

June 6, 2005

VIA ECFS

Marlene H. Dortch, Secretary
Federal Communications Commission
445 Twelfth Street, S.W.
Washington, D.C. 20554

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 Protective Order¹ and at the request of the staff, SBC is filing, under separate transmittals, one copy of Jeff Halpern, Bernstein Research, U.S. Telecom: Wholesale Segment is Declining, But Still Significant (2005) with the Secretary and two copies with Gary Remondino of the Wireline Competition Bureau staff. SBC is filing this document pursuant to the Protective Order because it is proprietary to Sanford C. Bernstein & Co., LLC, and SBC does not have rights to distribute it to the general public. The document will be made available for inspection, pursuant to the terms of the Protective Order, at the offices of Crowell & Moring LLP.

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

Sincerely,



Peter J. Schildkraut
Counsel for SBC Communications Inc.

¹ *In re Applications of SBC Communications Inc. & AT&T Corp.*, WC Dkt No. 05-65, Order Adopting Protective Order, DA 05-635 (rel. Mar. 10, 2005).