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Public Service Commission

June 20, 2006

VIA ELECTRONIC FILING

The Honorable Marlene H. Dortch, Secretary
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

Re: WC Docket No. 06-74, AT&T Inc. and BellSouth Corporation Applications for Approval of Transfer of Control

Dear Ms. Dortch:

Forwarded herewith are comments of the Florida Public Service Commission in the above docket with regard to the applications for transfer of control.

Ray Kennedy at (850) 413-6584 is the primary staff contact on these comments.

Sincerely,

/ s /

David E. Smith
Attorney Supervisor
Appeals, Rules and Mediation Section

CBM:tf

cc: Brad Ramsay, NARUC

**Before the
Federal Communications Commission
Washington, D.C. 20554**

In the Matter of)	
)	
AT&T Inc. and BellSouth Corporation)	WC Docket No. 06-74
Applications for Approval of Transfer of Control)	

COMMENTS OF
THE FLORIDA PUBLIC SERVICE COMMISSION

The Florida Public Service Commission (FPSC) files these comments with the Federal Communications Commission (FCC) regarding WC Docket No. 06-74, In Re: AT&T Inc. and BellSouth Corporation Applications for Approval of Transfer of Control. The FPSC recognizes that the transfer of control of BellSouth Corporation (BellSouth) to AT&T, Inc. (AT&T) consolidates entities that offer a broad range of services including wireline, wireless, Internet, voice-over-Internet protocol (VOIP), long distance, video, and others. The merging of AT&T's and BellSouth's operations will result in the largest telecommunications operations within the United States. If competition were to be negatively impacted by the merging of AT&T and BellSouth, choices for Florida's consumers, as well as those in other states, could also be negatively impacted. Conversely, if the merger of these entities results in increased investment in advanced technologies and competitive offerings, Florida's consumers may be positively impacted.

The FPSC is not filing these comments in support of or in opposition to any filing made by any stakeholder requesting that the FCC deny the transfer of control or place conditions upon the applicants. However, the FPSC recognizes the FCC possesses intermodal authority, not possessed by most states, including Florida. To address the competitive issues espoused by stakeholders, the FPSC believes that a more comprehensive approach is required and that approach should ultimately rest with the FCC. The FPSC has limited statutory authority to protect the

competitive interests asserted by competitive local exchange companies (CLECs) at the time of the merger transaction. The FPSC has listened to the CLECs' concerns and is aware that CLECs have submitted comments to the FCC voicing these same concerns in WC Docket No. 06-74.

Previously, the FCC has recognized merger concerns in transfer of control dockets. For example, in FCC WC Docket No. 05-65, In Re: Application for Consent to Transfer Control of AT&T Corp. to SBC Communications Inc., the applicants proposed conditions that were apparently aimed at mitigating merger concerns of the FCC staff, competitors, and consumers. Likewise, in a separate FCC proceeding, WC Docket No. 05-75, In Re: Applications for Consent to Transfer Control by Verizon Communications, Inc. and MCI, Inc., Verizon filed voluntary commitments (merger conditions) in order to comfort the FCC that the merger is in the public interest. These voluntary commitments helped to mitigate several concerns expressed by stakeholders.

In closing, the FPSC respectfully requests that the FCC carefully evaluate the stakeholders concerns and determine conditions as it deems appropriate.

Respectfully submitted

/ s /

David E. Smith
Attorney Supervisor
Appeals, Rules and Mediation Section

DATED: June 20, 2006