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BEFORE THE ARIZONA CORPORATION COMMISSION

COMMISSIONERS

KRISTIN K. MAYES, Chairman  
GARY PIERCE  
PAUL NEWMAN  
SANDRA D. KENNEDY  
BOB STUMP

2010 SEP 24 A 10:52

ARIZONA CORPORATION COMMISSION  
DOCKET CONTROL

Arizona Corporation Commission

DOCKETED

SEP 24 2010

DOCKETED BY [Signature]

IN THE MATTER OF THE JOINT NOTICE AND APPLICATION OF QWEST CORPORATION, QWEST COMMUNICATIONS COMPANY, LLC, QWEST LD CORP., EMBARQ COMMUNICATIONS, INC. D/B/A CENTURY LINK COMMUNICATIONS, EMBARQ PAYPHONE SERVICES, INC. D/B/A CENTURYLINK, AND CENTURYTEL SOLUTIONS, LLC, FOR APPROVAL OF THE PROPOSED MERGER OF THEIR PARENT CORPORATIONS, QWEST COMMUNICATIONS INTERNATIONAL INC., AND CENTURYTEL, INC.

DOCKET NO. T-01051B-10-0194  
T-02811B-10-0194  
T-04190A-10-0194  
T-20443A-10-0194  
T-03555A-10-0194  
T-03902A-10-0194

PROCEDURAL ORDER

BY THE COMMISSION:

On May 13, 2010, Qwest Corporation, Qwest Communications Company, LLC, Qwest LD Corp., Embarq Communications, Inc. d/b/a CenturyLink Communications, Embarq Payphone Services, Inc. d/b/a CenturyLink, and CenturyTel Solutions, LLC, filed with the Arizona Corporation Commission ("Commission") a joint application for approval of the proposed merger of the Applicants' respective parent corporations, Qwest Communication International Inc., and CenturyTel, Inc ("Joint Application").

On July 2, 2010, a Procedural Order was filed setting the hearing in this matter and other procedural deadlines. Pursuant to the Procedural Order, the deadline for the Commission's Utilities Division Staff ("Staff") and Intervenors' testimony on the Joint Application is to be filed by September 27, 2010.

On September 21, 2010, Staff filed its Request for an Extension of Time to File Initial Testimony ("Motion"), stating that Staff requests an extension until October 12, 2010, to file its initial testimony. Staff states it would like the additional time in order to review all parties' initial testimony before Staff files its initial testimony. Additionally, Staff asserts that this extra time will

1 allow it to monitor the positions of other State commissions' staff in Qwest's 14 state service areas  
2 and take into account those positions when preparing its testimony.

3 The reasons for the extension of time stated in the Motion are reasonable and Staff's Motion  
4 should be granted.

5 IT IS THEREFORE ORDERED that **Staff's Request for an Extension of Time to File**  
6 **Initial Testimony is hereby granted and Staff shall file its direct testimony no later than**  
7 **October 12, 2010.**

8 IT IS FURTHER ORDERED that all other deadlines remain unchanged.

9 IT IS FURTHER ORDERED that the Ex Parte Rule (A.A.C. R14-3-113-Unauthorized  
10 Communications) continues to apply to this proceeding as the matter is set for public hearing.

11 IT IS FURTHER ORDERED that all parties must comply with Rules 31 and 38 of the Rules  
12 of the Arizona Supreme Court and A.R.S. § 40-243 with respect to practice of law and admission *pro*  
13 *hac vice*.

14 IT IS FURTHER ORDERED that the intervention granted herein is conditioned upon the  
15 intervenor obtaining counsel to represent the intervenor if required by Rule 31 of the Rules of the  
16 Arizona Supreme Court, and such counsel filing a notice of appearance with the Commission, within  
17 30 days of the date of this Procedural Order.

18 IT IS FURTHER ORDERED that withdrawal of representation must be made in compliance  
19 with A.A.C. R14-3-104(E) and Rule 1.16 of the Rules of Professional Conduct (under Rule 42 of the  
20 Rules of Arizona Supreme Court). Representation before the Commission includes appearances at all  
21 hearings and procedural conferences, as well as all Open Meetings for which the matter is scheduled  
22 for discussion, unless counsel has previously been granted permission to withdraw by the  
23 Administrative Law Judge or the Commission.

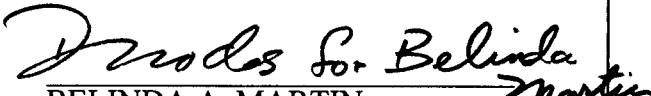
24 IT IS FURTHER ORDERED that the Ex Parte Rule (A.A.C. R14-3-113 - Unauthorized  
25 Communications) applies to this proceeding and shall remain in effect until the Commission's  
26 Decision in this matter is final and non-appealable.

27 ...

28 ...

1 IT IS FURTHER ORDERED that the Administrative Law Judge may rescind, alter, amend,  
2 or waive any portion of this Procedural Order either by subsequent Procedural Order or by ruling at  
3 hearing.

4 DATED this 24<sup>th</sup> day of September, 2010.

5   
6 BELINDA A. MARTIN  
7 ADMINISTRATIVE LAW JUDGE

8 Copies of the foregoing mailed  
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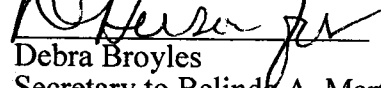
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