Section 1 - Division of Records and Reporting (RAR) Completes

LCI I	international Teleconternational Teleconternational Teleconternational Content Communications Content Cong Distance, Inc.	om Corp. om Corp. oporation	Communication Communication Internation ALEC Cert. 2	for approval of a pro forme change in control Anschutz Company, principal shareholder of Gwest stions International Inc. (of which Gwest ations Corporation (holder of IXC Cert. 3534), LCI lonal Telecom Corp. (holder of IXC Cert. 2300 and t. 4440), and U.S. Long Distance, Inc. (holder of . 2469 and ALEC Cert. 5158) are operating ries) will transfer approximately 9 million shares AG GCL LEG RAR RRR WAW						
Section 2 - OPR	Completes and retu	urns to RAR 6	n 10 workdays.	RO	L	no Scheck	de		1149 3	
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Section 3 - Chairman Completes

Assignments are as follows:

- Hearing Officer(s)

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Where panels are assigned the sanior Commissioner is Panel Chairman; the identical panel decides the case.

Where one Commissioner, a Hearing Examiner or a Staff Hember is assigned the full Commission decides the case.

- Prehearing Officer

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Case Assignment and Scheduling Record

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PSC/RAR-15 (Rev. 1/98) • COMPLETED EVENTS

STATE OF FLORIDA

Commissioners: JULIA L. JOHNSON, CHAIRMAN J. TERRY DEASON SUSAN F. CLARK JOE GARCIA E. LEON JACOBS, JR.



DIVISION OF RECORDS & REPORTING BLANCA S. BAYÓ DIRECTOR (850) 413-6770

Public Service Commission

December 8, 1998

Brad E. Mutschelknaus, Attorney Kelley Drye & Warren LLP 1200 19th Street, NW, Suite 500 Washington, D.C. 20036

Re: Docket No. 981820-TP

Dear Mr. Mutschelknaus:

This will acknowledge receipt of a request for approval of a pro forma change in control whereby Anschutz Company, principal shareholder of Qwest Communications International Inc. (of which Qwest Communications Corporation (holder of IXC Cert. 3534), LCI International Telecom Corp. (holder of IXC Cert. 2300 and ALEC Cert. 4440), and U.S. Long Distance, Inc. (holder of IXC Cert. 2469 and ALEC Cert. 5158) are operating subsidiaries) will transfer approximately 9 million shares of Qwest common stock to a nonaffiliated trust, which was filed by this office on December 7, 1998 and assigned the above-referenced docket number. Appropriate staff members will be advised.

Mediation may be available to resolve any dispute in this docket. If mediation is conducted, it does not affect a substantially interested person's right to an administrative hearing. For more information, contact the Office of General Counsel at (850) 413-6078 or FAX (850) 413-6079.

Division of Records and Reporting Florida Public Service Commission