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Form 4	KA D											
August 02, 20								OMB A	PPROVAL			
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								N OMB Number:	3235-0287			
Check this if no longe subject to Section 16 Form 4 or Form 5 obligations may contin <i>See</i> Instruct 1(b).	r STATEN Filed pur Section 17(CHAN ection 1 Public U	NGES IN SECUI	Expires: Estimated burden hou response	January 31, s: 2005 ted average hours per						
(Print or Type Re	esponses)											
1. Name and Address of Reporting Person <u>*</u> TYSON LAURA D			2. Issuer Name and Ticker or Trading Symbol AT&T INC. [T]				5. Relationship of Reporting Person(s) to Issuer					
(Last)	(First) (Middle)	3. Date of Earliest Transaction				(Ch	eck all applicabl	ck all applicable)			
208 S. AKARD STREET			(Month/Day/Year) 07/31/2012			X_ Director10% Owner Officer (give titleOther (specify below) below)						
(Street) 4. If Amendment, Date Original Filed(Month/Day/Year) DALLAS, TX 75202				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 								
	(State)	(Zin)					Person					
(City)		(Zip)					Acquired, Disposed		-			
	. Transaction Date Month/Day/Year)		Date, if	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3, 4	(A) or of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
Reminder: Repor	rt on a separate line	e for each cla	uss of sec	urities bene	ficially ow	ned directly	or indirectly.					
					Perso inform requir	ons who res nation con red to resp ays a curre	spond to the colle tained in this forr ond unless the fo ntly valid OMB co	n are not orm	SEC 1474 (9-02)			

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A) or		

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	Derivative Security			Disposed of (D) (Instr. 3, 4, and 5)						
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Deferred Stock Units	<u>(1)</u>	07/31/2012	А		881.4692		<u>(1)</u>	<u>(1)</u>	Common Stock	881.4692

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
TYSON LAURA D 208 S. AKARD STREET DALLAS, TX 75202	Х							
Signatures								
/s/ Ann E. Meuleman, Secy., Attorney-in-fact		08/02/2012						
**Signature of Reporting Persor	ı		Date					

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Acquisition of deferred stock units pursuant to the AT&T Inc. Non-Employee Director Stock and Deferral Plan. After the reporting
 (1) person ceases to be a director, each unit is paid out in cash equal to the value of one share of AT&T common stock at times elected by the director.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.