

July 7, 2005

BY ECFS

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

Re: *In the Matter of Applications for Consent to the Transfer of Control of Licenses and Section 214 Authorizations from AT&T Corp., Transferor, to SBC Communications Inc., Transferee, WC Docket No. 05-65 –*
REDACTED FOR PUBLIC INSPECTION

Dear Ms. Dortch:

Yesterday, James C. Smith and Gary Phillips of SBC; Robert Quinn, Lawrence Lafaro, and Anthony Giovannucci of AT&T; and Dennis Carlton of Lexecon, all on behalf of SBC and AT&T, separately met with Commissioner Abernathy and her legal advisor Russ Hanser and Commissioner Adelstein and his legal advisor Scott Bergmann to discuss the pending transfer applications of SBC and AT&T. The attached presentation served as the basis for that discussion.

Pursuant to Section 1.1206 of the Commission's Rules, 47 C.F.R. § 1.1206, and the Order Adopting Protective Order,¹ we are filing by hand the unredacted version of the attached presentation with Gary Remondino of the Wireline Competition Bureau and with the Office of the Secretary while this letter and the redacted version of the attachment are being filed electronically via ECFS. The unredacted document will be made available for inspection, pursuant to the terms of the Protective Order, at the offices of Arnold & Porter LLP.

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

ARNOLD & PORTER LLP

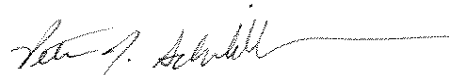
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Please do not hesitate to contact me if you have any questions.

Sincerely,



Peter J. Schildkraut
Counsel for SBC Communications Inc.

Attachment

cc (via email): Commissioner Abernathy
Commissioner Adelstein
Scott Bergmann
Russ Hanser