

COVINGTON

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October 18, 2017

Via ECFS

Ms. Marlene H. Dortch
Secretary
Federal Communications Commission
445 Twelfth Street, SW
Washington, DC 20554

Re: Notice of *Ex Parte* Presentation, WC Docket No. 16-403

Dear Ms. Dortch:

Yesterday, representatives of CenturyLink, Inc. (“CenturyLink”) and Level 3 Communications, Inc. (“Level 3,” and together with CenturyLink, the “Applicants”) participated in three separate meetings with the following: Commissioner Brendan Carr and Jamie Susskind, Chief of Staff; Commissioner Mignon Clyburn and Claude Aiken, Legal Advisor, Wireline; and Commissioner Michael O’Rielly and Brooke Ericson, Chief of Staff, and Amy Bender, Legal Advisor, Wireline. The representatives of CenturyLink who participated in these meetings were Glen F. Post, III, Chief Executive Officer and President; David Bartlett, Vice President, Federal Government Affairs; and the undersigned, outside counsel. The representatives of Level 3 who participated in these meetings were Jeff Storey, President and Chief Executive Officer; Joe Cavender, Vice President and Assistant General Counsel, Federal Affairs; and Thomas Jones, outside counsel, Willkie Farr & Gallagher. In each of these meetings, the Applicants explained that their proposed merger would result in numerous benefits, including the creation of a more robust competitor in the provision of enterprise and wholesale services; increased investment in new and innovative services; and the development of a stronger network and combined company for the benefit of all customers. The Applicants therefore urged the Commission to consider and approve their proposed merger expeditiously.

On October 16, 2017, representatives of CenturyLink and Level 3 met with Mr. Aiken and, separately, with Travis Litman, Chief of Staff and Senior Legal Advisor, Wireline and Public Safety, to Commissioner Jessica Rosenworcel. Participating on behalf of CenturyLink in these meetings were Mr. Bartlett and the undersigned; and participating on behalf of Level 3 were Mr. Cavender and Mia Hayes, outside counsel, Willkie Farr & Gallagher. In both of these meetings, the Applicants offered to answer questions about the merger and urged the Commission to consider and approve their proposed merger expeditiously.

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Pursuant to the Commission's rules, a copy of this notice is being filed in the above-referenced docket. Any questions concerning this submission should be addressed to the undersigned.

Respectfully submitted,

/s/

Yaron Dori
Counsel to CenturyLink, Inc.

cc: Commissioner Brendan Carr
Commissioner Mignon Clyburn
Commissioner Michael O'Rielly
Jamie Susskind
Claude Aiken
Brooke Ericson
Amy Bender
Travis Litman
Thomas Jones (Counsel to Level 3)
Mia Guizzetti Hayes (Counsel to Level 3)