

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF KANSAS**

WILLIAM DOUGLAS FULGHUM, <i>et al.</i> ,	X	
<i>Plaintiffs,</i>	:	CIVIL ACTION
<i>v.</i>	:	
EMBARQ CORPORATION, <i>et al.</i> ,	:	CASE NO. 07-CV-2602 (EFM/JPO)
<i>Defendants</i>	:	CLASS ACTION
	X	

If you (or your spouse) retired before January 1, 2008 from Embarq or a business that became part of Embarq, and you had retiree medical, prescription drug, or life insurance benefits from Sprint or Embarq, this class action lawsuit may affect your rights.

A court authorized this Notice. This is not a solicitation from a lawyer.

This class action lawsuit may affect your rights.

You should read this Notice carefully as soon as possible.

You are receiving this Notice because company records show that you are or may be a member of a class certified by the Court. **If you are a member of the class, you have important rights and you have a limited time to join a collective action to pursue claims under the Age Discrimination in Employment Act.** Specifically:

1. The Court has certified a “class action” that includes retired employees (and their eligible dependents) who retired before January 1, 2008 from Embarq or a business that became part of Embarq and who were participating in any of the retiree medical, prescription drug and life insurance benefit plans of Sprint Nextel Corporation and Embarq Corporation. This class action is making legal claims that the defendants violated the federal retirement law through the changes announced in November 2005 and July 2007 which cancelled health insurance benefits and prescription drug benefits for those participants eligible for Medicare, and cancelled or reduced life insurance benefits for all participants who had retiree life insurance benefits. **You are automatically a member of this class and you do not need to do anything in order to be a part of the class and this set of claims in the lawsuit.**
2. The Court also has ordered that Class members have the right to join a “collective action” that makes additional legal claims under the federal Age Discrimination in Employment Act for cancellation or reduction of the life insurance benefits. This law protects

QUESTIONS? Contact the legal team representing the retirees by phone at 1-800-511-1104 or by email at legalteam@embarqretireelawsuit.com. **Do not contact the Clerk of Court, the judge, CenturyLink, Embarq, Sprint Nextel, or any of the defendants for further information**

employees and retired employees who are over the age of 40. **If you want to preserve the right to benefit from this additional claim for age discrimination, you must take action immediately to become a member of this collective action by mailing in the enclosed “Consent Form” so that it is received on or before June 27, 2011. You must return the enclosed “Consent Form” on time in order to be part of the age discrimination collective action.**

3. The Court also has certified class action “sub-classes” that are making age discrimination claims under the state laws of Ohio, Oregon, and Tennessee. **If you are a retiree whose last place of employment was in Ohio, Oregon, or Tennessee (or the spouse of such a retiree), you and your eligible dependents are automatically members of both the main class described in # 1 above and in the subclass applicable to you.**
4. **The Court has decided not to certify a class on the claim that defendants violated their fiduciary duty under the federal retirement law.** This is a claim that the defendants misrepresented the retiree medical, prescription drug and life insurance benefits by not clearly and accurately describing the benefits and any limitations on them. **Any Class member who believes he or she has a possible basis to make this type of claim should promptly contact an attorney of his or her choice about a breach of fiduciary duty claim.**

SUMMARY: If you want to join the collective action for federal age discrimination claims, you must promptly return the enclosed Consent Form so it is received at the post office box on or before June 27, 2011. The instructions for doing this are on pages x-y of this Notice.

If you have trouble understanding this Notice, please review it carefully with a family member or friend.

If you have questions about any of the information in this Notice, you can contact the retirees’ legal team by calling toll-free 1-800-511-1104 or by sending an email to legalteam@embarqretireelawsuit.com. Do not contact the Clerk of Court, the judge, CenturyLink, Embarq, Sprint Nextel, or any of the defendants for further information.

QUESTIONS? Contact the legal team representing the retirees by phone at 1-800-511-1104 or by email at legalteam@embarqretireelawsuit.com. Do not contact the Clerk of Court, the judge, CenturyLink, Embarq, Sprint Nextel, or any of the defendants for further information

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QUESTIONS? Contact the legal team representing the retirees by phone at 1-800-511-1104 or by email at legalteam@embarqretireelawsuit.com. **Do not contact the Clerk of Court, the judge, CenturyLink, Embarq, Sprint Nextel, or any of the defendants for further information**

BASIC INFORMATION

A. What is This Notice About?

The purpose of this Notice is to:

- (a) tell you about the existence of a class action lawsuit in which you may be a member of the class;
- (b) tell you how your rights may be affected by this lawsuit; and
- (c) explain what you need to do if you want to join claims under the Age Discrimination in Employment Act.

B. What is the Lawsuit About?

Plaintiff William Douglas Fulghum and the other plaintiffs who filed this lawsuit are retired employees of various companies in the telecommunications field whose retiree medical, prescription drug, and life insurance benefits were most recently provided by defendant Embarq Corporation. They have filed this lawsuit claiming that the defendants violated the Employee Retirement Income Security Act (“ERISA”), the federal law governing retirement benefits. The plaintiffs claim that it was unlawful under ERISA for the defendants to cancel health insurance benefits and prescription drug benefits for retirees (including their eligible dependents) who were eligible for Medicare, and to cancel or reduce life insurance for all retirees. The lawsuit also claims that the defendants, including Embarq and Sprint Nextel, failed to provide clear and accurate information about these retiree benefits and therefore violated their fiduciary duties under ERISA.

In addition, the lawsuit claims that the cancellation or reduction of life insurance benefits was age discrimination in violation of the federal Age Discrimination in Employment Act (“ADEA”) which protects employees and retired employees age 40 and over, as well as the Ohio Civil Rights Act, the Oregon Unlawful Discrimination Law, and the Tennessee Human Rights Act for people whose last place of employment was in one of those States.

Plaintiffs have brought their ERISA and their state law age discrimination claims as a class action. They have brought their federal ADEA claims as a collective action. This means that they have filed this lawsuit both on their own behalf and on behalf of all other Class members.

Defendants deny all of these claims and contend that they have fully complied with all applicable federal and state laws. The Court has not decided whether any of the defendants did anything wrong. No money has been obtained at this stage of the lawsuit, and there is no guarantee that the lawsuit will be successful. However, your legal rights are affected by this lawsuit, and **you have important choices to make right now in order to protect your rights and preserve your opportunity to receive the best possible outcome in this case.**

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C. Why Did I Get this Notice?

You received this Notice because the lawyers for plaintiff and/or defendants have information which indicates that you are or may be a Class member in this case. The Court has approved this Notice, but it has not ruled on the merits of plaintiffs' claims. The decision to certify a class and a collective action in this case is not a prediction that plaintiffs or you will ultimately win this case, or that plaintiffs or you will receive any money in connection with this case.

THE CLAIMS IN THE LAWSUIT

D. What Companies Are the Defendants?

The defendants who are named in this lawsuit are:

Embarq Corporation
Embarq Retiree Medical Plan
Employee Benefits Committee of Embarq Corporation,
as Plan Administrator of the Embarq Retiree Medical Plan
Sprint Nextel Corporation
Embarq Mid-Atlantic Management Services Company
(formerly known as Sprint Mid-Atlantic Telecom, Inc.)
Sprint Retiree Medical Plan, Group Health Plan for Certain Retirees
and Employees of Sprint Corporation
Sprint Welfare Benefit Plan for Retirees and Non-Flexcare Participants
Sprint Group Life and Long-Term Disability Plan
Carolina Telephone and Telegraph Company, LLC
(formerly known as Carolina Telephone and Telegraph Company)
Group Life, Accidental Death and Dismemberment and Dependent Life
Plan for Employees of Carolina Telephone and Telegraph Company
Carolina Telephone and Telegraph Company Voluntary Employees'
Beneficiary Association Sickness Death Benefit Plan, and
Randall T. Parker, as Plan Administrator for All of the Employee Welfare
Benefit Plans of Embarq Corporation and Carolina Telephone
and Telegraph Company, LLC

E. What Are the Issues in this Case?

This lawsuit involves two main issues:

1. Were Class members' rights violated when health insurance benefits and prescription drug benefits for Medicare-eligible retirees and their Medicare-eligible dependents were cancelled?

2. Were Class members' rights violated when life insurance benefits for retirees were cancelled or reduced?

If plaintiffs win on any of their ERISA claims, they will ask the Court to order restoration of the medical, drug and/or life insurance benefits and any other forms of compensation that may

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be available. If plaintiffs win on their ADEA claim, or their claims under the Ohio, Oregon, and/or Tennessee civil rights laws, they will ask the Court to award money for the life insurance benefits lost, or the premiums paid to get replacement life insurance coverage. If plaintiffs win on their ADEA claim, they also will ask the Court to double the monetary award on the ADEA claim, as liquidated damages.

There is no guarantee that plaintiffs will win, or that there will be any award of money.

WHO IS IN THE CLASS

F. **What Are Class Actions and Collective Actions?**

This case was filed (1) as a proposed **class action** for the ERISA claims and for the Ohio, Oregon and Tennessee state law age discrimination claims, and (2) as a proposed **collective action** for the ADEA claims. Under federal law, different court procedures apply to the ADEA claims and Class members must take action to participate in the ADEA claims.

In a class action or collective action, plaintiffs sue the defendant about a practice that is claimed to affect a larger number of persons, and seek relief for Class members without each Class member having to file his or her own lawsuit.

The certified ERISA class includes retired employees and their eligible dependents who retired before January 1, 2008 from Embarq or a business that became part of Embarq and who were participating in any of the retiree medical, prescription drug and life insurance benefit plans of Sprint Nextel Corporation and Embarq Corporation. This class action is making legal claims that the defendants violated the federal retirement law through the changes announced in November 2005 and July 2007 which cancelled health insurance benefits and prescription drug benefits for those participants eligible for Medicare, and cancelled or reduced life insurance benefits for all participants who had retiree life insurance benefits.

This Class includes some Sub-classes, covering Class members who fall within certain groups – people who were participants in the Carolina Tel. & Tel. “VEBA” Plan and retirees who last worked in Ohio, Oregon or Tennessee.

The Court has certified the above Class and Sub-classes and has approved the collective action, but the Court has not yet made any decision on any of the claims.

G. **What Are My Choices?**

You are already included in this case as to the ERISA class, and retirees whose last places of employment were in Ohio, Oregon, or Tennessee are already members of the respective sub-classes applicable to them to make additional age discrimination claims under the law of the state that applies to them.

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Class members also may be eligible to be included in the collective action under ADEA, the federal age discrimination law, but you must file the enclosed “Consent Form” in order to be part of the collective action. You will not be part of this collective action lawsuit unless you join it by filing the Consent Form saying you want to have your ADEA rights determined in this case. You can file your consent by completing the Consent Form found on the last page of this Notice and detaching it and filing it with the Court by mailing it to the following post office box so it is received by June 27, 2011:

**Embarq Retiree Benefits Litigation
P.O. Box 520
Philadelphia, PA 19105-0520**

Note: In order to meet the deadline, your Consent Form must be actually received by the deadline. It is not enough to mail the form by that deadline.

H. Definition of the ADEA Class

This is the definition of the ADEA class for the collective action, for Class members who file their Consent Forms by the deadline:

All persons, including all plan participants and all eligible spouse and dependent plan beneficiaries, whose rights to retiree life insurance benefits have been adversely affected by the terminations, reductions and changes in retiree life insurance benefits which were announced by Defendant Embarq Corporation on July 26, 2007.

IMPORTANT NOTE ABOUT THE ADEA COLLECTIVE ACTION: The rules on the time limit to sue under ADEA will only be met if your Consent Form is actually received at the post office box by the deadline of June 27, 2011. It is important to file the Consent Form as early as possible, if you want to preserve your rights to be included in the ADEA collective action.

I. Some Class Members May Have to Provide Testimony Before or During Trial and All Class Members Should Preserve All Documents That Relate to Any Medical, Prescription Drug, or Life Insurance Benefits Received From the Defendants and That Relate to Any of Their Expenses for Medical Care or Life Insurance Coverage.

While the lawsuit is proceeding, some Class members may be required to appear and testify at depositions and/or testify in court. If the case is not resolved by a settlement or otherwise, Class Counsel will have to prove the plaintiffs’ claims at a trial. The trial is scheduled to begin on August 2, 2012. The trial will be in the United States District Court for the District of Kansas, U.S. Courthouse, 500 State Avenue, Kansas City, Kansas 66101. During the trial, the Court will hear all of the evidence to reach a decision about whether the plaintiffs or the defendants are right about each

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of the claims and defenses in the lawsuit. Class Counsel will present the claims for the plaintiffs and the Class and Sub-classes, and the defendants will present their defenses.

You, and any lawyer you retain at your own expense, are welcome to come to the trial if it occurs. But you will not be required to attend a trial unless the retiree legal team asks you to come to present your important evidence, or the defendants serve a legally enforceable subpoena on you, or the Court orders you to attend. Individual testimony may be provided by pretrial deposition. Individual testimony also may be required in order to provide you with a remedy after a favorable court ruling on any of the claims.

You should preserve (i.e., not throw away or discard) all documents that relate to any medical, prescription drug, or life insurance benefits that you were offered or received from the defendants. These documents include but are not limited to: summary plan descriptions, benefits booklets or brochures, employee handbooks, or correspondence about any of these benefits or retirement in general. In addition, you should keep all documents relating to your expenses to obtain alternate medical, prescription drug and/or life insurance coverage and to any of your direct expenses for medical care or prescription drugs since January 1, 2005.

J. Will I Be Bound By the Judgment in this Case?

All persons who are Class members and/or participants in the collective action will be bound by any judgment in this case affecting the Class (including any applicable Sub-classes) and the collective action, no matter which side wins.

K. Protection from Retaliation

No matter what decisions you make about your rights explained in this Notice, the law protects you from retaliation by any of the defendants.

THE LAWYERS REPRESENTING YOU

L. Do I Have a Lawyer in This Case?

The court has decided that the Class Counsel listed below are qualified to represent you and all Class members and members of the collective action. They are experienced in handling similar cases against other employers and benefit plans. More information about these law firms, their practices, and their lawyers' experience is available at their web sites, listed below. In addition, the team of lawyers representing the Class has established a special web site relating to this lawsuit which provides more information about the case, what has happened so far, and your rights. The address of this web site is www.embarqretireelawsuit.com. You can contact the legal team by calling 1-800-511-1104.

QUESTIONS? Contact the legal team representing the retirees by phone at 1-800-511-1104 or by email at legalteam@embarqretireelawsuit.com. **Do not contact the Clerk of Court, the judge, CenturyLink, Embarq, Sprint Nextel, or any of the defendants for further information**

Class Counsel for the plaintiffs and all members of the Class are:

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Kansas City, MO 64131
Telephone: (816) 941-7600
Web site: www.dfrglaw.com

M. Do I Need to Hire My Own Lawyer?

You do not need to hire your own lawyer, because Class Counsel is working on your behalf. If you want your own lawyer, you will have to pay that lawyer. For example, you can ask your own lawyer to appear in Court for you if you want someone other than Class Counsel to speak for you.

N. How Will the Lawyers Be Paid?

If Class Counsel get money or benefits for the Class, they will ask the Court for fees and expenses to be paid directly from the defendants, or as a percentage of the amount recovered, or both.

You will not have to pay these fees and expenses from your pocket. If the Court grants Class Counsels' request, the fees and expenses would be deducted from any money obtained for the Class, paid separately by defendants, or a combination of the two.

QUESTIONS? Contact the legal team representing the retirees by phone at 1-800-511-1104 or by email at legalteam@embarqretireelawsuit.com. **Do not contact the Clerk of Court, the judge, CenturyLink, Embarq, Sprint Nextel, or any of the defendants for further information**

YOUR RIGHT TO JOIN THE ADEA COLLECTIVE ACTION

O. How Can I Join the ADEA Collective Action?

You have a right to join the collective action to make a claim for age discrimination. The attached "Consent Form" on the perforated last page of this Notice allows you to join the collective action to make a federal age discrimination claim under ADEA.

This Consent Form must be received at the post office box listed below no later than June 27, 2011. The Form must be completed and signed, and received with an original signature on it. Faxed signatures will not be effective. The address for mailing your Consent Form is as follows:

**Embarq Retiree Benefits Litigation
P.O. Box 520
Philadelphia, PA 19105-0520**

Note: In order to meet the deadline, your Consent Form must be actually received by the deadline. It is not enough to mail the form by that deadline.

If the form is not received by the deadline, it will not be considered and you will lose your right to make a claim for age discrimination under ADEA. If you want to be included in the ADEA claim collective action, mail your Consent Form right away to avoid problems. You will receive an acknowledgment that your Form was received. If you do not receive an acknowledgment within three weeks of mailing your Form, call 1-800-511-1104.

P. How Can I Find Out More Information?

This Notice contains the information the Court has directed to be made available to you. If you have questions or want further information, you should contact Class Counsel. You may contact the retirees' legal team by phone at 1-800-511-1104, or by email at legalteam@embarqretireelawsuit.com. Do not contact the Clerk of Court, the judge, CenturyLink, Embarq, Sprint Nextel, or any of the other defendants for further information.

Q. What Should I Do If My Address Changes?

You should write to Class Counsel if your address changes. Without a current address, they may not be able to keep you informed of developments in this case.

Dated: April 28, 2011.

QUESTIONS? Contact the legal team representing the retirees by phone at 1-800-511-1104 or by email at legalteam@embarqretireelawsuit.com. **Do not contact the Clerk of Court, the judge, CenturyLink, Embarq, Sprint Nextel, or any of the defendants for further information**

CONSENT FORM

Fulghum, et al. v. Embarq Corp., et al.,

No. 07-CV-2602 (EFM/JPO), U.S. District Court for the District of Kansas

I/we consent to have my/our rights under the Age Discrimination in Employment Act litigated in the above case, and understand I/we will be bound by the result.

Sign Name 1 (retiree): _____

Print Name 1 (retiree): _____

Sign Name 2 (spouse or other beneficiary): _____

Print Name 2 (spouse or other beneficiary): _____

Print Address: _____ Apt: _____

City: _____ State: _____ Zip: _____

Telephone: _____ Cell: _____

Email address: _____

Contact information for a close relative or friend who will always know your whereabouts:

Print Name: _____

Person's Relationship to You: _____

Print Address: _____ Apt: _____

City: _____ State: _____ Zip: _____

Telephone: _____ Cell: _____

Email address: _____

Please complete and sign this Form and mail it immediately to:

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Philadelphia, PA 19105-0520**

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P.O. Box 520
Philadelphia, PA 19105-0520

**IMPORTANT INFORMATION ABOUT
LAWSUIT FOR RETIREE MEDICAL
AND LIFE INSURANCE BENEFITS**

FIRST CLASS MAIL
U.S. POSTAGE
PAID
PERMIT NO. 2323
PHILADELPHIA, PA

FIRST CLASS MAIL

PLEASE FORWARD—ADDRESS CORRECTION REQUESTED—IMPORTANT LEGAL NOTICE