

Teresa D. Baer  
Direct Dial: (202) 637-2226  
teresa.baer@lw.com

555 Eleventh Street, N.W., Suite 1000  
Washington, D.C. 20004-1304  
Tel: (202) 637-2200 Fax: (202) 637-2201  
www.lw.com

## LATHAM & WATKINS LLP

### FIRM / AFFILIATE OFFICES

Boston	New York
Brussels	Northern Virginia
Chicago	Orange County
Frankfurt	Paris
Hamburg	San Diego
Hong Kong	San Francisco
London	Shanghai
Los Angeles	Silicon Valley
Milan	Singapore
Moscow	Tokyo
New Jersey	Washington, D.C.

May 19, 2005

Ms. Marlene H. Dortch  
Secretary  
Federal Communications Commission  
Room TW-325  
445 12th Street, S.W.  
Washington, D.C. 20554

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

***Submission of Acknowledgments Concerning Compliance with First and Second Protective Orders***

Dear Ms. 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 05-635, rel. March 10, 2005 ("First Protective Order"), and the Commission's Second Protective Order in the same 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 Acknowledgments of Confidentiality (First and Second Protective Orders, Attachment B) executed by Joseph Farrell, Professor of Economics at the University of California at Berkeley.

Pursuant to paragraph 7 of both the First and Second Protective Orders, copies of this letter and the enclosed Acknowledgments of Confidentiality are being served on counsel for SBC Communications, Inc. and AT&T Corp.

Please direct any communications regarding this submission to Jeffrey A. Marks at (202) 637-2120, or the undersigned.

Respectfully submitted,



Teresa D. Baer

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 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.

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 Oakland, CA this 19 day of May, 2006

Joseph Farrell  
 [Name] JOSEPH FARRELL  
 [Position] ECONOMIST  
 [Address] DEPT OF ECONOMICS, UC  
 [Telephone] BERKELEY CA 94720-3880  
 510 ~~442~~ 642 9854

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.

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 Second Protective Order is due solely to my capacity as Outside Counsel of Record or consultant to a party or other person described in paragraph 4 of the foregoing Second 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 Second Protective Order.

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 Oakland CA this 19 day of MAY 2005.

*Joseph Farrell*

[Name]	JOSEPH FARRELL
[Position]	PROFESSOR
[Address]	DEPT OF ECONOMICS
[Telephone]	U.C., BERKELEY CA
	94720
	510 642 9854

## CERTIFICATE OF SERVICE

I, Teresa D. Baer of Latham & Watkins LLP, hereby certify that on this 19<sup>th</sup> day of May, 2005, I have caused copies of the foregoing letter and Acknowledgments to be served by hand delivery on the following persons:

Peter J. Schildkraut, Esq.  
Arnold & Porter LLP  
555 12<sup>th</sup> Street, N.W.  
Washington, D.C. 20004  
Counsel for SBC Communications Inc.

David Lawson, Esq.  
Sidley Brown Austin & Wood LLP  
1501 K Street, N.W.  
Washington, D.C. 20005  
Counsel for AT&T Corp.



---

Teresa D. Baer