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August 31, 2004

REDACTED -- FOR PUBLIC INSPECTION

VIA ELECTRONIC FILING

Ms. Marlene H. Dortch
Secretary
Federal Communications Commission
445 Twelfth St., SW
Washington, DC 20554

Re: Applications for the Transfer of Control of Licenses and Authorizations from AT&T Wireless Services, Inc. to Cingular Wireless Corporation (WT Docket No. 04-70)

Dear Ms. Dortch:

On August 30, 2004, Michael Pryor and Christopher Bjornson of Mintz, Levin and the undersigned met with Julie Veach, Michelle Carey, Pamela Megna, Jon Minkoff, Rodger Woock, and Bill Dever of the Wireline Competition Bureau; Martin Perry of the Office of Strategic Planning and Policy Analysis; and Jim Bird of the Office of General Counsel to discuss the above-referenced proceeding.

The purpose of the meeting was to respond to Commission inquiries concerning intermodal competition. AT&T Wireless' (AWS') representatives explained that the competitive nature of the wireless marketplace will continue to drive intermodal competition and the development of wireline replacement strategies after the merger. We also provided and discussed the attached handouts, which should be treated as confidential under the terms of the *Protective Order* in this proceeding.¹ As the Commission understood when it issued the *Protective Order*, the information contained in the accompanying documents is both commercially and financially sensitive and concerns proprietary information that neither AWS nor its subsidiaries would in the normal course of business reveal to the public or their competitors. Under the terms of the *Protective Order*, AWS is a Submitting Party and the

¹ See *Order Adopting Protective Order*, DA 04-729, App. A ¶ 2 (rel. Mar. 17, 2004) (“*Protective Order*”); see also 47 C.F.R. § 0.457(d)(1).

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confidential information it is submitting herewith is therefore entitled to the confidential treatment and prohibition on copying prescribed in the *Protective Order*. AWS expects prompt notification of any "Acknowledgment of Confidentiality" seeking access to the documents, consistent with the *Protective Order*. AWS further requests that at the conclusion of this proceeding all confidential materials submitted be returned.

AWS herewith submits this letter as the redacted version of this filing for the public record in accordance with the terms of the *Protective Order*. AWS is also submitting a confidential version of this filing today in accordance with the terms of the *Protective Order*.

If you have any additional questions, please do not hesitate to contact the undersigned.

Respectfully submitted,

/s/

Douglas I. Brandon

cc: Erin McGrath
David G. Richards
Julie Veach
Michelle Carey
Pamela Megna
Jon Minkoff
Rodger Woock
Bill Dever
Martin Perry
Jim Bird

Attachments [REDACTED]