

Charles E. Foster  
Group President

SBC Communications Inc.  
175 E. Houston Street  
San Antonio, Texas 78205  
Phone 210 351-5100



ORIGINAL

EX PARTE OR LATE FILED

August 18, 1999

Ms. Magalie Roman Salas  
Secretary  
Federal Communications Commission  
445 Twelfth Street, S.W., TW-A325  
Washington, D.C. 20554

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AUG 18 1999

FEDERAL COMMUNICATIONS COMMISSION  
OFFICE OF THE SECRETARY

Dear Ms. Salas:

On August 18, 1999, SBC Communications Inc. (SBC) wrote Mr. Robert C. Atkinson with copies to Mr. Kenneth P. Moran and Mr. Anthony J. Dale requesting written approval of Ernst & Young, LLP as the independent auditor for two of the proposed Merger Conditions before the FCC in Docket No. 98-141. A copy for the record is attached to this transmittal.

Notwithstanding that the Proposed Conditions are not yet in effect, SBC and Ameritech are complying with those specific Proposed Conditions that we agreed would be implemented before the merger closes. This proposal concerning the independent auditor meets Proposed Conditions in Paragraphs 6 and 62d.

If you have any questions regarding the above, please contact Marian Dyer at (202) 326-8835.

Sincerely,

A handwritten signature in black ink, appearing to read "C. E. Foster".

Charles E. Foster

Attachment

No. of Copies rec'd 0+4  
List ABCDE

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FEDERAL COMMUNICATIONS COMMISSION  
OFFICE OF THE SECRETARY

Mr. Robert C. Atkinson  
Deputy Chief  
Common Carrier Bureau  
Federal Communications Commission  
445 Twelfth Street, S.W., Room 5-C356  
Washington, D.C. 20554

Dear Mr. Atkinson:

Re: Final Selection of External Auditor

This is a follow up to our August 10, 1999 letter concerning FCC approval of the external auditor for two post-merger audits. Based on recent discussions with the FCC staff, SBC now formally proposes to engage Ernst & Young, LLP for these audits. We seek your concurrence with this selection. Approval as soon as possible will allow us to promptly begin the definition of the audit requirements and any subsequent dialogue with the Commission that might be necessary.

SBC respectfully requests the Commission's concurrence with the selection of Ernst & Young in writing.

Sincerely,

A handwritten signature in black ink, appearing to read "C.E. Foster", written over a large, stylized flourish.

CC: Mr. Kenneth P. Moran  
Mr. Anthony J. Dale  
Ms. Marian Dyer