

AMERICA TELECOM SA DE CV /FI  
Form CB  
November 29, 2006

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

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**FORM CB**

**TENDER OFFER/RIGHTS OFFERING NOTIFICATION FORM**

Please place an X in the box(es) to designate the appropriate rule provision(s) relied upon to file this Form:

Securities Act Rule 801 (Rights Offering)	..
Securities Act Rule 802 (Exchange Offer)	X
Exchange Act Rule 13e-4(h)(8) (Issuer Tender Offer)	..
Exchange Act Rule 14d-1(c) (Third Party Tender Offer)	..
Exchange Act Rule 14e-2(d) (Subject Company Response)	..
Filed or submitted in paper if permitted by Regulation S-T Rule 101(b)(8)	..

**AMÉRICA TELECOM, S.A. DE C.V.**

(Name of Subject Company)

**N.A.**

(Translation of Subject Company's Name into English (if applicable))

**United Mexican States**

(Jurisdiction of Subject Company's Incorporation or Organization)

**América Móvil, S.A. de C.V.**

(Name of Person(s) Furnishing Form)

**Common Stock, with no par value**

(Title of Class of Subject Securities)

**023647100**

(CUSIP Number of Class of Securities (if applicable))

**Armando Ibañez Vázquez**

**América Telecom, S.A. de C.C.**

**Insurgentes Sur No. 3500, Piso 5**

**Colonia Peña Pobre, 14060**

**Delegación Tlalpan**

**14060 México, D.F. México**

**(5255) 5244-0802**

(Name, Address (including zip code) and Telephone Number (including area code) of

Person(s) Authorized to Receive Notices and Communications on Behalf of Subject Company)

**Copies to:**

**Nicolas Grabar, Esq.**

**Francisco L. Cestero, Esq.**

**Cleary Gottlieb Steen & Hamilton LLP**

**One Liberty Plaza**

**New York, New York 10006**

**(212) 225-2000**

**November 28, 2006**

**(Date Tender Offer/Rights Offering Commenced)**

**PART I INFORMATION SENT TO SECURITY HOLDERS**

**Item 1. Home Jurisdiction Documents**

(a)

<b>Attachment</b>	<b>Description</b>
A.	Information Statement in Connection with a Corporate Reorganization, dated November 27, 2006

(b) Not applicable.

**Item 2. Informational Legends**

A legend complying with Rule 802(b) under the Securities Act of 1933, as amended, is included on the documents filed as Exhibit A.

**PART II INFORMATION NOT REQUIRED TO BE SENT TO SECURITY HOLDERS**

(1) See Home Jurisdiction Documents disclosed on Part I, Item 1.

(2) Not applicable.

(3) Not applicable.

**PART III CONSENT TO SERVICE OF PROCESS**

A written irrevocable consent and power of attorney on Form F-X was filed by América Móvil, S.A. de C.V. concurrently with the filing of the Form CB on November 29, 2006.

**PART IV SIGNATURES**

After due inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

**AMÉRICA MÓVIL, S.A. DE C.V.**

By: /s/ Alejandro Cantú Jiménez  
Name: Alejandro Cantú Jiménez  
Title: Attorney-in-Fact  
Date: November 29, 2006