

**Before the  
Federal Communications Commission  
Washington, DC 20554**

In the Matter of )  
 )  
Applications filed by Qwest Communications ) WC Docket No. 10-110  
International Inc. and CenturyTel, Inc., d/b/a )  
CenturyLink for Consent to Transfer of )  
Control )

**REPLY COMMENTS OF THE  
NATIONAL ASSOCIATION OF STATE UTILITY CONSUMER ADVOCATES**

Pursuant to the Public Notice released on May 28, 2010 by the Federal Communications Commission (“FCC” or “Commission”),<sup>1</sup> the National Association of State Utility Consumer Advocates (“NASUCA”) files these reply comments on the proposed merger of Qwest Communications International Inc. (“Qwest”) and CenturyTel, Inc. d/b/a CenturyLink (“CenturyLink”). In initial comments, NASUCA had stated,

[I]f the Commission is to approve this transaction it must adopt conditions that are equally – if not more – protective of competition and beneficial to consumers than it did in the CenturyTel/Embarq and Frontier/Verizon transactions. Only then will there be an assurance that the public interest requirements of 47 U.S.C. §§ 214(a) and 310(d) are met.<sup>2</sup>

Nothing in others’ comments assuages NASUCA’s concerns about this transaction. On the other hand, the comments do not give NASUCA any confidence that the Commission will see fit to disapprove this transaction, when it has approved the other recent transactions with conditions.

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<sup>1</sup> DA 10-993 (rel. May 28, 2010).

<sup>2</sup> NASUCA Comments at 3.

Most of the comments focus on the specter of harm to competition<sup>3</sup> – which of course harms the consumers who are supposed to benefit from the competition. Other comments address the direct threats to consumers, through deteriorated service quality and failure to bring about the broadband benefits touted by the applicants.<sup>4</sup> The only commenter to support the merger is a supplier of broadband access equipment that apparently believes (or finds it in its interest to express belief in) the applicants’ broadband claims.<sup>5</sup>

In the initial comments, NASUCA stated that “layering another massive integration on top of the not-yet-complete Embarq integration may strain CenturyLink management attention, introduce unanticipated costs and place service quality at risk.” CWA agrees with this risk assessment.<sup>6</sup>

Based on the other comments and its prior statement, NASUCA will conclude by repeating that if the Commission is to approve this merger, it must adopt significant enforceable conditions. Many of the commenters propose specific conditions that should be considered.<sup>7</sup>

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<sup>3</sup> Comments of Access Point, Inc., et al. (“Access Point”); Comments of Aventure Communications Technology, LLC and Northern Valley Communications LLC (“Aventure”); Opening Comments of Broadvox, Inc. (“Broadvox”); Comments of Cbeyond, Inc., et al. (“Cbeyond”); Comments of Cedar Falls Utilities (“Cedar Falls”); Comments of COMPTEL; Comments of Cox Communications and Charter Communications, Inc. (“Cox”) at 7-26; Opening Comments of Infotelecom, LLC (“Infotelecom”); Opening Comments of Leap Wireless International, Inc. (“Leap”); Comments of Mabuhay Alliance; Comments of Pac-West Telecomm, Inc. (“Pac-West”); Comments of Sprint Nextel Corporation (“Sprint”).

<sup>4</sup> Comments of Communications Workers of America (“CWA”); Comments of New Jersey Division of Rate Counsel (“Rate Counsel”). Rate Counsel is a member of NASUCA.

<sup>5</sup> Comments of Adtran, Inc.

<sup>6</sup> CWA Comments at 2.

<sup>7</sup> Access Point Comments at 42-77; Aventure Comments at 9; Broadvox Comments at 7; Cbeyond Comments at 70-72; Cedar Falls Comments at 4; COMPTEL Comments at 5-13; Cox Comments at 9-12, 14-15, 21-22, 22-25, 26-27; CWA Comments at 17-18; Infotelecom Comments at 6; Leap Comments at 4-9; Pac-West Comments at 10-18; Rate Counsel Comments at 27-34; Sprint Comments at 6-12.

Respectfully submitted,

/s/ David C. Bergmann

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