

November 2, 2010

VIA ECFS

Ms. Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street, SW, Room TW-A325
Washington, DC 20554

Re: *Applications filed by Qwest Communications International, Inc. and CenturyTel, Inc. d/b/a CenturyLink for Consent to Transfer Control, WC Dkt. No. 10-110*

Dear Ms. Dortch:

Pursuant to the procedures outlined in the *First Protective Order*¹ and *Second Protective Order*² and for purposes of reviewing confidential and highly confidential information filed in the above-referenced proceeding, the undersigned hereby submits the signed Acknowledgments of Confidentiality of Patrick Phipps and Timothy Gates of QSI Consulting, Inc., outside consultants retained by Cbeyond, Inc., Integra Telecom, Inc., and tw telecom inc., which are parties in this proceeding.

Please do not hesitate to contact me at (202) 303-1152 if you have any questions about this submission.

Respectfully submitted,

/s/ Nirali Patel

Nirali Patel

*Counsel for Cbeyond, Inc., Integra Telecom, Inc.,
and tw telecom inc.*

¹ *In re Qwest Communications International Inc. and CenturyTel, Inc. d/b/a CenturyLink; Application for Transfer of Control Under Section 214 of the Communications Act, as Amended, WC Dkt. No. 10-110, DA 10-994 (rel. May 28, 2010) (“First Protective Order”).*

² *In re Applications filed by Qwest Communications International, Inc. and CenturyTel, Inc. d/b/a CenturyLink for Consent to Transfer Control, Protective Order, WC Dkt. No. 10-110, DA 10-2093 (rel. Oct. 29, 2010) (“Second Protective Order”).*

Marlene H. Dortch
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Attachments

cc (via e-mail): Karen Brinkmann & Alexander Maltas, Latham & Watkins LLP,
Outside Counsel for CenturyLink
Jonathan Nuechterlein & Samir Jain, WilmerHale LLP,
Outside Counsel for Qwest

APPENDIX A

Acknowledgment of Confidentiality

WC Docket No. 10-110

I hereby acknowledge that I have received and read a copy of the foregoing Protective Order in the above-captioned proceeding, and I understand it. I agree that I am bound by the Protective Order and that I shall not disclose or use Stamped Confidential Documents or Confidential Information except as allowed by the Protective Order. I acknowledge that a violation of the Protective Order is a violation of an order of the Federal Communications Commission.

Without limiting the foregoing, to the extent that I have any employment, affiliation, or role with any person or entity other than a conventional private law firm (such as, but not limited to, a lobbying or advocacy organization), I acknowledge specifically that my access to any information obtained as a result of the Protective Order is due solely to my capacity as Counsel or consultant to a party or other person described in paragraph 4 of the foregoing Protective Order and that I will not use such information in any other capacity, nor will I disclose such information except as specifically provided in the Protective Order.

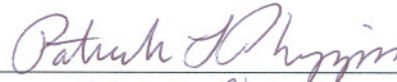
I hereby certify that I am not involved in "competitive decision-making" as that term is used in the definition of In-House Counsel in paragraph 4 of the Protective Order.

I acknowledge that it is my obligation to ensure that: (1) Stamped Confidential Documents and Confidential Information are used only as provided in the Protective Order; and (2) Stamped Confidential Documents are not duplicated except as specifically permitted by the terms of the Protective Order.

I certify that I have verified that there are in place procedures at my firm or office to prevent unauthorized disclosure of Stamped Confidential Documents or Confidential Information.

Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the Protective Order.

Executed this 2nd day of November, 2010.



[Name] Patrick Phipps
[Position] Vice President, QSI Consulting, Inc. (outside consultant)
[Address] 3564 Sundance Dr, Springfield, IL 62711
[Telephone] 217-726-7334

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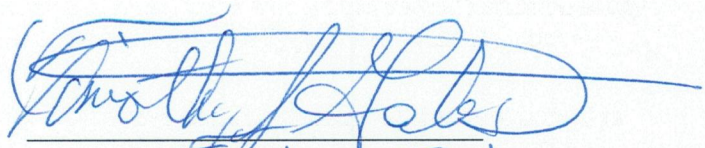
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Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the Protective Order.

Executed this 2nd day of November, 2010.



[Name] Timothy J Gates
[Position] Sr. V.P. - QSI Consulting, Inc.
[Address] 10451 Goseberry Court
[Telephone] Trinity, FL 34655
727-312-5599

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WC Docket No. 10-110

I hereby acknowledge that I have received and read a copy of the foregoing Second Protective Order in the above-captioned proceeding, and I understand it. I agree that I am bound by the Second Protective Order and that I shall not disclose or use Stamped Highly Confidential Documents or Highly Confidential Information except as allowed by the Second Protective Order. I acknowledge that a violation of the Second Protective Order is a violation of an order of the Federal Communications Commission.

Without limiting the foregoing, to the extent that I have any employment, affiliation or role with any person or entity other than a conventional private law firm (such as, but not limited to, a lobbying or public interest organization), I acknowledge specifically that my access to any information obtained as a result of the Second Protective Order is due solely to my capacity as Outside Counsel or Outside Counsel of Record or Outside Consultant to a party or other person described in paragraph 9 of the foregoing Second Protective Order and that I will not use such information in any other capacity nor will I disclose such information except as specifically provided in the Second Protective Order.

I acknowledge that it is my obligation to ensure that: (1) Stamped Highly Confidential Documents and Highly Confidential Information are used only as provided in the Second Protective Order; and (2) Stamped Highly Confidential Documents are not duplicated except as specifically permitted by the terms of the Second Protective Order, and I certify that I have verified that there are in place procedures at my firm or office to prevent unauthorized disclosure of Stamped Highly Confidential Documents or Highly Confidential Information.

Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the Second Protective Order.

Executed at Springfield, Illinois this 1st day of November, 2010.

Patrick J. Phipps

[Name] Patrick Phipps
[Position] Vice President, QSI consulting, Inc (outside consultant)
[Address] 3504 Sundance Drive, Springfield, IL 62711
[Telephone] 217-726-7334

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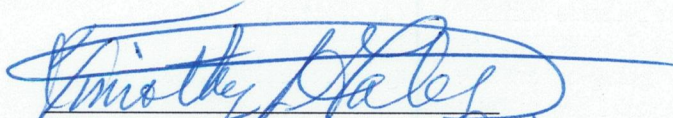
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Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the Second Protective Order.

Executed at Pasco County FL this 7th day of Nov., 2010



[Name] Timothy J Bates
[Position] Sr. V.P. - QSI Consulting, Inc.
[Address] 10451 Gooseberry Ct.
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[Telephone] 727-372-5599