Therefore, various training modes were used with the deployment of ULS-IST to educate the internal teams on this ULS product enhancement.

The Unbundled Local Switching with access to Interim Shared Transport was introduced to the Ameritech CLEC Account Teams on September 21, 1999 in Chicago (pre-SBC/Ameritech merger close). Internal provisioning teams within Ameritech received updated ULS M&P's introducing the IST option. On October 11 and 12, 1999, the first internal post-merger product training sessions was conducted for the 13-state SBC/Ameritech CLEC Account Teams and Negotiations Teams in Dallas, Texas, which included a section describing ULS-IST.

Training Table

Condition	Paragraph	Target Audience	Training Message	Delivery Method	Date
19	55	Ameritech Account Teams	UNE Products	Forum	9/22/99
19	55	SBC Account Teams & Negotiators	Post-Merger UNE Products	Group Presentations	10/11/99 & 10/12/99

4. Internal Controls

The Product Manager from the Special Markets unit is responsible for the overall management of the implementation schedule. The development and implementation project team lead representatives on the Product Team are responsible for ensuring that their respective work groups meet the major milestones within the target timelines set forth by the Merger Conditions. Weekly Network and Information Technology meetings will serve as a forum to resolve interdepartmental issues and provide status of respective activities. The overall timeline schedule will be a key tool in helping the team identify potential jeopardy situations, which may require upper management intervention to resolve. The Product Manager submits a weekly tracking report for the development of Long-Term Shared Transport, which the Merger Compliance Group uses to monitor internal milestones and to highlight potential jeopardy items.

Carrier complaints associated with Ameritech's offering of shared transport will be addressed through the normal internal channels. For complaints that come through the Special Markets unit, the CLEC Account Management team will work directly with the Product Team to resolve the TC's concerns or complaints. For informal and formal complaints evolving out of commission proceedings, the state or federal regulatory organization will work with the Product Team to address and resolve any such complaints as appropriate.

In addition, SBC/Ameritech had available an escalation process that is described on its two CLEC websites and is thus, available to all CLECs. Specific work groups are identified, responsible individuals are named, and telephone numbers

are available for escalating issues. Any CLEC can take advantage of these escalation processes at any time.

5. Documentation

Unbundled Local Switching with Shared Transport documentation includes the following:

Documentation Table

Condition	Paragraph	Description of Document	Date Available
19	55	Network M&P updated and issued	8/5/99
19	55	Email notification to Service Center	8/6/99
19	55	Letter to FCC withdrawing separate transit service rate proposal	9/1/99
19	55	Illinois ULS-IST Tariff filing	9/21/99
19	55	Michigan ULS-IST Tariff filing	9/29/99
19	55	Contract amendment on TCNet	10/6/99
19	55	TCNet user guide update posting	10/6/99
19	55	Letter filed with the FCC Secretary by Charles Foster	10/6/99
19	55	Merger Conditions announcement on TCNet (introducing ULS-IST)	10/8/99

Section 4: Corrective Action

No corrective actions were required in 1999 for this Merger Condition.

Condition Number: 20
Condition Name: Access to Cabling in Multi-Unit Properties

Section 1: Summary

Condition 20 requires SBC/Ameritech to conduct trials in five cities with interested Competitive Local Exchange Carriers ("CLECs"). At the conclusion of the trial, SBC/Ameritech will negotiate interconnection agreements with the CLEC community for access to cabling that SBC/Ameritech owns and controls in multi-tenant properties. In addition, SBC/Ameritech must provide written notice to developers/property owners seeking their permission to build a single point of interconnection. All actions required for this Merger Condition in 1999 have been met.

Section 2: Person Responsible

Name	Title
Van Taylor	Senior Vice President – Network Services Staff

Section 3: Implementation of Condition

1. Compliance

Paragraph 57

Customer notices announcing SBC/Ameritech's plans to fulfil this Merger Condition were made available to the CLEC community on October 18, 1999. Interested CLECs were asked to reply within three weeks.

Ten CLECs responded to the Accessible Letter. Three CLECs, having met the requirements contained in the customer notice, were initially selected as trial partners. During the 4th quarter of 1999, meetings were held with these interested facilities-based CLECs. SBC/Ameritech requested that these CLECs provide the addresses of the properties they wished to have reconfigured to provide a single point of interconnection. Although, as of year-end, 1999, no addresses for properties had been received, SBC/Ameritech continues to seek participation from interested CLECs.

Paragraph 58:

As indicated in the Summary Statement, SBC/Ameritech was in full compliance with this requirement. The commitment, to build a single point of interconnection when property owners or other parties own/maintain the cabling beyond the single point of interconnection, was offered to all property owners/developers since the Merger Close Date of October 8, 1999. Methods and Procedures ("M&Ps") were written specifically to address the requirements of this Condition and these M&Ps have been covered with all SBC/Ameritech outside plant engineers ("OSPEs"). (OSPEs are responsible for initiating the work requests on behalf of the property owners/developers.)

In addition, SBC/Ameritech sent a letter to the owner/developer of all new and newly renovated multi-tenant properties. This letter provided the property owner with the option to place the single point of interconnection so that other carriers have access to the cabling within the property. This offering is contingent upon the property owner or third party owning and controlling the cabling beyond the single point of interconnection.

Finally, at the conclusion of each quarter, beginning with the 4th Quarter of 1999, all SBC/Ameritech Outside Plant Engineering Units/Regions were required to positively report the number of responses to the owner/developer letter. Those responses were accumulated in a Corporate Report that was prepared at the end of the month following the close of the quarter.

Compliance Table

Condition	Paragraph	Milestone	Due Date	Date Complete
20	58	Required all OSP Engineers to send letters to developers on all projects engineered on or after 10/8/99	10/8/99	Ongoing & in compliance
20	57	Customer notice posted	10/18/99	10/18/99
20	57	Reviewed requests & selected proposed trial partners	11/17/99	11/17/99
20	57	Notified prospective trial partners	12/8/99	12/8/99
20	58	Prepared Compliance Reporting Procedures	10/18/99	10/1/99
20	58	Required all OSP Engineers to complete the Annual Compliance Review immediately after training	10/21/99	10/21/99

2. Methods and Procedures

As described above, the following M&P was established to comply with the Condition requirements:

Methods and Procedures Table

Condition	Paragraph	Milestone	Due Date	Date Completed
20	58	Issue SBC MTE Access Point Policy issues	10/25/99	10/11/99

3. Training

The following training took place in 1999 to ensure SBC/Ameritech's OSPEs would be knowledgeable of the Merger Condition and the recently created M&P. Similar additional training is planned in 2000.

Training Table

Condition	Paragraph	Target Audience	Training Message	Delivery Method	Date
20	58	OSPEs (released this practice and trained all OSPEs)	Explain the Condition, the new procedures, the reporting and compliance requirements.	Via conference calls to Area Managers and/or followed up by unit meetings with OSPEs.	10/13/99 – 10/22/99

4. Internal Controls

Paragraph 57:
Once the customer notice was provided, SBC/Ameritech established a number of internal control points to help ensure that eligible CLECs were provided with additional information and encouraged to participate in the trial:

- Verified that the customer notice was available on each Company's CLEC website on October 18, 1999.
- Held an internal meeting on November 17, 1999 with the respective Account Managers for all CLECs who responded to the website. The purpose of the meeting was to ensure that all prospective trial partners were facilities-based CLECs.
- Requested that each Account Manager interview the prospective trial partners (those who had responded by November 17, 1999 and were facility-based CLECs), to ensure that the CLECs were fully aware of the goals and timelines. All such contacts were made between December 3 and December 8, 1999.

Paragraph 58:

- Prepared Compliance Reporting Procedures on October 1, 1999 and included those in the MTE Policy.
- Reviewed 4th quarter reports, which detailed the responses to the letters, sent to the owners/developers.

5. Documentation:

Documentation Table

Condition	Paragraph	Description of Document	Date Available
20	57	Customer notice	10/18/99
20	58	SBC Multi Tenant Environment ("MTE") Access Point Policy	10/11/99
20	58	Letters to Developers	10/18/99 to 12/31/99

Section 4. Corrective Action
Controls were in place to ensure ongoing compliance. All commitments required by the end of the 4th Quarter, 1999, were successfully met, and therefore, no corrective actions were initiated.

Condition Number: 21
Condition Name: Out-of-Territory Competitive Entry (National-Local Strategy)

Section 1: Summary
Paragraph 59 requires SBC/Ameritech entities to offer local services in out-of-territory markets on a specified schedule with detailed facilities-based requirements.

No commitments for this Condition were due in 1999. However, as detailed in Section 3, negotiations for interconnection agreements and state certification activity began in 1999.

In order to help meet our Out-of-Territory Competitive Entry (National-Local Strategy) Merger Condition, an orientation/training session was initiated in November of 1999 to explain the Out-of-Territory Competitive Entry (National-Local Strategy) Merger Conditions and requirements to SBC Telecom, Inc employees, and other support personnel assisting the Out-of-Territory implementation efforts.

Also, during the third quarter of 1999, SBC Telecom subject matter experts for Network, Planning and Customer Care began drafting Methods and Procedures in preparation for market launch.

Section 2: Person Responsible

Name	Title
Ron Blake	President – SBC Telecom, Inc

Section 3: Implementation of Condition
1 Compliance
No commitments for this Condition were due in 1999. However, negotiations for four interconnection agreements began in 1999, and one agreement in the State of Washington was approved on December 29, 1999. In January 2000, three additional agreements were filed for approval in Washington, Massachusetts, and Florida.

Compliance Table

Condition	Paragraph	Milestone	Due Date	Date Completed
21	59	Interconnection Agreement - Washington	N/A	10/29/99

State Certification Table*

Condition	Paragraph	Milestone	Date Filed / Approved
21	59	Arizona	12/16/99 - Filed
21	59	District of Columbia	12/23/99 – Approved
21	59	Florida	6/25/99 – Approved
21	59	Massachusetts	5/16/99 - Approved
21	59	Maryland	12/20/99 – Filed
21	59	Minnesota	12/23/99 – Filed
21	59	New Hampshire	12/17/99 – Filed
21	59	New Jersey	12/17/99 – Filed
21	59	New York	12/30/99 – Filed
21	59	Pennsylvania	12/23/99 – Filed
21	59	Utah	12/16/99 – Filed
21	59	Virginia	12/3/99 – Approved
21	59	Washington	5/12/99 - Approved

* All certification filings are in preparation for out-of-territory entry in these jurisdictions.

2. Methods and Procedures
During the third quarter of 1999, SBC Telecom subject matter experts for Network, Planning and Customer Care began drafting Methods and Procedures in preparation for market launch. These Methods and Procedures are still under development.

3. Training
An orientation/training session was held to explain the Out-of-Territory Competitive Entry (National-Local Strategy) Merger Conditions and requirements to SBC Telecom, Inc employees, including all support personnel assisting the Out-of-Territory implementation efforts. During this session, portions of the existing employee body were trained on the merger commitments. The remaining employees, as well as new employees joining the SBC Telecom team, will be covered in additional orientation/training sessions coordinated by the Human Resource Organization.

Training Table

Condition	Paragraph	Target Audience	Training Message	Delivery Method	Date
21	59	SBC Telecom, Inc. employees and extended teams	Merger Condition requirements	Orientation Session	11/11/99

4. Internal Controls
Internal controls are under development.

5. Documentation
Documentation to establish compliance will be retained.

Documentation Table

Condition	Paragraph	Description of Document	Date Available
21	59	Interconnection Agreement - Washington	12/29/99

Section 4: Corrective Action

There were no incidents causing the need for corrective action in 1999.

Condition Number: 22
Condition Name: InterLATA Pricing

Section 1: Summary
All commitments necessary to meet this Condition in 1999 were met in 1999. Paragraph 60 requires SBC/Ameritech to refrain from implementing mandatory minimum monthly or flat rate charges for interLATA calls. The actions discussed below represent processes and activities performed in 1999 to meet future requirements.

The Southern New England Telephone Company ("SNET") operates wireline interLATA long distance services. SNET has provided documentation that demonstrates that it is in full compliance with the provisions of this Condition.

An evaluation of existing methods and procedures ("M&P") was conducted in 1999 and it was determined that no new M&Ps were needed. Implementation procedures to ensure that we meet this Condition as other entities of SBC/Ameritech are allowed to offer interLATA services were also investigated. SBC/Ameritech reviewed the Condition and assigned responsibility for its management to a team leader, and, in some instances, sub-team leaders. Each leader was assigned the responsibility of managing/informing a specific area of the business involved with the implementation of this Condition.

Section 2: Person Responsible

Name	Title
Dave Gallemore	EVP–Strategic Marketing

Section 3: Implementation of Condition

1. Compliance:
All commitments required in 1999 for this Condition were met in 1999.

Compliance Table

Condition	Paragraph	Milestone	Due Date	Date Completed
22	60	Ensure Pricing "Guidelines" are in effect	10/8/99 for SNET	10/8/99

SNET was in full compliance with the provisions of this Condition as of the MCD. SBC/Ameritech entities other than SNET have not yet begun to offer interLATA services.

2. Methods and Procedures:
No new M&Ps were required in 1999.

3. Training:
To meet this Condition, SNET conducted overview sessions with employees involved in the implementation and delivery of InterLATA service. Assessments were performed to identity the notification procedures required to meet future milestones.

Since this Condition has not been triggered for other entities within SBC/Ameritech, no additional training was required.

Training Table

Condition	Paragraph	Target Audience	Training Message	Delivery Method	Date
22	60	Employees involved in InterLATA Service Delivery	Awareness of Condition	Overview Session	4th Qtr, 1999

4. Internal Controls
Sub-team leaders were identified for both in-region and out-of-region interLATA entry status. Each leader was assigned the responsibility of monitoring/informing those SBC/Ameritech organizations involved with interLATA entry.

5. Documentation
An SBC/Ameritech Officer has signed an attestation letter regarding compliance.

Documentation Table

Condition	Paragraph	Description of Document	Date Available
22	60	Attestation Letter for SNET	9/10/1999

Section 4: Corrective Action
All commitments for this Condition were met in 1999 and therefore no corrective actions were required.

Condition Number: 23
Condition Name: Enhanced Lifeline Plans

Section 1: Summary
Condition 23 requires that not later than 30 days after the MCD, SBC/Ameritech shall offer by letter to the appropriate state commission in the SBC and Ameritech States (except Ohio) to file a tariff for an Enhanced Lifeline plan in the SBC/Ameritech Service Area within that state. The terms and conditions offered by SBC/Ameritech are to be comparable to the terms and conditions of the Ohio Universal Service Assistance ("USA") Lifeline plan set forth in Ameritech Ohio's Alternative Regulation Plan, as in effect on the MCD, in the areas of subscriber eligibility, discounts, and eligible services.

In 1999, SBC/Ameritech met all its commitments for Condition 23 for Enhanced Lifeline services. In addition, SBC/Ameritech formed a cross-functional team to begin addressing methods and procedures, billing changes, marketing, tariffs, and any other analysis or work that must be done to meet the future commitments of Condition 23. As of December 31, 1999, no state had accepted the Enhanced Lifeline offer.

Section 2: Person Responsible

Name	Title
James Shelly	President SBC Regulatory Strategy

Section 3: Implementation of Condition

1. Compliance
SBC/Ameritech filed letters on or before November 5, 1999, with each of its 12 state commissions (all states except Ohio) offering the new Enhanced Lifeline plan for a period of 36 months following the effective date of the initial tariff implementing the service. (See table below.) On November 5, 1999, SBC/Ameritech also filed a letter with the Ohio commission offering to extend the existing Ohio USA Lifeline plan through January 6, 2003. Copies of SBC/Ameritech's offer letters have been filed with the Secretary of the Commission.

SBC/Ameritech performed an analysis of the requirements of both the current Ohio USA Lifeline plan and Paragraph 61 of the Merger Conditions. As required by the Merger Conditions, SBC/Ameritech developed a new Enhanced Lifeline offer that is comparable in terms and conditions to the Ohio Universal Service Assistance ("USA") Lifeline plan in the areas of subscriber eligibility, discounts, and eligible services.

The new Enhanced Lifeline offer included a discount equal to the price of the basic measured rate service (i.e., access to the network not including any local

usage) up to a maximum of $10.20 per month (including all applicable Federal, State, and SBC/Ameritech contributions). Where the monthly access service also includes usage, SBC/Ameritech estimated the price of the network access (without usage) by using a percentage based on its underlying costs.

As of December 31, 1999, no state had accepted the Enhanced Lifeline offer. California rejected the offer by letter dated December 21, 1999. Connecticut opened a docket to receive public comments on the Enhanced Lifeline plan on December 21, 1999.

Compliance Table

Condition	Paragraph	Milestone	Due Date	Date Completed
23	61	Filed offer letters with state commissions: Arkansas, Indiana, Nevada	11/8/99	11/4/99
23	61	Filed offer letters with state commissions: California, Connecticut, Kansas, Illinois, Michigan, Missouri, Oklahoma, Texas, Wisconsin	11/8/99	11/5/99
23	61	Offer to extend existing Ohio USA lifeline plan until 1/6/03	11/8/99	11/5/99
23	61	Determined estimated price of measured service	11/8/99	11/8/99
23	61	Filed copies of written offer letters with FCC	N/A	11/24/99

2. Methods and Procedures

An internal implementation core team was formed and reviewed all commitments associated with the Enhanced Lifeline plan in accordance with the Merger Conditions. The core team was comprised of representatives for the 13 states with responsibility for product management, information systems, consumer marketing, billing, regulatory, credits and collection, resource management, solution design and architecture, and business process improvements. The core team developed a process to establish methods and procedures to carry out the various Enhanced Lifeline commitments. This process will result in documentation which will describe the internal requirements that will drive implementation work, including billing systems work and methods and procedures. Regular "walk-through" core team meetings were held to review requirements to ensure all obligations are being satisfied as well as to address any open operational issues that develop.

Internal documentation created by the core team in 1999 will be used to develop methods and procedures to implement the new Enhanced Lifeline service. New methods and procedures will be appropriately incorporated with those already in place for existing Lifeline plan(s) in each state. Incorporation of methods and procedures for the new Enhanced Lifeline plan helps to ensure that service

representatives and field personnel offer Enhanced Lifeline as an option to qualifying prospective customers as is done today for existing Lifeline plans.

3. Training
In addition to the development of methods and procedures to implement the Enhanced Lifeline plan, corresponding training plans will also be developed to train service representatives and field personnel. All personnel currently involved in providing existing Lifeline plans will be trained on Enhanced Lifeline as appropriate.

When a SBC/Ameritech state commission accepts the Enhanced Lifeline offer, the obligations under the Merger Conditions will be set forth in tariffs, which will be filed with the relevant state commission. The terms, conditions, practices, employee training, notices and procedures for any such Enhanced Lifeline plan will be accomplished the same way as for any other service offering that is authorized and regulated by that state commission.

4. Internal Controls
The conditions of the Enhanced Lifeline offering will be set forth in the SBC/Ameritech regulated service offerings as state commissions accept the offer. Discount rates and conditions that affect them will be built into the billing systems, along with appropriate commands which control how and when the discounts are applied. Publicity plans for promoting Enhanced Lifeline will be developed based on the acceptance of the plan in each state. Progress in attaining the commitments of Condition 23 will be reviewed by the Regulatory organization. The Merger Compliance Group provides an internal check on the progress of the Condition status.

5. Documentation

Documentation Table

Condition	Paragraph	Description of Document	Date Available
23	61	Letters offering Enhanced Lifeline plan to state commissions:	
		Arkansas, Indiana, Nevada	11/4/99
		California, Connecticut, Kansas, Illinois, Michigan, Missouri, Oklahoma, Texas, Wisconsin	11/5/99
23	61	Letter to Ohio offering to expand existing USA Lifeline plan until 1/6/03	11/5/99
23	61	Letter to Secretary of FCC filing copies of all thirteen offer letters	11/24/99
23	61	California PUC rejection letter	12/21/99

Section 4: Corrective Action
Sufficient controls were in place such that no corrective action was taken in 1999.

Condition Number: Condition 24
Condition Name: Additional Service Quality Reporting

Section 1: Summary
All commitments for this Condition required to be completed in 1999 were met. Condition 24 requires SBC to establish service quality performance measures consistent with NARUC guidelines and ARMIS 43-05 reporting requirements. During 1999, an ad hoc committee was created to specify requirements, define data elements, and design and publish final reports for Commission review.

On August 26, 1999, a team of subject matter experts ("SMEs") was assembled in St. Louis to develop a plan to define the NARUC & ARMIS 43-05 requirements for Condition 24. The team's goals for this meeting, detailed in Section 3 of this document, were all met within the timeframes required in order to satisfy compliance.

A meeting was held with the Commission staff and select team members on November 31, 1999 to discuss the progress of the team and to provide a template to the Commission. The results of the meeting were positive and are detailed in Section 3 of this document. The outcome supported compliance within the required timeframes.

Section 2: Person Responsible

Name	Title
Van Taylor	Senior VP – Network Services Staff

Section 3: Implementation of Condition

1. Compliance
Adequate representation was achieved on the project management team by assigning network service quality reporting subject matter experts from Pacific Bell Telephone Company, Nevada Bell Telephone Company, Ameritech, Southwestern Bell Telephone Company and the Southern New England Telephone Company.

The team met the following goals at its August 26, 1999 team meeting in St. Louis:

- Identify ongoing team members
- Determine methodology for defining the NARUC "White Paper"
- Develop data definitions & business rules (Data Definition Glossary)
- Implement a shared drive for all team members to use and share data
- Develop timelines based upon specified completion dates (i.e. first report due 90 days after MCD).

- Produce a sample month of data to determine the validity and parity of data from the different SBC companies
- Develop a mechanization program for Ameritech to input data to efficiently create the NARUC & ARMIS reports

The subsequent meeting with the Commission staff in November 1999, established procedures for:

- Acceptance of the team's spreadsheet format by the Commission
- Provision of a data glossary with reports to the Commission
- Confirmation of website for reports and electronic filing with Commission
- Clarifications on how the team defined the NARUC measurements using ARMIS definitions

The team produced detailed definitions of the individual fields outlined in the white paper to insure that a service quality report was developed with uniformity and accuracy across the five companies. The white paper did not provide explicit definitions for each field; therefore the team designed a glossary using ARMIS 43-05 definitions to define the NARUC individual data fields. As much as possible, the team tried to model the fields after existing ARMIS 43-05 reports to insure consistency between the two reports and to reduce reporting burdens.

The team set up processes to insure the consistent and timely submission of data to the Commission by installing multiple checkpoints into the report generation process.

Where possible, the reports have been mechanized to further insure accurate reporting. Ameritech developed a mechanization program to eliminate duplication of effort by inputting data directly into both ARMIS 43-05 and NARUC. Once the data is collected, the program calculates and generates the ARMIS and NARUC reports. Ameritech's mechanization effort provides an example of eliminating human error and reducing reporting burdens. Business rules for all companies' data calculation and data sources are kept on the shared drive.

In addition to the NARUC service quality quarterly report, the team established mechanisms to provide an ARMIS 43-05 Table 1 on a quarterly basis in the future. This details service quality measures provided to inter-exchange carriers. The ARMIS 43-05 Table 1 will be included as an additional sheet in the NARUC service quality report. It will be submitted to the Commission along with the NARUC service quality report, and both will be posted on the website no later than 50 days after the end of each quarter for a period of three years.

Compliance Table

Condition	Paragraph	Milestone	Due Date	Date Completed
24	62 & 63	3Q1999 NARUC/ARMIS paper reports and e-mail with data	1/6/00	12/23/99
24	62 & 63	Report On website	1/6/00	12/17/99
24	62 & 63	4th qtr 99 NARUC/ARMIS electronic CD transmittal	2/21/00	2/22/00
24	62 & 63	Report On website	2/21/00	2/22/00

The SBC website is: https://clec.sbc.com/clechb/unrestr/custguide/

2. Methods and Procedures

The Commission Guidelines for ARMIS reporting, the NARUC "White Paper", NARUC Service Quality Glossary, and the internal analysis spreadsheet used to determine rational reporting by the five companies served as the Methods and Procedures, and these will continue to be the M&Ps used by this team in the future.

Methods & Procedures Table

Condition	Paragraph	Milestone	Due Date	Date Completed
24	62 & 63	Data Glossary	12/99	12/99
24	62 & 63	Analysis Spreadsheet	12/99	12/99

3. Training

Much of the training needed for the work efforts to satisfy compliance has already been satisfied based upon the prior experience and knowledge of the SMEs who are already performing the ARMIS data functions. The current organizations involved with this project have Customer Service Quality ("CSQ"), Executive Complaints, and ARMIS reporting functions. Since the Commission has already defined the ARMIS terms and data definitions for each line in ARMIS reports, the team adopted the same practices for this project.

The team used the Commission guidelines to continue the ARMIS 43-05 report and to define the line data not defined by the NARUC white paper. The team members trained the employees in the respective five regional LECs who are responsible for pulling the data required by the NARUC and ARMIS service quality reports.

Training Table

Condition	Paragraph	Target Audience	Training Message	Delivery Method	Date
24	62 & 63	Team Members	ARMIS rules & NARUC "White Paper", Data Glossary	Merger Documents	8/99

4. Internal Controls

- A shared drive has been created so that all team members can make data comparisons on an ongoing basis.
- At the end of the quarter, completed reports will be sent to the Team Facilitator and the regulatory representative for further scrutiny. At this time, the data is compared throughout the five companies to identify any disparities in the data.
- The data will be compared to previous ARMIS reports and previous NARUC reports to insure further consistency among the reports.
- Internal submissions by each of the 5 companies for the reports for their respective states are required 40 days after the end of the quarter. This allows a 10-day interval to check data quality and correct any errors.
- Before the reports are sent to the Commission, they are checked and signed by the Network Presidents responsible for the field LEC network operations organizations in each company.
- After a review by the SBC Legal Staff, each report is submitted electronically (via email) to the Commission (as requested by the Commission) and posted on the website.

5. Documentation

In accordance with all timelines, documents were initially submitted to the Commission on December 23, 1999. These documents included a glossary to provide clarity. Service quality results were reported ahead of their January 6, 2000 due date and included California and Nevada (April 6, 2000).

Documentation Table

Condition	Paragraph	Description of Document	Date Available
24	62 & 63	NARUC "White Paper"	8/99
24	62 & 63	ARMIS 43-05 Data Definitions	8/99
24	62 & 63	NARUC Data Definition	12/99
24	62 & 63	Notification letter to CCB transmitting paper reports with NARUC/ARMIS data	12/23/99
24	62 & 63	E-mail from Marian Dyer to CCB providing NARUC/ARMIS data	12/23/99

Section 4: Corrective Action
The Senior Vice President – Network Services Staff will be responsible for correcting any data discrepancies from the respective companies. Sufficient controls were in place in 1999 such that no corrective actions were required.

Any issues identified by the Commission, or outside compliance team personnel, will be resolved with respect to the format and validity of the data. An example of a format change requested from the Commission Staff in 1999 was a request to provide monthly details rather than quarterly summaries of the data. This change has now been made and is reflected in the posted data.

Condition Number: Condition 25
Condition Name: NRIC Participation

Section 1: Summary
Condition 25 requires that SBC/Ameritech continue to participate in the Network Reliability and Interoperability Council ("NRIC"). All commitments for this Condition required in 1999 were met in 1999. Details of the one 1999 NRIC meeting occurring after the MCD are provided below.

Section 2: Person Responsible

Name	Title
Van Taylor	Senior VP – Network Services Staff

Prior to Mr. Taylor's appointment to this responsibility, the Senior Vice President – Network Planning and Engineering was responsible for compliance with Condition 25 during 1999.

Section 3: Implementation of Condition

1. Compliance
During the period between the MCD and December 31, 1999, the NRIC had one meeting, NRIC IV. This meeting, the fifth in a series since October 1998, was held at the Commission's headquarters in Washington, D.C. and was attended by SBC/Ameritech representatives. SBC was represented at this meeting by Gene Chiappetta (SNET) and Joe Luby (Ameritech).

The Council reviewed status reports from Focus Groups 1 and 2 on Y2K readiness and test results of intercarrier and supplier contingency planning. Focus Group 3 presented status on network reliability, and the Network Reliability Steering Committee presented its quarterly report.

Compliance Table

Condition	Paragraph	Milestone	Due Date	Date Completed
25	64	Meeting Participation	10/14/99	10/14/99

2. Methods and Procedures
No M&Ps were required for the implementation of this Merger Condition. Individuals required to attend NRIC meetings on behalf of SBC have been informed of their responsibilities and they will continue to participate in the future.

3. Training
No special training for the Condition was required. Individuals responsible for attending have been informed of their responsibilities.

4. Internal Controls

Because of ongoing participation in quarterly NRIC meetings, SBC representatives were aware of upcoming meetings, including the October 14, 1999, meeting. Plans were made by the meeting participants to insure their availability and have a backup representative available should the need have arisen.

5. Documentation

Documentation Table

Condition	Paragraph	Description of Document	Date Available
25	64	Letter filed with FCC Secretary by Charles Foster committing to continued participation	10/6/99
25	64	Participant's Meeting Minutes	10/14/99

Section 4: Corrective Action

All commitments were met; no corrective action has been taken or is required.

Condition Number: 26
Condition Name: Compliance Program

Section 1: Summary
Condition 26 requires SBC/Ameritech to have a Corporate Compliance Officer and to provide a plan to the Commission explaining how they will implement Merger Conditions. An annual report is also required.

All commitments for this Condition required in 1999 were met in 1999; a Corporate Compliance Officer was appointed, the Audit Committee of the SBC Board of Directors was assigned to oversee compliance activity, and the Merger Conditions Plan was filed on December 6, 1999. In addition, the Merger Compliance Group established internal controls, training plans and reports to help ensure continued compliance with the Plan.

Section 2: Person Responsible

Name	Title
Mary Tudela	Senior Vice President - SBC Compliance

Section 3: Implementation of Condition

1. Compliance
Paragraph 65a:
The SBC Board of Directors appointed Mr. Charles Foster, Group President – SBC, to serve as the Corporate Compliance Officer and assigned oversight responsibility to the Board's Audit Committee. Mr. Charles Foster, in turn, delegated responsibility for each individual Merger Condition to an officer who, as Team Leader responsible for the Condition, is personally accountable for ensuring full compliance with that Condition. Together, Mr. Charles Foster and the Team Leaders constituted an Executive Compliance Group that met or conferred by conference call on a weekly basis to discuss the status of compliance activities. Each Team Leader was not only responsible for implementing the Conditions but for notifying Mr. Charles Foster of resource needs and potential problems that could, if not resolved, result in delayed compliance. Mr. Charles Foster addressed issues raised by the Executive Compliance Group, the Merger Compliance Group, and other concerns directly with the responsible officers as needed.

The first step toward achieving compliance was to review the Merger Conditions document, identify requirements and deadlines established in the Conditions, and assign responsibilities to the appropriate officers. Responsibility was delegated to identify the requirements and develop a single merger compliance tracking timeline that would enable the Corporate Compliance Officer to ensure that all requirements and deadlines were covered.

As noted above, responsibility for long-term compliance administration has been assigned to Ms. Mary Tudela, Senior Vice President – SBC Compliance. Ms. Tudela began to assemble a compliance staff to perform administrative tasks such as supporting state interfaces with all applicable regulatory commissions and tracking compliance with all Conditions. The staff also assess performance measurement results and provide compliance support activities such as audit planning and coordination, remedy management, correspondence, and training support. These activities are primarily administrative functions. Each officer remains fully responsible for all compliance activities associated with the Conditions assigned to that officer, including implementation, training, and continued compliance. Each business unit was also responsible for compliance by its personnel with all Conditions impacting the unit.

In addition to the ongoing management of meeting Merger Condition requirements, Mr. Charles Foster, as required, met with the SBC Audit Committee and provided them with an update on SBC/Ameritech's progress in meeting Merger Conditions.

Paragraph 65b:
Every officer was directed to prepare a Team Compliance Plan for their assigned Conditions explaining how they will achieve initial and ongoing compliance. The Corporate Compliance Officer and his staff reviewed these plans, and any deficiencies in the plans were referred to the Team Leader for corrective action. The completed Plan was provided to the Commission on December 6, 1999. Based on comments received from the Commission staff, revisions to the Plan were undertaken and will be provided to the Commission.

To ensure that training and documentation requirements, as well as initial implementation requirements, were met, each Team Leader was directed to appoint a training coordinator and records retention coordinator, and these coordinators were identified in the Team Plans. To ensure that merger-related complaints are appropriately tracked and managed, each business unit will be directed to appoint a complaint coordinator.

Paragraph 65c:
The annual report provisions, as outlined in paragraph 65c of the Merger Conditions, are due in 2000. No actions were required to meet this Condition in 1999.

Compliance Table

Condition	Paragraph	Milestone	Due Date	Date Completed
26	65	Board approves appointment of a Corporate Compliance Officer	Merger Close Date	9/24/99

Condition	Paragraph	Milestone	Due Date	Date Completed
26	65	Ensure the Audit Committee of the SBC Board of Directors oversees Corporate Compliance Officer's fulfillment of responsibilities	Merger Close Date	9/24/99
26	65	Review Compliance progress with the Audit Committee of the SBC Board of Directors	N/A	11/19/99
26	65	Submit Compliance Plan to Anthony Dale of the CCB with request for confidential treatment	12/7/99	12/6/99
26	65	Letter filed with the Secretary of the FCC by Marian Dyer	12/6/99	12/6/99

2. Methods and Procedures

No additional methods and procedures were required to ensure initial or ongoing compliance with this Condition. Individuals responsible for managing compliance with the Condition were informed of their responsibilities.

3. Training

The Merger Compliance Group managed this Condition. As such, the Staff advised officers and other key people involved in meeting SBC/Ameritech's responsibilities in 1999. These key individuals assisted in helping meet our commitments for compliance shown above, including the appointment of an officer, the involvement of the SBC Audit Committee, and the completion of the merger plan.

Training Table

Condition	Paragraph	Target Audience	Training Message	Delivery Method	Date
26	65	Team Leads / Officers	Review of specific Conditions and compliance requirements, as needed	Conference calls by Charles Foster each week	Ongoing

4. Internal Controls

An overall plan showing key milestones was established to ensure that compliance dates were met. This plan is being monitored on a weekly basis. The Merger Compliance Group will, with support from SBC Audit Services as needed, continuously monitor the activities of the Compliance Teams. In addition, the Merger Compliance Group will review deliverables and documents to confirm that compliance has been achieved. Further, the Merger Compliance Group may conduct its own audits or request SBC Audit Services to conduct audits as

required to verify compliance with those requirements (e.g., nondiscrimination requirements) in which compliance cannot be ascertained by examining deliverables.

Channels have been established to permit personnel to report anonymously, through the SBC/Ameritech Ethics Line, any suspected violations of the Merger Conditions. These reports will be investigated by Legal and tracked by the Merger Compliance Group.

The Merger Compliance Group will also track complaints, submitted to the Company or regulatory commissions, in connection with the Merger Conditions. Ms. Tudela will be responsible for ensuring that such complaints are appropriately handled and required actions, including timely responses to complainants and corrective action if necessary, are taken.

5. Documentation

Documentation Table

Condition	Paragraph	Description of Document	Date Available
26	65	Documentation relating to the appointment of Charles Foster as the Corporate Compliance Officer	9/24/99
26	65	Documents relating to the appointment of the Audit Committee of SBC's Board of Directors as the oversight body	9/24/99
26	65	Documents relating to reports Charles Foster has made to the Audit Committee	11/19/99
26	65	Merger Compliance Plan	12/6/99
26	65	Letter filed with the Secretary of FCC by Marian Dyer	12/6/99

Section 4: Corrective Action

All commitments required in 1999 were met. Sufficient controls were in place such that no corrective actions were required in 1999.

Condition Number: 27
Condition Name: Independent Auditor

Section 1: Summary
Condition 27 requires SBC/Ameritech to engage an independent auditor to annually review its compliance with all Conditions. The audit will provide a thorough and systematic evaluation of SBC/Ameritech's compliance with the Conditions and determine the adequacy of the internal controls. The Condition also calls for SBC/Ameritech to select an auditor to review SBC/Ameritech's compliance activities related to establishing and operating an Advanced Services affiliate. Both audits are due September 1, 2000.

All commitments for this Condition required to be completed in 1999 were achieved. An independent auditor was selected and was deemed acceptable by the Commission. In addition, a preliminary audit program was submitted to the Commission for their review.

Section 2: Person Responsible

Name	Title
Mary Tudela	Senior Vice President - SBC Compliance

Section 3: Implementation of Condition

1. Compliance
Paragraph 66-67
SBC/Ameritech retained the independent auditors Ernst & Young LLP ("E&Y") for the required audits. During the prior 24 months, E&Y had not been instrumental in designing all or substantially all of the systems and processes under review in the audit, viewed as a whole, as required by this Condition.

The independent auditor is aware of, and responsible for, fulfilling their duties under Condition 27 and the audit engagements. Consultations with the Accounting Safeguards Division Audit Staff have occurred and were coordinated by the Washington, D.C. office of SBC Communications Inc..

Ms. Mary Tudela, Senior Vice President - SBC Compliance, will provide audit support within her organization. She will be responsible for ensuring that audit plans and audit reports are completed according to this Merger Condition. She will also ensure that the independent auditor will have access to books, records and customers as appropriate.

Compliance Table

Condition	Paragraph	Milestone	Due Date	Date Completed
27	66-67	Obtain auditor acceptance from the FCC	10/8/99	8/24/99
27	66-67	Engage an auditor	10/8/99	9/7/99
27	66-67	Submit preliminary annual audit program	11/22/99	11/12/99
27	66-67	Agreed upon procedures audit program complete	1/6/00	On target to complete 1/6/00

2. Methods and Procedures

Individual Condition owners put in place document retention practices to assist in meeting the requirements of this Condition

3. Training

The Executive Compliance Group was directed to give appropriate instructions to all applicable personnel concerning cooperation with the independent auditors.

Training Table

Condition	Paragraph	Target Audience	Training Message	Delivery Method	Date
27	66-67	Officers	Compliance with audit program	Conference calls	Monday calls with Charles Foster

4. Internal Controls

In 1999, the requirements for this Condition were monitored on a regular basis through the weekly calls with the Executive Compliance Group and the updating and monitoring of an internal tracking report.

5. Documentation

Documentation Table

Condition	Paragraph	Description of Document	Date Available
27	66-67	Letter from FCC approving of auditor	8/29/99
27	66-67	Engagement letter with external auditor	9/7/99
27	66-67	Letter filed with FCC Secretary by Charles Foster	10/6/99
27	66-67	Annual audit program	11/21/99
27	66-67	Letter to Anthony Dale, CCB from Martin Grambow	11/23/99
27	66-67	Annual agreed upon procedures audit program	1/6/00

Section 4: Corrective Action
All commitments required in 1999 were met. Sufficient controls were in place such that no corrective actions were required in 1999.

Condition 28
Condition Name: Enforcement

Section 1: Summary
Condition 28 states that the enforcement and compliance programs established by these Conditions do not abrogate, supersede, limit or otherwise replace the Commission's powers under the Communications Act. The Condition also provides for voluntary payment procedures.

All commitments required to satisfy this Condition in 1999 were achieved, as there were no instances of non-compliance under which voluntary payments would have been due. Procedures are being established to ensure prompt payments, should such payments be due, in 2000.

Section 2: Person Responsible

Name	Title
Mary Tudela	Senior Vice President - SBC Compliance

Section 3: Implementation of Condition
1. Compliance
Paragraph 68-73
No voluntary payments were required in 1999 for non-compliance. If voluntary payments are late or alleged to be insufficient by the Commission, appropriate corrective actions will be taken as described below.

If violations have occurred that SBC/Ameritech believes have resulted from force majeure or acts of God, the Merger Compliance Group will collect the evidence for review by the Commission and will work with the Commission staff to resolve all issues relating to the potential violation.

The Merger Compliance Group will also establish procedures to ensure that payments are made within 10 business days of a determination by the Chief of the Common Carrier Bureau or an arbitrator that payment is due.

2. Methods and Procedures
Existing accounting and expenditure practices will be reviewed to ensure that existing payment processes and approval levels are sufficient for payment within the timeframes allotted and that voluntary payments shall be charged to the appropriate expense categories in accordance with the Merger Conditions.

Following these reviews, policies will be revised or additional practices developed, if required and as appropriate. The Merger Compliance Group will also ensure that appropriate organizations within SBC are aware of the possibility of voluntary payments and have procedures in place to notify the Merger Compliance Group if violations have occurred that may require such payments.

3. Training
Ms. Tudela will assure that the appropriate personnel within the Merger Compliance Group receive appropriate training so as to ensure understanding and timeliness of the voluntary payment requirements and process. No less than annually, the Merger Compliance Group will review payment requirements and procedures as described in this Condition.

4. Internal Controls
Actual voluntary payment dates and amounts will be tracked and compared to a list of required payments and their payment dates. Should a payment be made late, Ms. Tudela will be notified and appropriate corrective actions will be taken depending on the facts surrounding the late payments (See Corrective Actions below)

5. Documentation
As there were no voluntary payments in 1999, no documents were developed. Appropriate documentation will be maintained if voluntary payments are made in the future.

Section 4: Corrective Action
No voluntary payments were required in 1999 for non-compliance. If voluntary payments are late or alleged to be insufficient by the Commission, appropriate corrective actions will be taken, including:

- Retraining business organizations about reporting violations
- Retraining compliance staff on tracking procedures
- Reviewing and or revising any practices
- Disciplinary action if required

Condition Number: 29
Condition Name: Sunset

Section 1: Summary
This Condition generally provides that all Conditions shall cease to be effective, and shall no longer bind SBC/Ameritech in any respect, 36 months after the Merger Close Date ("MCD"). Condition 29 recognizes four principal exceptions to the "MCD + 36 months" rule: (a) instances where other termination dates are specifically established, (b) Conditions requiring SBC/Ameritech to provide Advanced Services through one or more separate affiliates, (c) Conditions which become effective or operational sometime after the Merger Closing Date, and (d) Conditions whose duration is extended for non-compliance in accordance with Paragraph 69 of the Conditions.

All Merger Conditions remained in effect at the end of 1999 and all Merger Conditions will be presumed to remain in effect until the Corporate Compliance Officer has received confirmation from the Legal Department that specific Conditions have expired.

All business units and other work groups shall continue compliance with each Condition until notified by the Corporate Compliance Officer and Legal Department that the Condition is no longer effective.

Section 2: Person Responsible

Name	Title
Charles Foster	Group President – SBC

Section 3: Implementation of Condition
1. Compliance
Mr. Charles Foster will work with Mr. James Ellis (Senior Executive Vice President and General Counsel) and Mr. Paul Mancini (Vice President and Assistant General Counsel) in determining when the terms of any specific Merger Condition no longer apply.

All Merger Conditions, once effective, will be presumed to remain in effect. The Corporate Compliance Officer, with the assistance of Ms. Mary Tudela (Senior Vice President – SBC Compliance) and her Merger Compliance Group, will notify all necessary personnel that continued compliance with all Merger Conditions is required until specific notification that compliance is no longer required. Only the Corporate Compliance Officer, with the advice and consent of the General Counsel, may authorize a business unit or work group to discontinue compliance with any Merger Condition requirement.

No compliance target dates or milestones for this Condition occurred in 1999.

2. Methods and Procedures
None were developed in 1999. Existing Methods and Procedures should be adequate to ensure compliance with this Condition.

3. Training
No training on this Condition was needed in 1999, as all Merger Conditions remained active.

4. Internal Controls
No additional internal controls are required for compliance with this Condition.

5. Documentation
No documentation was created during 1999.

Section 4: Corrective Action
No corrective action was taken or necessary in 1999.

Condition Number: 30
Condition Name: Effect of Conditions

Section 1: Summary
This Condition imposes no additional requirements on SBC/Ameritech but states the relationship between state law requirements and the Commission's Merger Conditions. The Condition recognizes that various offerings and initiatives contained within the Commission's Merger Conditions may substantially duplicate requirements imposed in connection with the merger under various state laws. Pursuant to Condition 30, the Merger Conditions shall supplement, but shall not be cumulative of, substantially related Conditions imposed under state law. Where both the Commission's Merger Conditions and state-imposed Conditions grant parties similar rights, parties shall not have a right to invoke the relevant terms of the Merger Conditions in given state if they have already invoked a substantially related Condition imposed on the merger under applicable state law.

The second paragraph of Condition 30 (Paragraph 76) provides that if the Commission considers a request by SBC/Ameritech for interLATA authority under 47 USC §271, the Commission shall not consider the possible expiration of any of the Merger Conditions to be a factor that would render the requested authorization inconsistent with the public interest, convenience, and necessity.

Section 2: Person Responsible

Name	Title
Mary Tudela	Senior Vice President – SBC Compliance

Section 3: Implementation of Condition

1. Compliance
No commitments were required for this Condition in 1999. To ensure that all requirements of the Merger Conditions and state laws are met, the Corporate Compliance Officer and his staff shall coordinate activities with the personnel responsible for compliance with state law requirements and consult with the Legal Department when issues arise concerning rights and responsibilities under overlapping provisions of the Merger Conditions and applicable state law.

2. Methods and Procedures
None were developed in 1999. Existing Methods and Procedures should be adequate to ensure compliance with this Condition.

3. Training
As there were no commitments in 1999, no specific training for the Condition was undertaken in 1999.

4. Internal Controls
No additional internal controls are required for compliance with this Condition.

5. Documentation
No documentation was created during 1999.

Section 4: Corrective Action
No corrective action was taken or necessary in 1999.

Appendix
FCC Merger Condition Officers

Condition	Officer
Promoting Equitable and Efficient Advanced Services Deployment	
1 Separate Affiliate for Advanced Services	
A SBC Advanced Solutions, Inc. (ASI) and Ameritech Advanced Data Services, Inc. (AADS)	M. Turner
B Network Planning and Engineering	R. Ireland
C Network Services	V. Taylor
D Strategic Marketing	D. Gallemore
2 Discounted Surrogate Line Sharing Charges	J. Stankey
3 Advanced Services OSS	E. Glotzbach
4 Access to Loop Information for Advanced Services	R. Bradley
5 Loop Conditioning Charges and Cost Studies	J. Shelley
6 Non-discriminatory Rollout of xDSL Services	M. Turner
Ensuring Open Local Markets	
7 Carrier-to-Carrier Performance Plan (Incl. Performance Measures)	M. Gilliam
8 Uniform and Enhanced OSS	E. Glotzbach
9 Restructuring OSS Charges	R. Bradley
10 OSS Assistance to Qualifying CLECs	R. Bradley
11 Collocation Compliance	R. Ireland
12 Most-Favored-Nation Provisions (Out-of-Region and In-Region)	J. Stankey
13 Multi-State Interconnection and Resale Agreements	J. Stankey
14 Carrier-to-Carrier Promotions: Unbundled Loop Discount	J. Stankey
15 Carrier-to-Carrier Promotions: Resale Discount	J. Stankey
16 Carrier-to-Carrier Promotions: UNE Platform	J. Stankey
17 Offering of UNEs	J. Stankey
18 Alternative Dispute Resolution through Mediation	J. Stankey
19 Shared Transport in Ameritech States	J. Stankey
20 Access to Cabling in Multi-Unit Properties	V. Taylor
Fostering Out-of-Territory Competitive Entry - (National-Local Strategy)	
21 Out-of Territory Competitive Entry (National-Local Strategy)	R. Blake
Improving Residential Phone Service	
22 InterLATA Services Pricing	D. Gallemore
23 Enhanced Lifeline Plans	J. Shelley
24 Additional Service Quality Reporting	V. Taylor
25 NRIC Participation	V. Taylor
Ensuring Compliance with and Enforcement of These Conditions	
26 Compliance Program	M. Tudela
27 Independent Auditor	M. Tudela
28 Enforcement	M. Tudela
29 Sunset	C. Foster
30 Effect of Conditions	M. Tudela

Glossary

Acronym	Description
AADS	Ameritech Advanced Data Services
ADR	Alternate Dispute Resolution
ADSI	Advanced Data Services, Inc.
AIIS	Ameritech Information Industry Service
AIT	Ameritech
ARMIS	Automated Reporting Management Information Systems
ASI	Advanced Solutions, Inc.
BRI	Basic Rate Interface
CCB	Common Carrier Bureau
CLEC	Competitive Local Exchange Carrier
COE	Central Office Engineering
CPUC	California Public Utility Commission
CSQ	Customer Service Quality
CWO	Custom Work Order
DPUC	Department of Public Utility Control
DSL	Digital Subscriber Loop
DSS	Decision Support System
EBI	Electronic Bonding Interface
EY	Ernst & Young LLP
FCC	Federal Communications Commission
FMO	Final Method of Operation
FOC	Firm Order Confirmation
GCA	Generic Change Authority
I&R	Installation & Repair
ILEC	Incumbent Local Exchange Carrier
ISDN	Integrated Service Digital Network
IT	Information Technologies
LATA	Local Access and Transport Area
LEC	Local Exchange Carrier
LOC	Local Operations Center
LSC	Local Service Center
LSR	Local Service Request
M&P	Methods & Procedures
MCD	Merger Close Date
MFN	Most Favored Nation
MOKA	Missouri, Oklahoma, Kansas & Arkansas
MTE	Multi Tenant Environment
N/A	Not Applicable
NARUC	National Association of Regulatory Utility Commissioners
NB	Nevada Bell
NEWT	Network Engineering Web Tool
NOP	Network Operations Plan

Acronym	Description
NP&E	Network Planning & Engineering
NRIC	Network Reliability and Interoperability Council
OI&M	Operations, Installation & Maintenance
OSP	Outside Plant
OSPE	Outside Plant Engineer
OSS	Operational Support Systems
PA	Project Accounting
PB	Pacific Bell
PICS	Plug In Inventory Control System
PMO	Present Method of Operation or Performance Measures Organization
POR	Plan of Record
POTS	Plain Old Telephone Service
PUC	Public Utilities Commission
RSR	Regulatory Reporting System
SBC	SBC Communications Inc.
SME	Subject Matter Expert
SNET	Southern New England Telephone
SOC	Service Order Completion
SOP	Standard Operating Procedure
SORD	Southwestern Bell Order Retrieval and Distribution
SPOI	Single Point of Interconnection
SWBT	Southwestern Bell Telephone Co.
T2G	Tier Two Group
TC	Telecommunications Carrier
TCNet	Name of Ameritech CLEC Website
ULS-IST	Unbundled Local Switching – Interim Shared Transport
UNE	Unbundled Network Element
USA	Universal Service Assistance
xDSL	(Various) Digital Subscriber Loop

Attestation Letter

Mary E. Tudela

I serve as Senior Vice President – SBC Compliance. In this capacity, I am responsible for the administration and supervision of all activities to ensure that SBC Communications, Inc. ("Company") complies with all of the commitments undertaken by the Company pursuant to Appendix C of the Federal Communications Commission ("FCC") Order approving the SBC/Ameritech Merger, CC Docket No. 98-141, released October 8, 1999 ("Merger Conditions"). I report directly to Charles E. Foster, Group President – SBC, who serves as the Corporate Compliance Officer.

The Company has designated a Responsible Corporate Officer ("RCO") for each of the 30 Merger Conditions. For each of the Conditions, the RCO has executed an attestation letter asserting that the Company is in compliance with all of the applicable terms and obligations of that Condition for the period between October 8, 1999 (the Merger Closing Date) and December 31, 1999 ("Reporting Period"). I have reviewed these attestation letters, and I maintain the original letters in my files.

In my capacity as Senior Vice President – SBC Compliance, I have undertaken an analysis and review of the Company's efforts to comply with the Merger Conditions. My evaluation tested compliance during the Reporting Period. Based upon my analysis and review, I assert that the Company is in compliance with all of the applicable terms and obligations of the Merger Conditions for the Reporting Period.

The Company is also responsible for establishing and maintaining effective internal controls designed to provide reasonable assurance to the Company's management and board of directors that the Company is in compliance with the Merger Conditions. I have undertaken a review and analysis of the adequacy of the internal controls to provide reasonable assurance that the Company is in compliance with the Merger Conditions. Based upon my assessment, I assert that the Company, as of December 31, 1999 and for the Reporting Period, maintains internal controls that are effective in providing reasonable assurance that the Company has complied with all of the applicable terms and obligations of the Merger Conditions.

SBC Communications, Inc.

Date: 3/15/00

By: Mary E. Tudell

Title: Senior V.P. Compliance