

HOGAN & HARTSON

L.L.P.

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May 12, 2005

BY ECFS

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

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

Dear Secretary Dortch:

Pursuant to the Commission's Second Protective Order issued in the above-referenced proceeding, *SBC Communications Inc. and AT&T Corp., Applications for Approval of Transfer of Control*, WC Docket No. 05-65, *Second Protective Order*, DA 05-1322, rel. May 9, 2005 ("Second Protective Order"), enclosed herewith are Acknowledgements of Confidentiality (Second Protective Order, Appendix B) executed by the following of Hogan & Hartson L.L.P.:

- Peter A. Rohrbach
- Janet L. McDavid
- David J. Saylor
- David Sieradzki
- Yaron Dori
- Corey Roush
- David Blake-Thomas
- Eric Stock
- Jamillia Ferris
- Sarah K. Almy

HOGAN & HARTSON L.L.P.
Letter to Ms. Dortch
May 12, 2005
Page 2

and of Bates White LLC:

- Douglas C. Dobson
- Eric Gaier
- Scott Sachs
- William R. Edwards
- Scott Lobel

Also enclosed are Acknowledgments of Confidentiality executed in connection with the First Protective Order issued in this proceeding, *SBC Communications Inc. and AT&T Corp., Applications for Approval of Transfer of Control*, WC Docket No. 05-65, *Order Adopting Protective Order*, DA 05-625, rel. March 10, 2005 ("First Protective Order"), by the following, all of Hogan & Hartson L.L.P.:

- David L. Sieradzki
- Eric J. Stock
- Jamillia Ferris
- Sarah K. Almy

Pursuant to paragraph seven of both the First Protective Order and the Second Protective Order, copies of this letter and the enclosed Acknowledgements of Confidentiality are being served on counsel for SBC Communications Inc. and AT&T Corp.

Please direct any communications regarding this submission to the undersigned.

Respectfully submitted,



Yaron Dori

Enclosures

APPENDIX B

Acknowledgment of Confidentiality

WC Docket No. 05-65

I hereby acknowledge that I have received and read a copy of the foregoing Second Protective Order in the above-captioned proceeding, and I understand it. I agree that I am bound by the Second Protective Order and that I shall not disclose or use Stamped Highly Confidential Documents or Highly Confidential Information except as allowed by the Protective Order. I acknowledge that a violation of the Second Protective Order is a violation of an order of the Federal Communications Commission.

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Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the Order or Protective Order.

Executed at Washington, D.C. this 11 day of May, 2005



[Name] Peter A. Rohrbach
[Position] Partner, Hogan & Hartson, LLP
[Address] 555 13th St., NW, Washington, DC 20004
[Telephone] (202) 637-8631

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Executed at RIO DE SANERO this 11th day of MAY, 2005

Janet L. McDavid
 [Name] JANET L. McDAVID
 [Position] PARTNER - HOGAN & HARRISON LLP
 [Address] 555-13th ST NW
 WASH DC 20004
 [Telephone] 202-637-8780

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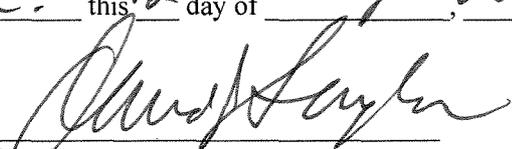
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Executed at Washington, DC this 12 day of May, 2005.


[Name] David J. Saylor
[Position] Hogan & Hartson
[Address] 555 13th Street, NW
[Telephone] Washington, DC 20004
(202) 637-8679

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Executed at Washington this 11th day of May, 2005.

David Sieradzki
 [Name] David Sieradzki
 [Position] Partner, Hogan + Hartson LLP
 [Address] 555 - 13th St NW
 Washington DC 20004
 [Telephone] 202-637-6462

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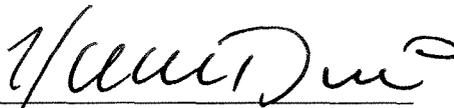
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Executed at Washington, D.C. this 11 day of May, 2005



[Name] Yaron Dori
[Position] Partner, Hogan & Hartson, LLP
[Address] 555 13th Street, NW, Washington, DC 20004
[Telephone] (202) 637-5458

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Executed at Washington, DC this 10th day of May, 2005.


 [Name] Corey Ross
 [Position] Partner, Hogan & Hartson
 [Address] 555 13th St, NW
 [Telephone] Washington, DC 20004

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WC Docket No. 05-65

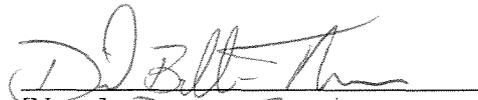
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Executed at Washington, D.C. this 11 day of May, 2005.



[Name] DAVID BLAKE-THOMAS

[Position] ASSOCIATE

[Address] HOLAN HARTSON, 555 13TH ST., N.W., WASH. D.C., 20004

[Telephone] (202) 637-5852

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Executed at 3:30 PM this 11th day of MAY, 2005.



[Name] ERIC STOCK
[Position] ASSOCIATE
[Address] 875 THIRD AVENUE
[Telephone] 212 98-8277

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Executed at 555 13th St, NW this 11 day of May, 2005
Washington, DC 20004



[Name] Jamillia Ferris

[Position] Associate

[Address] Hogan & Hartson, 555 13th St, NW Washington, DC
20004

[Telephone] 202-637-6423

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Executed at 555 13th St. NW this 11th day of May, 2005.
Washington, DC 20004

Sarah K. Almy
[Name] Sarah K. Almy
[Position] Associate
[Address] Hogan & Hartson LLP 555 13th St. NW Washington, DC 20004
[Telephone] (202) 637-5777

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Executed at Washington, D.C. this 11th day of May, 2005


 [Name] Douglas C. Dobson
 [Position] Partner
 [Address] Bates White LLC
3001 K Street NW
Washington, DC 20006
 [Telephone] (202) 747-2104

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Executed at Washington DC this 12 day of May, 2005.



[Name] Eric Gaiher
[Position] Partner
[Address] 2001 K St. NW. Suite 700
[Telephone] 202.216.1142

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Executed at Washington, DC this 11 day of May, 2005



[Name] Seth Sacher

[Position] Principal

[Address] Bates White LLC

[Telephone]

2001 K St., NW Suite 700

Washington, DC 20006

(202) 747-1413

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Executed at Washington, D.C. this 11 day of May, 2005

William R. Edwards
[Name] William R. Edwards
[Position] Consultant
[Address] Bates White, LLC
[Telephone] 2001 K St., NW
Suite 700
Washington, DC 20006
(202) 408-6110

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Executed at Washington, DC this 11 day of May, 2005


 [Name] Scott Label
 [Position] Manager
 [Address] 2001 K Street NW Suite 700
 [Telephone] Washington, DC 20006
202.216.1791

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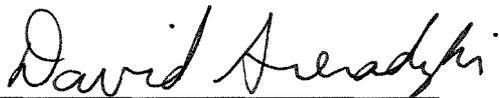
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I hereby certify that I am not involved in "competitive decision-making" as that term is used in the definition of In-House Counsel in paragraph 1 of the Protective Order.

I acknowledge that it is my obligation to ensure that: (1) Stamped Confidential Documents and Confidential Information are used only as provided in the Protective Order; and (2) Stamped Confidential Documents are not duplicated except as specifically permitted by the terms of paragraph 9 of the Protective Order, and I certify that I have verified that there are in place procedures, at my firm or office, to prevent unauthorized disclosure of Stamped Confidential Documents or Confidential Information.

Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the Order or Protective Order.

Executed at Washington, D.C. this 11th day of May, 2005.



[Name] David L. Sieradzki
[Position] Attorney
[Address] Hogan & Hartson, LLP, 555-13th St. NW, WDC 20004
[Telephone] (202) 637-6462

APPENDIX B

Acknowledgment of Confidentiality

WC Docket No. 05-65

I hereby acknowledge that I have received and read a copy of the foregoing Protective Order in the above-captioned proceeding, and I understand it. I agree that I am bound by the Protective Order and that I shall not disclose or use Stamped Confidential Documents or Confidential Information except as allowed by the Protective Order. I acknowledge that a violation of the Protective Order is a violation of an order of the Federal Communications Commission.

Without limiting the foregoing, to the extent that I have any employment, affiliation or role with any person or entity other than a conventional private law firm (such as, but not limited to, a lobbying or public interest organization), I acknowledge specifically that my access to any information obtained as a result of the Protective Order is due solely to my capacity as Counsel or consultant to a party or other person described in paragraph 4 of the foregoing Protective Order and that I will not use such information in any other capacity nor will I disclose such information except as specifically provided in the Protective Order.

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Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the Order or Protective Order.

Executed at 3:30 pm this ^{11th} ~~9th~~ day of May, 2005.

Eric J. Stock
[Name] Eric Stock
[Position] Associate
[Address] 875 THIRD AVENUE
[Telephone] 212 918-8277

APPENDIX B

Acknowledgment of Confidentiality

WC Docket No. 05-65

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Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the Order or Protective Order.

Executed at 555 Bth, NW this 11 day of May, 2005
Washington, DC 20004



[Name] Jamillia Ferris

[Position] Associate

[Address] Hogan & Hartson, 555 Bth St, NW

[Telephone] 202-637-6423

APPENDIX B

Acknowledgment of Confidentiality

WC Docket No. 05-65

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Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the Order or Protective Order.

Executed at 555 13th St. NW this 11th day of May, 2005.
Washington, DC 20004

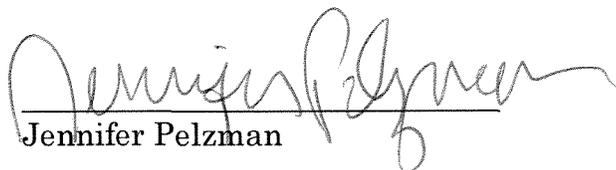
Sarah F. Almy
[Name] Sarah F. Almy
[Position] Associate
[Address] Hogan & Hartson LLP 555 13th St. NW Washington, DC 20004
[Telephone] (202) 637-5777

CERTIFICATE OF SERVICE

The undersigned, Jennifer Pelzman, an employee of Hogan & Hartson LLP, certifies that on the date set forth below she caused to be served by courier to the below-listed persons a copy of the foregoing letter and attachments filed at the Federal Communications Commission in WC Docket No. 05-65:

Peter J. Schildkraut, Esq.
Arnold & Porter LLP
555 12th Street, N.W.
Washington, DC 20004

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


Jennifer Pelzman

Dated: May 12, 2005