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VIA HAND DELIVERY

Hon. Kenneth C. Hill, Chairman
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, Tennessee

RE: *Application of BellSouth Telecommunications, Inc., d/b/a AT&T Tennessee for a
State-Issued Certificate of Franchise Authority*
Docket 08-00115

Dear Chairman Hill:

This letter will certify AT&T Tennessee's ("AT&T") compliance with provisions of the Competitive Cable and Video Services Act ("CCVSA"). Specifically, T.C.A. § 7-59-311(b) requires that a holder of a state-issued certificate of franchise authority shall provide access to its cable or video service to a number of households equal to at least thirty percent (30%) of the households in its franchise area within forty-two (42) months after the date it receives a state-issued certificate of franchise authority. In addition, T.C.A. §7-59-311(a)(2) requires that within forty-two (42) months after the date it receives a state-issued certificate of franchise authority, twenty-five percent (25%) of the households with access to the holder's cable or video service shall be low-income households.

The Tennessee Regulatory Authority ("Authority") issued a state-issued certificate of franchise authority to AT&T on August 5, 2008 in Docket 08-00115, and the forty-two month period referenced in the CCVSA will expire on February 5, 2012.

AT&T is pleased to inform the Authority that, as of January 10, 2012, it has exceeded these requirements of the CCVSA. More than thirty percent of households (**34.4%**) in AT&T's franchise area, as defined in T.C.A. § 7-59-303(9), have access to AT&T's video service. In addition, more than twenty-five percent (**31.8%**) of those households with access to AT&T's video service were low-income households.

The CCVSA also includes provisions (T.C.A. § 7-59-311(d)) permitting a provider to include towards the forty-two month requirements mentioned above households provided with access to Internet service after the date of its application for a state-issued certificate. While AT&T is not relying on these provisions to meet the forty-two month requirements

Hon. Kenneth C. Hill, Chairman

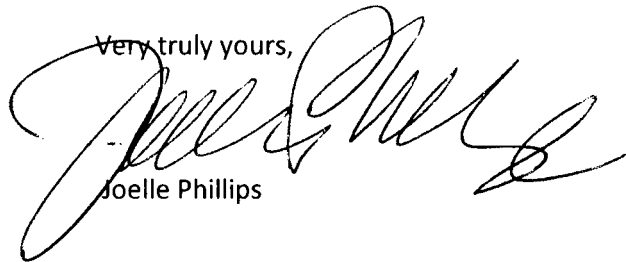
January 10, 2012

Page 3

described above, AT&T is pleased to report that within that same forty-two month period, it has extended broadband Internet access availability by deploying DSL-based service in approximately **50** new locations (each location capable of serving multiple customers), and by extending wireless broadband Internet access in over **830** additional locations (each location capable of serving multiple customers) across the state.

Please contact Paul Stinson (615-214-3839) if there are any questions.

Very truly yours,

A handwritten signature in black ink, appearing to read "Joelle Phillips", written over the typed name.

Joelle Phillips