



Robert W. Quinn, Jr.  
Senior Vice President  
Federal Regulatory

AT&T Services, Inc. T: 202.457.3851  
1120 20<sup>th</sup> Street, NW F: 832.213.0243  
Suite 1000  
Washington, DC 20036

December 19, 2006

**VIA ELECTRONIC SUBMISSION**

Ms. Marlene H. Dortch  
Secretary  
Federal Communications Commission  
445 12<sup>th</sup> St., SW, Room TWB-204  
Washington, DC 20554

Re: Notice of Oral Ex Parte Communication  
In the Matter of Review of AT&T Inc. and BellSouth Corp.  
Application  
For Consent to Transfer of Control, WC Docket No. 06-74

Dear Ms. Dortch:

Yesterday, Jim Cicconi, Wayne Watts and I met with Commissioner Jonathan S. Adelstein, Scott Bergmann, Legal Advisor to Commissioner Adelstein and Barry Ohlson, Senior Legal Advisor to Commissioner Adelstein, to discuss issues related to the aforementioned proceeding. During the course of that meeting, we discussed the ex parte previously filed on Friday, October 13, 2006 and the contents therein. In addition, we discussed merger conditions previously proposed by other parties in this proceeding. Our discussion was consistent with all of the filings made by AT&T and BellSouth in this proceeding.

One electronic copy of this Notice is being submitted to the Secretary of the FCC in accordance with Section 1.1206 of the Commission's rules.

Sincerely,

cc: Commissioner Jonathan Adelstein  
Scott Bergmann, Legal Advisor  
Barry Ohlson, Sr. Legal Advisor