

# JENNER & BLOCK

April 23, 2009

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Ms. Marlene Dortch  
Secretary  
Federal Communications Commission  
445 12<sup>th</sup> Street, S.W.  
Washington, D.C. 20554

Samuel L. Feder  
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Re: Ex Parte Notice, WC Docket No. 08-238, Embarq Corporation, Transferor, and CenturyTel, Inc., Transferee, Application for Transfer of Control of Domestic Authorizations Under Section 214 of the Communications Act

Dear Ms. Dortch:

On April 22, 2009, representatives of CenturyTel and Embarq met with Commission staff to discuss the above-referenced proceeding. David Bartlett, Jeb Benedict, and I representing Embarq, and Greg Vogt representing CenturyTel met separately with Mark Stone, Nick Alexander, and Jennifer Schneider. Participating by telephone conference in the meeting with Mark Stone was Jeff Glover of CenturyTel. Participating by telephone conference in the meeting with Nick Alexander were Jeff Glover, John Jones, and Max Cox of CenturyTel. Participating by telephone conference in the meeting with Jennifer Schneider were Jeff Glover and Max Cox of CenturyTel, and David Zesiger of Embarq. In these meetings, CenturyTel and Embarq reiterated the views expressed in their comments and letters that the transaction provides significant public interest benefits, has no anti-competitive effects, and should be approved promptly. CenturyTel and Embarq provided the attached presentation.

Also on April 22, 2009, Greg Vogt and I met with Don Stockdale, Bill Dever, and Nick Degani of the Wireline Competition Bureau, and Joel Rabinovitz of the Office of General Counsel to discuss the commitments made by CenturyTel and Embarq in their ex parte letter of April 10, 2009. Dennis Johnson of the Wireline Competition Bureau participated by phone. CenturyTel and Embarq argued that these commitments go above and beyond what is required to address concerns expressed by competitors in this proceeding. CenturyTel and Embarq also left behind a copy of the attached presentation.

In accordance with §1.1206 of the Commission rules, one copy of this letter is being filed electronically via ECFS, and one delivered via email to each of the FCC participants.

Sincerely,



Samuel L. Feder