

CENTURYTEL INC
Form S-8 POS
June 25, 2007

As filed with the Securities and Exchange Commission on June 25, 2007.

Registration No. 33-46562

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Post-Effective Amendment No. 1 to

FORM S-8

REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF 1933

CenturyTel, Inc.

(Exact name of registrant as specified in its charter)

Louisiana
*(State or other jurisdiction
of incorporation or organization)*

72-0651161
*(I.R.S. Employer
Identification No.)*

**100 CenturyTel Drive
Monroe, Louisiana 71203**
*(Address, including zip code, of
Principal Executive Offices)*

**CenturyTel Union Retirement Savings Plan and Trust
(formerly known as the Century Telephone Enterprises, Inc.
Retirement Savings Plan for Bargaining Unit Employees)**
(Full title of the plans)

Stacey W. Goff
Senior Vice President, General Counsel and Secretary
CenturyTel, Inc.

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**100 CenturyTel Drive
Monroe, Louisiana 71203
(318) 388-9500**

*(Name, address, including zip code, and telephone number,
including area code, of agent for service)*

Copy to:

**Margaret F. Murphy
Jones, Walker, Waechter, Poitevent, Carrère & Denègre, L.L.P.
201 St. Charles Avenue
New Orleans, Louisiana 70170-5100**

DEREGISTRATION

In accordance with the undertakings contained in Part II of this Registration Statement No. 33-46562, the Registrant hereby files this Post-Effective Amendment No. 1 to remove from registration all of the securities registered under this Registration Statement (consisting of shares of common stock, preference share purchase rights and participation interests in the plan) that remain unsold on the date hereof.

Effective December 31, 2006, the CenturyTel, Inc. Union Retirement Savings Plan and Trust was merged into the CenturyTel Union 401(k) Plan and Trust.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the Registrant certifies that it has reasonable grounds to believe that it meets all the requirements for filing on Form S-8 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Monroe, State of Louisiana, on June 22, 2007.

CenturyTel, Inc.

By: /s/Glen F. Post, III
 Glen F. Post, III
 Chairman of the Board and
 Chief Executive Officer

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 1 to the Registration Statement has been signed by the following persons in the capacities and on the dates indicated.

| <u>Signature</u> | <u>Title</u> | <u>Date</u> |
|---|---|---------------|
| <u>/s/Glen F. Post, III</u> Glen F. Post, III | Chairman of the Board and Chief Executive Officer | June 22, 2007 |
| <u>*</u> R. Stewart Ewing, Jr. | Executive Vice President and Chief Financial Officer (Principal Financial Officer) | June 22, 2007 |
| <u>/s/ Neil A. Sweasy</u> Neil A. Sweasy | Vice President and Controller (Principal Accounting Officer) | June 22, 2007 |
| <u>/s/ William R. Boles, Jr.</u> William R. Boles, Jr. | Director | June 22, 2007 |
| <u>Virginia Boulet</u> | Director | |
| <u>Calvin Czeschin</u> | Director | |

| | | |
|---|----------|---------------|
| <hr/> * James B. Gardner | Director | June 22, 2007 |
| <hr/> /s/W. Bruce Hanks W. Bruce Hanks | Director | June 22, 2007 |
| <hr/> * C. G. Melville, Jr. | Director | June 22, 2007 |
| <hr/> Gregory J. McCray | Director | |
| <hr/> Fred R. Nichols | Director | |
| <hr/> * Harvey P. Perry | Director | June 22, 2007 |
| <hr/> * Jim D. Reppond | Director | June 22, 2007 |
| <hr/> Joseph R. Zimmer | Director | |

* By: /s/Glen F. Post, III
Glen F. Post, III
Attorney-in-Fact

The Plan. Pursuant to the requirements of the Securities Act of 1933, the CenturyTel Retirement Committee, as administrator of the CenturyTel Union 401(k) Plan and Trust, successor by merger to the CenturyTel, Inc. Union Retirement Savings Plan and Trust, has duly caused this Post-Effective Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Monroe, State of Louisiana, on June 22, 2007.

CENTURYTEL UNION 401(k) PLAN AND TRUST

By: /s/Ivan S. Hughes

Ivan S. Hughes

Member of the CenturyTel Retirement Committee