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January 31, 2006

Guy M Hicks
General Counsel

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VIA HAND DELIVERY

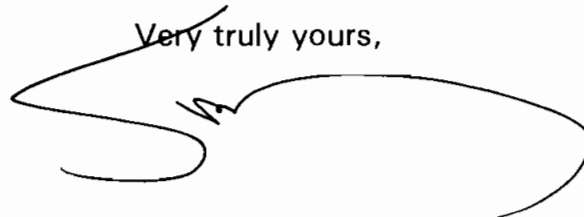
Hon Ron Jones, Chairman
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37238

Re *Complaint by Aeneas Communications, LLC Against BellSouth
Telecommunications Alleging Anticompetitive Business Practices*
Docket No 02-01274

Dear Chairman Jones

In response to Authority General Counsel J Richard Collier's letter of January 20, 2006, BellSouth reports that it has provided a detailed proposal to Aeneas this month that is intended to resolve the disputes between the parties. While BellSouth does not object to mediation, BellSouth believes that any mediation is premature until Aeneas responds to BellSouth's proposal.

Very truly yours,



Guy M Hicks

GMH nc

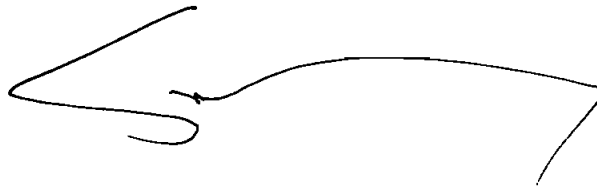
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CERTIFICATE OF SERVICE

I hereby certify that on January 31, 2006, a copy of the foregoing document was served on the parties of record, via the method indicated

- ☐ Hand
- ☐ Mail
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- ☒ Electronic

Henry Walker, Esquire
Boult, Cummings, et al
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A handwritten signature in black ink, appearing to be 'H. Walker', written over a horizontal line.