

Patrick J. Donovan
 Direct Phone: (202) 373-6057
 Direct Fax: (202) 373-6001
 patrick.donovan@bingham.com

October 27, 2006

VIA ECFS

Marlene H. Dortch
 Secretary
 Federal Communications Commission
 445 12th Street, SW
 Washington, DC 20554

Re: WC Docket No. 06-74

Dear Ms: Dortch:

On October 26, 2006, Peter Healy, Regulatory and Legal Counsel, and Steve Pitterle, Manager - External Relations, TDS Metrocom, LLC, and the undersigned met via teleconference with Michelle Carey, Office of Chairman Kevin J. Martin. On October 27, 2006, the above persons and Russell M. Blau of this firm met via teleconference with Ian Dillner, Office of Commissioner Deborah Taylor Tate. At the meetings, we presented the views summarized below.

We emphasized that TDS Metrocom, LLC fully supports the proposed conditions on any approval of the AT&T/BellSouth merger submitted by COMPTTEL. We additionally emphasized that any conditions imposed on the merger should apply across the AT&T and BellSouth region and should have at least a seven year duration. We reiterated our strong support for the proposed cap on UNE prices as strengthened by the COMPTTEL proposal.

TDS strongly supports a requirement that the merged company offer DSL capable loops at a significant discount insofar as it will offer DSL at a retail price of \$10 per month. This price is below the price for DSL capable UNE loops in every market in which TDS Metrocom, LLC operates. Therefore, while TDS Metrocom, LLC supports the proposal to offer consumers a discount on broadband service, the AT&T proposal of a \$10 price without a companion wholesale discount for CLECs would be anticompetitive. The AT&T proposal would also ultimately harm consumers by potentially thwarting competitive broadband entry throughout the AT&T and BellSouth regions.

Bingham McCutchen LLP

Suite 300
 3000 K Street NW
 Washington, DC
 20007-5116

202.424.7500
 202.424.7647 fax

bingham.com

Boston
 Hartford
 London
 Los Angeles
 New York
 Orange County
 San Francisco
 Silicon Valley
 Tokyo
 Walnut Creek
 Washington

Marlene H. Dortch
October 27, 2006
Page 2

TDS Metrocom, LLC, a member of the Telephone and Data Systems (TDS) family of companies, is a facilities-based competitive local exchange carrier that provides local, long-distance, and high-speed Internet services to residential and business customers in communities throughout Wisconsin, Illinois, Michigan, Minnesota and North Dakota. TDS Metrocom, LLC serves approximately 400,000 access lines.

Bingham McCutchen LLP
bingham.com

Sincerely,

/s/

Patrick J. Donovan
Bingham McCutchen LLP
3000 K. Street, NW Suite 300
Washington, DC 20007
(202) 424-7500