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December 8, 2010

Chairman Mary Freeman
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, Tennessee 37243

filed electronically in docket office on 12/08/10

Re: Master Resale Agreement between CenturyTel of Claiborne, Inc. d/b/a CenturyLink Claiborne, CenturyTel of Adamsville, Inc. d/b/a CenturyLink Adamsville, CenturyTel of Ooltewah-Collegedale, Inc. d/b/a CenturyLink Ooltewah-Collegedale and CenturyTel Solutions, Inc. d/b/a CenturyLink Solutions
Docket No. 10-00214

Dear Chairman Freeman:

Enclosed are an original and four (4) copies of the Disaster Recovery Plan which should have been previously filed with the above-referenced Master Resale Agreement.

CenturyLink has already filed this Disaster Recovery Plan electronically and this letter is the required follow-up to that filing.

If you have any questions, please contact my assistant, Roberta Cooper at 850-599-1563.

Sincerely yours,

Jeanne W. Stockman

JWS:rc

Enclosures

cc: CenturyTel Solutions, Inc. d/b/a CenturyLink Solutions

DISASTER RECOVERY

1. PURPOSE

1.1. In the unlikely event of a disaster occurring that affects CenturyLink's long-term ability to deliver traffic to a Competitive Local Exchange Carrier (CLEC), general procedures have been developed to hasten the recovery process. Since each location is different and could be affected by an assortment of potential problems, a detailed recovery plan is impractical. However, in the process of reviewing recovery activities for specific locations, some basic procedures emerge that appear to be common in most cases.

1.2. These general procedures should apply to any disaster that affects the delivery of traffic for an extended time period. Each CLEC will be given the same parity consideration during an outage and service will be restored as quickly as possible.

1.3. This document will cover the basic recovery procedures that would apply to every CLEC.

2. IDENTIFYING THE PROBLEM

2.1. During the early stages of problem detection, the NOC will be able to tell which CLECs are affected by the catastrophe. Further analysis and/or first hand observation will determine if the disaster has affected CLEC equipment only; CenturyLink equipment only or a combination. The equipment that is affected will largely determine the initial restoration activity.

2.2. Once the nature of the disaster is determined and after verifying the cause of the problem, the NOC will initiate reroutes and/or transfers that are jointly agreed upon by the affected CLECs' Network Management Center and the CenturyLink NOC. The type and percentage of controls used will depend upon available network capacity. Controls necessary to stabilize the situation will be invoked and the NOC will attempt to re-establish as much traffic as possible.

2.3. The service centers will also be impacted by a disaster situation, and separate measures for their recovery are included as well.

3. SITE CONTROL

3.1. In the total loss of building use scenario, what likely exists will be a smoking pile of rubble. This rubble will contain many components, which could be dangerous. It could also contain any personnel on the premises at the time of the disaster. For these reasons, the local fire marshal with the assistance of the police will control the site until the building is no longer a threat to surrounding properties and the companies have secured the site from the general public.

3.2. During this time, the majority owner of the building should be arranging for a demolition contractor to mobilize to the site with the primary objective of reaching the cable entrance facility for a damage assessment. The results of this assessment would then dictate immediate plans for restoration, both short term and permanent.

3.3. In a less catastrophic event, i.e., the building is still standing and the cable entrance facility is usable, the situation is more complex. Local authorities will initially control the site until the threat to adjacent property has diminished. Once the site is returned to the control of the companies, the following events should occur.

3.4. An initial assessment of the main building infrastructure systems (mechanical, electrical, fire and life safety, elevators, and others) will establish building needs. Once these needs

are determined, the majority owner should lead the building restoration efforts. There may be situations where the site will not be totally restored within the confines of the building. The companies must individually determine their needs and jointly assess the cost of permanent restoration to determine the overall plan of action.

3.5. Multiple restoration trailers from each company will result in the need for designated space and installation order. This layout and control is required to maximize the amount of restoration equipment that can be placed at the site, and the priority of placements.

3.6. Care must be taken in this planning to insure other restoration efforts have logistical access to the building. Major components of telephone and building equipment will need to be removed and replaced. A priority for this equipment must also be jointly established to facilitate overall site restoration. (Example: If the AC switchgear has sustained damage, this would be of the highest priority in order to regain power, lighting, and HVAC throughout the building.)

3.7. If the site will not accommodate the required restoration equipment, the companies would then need to quickly arrange with local authorities for street closures, rights of way and other possible options available.

4. ENVIRONMENTAL CONCERNS

4.1. In the worse case scenario, many environmental concerns must be addressed. Along with the police and fire marshal, the state environmental protection department will be on site to monitor the situation.

4.2. Items to be concerned with in a large central office building could include:

4.2.1. Emergency engine fuel supply. Damage to standby equipment and the fuel handling equipment could have created "spill" conditions that have to be handled within state and federal regulations.

4.2.2. Asbestos containing materials that may be spread throughout the wreckage. Asbestos could be in many components of building, electrical, mechanical, outside plant distribution, and telephone systems.

4.2.3. Lead and acid. These materials could be present in potentially large quantities depending upon the extent of damage to the power room.

4.2.4. Mercury and other regulated compounds resident in telephone equipment.

4.2.5. Other compounds produced by the fire or heat.

4.3. Once a total loss event occurs at a large site, local authorities will control immediate clean up (water placed on the wreckage by the fire department) and site access.

4.4. At some point, the companies will become involved with local authorities in the overall planning associated with site clean up and restoration. Depending on the clean up approach taken, delays in the restoration of several hours to several days may occur.

4.5. In a less severe disaster, items above are more defined and can be addressed individually depending on the damage.

4.6. In each case, the majority owner should coordinate building and environmental restoration as well as maintain proper planning and site control.

5. EMERGENCY RESTORATION PLAN FOR CSO ORGANIZATION

5.1. Introduction. This plan provides a basic organizational structure and defines areas of

responsibility for a wide range of disasters. It is intended to allow and encourage maximum organizational flexibility in responding to all potential disasters. The organization outlined here includes only those people who normally would support the Service Center operations.

5.2. General Information.

5.2.1. As soon as it is determined that an emergency situation exists, the Service Center Manager will hold a meeting with the Local Assessment Team and make plans for placing the Disaster Recovery Plan into effect.

5.2.2. The assessment team's areas of responsibilities will be determined and assigned by the Service Center Manager.

5.2.3. As soon as practical, the Service Center Manager will use all means available for alerting the personnel who will be needed to make the assessment, keeping in mind that the assessment should be completed as soon as possible after an emergency occurrence.

5.2.4. After personnel report, the Service Center Manager, or his designated representative, will provide the necessary information to begin the damage assessments.

5.2.5. It is most important that the Service Center Manager ensure that the assessment team is properly instructed and keeps in mind CenturyLink's safety practices and abides by them while securing center assessment information.

6. EMERGENCY RESTORATION

6.1. In the event an emergency situation develops, or is in the process of developing, the Service Center Manager will hold a meeting with the Local Assessment team to place the Disaster Recovery Plan into operation.

6.2. Local Service Center Assessment Team

- Service Center Manager
- Manager-Buildings/Grounds
- Security Manager
- Information Services Manager
- Manager Safety /Risk/Loss
- Public Relations Manager

6.3. Agenda for Meeting. The Local Assessment Team should review the following subjects and take action as necessary to expedite the restoration of service.

- Departments affected
- AC power failures
- LAN Connectivity
- Communication System Assessment
- Working Conditions (weather, delays, etc.)

- Work force requirements (forces on the job, in transit, etc.)
- Extra Forces needed
- Contractors needed
- Restoration schedules – temporary/permanent
- Equipment requirements
- General review of responsibilities
- Secure from Decision Support work order number

7. EMERGENCY RESTORATION PRIORITY

7.1. The priority for restoration will be established at the time of the emergency or disaster, as conditions dictate. The following are considerations for restoration in order of priority:

- Assignment
- Remote Entry
- CLEC

8. WORK DISTRIBUTION RECOMMENDATION

Scottsbluff, Nebraska - All work can be routed to Jefferson City, Missouri.

Jefferson City, Missouri - All work can be routed to Carlisle.

Carlisle, Pennsylvania - All work can be routed to Jefferson City, Missouri

Fayetteville, North Carolina -

Remote Entry for Companies "O" & "C" to Winter Garden.

Remote Entry for Company "S" to Carlisle.

Assignment for Company "C" to Las Vegas

Assignment for Company "S" to Ft. Myers

Assignment for Company "O" to Jefferson City

CLEC to Ft. Myers

Las Vegas, Nevada

Remote Entry to Winter Garden and Carlisle

Assignment to Fayetteville, Ft. Myers, and Jefferson City

CLEC to Fayetteville

Winter Garden, Florida

Remote entry to Jefferson City, Carlisle, and Fayetteville

Ft. Myers, Florida

Assignment to Las Vegas, Jefferson City, Carlisle, and Fayetteville

CLEC to Las Vegas and Fayetteville

Note: The techs will call directly to the 800 number of the receiving center. This will also help with work distribution.

9. EMERGENCY RESTORATION PLAN FOR NETWORK ORGANIZATION CENTER

9.1. The Disaster Recovery Management Team is compromised of internal and external personnel responsible for maintaining and executing the plan. The Plan addresses both short and long term disaster but is flexible enough to resolve less severe disruptions. The nature of the disruption typically indicates the specific resources needed for recovery. Therefore, the resources utilized by the Recovery Team are directly related to the extent of the damage caused by the event.

9.2. The primary responsibilities of the Disaster Recovery Management Team are to:

9.2.1. Accomplish rapid and efficient recovery of the network and application systems at the primary and alternate site locations.

9.2.2. Manage recovery and non-recovery activities to protect vital NOC functions until normal operations are resumed.

9.2.3. Conduct streamlined reporting of recovery progress from the recovery team level upward to Executive Management and downward to affected personnel.

9.3. The Disaster Recovery Management Team consists of:

9.3.1. NOC Director

The NOC Director manages the recovery and restoration effort, reporting recovery and progress and problems to Executive Management. All individual groups within the NOC function under this supervision throughout the recovery and restoration. Managers of the groups report recovery status directly to the NOC Director.

In a non-disaster mode the Director assumes the role in ensuring that the Plan is properly documented, maintained and tested in order to ensure that a state of readiness always exists sufficient to respond to any level of disaster. Functional management groups operating under this direction are:

- Technical Assistance
- Special Services
- Scheduling and Administration
- Surveillance
- Corporate Communications (Public Relations)

9.3.2. Manager of Special Services

9.3.3. Manager of Technical Assistance

9.3.4. Manager of Surveillance

9.3.5. Manager of Scheduling & Administration

9.4. All leadership positions on the Recovery Team are required to have an alternate person to assume their position in the case they are not available at the time of the disaster and

subsequent recovery.

10. RECOVERY PROCEDURES

10.1. The nature and severity of any disaster will influence the recovery procedures. One crucial factor in determining how CenturyLink will proceed with restoration is whether or not CenturyLink's equipment is incapacitated. Regardless of whose equipment is out of service, CenturyLink will move as quickly as possible to aid with service recovery; however, the approach that will be taken may differ depending upon the location of the problem.

10.2. CLEC OUTAGE

For a problem limited to one CLEC (or a building with multiple CLECs). CenturyLink has several options available for restoring service quickly. For those CLECs that have agreements with other CLECs, CenturyLink can immediately start directing traffic to a provisional CLEC for completion. This alternative is dependent upon CenturyLink having concurrence from the affected CLECs.

Whether or not the affected CLECs have requested a traffic transfer to another CLEC will not impact CenturyLink's resolve to re-establish traffic to the original destination as quickly as possible.

10.3. CENTURYLINK OUTAGE

Because CenturyLink's equipment has varying degrees of impact on the service provided to the CLECs, restoring service from damaged CenturyLink equipment is different. The outage will probably impact a number of Carriers simultaneously.

A disaster involving any of CenturyLink's equipment locations could impact the CLECs, some more than others. A disaster at a Central Office (CO) would only impact the delivery of traffic to and from that Center (SWC). Traffic from the entire area to those Carriers served from that switch would also be impacted. If the switch functions as an Access tandem or there is a tandem in the building, traffic from every CO to every CLEC could be interrupted. A disaster that destroys a facility hub could disrupt various traffic flows, even though the switching equipment may be unaffected.

The NOC would be the first group to observe a problem involving CenturyLink's equipment. Shortly after a disaster, the NOC will begin applying controls and finding reroutes for the completion of as much traffic as possible. These reroutes may involve delivering traffic to alternate Carriers upon receiving approval from affected carriers and notification of the CLECs involved. In some cases, changes in translations will be required.

10.3.1. Loss of a Central Office. When CenturyLink loses a Central Office, the NOC will:

- Place specialists and emergency equipment on notice.
- Inventory the damage to determine what equipment and/or functions are lost,
- Move containerized emergency equipment and facility equipment to the stricken area, if necessary.
- Begin reconnecting service for Hospitals, Police and other emergency agency customers of CLECs and CenturyLink in a nondiscriminatory manner in accordance with SNEP-TSP guidelines, and
- Begin restoring service to CLECs and other customers

10.3.2. Loss of a Central Office with Serving Wire Center Functions. The loss of a Central Office that also serves as a Serving Wire Center (SWC) will be restored as described in section 5.2.1.

10.3.3. Loss of a Central Office with Tandem Functions. When CenturyLink loses a Central Office building that serves as an Access Tandem and as a SWC, the NOC will:

- Place specialists and emergency equipment on notice;
- Inventory the damage to determine what equipment and/or functions are lost.
- Move containerized emergency equipment and facility equipment to the stricken area, if necessary.
- Begin reconnecting service for Hospitals, Police and other emergency agency customers of CLECs and an CenturyLink in a nondiscriminatory manner in accordance with NSEP-TSP guidelines, and
- Redirect as much traffic as possible to the alternate access tandem (if available) for delivery to those CLECs utilizing a different location as a SWC.
- Begin aggregating traffic to a location near the damaged building. From this location, begin re-establishing trunk groups to the CLECs for the delivery of traffic normally found on the direct trunk groups. (This aggregation point may be the alternate access tandem location or another CO on a primary facility route.)
- Begin restoring service to CLECs and other customers.

10.3.4. Loss of a Facility Hub. In the event that CenturyLink loses a facility hub, the recovery process is much the same as above. The recovery effort will include:

- Placing specialists and emergency equipment on notice;
- Inventorying the damage to determine what equipment and/or functions are lost;
- Moving containerized emergency equipment to the stricken area, if necessary;
- Reconnecting service for Hospitals, Police and other emergency agency customers of CLECs and CenturyLink in a nondiscriminatory manner in accordance with NSEP-TSP guidelines; and
- Restoring service to CLECs and other customers. If necessary, CenturyLink will aggregate the traffic at another location and build temporary facilities. This alternative would be viable for a location that is destroyed and building repairs are required.

10.4. COMBINED OUTAGE (CLEC AND CENTURYLINK EQUIPMENT)

In some instances, a disaster may impact CenturyLink's equipment as well as the CLECs'. This situation will be handled in much the same way as described in section 5.2.3. Since CenturyLink and the CLECs will be utilizing temporary equipment, close coordination will be required.

10.5. ALTERNATIVE BUILDING

In preparation for an extended outage, each Service Center Manager to identify with Land & Buildings an alternate company location that could be converted to a temporary service center. This space would not be occupied or furnished in advance but would be equipped with LAN and telephone connections. Alternate space will accommodate:

- Work stations
- Computers
- Telephones
- LAN Connections

11. T1 IDENTIFICATION PROCEDURES

11.1. During the restoration of service after a disaster, CenturyLink may be forced to aggregate traffic for delivery to a CLEC. During this process T1 traffic may be consolidated onto DS3s and may become unidentifiable to the Carrier. Because resources will be limited, CenturyLink may be forced to "package" this traffic entirely differently than normally received by the CLECs. Therefore, a method for identifying the T1 traffic on the DS3s and providing the information to the Carriers is required.

12. ACRONYMS

CO	Central Office (CenturyLink)
DS3	Facility that carries 28 T1s (672 circuits)
CLEC	Competitive Local Exchange Carrier
NOC	Network Operations Center
SWC	Serving Wire Center (CenturyLink switch)
T1	Facility that carries 24 circuits