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June 2, 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 First and 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, *First Protective Order*, DA 05-635, rel. March 10, 2005 ("First Protective Order") and *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 (First Protective Order, Appendix B, and Second Protective Order, Appendix B) executed by the following of Hogan & Hartson L.L.P.:

- Joel S. Winnik, Partner

and of Economists Incorporated:

- Stelios S. Xenakis, Research Associate

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.

HOGAN & HARTSON L.L.P.

Letter to Ms. Dortch
June 2, 2005
Page 2

Please direct any communications regarding this submission to the undersigned.

Respectfully submitted,

A handwritten signature in black ink, reading "David Sieradzki". The signature is written in a cursive style with a large, prominent "D" and "S".

David L. Sieradzki

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 Washington DC this 10 day of May, 2005

Joel S. Linn

[Name]

[Position]

[Address]

[Telephone]

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 Washington DC this 18 day of May, 2005

Joel S. Lewis

[Name]

[Position]

[Address]

[Telephone]

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

Executed at 9:08 am this 18th day of May, 2005

Stelios Xenakis

[Name] Stelios Xenakis

[Position] Research Associate

[Address] 2933 Garfield St. NW Washington DC 20008

[Telephone] 202-258-7846

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.

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 9:08 am this 18th day of May, 2005

Stelios Xenaris

[Name] Stelios Xenaris

[Position] Research Associate

[Address] 2933 Creechfield St. NW Washington DC 20008

[Telephone] 202-258-7846

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 certified mail 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: June 2, 2005