

BEFORE THE TENNESSEE REGULATORY AUTHORITY

NASHVILLE, TENNESSEE

February 12, 2007

IN RE:)	
)	
PETITION OF BELL SOUTH FOR APPROVAL)	DOCKET NO.
OF D/B/A NAME CHANGE AND REQUEST)	07-00001
FOR APPROVAL OF CUSTOMER NOTICE)	

ORDER GRANTING APPROVAL OF AN ASSUMED NAME

This matter came before Chairman Sara Kyle, Director Eddie Roberson, and Director Ron Jones of the Tennessee Regulatory Authority (the "Authority"), the voting panel assigned to this docket, at a regularly scheduled Authority Conference held on January 23, 2007, upon the Petition of BellSouth Telecommunications, Inc. ("BellSouth") to utilize an assumed name.


BellSouth, a holding of BellSouth Corporation, was founded in 1992 as a result of the merger of Southern Bell and South Central Bell. BellSouth was registered with the Tennessee Secretary of State on November 12, 1991. On March 31, 2006, in Docket No. 06-00093, AT&T, Inc. ("AT&T") and BellSouth filed the *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*, as a result of the Agreement and Plan of Merger jointly executed by BellSouth and AT&T on March 4, 2006. The merger/change of control was approved at a regularly scheduled Authority Conference on July 10, 2006. On January 2, 2007, BellSouth filed a petition in this docket notifying the Authority that the merger between BellSouth Corporation and

AT&T, Inc. closed on December 29, 2006, at which time BellSouth Corporation became a wholly-owned first-tier subsidiary of AT&T, Inc. and that BellSouth Telecommunications, Inc. will use the d/b/a name "AT&T Tennessee" and "AT&T Southeast."

Based upon careful consideration of the record of this matter and upon a finding that the Company has satisfied the requirements of Tenn. Comp. R. & Regs. 1220-4-1-.08, a majority of the panel voted¹ to approve the name change.

IT IS SO ORDERED.


Sara Kyle, Chairman


Eddie Roberson, Director

Ron Jones, Director

¹ Director Jones abstained from voting and asserted that Tenn. Comp. R. & Reg. 1220-4-1-.08 does not require Authority approval for a name change. Director Jones further asserted that requiring such approval is in direct opposition to the Authority's decision in Rulemaking Docket No. 04-00072 and is contrary to the plain language of Tenn. Comp. R. & Reg. 1220-4-1-.08.