December 6, 2006

Via ECFS

Marlene H. Dortch, Esq.
Secretary
Federal Communications Commission
c/o Natek, Inc.
236 Massachusetts Avenue, N.E.
Suite 110
Washington, D.C. 20002

Attention: Chief, Wireline Competition Bureau

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

Dear Ms. Dortch:

Pursuant to the Protective Order and 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 legal assistant Danilo S. Jayson of Crowell & Moring LLP. AT&T seeks access for him to the confidential and highly confidential documents filed in this docket by Time Warner Telecom, Inc.

Thank you very much for your assistance.

Sincerely,

Peter J. Schildkraut
Counsel for AT&T Inc.

Attachments
cc: Jonathan Lechter, Esq. 
    Willkie Farr & Gallagher LLP 
    1875 K Street, N.W. 
    Washington, D.C. 20006 
    202-303-1000 
    jlechter@willkie.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 Protective Order in the above-captioned proceeding, and I understand it. I agree that I am bound by the Protective Order and that I shall not disclose or use Stamped Confidential Documents or Confidential Information except as allowed by the Protective Order. I acknowledge that a violation of the Protective Order is a violation of an order of the Federal Communications Commission.

Without limiting the foregoing, to the extent that I have any employment, affiliation or role with any person or entity other than a conventional private law firm (such as, but not limited to, a lobbying or public interest organization), I acknowledge specifically that my access to any information obtained as a result of the Protective Order is due solely to my capacity as Counsel or consultant to a party or other person described in paragraph 10 of the foregoing Protective Order and that I will not use such information in any other capacity nor will I disclose such information except as specifically provided in the Protective Order.

I hereby certify that I am not involved in “competitive decision-making,” i.e., my activities, association, and relationship with a client are not such as to involve my advice and participation in any or all of the client’s business decisions made in light of similar or corresponding information about a competitor.

I acknowledge that it is my obligation to ensure that: (1) Stamped Confidential Documents and Confidential Information are used only as provided in the Protective Order; and (2) Stamped Confidential Documents are not duplicated except as specifically permitted by the terms of the Protective Order, and I certify that I have verified that there are in place procedures, at my firm or office, to prevent unauthorized disclosure of Stamped Confidential Documents or Confidential Information.

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

Executed at 5:00 PM this 5th day of December, 2006.

[Name] Daniel S. Jayson
[Position] Legal Assistant—Antitrust Division, Crowell & Moring
[Address] 1081 Pennsylvania Ave NW, Washington, DC 20024
[Telephone] (202) 508-3817
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.

Without limiting the foregoing, to the extent that I have any employment, affiliation or role with any person or entity other than a conventional private law firm (such as, but not limited to, a lobbying or public interest organization), I acknowledge specifically that my access to any information obtained as a result of the Second Protective Order is due solely to my capacity as Outside Counsel of Record or Outside Consultant to a party or other person described in paragraph 8 of the foregoing Second Protective Order and that I will not use such information in any other capacity nor will I disclose such information except as specifically provided in the Second Protective Order.

I acknowledge that it is my obligation to ensure that: (1) Stamped Highly Confidential Documents and Highly Confidential Information are used only as provided in the Second Protective Order; and (2) Stamped Highly Confidential Documents are not duplicated except as specifically permitted by the terms of paragraphs 9, 12, 13 and 15 of the Second Protective Order, and I certify that I have verified that there are in place procedures at my firm or office to prevent unauthorized disclosure of Stamped Highly Confidential Documents or Highly Confidential Information.

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

Executed at 10:28 AM, this 6th day of December, 2006.

[Name]  
[Position]  
[Address]  
[Telephone]  
[Email]  

[Signature]  
Daniele S. Jayson  
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