



Sharon Mullin
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External Affairs

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September 4, 2012

Washington Utilities and Transportation Commission
Attn: Records Center
1300 S. Evergreen Park Dr. SW
P.O. Box 47250
Olympia, WA 98504-7250

RE: Notification of Merger of AT&T Communications of the Pacific Northwest, Inc. and AT&T Corp.

This letter is to advise you that AT&T Corp. will merge with AT&T Communications of the Pacific Northwest, Inc (“AT&T Communications”) (collectively, “AT&T”), with AT&T Corp. being the surviving entity. As such, AT&T requests that the Washington Utilities and Transportation Commission (“Commission”) recognize AT&T Corp. in lieu of AT&T Communications of the Pacific Northwest, Inc.

The proposed merger is part of a multi-state initiative to consolidate in AT&T Corp. the provision of telephone services that are currently provided through multiple state-specific subsidiaries of AT&T Corp. AT&T Corp. is the sole stockholder of AT&T Communications. The transaction will be entirely pro forma in that it will involve only AT&T affiliates and no non-affiliated entity. AT&T Corp. will merge with AT&T Communications, with the surviving entity being AT&T Corp. The entities are coordinating merger proceedings in multiple states with an expected implementation date of October 31, 2012.

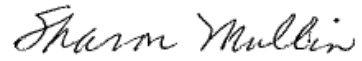
AT&T Communications is a competitive local exchange carrier that provides local, long distance¹ and prepaid calling card services in Washington. At the time of the merger, the only change customers will see is the service provider name on their telephone bill. Customers’ services and the prices, terms and conditions for those services will not be affected.

AT&T began providing notice of this change via a bill message to consumers in June 2012 with notice to small and large business customers starting in July 2012. The bill message will continue through October 2012 and is attached hereto as Exhibit 1. Additionally, the AT&T entities involved in this merger will revise service guides to reflect the change in provider name from AT&T Communications of the Pacific Northwest, Inc. to AT&T Corp. Exhibit 2 is the current and revised organization charts for AT&T Communications. AT&T Corp’s registration with the Washington Secretary of State is attached as Exhibit 3.

¹ See In re AT&T Communications of the Pacific Northwest, Inc., Cause No. 86-113 (June 1987) and In the Matter of the Petition of AT&T Communications of the Pacific Northwest, Inc. to Amend its Classification as a Competitive Telecommunications Company, Docket No. UT-960248 (January 1997).

If you have any questions regarding this notice or the underlying transaction, please feel free to contact me at (512) 330-1698.

Very truly yours,

A handwritten signature in cursive script that reads "Sharon Mullin".

Sharon Mullin

Director

AT&T Services, Inc.

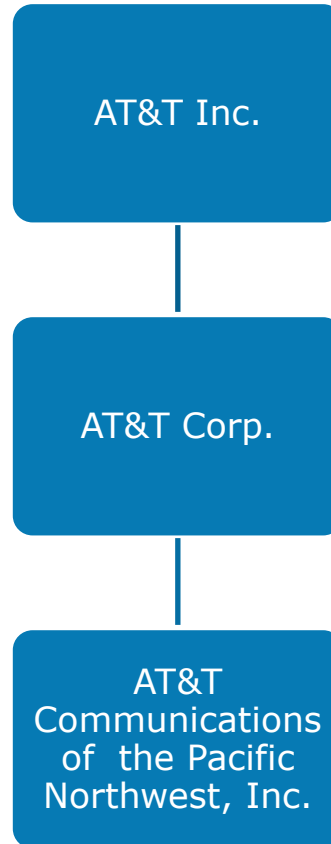
Exhibit 1

Exhibit 1
Customer Notice

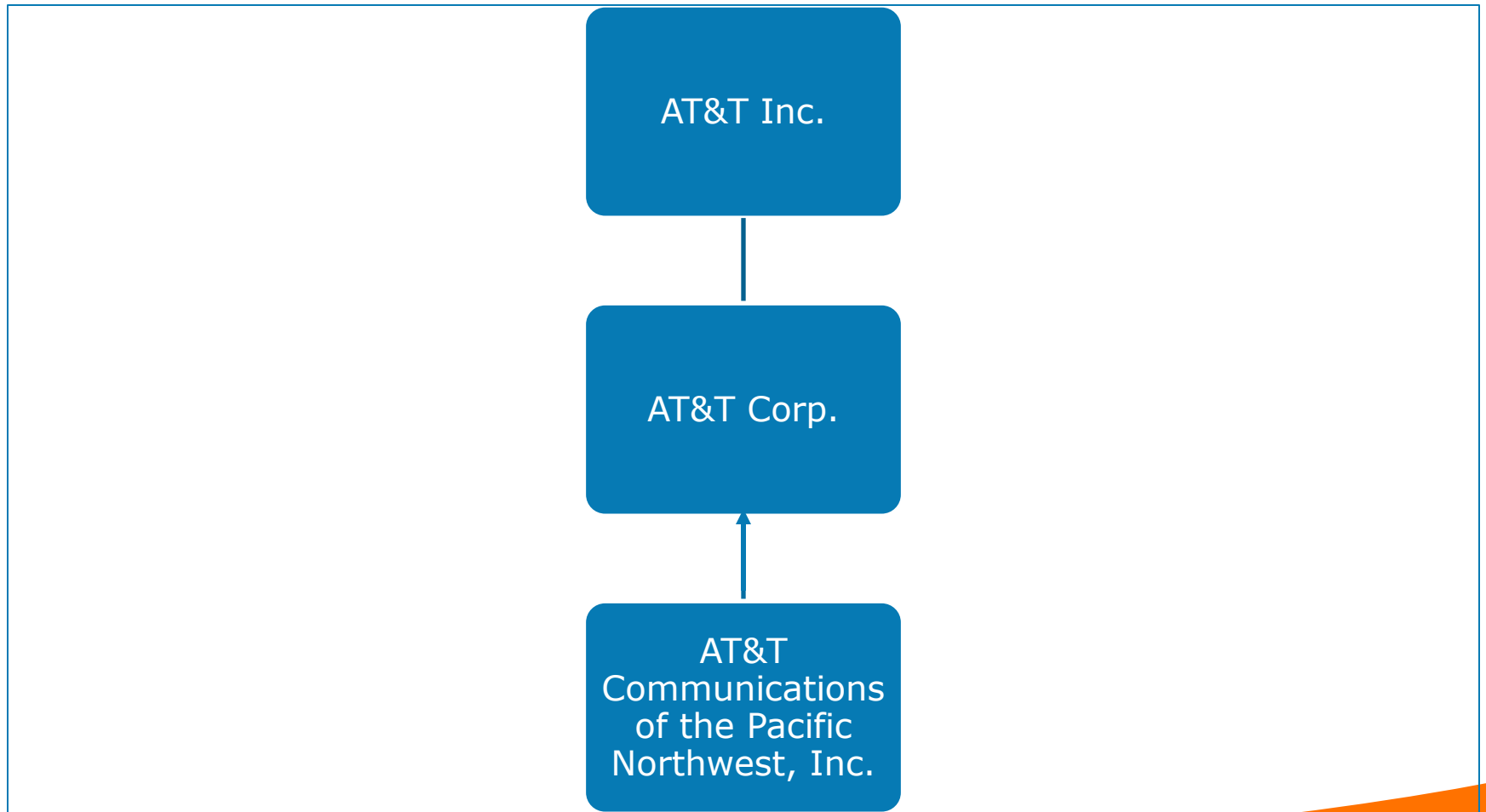
Currently, AT&T intrastate svcs are provided by AT&T Communications of the Pacific Northwest, Inc., and AT&T interstate and international svcs are provided by AT&T Corp. Subject to state regulatory approvals, on or about 11/1/12, AT&T Corp. will also provide AT&T intrastate svcs in your state. This change does not impact the rates, terms or conditions applicable to these svcs. To view service publications go to www.att.com/servicepublications and click on Service Guides and/or Tariffs. If you have questions, please contact the number at the top of this bill.

Exhibit 2

Currently, AT&T Communications of the Pacific Northwest, Inc. is a wholly owned subsidiary of AT&T Corp., which is a wholly owned subsidiary of AT&T Inc.



AT&T Communications of the Pacific Northwest, Inc. will merge into AT&T Corp.



AT&T Corp. will be the surviving entity and will remain a wholly owned subsidiary of AT&T Inc.

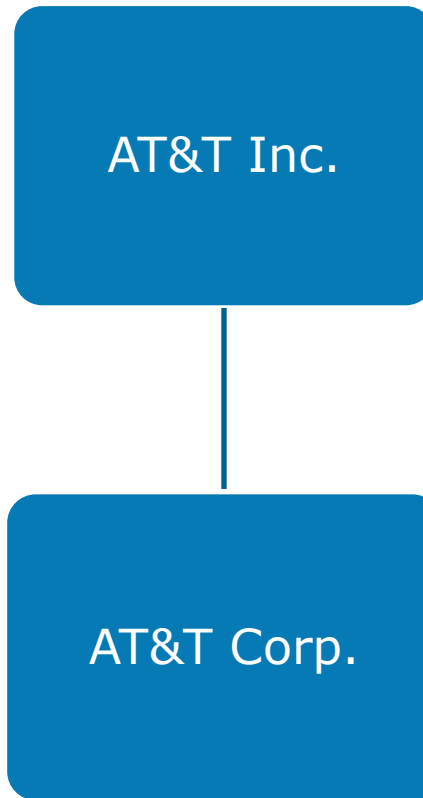


Exhibit 3



STATE of WASHINGTON



SECRETARY of STATE

I, **RALPH MUNRO**, Secretary of State of the State of Washington and custodian of its seal, hereby issue this

CERTIFICATE OF AUTHORITY

to

AT&T CORP.

a New York Profit corporation. An Application for this Certificate of Authority to transact business or conduct affairs in Washington State was filed for record in this office on the date indicated below.

UBI Number: 409 012 274

Date: September 11, 2000



Given under my hand and the Seal of the State of Washington at Olympia, the State Capital

Ralph Munro, Secretary of State 135216-0