

**BEFORE THE PUBLIC UTILITY COMMISSION
OF OREGON**

UM 1484

In the Matter of

CENTURLINK, INC.,

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

RULING

**DISPOSITION: MOTION GRANTED; NEW PROCEDURAL
SCHEDULE SET**

In this ruling, the Administrative Law Judge grants the Joint CLECs' Motion to Amend Schedule and revises the schedule of the proceeding accordingly.

I. BACKGROUND

The schedule adopted for this proceeding at the prehearing conference of June 8, 2010, set the dates for hearing as October 20-21, 2010.

On October 12, 2010, Joint CLECs¹ filed a Motion to Amend Schedule and Expedited Oral Argument Request (Motion), citing the impact of a delay in receiving certain documents which had been the subject of discovery disputes. CenturyLink, Inc., and Qwest Corporation (Applicants) filed a Response to the Motion on October 14, 2010.

A prehearing conference was held via telephone on the afternoon of October 14, 2010 to address the schedule dispute. In addition to Applicants and Joint CLECs', counsel separately noted their appearances on behalf of the following parties (whose official names have been previously set forth in the record): Sprint/Nextel, Integra Telecom, Level 3 Communications, TRACER, CUB, Charter FiberLink, Lincoln City, Lincoln County, Tillamook County, and the Staff of the Public Utility Commission of Oregon (Staff).

¹ The Joint CLEC parties are tw telecom of Oregon, llc, Covad Communications Company, XO Communications Services, Inc., Integra Telecom of Oregon, Inc, Advanced TelCom, Inc., Electric Lightwave, LLC, Eschelon Telecom of Oregon, Inc., Oregon Telecom Inc. and United Telecommunications Inc., d/b/a Unicom, Priority One Telecommunications, Inc. and Charter Fiberlink OR-CCVII LLC.

II. DISCUSSION

The parties were unable to reach a consensus regarding revisions to the schedule. No party was clearly available during the month of November. Applicants sought to maintain the current schedule; Joint CLECs and other competitive carriers sought to have the hearings, at least with respect to the wholesale issues, deferred to early December; representatives of customer interests—CUB, and counsel for Lincoln City, et al—as well as Staff, also preferred to have retail issues deferred until December, asserting that it would increase the likelihood of concluding a broader, at least partial, settlement of issues.

The transaction subject to this proceeding is currently being reviewed in numerous other jurisdictions and will have many of the same witnesses, written testimony, and issues in common with this Commission's proceeding. In light of the schedules in those proceedings, a delay in the hearing dates in Oregon will not unreasonably delay the proceedings, burden the record, or impose a delay in the closing of the subject transaction.

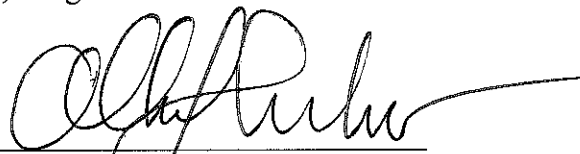
It is in the public interest to have a full and thorough examination of the transaction's various aspects and to encourage parties with differing interests to seek to resolve their interests in a mutually satisfactory manner, subject to Commission review. A delay in the proceedings is therefore warranted.

III. RULING

In light of the foregoing, the schedule is hereby modified as follows:

Staff and Intervenor Supplemental Testimony Due	November 12, 2010
CenturyLink and Qwest Supplemental Rebuttal Due	November 19, 2010
Notification of Witnesses to be Made Available for Cross-Examination	November 23, 2010
Hearing	December 1-2, 2010

Dated this 15th day of October, at Salem, Oregon.



Allan J. Arlow
Administrative Law Judge