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February 14, 2005

**Federal Express Delivery**

Ms. Beth A. O'Donnell  
Executive Director  
Kentucky Public Service Commission  
211 Sower Boulevard  
Frankfort, KY 40602-0615

FEB 15 2005

RE: Notification of Reorganization of SBC Telecom, Inc. and SBC Long Distance, Inc. d/b/a SBC Long Distance, and Conversion of SBC Long Distance, Inc. to a Limited Liability Company  
*Notification of Transfer of Ownership and Control and Request for Cancellation of Certificate*  
File No. \_\_\_\_\_

Dear Ms. O'Donnell:

The purpose of this letter is to advise the Commission of two minor changes to the internal corporate reorganization plan of SBC Telecom, Inc. ("SBC Telecom") and SBC Long Distance Inc. ("SBC Long Distance") (collectively, "the SBC Companies").

Specifically, the SBC Companies have modified their corporate reorganization plan as follows:

- **Name Change.** Under the prior internal corporate reorganization plan, SBC Long Distance had intended to convert to a limited liability company to be known as ***SBC Long Distance, LLC***.<sup>1</sup> Under the modified internal corporate reorganization plan, the company intends to convert to a limited liability company to be known as ***SBC Long Distance, LLC d/b/a SBC Long Distance***.

<sup>1</sup> See Notification of Reorganization of SBC Telecom, Inc. and SBC Long Distance, Inc. d/b/a SBC Long Distance, and Conversion of SBC Long Distance, Inc. to a Limited Liability Company, dated November 22, 2004.

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- **Date of Corporate Reorganization.** As its prior submission to the Commission reflects, the SBC Companies intended to consummate the corporate measures required to effectuate its internal corporate reorganization *on or about March 31, 2005*. In order to allow adequate time to obtain any regulatory approval that may be required relating to this internal corporate reorganization and name change, the SBC Companies have deferred the date of consummation for their internal corporate reorganization to *on or about April 30, 2005*.

Pursuant to the Commission's rules, SBC Telecom and SBC Long Distance enclose ten (10) copies of this letter, along with an additional copy which we ask that you date-stamp and return in the enclosed, addressed, pre-stamped envelope.

Should you have any questions about this matter, please contact the undersigned.

Respectfully submitted,



HOLLAND & KNIGHT LLP

Eric Fishman, Esq.

SBC Telecom, Inc. and SBC Long Distance, Inc.