

AT&T INC.  
Form 11-K  
June 17, 2011

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

(Mark One)

FORM 11-K

ANNUAL REPORT PURSUANT TO SECTION 15(d)  
OF THE SECURITIES EXCHANGE ACT OF 1934

For the fiscal year ended December 31, 2010

OR

TRANSITION REPORT PURSUANT TO SECTION 15(d)  
OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from \_\_\_\_\_ to \_\_\_\_\_

Commission File Number: 1-8610

A. Full title of the plan and the address of the plan, if different from that of the issuer named below:

AT&T PUERTO RICO RETIREMENT SAVINGS PLAN

B. Name of issuer of the securities held pursuant to the plan and the address of its principal executive office:

AT&T INC.

208 S. Akard, Dallas, Texas 75202

AT&T SAVINGS PLAN  
AT&T RETIREMENT SAVINGS PLAN  
AT&T PUERTO RICO SAVINGS PLAN  
AT&T PUERTO RICO RETIREMENT SAVINGS PLAN

Financial Statements, Supplemental Schedules and Exhibit

Table of Contents

|   | Page |
|---|------|
| Report of Independent Registered Public Accounting Firm   | 1    |
| Financial Statements:   |      |
| Statements of Net Assets Available for Benefits as of December 31, 2010                         | 2    |
| Statements of Net Assets Available for Benefits as of December 31, 2009                         | 3    |
| Statements of Changes in Net Assets Available for Benefits for the Year Ended December 31, 2010 | 4    |
| Notes to Financial Statements   | 5    |
| Supplemental Schedules:   |      |
| Schedule H, Line 4(i) – Schedules of Assets (Held at End of Year) as of December 31, 2010       | 28   |
| Exhibit:  |      |
| 23 – Consent of Independent Registered Public Accounting Firm                                   | 31   |

---

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To Plan Administrator  
of the AT&T Savings Plan, AT&T Retirement Savings Plan, AT&T Puerto Rico Savings Plan and AT&T Puerto Rico Retirement Savings Plan

We have audited each of the accompanying statements of net assets available for benefits of the AT&T Savings Plan, AT&T Retirement Savings Plan, AT&T Puerto Rico Savings Plan and AT&T Puerto Rico Retirement Savings Plan (collectively referred to as the Plans) as of December 31, 2010 and 2009, and the related statement of changes in net assets available for benefits for each of the Plans for the year ended December 31, 2010. These financial statements are the responsibility of the Plans' management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. We were not engaged to perform an audit of the Plans' internal control over financial reporting. Our audits included consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plans' internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, and evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements for each of the Plans referred to above present fairly, in all material respects, the net assets available for benefits for each of the Plans at December 31, 2010 and 2009, and the changes in their net assets available for benefits for the year ended December 31, 2010, in conformity with U.S. generally accepted accounting principles.

Our audits were performed for the purpose of forming an opinion on the financial statements for each of the Plans taken as a whole. The accompanying supplemental schedules of assets (held at end of year) as of December 31, 2010, are presented for purposes of additional analysis and are not a required part of the financial statements but are supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, as amended. These supplemental schedules are the responsibility of the Plans' management. The supplemental schedules have been subjected to auditing procedures applied in our audits of the financial statements for each of the Plans, and in our opinion, are fairly stated in all material respects in relation to the financial statements for each of the Plans taken as a whole.

Dallas, Texas  
June 17, 2011

/s/ Ernst & Young LLP

Statements of Net Assets Available For Benefits  
December 31, 2010  
(Dollars in Thousands)

| Assets   | AT&T<br>Savings Plan | AT&T<br>Retirement<br>Savings Plan | AT&T<br>Puerto Rico<br>Savings Plan | AT&T<br>Puerto<br>Rico<br>Retirement<br>Savings Plan |
|--|----------------------|------------------------------------|-------------------------------------|--|
| Investment in AT&T Savings Plan Master Trust, at fair value (Note 4)                           | \$21,582,410         | \$580,462                          | \$39,812                            | \$5,911  |
| <b>Receivables:</b>  |                      |                                    |                                     |  |
| Notes receivable from participants   | 475,022              | 54,645                             | 3,055                               | 897  |
| Employer contribution receivable   | 61                   | 1,265                              | -                                   | 29   |
| Participant contribution receivable  | 163                  | 2,325                              | 3                                   | 55   |
| Net assets reflecting investments at fair value  | 22,057,656           | 638,697                            | 42,870                              | 6,892  |
| Adjustment from fair value to contract value for fully benefit-responsive investment contracts | (242,945 )           | (4,903 )                           | (507 )                              | (44 )  |
| <b>Net Assets Available for Benefits</b>   | <b>\$21,814,711</b>  | <b>\$633,794</b>                   | <b>\$42,363</b>                     | <b>\$6,848</b>                                       |

See Notes to Financial Statements.

Statements of Net Assets Available For Benefits  
 December 31, 2009  
 (Dollars in Thousands)

| Assets  | AT&T<br>Savings Plan | AT&T<br>Retirement<br>Savings Plan | AT&T<br>Puerto Rico<br>Savings Plan | AT&T Puerto<br>Rico<br>Retirement<br>Savings Plan |
|---|----------------------|------------------------------------|-------------------------------------|---|
| Investment in AT&T Savings Plan Master Trust,<br>at fair value (Note 4)                           | \$ 19,499,212        | \$ 447,239                         | \$ 14,812                           | \$ 4,732  |
| Notes receivable from participants  | 455,093              | 43,814                             | 1,080                               | 714   |
| Net assets reflecting investments at fair value   | 19,954,305           | 491,053                            | 15,892                              | 5,446   |
| Adjustment from fair value to contract value for<br>fully benefit-responsive investment contracts | (102,825 )           | (2,071 )                           | (89 )                               | (18 )   |
| Net Assets Available for Benefits   | \$ 19,851,480        | \$ 488,982                         | \$ 15,803                           | \$ 5,428  |

See Notes to Financial Statements.

Statements of Changes in Net Assets Available For Benefits  
For the Year Ended December 31, 2010  
(Dollars in Thousands)

|  | AT&T<br>Savings<br>Plan | AT&T<br>Retirement<br>Savings<br>Plan | AT&T<br>Puerto Rico<br>Savings<br>Plan | AT&T<br>Puerto<br>Rico<br>Retirement<br>Savings<br>Plan |
|--|-------------------------|---------------------------------------|--|---|
| Net Assets Available for Benefits, December 31, 2009         | \$19,851,480            | \$488,982                             | \$15,803                               | \$5,428   |
| Additions to Net Assets                                      |                         |                                       |  |   |
| Contributions:   |                         |                                       |  |   |
| Participant contributions                                    | 823,902                 | 81,649                                | 2,349                                  | 803   |
| Employer contributions                                       | 374,075                 | 48,142                                | 1,502                                  | 537   |
| Investment Income:   |                         |                                       |  |   |
| Net income from investment in AT&T Savings Plan Master Trust | 2,185,953               | 60,693                                | 4,010                                  | 677   |
| Interest income on notes receivable from participants        | 24,071                  | 2,300                                 |  |   |