UNITED STATES DISTRICT COURT FOR THE DISTRICT OF COLUMBIA

UNITED STATES OF AMERICA et al.,

Plaintiffs,

Civil Action No. 11-01560 (ESH)

v.

AT&T INC. et al.,

Defendants.

JOINT MOTION TO STAY

Plaintiffs and Defendants respectfully move for entry of the attached proposed Order staying this action.

Dated this 12th day of December 2011.

Counsel for the State of New York

Respectfully submitted:

FOR PLAINTIFFS:

Richard L. Schwartz

Geralyn J. Trujillo

/s/ Joseph F. Wayland
Joseph F. Wayland
Deputy Assistant Attorney General

Mary Ellen Burns
Keith H. Gordon

/s/ Matthew C. Hammond

Matthew D. Siegel Matthew C. Hammond

Laury E. Bobbish
David M. Kerwin

Claude F. Scott, Jr. (D.C. Bar #414906)

Jonathan A. Mark

Claude F. Scott, Jr. (D.C. Bar #414906)

Kenneth M. Dintzer

Counsel for the State of Washington Christine A. Hill (D.C. Bar #461048)

U.S. Department of Justice

Quyen D. Toland Antitrust Division
Ben Labow 450 Fifth Street, N.W., Suite 7000

Counsel for the State of California Washington, D.C. 20530

Tel: (202) 514-5621 Robert W. Pratt Fax: (202) 514-6381

Chadwick O. Brooker <u>matthew.hammond@usdoj.gov</u>

Counsel for the State of Illinois Counsel for the United States of America

William T. Matlack Michael P. Franck Counsel for the Commonwealth of Massachusetts

Jessica L. Brown
Counsel for the State of Ohio

James A. Donahue, III Joseph S. Betsko Counsel for the Commonwealth of Pennsylvania

José G. Díaz-Tejera Nathalia Ramos-Martínez Counsel for the Commonwealth of Puerto Rico

FOR DEFENDANTS:

/s/ Mark C. Hansen

Mark C. Hansen, D.C. Bar # 425930 Michael K. Kellogg, D.C. Bar # 372049 Kellogg, Huber, Hansen, Todd, Evans & Figel, P.L.L.C. 1615 M Street, NW, Suite 400 Washington, DC 20036 (202) 326-7900

Richard L. Rosen, D.C. Bar # 307231 Donna E. Patterson, D.C. Bar # 358701 Arnold & Porter LLP 555 Twelfth Street, NW Washington, DC 20004-1206 (202) 942-5000

Wm. Randolph Smith, D.C. Bar # 356402 Kathryn D. Kirmayer, D.C. Bar # 424699 Crowell & Moring, LLP 1001 Pennsylvania Avenue, NW Washington, DC 20004 (202) 624-2500

Counsel for AT&T Inc.

George S. Cary, D.C. Bar # 285411 Mark W. Nelson, D.C. Bar # 442461 Cleary Gottlieb Steen & Hamilton LLP 2000 Pennsylvania Avenue, NW Washington, DC 20006 (202) 974-1500

Richard G. Parker, D.C. Bar # 327544 O'Melveny & Myers LLP 1625 Eye Street, NW Washington, DC 20006 (202) 383-5300

Counsel for T-Mobile USA, Inc. and Deutsche Telekom AG

UNITED STATES DISTRICT COURT FOR THE DISTRICT OF COLUMBIA

UNITED	STATES	OF A	MERICA	et al

Plaintiffs,

Civil Action No. 11-01560 (ESH)

v.

AT&T INC. et al.,

Defendants.

[PROPOSED] ORDER

Upon agreement of the parties, it is hereby ORDERED that this action be stayed and that all pretrial and trial deadlines established under prior Orders of the Court be vacated, including the hearing in this action previously scheduled for December 15, 2011.

It is further ORDERED that a status conference shall be held in this action on January 18, 2012 at 2 p.m. to address the course of any further proceedings in this action.

It is further ORDERED that Defendants shall file with the Court by noon on January 12, 2012 a status report describing the status of their proposed transaction, including discussion of whether they intend to proceed with the transaction at issue in this litigation, whether they intend to proceed with another transaction, the status of any related proceedings at the Federal Communications Commission, and their anticipated plans and timetable for seeking any necessary approval from the Federal Communications Commission.

SO ORDERED this	day of December, 2011.	
	BY THE COURT:	
	Ellen S. Huvelle U.S. District Judge	