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Via Electronic Filing

May 25, 2006

Ms. Beth O'Donnell
Executive Director
Kentucky Public Service Commission
211 Sower Boulevard
Frankfort, KY 40602

Re: In The Matter Of: Joint Application For Approval Of The Indirect Transfer Of Control Relating To The Merger Of AT&T Inc. And BellSouth Corporation, Commonwealth Of Kentucky, Before The Kentucky Public Service Commission, Case No. 2006-00136

Dear Ms. O'Donnell:

Enclosed are the Joint Applicants' Highly Confidential and Confidential Responses to Nuvox Communications, Inc.'s ("Nuvox") and Dieca Communications, Inc. d/b/a Covad Communications Company's ("Covad") Data Requests to the Joint Applicants dated May 1, 2006, and to Xspedius Management Company Switched Services LLC's and Xspedius Management Company of Louisville, LLC's ("Xspedius") Data Requests to the Joint Applicants dated May 2, 2006. Since Nuvox, Covad and Xspedius propounded identical Data Requests to the Joint Applicants, the Joint Applicants are providing Responses to both sets of discovery in one document. The Joint Applicants filed the Non-Confidential Responses to these Data Requests on May 11, 2006.

The Responses to certain Items (2-3, 5-6, 8-12, 17, 19, 21-22, 29-35, 37-38 and 40) contain Highly Confidential and Confidential Information and are filed with the Commission, along with a Petition for Confidentiality. The documents responsive to Items 6, 17, 29-31, 34-35, 37 and 40 are also enclosed. The Responses are provided to the Attorney General pursuant to the Protective Agreement between the Joint Applicants and the Attorney General executed May 2, 2006. The information is being provided to Nuvox and Xspedius pursuant to the Protective Agreement between the Joint Applicants and Nuvox and Xspedius.

Given the confidential nature of this filing, only the transmittal letter is e-filed. One paper copy of this filing is provided for the confidential file in case No. 2006-00136. The attached certification certifies that this letter was filed electronically today and served by email on parties of record. Parties of record can access the letter at the Commission's Electronic Filing Center located at <http://psc.ky.gov/efs/efsmain.apx>.

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Please do not hesitate to contact me if you have any questions regarding this matter.

Sincerely,

/s/ _____
Holland N. McTyeire, V

Enclosure

cc: Parties of Record

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CERTIFICATION FOR 2006-00136

I hereby certify that the electronic version of this filing made with the Commission this 25th day of May 2006 is a true and accurate copy of the documents filed herewith in paper form on May 25, 2006, and the electronic version of the filing has been transmitted to the Commission. An electronic copy of the Read1st document has been served electronically on parties.

/s/ _____
Creighton E. Mershon, Sr.

ELECTRONIC SERVICE LIST - KPSC 2006-00136

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