

April 1, 2005

Ms. Marlene H. Dortch
Secretary
Federal Communications Commission
Room TW-325
445 12th Street, S.W.
Washington D.C. 20554

Re: In the Matter of SBC Communications Inc. and AT&T Corp. Applications for Approval
of Transfer Of Control, WC Dkt. 05-65
Submission of Acknowledgements Concerning Compliance with Protective Order

Dear Ms. Dortch:

Undersigned counsel to Cbeyond Communications, LLC ("Cbeyond"), Conversent Communications, LLC ("Conversent"), and Time Warner Telecom, Inc. ("TWTC") hereby submits properly executed Acknowledgments of Confidentiality required for outside counsel to inspect confidential materials to be filed by SBC Communications, Inc. and AT&T Corp. in the above-referenced proceeding.¹ Acknowledgments of Confidentiality have been executed by Philip Verveer, Thomas Jones, Michael G. Jones, Jonathan Lechter, and Grace Koh, outside counsel to Cbeyond, Conversent, and TWTC.

The above referenced parties have been served, via hand delivery and facsimile with this letter and signed Acknowledgments of Confidentiality. If confidential information from additional parties is sought, such other parties will be served with Acknowledgments of Confidentiality as well.

Please do not hesitate to call us at 202-303-1000 if any questions should arise in connection with this submission.

¹ See *SBC Communications Inc. and AT&T Corp. Applications for Approval of Transfer Of Control*, Protective Order, WC Docket No. 05-65, DA 05-635 (Mar. 10, 2005) ("Protective Order").

CERTIFICATE OF SERVICE

I, Jonathan Lechter, do hereby certify that on this 1st day of April, 2005, I caused to be served a true and correct copy of the foregoing Acknowledgements by delivering copies thereof via hand delivery and facsimile to the following:

<u>SBC</u> Peter J. Schildkraut Arnold & Porter LLP 555 12 th Street, N.W. Washington, D.C. 20004 Fax: 202-942-5999	Marcus Maher* Competition Policy Division Wireline Competition Bureau Federal Communications Commission 445 12 th Street, S.W. Washington, D.C. 20554 Email: Marcus.Maher@fcc.gov
<u>AT&T</u> David Lawson Sidley Brown Austin & Wood LLP 1501 K Street, N.W. Washington, D.C. 20005 Fax: 202-736-8711	

/s/Jonathan Lechter

* served via email only

APPENDIX B

Acknowledgment of Confidentiality

WC Docket No. 05-65

I hereby acknowledge that I have received and read a copy of the foregoing Protective Order in the above-captioned proceeding, and I understand it. I agree that I am bound by the Protective Order and that I shall not disclose or use Stamped Confidential Documents or Confidential Information except as allowed by the Protective Order. I acknowledge that a violation of the Protective Order is a violation of an order of the Federal Communications Commission.

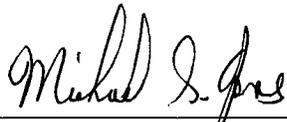
Without limiting the foregoing, to the extent that I have any employment, affiliation or role with any person or entity other than a conventional private law firm (such as, but not limited to, a lobbying or public interest organization), I acknowledge specifically that my access to any information obtained as a result of the Protective Order is due solely to my capacity as Counsel or consultant to a party or other person described in paragraph 4 of the foregoing Protective Order and that I will not use such information in any other capacity nor will I disclose such information except as specifically provided in the Protective Order.

I hereby certify that I am not involved in "competitive decision-making" as that term is used in the definition of In-House Counsel in paragraph 1 of the Protective Order.

I acknowledge that it is my obligation to ensure that: (1) Stamped Confidential Documents and Confidential Information are used only as provided in the Protective Order; and (2) Stamped Confidential Documents are not duplicated except as specifically permitted by the terms of paragraph 9 of the Protective Order, and I certify that I have verified that there are in place procedures, at my firm or office, to prevent unauthorized disclosure of Stamped Confidential Documents or Confidential Information.

Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the Order or Protective Order.

Executed at Washington D.C. this 11th day of March, 2005.



Michael G. Jones
Special Counsel
Willkie Farr & Gallagher LLP
1875 K Street, N.W.
Washington D.C. 20006
202-303-1000

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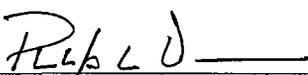
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Executed at WASHINGTON, D.C. this 12th day of MARCH, 2005.



Philip L. Verveer
Partner
Willkie Farr & Gallagher, LLP
1875 K Street, N.W.
Washington, D.C. 20006
(202) 303 1000

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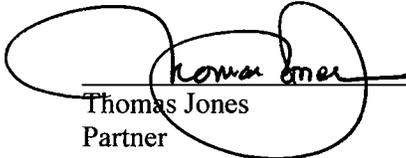
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Executed at Washington DC this 31 day of March, 2005.



Thomas Jones
Partner
Willkie Farr & Gallagher LLP
1875 K Street NW
Washington, DC 20006
(202) 303-1111

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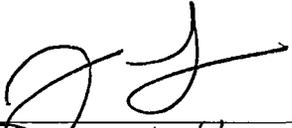
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Executed at Washington D.C. this 11 day of March, 2006.


 [Name] Jonathan Leichter
 [Position] Associate
 [Address] 1875 K St. N.W. Washington D.C. 20006
 [Telephone] 202-303-1191

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Executed at Washington DC this 31 day of March, 2005



Grace Koh
Law Clerk
Willkie Farr & Gallagher LLP
1875 K Street NW
Washington DC 20006
(202) 303-1241