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June 2, 2006

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*ALSO ADMITTED IN GA

Chairman Ron Jones
c/o Sharla Dillon, Docket Manager
TENNESSEE REGULATORY AUTHORITY
460 James Robertson Parkway
Nashville, Tennessee 37243-0505

Via Hand Delivery

Re: Joint Filing of AT&T Inc. and BellSouth Corporation together with its
Certificated Tennessee Subsidiaries regarding Change of Control of the Operating
Authority of BellSouth Corporation's Tennessee Subsidiaries

Docket No. 06-00093

Dear Chairman Jones:

I have enclosed the original Nondisclosure Agreements signed by Debbie Goldman with
CWA and myself pursuant to the protective order entered in this docket on April 20, 2006. I was
advised that the originals of these Nondisclosure Agreements needed to be filed with the
Authority. I have enclosed a copy of these Nondisclosure Agreements which I would appreciate
your stamping filed and returning to me.

Should you have any questions with respect to this filing, please do not hesitate to contact
me.

Sincerely yours,

Donald Scholes
DONALD L. SCHOLES by *Teresa Chan*

Enclosures

c: Guy Hicks

Mr. Ron Jones
June 2, 2006
Page 2

Lisa Foshee
Jack Robinson, Jr.
Charles B. Welch, Jr.,
H. LaDon Baltimore
Susan Berlin
Timothy Phillips
Debbie Goldman

ATTACHMENT A

CERTIFICATE OF AUTHORIZED REVIEWING REPRESENTATIVE

The undersigned, Donald L. Scholes, being first duly sworn, deposes and states under oath as follows:
(insert name)

I certify my understanding that Confidential Protected Materials are provided to me pursuant to the terms and restrictions of the Protective Agreement in Tennessee Regulatory Authority Docket No. 06-00093, that I have been given a copy of and have read the Protective Agreement, and that I agree to be bound by it. I understand that the contents of "Confidential Information" and of "Highly Confidential Information," and any notes, memoranda, or any other form of information regarding or derived from such Confidential Information or Highly Confidential Information, shall not be disclosed to anyone other than in accordance with the Protective Agreement and shall be used only for the purposes of the proceedings in Docket No. 06-00093.

Signature:

Donald L. Scholes

Date of Execution: May 26, 2006

Type or Print below:

Name: Donald L. Scholes

Title: Attorney

Company: Bramstetter, Stranch & Jennings, PLLC

Address: 227 Second Avenue North, 4th Floor
Nashville, TN 37201

Requesting Party: Communication Workers of America

STATE OF Tennessee)

COUNTY OF Davidson)

Sworn to and subscribed before me on this
26th day of May, 2006.

Janet A. Speer
TENNESSEE
NOTARY PUBLIC
My Commission Expires: 7-19-08

(SEAL)

ATTACHMENT A

CERTIFICATE OF AUTHORIZED REVIEWING REPRESENTATIVE

The undersigned, Debbie Goldman, being first duly sworn, deposes and states under oath as follows:
(insert name)

I certify my understanding that Confidential Protected Materials are provided to me pursuant to the terms and restrictions of the Protective Agreement in Tennessee Regulatory Authority Docket No. 06-00093, that I have been given a copy of and have read the Protective Agreement, and that I agree to be bound by it. I understand that the contents of "Confidential Information" and of "Highly Confidential Information," and any notes, memoranda, or any other form of information regarding or derived from such Confidential Information or Highly Confidential Information, shall not be disclosed to anyone other than in accordance with the Protective Agreement and shall be used only for the purposes of the proceedings in Docket No. 06-00093.

Signature:

Debbie Goldman
Date of Execution: 5/26/06

Type or Print below:

Name: Debbie Goldman
Title: Research Economist
Company: CWA
Address: 501 Third St NW
Washington DC 20016

Requesting Party: _____

~~STATE OF~~ District)
COUNTY OF Columbia)

Sworn to and subscribed before me on this

26th day of May, 2006.

Pamela R. Oxley (SEAL)
NOTARY PUBLIC

My Commission Expires: Pamela R. Oxley
Notary Public, District of Columbia
My Commission Expires 11-30-2008