

HOGAN & HARTSON
L.L.P.

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May 18, 2005

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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 First 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, *Order Adopting Protective Order*, DA 05-625, rel. March 10, 2005 ("First Protective Order") and the Second Protective Order issued in the same proceeding, WC Docket No. 05-65, *Second Protective Order*, DA 05-1322, rel. May 9, 2005 ("Second Protective Order"), enclosed herewith are Acknowledgements of Confidentiality (First Protective Order, Appendix B and Second Protective Order, Appendix B) both executed by the following of Economists Incorporated:

- John T. Preston, Senior Vice President
- Henry B. McFarland, Vice President
- Stuart Gurree, Senior Economist
- Berit C. Schneeweiss, Research Associate
- Rebecca Schmitz, Research Associate
- Michael Wilie, Research Associate
- Nimish Dixit, Research Associate
- Asha Gormandy, Research Associate
- Daniel Oska, Research Associate
- Anne Shekleton, Research Associate

Pursuant to paragraph seven of both the First Protective Order and the Second Protective Order, copies of this letter and the enclosed

HOGAN & HARTSON L.L.P.

Letter to Ms. Dortch
May 18, 2005
Page 2

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,

A handwritten signature in black ink that reads "David L. Sieradzki". The signature is written in a cursive style with a large, looped initial 'D'.

David L. Sieradzki
Partner

Enclosures

Federal Communications Commission

DA 05-1322

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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Executed at TEQUESTA, FL this 16 day of MAY, 2005.

John H. Preston
[Name] JOHN H. PRESTON
[Position] SENIOR VP - ECONOMISTS INCORPORATED
[Address] 1200 NEW HAMPSHIRE AV NW WASHINGTON DC 20036
[Telephone] 202-633-5237

Federal Communications Commission

DA 05-635

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Executed at TELLEUSTA, FL this 16 day of MAY 2005

[Signature] JOHN H. PRESTON
[Name] JOHN H. PRESTON
[Position] SENIOR VP - ECONOMISTS INCORPORATED
[Address] 1200 N.W. HANCOCK AVE NW WASHINGTON, DC 20036
[Telephone] 202-833-5237

Federal Communications Commission

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Executed at Washington D.C. this 16 day of May, 2005.

Henry B. McFarland
 [Name] Henry B. McFarland
 [Position] Vice-President
 [Address] Economists Inc.
 [Telephone] 1200 New Hampshire Ave.
 Washington, D.C. 20036
 202-833-5262

Federal Communications Commission

DA 05-635

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Henry B. McFarland
 [Name] Henry B. McFarland
 [Position] Vice - President
 [Address] Economists Inc.
 1200 New Hampshire Ave NW
 Washington, D.C. 20036
 202-633-5262

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Executed at EMERYVILLE this 16 day of MAY, 2005.


[Name] STUART GURRAE
[Position] SENIOR ECONOMIST, ECONOMISTS INCORPORATED
[Address] SUITE 280, 5980 HORTON ST., EMERYVILLE, CA 94608
[Telephone] (510) 420 5634

Federal Communications Commission

DA 05-1322

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Executed at EMERYVILLE this 16 day of MAY, 2005.

Stuart Gurrea

 [Name] STUART GURREA
 [Position] SENIOR ECONOMIST, ECONOMISTS INCORPORATED
 [Address] SUITE 250, 5980 HORTON ST., EMERYVILLE CA 94608
 [Telephone] (510) 420 5834

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Executed at 2:00 PM this 17 day of May, 05.

Brent F. Schneeweiss

[Name] Brent F. Schneeweiss

[Position] Research Associate

[Address] 1200 New Hampshire Ave.

[Telephone] 202-833-5611

Suite 400
NW, Washington D.C.
20009

Federal Communications Commission

DA 05-1322

APPENDIX B

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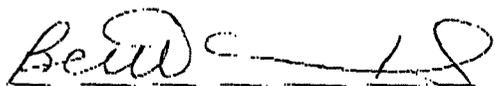
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Executed at 2:00 PM this 17 day of May, 05.


 [Name] Berit C. Schneeweiss
 [Position] Research Associate
 [Address] 1200 New Hampshire Ave NW, Suite 40
 [Telephone] 202-833-5611 Washington DC 2000

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Executed at Economists Inc this 17 day of May, 2005

Rebecca Schmitz
[Name] Rebecca Schmitz
[Position] research associate
[Address] 1200 New Hampshire Ave. Suite 400
[Telephone] Washington, DC 20036
202-833-5609

APPENDIX B

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Executed at Economists Inc this 17 day of May, 2005

Rebecca Schmitz
 [Name] Rebecca Schmitz
 [Position] research associate
 [Address] 1200 New Hampshire Ave. Suite
 [Telephone] washington, DC 20036 400
202-833-5609

Federal Communications Commission

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Executed at 2:00 pm this 17 day of May, 2005.

[Name] Michael Wilkie
[Position] Research Associate
[Address] 1200 New Hampshire Ave, Suite 400
Washington, DC 20036
[Telephone] (202) 833 5605

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Executed at 2:00 pm this 17 day of May, 2005.

[Name] Michael Wilkie.
[Position] Research Associate
[Address] 1200 New Hampshire Ave., Suite 400
Washington, DC 20036
[Telephone] (202) 833 5605

Federal Communications Commission

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Executed at 12:50 PM this 17 day of May, 2005.


 [Name] NIMESH DIXIT
 [Position] RESEARCH ASSOCIATE
 [Address] 1200 New Hampshire Ave, Suite 400 Washington, DC 20036
 [Telephone] 202-833-5604

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[Name] NIMESH DIXIT
[Position] Research Associate
[Address] 1200 New Hampshire Ave, Suite 400 Washington D.C. 20036
[Telephone] 202-833-5604

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Executed at Economists Inc 12:50 p.m. this 17 day of May 2005

[Signature] Research Associate, 1200 New Hampshire Ave, N
[Name] Asha Gormandy (202) 833-5652 DC 20051
[Position]
[Address]
[Telephone]

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I acknowledge that it is my obligation to ensure that: (1) Stamped Highly Confidential Documents and Highly Confidential Information are used only as provided in the Protective Order; and (2) Stamped Highly 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 Highly Confidential Documents or Highly 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 Economists Inc. 12:51 pm this 17 day of May, '05.

[Signature]
[Name] Asha
[Position] Co-mandy (202) 833-0632
[Address] R.N., 1200 New Hampshire Ave. D.C.
[Telephone] 20026

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.

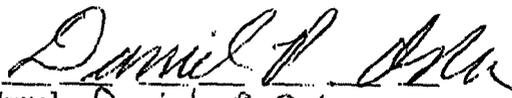
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I hereby certify that I am not involved in "competitive decision-making" as that term is used in the definition of In-House Counsel in paragraph 1 of the Protective Order.

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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 12:50 PM this 17 day of May, 2005


 [Name] Daniel P Oiska
 [Position] Research Associate
 [Address] 1200 New Hampshire Ave NW, Washington DC 20005
 [Telephone] (202) 933-5606

Federal Communications Commission

DA 05-1322

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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Executed at 12:50PM this 17 day of May, 2005

Daniel P. Osha
 [Name] Daniel P. Osha
 [Position] Research Associate
 [Address] 1200 New Hampshire Ave. NW, Washington, DC 20005
 [Telephone] (202) 833-5600

Federal Communications Commission

DA 05-635

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.

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Executed at 12:50 P.M. this 17 day of May, 2005.

Anne Shekleton

[Name] Anne Shekleton

[Position] Research Associate

[Address] 1200 NW Hampshire Ave., NW; Suite 400 Wash., D.C. 20036

[Telephone] 202-433-5613

Federal Communications Commission

DA 05-1322

APPENDIX B

Acknowledgment of Confidentiality

WC Docket No. 05-65

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Executed at 12:50 P.M. this 17 day of May, 2005.

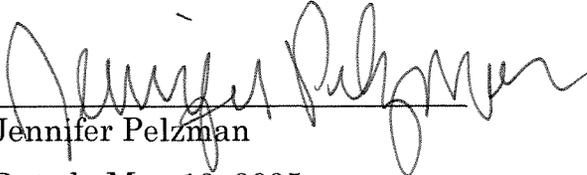
Anne Shelton
 [Name] Anne Shelton
 [Position] Research Associate
 [Address] 1200 New Hampshire Ave, NW Suite 400 Wash, DC 20036
 [Telephone] 202-433-5613

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 18, 2005