



TENNESSEE REGULATORY AUTHORITY

**460 James Robertson Parkway
Nashville, Tennessee 37243-0505**

May 11, 2006

Mr. Guy M. Hicks, Counsel
BellSouth
333 Commerce Street, Suite 2101
Nashville, TN 37201-1800

Mr. Jack W. Robinson, Jr., Counsel
Gullett, Sanford, Robinson & Martin, PLLC
PO Box 198888
Nashville, TN 37219-8888

RE: Docket 06-00093: Joint Filing of AT&T, Inc., BellSouth Corporation, and BellSouth's
Certified Tennessee Subsidiaries Regarding Change of Control

Dear Messrs. Hicks and Robinson, Jr.:

In order to fully analyze the above-referenced petition, the Tennessee Regulatory Authority (TRA) requires additional information. Please provide the information requested below by May 19, 2005, and refer to this correspondence as Data Request No. 2 in the response.

Due to the receipt of various Petitions's For Leave To Intervene regarding AT&T Inc.'s proposed merger with BellSouth Corporation, provide continued updates of of any actions which could affect this petition at the state or federal level.

If you have any questions, or need further assistance, please call Carlos Black at 615-741-2904, ext. 196 or e-mail him at Carlos.Black@state.tn.us. Please respond by sending the original and 13 copies to:

Ms. Sharla Dillon, Docket Room Manager
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37243-0505

Sincerely,

A handwritten signature in cursive script, appearing to read "Colleen Edwards".

Colleen Edwards, Interim Chief

Competitive Markets & Policy Division

c: Mr. Ron Jones, Chairman, Ms. Sharla Dillon, Docket Room Manager
Telephone (615) 741-2904, Toll-Free 1-800-342-8359, Facsimile (615) 741-5015

www.state.tn.us/tra