



December 11, 2006

Chairman Kevin Martin
Commissioners Michael Copps
Commissioner Jonathan Adelstein
Commissioner Deborah Taylor Tate
Commissioner Robert McDowell
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

Ex Parte Filing Re: Application for Consent to Transfer of Control Filed by AT&T, Inc. and BellSouth Corporation, WC Docket No. 06-74

Dear Chairman Martin and Commissioners:

When the FCC next meets, the US Internet Industry Association (USIIA) urges you to vote on the merger of AT&T and BellSouth and approve the deal. Delayed for too long, the joining of these two companies has the potential to instigate new and greater investment in broadband networks, resulting in consumer benefits and an enhanced business environment for all who use the Internet.

In our industry, we know that the emergence of innovative technologies enable American consumers and businesses to prosper. But this takes a significant amount of investment and hard work. It is essential to encourage this work, stimulating progress for all who access the Internet in every area of their lives. Regulatory delays only create an uncertain investment environment. Innovation surrenders to inhibition.

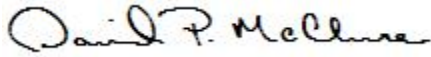
By approving the merger, you would encourage AT&T and BellSouth to continue deploying advanced technologies across their combined 22-state footprint, providing more consumers in these states with the broadband access. You will make possible dramatic and necessary investment in broadband infrastructure.

Additionally, when broadband technology reaches more people, competition within Internet-related industries increases. New innovation welcomes new players to the game. However, rejecting this deal, delaying it any longer, or imposing unnecessary conditions in the name of "Network Neutrality" harms this potential. If the impasse continues, uncertainty threatens to stifle investment and slow growth in important technologies. It is vital to allow development throughout our industry to continue by supporting further investment.

As USIA outlined in our comments filed on October 24, 2006, this merger is in the public interest as the companies plan to expand broadband availability. A vote to approve the AT&T-BellSouth merger is a vote to encourage continued progress in expanding better, faster and more economical broadband access to America's consumers.

Thank you for your consideration.

Respectfully,

A handwritten signature in black ink that reads "David P. McClure". The signature is written in a cursive style with a large initial "D".

David P. McClure
President & CEO

Cc: Michelle Carey
Scott Deutchman
Scott Bergmann
Ian Dillner
John Hunter
Tom Navin
Sam Feder