

# Law Offices of Gregory J. Vogt, PLLC

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Ms. Marlene H. Dortch  
Secretary  
Federal Communications Commission  
445 Twelfth Street, S.W.  
Washington, D.C. 20554

**Re: CC Docket No. 00-257**

Dear Ms. Dortch:

Consistent with the FCC staff's recommendation regarding the applicability of Section 64.1120(e) of the Commission's rules ("bulk transfer rule"), CenturyTel, Inc. ("CenturyTel"), hereby notifies the Commission that CenturyTel, Inc., plans to acquire control of Embarq Corporation ("Embarq") as soon as its applications for transfer of control are approved by the Commission in WC Docket No. 08-238 and in various proceedings before state public utility commissions, but in no event before 30 days from the date of this letter. The parties expect to close this transaction no later than June 30, 2009, once its applications have been granted. Embarq provides a variety of services, including local exchange and long distance telecommunications services, to customers in 49 states and the District of Columbia. Other services provided by Embarq are not subject to the bulk transfer rule.

Embarq will become a wholly-owned subsidiary of CenturyTel once their applications for transfer of control are granted. Ultimately, customers of Embarq's subsidiaries providing regulated telecommunications services may be transferred to CenturyTel entities. However, customers will not be transferred to another subsidiary for a period of time. CenturyTel anticipates that any transfer will be in groups of customers on a phased basis over time when its operations are able to effect a smooth transition of such customers.

CenturyTel certifies that it will send notices to each customer affected at least 30 days prior to the date a specific customer will be transferred to a new CenturyTel entity by sending a written customer notice that is substantially similar to the attached document.

Please let me know if you have any questions.

Sincerely,

/s/ Gregory J. Vogt

Gregory J. Vogt  
Counsel for CenturyTel, Inc.

Enclosure

## Sample Transfer Customer Notice

We are excited to announce that EMBARQ has agreed to join with CenturyTel to create one of the leading communications companies in the United States. We're sending you this letter so you understand what this news means for your service.

The transaction will bring together two companies whose businesses are built upon serving local customers and creating a variety of products and services to meet consumer and business customer needs. Combining CenturyTel and EMBARQ will create a stronger, more efficient and competitive company, with operations in 33 states and approximately 8 million access lines and 2 million broadband customers. It will also enable us to maintain the high quality of service you have come to expect and provide the new services you will want in the future.

As a result of the transaction, your [local and/or long distance ] service provider will change from [insert Embarq company] to [insert CenturyTel company] no later than \_\_\_\_\_. There will be no charges to you for any changes to your communications services as a result of this merger. However, as a customer, you also have a right to select your own service provider. Unless you desire to select a new provider of your communications service, you do not need to take any action. Keep in mind, if you change carriers a transfer charge may apply and you may lose bundled discounts or other benefits you currently enjoy.

If you previously requested a freeze on your account to block changes to your preferred local and/or long distance carrier, Federal Communications Commission (FCC) rules require us to lift the freeze at this time. If you want the freeze reinstated, please contact your customer service representative at [insert CTL toll free telephone number]. If you have any questions about the transaction or concerns about your service, please contact us at the address or toll free telephone number listed above.

There will be no change in your current plan, rates, features, terms and conditions of your service. [Summarize service rates, terms and conditions]

We look forward to the opportunity to continue to serve your telecommunications needs and we will continue to inform you of developments as they occur.

Sincerely,

[signature block]