Exhibit E

FILE COPY.

Wayne Watts
General Attorney &
Assistant General Counsel

SBC Communications Inc.
175 E. Houston Street
San Antonio, Texas 78205
Phone 210 351-3476

October 6, 1998

NOTICE OF EX PARTE PRESENTATION

Ms. Magalie Roman Salas
Secretary
Federal Communications Commission
Room 222
1919 M Street, N.W.
Washington, D.C. 20554

RECEIVED
OCT - 6 1998
FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

Re: *In the Matter of Applications for Transfer of Control to SBC Communications Inc. of Licenses and Authorizations Held by Ameritech Corporation, CC Docket No. 98-141*

Dear Ms. Salas:

On October 5, 1998, Zeke Robertson, Senior Vice President, SBC Telecommunications, Inc., Jonathan Klug, Managing Director-Corporate Development, SBC Communications Inc. (SBC), Todd F. Silbergeld, Director-Federal Regulatory, SBC Telecommunications Inc., Andrew Spence, Senior Analyst-Corporate Development, SBC, and the undersigned met with several members of the FCC Staff to discuss the above-referenced docket. A list of the FCC Staff present is attached hereto.

During this meeting, the SBC representatives presented information regarding SBC's National-Local Strategy and, in particular, regarding why this Strategy will result in increased competition in the provision of local exchange service for residential customers, including low-income customers. That information was contained in a set of outlines and maps, copies of which are attached to this letter. The SBC representatives noted that this information is representative of how SBC might enter various markets as it implements the National-Local Strategy. This information is the product of SBC's continuing analysis as to how it will implement the National-Local Strategy described in the Public Interest Statement, and accompanying affidavits, submitted as part of the transfer of control applications in this proceeding.

The SBC representatives explained that a key element of SBC's out-of-region strategy is to offer packages of local exchange, long distance and other features attractive to consumers who are high users of telecommunications services, and it presented data showing that such users are equally distributed across all income levels. In particular, the information shows that the percentage of low-income consumers who are high users of telecommunications services is essentially the same as the percentage of high-income consumers who are high users of

telecommunications services. It also shows that low-income residential customers are physically proximate to the facilities of the large and mid-size business customers that the National-Local Strategy has targeted as the cornerstone of this out-of-region expansion. Thus, these consumers can readily be served through a combination of existing facilities and the expanded facilities SBC plans to deploy in the 30 new markets it will be entering. These facts were demonstrated through maps showing representative entry by SBC into the Washington, D.C. and Tampa, Florida markets. Thus, as the SBC representatives explained, the installation of switches, fiber and other facilities to serve large and mid-size customers in these 30 markets can and will enable it readily to serve to residential, including low-income, customers as well.

* * *

In accordance with Section 1.1206(b)(2) of the Commission's Rules, an original and one copy of this letter are provided herewith. Please contact Todd Silbergeld of our Washington, D.C. staff at (202) 326-8888 or me should you have any questions.

Respectfully submitted,

Wayne Watts / TFS.

Wayne Watts
General Attorney and
Assistant General Counsel

cc: FCC Meeting Attendees (w/o attachments)

EX PARTE PRESENTATION • CC DOCKET NO. 98-141

October 5, 1998

FCC Attendance Record

Michael Pryor, Common Carrier Bureau

Audrey Wright, Common Carrier Bureau

Bill Dever, Common Carrier Bureau

Jennifer Fabian, Common Carrier Bureau

Johnson Garrett, Office of Plans and Policy

Lisa Choi, Common Carrier Bureau

Marilyn Simon, Office of Plans and Policy

Pamela Megna, Office of Plans and Policy

Radhika Karmarkar, Common Carrier Bureau

To-Quyen Troung, Common Carrier Bureau

SBC-AMERITECH MERGER

Ex Parte Presentation

"National-Local Strategy"

October 5, 1998

SBC Communications Inc.

THE SBC NATIONAL-LOCAL STRATEGY

Facilities-based entry into the 30 largest MSAs not served by the combined SBC/Ameritech company

- **Over 140 switches to serve Business and Residential customers**
- **Key assumptions**
  - **75 to 125 miles of fiber placed in each market to supplement existing CLEC fiber rings**
  - **Need coverage of 70% to 80% of these companies' expenditures to have an opportunity to compete for these large customers**

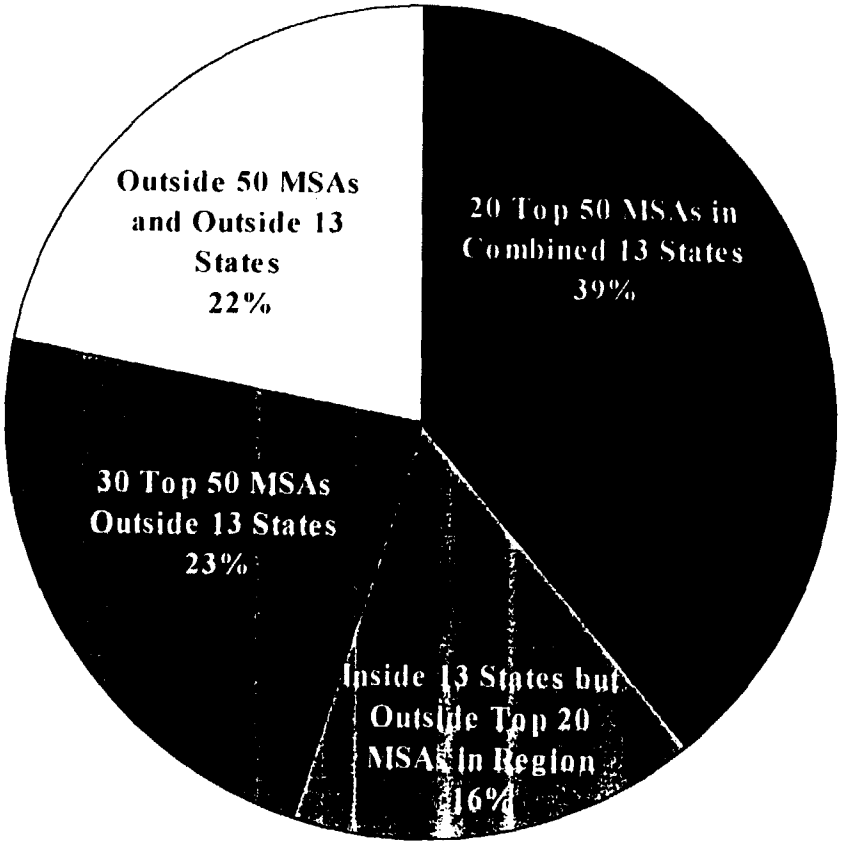
SBC

THE SBC NATIONAL-LOCAL STRATEGY

"Follow" large corporate customers based in 13 state region served by SBC/Ameritech/SNET

- **224 Fortune 500 companies are headquartered in these 13 states**
- **These companies operate 173,761 business sites/locations across the United States**
- **These companies spent approximately $4.8 billion for local and long distance services in 1997**

Total LD and Local Spending of 224 of the Fortune 500 with Headquarters in SBC/Ameritech/SNET Territory



THE SBC NATIONAL-LOCAL STRATEGY

SBC/Ameritech will enter those markets by:

- **Serving large customers with existing relationships first**
- **Then serving other business customers and residential customers**
- **Placing switches in each market**
- **Utilizing existing fiber where possible and constructing its own fiber where necessary to create facilities-based service capabilities**
- **Use unbundled loops -- particularly for residential customers**
- **Limited use of resale**

SBC

THE SBC NATIONAL-LOCAL STRATEGY

SBC will make a concerted effort to serve consumers

- **Facilities-based services (include using SBC switches and unbundled loops) to a substantial portion of the consumer market**
- **Offer packages of local exchange, long distance and features attractive to high volume users of telecommunications services**
- **High volume users of telecommunications services are equally distributed across <u>all</u> income levels**

SBC

THE SBC NATIONAL-LOCAL STRATEGY

Consumer Segment

SWBT Average Total Billed Revenue Ranges[1]

Income Group	Avg. Mo. Bill $48.36 and up	Percent of Total Pop.
Under $15,000	15.9%	7.1%
$15,000 - $24,999	17.1%	16.6%
$25,000 - $34,999	18.6%	25.0 %
	17.7%	48.7%
$35,000 - $49,999	18.3%	25.0%
$50,000 - $74,999	17.8%	17.8%
$75,000 - $99,999	18.2%	5.3%
	18.2%	48.0%
$100,000 - $119,999	18.9%	1.7%
$120,000 - $149,999	20.3%	1.0%
$150,000 and Over	23.9%	0.6%
	20.3%	3.2%

[1] Derived from telephone surveys.

THE SBC NATIONAL-LOCAL STRATEGY

Representative Market Entry

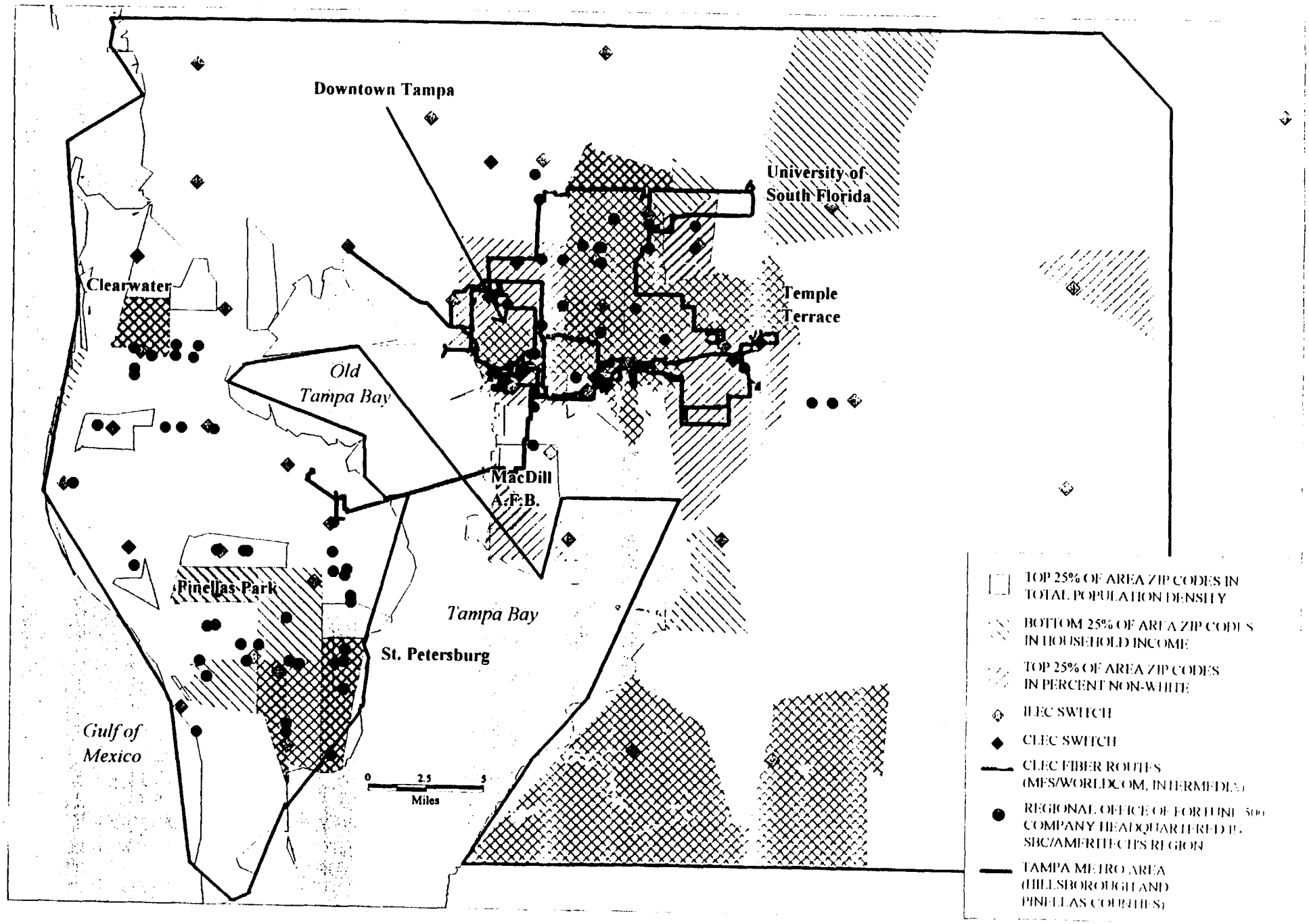
Washington, D.C. and Tampa, Florida

- Existing fiber facilities are close to our targeted business customers

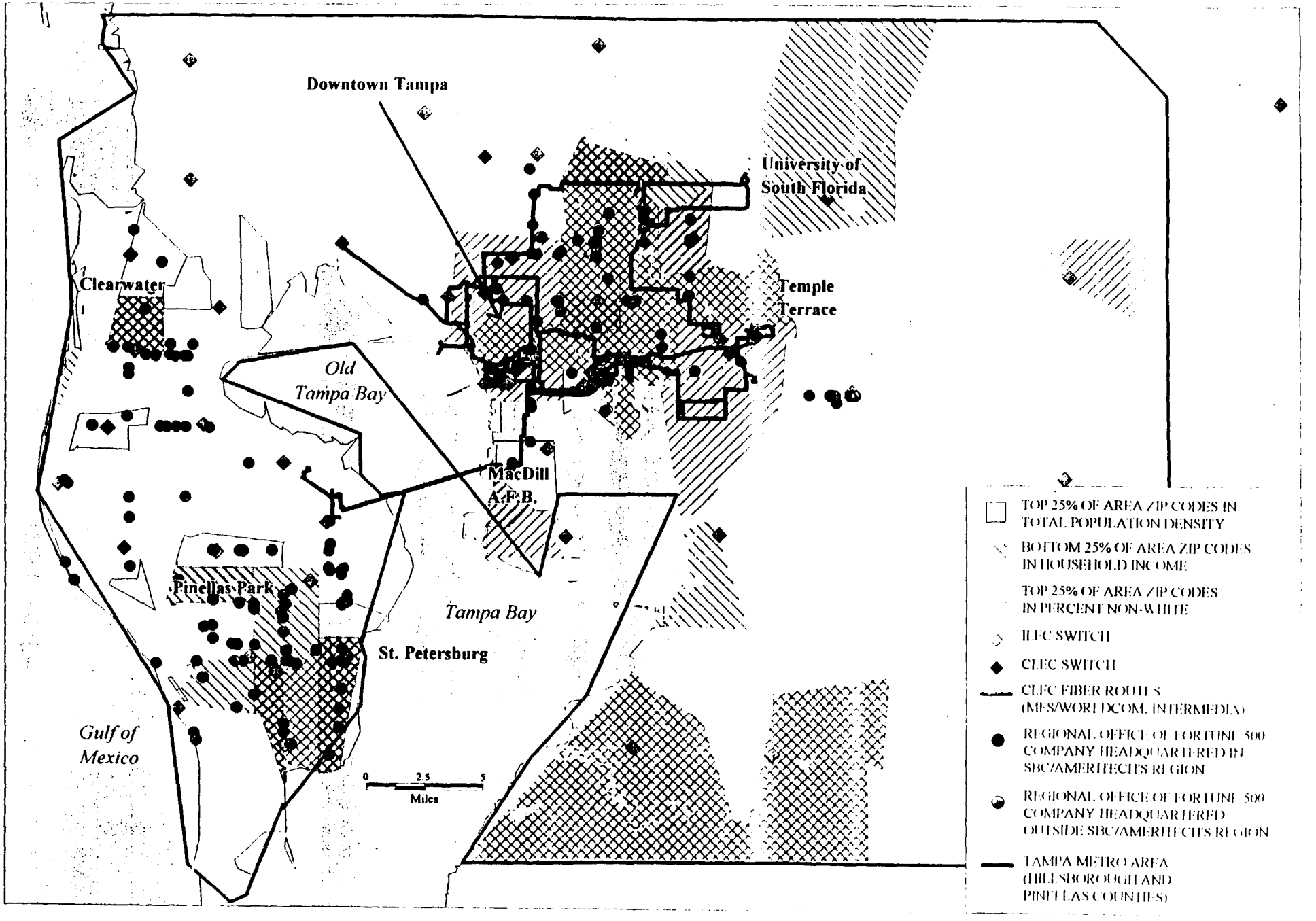
- With limited expansion, facilities can be extended to residential customers, including a significant number of low income/minority consumers

SBC

SBC National Local Strategy Representative Entry
Tampa, FL



SBC National Local Strategy Representative Entry
Tampa, FL



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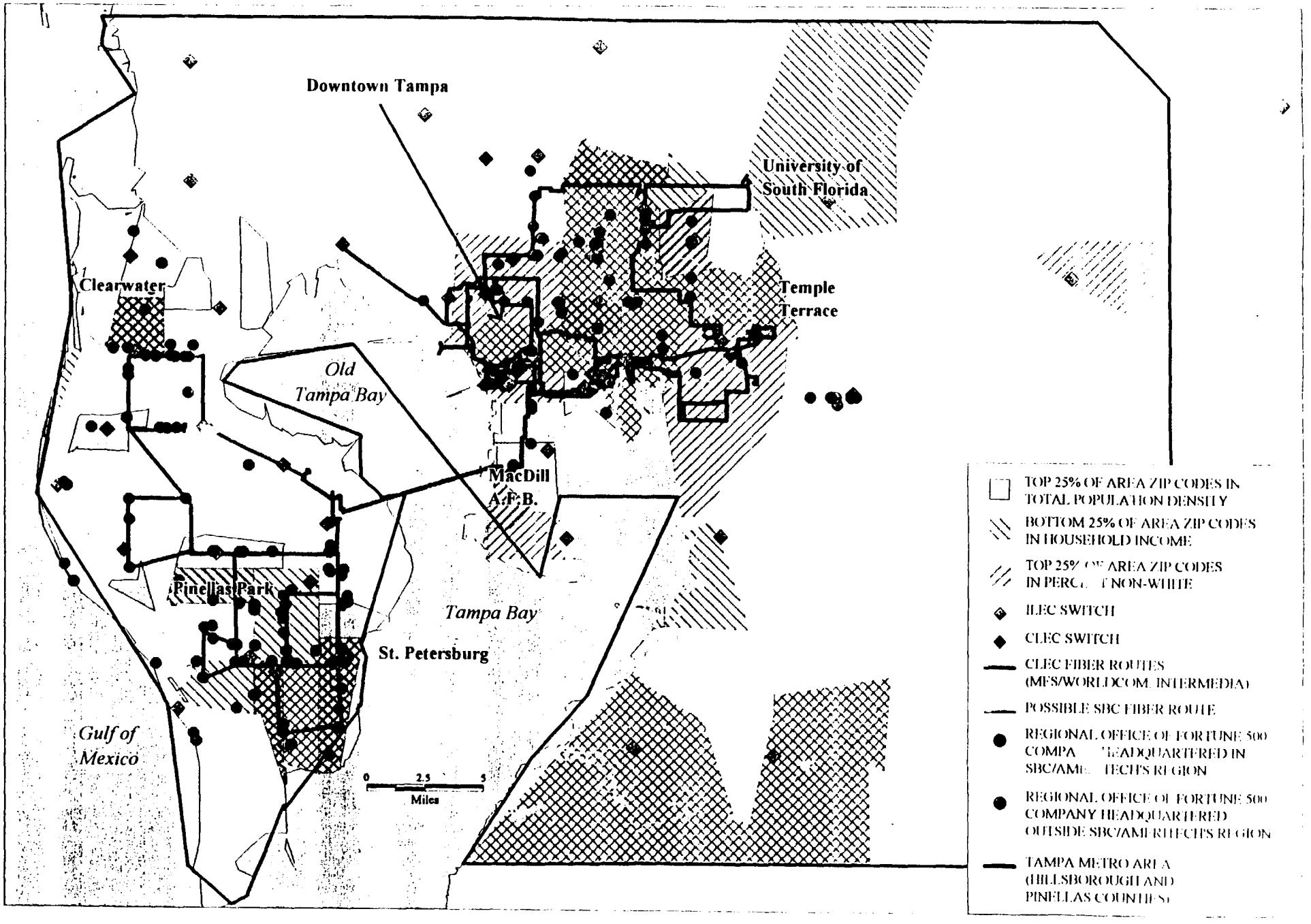

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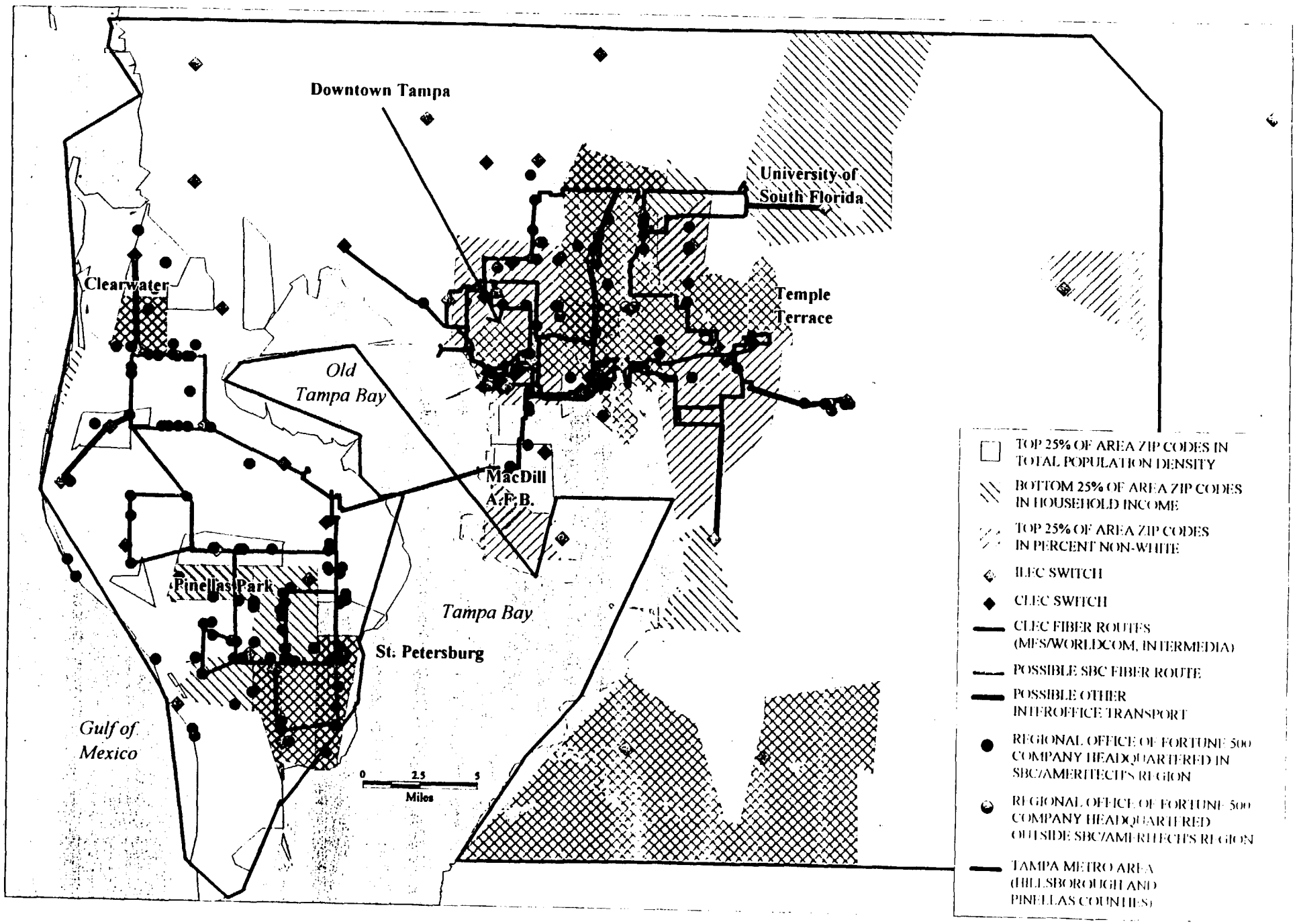
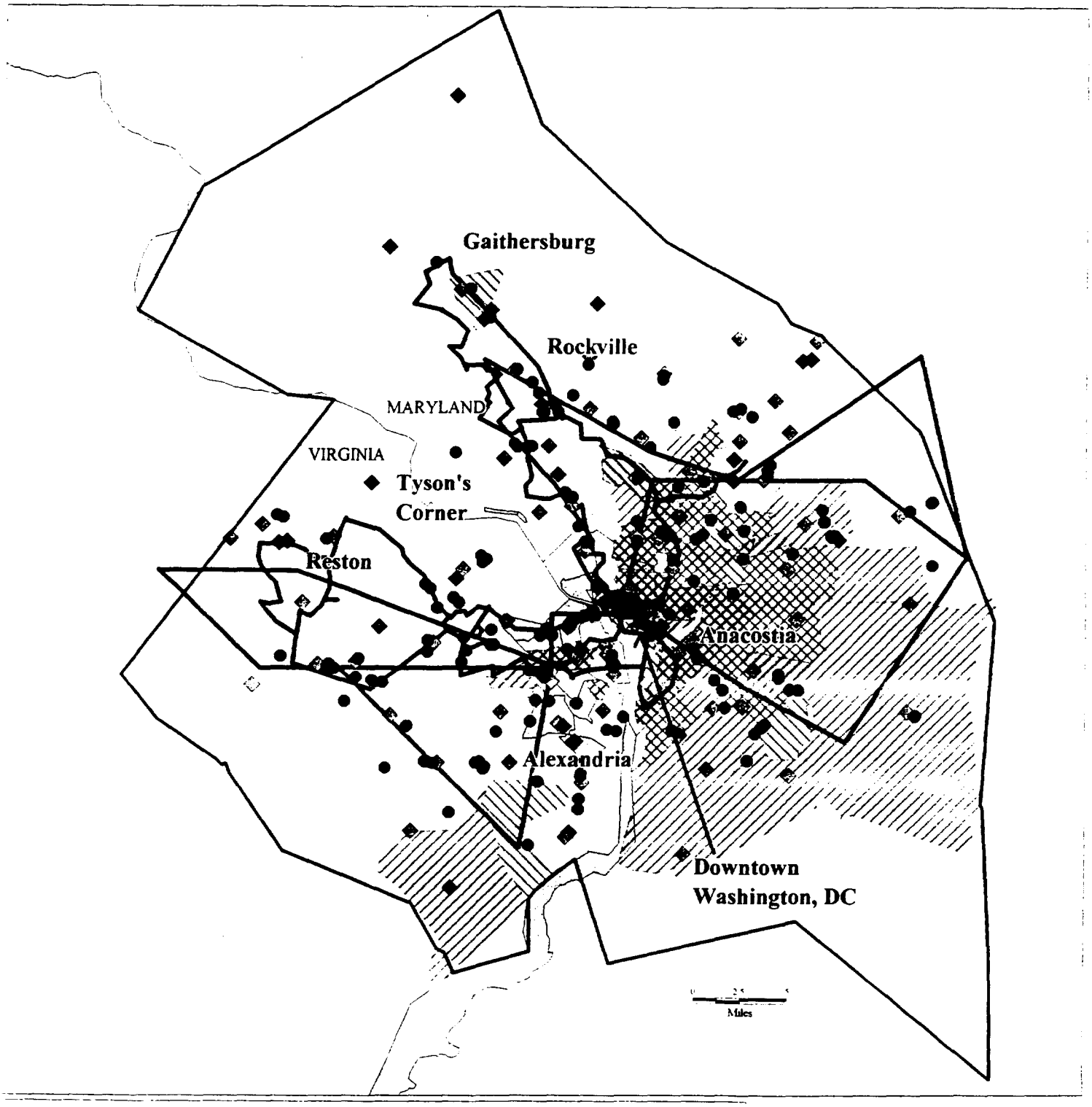


SBC National Local Strategy Representative Entry
Washington, DC



TOP 25% OF AREA ZIP CODES IN TOTAL POPULATION DENSITY

BOTTOM 25% OF AREA ZIP CODES IN HOUSEHOLD INCOME

TOP 25% OF AREA ZIP CODES IN PERCENT NON-WHITE

ILEC SWITCH

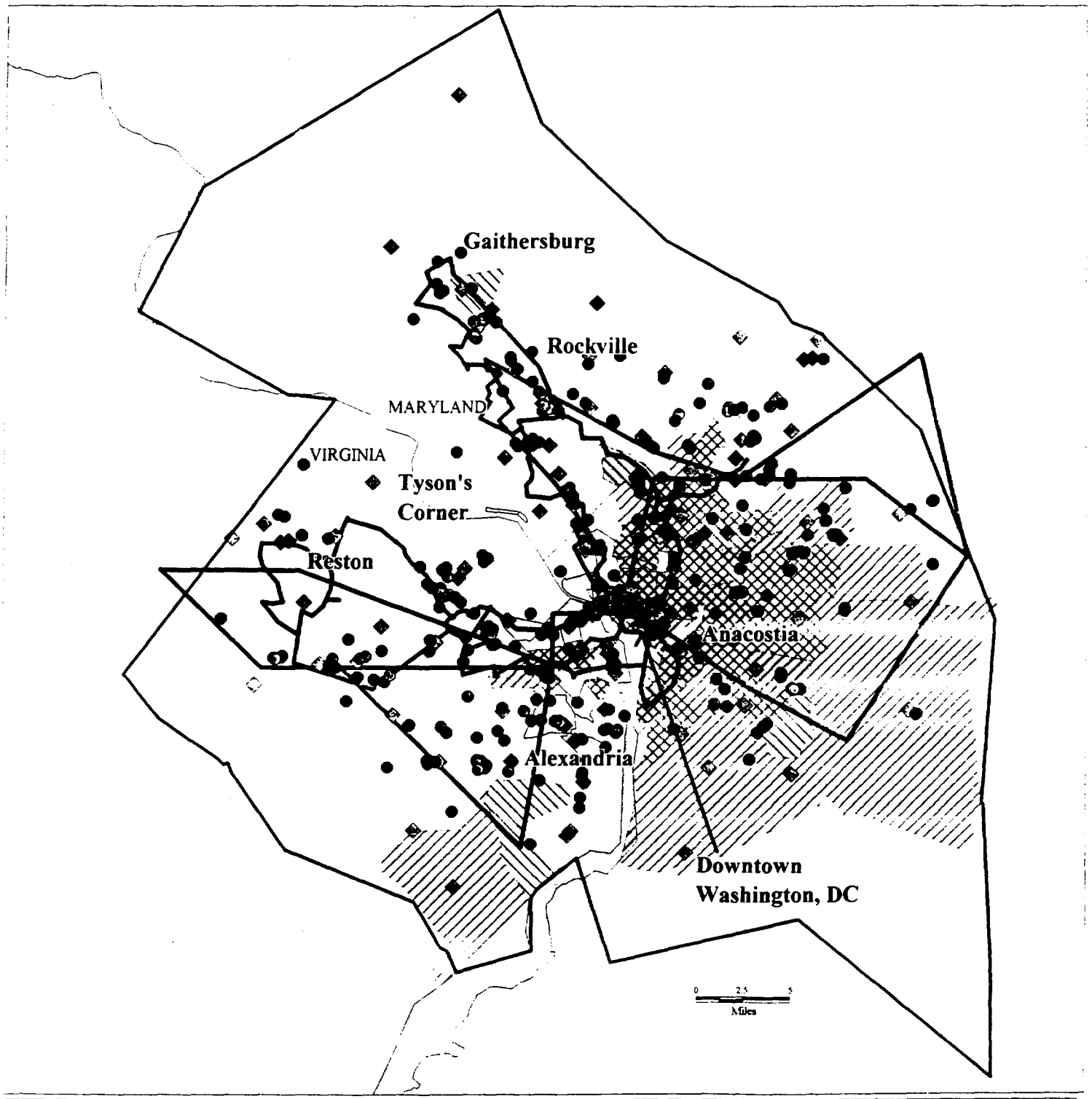
CLEC SWITCH

REGIONAL OFFICE OF FORTUNE 500 COMPANY HEADQUARTERED IN SBC/AMERITECH'S REGION

CLEC FIBER ROUTES (MFS/WORLDCOM, AT&T/TCG)

WASHINGTON, DC METRO AREA (Includes the District of Columbia, Arlington, Fairfax, Montgomery, and Price George's Counties; Cities of Fairfax, Alexandria, and Falls Church)

SBC National Local Strategy Representative Entry
Washington, DC



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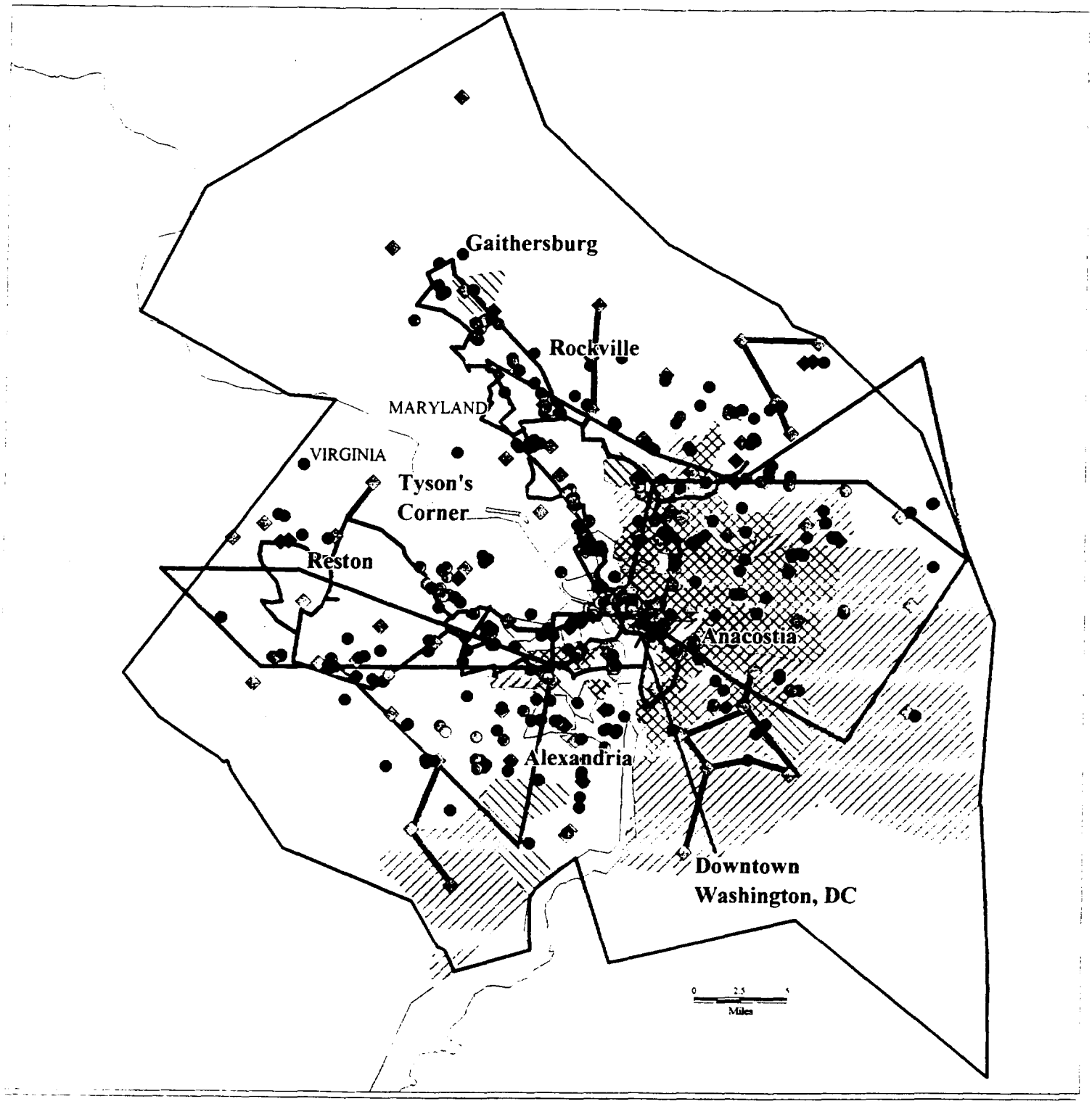

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REGIONAL OFFICE OF FORTUNE 500 COMPANY HEADQUARTERED OUTSIDE SBC/AMERITECH'S REGION

CLEC FIBER ROUTES (MFS/WORLDCOM, AT&T/TCG)

SBC POSSIBLE INTEROFFICE TRANSPORT

WASHINGTON, DC METRO AREA
(Includes the District of Columbia; Arlington, Fairfax, Montgomery, and Price George's Counties; Cities of Fairfax, Alexandria, and Falls Church)

Todd F. Silbergeld
Director
Federal Regulatory

SBC Communications Inc.
1401 I Street, N.W.
Suite 1100
Washington, D.C. 20005
Phone 202 326-8888
Fax 202 408-4806

SBC

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DEC - 9 1998

FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

December 9, 1998

NOTICE OF EX PARTE PRESENTATION

Ms. Magalie Roman Salas
Secretary
Federal Communications Commission
1919 M Street, NW
Washington, DC 20554

Re: *In the Matter of Applications for Transfer of Control to SBC Communications Inc. of Licenses and Authorizations Held by Ameritech Corporation, CC Docket No. 98-141*

Dear Ms. Salas:

Please be advised that yesterday, Stephen M. Carter, President-Strategic Markets, SBC Operations, Inc. and the undersigned met with Chairman Kennard's legal adviser, Thomas C. Power, in connection with the above-referenced pending applications. The purpose of the meeting was to introduce Mr. Carter and describe his new position as president of strategic markets. At the conclusion of the meeting, we provided the attached document for background and additional detail.

In accordance with the Commission's rules governing ex parte presentations, an original and one copy of this notification are provided herewith. Please call me directly should you have any questions.

Respectfully submitted,

Todd F. Silbergeld

Attachment

cc: Thomas C. Power, Esq.

The SBC National-Local Strategy

Ameritech is a key part of SBC's 3-Part Strategy

- Get in the **long distance** business
- Become a world leader in **data** communications
- Expand **footprint** to become a national & global provider
  - Ameritech makes possible an expansion into 30 markets

    "The National Local strategy is not a means to the merger. The merger is a means to the National Local strategy."

SBC-Ameritech Merger Creates

- A coast-to-coast and global provider competing aggressively with ...

AT&T/TCI	MCI/WorldCom	Sprint	Bell Atlantic/GTE
Bell South	US West	Dozens of CLECS	

- In contrast to others, we plan to serve residential as well as business customers
  - New alternative for 70 million Americans in the 30 out-of-region markets wanting integrated mix of ...
    - Local, long-distance, Internet and high-speed data services

SBC-Ameritech Merger Creates

- A new American company that can compete globally with

AT&T	Sprint
MCI/WorldCom	Deutsche Telekom
NTT	France Telecom

- Jumpstarts intense competition in local and long distance markets like nothing has before

Why doesn't SBC do this alone?

- Scale and scope
- Customer base
- Employee talent pool
- Size
  - SBC/Ameritech CLEC will be bigger "at birth" ($1.3 billion) than MFS after 9 years ($1.1billion) when it was bought by WorldCom

Why doesn't SBC do this alone?

Need combined company human resources

Severe industrywide shortage of skilled employees and managers

- 2,500 unfilled SBC management openings today

National local will require 8,000 employees

SBC alone ... would have to devote 16% of all managers. 36% of Ameritech managers

Together, SBC/AIT devote only 8% of all managers

Why doesn't SBC do this alone?

- Spreading Shareowner risk

  Investors throw money at new CLECs on the promise of future cash flow growth -- *not earnings* -- and prospect they will be acquired

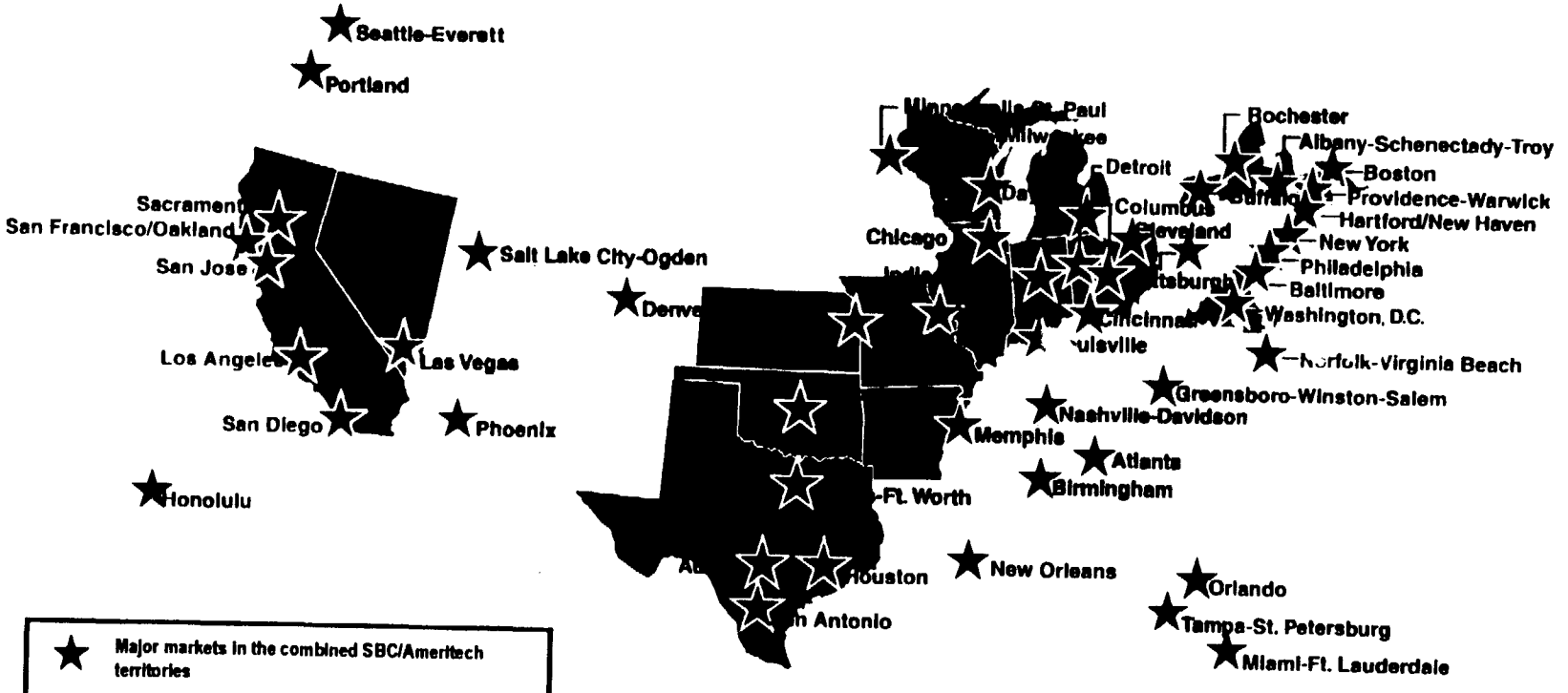
  Different standard for Large, established companies

  - We must deliver earnings from new CLEC operations with very little dilution
  - Combined SBC/AIT customer base that we can follow to 30 markets …

    Gets us off to a good start in those markets

    Able meet our shareowners' earnings expectations

National Local Strategy
Top 50 U.S. markets



★ Major markets in the combined SBC/Ameritech territories

★ Major markets* where the combined SBC/Ameritech plans to compete as a result of the merger

Bringing Real Local/Long-Distance Competition to

AT&T	Frontier	Sprint
Bell Atlantic	GTE	U S West
BellSouth	MCI	WorldCom

New Services Provided:

Local	Internet
Long Distance	Data

*Cities subject to change

SBC Ameritech

5/98

National - Local: Marketing

"Follow" large corporate customers based in 13 state region served by SBC/Ameritech/SNET

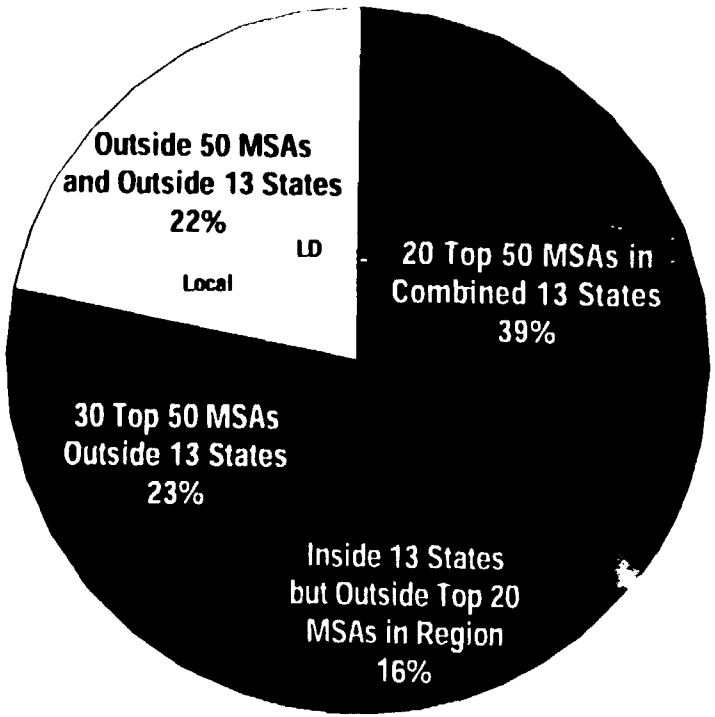
- 224 Fortune 500 companies are headquartered in these 13 states

  They have **173,761** locations across the U.S.

  They spent about $4.8 billion for local and long distance services in 1997

  We need coverage of 70% to 80% of these companies' expenditures to have an opportunity to compete

Total LD and Local Spending for 224 of Fortune 500 with Headquarters in SBC/Ameritech/SNET Territory



National - Local: Marketing

- Quickly follow our customers to the 30 markets
- Go after other business customers
- Go after residential customers

National - Local: Marketing

- We can compete for local service
  - A century of providing local service
  - Customer service
  - Best marketing of vertical services
  - Attractive packages to high-volume users: local, long-distance, Internet, high-speed access
  - Not limited to high-income residential areas
    - High volume residential users are equally distributed across all income levels

National - Local: Network

Latest and greatest

- Facilities based
- Build, Buy, Partner or Rent
  - Use unbundled loops -- particularly for residential customers
  - Limited use of Resale
- Starting now allows us to select only the latest state-of-the-art voice, Internet and data technologies
  - Built on an Internet Protocol, ATM and Frame Relay platform

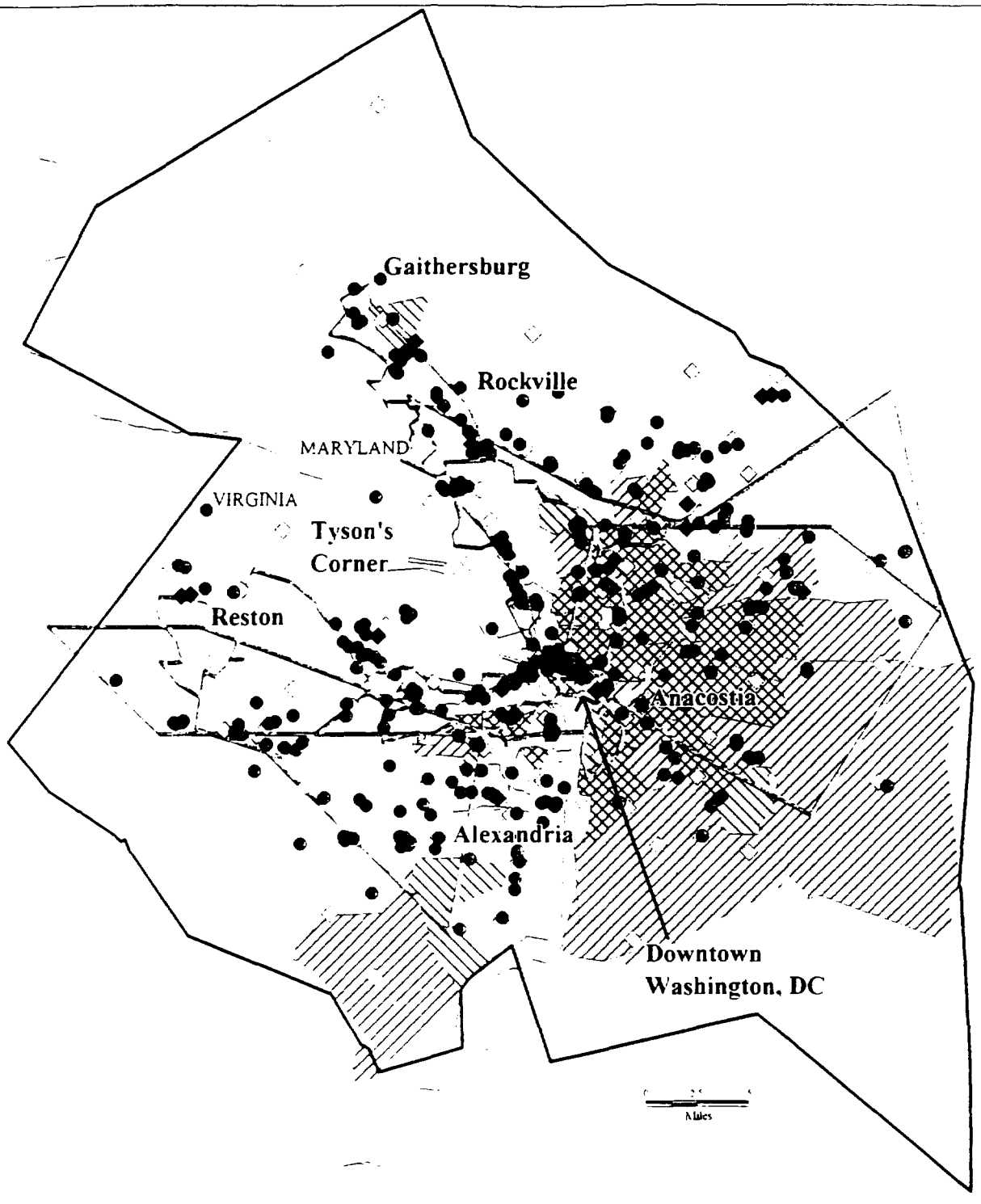
National - Local: Poised to Enter

Representative Market Entry

Washington, D.C.

- Existing fiber facilities are close to our targeted business customers
- With limited expansion can be extended to residential customers including a significant number of low income/minority customers

SBC National Local Strategy Representative Entry
Washington, DC



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REGIONAL OFFICE OF FORTUNE 500 COMPANY HEADQUARTERED OUTSIDE SBC/AMERITECH'S REGION

CLEC FIBER ROUTES (MFS/WORLDCOM AT&T/TCG)

WASHINGTON, DC METRO AREA
(Includes the District of Columbia, Arlington, Fairfax, Montgomery, and Price George's Counties, Cities of Fairfax, Alexandria, and Falls Church)

Where We Stand Now

- Key executives are in place
  - Stephen Carter, President Strategic Markets
    - VP & General Manager - Operations
    - VP & General Manager - Strategic Markets
    - VP & CFO
    - VP Regulatory
  - Building implementation teams
- Talking to in-region, Fortune 500 customers
- Talking to existing CLECs with capacity, other suppliers

Where We Stand Now

- Countdown to Entry -- "Critical Path" Developed
  - Refining comprehensive business plans & specific entry strategies
  - Regulatory filings
- Expect to close merger and begin implementing national-local strategy 2nd half 1999

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SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP

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FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

March 10, 1999

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 9, 1999, Lynn Starr of Ameritech and I met with Kyle Dixon, Legal Advisor to Commissioner Powell, 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 and also discussed the general state of competition in the telecommunications marketplace. A copy of the written presentation that served as the basis for our discussion is attached.

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

Respectfully submitted,

Antoinette Cook Bush
Counsel for Ameritech

Attachment
cc: Kyle Dixon, Comm'r Powell's Office, FCC
Lynn Starr, Ameritech
Richard Hetke, Ameritech

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

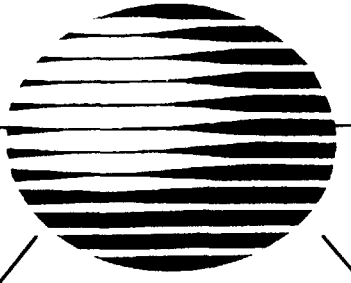
Respectfully submitted,

Antoinette Cook Bush
Counsel for Ameritech

Attachment
cc: Kyle Dixon, Comm'r Powell's Office, FCC
Lynn Starr, Ameritech
Richard Hetke, Ameritech

bcc: Wayne Watts
Todd Silbergeld
Pat Grant

The "New" AT&T



AT&T

Global Network (Data Services)

- $5B acquisition from IBM
- 1M Internet custom s
- 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 I D revenues

Global Services

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

TCI (Cable TV, Local Service, Internet, Long-Distance)

- 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

Teleport (Local Access)

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

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

Time Warner (Cable TV, Local Service, Internet, Long-Distance)

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

AT&T (Internet Access)

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

The "New" MCI WorldCom

MCI WorldCom (Long-Distance)

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

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

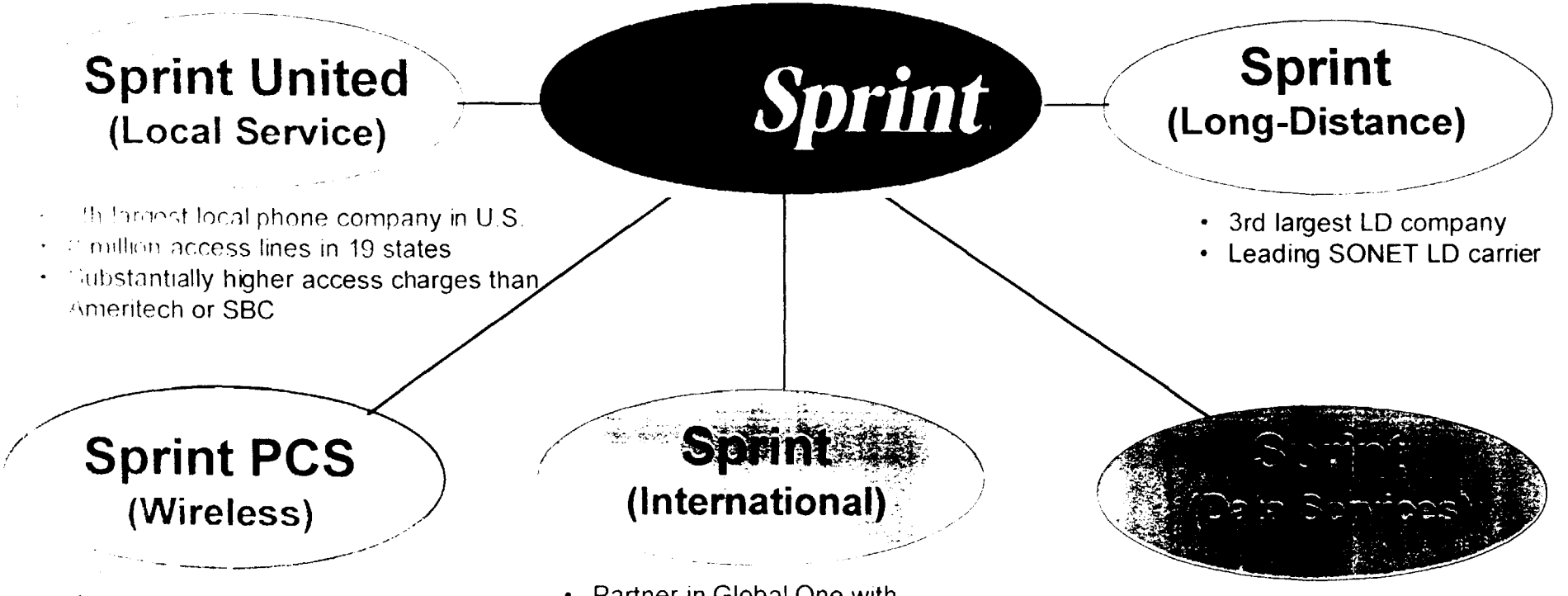
MCI WorldCom (Wireless)

- Resale only

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

- 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



Sprint United (Local Service)

- 4th largest local phone company in U.S.
- 7 million access lines in 19 states
- Substantially higher access charges than Ameritech or SBC

Sprint (Long-Distance)

- 3rd largest LD company
- Leading SONET LD carrier

Sprint PCS (Wireless)

- National wireless carrier
- 1 M customers; growing 2 M per year
- Addressable market of 240 million customers

Sprint (International)

- Partner in Global One with Deutsche Telekom and France Telecom
  - Presence in 65 countries
  - DT, FT each own 10% of Sprint
- UniSource joint venture with Dutch, Swedish and Swiss PTTs
- Telemex joint venture
- Sprint Canada (25% owned)
- Israel (Barak - Global One)
- China

Sprint (Data Services)

- Leader in packet data
  - Targeting Top 75 U.S. markets
- No. 2 Internet services provider (Earthlink)
- Sprint ION nationwide integrated service

The "New" SBC/Ameritech

Ameritech

SBC

Local Service

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

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

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

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

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

- 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

Bell Atlantic

GTE

Local Service

- Largest U.S. Local Phone Company
- 64M access lines in 38 states

Long-Distance

- 4th largest LD company (GTE)
- 2.5M customers in 50 states

International

- Bell Atlantic -- 23 countries
  - Mexico (wireless)
  - Europe
- GTE -- 17 countries
  - Central/South America
  - Canada
  - Pacific Rim
  - Asia

- Largest cellular provider
  - BellAtlantic - 8 M customers;25 states
  - GTE: 4.6 M customers;17 states
- PrimeCo PCS partner (Bell Atlantic)

- GTE Internet via BBN Technologies unit

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OFFICE OF THE SECRETARY

March 4, 1999

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 Kevin Martin, Legal Advisor to Commissioner Furchgott-Roth, 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 noted that the merger is essential to ensuring that SBC/Ameritech will be able to compete in both the national and global marketplaces.

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

Respectfully submitted,

Antoinette Cook Bush/fgr

Antoinette Cook Bush
Counsel for Ameritech

cc: Kevin Martin, Comm'r Furchgott-Roth's Office, FCC
Lynn Starr, Ameritech
Richard Hetke, Ameritech