

**BEFORE THE TENNESSEE REGULATORY AUTHORITY  
NASHVILLE, TENNESSEE**

*Re : Joint Application of Embarq Corporation*           )  
*and Century Tel, Inc. Regarding Transfers of*       ) Docket No. 08-00219  
*Control of United Telephone Southeast LLC*       )  
*d/b/a Embarq, Embarq Communications, Inc.*       )  
*and Embarq Payphone Services, Inc.*               )

---

**MOTION TO COMPEL**

---

Bristol Tennessee Essential Services ("BTES") and DeltaCom, Inc. d/b/a DeltaCom Business Solutions ("DeltaCom") request that the Hearing Officer compel Embarq and CenturyTel (the "Applicants") to provide full answers to Subparts A and B of Discovery Request No. 1.

The question submitted by BTES and DeltaCom reads as follows (emphasis added):

1. In each of the following areas, describe and compare the current systems, practices, and policies of Embargo and CenturyTel as they operate today in Tennessee and describe what changes, if any, will occur in those systems following the merger. If changes are contemplated, provide an approximate timetable showing when the changes will begin and be completed. In making the comparisons, please include, but do not be limited to, a discussion of each of the points raised under Issue 1 in the Issues List file by DeltaCom and BTES.

A. Ordering and Provisioning, including Operations and Support Systems, maintenance and repair, number portability, 911 records, billing, and performance measures.

B. Directory Listings.

C. Treatment of Affiliates, including the porting of interconnection agreements from one subsidiary of the merged entity to another.

In answer to Subparts A and B, Embarq and CenturyTel submitted the following response:

Plans for integrating CenturyTel and Embarq wholesale systems, practices, and policies have not been finalized. Integration as may be appropriate will occur over time.

Regarding a description and comparison of the current systems, practices, and policies of CenturyTel, please refer to CenturyTel's operational policies and practices documented in the CenturyTel Service Guide. The service guide can be accessed at <http://business.centurytel.com/business/Wholesale/InterconnectionsServices/>. Regarding Embarq's current systems, practices, and policies, please refer to Embarq's wholesale products guides, which can be accessed at [http://www2.embarq.com/wholesale/clec\\_guides.html](http://www2.embarq.com/wholesale/clec_guides.html). These guides provide detailed information about conducting wholesale business with CenturyTel and Embarq and can be used to compare the two companies' current systems, practices, policies, including those associated with maintenance and repair, number portability, 911 records, billing, performance measures, and directory listings.

As previously discussed by DeltaCom and BTES, the wholesale practices and services offered by Embarq are, on the whole, substantially better than the wholesale practices and services of CenturyTel. In implicit recognition of these differences, the Applicants promise that the combined entity will adopt the "best practices" of both carriers.<sup>1</sup> Despite that promise, however, the Applicants have refused to answer the Intervenor's questions asking the Applicants to "describe and compare" the wholesale practice of the two carriers.

The non-answer of the Applicants refers the reader to two websites, one maintained by CenturyTel and one by Embarq, which are said to contain information about all the wholesale services of each carrier. That is not a response to the Request. The web sites contain voluminous information, much of which appears to be dated, and includes links to other pages which only "members" may access. There is, of course, no comparison of the services and practices of the two carriers as requested by the Intervenor.

---

<sup>1</sup> The Applicants state that "adoption of the best practices" of both carriers is critical to the combined company's success in the marketplace." Response to Discovery, Request No. 2.

If the Applicants have compared the two carriers' wholesale systems in anticipation of the proposed merger and in light of the promised adoption of the "best practice" of each company, the Intervenor and the Authority are entitled to have access to that information. Similarly the Intervenor has raised very specific concerns about the wholesale services and practices of CenturyTel in particular. CenturyTel should be required to describe those services and what, if any, changes may be expected following the merger.

The "provisioning of wholesale services" is one of the issues in this case. See "Order" of the Hearing Officer, February 20, 2009. Therefore, the Intervenor asked the Applicants to describe and compare the wholesale services of each company. Referring the reader to two web sites does not constitute an answer. DeltaCom and BTES therefore ask that the Applicants be compelled to respond in full to subparts A and B of Discovery Request 1.

Respectfully submitted,

By: 

Henry Walker  
1600 Division Street, Suite 700  
Nashville, Tennessee 37203  
(615) 252-2363  
Attorneys for DeltaCom, Inc.

**CERTIFICATE OF SERVICE**

I hereby certify that a true and correct copy of the foregoing has been forwarded  
via U.S. Mail, postage prepaid, to:

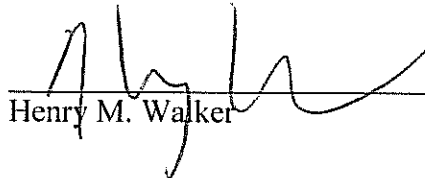
Edward Phillips  
14111 Capital Boulevard  
Mailstop: NCWKFR0313  
Wake Forest, NC 27587-5900  
[Edward.phillips@embarq.com](mailto:Edward.phillips@embarq.com)

William C. Bovender  
Hunter, Smith & Davis  
1212 N. Eastman Road  
P.O. Box 3740  
Kingsport, TN 37664  
[bovender@hdsdlaw.com](mailto:bovender@hdsdlaw.com)

R. Dale Grimes  
Bass, Berry & Simms PLC  
315 Deaderick Street, Suite 2700  
Nashville, Tennessee 37238  
[dgrimes@bassberry.com](mailto:dgrimes@bassberry.com)

H. LaDon Baltimore  
Farrar & Bates, L.L.P.  
211 7th Avenue North, Suite 500  
Nashville, TN 37219  
[don.baltimore@farrar-bates.com](mailto:don.baltimore@farrar-bates.com)

on this the 25th day of March, 2009.

  
Henry M. Walker