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February 19, 2004

Ms. Marlene Dortch
Secretary
Federal Communications Commission
445 12th Street, SW, TW-A325
Washington, DC 20554

***Re: CC Dkts 01-338, 96-98, and 98-147; Review of Sec 251 Unbundling
Obligations of Incumbent Local Exchange Carriers; Pick & Choose NPRM***

Dear Ms. Dortch,

On February 18, the undersigned, Parkey Jordan, Michael Willis, and Stephanie Pettway, all of BellSouth, met with Tom Navin, Gina Spade, and Jon Minkoff of the Wireline Competition Bureau. The purpose of the meeting was to discuss issues raised by the Commission's "Pick and Choose" NPRM. In particular, BellSouth provided examples of how 252(i) causes a number of problems with contract negotiations. All material used during the meeting is attached.

This notice is being filed pursuant to Sec. 1.1206(b)(2) of the Commission's rules. If you have any questions regarding this filing please do not hesitate to contact me.

Sincerely,



Mary L. Henze

cc: T. Navin
G. Spade
J. Minkoff