



Charles W. McKee
Vice President – Government Affairs
Federal and State Regulatory

Sprint Nextel
Suite 700
900 7th Street, NW
Washington, DC 20001

January 27, 2011

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 Docket No. 10-110*

Dear Ms. Dortch:

This letter is to inform you that the undersigned spoke by telephone with Christi Shewman of the Wireline Competition Bureau regarding the above captioned docket and discussed Sprint's position on appropriate conditions to be imposed in conjunction with the merger of Qwest Communications and CenturyLink.

Sprint emphasized that the proposed transaction poses significant potential harms to the already dysfunctional special access market and the interconnection arrangements needed by all competitive providers. The combined footprint of the two companies will increase their ability to leverage their control over these core facilities. Sprint urged the Commission to impose conditions consistent with other large mergers by the previous Regional Bell Operating Companies.

Sprint stressed that the proposed transaction cannot be viewed as being in the public interest unless the Commission imposes comprehensive, enforceable conditions to address these concerns. Specifically:

- Reduction of Phase II special access prices to Phase I rates and the reinstatement of Price Caps regulation back to 2002 with an X factor of 6.5%¹ Phase II relief was only granted

¹ See, Comments of Sprint Nextel Corporation, WC Docket No. 19-110 (July 12, 2010) ("Sprint Comments") at 6-8 and Attachment II, II A-B.

Ms. Marlene H. Dortch

January 27, 2011

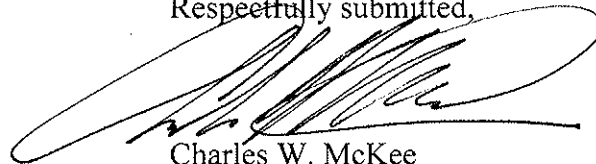
Page 2

under the assumption that competition was sufficient to control rates, an assumption that has proven incorrect.

- Restructure of special access term and volume agreements to allow aggregation of commitments on a national basis with a reasonable revenue/volume commitment cap of 75%.² The combined companies will enjoy significant synergies and the customers of those companies should share in those synergies.
- Reduction in transaction costs through extension of current interconnection agreements for 48 months and porting of interconnection agreements across company and state lines³

Please do not hesitate to contact me at (703) 433-3786 if you have any questions or concerns about this submission.

Respectfully submitted,

A handwritten signature in black ink, appearing to read 'Charles W. McKee', written over a horizontal line.

Charles W. McKee

cc (via email): Christi Shewman

² See, Sprint Comments at 8-9 and Attachment II, II C-E.

³ See, Sprint Comments at 11-12 and Attachment II, IV A-C.