



Regulatory Department

AT&T Long Distance
5850 W. Las Positas Blvd.
Pleasanton, CA 94588

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June 20, 2006

Ms. Maryruth Wright
Public Utilities Commission of Ohio
180 East Broad Street
Columbus, Ohio 43215-3793

Re: Case No. 06-820-TP-CIO
Filing of Affiliate Agreements for SBC Long Distance, LLC. d/b/a AT&T Long Distance, SBC Long Distance

Dear Ms. Wright:

Pursuant to a discussion with staff, enclosed please find for filing with the Commission, the original and seven (7) copies of three (3) affiliate agreements to which SBC Long Distance, LLC is a party.

The following documents are enclosed:

- (1) Telecommunications Application Form;
- (2) Consumer Support Services SPS T04D01-OH-3W7-4
- (3) Service Order #8 Affiliate Services ASI-SBCLD 050430
- (4) Supplemental Information - Effective Rates

So that our records will be complete, I would appreciate it if you would please date-stamp the extra copies of the transmittal letter and Telecommunications Application Form and return in the envelope provided.

If there are any questions regarding this filing, please contact Michael Edwards who may be reached via telephone at (925) 251-7462, via fax at (707) 435-6882 or via email at me1973@sbcl.com.

Thank you for your assistance in this matter.

Yours truly,

Joe Carrisalez
Joe Carrisalez
Executive Director, Regulatory

Enclosures

This is to certify that the images appearing are an accurate and complete reproduction of a case file document delivered in the regular course of business
Technician *Am* Date Processed *6/22/06*

The Public Utilities Commission of Ohio
TELECOMMUNICATIONS APPLICATION FORM

(Effective: 07/23/2003)

(Pursuant to Case Nos. 99-998-TP-COI and 99-563-TP-COI)

In the Matter of the Application of SBC Long Distance, LLC

_____)
to file Affiliate Agreement _____)

Case No. 06 - 820 - **TP**- CIO

Name of Registrant(s) SBC Long Distance, LLC

DBA(s) of Registrant(s) SBC Long Distance, AT&T Long Distance

Address of Registrant(s) 5850 W. Las Positas Blvd. Pleasanton, CA 94588

Company Web Address www.sbc.com

Regulatory Contact Person(s) Michael Edwards Phone (925) 251-7462 Fax (707) 435-6882

Regulatory Contact Person's Email Address me412@att.com

Contact Person for Annual Report Lisa Andrejko Phone (925) 468-5184

Consumer Contact Information Lisa Andrejko Phone (925) 468-5184

Date June 20, 2006 TRF Docket No. 90 - 6150 CT-TRF or _____ - TP-TRF

Motion for protective order included with filing? ☐ Yes ☒ No

Motion for waiver(s) filed affecting this case? ☐ Yes ☒ No [Note: waiver(s) tolls any automatic timeframe]

Company Type (check all applicable): ☒ CTS (IXC) ☐ ILEC ☐ CLEC ☐ CMRS ☐ AOS

☐ Other (explain) _____

*NOTE: This form must accompany all applications filed by telecommunication service providers subject to the Commission's rules promulgated in Case No. 99-998-TP-COI, as well as by ILECs filing an ARB or NAG case pursuant to the guidelines established in Case No. 96-463-TP-UNC. It is preferable **NOT** to combine different types of filings, but if you do so, you must file under the process with the longest applicable review period.*

I. Please indicate the reason for submitting this form (check one)

- ☐ 1 (AAC) Application to Amend Certificate by a CLEC to modify Serving Area (0-day notice, 7 copies)
- ☐ 2 (ABN) Abandonment of all Services
 - ☐ a. CLEC (90-day approval, 10 copies) ☐ b. CTS (14-day approval, 10 copies) ☐ c. ILEC (NOT automatic, 10 copies)
- ☐ 3 (ACE) New Operating Authority for providers other than CMRS (30-day approval, 7 copies); for CMRS, see item No.15 on this page.
 - ☐ a. Switched Local ☐ b. Non-switched local ☐ c. CTS ☐ d. Local and CTS ☐ e. Other (explain) _____
- ☐ 4 (ACO) LEC Application to Change Ownership (30-day approval, 10 copies)
- ☐ 5 (ACN) LEC Application to Change Name (30-day approval, 10 copies)
- ☐ 6 (AEC) Carrier-to-Carrier Contract Amendment to an agreement approved in a NAG or ARB case (30-day approval, 7 copies)
NOTE: see item 25 (CTR) on page two of this form for all other contract filings.
- ☐ 7 (AMT) LEC Merger (30-day approval, 10 copies)
- ☐ 8 (ARB) Application for Arbitration (see 96-463-TP-COI for applicable process, 10 copies)
- ☐ 9 (ATA) Application for Tariff Amendment for Tier 1 Services, Application to Reclassify Service Among Tiers, or Change to Non-Tier Service
 - ☐ a. Tier 1 (and Carrier-to-Carrier tariff filings as set-forth in 95-845-TP-COI)
 - ☐ i. Pre-filing submittal (30-day pre-filing submittal with Staff and OCC; **Do Not Docket**, 4 copies)
 - ☐ ii. New End User Service which has been preceded by a 30-day pre-filing submittal with Staff for all submittals and also with OCC for Tier 1 residential services (0-day filing, 10 copies)
 - ☐ iii. New End User Service (NOT preceded by a 30-day filing submittal, 30-day approval, 10 copies)
 - ☐ iv. New Carrier-to-Carrier Service which has been preceded by a 30-day pre-filing with Staff (0-day filing, 10 copies)
 - ☐ v. Change in Terms and Conditions, textual revision, correction of error, etc. (30-day approval, 10 copies)
 - ☐ vi. Grandfather service (30-day approval, 10 copies)
 - ☐ vii. Initial Carrier-to-Carrier Services Tariff subsequent to ACE approval (60-day approval, 10 copies)
 - ☐ viii. *Withdrawal of Tier 1 service must be filed as an "ATW", not an "ATA" - see item 12, below*
 - ☐ b. Reclassification of Service Among Tiers (NOT automatic, 10 copies)
 - ☐ c. Textual revision with no effect on rates for non-specific or non-tier service (30-day approval, 10 copies)
- ☐ 10 (ATC) Application to Transfer Certificate (30-day approval, 7 copies)
- ☐ 11 (ATR) LEC Application to Conduct a Transaction Between Utilities (30-day approval, 10 copies)
- ☐ 12 (ATW) Application to Withdraw a Tier 1 Service
 - ☐ a. CLEC (60-day approval, 10 copies) ☐ b. ILEC (NOT automatic, 10 copies)
- ☒ 13 (CIO) Application for Change in Operations by Non-LEC Providers (0-day notice, 7 copies)
- ☐ 14 (NAG) Negotiated Interconnection Agreement Between Carriers (0-day effective, 90-day approval, 8 copies)
- ☐ 15 (RCC) For CMRS providers only to Register or to Notify of a Change in Operations (0-day notice, 7 copies)
- ☐ 16 (SLF) Self-complaint Application
 - ☐ a. CLEC only - Tier 1 (60-day automatic, 10 copies)
 - ☐ b. Introduce or increase maximum price range for Non-Specific Service Charge (60-day approval, 10 copies)
- ☐ 17 (UNC) Unclassified (explain) _____ (NOT automatic, 15 copies)
- ☐ 18 (ZTA) Tariff Application Involving only Tier 2 Services
 - ☐ a. New End User Service (0-day notice, 10 copies)
 - ☐ b. Change in Terms and Conditions, textual revision, correction of error, etc. (0-day notice, 10 copies)

- ☐ c. Withdrawal of service (0-day notice, 10 copies)
☐ 19 Other (explain) _____ (NOT automatic, 15 copies)

THE FOLLOWING ARE TRF FILINGS ONLY, NOT NEW CASES (0-day notice, 3 copies)

- ☐ 20 Introduction or Extension of Promotional Offering
☐ 21 New Price List Rate for Existing Service
☐ a. Tier 1 ☐ b. Tier 2
☐ 22 Designation of Registrant's Process Agent(s)
☐ 23 Update to Registrant's Maps
☐ 24 Annual Tariff Option For Tier 2 Services - indicate which option you intend to adopt to maintain the tariff. NOTE, changing options is only permitted once per calendar year.
☐ Paper Tariff ☐ Electronic Tariff. If electronic, provide the tariff's web address: _____

THE FOLLOWING ARE CTR FILINGS ONLY, NOT NEW CASES (0-day notice, 7 copies)

- ☐ 25 Application to establish, revise, or cancel an end-user contract. (NOTE: see item 6 on page 1 of this form for carrier-to-carrier contract amendments)
 CTR Docket No. _____ - TP - CTR (Use same CTR number throughout calendar year)

II. Please indicate which of the following exhibits have been filed. The numbers (corresponding to the list on page (1) and above) indicate, at a minimum, the types of cases in which the exhibit is required:

<input type="checkbox"/>	[all]	A copy of any motion for waiver of O.A.C. rule(s) associated with this filing. NOTE: the filing of a motion for waiver tolls any automatic timeframe associated with this filing.
<input type="checkbox"/>	[3]	Completed Service Requirements Form.
<input type="checkbox"/>	[3, 9(vii)]	A copy of registrant's proposed tariffs. (Carrier-to-Carrier resale tariff also required if facilities-based)
<input type="checkbox"/>	[3]	Evidence that the registrant has notified the Ohio Department of Taxation of its intent to conduct operations as a telephone utility in the State of Ohio.
<input type="checkbox"/>	[3]	Brief description of service(s) proposed.
<input type="checkbox"/>	[3a-b,3d]	Explanation of whether applicant intends to provide <input type="checkbox"/> resold services, <input type="checkbox"/> facilities-based services, or <input type="checkbox"/> both resold and facilities-based services.
<input type="checkbox"/>	[3a-b,3d]	Explanation as to whether CLEC currently offers CTS services under separate CTS authority, and whether it will be including those services within its CLEC filing, or maintaining such CTS services under a separate affiliate.
<input type="checkbox"/>	[3a-b,3d]	Explanation of how the proposed services in the proposed market area are in the public interest.
<input type="checkbox"/>	[3a-b,3d]	Description of the proposed market area.
<input type="checkbox"/>	[3a-b,3d]	Description of the class of customers (e.g., residence, business) that the applicant intends to serve.
<input type="checkbox"/>	[3a-b,3d]	Documentation attesting to the applicant's financial viability, including, at a minimum, a pro forma income statement and a balance sheet. If the pro forma income statement is based upon a certain geographical area(s) or information in other jurisdictions, please indicate.
<input type="checkbox"/>	[3a-d]	Documentation attesting to the applicant's technical and managerial expertise relative to the proposed service offering(s) and proposed service area.
<input type="checkbox"/>	[3a-d]	Documentation indicating the applicant's corporate structure and ownership.
<input type="checkbox"/>	[3a-b,3d]	Information regarding any similar operations in other states. Also, if this company has been previously certified in the State of Ohio, include that certification number.
<input type="checkbox"/>	[3a-b,3d]	Verification that the applicant will maintain local telephony records separate and apart from any other accounting records in accordance with the GAAP.
<input type="checkbox"/>	[3a-b,3d]	Verification of compliance with any affiliate transaction requirements.
<input type="checkbox"/>	[3a-b,3d]	Explanation as to whether rates are derived through (check all applicable): <input type="checkbox"/> interconnection agreement, <input type="checkbox"/> retail tariffs, or <input type="checkbox"/> resale tariffs.
<input type="checkbox"/>	[1,3a-b,3d]	Explanation as to which service areas company currently has an approved interconnection or resale agreement.
<input type="checkbox"/>	[3a-b,3d, 9a(i-iii)]	Explanation of whether applicant intends to provide Local Services which require payment in advance of Customer receiving dial tone.
<input type="checkbox"/>	[3a,3b,3d, 9a(i-iii)]	Tariff sheet(s) listing the services and associated charges that must be paid prior to customer receiving dial tone (if applicable).
<input type="checkbox"/>	[3a-b,3d,8]	Letters requesting negotiation pursuant to Sections 251 and 252 of the Telecommunications Act of 1996 and a proposed timeline for construction, interconnection, and offering of services to end users.
<input type="checkbox"/>	[3-5,7,10-11,13]	Certification from Ohio Secretary of State as to party's proper standing (domestic or foreign corporation, authorized use of fictitious name, etc.). In transfer of certificate cases, the transferee's good standing must be established.
<input type="checkbox"/>	[3-4,7,10-11,13]	List of names, addresses, and phone numbers of officers and directors, or partners.
<input type="checkbox"/>	[3]	A sample copy of the customer bill and disconnection notice the applicant plans to utilize.
<input type="checkbox"/>	[1,4,9,10-13,16-21]	Copy of superseded tariff sheet(s) & price list(s), if applicable, marked as Exhibit A.
<input type="checkbox"/>	[1,4,9,10-13,16-21]	Copy of revised tariff sheets & price lists, marked as Exhibit B.
<input type="checkbox"/>	[3]	Provide a copy of any customer application form required in order to establish residential service, if applicable.
<input type="checkbox"/>	[1-2,4-7,9,12-13,16,18-23,25]	Description of and rationale for proposed tariff changes, including a complete description of the service(s) proposed or affected. Specify for each service affected whether it is <input type="checkbox"/> business; <input type="checkbox"/> residence; or <input type="checkbox"/> both. Also indicate whether it is a <input type="checkbox"/> switched or <input type="checkbox"/> dedicated service. Include this information in either the cover letter or Exhibit C.

<input type="checkbox"/>	[1,2,4,9a(v-vi), 5,10,16,18(b-c), 20-21]	Specify which notice procedure has been utilized: <input type="checkbox"/> direct mail; <input type="checkbox"/> bill insert; <input type="checkbox"/> bill notation or <input type="checkbox"/> electronic mail. NOTE: Tier 1 price list increases must be within an approved range of rates.
<input type="checkbox"/>	[2,4-5,9a(v), 9b, 10,12-13,16, 18(b-c),20-21]	Copy of real time notice which has been provided to customers.
<input type="checkbox"/>	[1,2,5,9a(v),11-13, 21(increase only)]	Affidavit attesting that customer notice has been provided.
<input type="checkbox"/>	[2,12]	Copy of Notice which has been provided to ILEC(s).
<input type="checkbox"/>	[2,12]	Listing of Assigned (NPA) NXX's where in the LECs (NPA) NXX's would be reassigned.
<input type="checkbox"/>	[2,4,10,12-13,]	List of Ohio exchanges specifically involved or affected.
<input type="checkbox"/>	[14]	The interconnection agreement adopted by negotiation or mediation.
<input type="checkbox"/>	[15]	For commercial mobile radio service providers, a statement affirming that registrant has obtained all necessary federal authority to conduct operations being proposed, and that copies have been furnished by cellular, paging, and mobile companies to this Commission of any Form 401, 463, and / or 489 which the applicant has filed with the Federal Communications Commission.
<input type="checkbox"/>	[15]	Exhibits must include company name, address, contact person, service description, and evidence of registration with the Ohio Secretary of State.
<input type="checkbox"/>	[24]	Affidavit that total price of contract exceeds total cost of all regulated services.
<input type="checkbox"/>	[5,13]	New title sheet with proposed new company name.
<input type="checkbox"/>	[1,3,13]	For CLECs, List of Ohio Exchanges the applicant intends to serve (Use spreadsheet from: http://www.puc.state.oh.us/puco/forms/form.cfm?doc_id=357).
<input type="checkbox"/>	[1,3a-b,3d,7, 10,13, 23]	Maps depicting the proposed serving and calling areas of the applicant. If Mirroring Large ILEC exchanges for both serving area and local calling areas: • Serving area must be clearly reflected on an Ohio map attached to tariffs and textually described in tariffs by noting that it is reflecting a particular large ILEC/CLEC territory, and listing the involved exchanges. • Local calling areas must be clearly reflected on an Ohio map attached to the tariffs, and/or clearly delineated in tariffs, including a complete listing of each exchange being served and all exchanges to which local calls can be made from each of those exchanges. If Self-defining serving area and/or local calling area as an area other than that of the established ILEC exchange(s): • Serving Area must be clearly reflected on an Ohio map attached to the tariffs, and textually described in tariffs by listing the involved exchanges. • Local Calling Areas must be described in the tariff through textual delineation and clear maps. Maps for self-defined serving and local calling areas are required to be traced on United States Geological Survey topography maps. These maps are the Standard Topographic Quadrangle maps, 7.5 minute 1:24,000.
<input type="checkbox"/>		Other information requested by the Commission staff.
<input type="checkbox"/>	[3]	Initial certification that includes Tier 2 Services, indicate which option you intend to adopt to maintain the tariff: <input type="checkbox"/> Paper Tariff <input type="checkbox"/> Electronic Tariff - If electronic, provide the web address for the tariff:

III. Registrant hereby attests to its compliance with the following requirements in the Service Requirements Form, as well as all pertinent entries and orders issued by the Commission with respect to these issues. Further, registrant hereby affirms that it will maintain with its TRF docket an up-to-date, properly marked, copy of the Service Requirements Form available for public inspection.

MANDATORY REQUIREMENTS FOR ALL BASIC LOCAL EXCHANGE AND CTS PROVIDERS:

- ☒ Sales tax
- ☒ Minimum Telephone Service Standards (MTSS)
- ☒ Surcharges

MANDATORY REQUIREMENTS FOR ALL BASIC LOCAL EXCHANGE PROVIDERS:

- ☐ 1+ IntraLATA Presubscription

SERVICE REQUIREMENTS FOR PROVISION OF CERTAIN SERVICES (CHECK ALL APPLICABLE):

- ☒ Discounts for Persons with Communication Disabilities and the Telecommunication Relay Service [Required if toll service provided]
- ☒ Emergency Services Calling Plan [Required if toll service provided]
- ☒ Alternative Operator Service (AOS) requirements [Required for all providing AOS (including inmate services) service]
- ☒ Limitation of Liability Language [Required for all who have tariff language that may limit their liability]
- ☒ Termination Liability Language [Required for all who have early termination liability language in their tariffs]
- ☐ Service Connection Assistance (SCA) [Required for all LECs]
- ☐ Local Number Portability and Number Pooling [Required for facilities-based LECs]
- ☐ Package Language [Required for tariffs containing packages or service bundles containing both local and toll and/or non-regulated services]

IV. List names, titles, phone numbers, and addresses of those persons authorized to respond to inquiries from the Consumer Services Department on behalf of the applicant regarding end-user complaints:

 Lisa Andrejko, Associate Director Regulatory, 925-468-5184, 5850 W. Las Positas Blvd. Pleasanton, CA 94588
 Dannel Callagher, Regulatory Affairs Analyst, 925-468-5215, 5850 W. Las Positas Blvd. Pleasanton, CA 94588
 Ann Kwong, Regulatory Affairs Analyst, 925-468-5685, 5850 W. Las Positas Blvd. Pleasanton, CA 94588

V. List names, titles, phone numbers, and addresses of those persons authorized to make and/or affirm or verify filings at the Commission on behalf of the applicant:

Joe Carrisalez, Executive Director-Regulatory, 925-468-5128, 5850 W. Las Positas Blvd., Pleasanton, CA 94588

NOTE: An annual report is required to be filed with the Commission by each company on an annual basis. The annual report form will be sent for completion to the address and individual(s) identified in this Section unless another address or individual is so indicated.

VI. List Name(s), DBA(s) and PUCO Certification Number(s) of any affiliates you have operating in Ohio under PUCO authority, whether Telecommunication or other. (If needed, use a separate sheet and check here: X)

See Exhibit A

AFFIDAVIT

Minimum Telephone Service Standards

I am an officer of the applicant corporation, _____, and am authorized to make this statement
(Name of Company)
on its behalf. I attest that these tariffs comply with the Minimum Telephone Service Standards (MTSS) for the state of Ohio. I understand that the Minimum Telephone Service Standards, as modified and clarified from time to time, supercede any contradictory provisions in our tariff. We will fully comply with the rules of the state of Ohio and understand that noncompliance can result in various penalties, including the suspension of our certificate to operate within the state of Ohio.

I declare under penalty of perjury that the foregoing is true and correct.

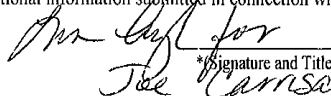
Executed on _____ at _____
(Date) (Location)

*(Signature and Title) (Date)

**** This affidavit is required for every tariff-affecting filing. It may be signed by counsel or an officer of the applicant, or an authorized agent of the applicant.***

VERIFICATION

I, Joe Carrisalez, verify that I have utilized, verbatim, the Commission's Telecommunications Application Form and that all of the information submitted here, and all additional information submitted in connection with this case, is true and correct to the best of my knowledge.

 _____, Executive Director, Regulatory 06/20/2006
*(Signature and Title) (Date)

****Verification is required for every filing. It may be signed by counsel or an officer of the applicant, or an authorized agent of the applicant.***

Send your completed Application Form, including all required attachments as well as the required number of copies, to:

Public Utilities Commission of Ohio
Attention: Docketing Division (or to the Telecommunications Division Chief if a prefiling submittal)
180 East Broad Street, Columbus, OH 43215-3793

Service Order #8
Affiliate Services

SERVICE ORDER

PURSUANT TO THE MUTUAL SERVICES AGREEMENT ASI-SBCLD 050430

BETWEEN

**AT&T Advanced Solutions, Inc.,
Ameritech Advanced Data Services of Illinois, Inc.,
Ameritech Advanced Data Services of Indiana, Inc.,
Ameritech Advanced Data Services of Michigan, Inc.,
Ameritech Advanced Data Services of Ohio, Inc.,
Ameritech Advanced Data Services of Wisconsin, Inc.
(collectively "ASI")**

AND

SBC Long Distance, LLC ("LDLLC")

Description of services to be provided: The services, described below, are to be performed in conjunction with the incumbent Local Exchange Carriers (ILEC), Regulatory, and Legal departments, and shall include but not be limited to, the functions defined as "Affiliate Services",

- Coordination: This work effort will encompass the day-to-day coordination effort, including but not limited to issue resolution, on behalf of LDLLC in the on-going work efforts required to establish, modify, and implement Interconnection Agreements (ICAs), Private Commercial Agreements (PCAs), and required Affiliate to Affiliate agreements.
- Negotiations: Provide contract negotiations services. Through an established process, and mutually agreed upon by both parties, it is known the respective parties will provide the necessary Subject Matter Experts (SMEs) required to ensure the proper scope of services for such agreements are identified and detailed as needed.
- Public Web Site Posting: At the execution of the aforementioned types of agreements between the parties, original copies will be submitted to the Carrier Management team for the sole purpose of providing posting to the Public Regulatory web site as required.
- Maintenance of Filing System: The activities relating to the maintenance of the filing system of contracts and associated documents, shall be performed by the Carrier Management team.
- Periodic Reviews: As required from time to time, and/or as requested, the Carrier Management team will conduct periodic reviews of the filing system and coordinate with the respective parties to ensure all agreements between the parties are current and up to date. Should agreements need to be removed and/or superseded, it will be the Carrier Management's responsibility to actively involve the necessary SMEs to obtain their input prior to any action taking place. Once approved, the Carrier Management team will work to resolve any outstanding issues with such agreements.

ASI will, to the extent as may from time to time be requested by LDLLC and agreed to by ASI, provide services in support of the Affiliate Services function on behalf of LDLLC.

The effective date for such Affiliate Services shall go into effect upon signing and shall continue until such time written notice is given to the other party. Such a notice must be received in writing 30 Days prior to any action being taken.

Because each company must keep accurate records to document time and money spent on behalf of the other for the specific services provided and in order to support billing and payment requirements, it may be necessary to formulate additional Service Order for new specific services which fall under the above services definition.

Estimated Pricing: The labor rates for Affiliate Services will be according to the attached Pricing Addendum. The same rates shall apply for service provided by either company to the other. Because all of the data necessary to determine the actual costs of providing such services may not be available, the pricing is an estimate of anticipated costs. Regardless of the estimate, the recipient of services shall be responsible for paying all applicable costs, including taxes, of providing such services pursuant and subject to Paragraph 3 of the Mutual Services Agreement.

The parties have caused this Service Order to be executed by their duly authorized representatives:

**AT&T Advanced Solutions, Inc.
Ameritech Advanced Data Services of Illinois, Inc.
Ameritech Advanced Data Services of Indiana, Inc.
Ameritech Advanced Data Services of Michigan, Inc.
Ameritech Advanced Data Services of Ohio, Inc.
Ameritech Advanced Data Services of Wisconsin, Inc.**

SBC Long Distance, LLC

By: David Hammock
Name: David Hammock
Title: RVP – Carrier/Supplier Mgmt
Date: 5-30-06

By: Joe Carrisalez
Name: Joe Carrisalez
Title: Executive Director - Regulatory
Date: 5-17-06

Service Pricing Schedule - The Ohio Bell Telephone Company

Consumer Support Services

From The Ohio Bell Telephone Company to SBC Long Distance, LLC

SPS T04D01-OH-3W7-4
GSA Contract No. OH-600115

The following provisions will apply to the Consumer Support Services furnished to SBC Long Distance, LLC (Buyer) by The Ohio Bell Telephone Company (Seller) pursuant to this service pricing schedule and the General Services Agreement to which it is attached and forms a part.

Section I. Scope of Services

Customer Care: Includes but is not limited to receipt and handling of customer questions about a pending order, receipt and handling of customer inquiries, complaints, and appeals, provision of customer information to Buyer, and receipt of potential service affecting information from Buyer, and Third Party Verification (TPV) information associated with alleged slamming complaints lodged against Buyer after Buyer first fully investigates the complaint. Also includes Primary Interexchange Carrier (PIC) Customer Account Record Exchange (CARE) Support and PIC CARE Testing, and customer contact associated with Customer Experience Evaluation (CEE) survey responses or direct requests for contact addressed to the survey personnel, Confirmation/Fulfillment Notification Services, and account reconciliation. This is not Joint Marketing.

Marketing Services: Includes but is not limited to participating in interdepartmental teams to develop, document and maintain processes for ordering affiliate product; including project managing service order design and developing mock service orders to finalize service order design; obtaining USOCs and/or FIDs and issuing data element; issuing end-to-end test order; investigating flow-through issues as appropriate; and providing a status for client regarding issues and changes. It also includes providing toll free number search and reservation functions using unique data elements and building basic records including SBSC Carrier Interexchange Codes (CICs), SBSC Carrier Exchange Codes (CECs) and Area of Service (AOS) in the National Service Management System (SMS)/800 database, provides service order support, sales of long distance and long distance training.

Also includes sales commissions and Telco Customer Bill Advertising where the use of the Telco customer monthly billing statement is used as a vehicle for advertising, and marketing and associated support for affiliate at those MDU and SFU communities that have a SmartMoves Marketing contract. These services are Joint Marketing.

Section II. Pricing

Service Rate Elements	Rate	Cost Method ²	Service Category
Consumer Marketing	Note 1	F	Marketing Services
Consumer Customer Care	Note 1	F	Customer Care
Consumer Other Marketing	Note 1	F	Marketing Services
Consumer Other Customer Care	Note 1	F	Customer Care
Consumer Cust Care- CEE	Note 1	F	Customer Care
Confirmation/Fulfillment Notification	\$0.43 / Letter	M	Customer Care
SBCLD PSCC - TPV Inquiry	\$77.43 / hour	F	Customer Care
Telco Customer Bill Inserts	\$0.04 / record	M	Marketing Services
Proj Viking Acct Rec - Serv Rep	\$37.14 / hour	F	Customer Care

Note 1: The range of hourly rates for the above rate elements identified by Note 1 in the Rate column follow (these rates reflect salary/wages/bonus/benefits/fully distributed cost loadings and do not include additional plant/engineering loadings and/or billed vendor costs, which will also be billed to affiliate):

Level	Minimum rate	Maximum rate	Unit	Cost Method ²
Nonmanagement (can include various nonmanagement levels)	\$ 14.54	\$ 68.72 /hour		F
Management (can include the following management levels: MT, MU, ZC)	\$ 20.69	\$ 286.01 /hour		F

An effective per hour blended management and non-management billing rate will be posted quarterly on the www.att.com website.

² Cost Method: F=Fully Distributed Cost, F+ = Fully Distributed Cost + 10%, and M=Estimated Fair Market Value

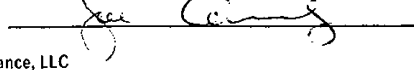
ANY ADDITIONAL DIRECT EXPENSES (E.G., VENDOR COSTS) WILL BE BILLED TO AFFILIATE WITH APPROPRIATE FULLY DISTRIBUTED-COST (FDC) LOADINGS (FDC +10% from PACIFIC BELL)

Section III. Term

This Schedule will commence upon signature by both buyer and seller and will continue thereafter until canceled in writing by either party, as provided in the General Service Agreement.

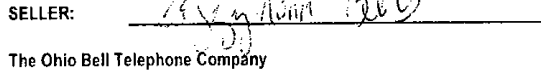
IN WITNESS WHEREOF, the parties have caused this Schedule to be executed by their duly authorized representatives.

BUYER:



SBC Long Distance, LLC

SELLER:



The Ohio Bell Telephone Company

PRINT NAME: Joe Carrisalez

PRINT NAME: Peggy Dunn Bills

TITLE: Executive Director-Regulatory

TITLE: Associate Director - Affiliate Issues

DATE:



DATE:

6/14/2006

THE OHIO BELL TELEPHONE COMPANY						
Blended Management/Non-Management per Hour Effective Rates for Selected Rate Elements Charged to						
SBC LONG DISTANCE, LLC						
2006						
EFFECTIVE RATES						
SERVICE PRICING SCHEDULE NAME	SERVICE PRICING		1st Quarter 2006	2nd QUARTER 2006	3rd QUARTER 2006	4th QUARTER 2006
	SCHEDULE NUMBER					
Business Communications Services	T04G01-OH-3W7-4		\$49.83 / hour			
Business Process Development & Design (BPDD)	T05N02-OH-3W7-1		No Effective Rate Billing During the Quarter			
Consumer Support Services	T04D01-OH-3W7-2		\$58.45 / hour			
Disaster Recovery	T05X13-IH-3W7		No Effective Rate Billing During the Quarter			
Global Support Services	T04801-OH-3W7-2		\$47.81 / hour			
Industry Markets Services	T04J01-OH-3W7-2		No Effective Rate Billing During the Quarter			
Regulatory Services	T04E01-OH-3W7-1		No Effective Rate Billing During the Quarter			
EFFECTIVE RATES ARE CALCULATED USING TOTAL BILLED COSTS DIVIDED BY EMPLOYEE HOURS. BILLED COSTS CAN INCLUDE EMPLOYEE LABOR EXPENSES (SALARY/WAGES/BONUS/BENEFITS), PLANT/ENGINEERING LOADINGS, VENDOR COSTS, AND APPROPRIATE FULLY DISTRIBUTED COST (FDC) LOADINGS - FDC +10% FROM PACIFIC BELL.						

EXHIBIT A

**AFFILIATE D/B/A NAMES AND
PUCO CERTIFICATION NUMBERS**

EXHIBIT A

<u>Name and d/b/a</u>	<u>PUCO Certification Number</u>
Ameritech Advanced Data Services of Ohio, Inc. d/b/a SBC Advanced Solutions	90-5181
Ameritech Mobile Services, Inc. d/b/a SBC Ameritech Paging	90-5541
Cincinnati SMSA Limited Partnership d/b/a Cingular Wireless	90-5304
SBC Telecom, Inc.	90-9145
The Ohio Bell Telephone Company d/b/a Ameritech Ohio d/b/a Dial One Plus d/b/a OPINET d/b/a Phone 1 d/b/a SBC Ameritech Ohio d/b/a SBC Ohio	90-5032