

**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554**

In the Matter of

SBC Communications Inc. and)	
AT&T Corp.)	
)	WC Docket No. 05-65
Applications for Consent to)	
Transfer of Control)	

To: The Commission

COMMENTS OF WITEL COMMUNICATIONS, LLC

WilTel Communications LLC (“WilTel”) submits its preliminary comments on the application of SBC Communications Inc. (“SBC”) and AT&T Corp. (“AT&T”) for approval of their merger (“Applications”). 1/

This historic proposed transaction raises many important and far-reaching issues and concerns, especially when considered in conjunction with the parallel request of Verizon for consent to acquire MCI. The Commission has a substantial task ahead of it to review these two mergers, and to evaluate their likely impact on competition and consumers in various markets for telecommunications service in this country.

1/ See Public Notice, Commission Seeks Comment on Application for Consent to Transfer of Control Filed By SBC Communications Inc. and AT&T Corp., DA 05-656 (rel. March 11, 2005)

WilTel has a direct interest in this proceeding. We are a vendor to SBC, a customer, and a competitor. As a vendor, we have a valued relationship going back to 1999 under which we work closely with SBC on a preferred provider basis to meet its expanding interexchange network requirements. As a customer, we purchase access services and other wholesale inputs from SBC. And we compete with SBC in certain limited market segments, and with AT&T for a broad range of wholesale and retail services.

WilTel has noted the Wireline Competition Bureau's April 18 letter to SBC and AT&T setting forth an "Initial Information and Document Request" regarding matters discussed in the Applications. This request is a very useful step toward providing a record that would allow WilTel and others to better evaluate the potential consequences of the merger and make meaningful comments regarding this matter. To date our ability to participate here has been limited by the fact that SBC and AT&T alone possess the most relevant data regarding their respective facilities, services, and business plans, particularly within the 13 state SBC local exchange territory, and have made little of that data available for review by interested parties.

WilTel looks forward to reviewing the supplemental application data after the parties provide that information on May 9. We hope that this vital material will provide a record that will allow us to assist the Commission in evaluating the public interest issues that the proposed merger presents.

In that regard, we note that reply comments in the docket currently are due May 10, and many interested parties, including WilTel itself, have pre-filing meetings with staff of the Wireline Competition Bureau scheduled for May 9. Particularly given the expected usefulness of the data that SBC and AT&T will be filing, we suggest that the Commission extend the reply comment date for third parties for a period sufficient to allow those third parties and their experts an opportunity to evaluate, test and respond to that new information. Pre-filing meetings with staff should also be delayed accordingly.

In sum, this is perhaps the most important telecommunications proceeding that the Commission has faced since Divestiture, and certainly since passage of the 1996 Telecommunications Act. Much will turn on the decisions that the Commission makes with regard to this merger and the Verizon-MCI merger. The Commission should ensure that it has a detailed record before it on all relevant matters, and that interested parties have a fair opportunity to comment on that record. The Commission's latest information request is a useful step in that

direction. WilTel looks forward to participating in this docket once the applicants provide their complete response.

Respectfully submitted,

WILTEL COMMUNICATIONS LLC

A handwritten signature in black ink, appearing to read "HE Scruggs". The signature is stylized and written in a cursive-like font.

H. E. Scruggs
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April 25, 2005