



INDEPENDENT TELEPHONE & TELECOMMUNICATIONS ALLIANCE

March 25, 2009

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

**Re: Applications filed for Transfer of Control
of Embarq Corporation to CenturyTel, Inc.
WC Docket No. 08-238
DA 08-2681**

NOTICE OF EX PARTE

Dear Ms. Dortch:

Yesterday, the undersigned met with Nicholas Alexander of Commissioner Robert M. McDowell's office to discuss the above-referenced proceeding. Consistent with its prior-filed comments in this proceeding, ITTA urged the Commission to approve the transaction. The proposed merger represents the parties' response to market dynamics, and does not implicate concerns that arose when contemplating the merger of large National carriers. Rather, and as illustrated in prior-filed comments, past experience demonstrates that the instant transaction involving mid-size carriers will produce new competencies that enable innovation and improved ability to serve consumers.

Respectfully submitted,

*s/*Joshua Seidemann
Joshua Seidemann
Vice President, Regulatory Affairs

cc: Nicholas Alexander