

FORM 3UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549OMB APPROVAL
OMB Number: 3235-0104
Estimated average burden
hours per response... 0.5**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF
SECURITIES**Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the
Investment Company Act of 1940

1. Name and Address of Reporting Person * Moreau Maxine L	2. Date of Event Requiring Statement (MM/DD/YYYY) 5/14/2012	3. Issuer Name and Ticker or Trading Symbol CENTURYLINK, INC [CTL]
(Last) (First) (Middle) C/O CENTURYLINK, INC., 100 CENTURYLINK DRIVE	4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) SVP - Network Services /	
(Street) MONROE, LA 71203 (City) (State) (Zip)	5. If Amendment, Date Original Filed (MM/DD/YYYY) 5/24/2012	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	32971.6863 (1)(2)	D	
Common Stock	1703.7411 (2)	I	By 401(k) plan

Table II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 4)	2. Date Exercisable and Expiration Date (MM/DD/YYYY)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Employee stock option (right to buy) (2)	(3)	4/9/2017	Common Stock	10000	\$45.66	D	

Explanation of Responses:

- (1) Includes ESPP purchases through May 24, 2012 (2,113.6863 shares) and 23,557 shares of restricted stock subject to various vesting conditions.
- (2) The Form 3 filed for the reporting person on May 24, 2012 inadvertently omitted 7,301 unrestricted, directly held shares and 10,000 stock options, and incorrectly stated the reporting person's 401(k) plan holdings. These errors were carried through to Form 4s filed by the reporting person through February 24, 2014.
- (3) The option vests in three equal annual installments beginning on April 9, 2008.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Moreau Maxine L C/O CENTURYLINK, INC. 100 CENTURYLINK DRIVE MONROE, LA 71203			SVP - Network Services	

Signatures

/s/ Jennifer A. D'Alessandro, as attorney-in-fact

3/6/2014

Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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