



PUBLIC NOTICE

FEDERAL COMMUNICATIONS COMMISSION
445 TWELFTH STREET, S.W.
WASHINGTON, D.C. 20554

DA 05-656

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Released: March 11, 2005

**COMMISSION SEEKS COMMENT ON APPLICATION FOR
CONSENT TO TRANSFER OF CONTROL FILED BY
SBC COMMUNICATIONS INC. AND AT&T CORP.**

WC Docket No. 05-65

PLEADING CYCLE ESTABLISHED

Comments/Petitions Due: April 25, 2005

Responses/Oppositions to Petitions Due: May 10, 2005

SBC Communications Inc. (“SBC”) and AT&T Corp. (“AT&T”) (collectively, “the Applicants”) have filed a series of applications pursuant to sections 214 and 310(d) of the Communications Act of 1934, as amended¹ and section 2 of the Cable Landing License Act.² In these applications, the Applicants seek Commission approval of the transfer of control to SBC of licenses and authorizations held directly and indirectly by AT&T. This transfer of control will take place as a result of a proposed acquisition whereby AT&T will become a wholly owned subsidiary of SBC. These transfer of control applications pertain to domestic and international section 214 authorizations; cable landing licenses; the Part 23 International Fixed Public Radiocommunication Services; Part 25 satellite earth station authorizations; the Part 22 Paging and Radiotelephone Service; the Part 22 Rural Radiotelephone Service; the Part 80 Maritime Services; the Part 87 Aviation Services; the Part 90 Industrial/Business Pool Service; the Part 101 Private Operational Fixed Point-to-Point Microwave Service; the Part 101 Common Carrier Fixed Point-to-Point Microwave Service; the Part 101 Local Television Transmission Service; the Part 101 39 GHz, Auctioned Service; and the Part 5 Experimental Radio Service.

These transfer of control applications were filed in connection with a proposed acquisition whereby SBC will acquire AT&T. At closing, a wholly owned subsidiary of SBC will be merged with and into AT&T, and each share of common stock of AT&T will be converted into 0.77942 shares of SBC common stock. AT&T thus will become a wholly owned subsidiary of SBC. In addition, at that time,

¹ 47 U.S.C. §§ 214, 310(d).

² *Id.* § 35; *see generally* An Act Relating to the Landing and Operation of Submarine Cables in the United States, 47 U.S.C. §§ 34-39 (“Cable Landing License Act”).

AT&T will pay its shareholders a special dividend of \$1.30 per share. AT&T will continue to own the stock of its subsidiaries, and AT&T and its subsidiaries will continue to hold all of the FCC authorizations that they hold prior to the merger. SBC will become the new parent of AT&T, resulting in the indirect assignment of licenses or transfer of direct control of the FCC authorizations.³

SECTION 214 AUTHORIZATIONS

A. Part 63 – Domestic Section 214 Authority

The Applicants have filed an application for consent to the transfer of control of domestic section 214 authority from AT&T to SBC in connection with the transaction described above.

B. Part 63 – International Section 214 Authorizations

The following applications for consent to the transfer of control of AT&T’s international section 214 authorizations to SBC have been assigned the file numbers listed below.

<u>File No.</u>	<u>Authorization Holder</u>	<u>Authorization Number</u>
ITC-T/C-20050224-00072 ⁴	AT&T Corp.	ITC-214-19980209-00085 <i>et al.</i>
ITC-T/C-20050224-00071	Alascom, Inc.	ITC-214-1997-0421-00221 <i>et al.</i>
ITC-T/C-20050224-00073	TCG America, Inc.	ITC-214-1997-0814-00493 <i>et al.</i>
ITC-T/C-20050222-00079	TCG Delaware Valley, Inc.	ITC-90-003 <i>et al.</i>
ITC-T/C-20050222-00080	AT&T of the Virgin Islands, Inc.	ITC-89-060 <i>et al.</i>
ITC-T/C-20050222-00081	AT&T of Puerto Rico, Inc.	ITC-91-034 <i>et al.</i>
ITC-T/C-20050222-00082	TC Systems, Inc.	ITC-96-002 <i>et al.</i>
ITC-T/C-20050222-00083	ACC National Long Distance Corp.	ITC-93-131 <i>et al.</i>

CABLE LANDING LICENSE APPLICATION

The following application for consent to the transfer of control of AT&T’s submarine cable landing licenses to SBC has been assigned the file number listed below.

<u>File No.</u>	<u>Authorization Holder</u>	<u>Authorization Number</u>
SCL-T/C-20050222-00002	AT&T Corp.	SCL-87-004 <i>et al.</i>

³ SBC Communications Inc. and AT&T Corp. Public Interest Statement, WC Docket No. 05-65, at 11 (filed Feb. 22, 2005) (Public Interest Statement).

⁴ This application is the lead international section 214 application.

SECTION 310(d) APPLICATIONS

Part 23 – International Public Fixed License Application

<u>File No.</u>	<u>Licensee</u>	<u>Lead Call Sign</u>
SES-T/C-20050224-00233	AT&T of the Virgin Islands, Inc.	WBH79

Part 25 – Satellite Earth Station Authorization Applications

The following applications for consent to the transfer of control of satellite earth station authorizations from AT&T to SBC have been assigned the file numbers listed below.

<u>File No.</u>	<u>Licensee</u>	<u>Lead Call Sign</u>
SES-T/C-20050224-00230 ⁵	AT&T Corp.	E000037
SES-T/C-20050224-00231	AT&T Corp.	E930445
SES-T/C-20050224-00232	Alascom, Inc.	E000650

Parts 22, 80, 87, 90 and 101 – Wireless Radio Services Applications

The following applications for consent to the transfer of control of wireless radio services licenses from AT&T to SBC have been assigned the file numbers listed below.

<u>File No.</u>	<u>Licensee</u>	<u>Lead Call Sign</u>
0002052427 ⁶	AT&T Corp.	KAC58
0002052535	Alascom, Inc.	KBK7
0002052424	AT&T of the Virgin Islands, Inc.	WLK648
0002052409	AT&T Communications of California, Inc.	KMJ96
0002052528	AT&T Communications of Illinois, Inc.	KSF30
0002052521	AT&T Communications of Maryland, Inc.	WAD25
0002052513	AT&T Communications of Michigan, Inc.	KQI61
0002052481	AT&T Communications of Pennsylvania, Inc.	WCG308
0002052471	AT&T Communications of the Midwest, Inc.	KAS91
0002052450	AT&T Communications of the Mountain States, Inc.	KAN28
0002052440	AT&T Communications of the Pacific Northwest, Inc.	WHR380
0002052418	AT&T Communications of the South Central States, Inc.	KIV64
0002052444	AT&T Communications of the Southern States, Inc.	KIA47
0002052419	AT&T Communications of the Southwest, Inc.	KPP57
0002052399	AT&T Communications of Virginia, Inc.	KIA30
0002052431	AT&T Communications of West Virginia, Inc.	KXR62

⁵ This application is the lead satellite earth station application.

⁶ This application is the lead application for the wireless radio services.

<u>File No.</u>	<u>Licensee</u>	<u>Lead Call Sign</u>
0002052438	AT&T Communications of Wisconsin, Inc.	WHO319
0002051267	Biztel, Inc. c/o AT&T Corp.	WMT548

Part 5 – Experimental Radio Service Applications

The following application for consent to the transfer of control of Experimental Radio Service licenses from AT&T to SBC has been assigned the file number listed below.

<u>File No.</u>	<u>Licensee</u>	<u>Call Signs</u>
0012-EX-TU-2005	AT&T Corp.	WD2XIZ WD2XDQ

EX PARTE STATUS OF THIS PROCEEDING

Pursuant to section 1.1200(a) of the Commission’s rules,⁷ the Commission may adopt modified or more stringent *ex parte* procedures in particular proceedings if the public interest so requires. We announce that this proceeding will be governed by permit-but-disclose *ex parte* procedures that are applicable to non-restricted proceedings under section 1.1206 of the Commission’s rules.⁸

Parties making oral *ex parte* presentations are directed to the Commission’s statement re-emphasizing the public’s responsibility in permit-but-disclose proceedings and are reminded that memoranda summarizing the presentation must contain the presentation’s substance and not merely list the subjects discussed.⁹ More than a one- or two-sentence description of the views and arguments presented is generally required.¹⁰ Other rules pertaining to oral and written presentations are set forth in section 1.1206(b) as well.¹¹ We urge parties to use the Electronic Comment Filing System (“ECFS”) to file *ex parte* submissions.¹²

Ex Parte Meeting Schedule. Staff will be available for meetings on April 21 and 22, 2005, and May 9, 2005, in case interested parties wish to discuss any issues that they intend to raise in comments or reply comments, as applicable, in support of, or in opposition to, the application. The purpose of these meetings is to give interested parties an opportunity to inform staff of such issues prior to filing their written comments or reply comments. Parties who wish to schedule meetings with the Bureau should call Myrva Charles, Competition Policy Division, Wireline Competition Bureau at (202) 418-1506.

⁷ 47 C.F.R. § 1.1200(a).

⁸ *Id.* § 1.1206.

⁹ See Commission Emphasizes the Public’s Responsibilities in Permit-But-Disclose Proceedings, *Public Notice*, 15 FCC Rcd 19945 (2000).

¹⁰ See 47 C.F.R. § 1.1206(b)(2).

¹¹ *Id.* § 1.1206(b).

¹² See discussion *infra*.

GENERAL INFORMATION

The transfer of control applications referenced herein have been found, upon initial review, to be acceptable for filing. The Commission reserves the right to return any application if, upon further examination, it is determined to be defective and not in conformance with the Commission's rules or policies. Final action on these applications will not be taken earlier than thirty-one (31) days following the date of this Public Notice.¹³

Interested parties must file comments or petitions to deny no later than **April 25, 2005**.¹⁴ Persons and entities that file comments or petitions to deny become parties to the proceeding. They may participate fully in the proceeding, including seeking access to any confidential information that may be filed under a protective order,¹⁵ seeking reconsideration of decisions, and filing appeals of a final decision to the courts. Responses or oppositions to such pleadings must be filed no later than **May 10, 2005**. All filings concerning matters referenced in this Public Notice should refer to **DA 05-656** and **WC Docket No. 05-65**, as well as the specific file numbers of the individual applications or other matters to which the filings pertain.

Under the Commission's current procedures for the submission of filings and other documents,¹⁶ submissions in this matter may be filed electronically (*i.e.*, though ECFS) or by hand delivery to the Commission's Massachusetts Avenue location.

- **If filed by ECFS,**¹⁷ comments shall be sent as an electronic file via the Internet to <http://www.fcc.gov/e-file/ecfs.html>. In completing the transmittal screen, commenters should

¹³ See 47 U.S.C. § 309(b).

¹⁴ We note that Covad, Eschelon, NuVox, and XO requested that the Commission set the due date for comments at least 60 days after the release of this Public Notice. Letter from Brad E. Mutschelknaus, counsel for Covad *et al.*, to Marlene H. Dortch, Secretary, FCC, WC Docket No. 05-65 (filed Feb. 25, 2005). While we do not adopt their proposed comment period, we do allow additional time from the date of this Public Notice for initial comments in light of the complexity of this proceeding and we may require additional information from the applicants as necessary to our analysis. See, *e.g.*, Informal Timeline for Consideration of Applications for Transfers or Assignments of Licenses or Authorizations Relating to Complex Mergers, available at <http://www.fcc.gov/transaction/timeline.html> (last modified June 14, 2004) (noting that the Commission may utilize a 45 day comment cycle for complex mergers); *SBC Communications, Inc. and Ameritech Corporation Seek FCC Consent for a Proposed Transfer of Control and SBC and Ameritech*, CC Docket No. 98-141, Public Notice, DA 98-1492 (rel. July 30, 1998) (adopting a 45 day due date for comments); *GTE Corporation and Bell Atlantic Corporation Seek FCC Consent for a Proposed Transfer of Control and Commission Seeks Comment on Proposed Protective Order filed by GTE and Bell Atlantic*, CC Docket No. 98-184, Public Notice, DA 98-2035 (rel. Oct. 8, 1998) (same).

¹⁵ See *SBC Communications Inc. and AT&T Corp. Applications for Approval of Transfer of Control*, WC Docket No. 05-65, Order, DA 05-635 (rel. March 10, 2005).

¹⁶ See *Implementation of Interim Electronic Filing Procedures for Certain Commission Filings*, Order, 16 FCC Rcd 21483 (2001); see also *FCC Announces a New Filing Location for Paper Documents and a New Fax Number for General Correspondence*, Public Notice, 16 FCC Rcd 22165 (2001); *Reminder: Filing Locations for Paper Documents and Instructions for Mailing Electronic Media*, Public Notice, 18 FCC Rcd 16705 (2003).

¹⁷ See *Electronic Filing of Documents in Rulemaking Proceedings*, GC Docket No. 97-113, Report and Order, 13

include their full name, Postal Service mailing address, and the applicable docket number. Parties may also submit an electronic comment by Internet e-mail. To get filing instructions for e-mail comments, commenters should send an e-mail to ecfs@fcc.gov, and should include the following words in the body of the message, "get form <your e-mail address>." A sample form and directions will be sent in reply.

- **If filed by paper**, the original and four copies of each filing must be filed by hand or messenger delivery, by commercial overnight courier, or by first-class or overnight U.S. Postal Service mail (although we continue to experience delays in receiving U.S. Postal Service mail). The Commission's contractor, Natek, Inc., will receive hand-delivered or messenger-delivered paper filings for the Commission's Secretary at 236 Massachusetts Avenue, N.E., Suite 110, Washington, D.C. 20002. The filing hours at this location are 8:00 a.m. to 7:00 p.m. All hand deliveries must be held together with rubber bands or fasteners. Any envelopes must be disposed of before entering the building. Commercial overnight mail (other than U.S. Postal Service Express Mail and Priority Mail) must be sent to 9300 East Hampton Drive, Capitol Heights, MD 20743. U.S. Postal Service first-class mail, Express Mail, and Priority Mail should be addressed to 445 12th Street, S.W., Washington, D.C. 20554. All filings must be addressed to the Commission's Secretary, Office of the Secretary, Federal Communications Commission.

In addition, one copy of each pleading must be sent to each of the following:

1. The Commission's duplicating contractor, Best Copy and Printing, Inc., Portals II, 445 12th Street, SW, Room CY-B402, Washington, DC 20554, telephone 1-800-378-3160, or via e-mail www.bcpweb.com;
2. Gary Remondino, Competition Policy Division, Wireline Competition Bureau, 445 12th Street, S.W., Room 5-C143, Washington, D.C. 20554; e-mail: Gary.Remondino@fcc.gov;
3. Marcus Maher, Competition Policy Division, Wireline Competition Bureau, 445 12th Street, S.W., Room 5-C360, Washington, D.C. 20554; e-mail: Marcus.Maher@fcc.gov;
4. Bill Dever, Competition Policy Division, Wireline Competition Bureau, 445 12th Street, S.W., Room 5-C266, Washington, D.C. 20554; e-mail: William.Dever@fcc.gov;
5. Mary Shultz, Wireless Telecommunications Bureau, 1270 Fairfield Road, Gettysburg, PA 17325, e-mail: Mary.Shultz@fcc.gov;
6. Jeff Tobias, Wireless Telecommunications Bureau, 445 12th Street, S.W., Room 3-A432, Washington, D.C. 20554; e-mail: Jeff.Tobias@fcc.gov;
7. David Krech, Policy Division, International Bureau, 445 12th Street, S.W., Room 7-A664, Washington, D.C. 20554; e-mail: David.Krech@fcc.gov;
8. JoAnn Lucanik, International Bureau, 445 12th Street, S.W., Room 6-A660, Washington, D.C. 20554; e-mail: JoAnn.Lucanik@fcc.gov;

9. Charles Iseman, Office of Engineering and Technology, 445 12th Street, S.W., Room 7-A363, Washington, D.C. 20554; e-mail: Charles.Iseman@fcc.gov;
10. James Bird, Office of General Counsel, 445 12th Street, S.W., Room 8-C824, Washington, D.C. 20554; e-mail: James.Bird@fcc.gov; and
11. Jonathan Levy, Office of Strategic Planning and Policy Analysis, 445 12th Street, S.W., Room 7-C362, Washington, D.C. 20554; e-mail: Jonathan.Levy@fcc.gov.

Copies of the applications and any subsequently-filed documents in this matter may be obtained from Best Copy and Printing, Inc., Portals II, 445 12th Street, SW, Room CY-B402, Washington, DC 20554, telephone 1-800-378-3160, or via e-mail www.bcpweb.com. The applications and any associated documents are also available for public inspection and copying during normal reference room hours at the following Commission office: FCC Reference Information Center, 445 12th Street, S.W., Room CY-A257, Washington, D.C. 20554. The domestic section 214 application also is available electronically through the Commission's ECFS, which may be accessed on the Commission's Internet website at <http://www.fcc.gov>. The international section 214 applications also are available electronically through the Commission's IBFS, which may be accessed on the Commission's Internet website. In addition, applications filed under Parts 22, 24, 27, 90, and 101 of the Commission's rules are available electronically through ULS, which also may be accessed on the Commission's Internet website. Additional information regarding the transaction will be available on the FCC's Office of General Counsel's website, <http://www.fcc.gov/ogc>, which will contain a fully indexed, unofficial listing and electronic copies of all materials in this docket. Alternate formats of this public notice (computer diskette, large print, audio recording, and Braille) are available to persons with disabilities by contacting Brian Millin at (202) 418-7426 (voice), (202) 418-7365 (TTY), or send an e-mail to access@fcc.gov.

For further information, contact Marcus Maher, Competition Policy Division, Wireline Competition Bureau, at (202) 418-2339; Bill Dever, Competition Policy Division, Wireline Competition Bureau, at (202) 418-1578; Mary Shultz, Wireless Telecommunications Bureau, at (717) 228-2656; Jeff Tobias, Wireless Telecommunications Bureau, at (202) 418-1617; David Krech, International Bureau, at (202) 418-7443; JoAnn Lucanik, International Bureau, at (202) 418-0873; Charles Iseman, Office of Engineering and Technology, at (202) 418-2444; or Jim Bird, Office of General Counsel, at (202) 418-7802.

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