

MINTZ LEVIN

Michael T. Haas | 202 585 3537 | mthaas@mintz.com

401 Pennsylvania Avenue, N.W.
Washington, D.C. 20004
202-434-7300
202-434-7400 fax
www.mintz.com

December 2, 2005

RECEIVED

DEC - 2 2005

Federal Communications Commission
Office of Secretary

BY HAND DELIVERY

Mr. Gary Remondino
Wireline Competition Bureau
Federal Communications Commission
445 12th Street, S.W.
Washington, D.C. 20554

Gail Cohen
Wireline Competition Bureau
Federal Communications Commission
445 12th Street, S.W.
Washington, D.C. 20554

Ms. Marlene H. Dortch
Secretary
Federal Communications Commission
c/o Natek, Inc.
236 Massachusetts Ave., N.E., Suite 100
Washington, D.C. 20002

Re: Acknowledgements of Confidentiality in WC Docket 05-65 - In the Matter of SBC Communications, Inc. and AT&T Corp. Applications for Approval of Transfer of Control

Dear Mr. Remondino and Secretary Dortch:

Pursuant to the March 10, 2005 *Order Adopting Protective Order* (DA 05-635) and May 9, 2005 *Order Adopting Second Protective Order* (DA 05-1322) issued in the above-captioned docket, please accept the enclosed signed Acknowledgements of Confidentiality for Michael Pryor, Member, Fernando Laguarda, Member, and Michael Haas, Associate, all of Mintz Levin. Pursuant to the requirements of the orders, copies of this letter have been served upon counsel for SBC Communications, Inc. and AT&T Corp., thus beginning the five day waiting period for access to confidential materials provided by a Submitting Party.

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

Mintz, Levin, Cohn, Ferris, Glovsky and Popeo, P.C.

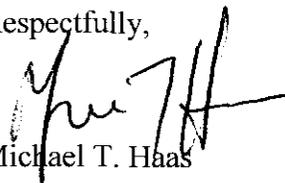
BOSTON | WASHINGTON | RESTON | NEW YORK | STAMFORD | LOS ANGELES | LONDON

Mintz, Levin, Cohn, Ferris, Glovsky and Popeo, P.C.

Mr. Gary Remondino
Ms. Marlene H. Dortch
December 2, 2005
Page 2

Please feel free to contact me should you have questions regarding this submission.

Respectfully,

A handwritten signature in black ink, appearing to read "M. Haas", written over the printed name.

Michael T. Haas

cc: Peter J. Schildkraut
David L. Lawson
Gail Cohen

Mr. Gary Remondino
Ms. Marlene H. Dortch
December 2, 2005
Page 3

CERTIFICATE OF SERVICE

I, Michael T. Haas, do hereby certify that, on December 2, 2005, a copy of the foregoing Letter and attached Acknowledgements of Confidentiality were served by hand upon the Secretary, Mr. Remondino, Ms. Cohen and counsel for Applicants as follows:

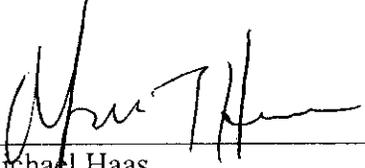
Ms. Marlene H. Dortch
Secretary
Federal Communications Commission
(By Hand and Via ECFS)

Gary Remondino
Competition Policy Division
Wireline Competition Bureau
Gary.Remondino@fcc.gov

Gail Cohen
Wireline Competition Bureau
Gail.Cohen@fcc.gov

Peter J. Schildkraut
Arnold & Porter LLP
555 12th Street, N.W.
Washington, DC 2000
Counsel for SBC Communications, Inc.

David L. Lawson
Sidley Austin Brown & Wood LLP
1501 K Street, N.W.
Washington, DC 20005
Counsel for AT&T Corp.



Michael Haas

APPENDIX B

Acknowledgment of Confidentiality

WC Docket No. 05-65

I hereby acknowledge that I have received and read a copy of the foregoing Protective Order in the above-captioned proceeding, and I understand it. I agree that I am bound by the Protective Order and that I shall not disclose or use Stamped Confidential Documents or Confidential Information except as allowed by the Protective Order. I acknowledge that a violation of the Protective Order is a violation of an order of the Federal Communications Commission.

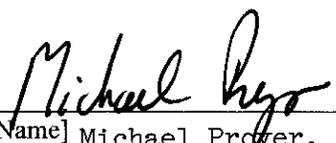
Without limiting the foregoing, to the extent that I have any employment, affiliation or role with any person or entity other than a conventional private law firm (such as, but not limited to, a lobbying or public interest organization), I acknowledge specifically that my access to any information obtained as a result of the Protective Order is due solely to my capacity as Counsel or consultant to a party or other person described in paragraph 4 of the foregoing Protective Order and that I will not use such information in any other capacity nor will I disclose such information except as specifically provided in the Protective Order.

I hereby certify that I am not involved in "competitive decision-making" as that term is used in the definition of In-House Counsel in paragraph 1 of the Protective Order.

I acknowledge that it is my obligation to ensure that: (1) Stamped Confidential Documents and Confidential Information are used only as provided in the Protective Order; and (2) Stamped Confidential Documents are not duplicated except as specifically permitted by the terms of paragraph 9 of the Protective Order, and I certify that I have verified that there are in place procedures, at my firm or office, to prevent unauthorized disclosure of Stamped Confidential Documents or Confidential Information.

Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the Order or Protective Order.

Executed at Mintz Levin this 30 day of November 2005


[Name] Michael Prover, Esq., Partner
[Position] Mintz, Levin, Cohen, Ferris, Glovsky & Popeo, PC
[Address] 701 Pennsylvania Ave., NW, Washington, D.C. 20004
[Telephone] (202) 434-7365

APPENDIX B

Acknowledgment of Confidentiality

WC Docket No. 05-65

I hereby acknowledge that I have received and read a copy of the foregoing Second Protective Order in the above-captioned proceeding, and I understand it. I agree that I am bound by the Second Protective Order and that I shall not disclose or use Stamped Highly Confidential Documents or Highly Confidential Information except as allowed by the Protective Order. I acknowledge that a violation of the Second Protective Order is a violation of an order of the Federal Communications Commission.

Without limiting the foregoing, to the extent that I have any employment, affiliation or role with any person or entity other than a conventional private law firm (such as, but not limited to, a lobbying or public interest organization), I acknowledge specifically that my access to any information obtained as a result of the Second Protective Order is due solely to my capacity as Outside Counsel of Record or consultant to a party or other person described in paragraph 4 of the foregoing Second Protective Order and that I will not use such information in any other capacity nor will I disclose such information except as specifically provided in the Second Protective Order.

I acknowledge that it is my obligation to ensure that: (1) Stamped Highly Confidential Documents and Highly Confidential Information are used only as provided in the Protective Order; and (2) Stamped Highly Confidential Documents are not duplicated except as specifically permitted by the terms of paragraph 9 of the Protective Order, and I certify that I have verified that there are in place procedures, at my firm or office, to prevent unauthorized disclosure of Stamped Highly Confidential Documents or Highly Confidential Information.

Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the Order or Protective Order.

Executed at Mintz Levin this 30 day of November, 2005

Michael Pryor
[Name] Michael Pryor, Esq., Partner
[Position] Mintz, Levin, Cohen, Ferris, Glovsky & Popeo, PC
[Address] 701 Pennsylvania Ave., NW, Washington, D.C. 20004
[Telephone] (202) 434-7365

APPENDIX B

Acknowledgment of Confidentiality

WC Docket No. 05-65

I hereby acknowledge that I have received and read a copy of the foregoing Protective Order in the above-captioned proceeding, and I understand it. I agree that I am bound by the Protective Order and that I shall not disclose or use Stamped Confidential Documents or Confidential Information except as allowed by the Protective Order. I acknowledge that a violation of the Protective Order is a violation of an order of the Federal Communications Commission.

Without limiting the foregoing, to the extent that I have any employment, affiliation or role with any person or entity other than a conventional private law firm (such as, but not limited to, a lobbying or public interest organization), I acknowledge specifically that my access to any information obtained as a result of the Protective Order is due solely to my capacity as Counsel or consultant to a party or other person described in paragraph 4 of the foregoing Protective Order and that I will not use such information in any other capacity nor will I disclose such information except as specifically provided in the Protective Order.

I hereby certify that I am not involved in "competitive decision-making" as that term is used in the definition of In-House Counsel in paragraph 1 of the Protective Order.

I acknowledge that it is my obligation to ensure that: (1) Stamped Confidential Documents and Confidential Information are used only as provided in the Protective Order; and (2) Stamped Confidential Documents are not duplicated except as specifically permitted by the terms of paragraph 9 of the Protective Order, and I certify that I have verified that there are in place procedures, at my firm or office, to prevent unauthorized disclosure of Stamped Confidential Documents or Confidential Information.

Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the Order or Protective Order.

Executed at Washington, DC this 30 day of November, 2005

[Handwritten Signature]

[Name] Fernando R. Luyardeg
[Position] Mintz, Levin, Cohn, Ferrer,
[Address] Glusky & Peres, P. C.
[Telephone] 201 Penn. Ave, NW
Suite 900
Washington, DC 20004
202.434.7300

APPENDIX B

Acknowledgment of Confidentiality

WC Docket No. 05-65

I hereby acknowledge that I have received and read a copy of the foregoing Second Protective Order in the above-captioned proceeding, and I understand it. I agree that I am bound by the Second Protective Order and that I shall not disclose or use Stamped Highly Confidential Documents or Highly Confidential Information except as allowed by the Protective Order. I acknowledge that a violation of the Second Protective Order is a violation of an order of the Federal Communications Commission.

Without limiting the foregoing, to the extent that I have any employment, affiliation or role with any person or entity other than a conventional private law firm (such as, but not limited to, a lobbying or public interest organization), I acknowledge specifically that my access to any information obtained as a result of the Second Protective Order is due solely to my capacity as Outside Counsel of Record or consultant to a party or other person described in paragraph 4 of the foregoing Second Protective Order and that I will not use such information in any other capacity nor will I disclose such information except as specifically provided in the Second Protective Order.

I acknowledge that it is my obligation to ensure that: (1) Stamped Highly Confidential Documents and Highly Confidential Information are used only as provided in the Protective Order; and (2) Stamped Highly Confidential Documents are not duplicated except as specifically permitted by the terms of paragraph 9 of the Protective Order, and I certify that I have verified that there are in place procedures, at my firm or office, to prevent unauthorized disclosure of Stamped Highly Confidential Documents or Highly Confidential Information.

Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the Order or Protective Order.

Executed at Washington, DC this 30 day of November, 2005

[Name]
[Position]
[Address]
[Telephone]

Fernando R. Luguardes
Mintz, Levin, Cohn, Ferris,
Glasco & Pappas, P.C.
701 Penn. Ave, NW
Suite 900
Washington, DC 20004

APPENDIX B

Acknowledgment of Confidentiality

WC Docket No. 05-65

I hereby acknowledge that I have received and read a copy of the foregoing Protective Order in the above-captioned proceeding, and I understand it. I agree that I am bound by the Protective Order and that I shall not disclose or use Stamped Confidential Documents or Confidential Information except as allowed by the Protective Order. I acknowledge that a violation of the Protective Order is a violation of an order of the Federal Communications Commission.

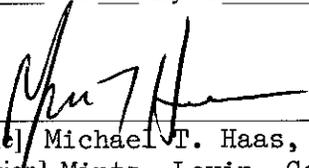
Without limiting the foregoing, to the extent that I have any employment, affiliation or role with any person or entity other than a conventional private law firm (such as, but not limited to, a lobbying or public interest organization), I acknowledge specifically that my access to any information obtained as a result of the Protective Order is due solely to my capacity as Counsel or consultant to a party or other person described in paragraph 4 of the foregoing Protective Order and that I will not use such information in any other capacity nor will I disclose such information except as specifically provided in the Protective Order.

I hereby certify that I am not involved in "competitive decision-making" as that term is used in the definition of In-House Counsel in paragraph 1 of the Protective Order.

I acknowledge that it is my obligation to ensure that: (1) Stamped Confidential Documents and Confidential Information are used only as provided in the Protective Order; and (2) Stamped Confidential Documents are not duplicated except as specifically permitted by the terms of paragraph 9 of the Protective Order, and I certify that I have verified that there are in place procedures, at my firm or office, to prevent unauthorized disclosure of Stamped Confidential Documents or Confidential Information.

Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the Order or Protective Order.

Executed at Mintz Levin this 30 day of November, 2005


[Name] Michael T. Haas, Esq., Associate
[Position] Mintz, Levin, Cohen, Ferris, Glovsky & Popeo, P.C.
[Address] 701 Pennsylvania Ave., N.W., Washington, DC 20004
[Telephone] (202) 434-3537

APPENDIX B

Acknowledgment of Confidentiality

WC Docket No. 05-65

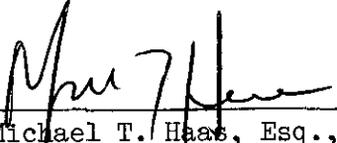
I hereby acknowledge that I have received and read a copy of the foregoing Second Protective Order in the above-captioned proceeding, and I understand it. I agree that I am bound by the Second Protective Order and that I shall not disclose or use Stamped Highly Confidential Documents or Highly Confidential Information except as allowed by the Protective Order. I acknowledge that a violation of the Second Protective Order is a violation of an order of the Federal Communications Commission.

Without limiting the foregoing, to the extent that I have any employment, affiliation or role with any person or entity other than a conventional private law firm (such as, but not limited to, a lobbying or public interest organization), I acknowledge specifically that my access to any information obtained as a result of the Second Protective Order is due solely to my capacity as Outside Counsel of Record or consultant to a party or other person described in paragraph 4 of the foregoing Second Protective Order and that I will not use such information in any other capacity nor will I disclose such information except as specifically provided in the Second Protective Order.

I acknowledge that it is my obligation to ensure that: (1) Stamped Highly Confidential Documents and Highly Confidential Information are used only as provided in the Protective Order; and (2) Stamped Highly Confidential Documents are not duplicated except as specifically permitted by the terms of paragraph 9 of the Protective Order, and I certify that I have verified that there are in place procedures, at my firm or office, to prevent unauthorized disclosure of Stamped Highly Confidential Documents or Highly Confidential Information.

Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the Order or Protective Order.

Executed at Mintz, Levin this 30 day of November 2005


[Name] Michael T. Haas, Esq., Associate
[Position] Mintz, Levin, Cohen, Ferris, Glovsky & Popeo, PC
[Address] 701 Pennsylvania Ave., N.W., Washington, DC 20004
[Telephone] (202) 434-3537