

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

Joint Application of Embarq Corporation)
and CenturyTel, Inc., Regarding Transfers)
of Control of United Telephone Southeast)
LLC d/b/a Embarq, Embarq)
Communications, Inc., and Embarq)
Payphone Services, Inc.)

Docket No.: 08-00219

**PROPOSED LIST OF ISSUES SUBMITTED ON BEHALF OF THE
NORTHEAST TENNESSEE TVA POWER DISTRIBUTORS**

Proposed Intervenors, the Northeast Tennessee TVA Power Distributors submit the following proposed list of issues relative to them for consideration at the Status Conference set on Monday, February 9, 2009.

PREFACE

The Northeast Tennessee TVA Power Distributors have moved to intervene in this docket because they are concerned that the proposed merged entity will fail to properly serve the public in Northeast Tennessee. This concern is predicated on the history of the relationship between Embarq Corporation and/or its subsidiaries providing land-line telephone service in the service area of the Power Distributors:

- (1) Is it in the public interest for the merged company to provide telephone service in Northeast Tennessee?

- (2) Will the merged company properly address operational issues such as routine pole transfers, inspection and treatment of joint use poles, and emergency call-outs?
- (3) Will the merged company refrain from making unauthorized pole attachments?
- (4) Will the merged company address and eliminate the numerous safety issues currently existing and which will arise in the future?
- (5) Will the merged company share in the expense of maintaining jointly-used rights of way, which Embarq has consistently refused to share, notwithstanding contractual obligations to do so?
- (6) Will the merged company make adequate and proper pole attachment payments to the Power Distributors and agree on a formula or method for setting such rates in lieu of threats, breaches, and refusals to bargain?
- (7) Will the merged company be financially strong enough to address the foregoing operations and pole attachment fee issues?
- (8) Is it in the public interest for the merged company to assume the contractual relationship now held by Embarq (and/or subsidiary) with the Power Distributors?

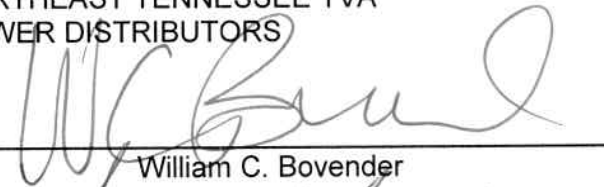
It is anticipated that Embarq will argue that these issues are all currently being addressed by it and there is no need for the Power Distributors to participate in this docket.

The Power Distributors would respectfully assert that the two or more years of operational neglect visited upon them and the public by Embarq, which Embarq has only recently begun to address because of this docket, is the best evidence that the financial ability and intentions of the merged company must be tested in this proceeding.

Respectfully submitted,

NORTHEAST TENNESSEE TVA
POWER DISTRIBUTORS

By



William C. Bovender

By



Michael S. Lattier

CERTIFICATE OF SERVICE

The undersigned hereby certifies that on this the 6th day of February, 2009, a true and correct copy of the foregoing has been forwarded via first class U.S. Mail, hand delivery, overnight delivery, or electronic transmission to the following:

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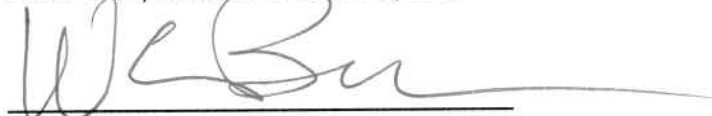
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