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2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [ ]  
 (b) [ ]

3 SEC USE ONLY

4 SOURCE OF FUNDS AF

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS  
 IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) [ ]

6 CITIZENSHIP OR PLACE OF ORGANIZATION Delaware

NUMBER OF SHARES	7	SOLE VOTING POWER	6,200,000
BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	8	SHARED VOTING POWER	4,547,698
	9	SOLE DISPOSITIVE POWER	6,200,000
	10	SHARED DISPOSITIVE POWER	4,547,698

11 AGGREGATE AMOUNT BENEFICIALLY OWNED  
 BY EACH REPORTING PERSON 10,747,698

12 CHECK BOX IF THE AGGREGATE AMOUNT IN  
 ROW (11) EXCLUDES CERTAIN SHARES [ ]

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 5.4%

14 TYPE OF REPORTING PERSON HC

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1 NAME OF REPORTING PERSON SBC INTERNATIONAL, INC.  
 S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON 43-1380735

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [ ]  
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 IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) [ ]

6 CITIZENSHIP OR PLACE OF ORGANIZATION Delaware

NUMBER OF SHARES	7	SOLE VOTING POWER	0
BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	8	SHARED VOTING POWER	4,547,698
	9	SOLE DISPOSITIVE POWER	0
	10	SHARED DISPOSITIVE POWER	4,547,698



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This statement on Schedule 13D filed on February 22, 2000 (the "Original 13D"), as amended by Amendment No. 1 filed on February 22, 2001, Amendment No. 2 filed on February 27, 2001, Amendment No. 3 filed on June 21, 2001, Amendment No. 4 filed on December 7, 2001, Amendment No. 5 filed on December 7, 2001, Amendment No. 6 filed on January 31, 2002, Amendment No. 7 filed on September 9, 2002, Amendment No. 8 filed on November 14, 2002, and Amendment No. 9 filed on June 17, 2004, Amendment No. 10 filed on September 27, 2004, and Amendment No. 11 filed on December 28, 2004, by SBC Communications Inc. ("SBC") is hereby further amended to report a change in ownership of shares of Amdocs Limited (the "Company").

## Item 1. Security and Issuer

This statement relates to the Ordinary Shares, par value (pound) 0.01 (the "Shares"), of Amdocs Limited, a company organized under the laws of the Island of Guernsey. The Shares trade on the New York Stock Exchange under the symbol "DOX". The principal executive office of the Company is Suite 5, Tower Hill House Le Bordage, St. Peter Port, Island of Guernsey, GY1 3QT Channel Islands.

## Item 2. Identity and Background

- (c) The name, and principal occupations of each executive officer and director of SBC, SBC International, Inc. ("SBCI"), and SBC Hedging Management L.L.C. (as manager of SBC Option Delivery L.L.C. ("SBCO")) are set forth in Exhibits I, 2 and 3 hereto, respectively, and incorporated herein by reference. The principal business address for the named individuals on Exhibits 1, 2 and 3 is 175 E. Houston, San Antonio, Texas, 78205, USA.

## Item 4. Purpose of Transaction

On November 1, 2005, SBCO sold 2,695,823 Shares to SBCI.

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## Item 5. Interest in Securities of the Issuer

- (a) SBCI, a wholly-owned subsidiary of SBC, beneficially owns 4,547,698 Shares representing 2.3% of the outstanding ordinary Shares class. SBCO, a wholly-owned subsidiary of SBCI, beneficially owns 500,000 Shares representing 0.3% of the outstanding ordinary Shares class. As of June 30, 2005, the capital structure of the Company consists of 199,239,000 Shares (according to Form 6-K filed by the Company on August 15, 2005). SBC possesses ultimate beneficial ownership of the reported Shares by virtue of its ownership of SBCI and SBCO.

### (b) SBC beneficial ownership interest:

Percent of class.....	5.4%
Sole power to vote or to direct the vote.....	6,200,000 Shares
Shared power to vote or to direct the vote.....	4,547,698 Shares
Sole power to dispose or to direct the disposition of..	6,200,000 Shares
Shared power to dispose or direct the disposition of...	4,547,698 Shares

### SBCI beneficial ownership interest(1):

Percent of class.....	2.3%
Sole power to vote or to direct the vote.....	0 Shares
Shared power to vote or to direct the vote.....	4,547,698 Shares

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Sole power to dispose or to direct the disposition of.....0 Shares  
 Shared power to dispose or direct the disposition of...4,547,698 Shares

SBCO beneficial ownership interest (2):

Percent of class.....0.3%  
 Sole power to vote or to direct the vote.....0 Shares  
 Shared power to vote or to direct the vote.....500,000 Shares  
 Sole power to dispose or to direct the disposition of.....0 Shares  
 Shared power to dispose or direct the disposition of.....500,000 Shares

(1) SBC has ultimate control over these Shares by virtue of its ownership of SBCI.

(2) Each of SBC and SBCI has ultimate control over these Shares by virtue of their ownership of SBCO. (c) During the last sixty days, SBCO disposed of Shares as follows:

Transaction Date	Type of Transaction	Number of Shares	Average Price Per Share
11/01/05	Transfer between subsidiaries	2,695,823	\$26.47

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Item 7. Material to be Filed as Exhibits

Exhibit No.	Description
1	Directors and Executive Officers of SBC Communications Inc.
2	Directors and Executive Officers of SBC International, Inc.
3	Directors and Executive Officers of SBC Hedging Management L.L.C. (as manager of SBC Option Delivery L.L.C.)

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SIGNATURE

After reasonable 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.

SBC COMMUNICATIONS INC.

Dated: November 3, 2005

By: /s/ James S. Kahan  
 James S. Kahan

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Senior Vice President -  
Corporate Development

SBC INTERNATIONAL, INC.

Dated: November 3, 2005

By: /s/ James S. Kahan  
James S. Kahan  
Executive Vice President - Development

SBC OPTION DELIVERY L.L.C.

By SBC Hedging Management L.L.C.  
Manager of SBC Option Delivery L.L.C.

Dated: November 3, 2005

By: /s/ Harold E. Rainbolt  
Harold E. Rainbolt  
Director, SBC Hedging Management L.L.C.