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September 29, 2005

VIA ECFS

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

RECEIVED

SEP 29 2005

Federal Communications Commission  
Office of Secretary

Re: SBC Communications Inc. and AT&T Corp. Applications for Approval of Transfer of Control, WC Docket No. 05-65 (File Nos. ITC-T/C-20050224-00072, et al.; SCL-T/C-20050222-00002)

Dear Ms. Dortch:

AT&T Corp. ("AT&T") and SBC Communications Inc. ("SBC" and collectively the "Applicants") hereby submit a minor amendment to the above-referenced pending applications to reflect changes in the foreign affiliations of AT&T and SBC since the filing of the applications for FCC consent to the above-referenced transfer of control. The Applicants request that the information included in the minor amendment be reflected in the application.

Should you have any questions or inquires regarding this matter, please feel free to contact the undersigned.

Sincerely,

Mark D. Schneider  
Counsel for AT&T Corp.

Attachment

cc: Peter J. Schildkraut  
Counsel for SBC Communications Inc.

No. of Copies rec'd 0+4  
List A B C D E

**Minor Amendment Reflecting Changes or Potential Changes in Foreign Affiliations**

ORIG

In the applications SBC Communications Inc. (“SBC”) and AT&T Corp. (“AT&T”; collectively, the “Applicants”) have filed to transfer control of the cable landing licenses and international Section 214 authorizations held by AT&T and its subsidiaries,<sup>1</sup> SBC disclosed affiliations, by virtue of its ownership interest in Cingular Wireless LLC (“Cingular”), with carriers in the following countries: Anguilla; Antigua and Barbuda; Barbados; Bermuda; Cayman Islands; Curaçao, Netherlands Antilles; Dominica; the French West Indies islands of Guadeloupe, Martinique, Saint-Barthélemy, and Saint-Martin; Grenada; Jamaica; St. Kitts and Nevis; St. Lucia; and St. Vincent and the Grenadines. Subsequently, Cingular entered into a contract to sell these carriers,<sup>2</sup> and SBC understands from Cingular that the transaction closed on September 1, 2005 with respect to the carriers in Anguilla; Bermuda; Curaçao, Netherlands Antilles; Dominica; and Jamaica and on September 27, 2005 with respect to the carrier in St. Kitts and Nevis. Closing of the remainder of the sale is contingent upon governmental and regulatory approvals<sup>3</sup> and may occur, at least in part, in the near future. Although these affiliations are not material to the merger, the Applicants will endeavor to notify the Commission promptly of the deaffiliations. Nevertheless, given the timing, it is possible that they will not be able to do so between the deaffiliations and the time the Commission adopts its order in this merger proceeding.

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<sup>1</sup> File Nos. ITC-T/C-20050222-00079, ITC-T/C-20050222-00080, ITC-T/C-20050222-00081, ITC-T/C-20050222-00082, ITC-T/C-20050222-00083, ITC-T/C-20050224-00071, ITC-T/C-20050224-00072, ITC-T/C-20050224-00073, and SCL-T/C-20050222-00002.

<sup>2</sup> Cingular Wireless LLC Form 10-Q, Second Quarter 2005, at 14, 28 (filed Aug. 4, 2005).

<sup>3</sup> *Id.*

**Minor Amendment Reflecting Changes or Potential Changes in Foreign Affiliations**

Additionally, AT&T reports that on June 16, 2005, it reported to the Commission its acquisition of a new foreign affiliate, AT&T Communications Services de Panama S. de R.L. ("AT&T Panama"). As reported in its foreign affiliate notification, Panama is a member of the World Trade Organization. As demonstrated in the notification, AT&T Panama is entitled to non-dominant classification on the route between the United States and Panama, because AT&T Panama does not possess market power on the route, having less than a 50% share in all relevant markets on the foreign end of the route. AT&T also has reported that the new affiliation does not create any interlocking directorates, and that neither AT&T nor its affiliates has agreed to, or will agree to, accept any special concessions from any foreign carrier with respect to any U.S. international route where the foreign carrier possesses market power on the foreign end of the route.

The foregoing information is true and correct to the best of my knowledge, information and belief.

\_\_\_\_\_  
Lawrence J. Lafaro  
Federal Regulatory Vice President  
AT&T Corp.

Date:

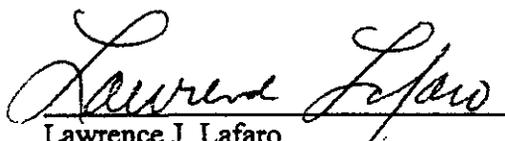
  
\_\_\_\_\_  
Wayne Watts  
Senior Vice President  
& Associate General Counsel  
SBC Communications Inc.

Date: September 29, 2005

**Minor Amendment Reflecting Changes or Potential Changes in Foreign Affiliations**

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The foregoing information is true and correct to the best of my knowledge,  
information and belief.

  
Lawrence J. Lafaro  
Federal Regulatory Vice President  
AT&T Corp.

Date: 9/28/05

\_\_\_\_\_  
Wayne Watts  
Senior Vice President  
& Associate General Counsel  
SBC Communications Inc.

Date:



The FCC Acknowledges Receipt of Comments From ...

**AT&T Corp.**

...and Thank You for Your Comments

**Your Confirmation Number is: '2005929564769 '**

**Date Received: Sep 29 2005**

**Docket: 05-65**

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