

MEMORANDUM OF AGREEMENT

Increase the Number of Arbitrators

This Memorandum of Agreement (MOA) between the Communications Workers of America (the "CWA") and BellSouth Telecommunications, Inc, d/b/a AT&T Southeast, BellSouth Affiliate Services Corporation d/b/a AT&T Affiliate Services, AT&T Billing Southeast f/k/a BellSouth Billing, Inc. and BellSouth Corporation a wholly-owned subsidiary of AT&T, Inc. collectively referred to as (the "Company") outlines the understanding reached by the parties regarding a change to Article 23 Arbitration, Expedited Arbitration and Mediation as listed below. This MOA shall apply to the following 2004 Working Agreements:

BellSouth Telecommunications, Inc.
BellSouth Affiliate Services Corporation
BellSouth Billing, Inc.
BellSouth Corporation - Headquarters

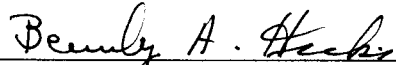
The parties agree to change 23.02B of the Working Agreements listed above as follows:

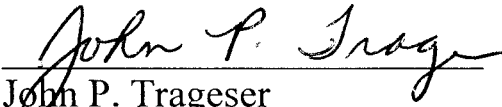
Expand the number of arbitrators to at least 10 to be selected by the parties.

This Memorandum of Agreement is effective with the signing of this agreement and is in effect for the life of the 2004 Working Agreements.

For the Union

For the Company


Beverly A. Hicks
Assistant to the Vice President
CWA District 3


John P. Trageser
Senior Director – Labor Relations
AT&T Southeast

Date: 7/24/07

Date: _____