August 24, 2006

VIA ECFS

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

Attention: Chief, Wireline Competition Bureau

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

Dear Ms. Dortch:

Pursuant to the Second 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 outside counsel: David L. Lawson, James P. Young, Michael J. Hunseder, Jacqueline G. Cooper, Nirali D. Patel, and Brendan J. McMurrer of Sidley Austin LLP; Jeane A. Thomas and Michael Van Arsdall of Crowell & Moring LLP; and Peter J. Schildkraut and Scott Feira of Arnold & Porter LLP. AT&T also hereby submits Acknowledgments of Confidentiality executed by the following outside paralegals: Eliana Sugarman of Crowell & Moring LLP and William Zema of Arnold & Porter LLP. AT&T seeks access for these persons to the highly confidential documents filed in this docket by Kelley Drye & Warren LLP on behalf of Cbeyond Communications, NuVox Communications, XO Communications, Inc., and Xspedius Communications.
Thank you very much for your assistance.

Sincerely,

Scott Feira
Counsel for AT&T Inc.

Attachment

cc: Denise Smith, Esq.
Kelley Drye & Warren LLP
3050 K Street, N.W., Suite 400
Washington, D.C. 20007
dsmith@kelleydrye.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
APPENDIX A

Acknowledgment of Confidentiality

WC Docket No. 06-74

I hereby acknowledge that I have received and read a copy of the foregoing Second Protective Order in the above-captioned proceeding, and I understand it. I agree that I am bound by the Second Protective Order and that I shall not disclose or use Stamped Highly Confidential Documents or Highly Confidential Information except as allowed by this Second Protective Order. I acknowledge that a violation of the Second Protective Order is a violation of an order of the Federal Communications Commission.

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Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the Second Protective Order.

Executed at Washington, DC this ___ day of ___ , 2006.

[Signature]

David L. Lawson
Partner
Sidley Austin LLP
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202.736.8000
dlawson@sidley.com
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Executed at Washington, DC this 25th day of August, 2006.

James P. Young
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APPENDIX A

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Executed at Washington, DC this 22nd day of August, 2006.

[Signature]
Michael J. Hunseder
Partner
Sidley Austin LLP
1501 K Street, NW
Washington, DC 20005
202.736.8000
mhunseder@sidley.com
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[Signature] Jacqueline G. Cooper

[Name] Jacqueline G. Cooper
[Position] Partner, Sidley Austin LLP
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[Telephone] 202-736-8692
[Email] jcooper@sidley.com
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Executed at Washington, DC this 23rd day of August, 2006.

Nirali D. Patel
Associate
Sidley Austin LLP
1501 K Street, NW
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202.736.8000
ndpatel@sidley.com
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Executed at Washington, DC this 23rd day of August, 2006.

Brendan J. McMurrer  
Associate  
Sidley Austin LLP  
1501 K Street, NW  
Washington, DC 20005  
202.736.8000  
bmcmurrer@sidley.com
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Executed at Washington, D.C. this 23rd day of August 2006

[Name]  Jeane A. Thomas
[Position]  Partner at Crowell & Moring LLP
[Address]  1001 Pennsylvania Ave. NW
[Telephone]  (202) 624-2877
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Executed at Washington, DC this 23rd day of August 2006.

[Name] Michael Van Rees hall
[Position] Attorney
[Address] 1401 Pennsylvania Ave, N.W.
[Telephone] 202-624-2800
[Email] mvanrees@conrell.com
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Executed at Washington, D.C. this 23 day of August, 2006.

[Name] Peter J. Schildkraut
[Position] Partner
[Address] Arnold & Porter LLP
[Telephone] 555 Twelfth Street, N.W.
[Email] 202-716-3767
[Email] peter_schildkraut@aporter.com
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Executed at Washington, D.C., this 21st day of August, 2006.

[Name] Scott Feira
[Position] Partner, Arnold & Porter LLP
[Address] 555 12th St., N.W., Room 1100, Washington, D.C. 20004
[Telephone] 202-942-5769
[Email] Scott Feira@arnder.com
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Executed at Washington, D.C. this 23 day of August, 2010.

[Name] ELIANA SUGARMAN
[Position] ASST. ADMINISTRATOR, ANTITRUST
[CROWELL MOORE, LLP]
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[Telephone] (202) 566-8976
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Executed at Washington, D.C. this 23rd day of August, 2006

William R. Zema Jr.
Arnold & Porter LLP
Senior Legal Assistant
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William_ZemaJr@aporter.com