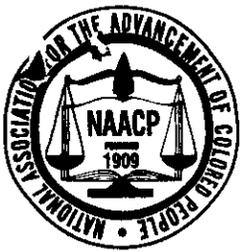


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NATIONAL ASSOCIATION FOR THE ADVANCEMENT OF COLORED PEOPLE
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BRUCE S. GORDON
President & Chief Executive Officer

JULIAN BOND
Chairman, Board of Directors

October 26, 2006

ORIGINAL

The Honorable Kevin J. Martin
Chairman
Federal Communications Commission
445 12th Street, SW, Suite 8-B201
Washington, DC 20554

Dear Chairman Martin:

It is the opinion of the National Association for the Advancement of Colored People (NAACP) that the proposed merger between AT&T and BellSouth should be approved by the Federal Communications Commission. Our evaluation has concluded that this merger is in the public's best interests. In making this recommendation, we hope that the Commission will agree with us that the focus on increasing the availability of advanced communications products and services to all people is the highest priority.

As you are aware, the NAACP is the nation's oldest and largest civil rights organization. Our mission is to ensure the political, educational, social, and economic equality of rights of all persons and to eliminate racial hatred and racial discrimination. This merger has the potential to contribute to the achievement of our mission by reducing the economic and technological barriers confronting people living in underserved rural and low income communities.

The combination of AT&T and BellSouth will create one of the nation's largest employers and purchasers of goods and services. We view this as an opportunity to include more minorities in the operations of the merged companies. The NAACP's Economic Reciprocity Initiative has evaluated corporate America's relationship with the African American community for ten years. In this year's rankings, BellSouth and AT&T were ranked #1 and #3 respectively. We have every reason to believe this track record will be maintained, if not improved.

In recent meetings with AT&T executives, we have achieved an aligned point of view on several principles. AT&T has committed to the following:

1. AT&T/BellSouth will offer customers a broadband offering with a speed of up to 768 kbps at a monthly rate of \$10 per month. The company will actively promote this offering to help potential customers take advantage of this attractive pricing.
2. Upon approval of the merger, AT&T pledges to provide broadband Internet access to all residential living units in the AT&T/BellSouth footprint.
3. The merged entity pledges that at least 30% of new incremental deployment of broadband will be to rural areas and low income housing units.



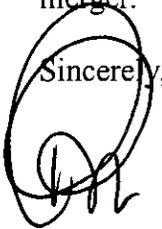
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4. The actual integration of the merged companies will involve implementing best practices. AT&T will maintain or improve the diversity of its workforce at all levels of the new company using profile data obtained in the best practices analysis.
5. Best practices standards will also be applied to supplier diversity to maintain and improve business volumes with minority suppliers.
6. As AT&T explores business development options in conjunction with its broadband rollout, opportunities for minority inclusion in these activities involving new technology and content, will be given priority attention.

In addition to these commitments, it is our understanding that the combined company will employ some 175,000 unionized workers. Labor has historically been a strong ally of the NAACP so we share the concerns and aspirations of our 175,000 unionized friends employed by AT&T and BellSouth. Specifically, while the NAACP is deeply concerned about the number of jobs that will be eliminated as a result of the merger (between 7,000 and 10,000 jobs total), we were heartened to learn that the proposed merged company may reclaim approximately 3,000 formerly out-sourced jobs. We have also been assured that the civil rights and employment rights protections of the employees of both companies will be honored throughout the merger.

We are confident that the spirit of diversity and inclusion reflected in both the broad conversation and these specific commitments bodes well for the future relationship between AT&T and the NAACP. We have a mutual interest in our communities and will seek ways to improve their quality of life. For these reasons, we strongly urge you to approve the proposed merger.

Sincerely,



Bruce S. Gordon
President & CEO

cc: Jonathan S. Adelstein
Commissioner

Michael J. Copps
Commissioner

Robert M. McDowell
Commissioner

Deborah Taylor Tate
Commissioner

Marlene H. Dortch
Secretary

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FCC Mail Room

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Chairman
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