

May 6, 2005

FILED ELECTRONICALLY

Ms. Marlene H. Dortch
Secretary
Office of the Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, D.C. 20554

Re: Ex Parte Notice In the Matter of SBC Communications Inc. and
AT&T Corp. Transfer of Control Applications – WC Docket No. 05-65

Dear Ms. Dortch:

Earlier today, representatives of the Applicants had two meetings by telephone with members of the Staff. On the first call, Larry Lafaro of AT&T Corp.; David Lawson of Sidley Austin Brown & Wood LLP; Lori Fink and Diana Harter of SBC Communications Inc.; and Pat Grant and I of Arnold & Porter LLP met with James Bird, Senior Counsel, Office of General Counsel; Joel Rabinovitz, Attorney Advisor, Office of General Counsel; and Marcus Maher, Attorney Advisor, Competition Policy Division, Wireline Competition Bureau. On the second call, Pat Grant, Ted Frank, and I of Arnold & Porter LLP met with the same three members of the Staff.

The purpose of these meetings was to discuss the Applicants' request that certain items being produced in response to the Commission's Initial Information and Document Request receive protection under a second protective order.

Pursuant to Section 1.1206 of the Commission's Rules, 47 C.F.R. § 1.1206, this letter is being filed electronically with the Office of the Secretary. Please do not hesitate to contact me if you have any questions.

Sincerely,



Peter J. Schildkraut
Counsel for SBC Communications Inc.

cc (via email): James Bird Larry Lafaro Diana Harter
 Marcus Maher David Lawson Pat Grant
 Joel Rabinovitz Lori Fink Ted Frank