

# QWEST CORP

## FORM RW

(Withdrawal of Registration Statement)

Filed 4/18/2005

Address	1801 CALIFORNIA ST SUITE 2950 DENVER, Colorado 80202
Telephone	303-896-3099
CIK	0000068622
Fiscal Year	12/31

**QWEST CORPORATION**  
**1801 California Street**  
**Denver, Colorado 80202**  
**(303) 992-1400**

April 18, 2005

*VIA EDGAR AND FACSIMILE—(202) 942-9594*

Securities and Exchange Commission  
Division of Corporation Finance  
450 Fifth Street, N.W.  
Washington, DC 20549  
Attn: Mr. Albert Pappas

**Re: Qwest Corporation—Request for Withdrawal of Registration Statement on Form S-4 (File Number 333-98119)**

Ladies and Gentlemen:

Pursuant to Rule 477(a) promulgated under the Securities Act of 1933, as amended (the "Securities Act"), Qwest Corporation (the "Company") hereby respectfully requests that the Securities and Exchange Commission (the "Commission") consent to the withdrawal of its registration statement on Form S-4 (File No. 333-98119) filed with the Commission on August 14, 2002, together with all exhibits thereto (collectively, the "Registration Statement"), related to the Company's exchange offer for all of its outstanding 8 <sup>7</sup> / 8 % notes due 2012 (the "Exchange Offer"). The Company was unable to commence the Exchange Offer due to delays associated with the restatement of its financial statements for 2001 and 2000 and has since filed on May 3, 2004 (and amended on December 7, 2004 and March 31, 2005) a new registration statement on Form S-4 (File No. 333-115119) relating to the Exchange Offer. The Company confirms that the Registration Statement has not been declared effective and no securities have been sold pursuant to the Registration Statement.

The Company requests that the Commission consent to this application pursuant to Rule 477(a) under the Securities Act. If you have any questions regarding this request for withdrawal or if withdrawal will not be granted, please contact Richard M. Russo, Esq. of Gibson, Dunn & Crutcher LLP, counsel to the Company, at (303) 298-5715.

Very truly yours,

QWEST CORPORATION

By: /s/ STEPHEN E. BRILZ

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Stephen E. Brilz  
Vice President and Secretary

cc: Richard M. Russo, Esq., Gibson, Dunn & Crutcher LLP

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**End of Filing**

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