



Wayne Watts
Senior Vice President
and Assistant General Counsel

SBC Operations, Inc.
175 E. Houston St., 4H60
San Antonio, TX 78205

210.351.3476 Phone
210.351.3257 Fax
210.912.1387 Cell
dw4808@sbc.com

May 12, 2005

Marlene H. Dortch, Secretary
Federal Communications Commission
Office of the Secretary
c/o Natek, Inc.
236 Massachusetts Avenue, N.E., Suite 110
Washington, D.C. 20002

Re: REDACTED – FOR PUBLIC INSPECTION IN WC DOCKET NO. 05-65 BEFORE THE FEDERAL COMMUNICATIONS COMMISSION

Dear Ms. Dortch:

In accordance with the Order Adopting Second Protective Order¹ in this proceeding, enclosed please find the redacted amended narrative response of SBC Communications Inc. (“SBC”) to Specification 3.a of the Staff’s Initial Information and Document Request of April 18, 2005,²

Per the direction of the Staff, SBC is filing today with the Secretary, under separate transmittal, one unredacted amended narrative response of SBC to Specification 3.a., along with Exhibits 3(a)(1)(i) and 3(a)(1)(ii) which were not a part of the submission of May 9, 2005. The narrative description provided in response to Specification 3.a has been amended from the filing of May 9, 2005 to reflect the data provided in Exhibits 3(a)(1)(i) and 3(a)(1)(ii). Exhibits 3(a)(1)(i) and 3(a)(1)(ii) are submitted as HIGHLY CONFIDENTIAL INFORMATION -- SUBJECT TO SECOND PROTECTIVE ORDER IN WC DOCKET NO. 05-65 BEFORE THE FEDERAL COMMUNICATIONS COMMISSION – COPYING PROHIBITED. Also at the Staff’s direction, SBC will file with the Wireline Competition Bureau Staff one copy of its unredacted amended response along with Exhibits 3(a)(1)(i) and 3(a)(1)(ii) on paper and twenty CD-ROMs containing its unredacted amended narrative response along with Exhibits 3(a)(1) (i) and 3(a)(1)(ii).

¹ *In re Applications of SBC Communications Inc. & AT&T Corp.*, WC Dkt No. 05-65, Order Adopting Second Protective Order, DA 05-1322 (rel. May 9, 2005).

² See Letter of 4/18/05 from Michelle Carey, Deputy Chief, WCB, to Patrick J. Grant, Arnold & Porter LLP, and David L. Lawson, Sidley Austin Brown & Wood LLP (transmitting the Initial Information and Document Request).

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SBC's complete response to the Staff's Initial Information and Document Request of April 18, 2005, including the materials referenced herein, will be made available for inspection, pursuant to the terms of the Protective Order or the Second Protective Order, as applicable, at the offices of Crowell & Moring LLP. Counsel for parties to this proceeding should contact Jeane Thomas of that firm at 202-624-2877 to coordinate access.

If you have any questions, please do not hesitate to contact me.

Sincerely,

A handwritten signature in black ink, appearing to read "Wayne Watts", with a long horizontal flourish extending to the right.

Wayne Watts
Senior Vice President &
Associate General Counsel

Enclosure