

**BEFORE THE
FEDERAL COMMUNICATIONS COMMISSION
WASHINGTON, D. C.**

In the Matter of)	
)	
)	
Application of AT&T Corp. and SBC)	
Communications, Inc. Pursuant to)	
Section 214 of the Communications)	
Act of 1934 and Section 63.04 of the)	WC Docket No. 05-65
Commission's Rules for Consent to)	
Transfer Control of AT&T Corp. to)	
SBC Communications, Inc.)	

**COMMENTS OF THE PUBLIC SERVICE
COMMISSION OF THE STATE OF MISSOURI**

The Public Service Commission of the State of Missouri (“MoPSC”) offers the following comments in response to the Federal Communication Commission (“Commission”) request for comment on the application for consent to transfer control filed by AT&T Corp. and SBC Communications Inc. on February 22, 2005.

The Missouri regulated entities, Southwestern Bell Telephone, L.P. d/b/a SBC Missouri (SBC Missouri) and AT&T Communications of the Southwest, Inc. (AT&T Missouri), advised the MoPSC by letter dated February 25, 2005, that SBC Missouri and AT&T Missouri would not be seeking approval of the transfer of control from the MoPSC. SBC Missouri is a local exchange carrier. SBC Missouri also provides intraLata toll. AT&T Missouri, and its affiliates TCG of St. Louis, Inc. and TCG of Kansas City, Inc., compete in SBC Missouri exchanges as competitive local exchange carriers. AT&T Missouri also operates in SBC Missouri exchanges as an interexchange carrier.

The proposed transfer of control raises several issues for consideration related to the telecommunications market in Missouri, including the impact on competition in Missouri, the impact on toll provisioning to rural exchanges in Missouri, the impact on investment in Missouri and the effect on Missouri consumers. After the transfer of control, SBC Missouri will own three competitive local exchange carriers with operations in its Missouri territory. The effect of such a situation is an additional area that may require further review.

The MoPSC Telecommunications Department Staff is reviewing these issues. A review of the impact of the transfer of control is especially timely as the Missouri 2004 annual reports were to be filed with the MoPSC by April 15, 2005. Should information become apparent that would assist the Commission in its review of the transfer of control, the MoPSC will submit that information in the Response period.

Respectfully submitted,

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