

July 31, 2006

**BY ECFS**

Marlene H. Dortch  
Secretary  
Federal Communications Commission  
445 Twelfth Street., SW  
Washington, DC 20554

Re: AT&T Inc. and BellSouth Corporation Applications for Approval of  
Transfer of Control, WC Docket No. 06-74 – REDACTED FOR PUBLIC  
INSPECTION

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Dear Ms. Dortch:

In response to the specific request from the Staff of the Wireline Competition Bureau, enclosed please find an Excel spreadsheet labeled as Exhibit 5.14 – Harte Hanks Survey Data.

As set forth in the *Response of AT&T Inc. to Initial Information and Document Request Dated June 23, 2006*, AT&T does not internally create estimates of its own or its competitors' market shares of retail business customer revenues in the ordinary course of business. See Response to Specification 5. Accompanying that filing, AT&T provided reports (Confidential Exhibit 5.13) containing market share estimates from third-party consulting companies that create certain national market share estimates based on their own methodologies. AT&T further stated that it does not create or commission market share estimates in the ordinary course of business on a state or MSA level for states other than the 13 former SBC in-region states.

The staff subsequently asked that we explore the possibility that one of those third party firms, Harte Hanks Market Intelligence, maintains a separate database that could be used to generate share estimates. **[BEGIN CONFIDENTIAL]**

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**[END CONFIDENTIAL]**

We should note that neither the syndicated database nor the projected database are designed to yield information from which absolute or relative telecommunications usage, revenue, or line counts could be estimated on a state-by-state or MSA level. **[BEGIN CONFIDENTIAL]**

**[END CONFIDENTIAL]**

The Exhibit provides these fields from both the syndicated database and the projected database. The results generally are comparable, as the projected database is derived from a subset of the syndicated database. **[BEGIN CONFIDENTIAL]**

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**[END CONFIDENTIAL]** For this reason, any outlier results likely are explainable as skewing in the data due to non-representative or small underlying datasets.

The information in the accompanying materials includes proprietary information that AT&T has obtained from a third party (Harte Hanks), and which Harte Hanks has required that AT&T not reproduce to parties other than the FCC. Accordingly, AT&T is designating this information as Confidential Information and Copying Prohibited under the Protective Order in WC Docket No. 06-74. AT&T is filing a redacted version of these materials in ECFS today. Persons who have signed an Acknowledgment of Confidentiality under the Protective Order may review the unredacted version of this filing at AT&T's data room.

We trust this information is responsive to the staff's further request. If there are any questions, please do not hesitate to contact us.

Sincerely,

/x/ Gary L. Phillips

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/x/ Bennett L. Ross

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cc: Donald K. Stockdale, Jr.  
William Dever  
Nicholas Alexander  
Gary Remondino

Enclosures