

## **EXHIBIT F**

### **Description of Transaction and Public Interest Statement**

Pursuant to Section 25.119 of the Commission's rules, 47 C.F.R. § 25.119, CenturyTel of the Northwest, Inc. ("Transferor") and CenturyTel Broadband Services, LLC ("Transferee") hereby seek Commission consent for the *pro forma* transfer of control of CenturyTel Televideo, Inc., licensee ("Licensee") of domestic fixed, receive-only earth stations E5214 and WY78. Inasmuch as the Transferor, Transferee and Licensee are each owned and controlled by the same corporate parent, CenturyLink, Inc. ("CenturyLink"), the proposed transaction is *pro forma* in nature. The applicants respectfully submit that the proposed transaction, which is intended to improve the business operations of the Licensee, will serve the public interest, and thus favorable action on this application is warranted.

The transaction will take place in a series of quick, successive steps. Specifically, the Transferor, a Washington corporation and the sole shareholder of the Licensee will distribute all of the shares of the Licensee to CenturyTel Holdings, Inc. ("CenturyTel Holdings"), a Louisiana corporation, after which, the Licensee will be a wholly-owned subsidiary of CenturyTel Holdings. Next, CenturyTel Holdings will distribute all of the shares of the Licensee to CenturyLink, a Louisiana corporation and the sole shareholder of CenturyTel Holdings, after which the Licensee will be a direct, wholly-owned subsidiary of CenturyLink. CenturyLink will then make a capital contribution of all of the shares of the Licensee to the Transferee, after which Licensee will be a direct, wholly-owned subsidiary of

the Transferee. A diagram depicting the Licensee's ownership structure, both before and after the transaction described above, is attached hereto as Attachment A