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SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP

1440 NEW YORK AVENUE, N.W.

WASHINGTON, D.C. 20005-2111

TEL: (202) 371-7000

FAX: (202) 393-5760

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March 4, 1999

FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

BY HAND DELIVERY

EX PARTE

Ms. Magalie Roman Salas
Secretary
Federal Communications Commission
Portals II
445 Twelfth Street, S.W.
Washington, D.C. 20554

Re: Application of SBC Communications, Inc. and
Ameritech Corporation for Authority To Transfer
Control of Certain Licenses and Authorizations, CC
Docket No. 98-141 – Notice of Ex Parte Presentation

Dear Ms. Salas:

Pursuant to Section 1.1206(b) of the Commission's rules, Ameritech Corporation ("Ameritech") hereby submits this notice of an oral ex parte presentation in the above-referenced permit-but-disclose proceeding. On March 3, 1999, Lynn Starr of Ameritech and I met with Paul Gallant, Legal Advisor to Commissioner Tristani, to discuss the proposed SBC/Ameritech merger. We reiterated that the proposed merger will enable the combined SBC/Ameritech to pursue the National-Local Strategy, which will result in numerous pro-competitive effects and substantial benefits for the both current and future customers. We also emphasized that, although section 271 authorization is a critical aspect of the National-Local Strategy, many of the benefits of this strategy will be realized prior to receipt of section 271 authorization. A copy of the written presentation that served as the basis for our discussion is attached.

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Ms. Magalie Roman Salas
March 4, 1999
Page 2

Copies of this Notice of Ex Parte Presentation have been provided to Mr. Gallant. An original and one copy also have been submitted to the Secretary's Office.

Respectfully submitted,

A handwritten signature in cursive script that reads "Antoinette Cook Bush". The signature is written in black ink and is positioned to the right of the typed name.

Antoinette Cook Bush
Counsel for Ameritech

Attachment

cc: Paul Gallant, Comm'r Tristani's Office, FCC
Lynn Starr, Ameritech
Richard Hetke, Ameritech

The "New" AT&T



AT&T

Global Network (Data Services)

- \$5B acquisition from IBM
- 1M Internet customers
- Dedicated access in 900 cities/100 countries
- Presence in 93 of 100 Concert cities

AT&T Long Distance

- Largest L.D. company
- 100M access lines
- 63% of access lines
- 52% of L.D. revenues

Global Services

- Largest international alliance
- \$10B AT&T/BT joint venture
- Targets multinational firms
- 100 cities in U.S.+ 237 countries

Teleport (Local Access)

- Largest Alternative Local Access
- \$13B acquisition
- 83 major U.S. markets
- 20M customers

AT&T Cable TV

- 2nd largest U.S. cable TV company
- \$48B acquisition
- 26M direct and indirect cable TV customers
- Goal to reach 60% U.S. households
- @Home Internet access

AT&T (Wireless)

- U.S. Largest National Wireless Provider
- 9M+ customers nationwide
- 89 cities and 225M POPs
- 15% U.S. cellular market
- Covers 93% U.S. by license

AT&T Internet Services

- Largest National Internet Service Provider
- 1.3 M direct customers
- Add 1 M IBM Global Internet customers
- National service footprint

AT&T Cable TV

- Joint venture announced 2/99
- Largest U.S. cable TV company
- 33 states: 12.6M customers

The "New" MCI WorldCom



- 2nd largest LD provider with 25% of U.S. market
- 100 fiber-based local networks; 45,000 route miles

MCI WORLD COM

**MCI WorldCom
(Local Access)**

- Owns 3 of the 4 largest CLECs
 - MFS
 - Brooks Fiber
 - MCI Metro
- Reaches 75% of local business market
 - 100 cities; 105 MSAs
 - Residence local service in Illinois, Michigan and California

**MCI WorldCom
(International)**

- Leads in transAtlantic/transPacific cable deployment
- Large Pan-European network reaches 7,000 buildings
- Ownership in Telefonica and Embratel

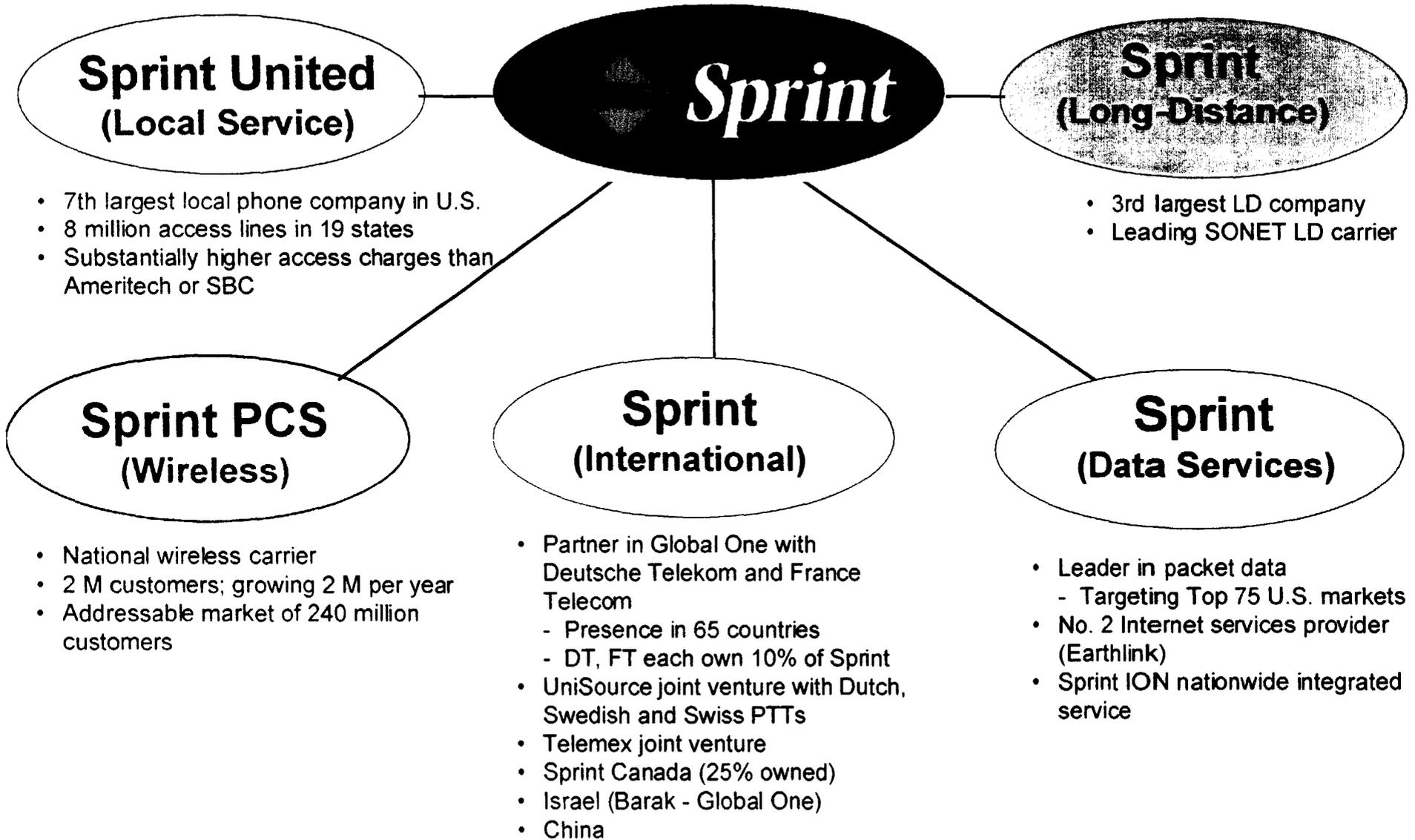
**MCI WorldCom
(Wireless)**

- Resale only

**MCI WorldCom
(Data)**

- Largest collection of Internet access
- Backbone presence in 475 cities in U.S.
 - UuNet
 - ANS
 - CompuServe network
- Data as percent of total sales leader

The "New" Sprint



THE TELECOM BUSINESS MODEL



Local Service

- 2nd largest local phone company in U.S
- 58.2M access lines in 13 states
- National-local strategy for Top 50 markets

International

- AIT: Largest non-European telecom investor in Europe (more than \$10B total value) – 15 countries
- SBC: \$8B investment; 11 countries

Wireless

- Nationwide cellular presence
- In 9 of top 10 U.S. markets
- Serve combined 10.5 M customers
- Within reach of half of U.S population
- Pending acquisition of Comcast cellular
- 850K customers

- Ameritech is the industry's competitive cable system leader
- 95 franchises; 77 communities
- SBC has pledged to continue

Data Services

- Largest ADSL Roll-out (SBC)
- Ameritech national backbone provider
- Internet 1 and Internet 2

Security Services

- Ameritech: 1.2 M customers in 50 states and Canada
- 2nd largest U.S. provider
- 92 of top 100 markets

The "New" Bell Atlantic/GTE

