

**DISCOVERY RESPONSES DEMONSTRATING THE SIGNIFICANT UNCERTAINTY  
RESULTING FROM THE PROPOSED TRANSACTION**

**Exhibit AHA-3**

**FILED WITH  
Executive Secretary**

**August 16, 2010**

**IOWA UTILITIES BOARD**

**SPU-2010-0006**

<b>EXCERPTS FROM THE APPLICANTS' RESPONSES TO DATA REQUESTS IN THE RELEVANT STATE COMMISSION REVIEW PROCEEDINGS</b>				
<b>Issue</b>	<b>Response</b>	<b>CenturyLink Respondent Name</b>	<b>Response Date(s)</b>	<b>Data Request Information</b>
<b>Systems Integration</b>	“Specific integration initiatives and associated expenditures will not be fully developed until the transaction is complete, and the necessary decisions have been made on how to best integrate the two companies. It is anticipated the combined company will incur integration costs related to system and customer conversions (including hardware and software costs) and certain employee-related severance costs.”	Ken Buchan	July 20, 2010 (AZ) July 19, 2010 (CO) July 23, 2010 (IA) July 20, 2010 (UT) July 16, 2010 (WA)	Integra AZ DR #47 Integra CO DR #47 PAETEC IA DR # 47 Integra UT DR # 47 Integra WA DR # 47
	“Upon merger closing, CenturyLink does not anticipate any immediate changes to the Qwest CLEC OSS systems. Integration planning is in the early stages and decisions have not been made at this time... Wholesale customers will be provided advance notification of any systems changes that occur post close.”	Mark Harper (AZ, IA) Ted Hankins (CO) Ann Prockish (UT) John Felz (WA)	July 20, 2010 (AZ) July 19, 2010 (CO) July 23, 2010 (IA) July 20, 2010 (UT) July 16, 2010 (WA)	Integra AZ DR # 23 PAETEC IA DR # 23 Integra CO DR # 23 Integra UT DR # 23 Integra WA DR # 23
	“Until the Transaction is complete, and the necessary decisions have been made on how to best integrate the two companies, plans for specific changes to the Qwest or CenturyLink Operations Support Systems (OSS) have not been fully developed.”	Mike Hunsucker	June 25, 2010	Washington UTC Staff DR # 84
	“CenturyLink has not yet conducted the detailed analysis necessary to compare and contrast Qwest’s and CenturyLink’s OSS systems.”	John Felz	July 13, 2010	Montana Consumer Counsel DR # 61

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<b>Systems Integration</b>	“Integration planning is in the early stages and decisions on wholesale OSS systems have not been made at this time.”	Mike Hunsucker	July 2, 2010	Oregon PUC Staff DR # 60
	“Until the Transaction is complete, and the necessary decisions have been made on how to best integrate the two companies, plans for specific changes to any processes or systems that CLECs currently utilize in purchasing wholesale services from Qwest have not been developed.”	Mike Hunsucker	June 25, 2010	Washington UTC Staff Data Request #s 85, 87
	“No decisions on integration can reasonably be made until after the transaction is closed. At this time, system integration plans for the proposed transaction with Qwest, including plans for billing system integration, have not been fully developed.”	John Felz	June 25, 2010	Washington UTC Staff DR # 90
	“Upon merger closing CenturyLink does not anticipate any immediate changes to the Qwest billing platform. A detailed comparison of CenturyLink’s and Qwest’s Billing Support Systems has not been conducted at this time...The merger is intended to bring about improved efficiencies and practices in all parts of the combined company, so changes could be expected over time.”	Melissa Closz	July 20, 2010 (AZ) July 19, 2010 (CO) July 23, 2010 (IA) July 20, 2010 (UT) July 16, 2010 (WA)	Integra AZ DR # 34 Integra CO DR # 34 PAETEC IA DR # 34 Integra UT DR # 34 Integra WA DR # 34

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<b>Systems Integration</b>	“Upon merger closing, there will be no immediate changes to Qwest’s or CenturyLink’s Provisioning Systems. CenturyLink has not evaluated its processes and compared them to Qwest’s processes at this time. Integration planning is in the early stages and decisions have not been made at this time...The merger is intended to bring about improved efficiencies and practices in all parts of the combined company, so changes could be expected over time.”	Mark Harper (AZ, IA) Ted Hankins (CO) Ann Prockish (MN, UT) John Felz (WA)	July 20, 2010 (AZ) July 19, 2010 (CO) July 23, 2010 (IA) July 8, 2010 (MN) July 20, 2010 (UT) July 16, 2010 (WA)	Integra AZ DR # 35h Integra CO DR # 35h PAETEC IA DR # 35h Integra MN DR # 2-35h Integra UT DR # 35(h) Integra WA DR # 35h
	“A detailed comparison of CenturyLink’s and Qwest’s repair processes has not been conducted at this time. System integration plans for the proposed transaction with Qwest have not been fully developed.”	Mark Akason & Mike Jewell	July 23, 2020 (IA) July 8, 2010 (MN) July 20, 2010 (UT) July 16, 2010 (WA)	PAETEC IA DR # 31 Integra MN DR # 31 Integra UT DR # 31 Integra WA DR # 31
	“A detailed comparison of CenturyLink’s and Qwest’s trouble ticket initiation processes has not been conducted at this time. System integration plans for the proposed transaction with Qwest have not been fully developed. In fact, complete integration plans cannot be developed until the merger is concluded.”	Mark Akason & Mike Jewell	July 23, 2010 (IA) July 8, 2010 (MN) July 20, 2010 (UT) July 16, 2010 (WA)	PAETEC IA DR # 30 Integra MN DR # 30 Integra UT DR # 30 Integra WA DR # 30
	“Upon merger closing, CenturyLink does not anticipate immediate changes to the Qwest CLEC trouble reporting system. A detailed comparison of CenturyLink’s and Qwest’s trouble reporting systems has not been conducted at this time.”	Mark Harper (AZ, IA) Ted Hankins (CO)	July 20, 2010 (AZ) July 19, 2010 (CO) July 23, 2010	Integra AZ DR # 32 Integra CO DR # 32 PAETEC IA DR # 32

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<b>Systems Integration</b>		Ann Prockish (UT) John Felz (WA)	(IA) July 20, 2010 (UT) July 16, 2010 (WA)	Integra UT DR # 32  Integra WA DR # 32
	“Until the Transaction is complete, and the necessary decisions have been made on how to best integrate the two companies and their respective call databases, plans for specific changes to the Qwest and CenturyLink Call Management Services Data Base, Local Number Portability, and Line Information Data Base, if any, have not been fully developed.”	John Felz	June 25, 2010	Washington UTC Staff DR # 82
	“Until the Transaction is complete, and the necessary decisions have been made on how to best integrate the two companies, plans for specific changes to the Qwest E911 systems, if any, have not been developed.”	Mark Harper (AZ, IA) Ted Hankins (CO) Ann Prockish (UT) John Felz (WA)	July 20, 2010 (AZ) July 23, 2010 (CO) July 16, 2010 (IA) July 20, 2010 (UT) July 16, 2010 (WA)	Washington UTC Staff DR # 83
	“At this time decisions regarding the systems or platforms that will be used post-merger have not been made.”	Mark Harper (AZ, IA) Ted Hankins (CO) Ann Prockish (UT) John Felz (WA)	July 20, 2010 (AZ) July 19, 2010 (CO) July 23, 2010 (IA) July 20, 2010 (UT) July 16, 2010 (WA)	Integra AZ DR # 4 PAETEC IA DR # 4 Integra CO DR # 4 Integra UT DR # 4 Integra WA DR # 4
	“Upon merger closing CenturyLink does not anticipate any	Mark Harper	July 20, 2010	Integra AZ DR # 43

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<b>Systems Integration</b>	immediate changes to the Qwest preorder gateway. A detailed comparison of CenturyLink’s and Qwest’s processes has not been conducted at this time.”	(AZ, IA) Ted Hankins (CO) Ann Prockish (UT) John Felz (WA)	(AZ) July 19, 2010 (CO) July 23, 2010 (IA) July 20, 2010 (UT) July 16, 2010 (WA)	Integra CO DR # 43  PAETEC IA DR # 43  Integra UT DR # 43  Integra WA DR # 43
	“Upon merger closing CenturyLink does not anticipate any immediate changes to the Qwest CLEC order entry system. A detailed comparison of CenturyLink’s and Qwest’s processes has not been conducted at this time.”	Mark Harper (AZ, IA) Ted Hankins (CO) Ann Prockish (UT) John Felz (WA)	July 20, 2010 (AZ) July 19, 2010 (CO) July 23, 2010 (IA) July 20, 2010 (UT) July 16, 2010 (WA)	Integra AZ DR # 44  Integra CO DR # 44  PAETEC IA DR # 44  Integra UT DR # 44  Integra WA DR # 44
<b>Operations Integration</b>	“A detailed integration planning statement indicating specific dates and events has not been developed. Detailed planning processes will begin on or about the close of the merger and will involve the review of existing systems and practices.”	CenturyLink response	June 16, 2010	Iowa Office of Consumer Advocate DR # 1-012A
	“Identification of ‘best practices’ associated with the integration of CenturyLink and Qwest operations will be completed as part of the detailed integration planning efforts. Until the integration teams are formed, and the detailed data gathering process can be completed, an analysis regarding the identification and/or adoption of ‘best practices’ is not available.”	Mark Gast	July 20, 2010 (AZ) July 19, 2010 (CO) July 23, 2010 (IA) July 8, 2010 (MN) July 20, 2010 (UT)	Integra AZ DR # 52(g)  Integra CO DR # 52(g)  PAETEC IA DR # 52(g)  Integra MN DR # 52(g)  Integra UT DR # 52(g)

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<b>Operations Integration</b>			July 16, 2010 (WA)	Integra WA DR # 52(g)
	“Until the transaction is complete, and the necessary decisions have been made on how to best to coordinate and/or integrate the Qwest and CenturyLink operating entities, specific plans related to the wholesale operations of CenturyLink and Qwest cannot be developed.”	John Felz	July 13, 2010	Montana Consumer Counsel DR # 62
	“No decisions on integration can reasonably be made until after the transaction is closed. Before the company can make a determination on any changes in Network Operations Centers (NOC), the company needs more time and data to assess the work being performed at various NOCs, the appropriate location for centers in order to best serve the needs of customers and the scope of those centers.”	John Felz	July 1, 2010	Washington UTC Staff DR # 107
	“Until the transaction has been completed and the necessary decisions have been made, specific details regarding the implementation (who? what? where? when? why? how?) of these planning assumptions will not be available.”	Jeff Glover	June 4, 2010	Arizona Corporation Commission Staff DR # 1-001
	“Integration planning is in the early stages and decisions on [wholesale] personnel, location of [wholesale] personnel, etc. have not been made at this time . . . .”	Mike Hunsucker	July 2, 2010	Oregon PUC Staff DR # 54

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<b>Operations Integration</b>	“...upon merger closing CenturyLink does not anticipate any immediate changes to the Qwest wholesale operations. A detailed comparison of CenturyLink’s and Qwest’s processes has not been conducted at this time. However, because the transaction results in the entirety of Qwest, including operations and systems, merging into and operating as a subsidiary of CenturyLink, it will allow a disciplined approach to reviewing systems and practices and will allow integration decisions to proceed in an orderly manner.”	Mark Harper (AZ, IA) Ted Hankins (CO) Ann Prockish (UT) John Felz (WA)	July 20, 2010 (AZ) July 19, 2010 (CO) July 23, 2010 (IA) July 20, 2010 (UT) July 16, 2010 (WA)	Integra AZ DR # 46 Integra CO DR # 46 PAETEC IA DR # 46 Integra UT DR # 46 Integra WA DR # 46
	“Upon merger closing CenturyLink does not anticipate any immediate changes to the Qwest Firm Order Commitment dates. A detailed comparison of CenturyLink’s and Qwest’s processes has not been conducted at this time. System integration plans for the proposed transaction with Qwest have not been fully developed.”	Mark Harper (AZ, IA) Ted Hankins (CO) Ann Prockish (UT) John Felz (WA)	July 20, 2010 (AZ) July 19, 2010 (CO) July 23, 2010 (IA) July 20, 2010 (UT) July 16, 2010 (WA)	Integra AZ DR # 64 Integra CO DR # 64 PAETEC IA DR # 64 Integra UT DR # 64 Integra WA DR # 64
	“A detailed comparison of CenturyLink’s and Qwest’s repair processes has not been conducted at this time. System integration plans for the proposed transaction with Qwest have not been fully developed.”	Mark Akason & Mike Jewell	July 20, 2010 (AZ) July 19, 2010 (CO) July 23, 2010 (IA) July 20, 2010 (UT)	Integra AZ DR # 31 PAETEC IA DR # 31 Integra CO DR # 31 Integra UT DR # 31

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<b>Operations Integration</b>	“Upon merger closing CenturyLink does not anticipate any immediate changes to the Qwest CLEC ASR and LSR processes. Integration planning is in the early stages and decisions have not been made at this time.”	Mark Harper (AZ, IA)	July 20, 2010 (AZ)	Integra AZ DR # 26
		Ted Hankins (CO)	July 19, 2010 (CO)	Integra CO DR # 26
		Ann Prockish (UT)	July 23, 2010 (IA)	PAETEC IA DR # 26
		John Felz (WA)	July 20, 2010 (UT)	Integra UT DR # 26
			July 16, 2010 (WA)	Integra WA DR # 26
	“Upon merger closing CenturyLink does not anticipate any immediate changes to the Qwest Standard Interval Guide. A detailed comparison of CenturyLink’s and Qwest’s processes has not been conducted at this time.”	Mark Harper (AZ, IA)	July 20, 2010 (AZ)	Integra AZ DR # 82
		Ann Prockish (MN, UT)	July 23, 2010 (IA)	PAETEC IA DR # 82
		John Felz (WA)	July 8, 2010 (MN)	Integra MN DR # 82
			July 20, 2010 (UT)	Integra UT DR # 82
		July 16, 2010 (WA)	Integra WA DR # 82	
“Decisions regarding the locations of the remaining regional headquarters have not been made.”	Ted Hankins (CO)	July 19, 2010 (CO)	Integra CO DR # 147	
	Mark Harper (IA)	July 23, 2010 (IA)	PAETEC IA DR # 145	
	Ann Prockish (MN, UT)	July 8, 2010 (MN)	Integra MN DR # 147	
	John Felz (WA)	July 20, 2010 (UT)	Integra UT DR # 147	
		July 16, 2010 (WA)	Integra WA DR # 147	

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<b>Operations Integration</b>	“Upon merger closing CenturyLink does not anticipate any changes to the Qwest local number portability process. A detailed comparison of CenturyLink’s and Qwest’s processes has not been conducted at this time.”	Melissa Closz	July 20, 2010 (AZ) July 19, 2010 (CO) July 23, 2010 (IA) July 20, 2010 (UT) July 16, 2010 (WA)	Integra AZ DR # 155 Integra CO DR # 155 PAETEC IA DR # 153 Integra UT DR # 155 Integra WA DR # 155
	“Until the transaction is complete and necessary decisions have been made on how to best integrate the two companies, CenturyLink cannot project the timing or nature of changes, if any, to employees...”	John Felz	July 13, 2010	Montana Consumer Counsel DR # 66
	“Upon merger closing CenturyLink does not anticipate any immediate changes to the Qwest CLEC trouble reporting processing. A detailed comparison of CenturyLink’s and Qwest’s locations and hours of operation has not been conducted at this time.”	Mark Harper (AZ, IA) Ted Hankins (CO) Ann Prockish (UT) John Felz (WA)	July 20, 2010 (AZ) July 19, 2010 (CO) July 23, 2010 (IA) July 20, 2010 (UT) July 16, 2010 (WA)	Integra AZ DR # 33 Integra CO DR # 33 PAETEC IA DR # 33 Integra UT DR # 33 Integra WA DR # 33
	“A more detailed management organization table for the post-merger business is not available at this time.”	CenturyLink response	June 16, 2010	Iowa Office of Consumer Advocate DR # 1-001
	“Until the Transaction is complete, and the necessary decisions have been made on how to best integrate the two companies, plans for 911 ordering and provisioning processes to be used have not been developed.”	John Felz	July 1, 2010	Washington UTC Staff DR # 106

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<b>Change Management Process</b>	“Upon merger closing, there will be no immediate changes to Qwest’s or CenturyLink’s Change Management Processes (CMP) or CMD [ <i>sic</i> ] documents. Integration plans for the proposed transaction with Qwest have not been fully developed. The merger is intended to bring about improved efficiencies and practices in all parts of the combined company, so changes could be expected over time.”	Melissa Closz	July 20, 2010 (AZ); July 19, 2010 (CO); July 23, 2010 (IA); July 8, 2010 (MN); July 20, 2010 (UT); July 16, 2010 (WA)	Integra AZ DR # 118 Integra CO DR # 118 PAETEC IA DR # 118 Integra MN DR # 118 Integra UT DR # 118 Integra WA DR # 118
	“Upon merger closing CenturyLink does not anticipate any immediate changes to the Qwest Product Catalogs. A detailed comparison of CenturyLink’s and Qwest’s processes has not been conducted at this time.”	Mark Harper (AZ, IA) Ted Hankins (CO) Ann Prockish (UT) John Felz (WA)	July 20, 2010 (AZ) July 19, 2010 (CO) July 23, 2010 (IA) July 20, 2010 (UT) July 16, 2010 (WA)	Integra AZ DR # 91 Integra CO DR # 91 PAETEC IA DR # 91 Integra UT DR # 91 Integra WA DR # 91
	“Upon merger closing CenturyLink does not anticipate any immediate changes to the Qwest Technical Publications. A detailed comparison of CenturyLink’s and Qwest’s processes has not been conducted at this time.”	Mark Harper (AZ, IA) Ted Hankins (CO) Ann Prockish (UT) John Felz (WA)	July 20, 2010 (AZ) July 19, 2010 (CO) July 23, 2010 (IA) July 20, 2010 (UT) July 16, 2010 (WA)	Integra AZ DR # 107 Integra CO DR # 107 PAETEC IA DR # 107 Integra UT DR # 107 Integra WA DR # 107

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<b>Performance Assurance Plan</b>	“Upon merger closing CenturyLink does not anticipate any immediate changes to the Qwest performance plans. A detailed comparison of CenturyLink’s and Qwest’s processes has not been conducted at this time.”	Mark Harper (AZ, IA) Ted Hankins (CO) Ann Prockish (MN, UT) John Felz (WA)	July 20, 2010 (AZ) July 19, 2010 (CO) July 23, 2010 (IA) July 8, 2010 (MN) July 20, 2010 (UT) July 16, 2010 (WA)	Integra AZ DR # 61 Integra CO DR # 61 PAETEC IA DR # 61 Integra MN DR # 61 Integra UT DR # 61 Integra WA DR # 61
<b>Wholesale Rates</b>	“CenturyLink has not evaluated or reached any conclusions regarding this issue [whether CenturyLink will seek modification to any wholesale rates post-merger] at this time.”	Ted Hankins (CO) Mark Harper (IA) Ann Prockish (MN, UT) John Felz (WA)	July 19, 2010 (CO) July 23, 2010 (IA) July 8, 2010 (MN) July 20, 2010 (UT) July 16, 2010 (WA)	Integra CO DR # 86 PAETEC IA DR # 86 Integra MN DR # 86 Integra UT DR # 86 Integra WA DR # 86

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<b>Wholesale Rates</b>	“Upon merger closing there will be no immediate changes to Qwest’s or CenturyLink’s term and volume discount plans. CenturyLink has not evaluated or reached any conclusions concerning this issue at this time.”	Mark Harper (AZ) Ann Prockish (UT) John Felz (WA)	July 20, 2010 (AZ) July 20, 2010 (UT) July 16, 2010 (WA)	Integra AZ DR # 88 Integra UT DR # 88 Integra WA DR # 88
	“CenturyLink has not evaluated or reached any conclusions concerning this issue [whether CenturyLink will seek reductions in cost-based wholesale rates due to reported synergy cost savings] at this time.”	Ken Buchan	July 20, 2010 (AZ) July 19, 2010 (CO) July 23, 2010 (IA) July 8, 2010 (MN) July 20, 2010 (UT) July 16, 2010 (WA)	Integra AZ DR # 55(b) Integra CO DR # 55(b) PAETEC IA DR # 55(b) Integra MN DR # 55(b) Integra UT DR # 55(b) Integra WA DR # 55(b)
	“Upon merger closing there will be no immediate changes to Qwest’s or CenturyLink’s rates for wholesale services. CenturyLink has not evaluated or reached any conclusions regarding this issue [whether CenturyLink will seek wholesale rate modifications within 3 years of the merger] at this time.”	Mark Harper (AZ, IA) Ted Hankins (CO) Ann Prockish (UT)	July 20, 2010 (AZ) July 19, 2010 (CO) July 23, 2010 (IA) July 20, 2010 (UT)	Integra AZ DR # 86 Integra CO DR # 86 PAETEC IA DR # 86 Integra UT DR # 86

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<b>Wholesale Rates</b>	“The cost models to be utilized after the merger is complete have not been determined.”	Christy Londerholm	July 20, 2010 (AZ) July 19, 2010 (CO) July 23, 2010 (IA) July 20, 2010 (UT) July 16, 2010 (WA)	Integra AZ DR # 94 Integra CO DR # 94 PAETEC IA DR # 94 Integra UT DR # 94 Integra WA DR # 94
	“Upon merger closing there will be no immediate changes to Qwest’s rates for wholesale services. CenturyLink has not evaluated or reached any conclusions concerning future changes to Qwest’s UNE rates at this time.”	Mike Hunsucker	July 22, 2010	Oregon PUC Staff DR # 122
<b>Wholesale Services</b>	“CenturyLink has not evaluated or reached any conclusions regarding this issue [whether CenturyLink plans to discontinue any wholesale services post-merger] at this time.”	Mark Harper (AZ, IA) Ted Hankins (CO) Ann Prockish (MN, UT) John Felz (WA)	July 20, 2010 (AZ) July 19, 2010 (CO) July 23, 2010 (IA) July 8, 2010 (MN) July 20, 2010 (UT) July 16, 2010 (WA)	Integra AZ DR # 96 Integra CO DR # 96 PAETEC IA DR # 96 Integra MN DR # 96 Integra UT DR # 96 Integra WA DR # 96

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<b>Wholesale Services</b>	“There will be no immediate changes to Qwest’s current template interconnection agreements [...] The merger is intended to bring about improved efficiencies and practices in all parts of the combined company, so changes could be expected over time.”	Diane Roth	July 20, 2010 (AZ) July 19, 2010 (CO) July 23, 2010 (IA)	Integra AZ DR #115 Integra CO DR # 115 PAETEC IA DR # 115
	“CenturyLink has not evaluated or reached any conclusions concerning this issue [the numerous “evergreen” ICAs with Qwest and CenturyLink’s plans regarding those ICAs post-merger] at this time.”	Ted Hankins (CO) Ann Prockish (MN, UT) Mark Harper (IA) John Felz (WA)	July 19, 2010 (CO) July 23, 2010 (IA) July 8, 2010 (MN) July 20, 2010 (UT) July 16, 2010 (WA)	Integra CO DR # 117 PAETEC IA DR # 117 Integra MN DR # 117 Integra UT DR # 117 Integra WA DR # 117
	“There will be no immediate changes to Qwest’s current template interconnection agreements. As the companies integrate operations post-merger, it is expected that the merged company will naturally gravitate toward consistent terms in a state...”	Diane Roth	July 20, 2010 (UT) July 16, 2010 (WA)	Integra UT DR # 115 Integra WA DR # 115
	“Upon merger closing there will be no immediate changes to Qwest’s agreements [...] The merger is intended to bring about improved efficiencies and practices in all parts of the combined company, so changes could be expected over time.”	Mark Harper (AZ, IA) Ted Hankins (CO) Ann Prockish (UT)	July 20, 2010 (AZ) July 19, 2010 (CO) July 23, 2010 (IA) July 20, 2010 (UT)	Integra AZ DR # 117 Integra CO DR # 117 PAETEC IA DR # 117 Integra UT DR # 117
	“CenturyLink has not evaluated or reached any conclusions regarding this issue [any subsequent service, term or price	Mark Harper (AZ, IA)	July 20, 2010 (AZ)	Integra AZ DR # 95

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<b>Issue</b>	<b>Response</b>	<b>CenturyLink Respondent Name</b>	<b>Response Date(s)</b>	<b>Data Request Information</b>
<b>Wholesale Services</b>	changes] at this time.”	Ted Hankins (CO) Ann Prockish (UT) John Felz (WA)	July 19, 2010 (CO) July 23, 2010 (IA) July 20, 2010 (UT) July 16, 2010 (WA)	Integra CO DR # 95 PAETEC IA DR # 95 Integra UT DR # 95 Integra WA DR # 95
	“CenturyLink states that it has not made any determination on this issue [plans to retire copper] at this time.”	Mark Harper (AZ, IA) Ted Hankins (CO) Ann Prockish (UT) John Felz (WA)	July 20, 2010 (AZ) July 19, 2010 (CO) July 23, 2010 (IA) July 20, 2010 (UT) July 16, 2010 (WA)	Integra AZ DR # 104 Integra CO DR # 104 PAETEC IA DR # 104 Integra UT DR # 104 Integra WA DR # 104
	“Upon merger closing there will be no immediate changes to Qwest’s or CenturyLink’s intrastate or interstate tariffs. As far as future changes, CenturyLink has not evaluated or reached any conclusions regarding the issue at this time.”	Mark Harper (AZ, IA) Ted Hankins (CO) Ann Prockish (UT)	July 20, 2010 (AZ) July 19, 2010 (CO) July 23, 2010 (IA) July 20, 2010 (UT)	Integra AZ DR # 89 Integra CO DR # 89 PAETEC IA DR # 89 Integra UT DR # 90

**DISCOVERY RESPONSES DEMONSTRATING THE SIGNIFICANT UNCERTAINTY  
RESULTING FROM THE PROPOSED TRANSACTION**

<b>EXCERPTS FROM THE APPLICANTS’ RESPONSES TO DATA REQUESTS IN THE RELEVANT STATE COMMISSION REVIEW PROCEEDINGS</b>				
<b>Issue</b>	<b>Response</b>	<b>CenturyLink Respondent Name</b>	<b>Response Date(s)</b>	<b>Data Request Information</b>
<b>Wholesale Services</b>	“CenturyLink has not evaluated or reached any conclusions regarding the issue [whether CenturyLink intends to adopt Qwest’s intrastate and/or interstate access tariffs post-merger] at this time.”	Ted Hankins (CO) Ann Prockish (MN) Mark Harper (IA) John Felz (WA)	July 19, 2010 (CO) July 23, 2010 (IA) July 8, 2010 (MN) July 16, 2010 (WA)	Integra CO DR # 89 PAETEC IA DR # 89 Integra MN DR # 89 Integra WA DR # 89
	“CenturyLink has not evaluated or reached any conclusions regarding this issue [whether CenturyLink anticipates seeking modifications to its access terms, conditions or rates post-merger] at this time.”	Ted Hankins (CO) Ann Prockish (MN, UT) Mark Harper (IA) John Felz (WA)	July 19, 2010 (CO) July 23, 2010 (IA) July 8, 2010 (MN) July 20, 2010 (UT) July 16, 2010 (WA)	Integra CO DR # 90 PAETEC IA DR # 90 Integra MN DR # 90 Integra UT DR # 90 Integra WA DR # 90

**DISCOVERY RESPONSES DEMONSTRATING THE SIGNIFICANT UNCERTAINTY  
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<b>EXCERPTS FROM THE APPLICANTS' RESPONSES TO DATA REQUESTS IN THE RELEVANT STATE COMMISSION REVIEW PROCEEDINGS</b>				
<b>Issue</b>	<b>Response</b>	<b>CenturyLink Respondent Name</b>	<b>Response Date(s)</b>	<b>Data Request Information</b>
<b>Wholesale Services</b>	“CenturyLink states that it has not made any determination on this issue [whether CenturyLink will seek forbearance from its obligations under section 251 of the Act] at this time.”	Mark Harper (AZ) Ted Hankins (CO) Mark Harper (IA) Ann Prockish (UT) John Felz (WA)	July 20, 2010 (AZ) July 19, 2010 (CO) July 23, 2010 (IA) July 20, 2010 (UT) July 16, 2010 (WA)	Integra AZ DR # 99 Integra CO DR # 99 PAETEC IA DR # 99 Integra UT DR # 99 Integra WA DR # 99
	“A detailed comparison of CenturyLink’s and Qwest’s [collocation] processes has not been conducted at this time.”	Ann Prockish (MN, UT) John Felz (WA)	July 8, 2010 (MN) July 20, 2010 (UT) July 16, 2010 (WA)	Integra MN DR # 108 Integra UT DR # 108 Integra WA DR # 108
	“Upon merger closing CenturyLink does not anticipate any immediate changes to the Qwest collocation procedures. A detailed comparison of CenturyLink’s and Qwest’s processes has not been conducted at this time.”	Ted Hankins (CO) Mark Harper (IA)	July 19, 2010 (CO) July 23, 2010 (IA)	Integra CO DR # 108 PAETEC IA DR # 108
	“Upon merger closing CenturyLink does not anticipate any immediate changes to the Qwest collocations procedures. A detailed comparison of CenturyLink’s and Qwest’s processes has not been conducted at this time.”	Mark Harper (AZ, IA) Ann Prockish (UT)	July 20, 2010 (AZ) July 23, 2010 (IA) July 20, 2010	Integra AZ DR # 108 PAETEC IA DR # 108 Integra UT DR # 108

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<b>EXCERPTS FROM THE APPLICANTS’ RESPONSES TO DATA REQUESTS IN THE RELEVANT STATE COMMISSION REVIEW PROCEEDINGS</b>				
<b>Issue</b>	<b>Response</b>	<b>CenturyLink Respondent Name</b>	<b>Response Date(s)</b>	<b>Data Request Information</b>
<b>Wholesale Services</b>		John Felz (WA)	(UT) July 16, 2010 (WA)	Integra WA DR # 108
	“Upon merger closing CenturyLink does not anticipate any immediate changes to the Qwest hot loop cut process. A detailed comparison of CenturyLink’s and Qwest’s processes has not been conducted at this time.”	Mark Harper (AZ, IA) Ted Hankins (CO) Ann Prockish (UT) John Felz (WA)	July 20, 2010 (AZ) July 19, 2010 (CO) July 23, 2010 (IA) July 20, 2010 (UT) July 16, 2010 (WA)	Integra AZ DR # 112 Integra CO DR # 112 PAETEC IA DR # 112 Integra UT DR # 112 Integra WA DR # 112
<b>Wholesale Customer Service</b>	“CenturyLink has not made any determination on this issue [whether CenturyLink plans to make changes to CLEC account and service manager assignments post-merger] at this time.”	Mark Harper (AZ, IA) Ted Hankins (CO) Ann Prockish (MN, UT) John Felz (WA)	July 20, 2010 (AZ) July 19, 2010 (CO) July 23, 2010 (IA) July 8, 2010 (MN) July 20, 2010 (UT) July 16, 2010 (WA)	Integra AZ DR # 93 Integra CO DR # 93 PAETEC IA DR # 93 Integra MN DR # 93 Integra UT DR # 93 Integra WA DR # 93
	“Upon merger closing CenturyLink does not anticipate any immediate changes to the Qwest Wholesale and CLEC support centers. At this time, a detailed comparison of CenturyLink’s and Qwest’s processes has not been conducted.”	Mark Harper (AZ, IA) Ted Hankins (CO) Ann Prockish (UT) John Felz (WA)	July 20, 2010 (AZ) July 19, 2010 (CO) July 23, 2010 (IA) July 20, 2010 (UT)	Integra AZ DR # 67 Integra CO DR # 67 PAETEC IA DR # 67 Integra UT DR # 67

**DISCOVERY RESPONSES DEMONSTRATING THE SIGNIFICANT UNCERTAINTY  
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<b>EXCERPTS FROM THE APPLICANTS’ RESPONSES TO DATA REQUESTS IN THE RELEVANT STATE COMMISSION REVIEW PROCEEDINGS</b>				
<b>Issue</b>	<b>Response</b>	<b>CenturyLink Respondent Name</b>	<b>Response Date(s)</b>	<b>Data Request Information</b>
			July 16, 2010 (WA)	Integra WA DR # 67
<b>Network Investment</b>	“Until the transaction is complete, and the necessary decisions have been made on how to best integrate the two companies, plans regarding network investment and appropriate balance sheet improvement (debt reduction) have not been developed. The analysis and decisions regarding how CenturyLink plans to best utilize its free cash flow will be completed as part of the detailed integration planning efforts.”	Mark Gast	July 20, 2010 (AZ) July 19, 2010 (CO) July 23, 2010 (IA) July 8, 2010 (MN) July 20, 2010 (UT) July 16, 2010 (WA)	Integra AZ DR # 133 Integra CO DR # 133 PAETEC IA DR # 133 Integra MN DR # 133 Integra UT DR # 133 Integra WA DR # 133
	“CenturyLink currently does not have any specific plans for investments in Qwest’s service areas post-merger.”	Mark Harper (AZ, IA) Ted Hankins (CO) Ann Prockish (UT) John Felz (WA)	July 20, 2010 (AZ) July 19, 2010 (CO) July 23, 2010 (IA) July 20, 2010 (UT) July 16, 2010 (WA)	Integra AZ DR # 103b Integra CO DR # 103b PAETEC IA DR # 103b Integra UT DR # 103b Integra WA DR # 103
<b>Broadband Deployment</b>	“At this time, CenturyLink has not yet established any specific plans regarding Washington post-transaction broadband deployment.”	John Felz	June 23, 2010	Washington UTC Staff DR # 55
	“Until the Transaction is complete and the necessary decisions have been made on how to best integrate the two companies, specific [DSL] product and pricing plans cannot be evaluated and finalized.”	John Felz	June 23, 2010	Washington UTC Staff DR # 60

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<b>Issue</b>	<b>Response</b>	<b>CenturyLink Respondent Name</b>	<b>Response Date(s)</b>	<b>Data Request Information</b>
<b>Broadband Deployment</b>	“Projections for post-merger broadband deployment have not been developed.”	John Felz	June 23, 2010	Oregon PUC Staff DR # 15
	“At this time, CenturyLink has not undertaken an analysis at a wire center level to identify impediments to reaching 100% DSL service availability...”	John Felz	July 13, 2010	Montana Consumer Counsel DR # 54.
<b>IPTV Deployment</b>	“Plans for the introduction of specific new services such as IPTV in [Oregon, Washington] have not been fully developed at this point. Until the Transaction is complete and the necessary decisions have been made on how to best integrate the two companies, specific product and service plans cannot be evaluated and finalized.”	John Felz	June 23, 2010	Oregon PUC Staff DR # 33  Washington UTC Staff DR # 52