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December 22, 2006

VIA ECFS

Marlene H. Dortch, Secretary
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

Re: *Ex Parte Notification: WC Docket No. 06-74: In the Matter of the Application Pursuant to Section 214 of the Communications Act of 1934 and Section 63.04 of the Commission's Rules for Consent to Transfer Control of BellSouth Corporation to AT&T, Inc.*

Dear Ms. Dortch:

On December 20, 2006, I had a telephone conversation with Scott Bergmann, Legal Assistant to Commissioner Adelstein. I represented XO Communications, Cbeyond Communications and NuVox Communications on the call. During our call, we discussed the positions taken and information submitted in the above-referenced docket in the public filings made by XO, Cbeyond, and NuVox therein, and supported the remedial conditions proposed by CompTel. I emphasized the importance of adopting the UNE-related conditions proposed by AT&T/BellSouth on October 13, 2006, as supplemented and modified in proposals filed by CompTel on October 25, 2006.

KELLEY DRYE & WARREN LLP

Marlene H. Dortch, Secretary
December 22, 2006
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Pursuant to Section 1.1206(b) of the Commission's rules, one electronic copy of this notice is being filed in the above-referenced proceeding.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "BEM", followed by a long horizontal line extending to the right.

Brad E. Mutschelknaus

BEM:cpa
cc: Scott Bergmann