

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

In Re:)
Application of Bristol Tennessee Essential Services) Docket No. 12-00060
To Expand Its Certificate of Convenience and)
Necessity to Provide Competing)
Telecommunications Services Statewide)

PETITION TO INTERVENE OF CENTURYLINK

United Telephone Southeast LLC d/b/a CenturyLink, CenturyTel of Adamsville, Inc. d/b/a CenturyLink Adamsville, CenturyTel of Claiborne, Inc. d/b/a CenturyLink Claiborne, and CenturyTel of Ooltewah-Collegedale, Inc. d/b/a CenturyLink Ooltewah-Collegedale (collectively “CenturyLink”) file this Petition for Intervention (“Petition”) before the Tennessee Regulatory Authority (“TRA” or “Authority”). CenturyLink seeks to intervene in the above-captioned proceeding pursuant to T.C.A. §4-5-301.

1. CenturyLink is a public utility regulated by the Authority. CenturyLink is an incumbent local exchange carrier (“ILEC”) providing telecommunications services in portions of the State of Tennessee.

2. Bristol Tennessee Essential Services (“BTES”) is a utility authority that provides electric service in and around Bristol, Tennessee. BTES was created in 1945 by the City of Bristol pursuant to the Municipal Electric Plant Law of 1935.

3. By Order dated March 21, 2006 at Docket No. 05-00251, the TRA approved an application filed by BTES for a certificate of public convenience and necessity to provide telecommunications services, as amended to include a settlement agreement between

CenturyLink and BTES which, among other matters, limited the service area of BTES to the areas in which BTES provides electric service within Sullivan County, Tennessee, and included additional requirements and duties to be undertaken by BTES (“BTES 2006 Application”). True and correct copies of the Authority’s Order and the Settlement Agreement in the BTES 2006 Application proceeding are attached hereto at Exhibits A and B, respectively.

4. Pursuant to Tenn. Code Ann. §§ 65-4-201 through 65-4-204 and applicable rules and regulations, on June 20, 2012, Bristol Tennessee Essential Services (“BTES”) filed an application to expand its certificate of public convenience and necessity to provide competing telecommunications services statewide (“BTES 2012 Application”).

5. BTES previously elected to operate under market regulation in Tennessee.¹

6. The TRA has jurisdiction and authority under the Market Regulation Act “respecting the requirement of certificates pursuant to § 65-4-201.” T.C.A. § 65-5-109(n)(12).

7. BTES 2012 Application seeks expanded authority to provide telecommunications services throughout the state of Tennessee, “as business conditions warrant,”² via BTES’ own Passive Optical Network (“PON”), but “may in the future utilize services from other carriers as it expands its service offerings.” BTES 2012 Application at ¶ 2.

8. CenturyLink has a direct and tangible interest in this matter. Based upon the BTES 2012 Application, conditions and competitive safeguards are necessary to ensure that CenturyLink’s ability to compete in Tennessee is not unfairly and unlawfully compromised and that the competitive telecommunications marketplace in Tennessee will not be adversely

¹ BTES 2012 Application at page 5, ¶ 2.

² BTES 2012 Application at p. 2.

impacted by granting the BTES 2012 Application as proposed. At a minimum, discovery is necessary to determine the accuracy and completeness of BTES' allegations in the BTES 2012 Application and to examine BTES' actions regarding the terms and conditions of the Agreement with CenturyLink from the BTES 2006 Application proceeding, as those actions – or lack thereof – may impact BTES' claims regarding managerial, financial, and technical fitness now to provide alleged telecommunications services on a statewide basis in Tennessee.

9. Accordingly, based upon the BTES 2012 Application, CenturyLink will be harmed if the BTES 2012 Application is granted as proposed, without intervention by CenturyLink.

WHEREFORE, CenturyLink respectfully requests that the Tennessee Regulatory Authority grants its Petition to Intervene.

Respectfully submitted this 31st day of July, 2012.



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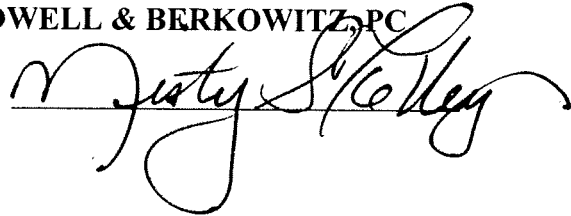
CERTIFICATE OF SERVICE

I hereby certify that the foregoing was served via email and U.S. Mail upon the following on the 31st day of July, 2012:

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**BAKER, DONELSON, BEARMAN
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By:

A handwritten signature in black ink, appearing to read "Justy Stolley", is written over a horizontal line.