

SECRETARY'S RECORD, NEBRASKA PUBLIC SERVICE COMMISSION

BEFORE THE NEBRASKA PUBLIC SERVICE COMMISSION

In the Matter of the joint ) Application No. C-3898  
Application of Qwest )  
Corporation, Denver, Colorado, )  
and Qwest LD Corporation, )  
Denver, Colorado, seeking ) GRANTED  
approval of Merger and Motion )  
for Clarification and/or Waiver )  
of Anti-Slamming Rules. )  
) Entered: March 18, 2008

BY THE COMMISSION:

On January 24, 2008, an application was filed by Qwest Corporation (QC), Denver Colorado, and Qwest LD Corporation (QLDC), Denver, Colorado, seeking approval of a merger and waiver of Anti-Slamming Rules. Notice of the application was published in The Daily Record, Omaha, Nebraska, on January 31, 2008. No protests were filed; therefore, this application is processed pursuant to the Commission's Rule of Modified Procedure.

O P I N I O N   A N D   F I N D I N G S

QC provides local exchange telephone service in parts of Nebraska and is an indirect subsidiary of Qwest Communications International, Inc. (Qwest), a publicly traded corporation. QC is an incumbent local exchange carrier.

QLDC is a reseller of long distance services and serves its customers by reselling services it purchases from Qwest Communications Corporation; another Qwest affiliate and certificated interexchange carrier.

Qwest proposes to merge QLDC into QC with all outstanding QLDC stock being canceled. This will cause QLDC to cease to exist and leave QC as the surviving entity. Qwest requests that QLDC's Certificate of Convenience and Necessity be canceled.

The proposed transaction will improve business operations and will not affect the services provided to customers. The merger of QC and QLDC should be invisible to customers and should see no change in any of their services or rates.

Applicant also requests that the Commission waive the requirement of Neb. Rev. Stat. § 86-205 and Title 291 Neb. Admin. Code, Chapter 5, § 004, that require customer authorization in the event of a change in that customer's telecommunications provider. Applicant believes that it is

SECRETARY'S RECORD, NEBRASKA PUBLIC SERVICE COMMISSION

Application No. C-3896

Page 2

prudent to waive the requirement because the change is a result of an internal Qwest reorganization between commonly owned affiliates and will be invisible and transparent to customers. Applicant references FCC rulings on similar matters that have held that the federal rules are not applicable in these circumstances.

Based on the evidence, we find the application to be fair and reasonable and in the public interest. The application for merger and waiver of Anti-Slamming rules should be granted.

O R D E R

IT IS THEREFORE ORDERED by the Nebraska Public Service Commission that Application No. C-3898, be, and it is hereby, granted.

IT IS FURTHER ORDERED that Neb. Rev. Stat. § 86-201 and Title 291 Neb. Admin. Code, Chapter 5, § 004 of the Commission's rules are waived for this specific merger.

IT IS FURTHER ORDERED that Qwest LD Corporation's Certificate of Public Convenience and Necessity granted in Docket C-2820 is cancelled.

MADE AND ENTERED at Lincoln, Nebraska, this 18th day of March, 2008.

NEBRASKA PUBLIC SERVICE COMMISSION

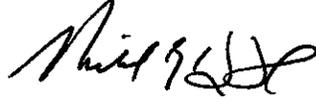
COMMISSIONERS CONCURRING:



Chair



ATTEST:



Executive Director



//s// Anne C. Boyle  
//s// Frank E. Landis