

February 23, 2011

*Via Electronic Filing*

Marlene H. Dortch  
Secretary  
Federal Communications Commission  
445 12<sup>th</sup> Street, SW  
Washington, DC 20554

**Re: Notice of Ex Parte Communication; 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 Docket No. 10-110**

Dear Ms. Dortch:

On February 22, 2011, G. Patrick Webre, Senior Director and Senior Counsel for Charter Communications, Inc. (“Charter”), and the undersigned met with Ms. Angela Kronenberg of Commissioner Clyburn’s office.

Charter’s representatives discussed the company’s position on issues related to the pending application for approval of the merger between Qwest Communications International, Inc. and CenturyTel, Inc., in WC Docket No. 10-110. In particular, Charter urged the Commission to condition approval of the merger by permitting competitors to port interconnection agreements, and by eliminating CenturyLink’s reliance on the rural exemption and separate subsidiaries in a single state to avoid statutory obligations related to efficient network interconnection arrangements. Charter also urged the Commission to adopt conditions to ensure that the post-closing OSS in the legacy Qwest territory meets the standards set forth under Section 271 of the Act. In addition, Charter representatives also noted that because of efficiencies identified by CenturyLink and Qwest as a public benefit of the merger, the merged entity would not need the same level of Universal Service Fund High Cost Program support that the applicants currently receive as separate companies. In particular, the merged entity should not receive such support in areas where another facilities-based wireline competitor is providing competing voice service to the public on an unsubsidized basis. Further, in areas where the merged entity still requires High Cost Program support, this support should be set at the non-rural ILEC rate.

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In accordance with Section 1.1206 of the Commission's rules, one copy of this letter is being filed electronically via ECFS, and one copy will be delivered to Ms. Kronenberg. Please let me know if you have any questions about this matter.

Sincerely,

A handwritten signature in black ink, appearing to read 'K.C. Halm', written in a cursive style.

K.C. Halm  
Davis Wright Tremaine LLP

*Counsel for Charter Communications, Inc.*

cc: Ms. Angela Kronenberg, Office of Commissioner Clyburn  
Mr. Patrick Webre, Charter Communications