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October 12, 2005

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Ms. Marlene H. Dortch, Secretary
Federal Communications Commission
445 12th Street, S.W., TW-B204
Washington, D.C. 20554

Federal Communications Commission
Office of Secretary

Re: **REDACTED -- FOR PUBLIC INSPECTION**
WC DOCKET NO. 05-65, SBC Communications Inc. and AT&T Corp.,
Applications for Approval of Transfer of Control

Dear Ms. Dortch:

At the request of Staff, MCI is submitting for the record in this proceeding Highly Confidential Exhibit 8(a)(3) to the "Response of MCI, Inc. to the Commission's May 5, 2005, Information and Document Request" in WC Docket No. 05-75, *Verizon Communications Inc. and MCI, Inc. Applications for Approval of Transfer of Control*.

The attached exhibit contains Highly Confidential Material that is being submitted pursuant to the Second Protective Order that was issued in this proceeding on May 9, 2005.

The confidential, unredacted version of MCI's response will be made available for inspection, pursuant to the terms of the Protective Order and the Second Protective Order, at the office of Jenner & Block. Arrangements for inspection may be made by contacting Elaine Goldenberg, Jenner & Block LLP, 601 13th Street, N.W., Suite 1200, Washington, D.C. 20005, (202) 639-6000.

Respectfully submitted,

Copies: Don Stockdale
Gail Cohen

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Exhibit 8(a)(3)

Peer **Private Peers**
AS Number

Peer **Public Peers**
AS Number

Redacted for Public Inspection