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LOBBYING REPORT

Lobbying Disclosure Act of 1995 (Section 5) - All Filers Are Required to Complete This Page

1. Registrant Name BellSouth Corporation			
2. Address <input type="checkbox"/> Check if different than previously reported 1133 21st Street, NW, Suite 900, Washington, DC 20036			
3. Principal Place of Business (if different from line 2) Atlanta GA 30309 City: State/zip (or Country)			
4. Contact Name L. Barbee Ponder, IV, Esq.	Telephone (202) 463-4155	E-mail (optional)	5. Senate ID # 5905-12
7. Client Name <input checked="" type="checkbox"/> Self BellSouth Corporation			6. House ID # 31682000

TYPE OF REPORT 8. Year 2004 Midyear (January 1-June 30) ☒ OR Year End (July 1-Dec

9. Check if this filing amends a previously filed version of this report ☐

10. Check if this is a Termination Report ☐ ⇨ Termination Date _____

11. No Lobbying

INCOME OR EXPENSES - Complete Either Line 12 OR Line 13

<p>12. Lobbying Firms</p> <p>INCOME relating to lobbying activities for this reporting period was:</p> <p>Less than \$10,000 <input type="checkbox"/></p> <p>\$10,000 or more <input type="checkbox"/> ⇨ \$ _____ Income (nearest \$20,000)</p> <p>Provide a good faith estimate, rounded to the nearest \$20,000, of all lobbying related income from the client (including all payments to the registrant by any other entity for lobbying activities on behalf of the client).</p>	<p>13. Organizations</p> <p>EXPENSES relating to lobbying activities for this reporting period were:</p> <p>Less than \$10,000 <input type="checkbox"/></p> <p>\$10,000 or more <input checked="" type="checkbox"/> ⇨ \$ <u>\$3,226,468.00</u> Expenses (nearest \$20,000)</p> <p>14. REPORTING METHOD. Check box to indicate accounting method. See instructions for description of o</p> <p><input checked="" type="checkbox"/> Method A. Reporting amounts using LDA definition</p> <p><input type="checkbox"/> Method B. Reporting amounts under section 6033 Internal Revenue Code</p> <p><input type="checkbox"/> Method C. Reporting amounts under section 162 Internal Revenue Code</p>
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Signature 

Date 08/16/2004

Printed Name and Title

L. Barbee Ponder IV, Senior Regulatory Counsel, BellSouth DC Inc.

LD-2 (REV. 4/03)

PAGE 1

Registrant Name BellSouth Corporation Client Name BellSouth Corporation

LOBBYING ACTIVITY. Select as many codes as necessary to reflect the general issue areas in which the registrant was engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code as requested. Attach additional page(s) as needed.

15. General issue area code CPT (one per page)

16. Specific lobbying issues

S. 2560 Inducing Infringement on Copyrights Act of 2004

17. House(s) of Congress and Federal agencies contacted ☐ Check if None

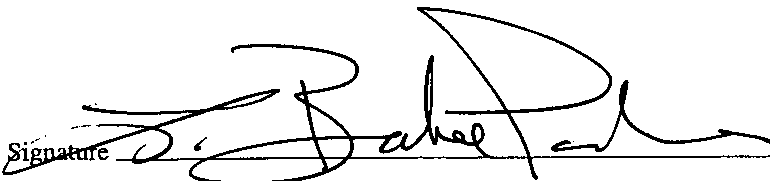
U.S. House of Representatives
U.S. Senate

18. Name of each individual who acted as a lobbyist in this issue area

Name	Covered Official Position (if applicable)
Lyndon Boozer	
Troup Coronado	
Pepper English	
Karen Possner	
Ward White	
Herschel Abbott	
Eileen McCaughey	

19. Interest of each foreign entity in the specific issues listed on line 16 above ☐ Check if None

Signature



Date 8/16/2004

Printed Name and Title

L. Barbee Ponder IV, Senior Regulatory Counsel, BellSouth DC Inc.

Registrant Name BellSouth Corporation Client Name BellSouth Corporation

LOBBYING ACTIVITY. Select as many codes as necessary to reflect the general issue areas in which the registrant is engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code as requested. Attach additional page(s) as needed.

15. General issue area code MMM (one per page)

16. Specific lobbying issues

H.R. 1 Medicare Prescription Drug, Improvement, and Modernization Act

17. House(s) of Congress and Federal agencies contacted ☐ Check if None

U.S. House of Representatives
U.S. Senate

18. Name of each individual who acted as a lobbyist in this issue area

Name	Covered Official Position (if applicable)
Lyndon Boozer	
Troup Coronado	
Pepper English	
Karen Possner	
Ward White	
Herschel Abbott	
Eileen McCaughey	

19. Interest of each foreign entity in the specific issues listed on line 16 above ☐ Check if None

Signature

Date 8/16/2004

Printed Name and Title

L. Barbee Ponder IV, Senior Regulatory Counsel, BellSouth DC Inc.

Registrant Name BellSouth Corporation Client Name BellSouth Corporation

LOBBYING ACTIVITY. Select as many codes as necessary to reflect the general issue areas in which the client engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code as requested. Attach additional page(s) as needed.

15. General issue area code TAX (one per page)

16. Specific lobbying issues

S. 150	Internet Tax Nondiscrimination Act
S. 2084	Internet Tax Ban Extension and Improvement Act
H.R. 4520	JOBS Act/Jumpstart Our Business Strength (JOBS) Act/American Jobs Creation Act of 2004
S. 1637	Jumpstart Our Business Strength (JOBS) Act

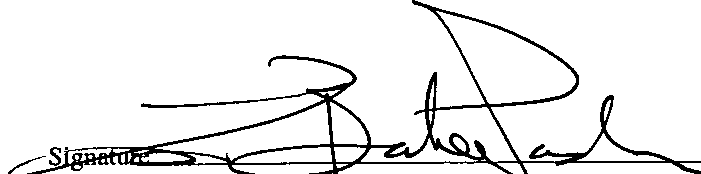
17. House(s) of Congress and Federal agencies contacted ☐ Check if None

U.S. House of Representatives
U.S. Senate

18. Name of each individual who acted as a lobbyist in this issue area

Name	Covered Official Position (if applicable)
Lyndon Boozer	Eileen McCaughey
Troup Coronado	
Pepper English	
Karen Possner	
Ward White	
Barbee Ponder	
Herschel Abbott	

19. Interest of each foreign entity in the specific issues listed on line 16 above ☐ Check if None

Signature  Date 08/16/2004

L. Barbee Ponder IV, Senior Regulatory Counsel, BellSouth DC Inc.

Registrant Name BellSouth Corporation Client Name BellSouth Corporation

LOBBYING ACTIVITY. Select as many codes as necessary to reflect the general issue areas in which the client was engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code as requested. Attach additional page(s) as needed.

15. General issue area code TEC (one per page)

16. Specific lobbying issues

S. 1380 Rural Universal Service Equity Act
H.R. 1582 Universal Service Fairness Act
S. 2603 Junk Fax Prevention Act of 2004
S. 2281 VOIP Regulatory Freedom Act
H.R. 4129 VOIP Regulatory Freedom Act

17. House(s) of Congress and Federal agencies contacted ☐ Check if None

U.S. House of Representatives
U.S. Senate

18. Name of each individual who acted as a lobbyist in this issue area

Name	Covered Official Position (if applicable)
Lyndon Boozer	
Troup Coronado	
Pepper English	
Karen Possner	
Ward White	
Herschel Abbott	
Eileen McCaughey	

19. Interest of each foreign entity in the specific issues listed on line 16 above ☐ Check if None

Signature

Date 08/16/2004

Printed Name and Title

L. Barbee Ponder IV, Senior Regulatory Counsel, BellSouth DC Inc.

Registrant Name BellSouth Corporation Client Name BellSouth Corporation

Information Update Page - Complete ONLY where registration information has changed.

20. Client new address

21. Client new principal place of business (if different from line 20)

City _____ State/Zip (or Country) _____

22. New general description of client's business or activities

LOBBYIST UPDATE

23. Name of each previously reported individual who is **no longer** expected to act as a lobbyist for the client

ISSUE UPDATE

24. General lobbying issues previously reported that **no longer** pertain

AFFILIATED ORGANIZATIONS

25. Add the following affiliated organization(s)

Name	Address	Principal Place of Bu (city and state or co

26. Name of each previously reported organization that is **no longer** affiliated with the registrant or client

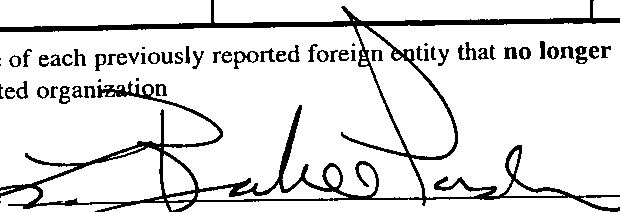
FOREIGN ENTITIES

27. Add the following foreign entities

Name	Address	Principal place of business (city and state or country)	Amount of contribution for lobbying activities

28. Name of each previously reported foreign entity that **no longer** owns, **or** controls, **or** is affiliated with the registrant affiliated organization

Signature



Date

08/16/200

