

VIA ECFS

EX PARTE

May 7, 2009

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

Re: *Embarq Corporation, Transferor, and CenturyTel, Inc., Transferee, Application for Transfer of Control of Domestic Authorizations Under Section 214 of the Communications Act, as Amended, WC Dkt. No. 08-238*

Dear Ms. Dortch:

On May 6, 2009, Megan Delany of Charter Communications, Inc. and the undersigned met with Jennifer Schneider, legal advisor to Acting Chairman Michael Copps. During the meeting, we discussed the need for meaningful conditions on any FCC approval of the above-referenced proposed merger. The points made at the meeting are described in the attached document.

Respectfully submitted,

/s/ Thomas Jones

Thomas Jones

Attorney for Charter Communications, Inc.

cc (via email): Jennifer Schneider

PRESENTATION REGARDING PROPOSED CENTURYTEL-EMBARQ MERGER
WC Dkt. No. 08-238

- THE PROPOSED MERGER THREATENS TO RESULT IN THE PERPETUATION OF ANTICOMPETITIVE PRACTICES IN THE CENTURYTEL REGION AND THE SPREAD OF THOSE BAD PRACTICES TO THE EMBARQ REGION
- CENTURYTEL-EMBARQ HAVE IMPLICITLY RECOGNIZED THIS PROBLEM BY PROPOSING “VOLUNTARY” MERGER CONDITIONS.
- THOSE CONDITIONS ARE INSUFFICIENT AND SHOULD BE SUPPLEMENTED WITH THE FOLLOWING EXPLICIT REQUIREMENTS, TO TAKE EFFECT UPON CONSUMMATION OF THE MERGER:
 - **Number Portability 50 Request Limit.** The merged firm will eliminate the 50 per day limit on the number port requests it will process, and it will not impose any other limit on the number of port requests it will process per day.
 - **PIDs.** The merged firm will not require that port requests include Personal Identification Numbers.
 - **Port Processing Charges.** The merged firm will not impose charges for processing port requests or local service requests submitted for the sole purpose of porting numbers.
 - **Inclusion of Listing Information in Directory Assistance Databases and Directories.** The merged firm will (1) accept and place carriers’ customer listing information and updates to such information in the merged firm’s directory listings databases and published directories, and (2) provide carriers’ customer listing information and updates to such information to third-party directory assistance vendors and third-party directory publishers in the same manner as the merged firm provides its own customers’ information to such third parties.
 - **Charges for Processing and Storing Listing Information.** Absent proof that the practice is nondiscriminatory as compared to its treatment of its own customers, the merged firm will not charge carriers for (1) electronic storage or maintenance of carriers’ customer listing information, or (2) processing directory service requests.
 - **Proper Operation of Directory Listing Service.** The merged firm will (1) not list or publish the telephone numbers or other directory listing information of carriers’ customers that have requested non-listed and/or non-published status, and (2) ensure that customers of the merged firm that dial 411 are provided access to carriers’ customer listing information on a nondiscriminatory basis as compared to the customer listing information of the merged firm’s customers.
 - **Single POI in a LATA.** The merged firm will permit carriers to establish a single point of interconnection for all of the merged firm’s ILEC operations in a LATA or similarly-sized geographic area.

- **Single Interconnection Agreement in a State.** The merged firm will negotiate a single, integrated interconnection agreement for all of its ILEC operations in a state.