

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Post-Effective Amendment No. 1 to

FORM S-8

REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF 1933

CenturyTel, Inc.

*(Exact name of registrant as specified in its charter)*

**Louisiana**  
*(State or other jurisdiction  
of incorporation or organization)*

**72-0651161**  
*(I.R.S. Employer  
Identification No.)*

**100 CenturyTel Drive  
Monroe, Louisiana 71203**  
*(Address, including zip code, of  
Principal Executive Offices)*

**CenturyTel Union 401(k) Plan and Trust**  
**(formerly known as the CenturyTel, Inc. Union Group Incentive Plan and Trust)**  
*(Full title of the plans)*

**Stacey W. Goff**  
**Senior Vice President, General Counsel and Secretary**  
**CenturyTel, Inc.**  
**100 CenturyTel Drive**  
**Monroe, Louisiana 71203**  
**(318) 388-9500**  
*(Name, address, including zip code, and telephone number,  
including area code, of agent for service)*

Copy to:

**Margaret F. Murphy**  
**Jones, Walker, Waechter, Poitevent, Carrère & Denègre, L.L.P.**  
**201 St. Charles Avenue**  
**New Orleans, Louisiana 70170 -5100**

#### **DEREGISTRATION**

In accordance with the undertakings contained in Part II of this Registration Statement No. 333-64992, the Registrant hereby files this Post-Effective Amendment No. 1 to remove from registration all of the securities registered under this Registration Statement (consisting of shares of common stock, preference share purchase rights and participation interests in the plan) that remain unsold on the date hereof.

## SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the Registrant certifies that it has reasonable grounds to believe that it meets all the requirements for filing on Form S-8 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Monroe, State of Louisiana, on June 22, 2007.

CenturyTel, Inc.

By: /s/Glen F. Post, III  
Glen F. Post, III  
Chairman of the Board and  
Chief Executive Officer

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 1 to the Registration Statement has been signed by the following persons in the capacities and on the dates indicated.

<u>Signature</u>	<u>Title</u>	<u>Date</u>
<u>/s/Glen F. Post, III</u> Glen F. Post, III	Chairman of the Board and Chief Executive Officer	June 22, 2007
<u>*</u> R. Stewart Ewing, Jr.	Executive Vice President and Chief Financial Officer (Principal Financial Officer)	June 22, 2007
<u>/s/ Neil A. Sweasy</u> Neil A. Sweasy	Vice President and Controller (Principal Accounting Officer)	June 22, 2007
<u>*</u> William R. Boles, Jr.	Director	June 22, 2007
<u>*</u> Virginia Boulet	Director	June 22, 2007
<u>*</u> Calvin Czeschin	Director	June 22, 2007
<u>James B. Gardner</u>	Director	
<u>*</u> W. Bruce Hanks	Director	June 22, 2007
<u>*</u> C. G. Melville, Jr.	Director	June 22, 2007
<u>Gregory J. McCray</u>	Director	
<u>Fred R. Nichols</u>	Director	
<u>*</u> Harvey P. Perry	Director	June 22, 2007
<u>*</u> Jim D. Reppond	Director	June 22, 2007
<u>Joseph R. Zimmer</u>	Director	

\* By: /s/Glen F. Post, III  
Glen F. Post, III  
Attorney-in-Fact



**The Plan.** Pursuant to the requirements of the Securities Act of 1933, the CenturyTel Retirement Committee, as administrator of the Plan, has duly caused this Post-Effective Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Monroe, State of Louisiana, on June 22, 2007.

CENTURYTEL UNION 401(k) PLAN AND TRUST  
(Formerly known as the CenturyTel, Inc. Union Group  
Incentive Plan and Trust)

By: /s/Ivan S. Hughes  
Ivan S. Hughes  
Member of the CenturyTel Retirement Committee