 through p. 206, line 8.

The Rebuttal Testimony entitled "Affidavit of Michael G. Williams Regarding Alternate Plan of Regulation" was filed on January 7, 2011, by counsel for Qwest Communications International, Inc. Additional evidentiary materials supported by affidavit were filed by counsel for several intervening parties, previously identified as the Joint CLECs, on January 7, 2011 (portions of the record in the Applicants' Utah proceedings). A list of the documents filed by Joint CLECs is set forth in Attachment A to this Ruling.

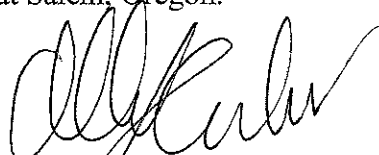
III. DISCUSSION

At the hearing, the parties indicated that they did not object to the submission of the Williams Rebuttal Testimony and would reach a mutual agreement on the submission of additional evidentiary materials. Accordingly, the Record should be reopened for the purpose of admitting the testimony and additional evidentiary materials.

IV. RULING

1. The Record is reopened.
2. The Affidavit of Michael G. Williams Regarding Alternate Plan of Regulation and the additional evidentiary materials identified in Attachment A to this Ruling are admitted into the record ; and
3. The Record is now closed.

Dated this 11th day of January, 2011, at Salem, Oregon.



Allan J. Arlow
Administrative Law Judge

ATTACHMENT A

The following documents as they appear in the record in Utah Public Service Commission Docket No. 10-049-16² are entered into the record in Public Utility Commission of Oregon, docket UM 1484:

1. Exhibit Integra 1, Direct Testimony of Douglas Denney, dated August 30, 2010, Cover Page through page 14, line 10;
2. Exhibit Integra 1.1, attached to Direct Testimony of Douglas Denney (18 pages);
3. Rebuttal Testimony of Michael G. Williams, dated September 30, 2010
4. Surrebuttal Testimony of Douglas Denney, dated October 14, 2010, Cover Page through page 24;
5. Supplemental Testimony of Timothy Gates, dated October 28, 2010, Cover Page through page 2, and page 71, line 17 through page 74, line 17;
6. Supplemental Response Testimony of Michael G. Williams, dated November 2, 2010, Cover Page through page 9; Exhibit MGW-S1, attached to Supplemental Response Testimony of Michael G. Williams (1 page); Exhibit MGW-S2, attached to Supplemental Response Testimony of Michael G. Williams (6 pages);
7. Transcript Volume 1, page 182, line 5 through page 201, line 22;
8. Transcript Volume II, page 366, line 13 through page 442, line 8; and
9. Transcript Volume III, page 573, line 18 through page 584, line 1.

² *In the Matter of the Joint Application of Qwest Communications International, Inc. and CenturyTel, Inc. for Approval of Indirect Transfer of Control of Qwest Corporation, Qwest Communications Company, LLC, and Qwest LD Corporation, Public Service Commission of Utah, Docket No. 10-049-16.*