

June 7, 2006

VIA ECFS

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

Attention: Chief, Wireline Competition Bureau

Re: In re AT&T Inc. and BellSouth Corporation Applications for Approval of
Transfer of Control, WC Docket No. 06-74 – Submission of
Acknowledgments of Confidentiality

Dear Ms. Dortch:

Pursuant to the Protective Order issued by the Federal Communications Commission in the above-referenced matter, AT&T Inc. ("AT&T") hereby submits Acknowledgments of Confidentiality executed by the following inside counsel and regulatory personnel: Robert Quinn, Lawrence Lafaro, and Joan Marsh. (The regulatory personnel, who are themselves lawyers, are assisting counsel in this proceeding.) AT&T also submits Acknowledgments of Confidentiality executed by the following outside consultants: Hal Sider, Allan Champine, and Thomas Stemwedel of Lexecon and Marius Schwartz. AT&T seeks access for those people to the confidential documents filed in this docket by Time Warner Telecom, Inc.

Thank you very much for your assistance.

Sincerely,



Peter J. Schildkraut
Counsel for AT&T Inc.

Attachments

ARNOLD & PORTER LLP

Ms. Marlene H. Dortch

June 7, 2006

Page Two

cc: Jonathan Lechter, Esq.
Wilkie Farr & Gallagher LLP
1875 K Street, N.W.
Washington, D.C. 20006
202-303-1000
jlechter@wilkie.com
Via Hand Delivery and
Electronic Mail

Mr. Gary Remondino
Wireline Competition Bureau
Federal Communications Commission
Washington, D.C. 20554
Gary.Remondino@fcc.gov
Via Electronic Mail

Federal Communications Commission

DA 06-1032

APPENDIX A

Acknowledgment of Confidentiality

WC Docket No. 06-74

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.

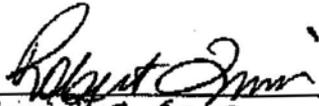
Without limiting the foregoing, to the extent that I have any employment, affiliation or role with any person or entity other than a conventional private law firm (such as, but not limited to, a lobbying or public interest organization), I acknowledge specifically that my access to any information obtained 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 10 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," i.e., my activities, association, and relationship with a client are not such as to involve my advice and participation in any or all of the client's business decisions made in light of similar or corresponding information about a competitor.

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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 6th day of JUNE 2006


 [Name] Bob Quinn
 [Position] SVP - Fed - Regulatory, AT & T
 [Address] 1120 20th St NW, Suite 1000
 [Telephone] 202 457 3851

Federal Communications Commission

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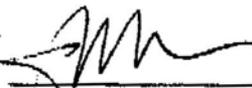
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Executed at Washington DC this 6 day of JUNE, 2006



[Name] JOAN MARSH
 [Position] EXCC. DIR. - Fed. Regulatory, AT & T
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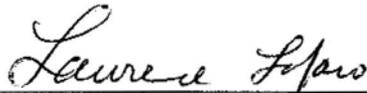
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Executed at Bedminster, N.J. this 6th day of JUNE, 2006.



[Name] LAWRENCE LAFARO
[Position] GENERAL ATTORNEY AND ASSOCIATE GC
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[Telephone] ROOM 3A214
ONE AT&T WAY
BEDMINSTER, NJ 07921
908-532-1850

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Executed at CHICAGO, IL this 7th day of JUNE, 2006

Hal Siper

[Name] HAL SIPER
 [Position] JR. Vice President
 [Address] LEXELON
 [Telephone] 312 322 0229
 332 S. Michigan
 Chicago, IL 60604

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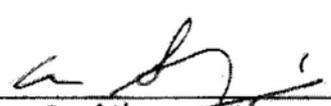
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Executed at Lexicon this 7 day of June, 2006.


[Name] Allan Champagne
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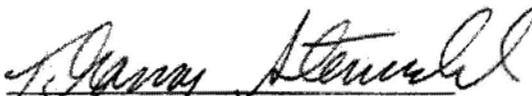
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Executed at CHICAGO, IL this 7th day of JUNE, 2006



[Name]

[Position]

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THOMAS STEMWELL

VICE-PRESIDENT

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312 322-8214

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Executed at Washington DC this 7th day of June 2006.


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