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May 10, 2005

**VIA ECFS**

Marlene H. Dortch, Secretary  
Federal Communications Commission  
445 12th Street, SW  
Washington, DC 20554

Re: Notice of Ex Parte Presentation – DA 05-656, WC Docket No. 05-65/  
DA 05-762, WC Docket No. 05-76

Dear Ms. Dortch:

On May 9, 2005, on behalf of Eschelon Telecom, NuVox Communications, TDS Metrocom, XO Communications, and Xspedius Communications, the following persons met with the FCC staff to discuss the anticompetitive impacts of the proposed AT&T/SBC merger: Brad Mutschelknaus, Edward A. Yorkgitis, Jr., and Tom Cohen of Kelley Drye & Warren LLP; Gary Reback of Carr & Ferrell, LLP, Dr. Simon Wilkie, economist and Associate Instructor at California Institute of Technology, and Heather Gold and Chris McKee, of XO Communications. FCC staff present were: C. Anthony Bush, Ann Bushmiller, Neil Dellar, Joel Rabinowitz, Michelle Ellison, and Karen Onyeije of the Office of General Counsel; Kent Nilsson of the Office of General Counsel and Office of Engineering & Technology; Rodger Woock, Marcus Maher, Pam Megna, Paul Zimmerman, Gail Cohen and Ben Childers of the Wireline Competition Bureau; Bill Dever, Jon Minkoff and Takeo Zijima of the Wireline Competition Bureau, Competition Policy Division; Craig Stroup of the Wireline Competition Bureau, Industry Analysis & Technology Division; and Chuck Needy of the Office of Strategic Planning.

At the meeting, after an introduction by Mr. Mutschelknaus about the importance of the wholesale market to recent Commission policy and rules on competitive issues, Dr. Wilkie discussed a preliminary economic analysis of the contemplated merger's anticompetitive effects primarily in that market, based upon CLEC-provided and publicly available data. A printout of the presentation used at the meeting is attached hereto.

Marlene H. Dortch, Secretary  
May 10, 2005  
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An original and one copy of this notice of oral ex parte presentation is being filed with the Secretary's office pursuant to 47 C.F.R. 1.1206..

Please do not hesitate to contact the undersigned if there are any questions regarding the foregoing.

Respectfully submitted,



Brad E. Mutschelknaus  
Edward A. Yorkgitis, Jr.

Counsel for

Eschelon Telecom  
NuVox Communications  
TDS Metrocom  
XO Communications  
Xspedius Communications

BM:cpa

Enclosure

cc: (via electronic mail)

C. Anthony Bush  
Ann Bushmiller  
Neil Dellar  
Joel Rabinowitz  
Michelle Ellison  
Karen Onyeije  
Kent Nilsson  
Rodger Woock  
Marcus Maher

Pam Megna  
Paul Zimmerman  
Gail Cohen  
Ben Childers  
Bill Dever  
Jon Minkoff  
Takeo Zijima  
Craig Stroup  
Chuck Needy