

December 18, 2006

**VIA E-MAIL**

**EX PARTE**

Ms. Marlene H. Dortch  
Secretary  
Federal Communications Commission  
Room TW-325  
445 12<sup>th</sup> Street, S.W.  
Washington D.C. 20554

Re: In the Matter of AT&T Inc. and BellSouth Corporation Applications for  
Approval of Transfer Of Control,  
WC Docket No. 06-74

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Dear Ms. Dortch:

On Friday, December 15, 2006, the undersigned, on behalf of Time Warner Telecom Inc. (“TWTC”), I discussed with Scott Deutchman, legal advisor to Commissioner Michael Copps, and with Scott Bergmann, legal advisor to Commissioner Jonathan Adelstein, the need for conditions to address the merger-specific harms to the special access market (including Ethernet services) posed by the proposed AT&T-BellSouth merger. During the discussions, I repeated the points made in prior TWTC filings in this proceeding. In addition, I acknowledged that there may well be ways to ensure special access rate reductions and the implementation of an appropriate “baseball arbitration” mechanism that are somewhat different than the specific proposed conditions set forth by the special access coalition filing in this proceeding dated September 22, 2006.<sup>1</sup> I emphasized, however, that AT&T has not come close to proposing any conditions that would achieve these objectives.

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<sup>1</sup> See Letter of Karen Reidy *et al.*, to Marlene H. Dortch, Secretary, FCC, WC Dkt. No. 06-74 (Sept. 22, 2006).

December 18, 2006

Page 2

Pursuant to Section 1.1206(b) of the Commission's rules, 47 C.F.R. § 1.1206(b), a copy of this letter is being filed electronically in the above-referenced proceeding.

Respectfully submitted,

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/s/

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cc: Michelle Carey  
Ian Dillner  
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