

**Description of Transaction for *Pro Forma* Assignment of  
Satellite Earth Station Authorization**

Pursuant to Section 25.119(c) of the Commission's rules,<sup>1</sup> SBC Internet Services, Inc. ("SBC Internet") hereby notifies the Commission of the *pro forma* assignment of receive-only satellite earth station registration, Call Sign E050211. As part of an internal corporate reorganization that occurred on October 31, 2011, SBC Internet contributed the satellite earth station registration to Southwest Internet Services LLC ("Southwest Internet"). Immediately thereafter, Southwest Internet merged into Southwestern Bell Telephone Company ("SWBT"). SWBT is the surviving entity and holds the satellite earth station registration now that the transaction has been completed.<sup>2</sup>

As Southwest Internet was and SBC Internet and SWBT are wholly owned subsidiaries of AT&T Inc.,<sup>3</sup> no substantial change in control of the satellite earth station registration, Call Sign E050211 occurred.<sup>4</sup> The Commission has stated that, in situations "where no substantial change of control will result from the transfer or assignment, grant of the application is deemed presumptively in the public interest."<sup>5</sup>

**Response to Item A20**

AT&T Inc. is a Delaware corporation. Its address is 208 South Akard Street, Dallas, TX 75202. AT&T Inc. is a holding company.

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<sup>1</sup> 47 C.F.R. § 25.119(c)

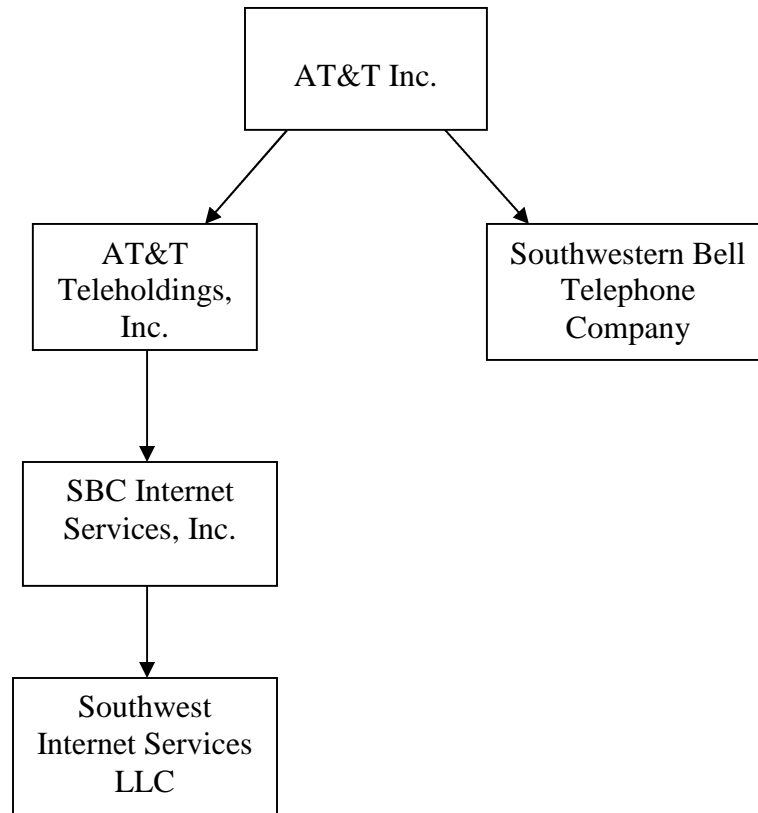
<sup>2</sup> Please see the attached charts for a pictorial representation of the corporate structure before and after the reorganization.

<sup>3</sup> According to the documents on file with the U.S. Securities and Exchange Commission, no person owned ten percent or more of AT&T Inc. as of September 30, 2011.

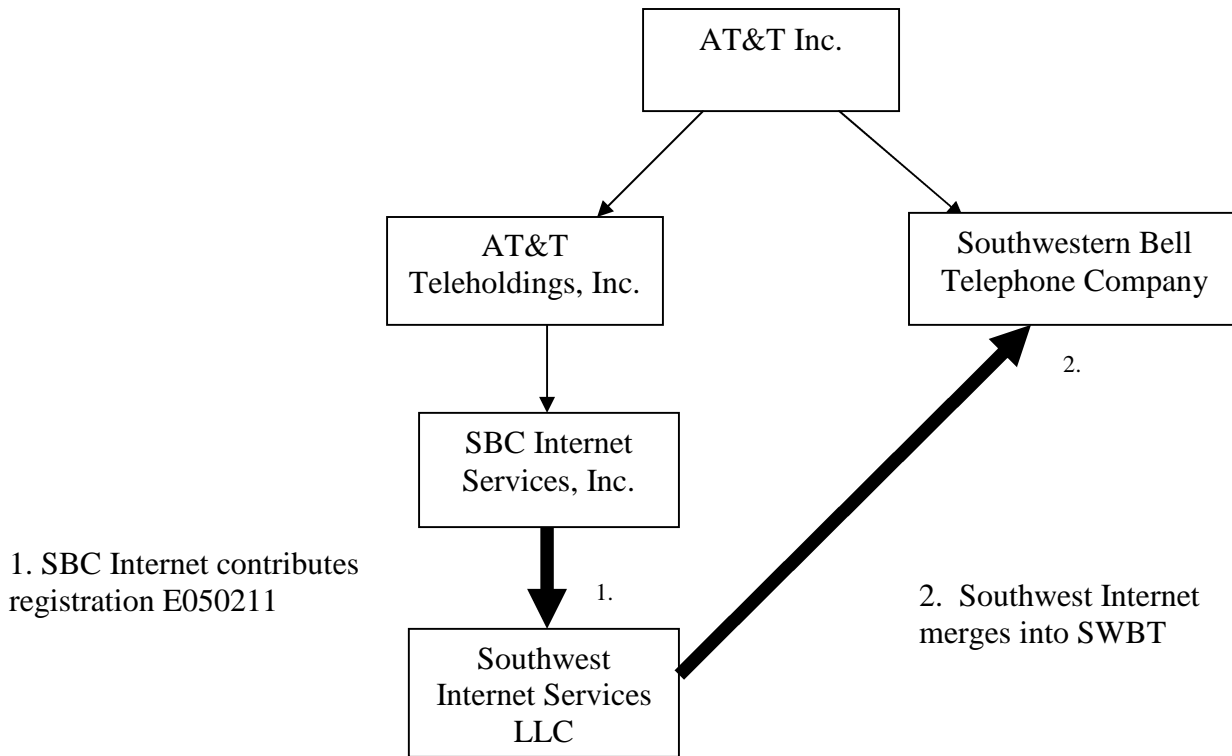
<sup>4</sup> See *In re Fed. Communications Bar Ass'n's Petition for Forbearance from Section 310(d) of the Communications Act Regarding Non-Substantial Assignments of Wireless Licenses & Transfers of Control Involving Telecomm. Carriers*, Memorandum Opinion and Order, 13 FCC Rcd. 6293, 6299, ¶ 8 (1998) ("*FCBA Forbearance Order*").

<sup>5</sup> *Id.* at 6295, ¶ 2.

**Pre-Reorganization**



**Transaction**



**Post-Reorganization**

