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June 15, 2006

EX PARTE

Ms. Marlene H. Dortch
Secretary
Federal Communications Commission
The Portals
445 12th St. SW
Washington, D.C. 20554

Re: WC Docket 05-170

Dear Ms. Dortch:

This is to inform you that on June 14, 2006, Bennett Ross, and the undersigned of Bellsouth, met with Ian Dillner, Legal Advisor to Commissioner Tate in connection with the Petition for Forbearance filed by XO and others.

In this meeting, BellSouth explained that the Forbearance Petition is procedurally improper because it seeks to establish new regulations and is therefore inconsistent with the deregulatory intent underlying Section 10 of the Act. Moreover, because the Petition seeks to use Forbearance as a "sword" to impose obligations on others, it is patently inconsistent with the express language of Section 10 that allows a carrier to petition the Commission to forbear only from regulations applicable to the petitioning carrier.

BellSouth also explained that, even if granted, the Petition would not result in the relief claimed by Petitioners. The linchpin of Petitioners' legal argument is that the Commission in the TRRO created expansive findings of impairment and that the provisions at issue were adopted "not as an impairment finding, but as a rule to administer the UNE impairment findings." Ex parte letter of XO, et al, June 6, 2006. Accordingly, under Petitioners' theory, UNE impairment springs back to life if the Commission

forbears from these provisions. As BellSouth explained, however, the Commission expressly found that there was no impairment with respect to the DS1 loop and transport elements at issue and no entitlement can be created absent an express reconsideration of that finding by the Commission.

Pursuant to Commission rules please include this notice in the record of the above-referenced proceeding.

Sincerely,

A handwritten signature in black ink, appearing to read "Glenn T. Reynolds", with a long horizontal flourish extending to the right.

Glenn T. Reynolds

Cc: Ian Dillner