

**BEFORE THE PUBLIC SERVICE COMMISSION  
OF THE STATE OF MISSOURI**

In the Matter of the Proposed Acquisition of                    )                    Case No. TM-2005-0355  
AT&T Corporation by SBC Communications Inc.    )

**SOUTHWESTERN BELL TELEPHONE, L.P., D/B/A SBC MISSOURI,**  
**AT&T COMMUNICATIONS OF THE SOUTHWEST,**  
**TCG ST. LOUIS AND TCG KANSAS CITY'S RESPONSE**  
**TO THE OFFICE OF THE PUBLIC COUNSEL'S**  
**MOTION TO RECONSIDER CLOSING THE CASE**

Comes now Southwestern Bell Telephone, L.P., d/b/a SBC Missouri ("SBC Missouri"), AT&T Communications of the Southwest, Inc., TCG St. Louis, and TCG Kansas City (collectively referred to as "the Parties") and, for their Response to the Office of the Public Counsel's Motion to Reconsider Closing the Case, state as follows:

On April 22, 2005, the Office of Public Counsel ("OPC") filed its Motion to Reconsider Closing the Case ("Motion"). The Parties oppose OPC's Motion because it contains no new argument and is a mere rehashing of the issues that OPC raised in its April 6, 2005 pleading entitled: "Comments of the Office of the Public Counsel," ("Comments") which were already rejected by the Commission's April 19, 2005 Order Closing Case.

In OPC's Comments, OPC requested the Missouri Public Service Commission ("Commission") to open a case to conduct an investigation into the effect of the proposed merger of SBC Communications Inc. ("SBC") and AT&T Corporation ("AT&T Corp.") on the telecommunications market in Missouri, the impact on consumers, and the benefits and detriments to the public interest created by the proposed merger. OPC suggested that the Commission could use the results and conclusions of its investigation as the basis for recommendations to the Department of Justice ("DOJ") and the Federal Communications


Commission (“FCC”) in their review and approval of the proposed merger. OPC makes this same request in its Motion.

The Commission should reject OPC’s Motion for the same reasons that it rejected these issues in its April 19, 2005 Order Closing Case. As the Commission properly determined, it has consistently held that it does not have jurisdiction over transactions at the holding company level; therefore, it has no jurisdiction over a merger between SBC and AT&T Corp. Further, as the Commission correctly notes, there is no reason to believe that the DOJ and the FCC, entities that do have jurisdiction over the proposed merger, will be lax in their oversight. To the contrary, the DOJ and FCC are conducting a thorough investigation into the proposed merger and, clearly, are not being lax in their oversight. Finally, the investigation that OPC proposes would be a waste of the Commission’s, the Parties’, and the public’s time since such an investigation would merely be redundant and duplicative of the investigation that is currently occurring at the federal level. For all of these reasons, the Commission should reject OPC’s Motion to Reconsider Closing the Case.

Wherefore, Southwestern Bell Telephone, L.P., d/b/a SBC Missouri, AT&T Communications of the Southwest, Inc., TCG St. Louis, and TCG Kansas City pray that the Commission denies the Office of the Public Counsel’s Motion to Reconsider Closing Case, together with any additional and further relief the Commission deems just and proper.

Respectfully submitted,

SOUTHWESTERN BELL TELEPHONE, L.P. AT&T COMMUNICATIONS OF THE  
SOUTHWEST, INC., TCG ST. LOUIS, AND  
TCG KANSAS CITY

By:   
PAUL G. LANE #27011  
LEO J. BUB #34326  
ROBERT J. GRYZMALA #32454  
MIMI B. MACDONALD #37606  
Attorneys for Southwestern Bell Telephone, L.P.,  
d/b/a SBC Missouri  
One SBC Center, Room 3510  
St. Louis, Missouri 63101  
314-235-4094 (Telephone)/314-247-0014 (Facsimil  
[mimi.macdonald@sbc.com](mailto:mimi.macdonald@sbc.com) (E-Mail)

By: /s/ Mary B. Tribby  
MARY B. TRIBBY  
Holland & Hart  
555 17<sup>th</sup> Street, Suite 3200  
Denver, Colorado 80202  
[MBTribby@hollandhart.com](mailto:MBTribby@hollandhart.com)

### **CERTIFICATE OF SERVICE**

Copies of this document were served on the following parties via e-mail on May 2, 2005.

  
Mimi B. MacDonald

Dana K. Joyce  
Missouri Public Service Commission  
200 Madison Street, Suite 800  
P. O. Box 360  
Jefferson City, MO 65102  
[gencounsel@psc.mo.gov](mailto:gencounsel@psc.mo.gov)

John B. Coffman  
Office of the Public Counsel  
200 Madison Street, Suite 650  
P. O. Box 2230  
Jefferson City, MO 65102  
[opcservice@ded.mo.gov](mailto:opcservice@ded.mo.gov)