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October 6, 2006

***Via Electronic Delivery***

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

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

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Dear Secretary Dortch:

On Thursday, October 5, 2006, Christopher Putala, Executive Vice President of EarthLink, Inc.; Amy Mehlman of Mehlman Capitol Strategies, Inc.; and the undersigned met with Commissioner Deborah Tate, and Ian Dillner, Legal Advisor to Commissioner Tate, regarding the above captioned proceeding. The parties discussed the issues presented in the attached, which was provided to Commissioner Tate.

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

Respectfully submitted,

/s/

Mark J. O'Connor  
*Counsel for EarthLink, Inc.*

cc: Commissioner Tate ([deborah.tate@fcc.gov](mailto:deborah.tate@fcc.gov))  
Ian Dillner ([ian.dillner@fcc.gov](mailto:ian.dillner@fcc.gov))