



Federal Communications Commission
Washington, D.C. 20554

April 18, 2005

Via Facsimile and First Class Mail

Mr. Patrick J. Grant
Arnold & Porter LLP
555 12th Street, N.W.
Washington, DC 20004

Mr. David L. Lawson
Sidley Austin Brown & Wood LLP
1501 K Street, N.W.
Washington, DC 20005

Re: SBC Communications Inc. and AT&T Corp. Applications for Approval of Transfer of Control (WC Docket No. 05-65)

Dear Messrs. Grant and Lawson:

On February 22, 2005, the Commission received applications seeking consent for the transfer of control to SBC of licenses and authorizations held directly and indirectly by AT&T.¹ In order for the Commission to complete its review of the applications and make the necessary public interest findings under sections 214 and 310(d) of the Communications Act of 1934, as amended (the Act) and section 2 of the Cable Landing License Act, we require additional information and clarification of certain matters discussed in the applications.

Accordingly, pursuant to sections 214 and 308(b) of the Act, and section 2 of the Cable Landing License Act, we request that you provide written responses and supporting documentation for each request set forth in the attached Initial Information and Document Request and, where appropriate, amend the lead application to reflect such responses. In order to expedite consideration of your application, please respond to the following requests pertaining to this proposed merger by May 9, 2005.

Your responses should be filed with Marlene H. Dortch, Secretary, Federal Communications Commission, under reference number WC Docket No. 05-65. The Wireline Competition Bureau also should receive, at a minimum, two copies of all filings.²

¹ The applications were submitted pursuant to sections 214 and 310(d) of the Communications Act, and section 2 of the Cable Landing License Act. 47 U.S.C. §§ 35, 214, 310(d); *see also Commission Seeks Comment on Application for Consent to Transfer of Control Filed by SBC Communications Inc. and AT&T Corp.*, WC Docket No. 05-65, Public Notice, DA 05-656 (rel. Mar. 11, 2005).

² If you submit information pursuant to the Protective Order issued in this proceeding, you should follow the filing procedures specified therein. *SBC Communications Inc. and AT&T Corp. Applications for Approval of Transfer of Control*, WC Docket No. 05-65, Order Adopting Protective Order, DA 05-635 (rel. Mar. 10, 2005).

If you have any questions regarding this matter, please contact Marcus Maher or Bill Dever, Wireline Competition Bureau, at (202) 418-2339 or (202) 418-1578, respectively.

Sincerely,

Michelle M. Carey
Deputy Chief, Wireline Competition Bureau

Attachment