



Michelle A. Thomas  
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July 31, 2006

**VIA ELECTRONIC SUBMISSION**

Ms. Marlene H. Dortch  
Secretary  
Federal Communications Commission  
445 12th Street, S.W.  
Room TW-A325  
Washington, D.C. 20554

**Re: In the Matter of Applications for Consent to the Transfer of Control  
of Licenses and Section 214 Authorizations from Ameritech  
Corporation, Transferor to SBC Communications, Inc. Transferee  
(CC Docket No. 98-141)**

Dear Ms. Dortch:

AT&T Inc. respectfully requests that the attached letter be included in the file of the above referenced docket.

If you have any questions regarding this request, you should feel free to contact me at (202) 457-3016.

Sincerely,

A handwritten signature in purple ink that reads "mthomas".

Attachment

cc: Ms. Kris Monteith  
Mr. William Davenport  
Mr. Trent Harkrader  
Ms. Diana Lee



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AT&T Services, Inc.  
1401 I Street, N.W.  
Suite 1100  
Washington, D.C. 20005  
Phone: 202 326-8919  
Fax: 202 408-4809

June 26, 2006

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Federal Communication Commission  
Bureau / Office

Ms. Kris Monteith  
Chief, Enforcement Bureau  
Federal Communications Commission  
445 12th Street, S.W.; Room 7-C723  
Washington, D.C. 20554

**Re:** *Applications of Ameritech Corp. and SBC Communications Inc. for Consent to Transfer Control of Corporations Holding Commission Licenses and Lines Pursuant to Section 214 and 310(d) of the Communications Act and Parts 5, 22, 24, 25, 63, 90, 95 and 101 of the Commission's Rules, CC Docket No. 98-141, Memorandum Opinion and Order, 14 FCC Rcd 11712 (1999) (SBC/Ameritech Order).*

Dear Ms. Monteith:

AT&T Inc.<sup>1</sup> respectfully requests that the Commission extend the deadline for AT&T to submit an independent auditor's report regarding AT&T's compliance with the remaining SBC/Ameritech Merger Conditions for calendar year 2005. Specifically, AT&T requests that the Commission extend the deadline from September 1, 2006, to November 15, 2006, and permit AT&T to include within the scope of the independent auditor's report an assessment of AT&T's compliance with the remaining conditions through October 15, 2006, at which time the only remaining condition will expire. Grant of this request will reduce AT&T's costs of complying with the audit requirement, conserve Commission resources, with no detrimental effects to any interested party.

Under the SBC/Ameritech Merger Conditions, AT&T is required to retain an independent auditor to assess AT&T's compliance with the SBC/Ameritech merger conditions during the prior calendar year, and to submit the independent auditor's report to the Commission no later than September 1 of the year following the calendar year covered by the audit.<sup>2</sup> As of January 1, 2006, only one remaining merger condition (*i.e.*, Merger Condition 14, which requires AT&T to provide specific discounts on certain services to CLECs for 36 months)<sup>3</sup> remained in effect – and that condition will expire on October 15, 2006. AT&T requests a waiver of the Merger Conditions to extend the deadline for submitting the independent auditor's report concerning AT&T's compliance

<sup>1</sup> SBC Communications Inc. adopted AT&T Inc. as the company's new name following the close of the SBC/AT&T Merger on November 18, 2005.

<sup>2</sup> See SBC/Ameritech Merger Conditions, Appendix C, Merger Condition 26, and Merger Condition 27, subparagraph 66 and 66e.

<sup>3</sup> See SBC/Ameritech Merger Conditions, Appendix C, Merger Condition 14, subparagraph 46c.

Ms. Kris Monteith  
June 26, 2006  
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with the remaining merger conditions during calendar year 2005 from September 1, 2006 until November 15, 2006. Extending the deadline to November 15 would permit the independent auditor to include within its audit report an assessment of AT&T's compliance with the remaining SBC/Ameritech merger conditions for calendar year 2005, as well as its compliance with Merger Condition 14 for the period January 1 through October 15, 2006. By allowing AT&T to submit one audit report, rather than two separate reports (for calendar year 2005 and 2006 respectively), grant of this request will reduce AT&T's audit costs, as well as conserve Commission resources, by reducing the number of reports that the Commission must review. In addition, no party will be adversely affected by the short delay (45 days) in the filing of the auditor's report for calendar year 2005. Consequently, good cause exists for granting this request.

If you have any questions regarding the attached, you should feel free to contact me at (202) 326-8919.

Sincerely,

A handwritten signature in black ink, appearing to read "William Davenport", written in a cursive style.

cc: William Davenport  
Trent Harkrader