

July 26, 2005

BY HAND DELIVERY

Brad E. Mutschelknaus
Kelley Drye & Warren LLP
1200 19th Street, N.W., Suite 500
Washington, D.C. 20036

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*

Dear Mr. Mutschelknaus:

We are writing on behalf of SBC and AT&T in response to the letter that you sent to Michael J. Hunseder and Wm. Randolph Smith in which you asked SBC and AT&T to provide you with copies of certain materials that you reviewed in our data rooms. We have taken a further look at all of the materials identified in your letter and, where appropriate, we are providing you with copies, which are enclosed herewith.

In those cases where we have been unable to accommodate your request, the materials involved are some of our clients' most closely guarded competitive information. These include lists of customers and potential customers, highly segmented current revenue information, pricing strategies, descriptions of new products that are being developed, plans for integrating the two companies, internal analyses of competitive strengths and weaknesses, and similar data, the release of which, whether inadvertent or otherwise, to your clients or other competitors would cause our clients incalculable harm. These materials clearly fall within the definition of "copying prohibited" in that they contain "information so sensitive that it should not be copied by anyone." The FCC's protective order process rightly recognizes that the risk of loss, theft, or misuse of such data is so high that copying cannot be allowed. These materials remain available for your review in the data rooms and can be adequately reviewed there.

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Please feel free to contact us if you have any questions concerning this letter.

Sincerely,

/s/ Scott Feira

Scott Feira
Counsel for SBC Communications Inc.

Arnold & Porter LLP
555 Twelfth Street, N.W.
Washington, D.C. 20004
Tel: (202) 942-5769

Enclosures

/s/ David L. Lawson

David L. Lawson
Counsel for AT&T Corp.

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