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Of Counsel

H. LaDon Baltimore

June 19, 2006

Hon. Ron Jones, Chairman
Tennessee Regulatory Authority
ATTN: Sharla Dillon, Dockets
460 James Robertson Parkway
Nashville, TN 37243-5015

Filed Electronically with ^{TRA}~~TAR~~ on
June 19, 2006

Via Hand Delivery

Re: Joint Filing of AT&T, BellSouth Corporation, and BellSouth's Certified
Tennessee Subsidiaries Regarding Change of Control; Docket No. 06-00093

Dear Chairman Jones:

Enclosed are the original and four copies each of the Affidavit of Susan J. Berlin and the Affidavit of Henry S. Alford for Permission to Practice *Pro Hac Vice* in the above-referenced matter. Copies of the enclosed have been provided to counsel of record.

Thank you for your assistance in this regard.

Sincerely,



H. LaDon Baltimore
Counsel for Intervenors

LDB/dcg
Enclosures

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BEFORE THE TENNESSEE REGULATORY AUTHORITY
NASHVILLE, TENNESSEE

IN RE:

JOINT FILING OF AT&T, INC.,
BELLSOUTH CORPORATION, and
BELLSOUTH'S CERTIFIED TENNESSEE
SUBSIDIARIES REGARDING CHANGE OF
CONTROL

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DOCKET NO. 06-00093

AFFIDAVIT OF SUSAN J. BERLIN
FOR PERMISSION TO PRACTICE *PRO HAC VICE*

Pursuant to Rule 19 of the Rules of the Supreme Court of the State of Tennessee, Susan J. Berlin, attorney for NuVox Communications, Inc. (hereinafter, "NuVox"), hereby makes the following statement regarding her appearance as counsel *pro hac vice* in the above-referenced case on behalf of NuVox:

1. The undersigned, Susan J. Berlin, has a business address of 2 North Main Street, Greenville, South Carolina 29601.
2. The undersigned desires to enter an appearance on behalf of NuVox in the above-referenced matter.
3. The undersigned is employed as an attorney with NuVox.
4. The undersigned is currently licensed, is in good standing, and is admitted to practice in Texas, State Bar No. 00783645, and no disciplinary action or investigation of Susan Berlin's conduct is pending.

5. The undersigned agrees to subject herself to the jurisdiction of this Authority in any manner arising out of her conduct in such proceeding and agrees to be bound by the rules governing the conduct of attorneys appearing before this Authority.

FURTHER AFFIANT SAITH NOT.



SUSAN J. BERLIN

STATE OF SOUTH CAROLINA)
COUNTY OF GREENVILLE)

Sworn to and subscribed before me this the 14th day of June, 2006.



Notary Public

My commission expires 05-12-2014



Certificate of Service

The undersigned hereby certifies that on this the 19th day of June, 2006, a true and correct copy of the foregoing has been forwarded

via electronic transmission to:

Guy Hicks, Esq.
BellSouth Telecommunications, Inc.
333 Commerce Street, Suite 2101
Nashville, TN 37201
Guy.Hicks@bellsouth.com with copy to: Carolyn.Hanesworth@bellsouth.com

Jack W. Robinson, Jr., Esq.
Gullet Sanford, Robinson & Martin, PLLC
P.O. Box 198888
Nashville, TN 37219-8888
jrobinsonjr@gsm.com

and via U. S. Mail, first class postage prepaid, to:


Charles B. Welch, Jr., Esq.
Farris, Mathews, et al.
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Timothy Phillips, Esq.
Office of the Attorney General
Consumer Advocate & Protective Division
P.O. Box 20207
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