

REDACTED – FOR PUBLIC INSPECTION

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July 5, 2017

**VIA HAND DELIVERY AND ECFS**

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

**Re: *CenturyLink, Inc. and Level 3 Communications, Inc. Consolidated Applications for Consent to Transfer Control of Domestic and International Authorizations Pursuant to Section 214 of the Communications Act of 1934, As Amended, WC Docket No. 16-403***

Dear Ms. Dortch:

At the request of Commission staff, and to supplement the responses of Level 3 Communications, Inc. (“Level 3”) and CenturyLink, Inc. (“CenturyLink,” and together with Level 3, the “Applicants”) to RFI Number 5,<sup>1</sup> which sought information and documentation pertaining to the efficiencies and synergies resulting from the proposed transaction, Level 3 is submitting herewith certain Highly Confidential materials produced to the Department of Justice that describe and calculate the projected benefits, revenues, synergies, efficiencies, and cost-savings associated with the proposed transaction. CenturyLink will be concurrently filing a separate submission that contains further documentation and information to supplement the Applicants’ responses to RFI Number 5.

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<sup>1</sup> See Notice of *Ex Parte* Presentation, WC Docket No. 16-403 (filed June 19, 2017); see also Letter from Madeleine V. Findley, Wireline Competition Bureau, to Thomas Jones et al., Counsel for Level 3 Communications, Inc., and Yaron Dori et al., Counsel for CenturyLink, Inc., 32 FCC Rcd. 2071 (WCB 2017) (“RFI”).

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The Highly Confidential version of this submission will be made available for inspection pursuant to the terms of the Protective Order.<sup>2</sup> The public version of this submission is being filed in the Commission's Electronic Comment Filing System.

Please contact the undersigned with any questions regarding this submission.

Respectfully submitted,

/s/ Thomas Jones

Thomas Jones  
Mia Guizzetti Hayes  
Samuel Eckland\*  
*Counsel for Level 3 Communications, Inc.*

Attachments

cc: Daniel Kahn  
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\*Admitted only to the MD Bar. Practicing under the supervision of members of the DC Bar.

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<sup>2</sup> *CenturyLink, Inc. and Level 3 Communications, Inc. Consolidated Applications for Consent to Transfer Control of Domestic and International Authorizations Pursuant to Section 214 of the Communications Act of 1934, As Amended*, Protective Order, 32 FCC Rcd. 519 (WCB 2017).

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Highly Confidential in their entirety.