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November 20, 2015

REDACTED – FOR PUBLIC INSPECTION

Via ECFS

Ms. Marlene H. Dortch, Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, DC 20554

Re: *In the Matter of Applications of Charter Communications, Inc., Time Warner Cable Inc., and Advance/Newhouse Partnership for Consent To Assign or Transfer Control of Licenses and Authorizations, MB Docket No. 15-149; CenturyLink's Response to Request for Information and Data from CenturyLink, Inc. of October 9, 2015*

Dear Ms. Dortch:

Enclosed for filing in the above-referenced proceeding is material responsive to the Media Bureau's October 9, 2015 Request for Information and Data from CenturyLink, Inc. (Request).¹ The material provided in response to the Request will include highly confidential information in the form of a narrative and attached documents. This highly confidential information is the proprietary commercial and financial information of CenturyLink that is entitled to highly confidential treatment and protection from public disclosure. It will include highly confidential information of third-party companies. The highly confidential information is specifically protected from disclosure pursuant to the terms of the Protective Order adopted in this proceeding.² Even so, attached to this letter is an Appendix in which CenturyLink provides additional and separate justification for highly confidential treatment under 47 C.F.R. §§ 0.457, 0.459.

¹ Letter from William T. Lake, FCC, to Melissa Newman, CenturyLink, (October 9, 2015).

² *In the Matter of Applications of Charter Communications, Inc., Time Warner Cable Inc., and Advance/Newhouse Partnership for Consent To Assign or Transfer Control of Licenses and Authorizations*, Order, MB Docket No. 15-149, FCC 15-110 (rel. Sept. 11, 2015), Attachment (Protective Order).

The narrative and documents being submitted in this response that are highly confidential will include: detailed subscriber data, detailed information regarding peering arrangements and transit services including customer-specific information as well as contracts pertaining to such peering arrangements and detailed information regarding CenturyLink's competitive abilities and strategic initiatives. All of this information is of the type of highly confidential information specifically covered in Appendix A to the Protective Order and accordingly entitled to highly confidential treatment and protection from public disclosure.

This information is also competitively sensitive information relating to CenturyLink services and is not otherwise available from public sources. Release of this highly confidential information would have a substantial negative competitive impact on CenturyLink and potentially on the other entities with whom CenturyLink has these peering arrangements, transit service arrangements and service contracts. Accordingly, this information is also appropriate for non-disclosure under sections 0.457(d) and 0.459 of the Commission's rules (as detailed in the attached Appendix).

In the enclosed responses, CenturyLink is providing a response to Request 6 and partially responding to Request 7, and will be providing additional responses to the remainder of Request 7 at a later date. Additionally, for the peer-specific information being provided in response to Request 7, CenturyLink has not yet been able to notify all of the impacted peering partners regarding the request. For those entities that CenturyLink has not yet notified, we are providing the information requested without identifying the peer. CenturyLink will update the information once those peers have been notified and afforded an opportunity to contest production of their confidential information in response to this Request.

Consistent with the highly confidential nature of the information provided, as required by the Protective Order, this information is marked "**HIGHLY CONFIDENTIAL INFORMATION – SUBJECT TO PROTECTIVE ORDER IN MB DOCKET NO. 15-149 BEFORE THE FEDERAL COMMUNICATIONS COMMISSION – ADDITIONAL COPYING RESTRICTED**". The highly confidential information included in these documents is competitively sensitive financial and commercial information and thus should not be available for public inspection, nor subject to further copying. Such information would not ordinarily be made available to the public. Release of the highly confidential information provided would have a substantial negative competitive impact on CenturyLink and potentially on the companies with whom CenturyLink has peering arrangements, transit service arrangements, and service contracts.

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Pursuant to the Instructions in the Request and the Protective Order, CenturyLink is submitting to the Secretary's office one copy of the non-redacted version of its submission with the highly confidential information (a hard copy of this cover letter and an encrypted CD containing the response and documents).³ Additionally, as required by the Protective Order, CenturyLink is separately providing two copies of the non-redacted version with the highly confidential information to Vanessa Lemmé of the Media Bureau (two hard copies of this cover letter and an encrypted CD containing the response and documents).⁴

CenturyLink is also submitting today under separate cover, via the Commission's Electronic Comment Filing System (ECFS), a redacted version of this submission that contains no highly confidential information. The redacted submission is marked "**REDACTED – FOR PUBLIC INSPECTION**," with the highly confidential information omitted. This letter includes no highly confidential or confidential information.

Please contact me via the above contact information or Melissa Newman in CenturyLink's Federal Regulatory Affairs office (202-429-3120) if you have any questions.

Sincerely,

/s/ Tiffany West Smink

Enclosures

cc: Vanessa Lemmé (two copies of non-redacted submission via hand delivery; and one electronic copy of redacted submission via e-mail)

³ Also included with the non-redacted version of the submission are those portions containing no confidential information.

⁴ Also included with the non-redacted version of the submission are those portions containing no confidential information.

APPENDIX

Confidentiality Justification

47 C.F.R. § 0.457

The information included with CenturyLink's November 20, 2015 answer to Questions 6 and partial response to Question 7 of the October 9, 2015 Request for Information and Data from CenturyLink, Inc. of the Media Bureau is entitled to highly confidential treatment under 47 C.F.R. § 0.457 as well as under the Protective Order (Protective Order) in MB Docket No. 15-149. The information includes discussion of product strategies and discloses the identity and characteristics of specific customers. This information is the type of highly confidential and proprietary commercial and financial information that is not routinely available for public disclosure by the Commission and thus is protected from public availability under 47 C.F.R. § 0.457(d). Additionally, this is among the types of highly confidential information specifically covered in Appendix A to the Protective Order and which thus is entitled to protection from public disclosure.

47 C.F.R. § 0.459

CenturyLink also considers the highly confidential information submitted with its November 20, 2015 answers to Questions 6 and partial response to Question 7 of the Media Bureau's October 9, 2015 Request for Information and Data from CenturyLink, Inc. in MB Docket No. 15-149 as protected from public disclosure pursuant to 47 C.F.R. § 0.459(b) as described as follows.

Information for which confidential treatment is sought

CenturyLink seeks highly confidential treatment for this information because it is highly confidential and proprietary commercial and financial information that is entitled to protection from public disclosure and availability. As such, this information is marked "**HIGHLY CONFIDENTIAL INFORMATION – SUBJECT TO PROTECTIVE ORDER IN MB DOCKET NO. 15-149 BEFORE THE FEDERAL COMMUNICATIONS COMMISSION ADDITIONAL COPYING RESTRICTED**".

Commission proceeding in which the information was submitted

The information is being submitted as CenturyLink's response to the October 9, 2015 Request for Information and Data from CenturyLink, Inc. of the Media Bureau in MB Docket No. 15-149, *In the Matter of Applications of Charter Communications Inc. Time Warner Cable Inc., and Advance/Newhouse Partnership for Consent To Assign or Transfer Control of Licenses and Authorizations*.

Degree to which the information in question is commercial or financial, or contains a trade secret or is privileged

This information that CenturyLink considers proprietary and highly confidential includes discussion of product strategies and discloses the identity and characteristics of specific customers. This highly confidential and proprietary commercial and financial information is not routinely available for public disclosure from CenturyLink and thus is protected from public availability under 47 C.F.R. § 0.457(d).

Degree to which the information concerns a service that is subject to competition; and manner in which disclosure of the information could result in substantial competitive harm

The types of highly confidential information in CenturyLink's answers would generally not be subject to routine public inspection under the Commission's rules (47 C.F.R. § 0.457(d)), demonstrating that the Commission already anticipates that its release likely would produce competitive harm. The types of services that are the subject of these responses -- internet access services -- are competitive. The release of this highly confidential information would cause competitive harm by allowing competitors to become aware of sensitive financial and commercial information regarding CenturyLink's business and internal operations in these service markets. Release of the highly confidential information provided would have a substantial negative competitive impact on CenturyLink and potentially on the companies with whom CenturyLink has peering arrangements.

Measures taken to prevent unauthorized disclosure; and availability of the information to the public and extent of any previous disclosure of the information to third parties

CenturyLink has treated and treats the information disclosed in CenturyLink's answers as highly confidential, and has protected the information from public disclosure.

Justification of the period during which CenturyLink asserts that the material should not be available for public disclosure

At this time, CenturyLink cannot determine any date on which the information included with the answers should not be considered highly confidential.

Other information that CenturyLink believes may be useful in assessing whether its request for confidentiality should be granted

Under applicable FCC and court rulings, the information in question should be withheld from public disclosure. Exemption 4 of the Freedom of Information Act shields information that is (1) commercial or financial in nature; (2) obtained from a person outside government; and (3) privileged or confidential. The information in question satisfies this test.