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Via Electronic Delivery

Ms. Marlene H. Dortch
Federal Communications Commission
The Portals, TW-A325
445 12th Street, SW
Washington, DC 20554

Re: Notice of *Ex Parte* Presentation - WC Dkt. 05-65, *In the Matter of SBC/AT&T Applications for Approval of Transfer of Control*; WC Dkt. 06-74, *In the Matter of Application for Consent to Transfer of Control Filed by AT&T and BellSouth Corporation*

Dear Secretary Dortch:

On Tuesday, September 20, 2006, Christopher Putula, Executive Vice President, Public Policy, EarthLink, Inc.; Amy Mehlman, of Mehlman Capitol Strategies, Inc.; and the undersigned met with Ian Dillner, Legal Advisor to Commissioner Tate, regarding the above captioned proceedings. The parties discussed the issues presented in the attached, which was provided to Mr. Dillner.

Pursuant to the Commission's rules, one copy of this memorandum is being filed electronically in each of the above-referenced dockets for inclusion in the public record. Please do not hesitate to contact me directly if you have any questions.

Respectfully submitted,



Donna N. Lampert
Counsel for EarthLink, Inc.

cc: Ian Dillner (ian.dillner@fcc.gov)