



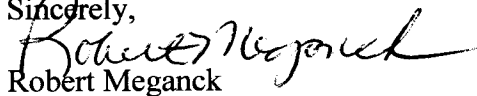
Robert Meganck
SBC Michigan
Operations Director C&E
54 N. Mill St.
Pontiac, MI 48342

City of Rochester Hills
C/O Beverly A. Jasinski
City Clerk
1795 Mackwood Rd.
Rochester Hills, MI. 48307

RE: METRO ACT R/W Application.

Attached you will find a revised METRO Act Permit Application which addresses missing information from our previously submitted application. I am re-submitting the application at this time as we have yet to secure the required METRO Act Permit. This Permit is required under the METRO Act. I have included a copy of the METRO Act Unilateral Permit SBC is requesting for a period of five (5) years. Also included Self-Insurance documents as authorized in 6.1, as we are a Self-Insured Company registered with the State of Michigan. The Permit authorizes SBC to satisfy the self-insurance provisions by providing documentation of its financial resources to the Municipality. A current balance sheet on file with the FCC and Michigan Public Services Commission, as well as our good standing certificate has been included to show evidence of our financial resources to Self-Insure. As you know with Self-Insurance there is no policy to add the City as additional insured. I have sent the permits copy with an added an Exhibit "A" write-up to the Permit (to care for Route Map information). The Majority of Municipalities across the State have accepted its use. The attached CD-ROM which designates the road rights of ways and routes SBC existing facilities follow by a single line, with road names identified, but not the actual location of SBC's facilities. The MPSC METRO Mapping Minute Withdrawal order dated 7/31/03 has withdrawn the description as noted in section 2.3 of the application. At this time there is no requirement of the route maps to include depth, aerial, buried or side of the street location. As you know the MPSC and METRO Authority has yet to rule on the content of route maps pertaining to PA 48 beyond the electronic format. I trust this will cover any requirements you need. If you approve return a signed copy of the permit for Signiture. If you need additional information please contact me at 248-975-4780.

Sincerely,


Robert Meganck

JUN 25 2004

Cc: Melvin Farmer Jr., Director METRO Authority

CITY OF ROCHESTER HILLS

APPLICATION FOR
ACCESS TO AND ONGOING USE OF PUBLIC WAYS BY
TELECOMMUNICATIONS PROVIDERS

By
Michigan Bell Telephone, d.b.a. SBC Michigan
("APPLICANT")

This is an application pursuant to Sections 5 and 6 of the Metropolitan Extension Telecommunications Rights-of-Way Oversight Act, 2002 PA 48 (the "METRO Act") for access to and ongoing usage of the public right-of-way, including public roadways, highways, streets, alleys, easements, and waterways ("Public Ways") in the Municipality for a telecommunications system. The METRO Act states that "A municipality shall approve or deny access under this section within 45 days from the date a provider files an application for a permit for access to a public right-of-way." MCLA 484.3115(3).

This application must be accompanied by a one-time application fee of \$500, unless the applicant is exempt from this requirement under Section 5(3) of the METRO Act, MCLA 484.3105(3).

1 GENERAL INFORMATION:

1.1 Date: 10-16-03/revised 5-25-2004

1.2 Applicant's legal name: Michigan Bell Telephone Company d/b/a SBC Michigan, C/O Robert Meganck, Operations Director Michigan C&E

Mailing Address: 54 N. Mill St., Box 3

Pontiac, MI 48342

Telephone Number: 248-975-4780

Fax Number: 248-975-4733

Corporate website: www.SBC.com

Name and title of Applicant's local manager (and if different) contact person regarding this application: Matthew Bonar, Area Manager

Telephone Number: 248-456-0830

Fax Number: 248-975-4075

1.3 Type of Entity: (Check one of the following)

- Corporation
- General Partnership
- Limited Partnership
- Limited Liability Company
- Individual
- Other, please describe: _____

1.4 Assumed name for doing business, if any: **The following assumed names for Michigan Bell Telephone Company have been filed with the State of Michigan Department of Commerce-Corporations and Securities Bureau: Ameritech Michigan, Michigan Bell, SBC Ameritech Michigan, SBC Michigan, SBC Michigan Telephone and Telecommunications 2000. SBC is also used.**

1.5 Description of Entity: **Michigan Bell Telephone Company is a wholly owned subsidiary of SBC Communications Inc., certified and licensed to provide telecommunication services and operate in exchanges and zones within the State of Michigan. MBT is Regulated and subject to terms of Tariff MPSC Nos. 20U and 20R, on file with the MPSC, under provisions of Article 3 of the Michigan Telecommunications Act (MTA) (1991 PA 179).**

1.5.1 Jurisdiction of incorporation/formation: **State of Michigan**

1.5.2 Date of incorporation/formation: **January 26,1904**

1.5.3 If a subsidiary, name of ultimate parent company: **SBC Communications Inc.**

1.5.4 Chairperson, President/CEO, Secretary and Treasurer (and equivalent officials for non-corporate entities).

**Edward E Whitacre Jr.
Randall Stephenson**

**Chairman and CEO, SBC Communications Inc.
Executive V. P. and Chief Financial Officer,
SBC Communications Inc.**

**Gail F. Torreano
April J. Rodewald
Michael J. Viola**

**President, SBC Michigan
Secretary, SBC Michigan
Treasurer, SBC Michigan**

1.6 Attach copies of Applicant's most recent annual report (with state ID number) filed with the Michigan Department of Consumer and Industry Services and certificate of good standing with the State of Michigan. For entities in existence for less than one year and for non-corporate entities, provide equivalent information. **This information is available at www.sbc.com/investor_relations**

1.7 Is Applicant aware of any present or potential conflicts of interest between Applicant and Municipality? If yes, describe: **NO** _____

1.8 In the past three (3) years, has Applicant had a permit to install telecommunications facilities in the public right of way revoked by any Michigan municipality?

NO

If "yes," please describe the circumstances.

1.9 In the past three (3) years, has an adverse finding been made or an adverse final action been taken by any Michigan court or administrative body against Applicant under any law or regulation related to the following:

1.9.1 A felony; **NO** or

1.9.2 A revocation or suspension of any authorization (including cable franchises) to provide telecommunications or video programming services?

NO

If "yes," please attach a full description of the parties and matters involved, including an identification of the court or administrative body and any proceedings (by dates and file numbers, if applicable), and the disposition of such proceedings.

1.10 SBC has been granted and currently holds a certified license to operate in exchanges and zones within the State of Michigan from the MPSC. We are regulated by and subject to terms and conditions of MPSC Tariff 20R and 20U, on file with the MPSC under the provisions of Article 3 of the Michigan Telecommunications Act MTA. Therefore, no financial information needs to be supplied. If publicly held, provide Applicant's most recent financial statements. If financial statements of a parent company of Applicant (or other affiliate of Applicant) are provided in lieu of those of Applicant, please explain. SBC Communications Inc.'s Annual Report and SEC 10K and 10Q statements are available at www.sbc.com/investor_relations.

1.10.1 If privately held, and if Municipality requests the information within 10 days of the date of this Application, the Applicant and the Municipality should make arrangements for the Municipality to review the financial statements.

If no financial statements are provided, please explain and provide particulars.

SBC Michigan has been granted and currently holds all authorities necessary from the Michigan Public Services Commission (MPSC) to provide local exchange services within its service areas in the State of Michigan; therefore, no financial information is required to be submitted. SEC 10K and 10Q forms are available at www.sbc.com/public_relations. Applicant is a wholly owned subsidiary of SBC Communications Inc., and does not separately report financial results to the SEC.

2 DESCRIPTION OF PROJECT:

2.1 Provide a copy of authorizations, if applicable, Applicant holds to provide telecommunications services in Municipality. If no authorizations are applicable, please explain. **Authorizations of MPSC Tariffs 20U and 20R on file with the MPSC under the provisions of Article 3 of the Michigan Telecommunications Act. (MTA)**

2.2 Describe in plain English how Municipality should describe to the public the telecommunications services to be provided by Applicant and the telecommunications facilities to be installed by Applicant in the Public Ways.

SBC Michigan provides local exchange and exchange access services, wholesale and resale services to qualifying competitive local carriers and miscellaneous other services as set forth in Applicant's tariffs on file with the MPSC. The telecommunications facilities SBC Michigan installs and maintains in the Public Ways of the Municipality, consists of: fiber optic and copper pair cable and wires, conduits, manholes, poles, and ducts to support the same, pedestals, cabinets, controlled environment vaults, and huts to enclose and protect cable and wire and electronic transmission equipment, and appurtenant facilities.

2.3 Attach route maps showing the location of Applicant's existing and proposed facilities in the public right-of-way. To the extent known, please identify the side of the street on which the facilities will be located. (If construction approval is sought at this time, provide engineering drawings, if available, showing location and depth, if applicable, of facilities to be installed in the public right-of-way). **See attached CD, which designates the roads, rights-of-ways and routes SBC Michigan existing facilities generally follow by a single line with road names identified. SBC Michigan has calculated the lineal footage used in determining the maintenance fee for each Municipality upon the assumption that SBC Michigan occupies all Public rights of ways, as defined in the Metro Act, located within the Municipality. SBC Michigan does not believe that the Metro Act requires that location information such as the sides of street occupied be provided. No approval for new construction is requested at this time.**

2.4 Please provide an anticipated or actual construction schedule. **No approval for new construction is requested at this time and hence no schedule for such construction is provided.**

2.5 Please list all organizations and entities which will have any ownership interest in the facilities proposed to be installed in the Public Ways. **SBC Michigan. Other entities may own cable, wires and other equipment attached to SBC Michigan's poles, or placed in SBC Michigan's conduit, manholes, vaults, huts or cabinets.**

2.6 Who will be responsible for maintaining the facilities Applicant places in the Public Ways and how are they to be promptly contacted? If Applicant's facilities are to be installed on or in existing facilities in the Public Ways of existing public utilities or incumbent telecommunications providers, describe the facilities to be used, and provide verification of their consent to such usage by Applicant. **SBC Michigan will maintain all of the facilities it owns in the Public Ways. Contacts are to be made through the local contacts provided in this application.**

3 TELECOMMUNICATION PROVIDER ADMINISTRATIVE MATTERS:

Please provide the following or attach an appropriate exhibit.

3.1 Address of Applicant's nearest local office; **54 N. Mill St., Box 32, Pontiac, MI. 48342**

3.2 Location of all records and engineering drawings if not at local office; **Records will be at local Office stated above.**

3.3 Names, titles, addresses, e-mail addresses and telephone numbers of contact person(s) for Applicant's engineer or engineers and their responsibilities for the telecommunications system; **Paulette Regula, Area Engineer, 54 N. Mill St., Box 32, Pontiac, MI. 48342, Office: 248-456-9167, Fax: 248-456-9066**

3.4 Provide evidence of self-insurance or a certificate of insurance showing Applicant's insurance coverage, carrier and limits of liability for the following: **SEE ATTACHED SELF-INSURANCE STATEMENT.**

3.4.1 Worker's compensation;

3.4.2 Commercial general liability, including at least:

3.4.2.1 Combined overall limits;

3.4.2.2 Combined single limit for each occurrence of bodily injury;

3.4.2.3 Personal injury;

3.4.2.4 Property damage;

3.4.2.5 Blanket contractual liability for written contracts, products, and completed operations;

3.4.2.6 Independent contractor liability;

3.4.2.7 For any non-aerial installations, coverage for property damage from perils of explosives, collapse, or damage to underground utilities (known as XCU coverage);

3.4.3 Automobile liability covering all owned, hired, and non-owned vehicles used by Applicant, its employee, or agents.

3.5 Names of all anticipated contractors and subcontractors involved in the construction, maintenance and operation of Applicant's facilities in the Public Ways. **SBC Michigan uses many different contractors. Names of contractors for specific construction projects will be submitted with any New Construction Permit Application. No new construction approval is requested at this time.**

4 CERTIFICATION:

All the statements made in the application and attached exhibits are true and correct to the best of my knowledge and belief.

NAME OF ENTITY ("APPLICANT")

SBC Michigan _____

By: Robert Meganck

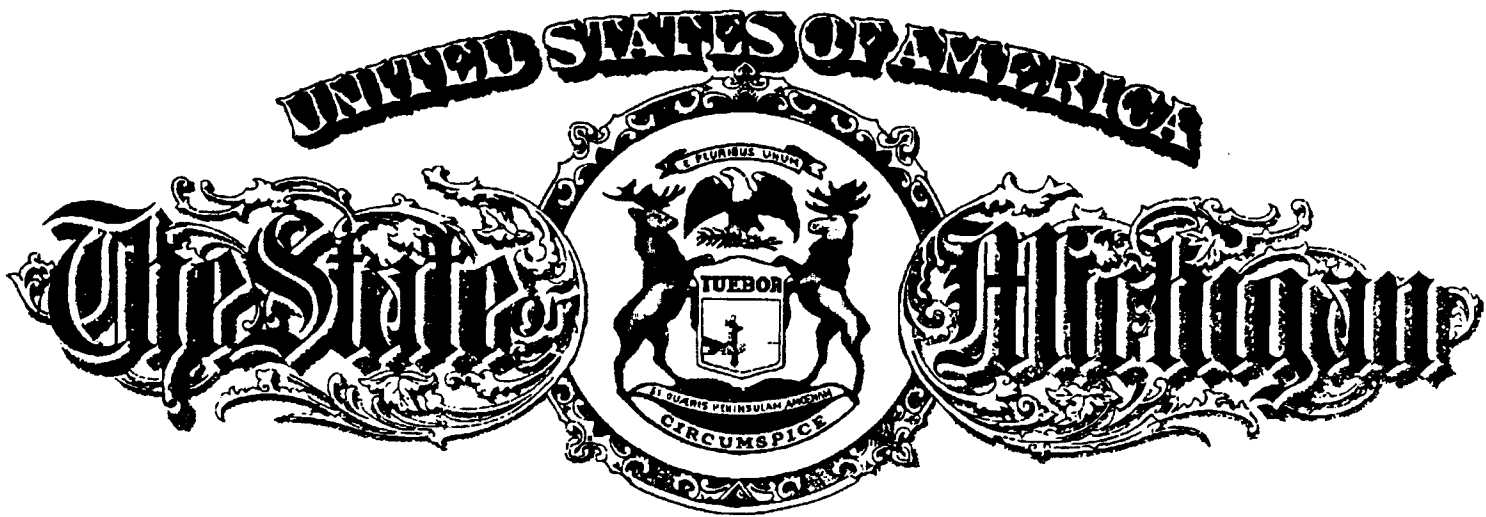
Date: Revised 5-25-2004

Robert A Meganck

Printed Name

Operations Director, Michigan C&E

Title



Michigan Department of Consumer and Industry Services

Lansing, Michigan

This is to Certify That

MICHIGAN BELL TELEPHONE COMPANY

was validly incorporated on January 26, 1904, as a Michigan profit corporation, and said corporation is validly in existence under the laws of this state.

This certificate is issued pursuant to the provisions of 1972 PA 284, as amended, to attest to the fact that the corporation is in good standing in Michigan as of this date and is duly authorized to transact business and for no other purpose.

This certificate is in due form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.

In testimony whereof, I have hereunto set my hand, in the City of Lansing, this 15th day of December, 2003.

Andrew S. Mettall , Director

Bureau of Commercial Services

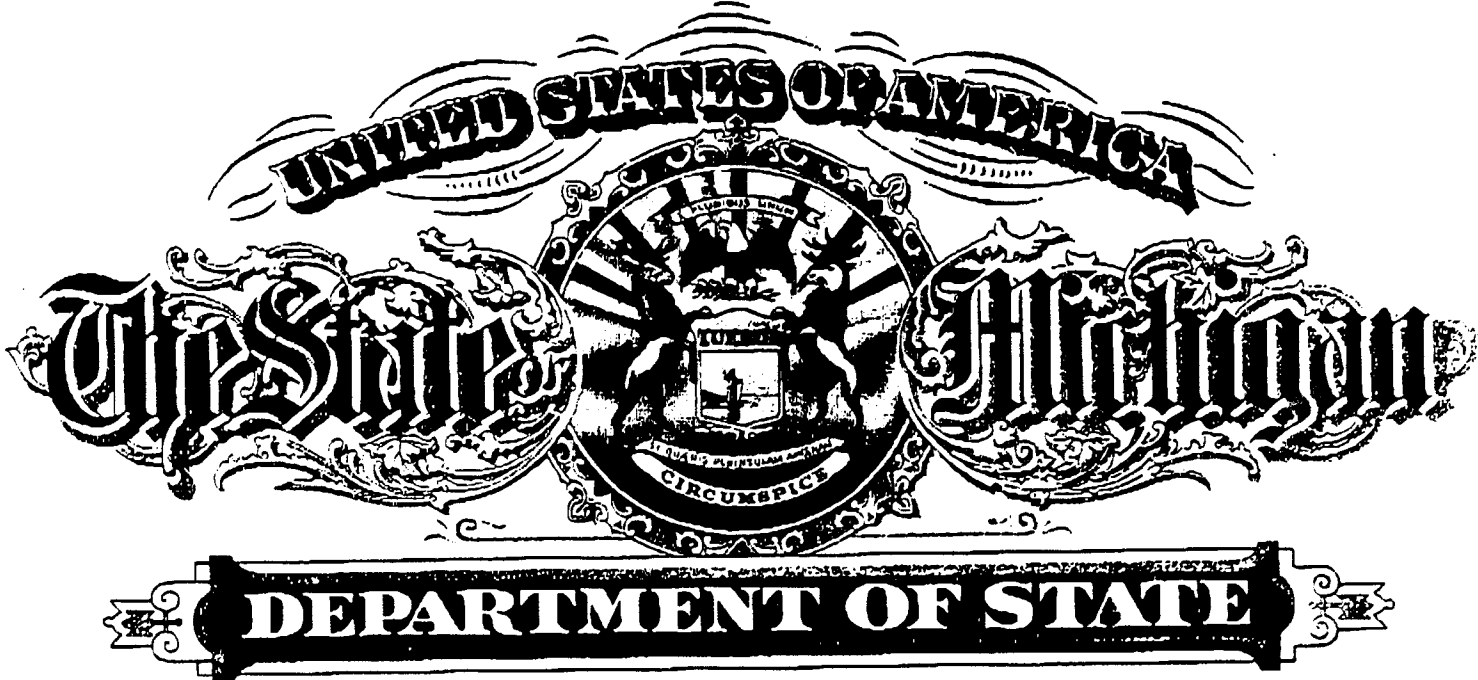
A. APPLICATION

This Tariff applies to the regulated Intrastate Intralata Telecommunications Services, provided by Michigan Bell Telephone Company, with a certified license to operate in exchanges and zones, within the State of Michigan, regulated by and subject to the terms and conditions of this Tariff on file with the Michigan Public Service Commission (M.P.S.C.) under the provision of Article 3 of the Michigan Telecommunications Act (MTA) (1991 PA 179).

(C)
(C)

B. TARIFF SYMBOLS

- (C) Signifies a changed regulation or change in text.
- (D) Signifies a discontinued rate, treatment or regulation.
- (I) Signifies an increased rate or new treatment resulting in an increased rate.
- (N) Signifies a new rate, treatment or regulation.
- (R) Signifies a reduced rate or new treatment resulting in a reduced rate.



I, Terri Lynn Land, Secretary of State and Custodian of the Great Seal of the State of Michigan, certify that

Michigan Bell Telephone
ELL 110-23500 Northwestern Highway
Southfield, MI 48075

Certificate Number: 630

Coverage effective: 11/20/03-11/20/04

Qualifies as a self-insurer for the purposes of Act 294, P.A. 1972 as amended, Act 198, P.A. 1965 as amended and Act 300, P.A. 1949 as amended.

This certificate covers all Vehicles Owned or registered by the named self-insurer.
****End of Certification****



November 17, 2003

Dated

A handwritten signature in cursive script that reads "Terri Lynn Land".

Terri Lynn Land
Secretary of State

**ENVIRONMENTAL/POLLUTION COVERAGE
DIFFERENCE IN LIMITS/DIFFERENCE IN CONDITIONS**

POLICY ANNIVERSARY DATE: June 1

LIMITS OF COVERAGE: *Due to the proprietary nature of this information the limits are not disclosed. Please contact SBC Risk Management for details.*

UNDERLYING COVERAGE: \$ 25 million per Occurrence Self-Insured retention
\$ 10 million per Occurrence Self-Insured retention
Non-Telephone Company Subsidiaries
& Nevada Bell

PARTICIPATION: SBC Communications Inc. and its:
- Subsidiary, associated, affiliated and interrelated companies;
- Majority (51% or more) owned partnerships and joint ventures;
- Interest in (or its subsidiaries' interest in) any company or organization coming under its active management or control;
- Any entity or party required to be insured under any contract or agreement;

COVERAGE:

These policies provide limited pollution coverage in excess of the underlying self-insured retention. The coverage responds to Property Damage, Personal Injury (including Bodily Injury) arising out of an accidental, unintended and instantaneous discharge, dispersal, seepage, migration, release or escape of pollutants directly or indirectly caused by fire, explosion, lightning, windstorm, vandalism or malicious mischief, riot and civil commotion, flood, earthquake, collision or upset of a motor vehicle, mobile equipment or aircraft, automatic sprinkler leakage, the product hazard or the completed operations hazard.

The reporting of claims requires that the pollution loss be known within twenty (20) calendar days from commencement of the loss and reported in writing to the Insurance Company within eighty (80) calendar days of becoming known by the Risk Management Department.

EXCLUSIONS:

Included but not limited to the following:

- ◆ Asbestos-related losses
- ◆ Any fines or penalties
- ◆ Acid Rain
- ◆ Cleanup, removal, containment, treatment, detoxification or neutralization of pollutants situated on premises the Insured owns, rents or occupies at the time of the actual relapse of the pollutants except if caused by a peril listed in the section.
- ◆ Water pollution caused by oil or its derivatives
- ◆ Expected or Intended Loss
- ◆ Any Personal Injury or Property Damage arising out of the actual, alleged or threatened escape of pollution, which are at any time transported, handled, stored, disposed, dumped, treated or processed as waste by or for the Insured
- ◆ Clean-up orders by the Superfund Program

REPORTING PROCEDURES:

In the event of an occurrence, it is imperative that Risk Management is notified immediately due to the policy requirements that the pollution loss must be known within twenty (20) calendar days from commencement of the loss and be reported in writing to the Insurance Company within eighty (80) calendar days of becoming known to the Risk Management Department.

SBC COMMUNICATIONS INC

Notification should be promptly given in writing briefly stating the date of loss, description of the incident and all known facts. This information should be sent to:

Julie K. Long
Executive Director-Risk Management
SBC Communications Inc.
175 E. Houston, Room 7-P-60
San Antonio, TX 78205
210.351.3821
Fax 210.351.3849
Hotline 210.351.3898

OR

Ron Walton
Director-Risk Management
SBC Communications Inc.
175 E. Houston, Room 7-R-5
San Antonio, TX 78205
210.351.3742

Incumbent Local Exchange Carrier Balance Sheet

(Dollars in thousands)

Michigan Bell

	2003	2002	2001
ASSETS			
CURRENT ASSETS			
Cash and cash equivalents	10,550	8,266	9,294
Receivable, Net of the allowance for uncollectibles	335,293	419,673	554,089
Inventories	16,813	7,873	5,819
Other current assets	8,931	7,229	14,688
Total Current Assets	371,587	443,041	583,890
PROPERTY AND EQUIPMENT			
Telecommunications Plant-in-Service	1,021,067	980,495	954,708
General Support	2,058,610	2,125,885	1,988,869
Central Office - Switching	28,969	27,372	27,387
Central Office - Operator System	2,821,693	2,728,666	2,594,253
Central Office - Transmission	67,920	72,486	71,281
Information Origination/Termination	5,035,205	4,897,320	4,712,559
Cable and Wire	11,033,464	10,832,224	10,349,057
Total Telecommunications Plant-in-Service before amortizable assets	26,989	90,438	58,159
Amortizable assets	11,060,453	10,922,662	10,407,216
Total Telecommunications Plant-in-Service	0	119	7
Property held for future telecommunications use	37,373	44,971	127,505
Telephone plant under construction	0	0	0
Telecommunications plant adjustment	14,128	16,727	13,278
Nonoperating plant	0	0	0
Goodwill	11,111,954	10,984,479	10,548,006
Total Plant	7,357,457	6,861,231	6,337,483
Accumulated depreciation	1,367	1,367	1,367
Accumulated depreciation - other			

Capital leases	2,717	2,321	1,900
Total Accumulated Depreciation & Amortization	7,361,541	6,910,295	6,361,457
Total Property and Equipment, Net	3,750,413	4,074,184	4,186,549
Nonregulated investments	0	0	0
Deferred charges	21,021	19,813	59,359
Other jurisdictional assets-net	-1,416,396	-1,377,704	-1,185,107
Other noncurrent assets	912,181	925,017	872,357
Total Other Assets	-483,194	-416,325	-232,384
TOTAL ASSETS	3,638,806	4,100,900	4,538,055

2003 2002 2001

LIABILITIES AND STOCKHOLDERS' EQUITY

CURRENT LIABILITIES	827,267	673,148	608,479
Accounts and notes payable	4,566	2,768	2,826
Customer deposits	-77,926	-92,216	63,024
Accrued liabilities	310,156	285,001	387,166
Other current liabilities	1,064,063	868,701	1,061,495
TOTAL CURRENT LIABILITIES	1,064,063	868,701	1,061,495
NONCURRENT LIABILITIES	199,855	398,710	397,544
Long-term debt	534,090	543,871	480,490
Other long-term liabilities and deferred credits	19,112	22,818	27,106
Unamortized investment tax credits	937,094	827,351	759,714
Net deferred income tax and adjustments	-498,553	-484,910	-417,001
Other jurisdictional liabilities/deferred credits	1,191,598	1,307,840	1,247,853
Total Noncurrent Liabilities	2,255,661	2,176,541	2,309,348
Total Liabilities	2,255,661	2,176,541	2,309,348

STOCKHOLDERS' EQUITY			
Capital stock	1,721,806	1,721,806	1,721,806
Additional paid-in-capital	13,069	13,069	13,069
Treasury Stock	0	0	0
Other capital	18,505	18,505	18,505
Retained earnings	-370,235	170,979	475,327
Total Stockholders' Equity	1,383,145	1,924,359	2,228,707
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	3,638,806	4,100,900	4,538,055

Source: ARMIS USOA (43-02) Report, Table B-1

Note: The financial data presented in this report reflects the Incumbent Local Exchange Carrier's (ILEC) Part 32 Accounts, per the Commission's rules, and may not agree with other pub (i.e., SEC 10-K).