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October 21, 2005

Via ECFS

Ms. Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

**RE: Notice of Ex Parte Presentation – Application for Consent to Transfer
Control of AT&T Corp. to SBC Communications Inc., WC Docket No. 05-65**

Dear Ms. Dortch:

On October 20, 2005, James C. Smith and Wayne Watts on behalf of SBC Communications Inc. (SBC) and Bob Quinn on behalf of AT&T Corp. (AT&T) met with Commissioner Adelstein and his wireline legal advisor, Scott Bergman. During the meeting, the parties provided an update on the status of approvals from other regulatory bodies regarding the above-referenced transaction. Consistent with the extensive data SBC and AT&T have previously provided in this proceeding, the parties explained that the merger will result in substantial benefits for customers and will have no adverse impact on competition and therefore there is no basis in the record for the conditions being advocated by several competitors. The parties used the attached confidential handouts to demonstrate the significant competition from CLECs in markets where AT&T self provisions special access.

In accordance with Section 1.1206(b)(1)-(2) of the Commission's rules, this letter is being filed electronically with your office for inclusion in the public record.

Please contact me at (202) 326-8915 should you have any questions.

Sincerely,

A handwritten signature in black ink that reads "Thomas F. Hughes". The signature is written in a cursive, flowing style.

CC: Commissioner Adelstein
Scott Bergman

Attachment [REDACTED]

REDACTED – FOR PUBLIC INSPECTION