

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB 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 * Varma Girish (Last) (First) (Middle)	2. Date of Event Requiring Statement (MM/DD/YYYY) 11/1/2014	3. Issuer Name and Ticker or Trading Symbol CENTURYLINK, INC [CTL]
C/O CENTURYLINK, INC., 100 CENTURYLINK DRIVE (Street)	4. Relationship of Reporting Person(s) to Issuer (Check all applicable) ____ Director ____ 10% Owner ____ X ____ Officer (give title below) ____ Other (specify below) President, Global IT Services /	6. Individual or Joint/Group Filing (Check Applicable Line) ____ X ____ Form filed by One Reporting Person ____ Form filed by More than One Reporting Person
MONROE, LA 71203 (City) (State) (Zip)	5. If Amendment, Date Original Filed (MM/DD/YYYY) 11/6/2014	

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	52357.0045 (1)(2)	D	

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			

Explanation of Responses:

- (1) Of this number, 18,324 are unvested time-based shares of restricted stock and 31,799 are unvested performance-based shares of restricted stock.
- (2) This amendment is being filed to correct the total number of shares directly held by the Reporting Person. Of this number, 2,058 were erroneously omitted from the original Form 3.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Varma Girish C/O CENTURYLINK, INC. 100 CENTURYLINK DRIVE MONROE, LA 71203			President, Global IT Services	

Signatures

/s/ Hope M. Spencer, as Attorney-in-Fact for Girish Varma

11/20/2014

--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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.