

QWEST CORP

FORM 8-K

(Unscheduled Material Events)

Filed 5/1/2000 For Period Ending 4/28/2000

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

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): April 28, 2000

U S WEST Communications, Inc.

(Exact name of registrant as specified in its charter)

Colorado
(State of Incorporation)

CommissionFile Number
1-3040

IRS Employer Identification
No. 84-0273800

1801 California Street, Denver, Colorado 80202
(Address of Principal Executive Offices, Including Zip Code)

Telephone Number (303) 672-2700
(Registrant's Telephone Number, Including Area Code)

(The Exhibits Index is located on page 2 of this report.)

Item 5. Other Events

On April 28, 2000, U S WEST, Inc. filed a Form 8-K containing its first quarter earnings results, unaudited consolidated financial statements and U S WEST Communications, Inc.'s unaudited consolidated financial statements.

Item 7.	Financial Statements and Exhibits
27	Financial Data Schedule
99.1	Unaudited Consolidated Statements of Operations of U S WEST Communications, Inc. for the quarters ended March 31, 1999 and 2000, respectively, filed in connection with U S WEST, Inc.'s Press Release dated April 28, 2000.
99.2	Unaudited Consolidated Balance Sheets of U S WEST Communications, Inc. for the quarter ended March 31, 2000, and the year ended December 31, 1999, respectively, filed in connection with the Press Release dated April 28, 2000.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

U S WEST Communications, Inc.

By: /s/ Thomas O. McGimpsey

Thomas O. McGimpsey
Assistant Secretary

Dated: April 28, 2000

CONSOLIDATED STATEMENTS OF OPERATIONS U S WEST COMMUNICATIONS, INC.
(UNAUDITED) (Telephone Operations Only)

	Quarter Ended		
	March 31,		%
In millions	2000	1999	Change

OPERATING REVENUES			
Local services	\$2,045	\$1,871	9.3
Access services	710	672	5.7
Long-distance services	106	171	(38.0)
Other services	90	74	21.6
	-----	-----	
Total operating revenues	2,951	2,788	5.8
	-----	-----	
OPERATING EXPENSES			
Employee-related	802	893	(10.2)
Other operating	777	624	24.5
Depreciation & amort	564	585	(3.6)
	-----	-----	
Total operating expenses	2,143	2,102	2.0
	-----	-----	
Operating income	808	686	17.8
Interest expense	119	89	33.7
Other expense	6	12	(50.0)
	-----	-----	
Income before income taxes	683	585	16.8
Income tax provision	258	216	19.4
	-----	-----	
NET INCOME	\$425	\$369	15.2
	=====	=====	

CONSOLIDATED BALANCE SHEETS U S WEST COMMUNICATIONS, INC.

(Telephone Operations Only)

In millions	(UNAUDITED)	
	March 31, 2000	December 31, 1999

ASSETS		
Current assets:		
Cash and cash equivalents	\$ 66	\$ 61
Accounts receivable, net	1,765	1,811
Inventories and supplies	217	211
Deferred tax asset	141	154
Prepaid and other	147	95
	-----	-----
Total current assets	2,336	2,332
Property, plant and equipment - net	16,546	16,049
Other assets - net	1,478	1,597
	-----	-----
Total assets	\$20,360	\$19,978
	=====	=====
LIABILITIES AND STOCKHOLDER'S EQUITY		
Current liabilities:		
Short-term debt	\$2,393	\$1,684
Accounts payable	1,576	1,721
Accrued expenses	1,541	1,560
Advance billings and deposits	352	343
	-----	-----
Total current liabilities	5,862	5,308
Long-term debt	5,464	5,408
Postretirement and other postemployment benefit obligations	2,406	2,462
Deferred taxes, credits and other	2,125	2,080
Stockholder's equity	4,503	4,720
	-----	-----
Total liabilities and stockholder's equity	\$20,360	\$19,978
	=====	=====

ARTICLE 5

CIK: 0000068622

NAME: U S WEST Communications, Inc.

MULTIPLIER: 1,000,000

PERIOD TYPE	3 MOS
FISCAL YEAR END	DEC 31 2000
PERIOD START	JAN 02 2000
PERIOD END	MAR 31 2000
CASH	66
SECURITIES	0
RECEIVABLES	1,765
ALLOWANCES	0
INVENTORY	217
CURRENT ASSETS	2,336
PP&E	37,972
DEPRECIATION	21,426
TOTAL ASSETS	20,360
CURRENT LIABILITIES	5,862
BONDS	0
PREFERRED MANDATORY	0
PREFERRED	0
COMMON	8,135
OTHER SE	(3,632)
TOTAL LIABILITY AND EQUITY	20,360
SALES	2,951
TOTAL REVENUES	2,951
CGS	0
TOTAL COSTS	0
OTHER EXPENSES	2,143
LOSS PROVISION	0
INTEREST EXPENSE	119
INCOME PRETAX	683
INCOME TAX	258
INCOME CONTINUING	425
DISCONTINUED	0
EXTRAORDINARY	0
CHANGES	0
NET INCOME	425
EPS BASIC	0
EPS DILUTED	0

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