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May 4, 2006

Filed Via ECFS

Marlene H. Dortch, Secretary
Federal Communications Commission
445 12th Street, S.W., Room TWB-204
Washington, D.C. 20554

**Re: Application For Consent To Transfer Of Control Filed By AT&T Inc. And
BellSouth Corporation, WC Docket No. 06-74; and Georgia Public Service
Commission Petition for Declaratory Ruling and Confirmation of Just and
Reasonableness of Established Rates, WC Docket No. 06-90**

Dear Ms. Dortch:

On Wednesday, May 3, 2006, John Heitmann of Kelley Drye & Warren LLP, and Julia Strow, Vice President of Cbeyond Communications, Inc., met with Scott Bergman, Legal Advisor for wireline issues to Commissioner Adelstein. During the meeting, Cbeyond discussed issues related to upcoming filings opposing the AT&T/BellSouth merger and in support of the Georgia PSC's setting of Section 271 rates.

Please feel free to contact me, if you have any questions regarding this *ex parte* notification. In accordance with the Commission's rules, this letter, is being filed electronically for inclusion in the public record of each of the above-referenced proceedings.

Respectfully submitted,



John J. Heitmann

JJH/cpa

cc: Scott Bergmann
Qualex International