

BELLSOUTH® / CLEC Agreement

Customer Name: SBC Long Distance, LLC dba SBC Long Distance

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By and Between

BellSouth Telecommunications, Inc.

And

SBC Long Distance, LLC dba SBC Long Distance

AGREEMENT

This Agreement, which shall become effective thirty (30) days following the date of the last signature of both Parties (Effective Date), is entered into by and between SBC Long Distance, LLC dba SBC Long Distance (SBC LD), a Delaware corporation on behalf of itself, and BellSouth Telecommunications, Inc., (BellSouth), a Georgia corporation, having an office at 675 W. Peachtree Street, Atlanta, Georgia, 30375, on behalf of itself and its successors and assigns.

WHEREAS, the Telecommunications Act of 1996 (the "Act") was signed into law on February 8, 1996; and

WHEREAS, section 252(i) of the Act requires BellSouth to make available any interconnection, service, or network element provided under an agreement approved by the appropriate state regulatory body to any other requesting telecommunications carrier upon the same terms and conditions as those provided in the agreement in its entirety; and

WHEREAS, SBC LD has requested that BellSouth make available the interconnection agreement in its entirety executed between BellSouth and GulfPines Communications, LLC (GulfPines) dated May 22, 2005 for the states of Alabama, Florida, Georgia, Kentucky, Louisiana, Mississippi, North Carolina, South Carolina, and Tennessee;

NOW, THEREFORE, in consideration of the promises and mutual covenants of this Agreement, SBC LD and BellSouth hereby agree as follows:

1. SBC LD and BellSouth shall adopt in its entirety the GulfPines Interconnection Agreement dated May 22, 2005 and any and all amendments to said agreement executed and approved by the appropriate state regulatory commission as of the date of the execution of this Agreement. The GulfPines Interconnection Agreement and all amendments are attached hereto as Exhibit 1 and incorporated herein by this reference. The adoption of this agreement with amendment(s) consists of the following:

ITEM	NO. PAGES
Adoption Papers	4
Title Page	1
Table of Contents	2
General Terms and Conditions	20
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Attachment 9	214
Attachment 10	9
Attachment 11	7
TOTAL	867

2. In the event that SBC LD consists of two (2) or more separate entities as set forth in the preamble to this Agreement, all such entities shall be jointly and severally liable for the obligations of SBC LD under this Agreement.

3. The term of this Agreement shall be from the Effective Date as set forth above and shall expire as set forth in Section 2 of the GulfPines Interconnection Agreement. For the purposes of determining the expiration date of this Agreement pursuant to Section 2 of the GulfPines Interconnection Agreement, the effective date shall be May 22, 2005.

4. SBC LD shall accept and incorporate any amendments to the GulfPines Interconnection Agreement executed as a result of any final judicial, regulatory, or legislative action.

5. Every notice, consent, approval, or other communications required or contemplated by this Agreement shall be in writing and shall be delivered in person or given by postage prepaid mail, address to:

BellSouth Telecommunications, Inc.

BellSouth Local Contract Manager
600 North 19th Street, 10th floor
Birmingham, Alabama 35203

and

ICS Attorney
Suite 4300
675 W. Peachtree St.
Atlanta, GA 30375

SBC Long Distance, LLC dba SBC Long Distance

David G. Hammock
RVP Carrier/Supplier Mgmt.
308 S. Akard, Suite 1502
Dallas, TX 75202

and

Stacey Maris
Senior Counsel

208 S. Akard, Room 2905
Dallas, TX 75202

or at such other address as the intended recipient previously shall have designated by written notice to the other Party. Where specifically required, notices shall be by certified or registered mail. Unless otherwise provided in this Agreement, notice by mail shall be effective on the date it is officially recorded as delivered by return receipt or equivalent, and in the absence of such record of delivery, it shall be presumed to have been delivered the fifth day, or next business day after the fifth day, after it was deposited in the mails.

IN WITNESS WHEREOF, the Parties have executed this Agreement through their authorized representatives.

BellSouth Telecommunications, Inc.

By: Kristen E. Shore

Name: Kristen E. Shore

Title: Director

Date: 11/21/05

SBC Long Distance, LLC dba SBC Long Distance

By: David Hammock

Name: David Hammock

Title: RVP Carrier/Supplier Mgmt

Date: 11/18/2005

Adoption Agreement

CCCS 6 of 6

CCCS 6 of 55

** TOTAL PAGE.03 **

**Amendment to the Agreement
Between**

SBC Long Distance, LLC dba SBC Long Distance

And

BellSouth Telecommunications, Inc.

Dated December 21, 2005

Pursuant to this Amendment, (the “Amendment”), SBC Long Distance, LLC dba SBC Long Distance (SBC Long Distance), and BellSouth Telecommunications, Inc. (BellSouth), hereinafter referred to collectively as the “Parties,” hereby agree to amend that certain Interconnection Agreement between the Parties dated December 21, 2005 (Agreement) to be effective December 21, 2005 (Effective Date).

WHEREAS, BellSouth and SBC Long Distance entered into the Agreement on December 21, 2005, and;

NOW THEREFORE, in consideration of the mutual provisions contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereby covenant and agree as follows:

1. The Parties agree to delete Attachment 1, Exhibit D in its entirety and replace with a new Attachment 1, Exhibit D attached hereto and by reference incorporated into this Amendment.
2. The Parties agree to delete Attachment 7, Exhibit A in its entirety and replace with a new Attachment 7, Exhibit A attached hereto and by reference incorporated into this Amendment.
3. All of the other provisions of the Agreement, dated December 21, 2005, shall remain in full force and effect.
4. Either or both of the Parties are authorized to submit this Amendment to the respective state regulatory authorities for approval subject to Section 252(e) of the Federal Telecommunications Act of 1996.

IN WITNESS WHEREOF, the Parties have executed this Amendment the day and year written below.

BellSouth Telecommunications, Inc.

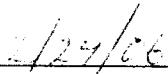
By:



Name: Kristen E. Shore

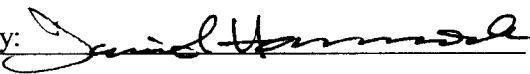
Title: Director

Date:



SBC Long Distance, LLC dba SBC Long Distance

By:



Name: David G. Hammock

Title: RVP-CARRIER/SUPPLIER MGMT

Date: February 17, 2006

Att 1 & 7 Rate Amendment
12/01/05

[CCCS Amendment 2 of 20]

RESALE DISCOUNTS & RATES - Alabama													Attachment: 1 Exh D				
CATEGORY	RATE ELEMENTS	Interior	Zone	BCS	USOC	RATES(\$)				Svc Order Submitted	Svc Order Submitted	Incremental Charge - Manual Svc					
						Rec	Nonrecurring		NRC Disconnect		Elec per LSR	Manually per LSR	Order vs. Electronic-1st	Order vs. Electronic-Add'l	Order vs. Electronic-Disc 1st	Order vs. Electronic-Disc Add'l	
APPLICABLE DISCOUNTS							First	Add'l	First	Add'l	SOMEc	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN	
Residence %							16.30										
Business %							16.30										
CSAs %							16.30										
OPERATIONS SUPPORT SYSTEMS (OSS) - "REGIONAL RATES"	NOTE: (1) CLEC should contact its contract negotiator if it prefers the "state specific" OSS charges as ordered by the State Commissions. The OSS charges currently contained in this rate exhibit are the BellSouth "regional" service ordering charges. CLEC may elect either the state specific Commission ordered rates for the service ordering charges, or CLEC may elect the regional service ordering charge, however, CLEC can not obtain a mixture of the two regardless if CLEC has a interconnection contract established in each of the 9 states.													OSS Rates(\$)			
OSS - Electronic Service Order Charge, Per Local Service Request (LSR) - Resale Only										3.50	0.00	3.50	0.00				
OSS - Manual Service Order Charge, Per Local Service Request (LSR) - Resale Only										19.99	0.00	19.99	0.00				
DIRECTORY ASSISTANCE CUSTOM BRANDING ANNOUNCEMENT via OLNS SOFTWARE																	
Recording of DA Custom Branded Announcement										3,000.00	3,000.00						
Loading of DA Custom Branded Announcement per Switch per OCN										1,170.00	1,170.00						
DIRECTORY ASSISTANCE UNBRANDING via OLNS SOFTWARE																	
Loading of DA per OCN (1 OCN per Order)										420.00	420.00						
Loading of DA per Switch per OCN										16.00	16.00						
OPERATOR ASSISTANCE CUSTOM BRANDING ANNOUNCEMENT via OLNS SOFTWARE																	
Recording of Custom Branded OA Announcement										7,000.00	7,000.00						
Loading of Custom Branded OA Announcement per shelf/NAV per OCN										500.00	500.00						
Loading of OA Custom Branded Announcement per Switch per OCN										1,170.00	1,170.00						
OPERATOR ASSISTANCE UNBRANDING via OLNS SOFTWARE																	
Loading of OA per OCN (Regional)										1,200.00	1,200.00						
ODUF/EODUF SERVICES																	
OPTIONAL DAILY USAGE FILE (ODUF)																	
ODUF: Recording, per message										0.000011							
ODUF: Message Processing, per message										0.004101							
ODUF: Message Processing, per Magnetic Tape provisioned										42.67							
ODUF: Data Transmission (CONNECT:DIRECT), per message										0.000094							
ENHANCED OPTIONAL DAILY USAGE FILE (EODUF)																	
EODUF: Message Processing, per message										0.22							

RESALE DISCOUNTS & RATES - Florida												Attachment: 1 Exh D				
CATEGORY	RATE ELEMENTS	Interior	Zone	BCS	USOC	RATES(\$)				Svc Order Submitted	Svc Order Submitted	Incremental Charge - Manual Svc				
						Rec	Nonrecurring		NRC Disconnect		Elec per LSR	Manually per LSR	Order vs. Electronic-1st	Order vs. Electronic-Add'l	Order vs. Electronic-Disc 1st	Order vs. Electronic-Disc Add'l
APPLICABLE DISCOUNTS							First	Add'l	First	Add'l	SOMEc	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
Residence %							21.83									
Business %							16.81									
CSAs %							16.81									
OPERATIONS SUPPORT SYSTEMS (OSS) - "REGIONAL RATES"																
NOTE: (1) CLEC should contact its contract negotiator if it prefers the "state specific" OSS charges as ordered by the State Commissions. The OSS charges currently contained in this rate exhibit are the BellSouth "regional" service ordering charges. CLEC may elect either the state specific Commission ordered rates for the service ordering charges, or CLEC may elect the regional service ordering charge, however, CLEC can not obtain a mixture of the two regardless if CLEC has a interconnection contract established in each of the 9 states.																
OSS - Electronic Service Order Charge, Per Local Service Request (LSR) - Resale Only						SOMEc			3.50	0.00	3.50	0.00				
OSS - Manual Service Order Charge, Per Local Service Request (LSR) - Resale Only						SOMAN			19.99	0.00	19.99	0.00				
DIRECTORY ASSISTANCE CUSTOM BRANDING ANNOUNCEMENT via OLNS SOFTWARE																
Recording of DA Custom Branded Announcement									3,000.00	3,000.00						
Loading of DA Custom Branded Announcement per Switch per OCN									1,170.00	1,170.00						
DIRECTORY ASSISTANCE UNBRANDING via OLNS SOFTWARE																
Loading of DA per OCN (1 OCN per Order)									420.00	420.00						
Loading of DA per Switch per OCN									16.00	16.00						
OPERATOR ASSISTANCE CUSTOM BRANDING ANNOUNCEMENT via OLNS SOFTWARE																
Recording of Custom Branded OA Announcement									7,000.00	7,000.00						
Loading of Custom Branded OA Announcement per shelf/NAV per OCN									500.00	500.00						
Loading of OA Custom Branded Announcement per Switch per OCN									1,170.00	1,170.00						
OPERATOR ASSISTANCE UNBRANDING via OLNS SOFTWARE																
Loading of OA per OCN (Regional)									1,200.00	1,200.00						
ODUF/EODUF SERVICES																
OPTIONAL DAILY USAGE FILE (ODUF)																
ODUF: Recording, per message									0.0000071							
ODUF: Message Processing, per message									0.002146							
ODUF: Message Processing, per Magnetic Tape provisioned									35.91							
ODUF: Data Transmission (CONNECT:DIRECT), per message									0.00010375							
ENHANCED OPTIONAL DAILY USAGE FILE (EODUF)																
EODUF: Message Processing, per message									0.080698							

RESALE DISCOUNTS & RATES - Georgia												Attachment: 1 Exh D				
CATEGORY	RATE ELEMENTS	Interior	Zone	BCS	USOC	RATES(\$)				Svc Order Submitted	Svc Order Submitted	Incremental Charge - Manual Svc				
						Rec	Nonrecurring		NRC Disconnect		Elec per LSR	Manually per LSR	Order vs. Electronic-1st	Order vs. Electronic-Add'l	Order vs. Electronic-Disc 1st	Order vs. Electronic-Disc Add'l
APPLICABLE DISCOUNTS							First	Add'l	First	Add'l	SOMEc	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
Residence %						20.30										
Business %						17.30										
CSAs %						17.30										
OPERATIONS SUPPORT SYSTEMS (OSS) - "REGIONAL RATES"	NOTE: (1) CLEC should contact its contract negotiator if it prefers the "state specific" OSS charges as ordered by the State Commissions. The OSS charges currently contained in this rate exhibit are the BellSouth "regional" service ordering charges. CLEC may elect either the state specific Commission ordered rates for the service ordering charges, or CLEC may elect the regional service ordering charge, however, CLEC can not obtain a mixture of the two regardless if CLEC has a interconnection contract established in each of the 9 states.												OSS Rates(\$)			
OSS - Electronic Service Order Charge, Per Local Service Request (LSR) - Resale Only							3.50	0.00	3.50	0.00						
OSS - Manual Service Order Charge, Per Local Service Request (LSR) - Resale Only							19.99	0.00	19.99	0.00						
DIRECTORY ASSISTANCE CUSTOM BRANDING ANNOUNCEMENT via OLNS SOFTWARE																
Recording of DA Custom Branded Announcement							3,000.00	3,000.00								
Loading of DA Custom Branded Announcement per Switch per OCN							1,170.00	1,170.00								
DIRECTORY ASSISTANCE UNBRANDING via OLNS SOFTWARE																
Loading of DA per OCN (1 OCN per Order)							420.00	420.00								
Loading of DA per Switch per OCN							16.00	16.00								
OPERATOR ASSISTANCE CUSTOM BRANDING ANNOUNCEMENT via OLNS SOFTWARE																
Recording of Custom Branded OA Announcement							7,000.00	7,000.00								
Loading of Custom Branded OA Announcement per shelf/NAV per OCN							500.00	500.00								
Loading of OA Custom Branded Announcement per Switch per OCN							1,170.00	1,170.00								
OPERATOR ASSISTANCE UNBRANDING via OLNS SOFTWARE																
Loading of OA per OCN (Regional)							1,200.00	1,200.00								
ODUF/EODUF SERVICES																
OPTIONAL DAILY USAGE FILE (ODUF)																
ODUF: Recording, per message							0.0000068									
ODUF: Message Processing, per message							0.002167									
ODUF: Message Processing, per Magnetic Tape provisioned							36.06									
ODUF: Data Transmission (CONNECT:DIRECT), per message							0.00010856									
ENHANCED OPTIONAL DAILY USAGE FILE (EODUF)																
EODUF: Message Processing, per message							0.227409									

RESALE DISCOUNTS & RATES - Kentucky												Attachment: 1 Exh D				
CATEGORY	RATE ELEMENTS	Interior	Zone	BCS	USOC	RATES(\$)				Svc Order Submitted	Svc Order Submitted	Incremental Charge - Manual Svc				
						Rec	Nonrecurring		NRC Disconnect		Elec per LSR	Manually per LSR	Order vs. Electronic-1st	Order vs. Electronic-Add'l	Order vs. Electronic-Disc 1st	Order vs. Electronic-Disc Add'l
APPLICABLE DISCOUNTS							First	Add'l	First	Add'l	SOMEc	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
Residence %							16.79									
Business %							15.54									
CSAs %							15.54									
OPERATIONS SUPPORT SYSTEMS (OSS) - "REGIONAL RATES"																
NOTE: (1) CLEC should contact its contract negotiator if it prefers the "state specific" OSS charges as ordered by the State Commissions. The OSS charges currently contained in this rate exhibit are the BellSouth "regional" service ordering charges. CLEC may elect either the state specific Commission ordered rates for the service ordering charges, or CLEC may elect the regional service ordering charge, however, CLEC can not obtain a mixture of the two regardless if CLEC has a interconnection contract established in each of the 9 states.																
OSS - Electronic Service Order Charge, Per Local Service Request (LSR) - Resale Only						SOMEc			3.50	0.00	3.50	0.00				
OSS - Manual Service Order Charge, Per Local Service Request (LSR) - Resale Only						SOMAN			19.99	0.00	19.99	0.00				
DIRECTORY ASSISTANCE CUSTOM BRANDING ANNOUNCEMENT via OLNS SOFTWARE																
Recording of DA Custom Branded Announcement									3,000.00	3,000.00						
Loading of DA Custom Branded Announcement per Switch per OCN									1,170.00	1,170.00						
DIRECTORY ASSISTANCE UNBRANDING via OLNS SOFTWARE																
Loading of DA per OCN (1 OCN per Order)									420.00	420.00						
Loading of DA per Switch per OCN									16.00	16.00						
OPERATOR ASSISTANCE CUSTOM BRANDING ANNOUNCEMENT via OLNS SOFTWARE																
Recording of Custom Branded OA Announcement									7,000.00	7,000.00						
Loading of Custom Branded OA Announcement per shelf/NAV per OCN									500.00	500.00						
Loading of OA Custom Branded Announcement per Switch per OCN									1,170.00	1,170.00						
OPERATOR ASSISTANCE UNBRANDING via OLNS SOFTWARE																
Loading of OA per OCN (Regional)									1,200.00	1,200.00						
ODUF/EODUF SERVICES																
OPTIONAL DAILY USAGE FILE (ODUF)																
ODUF: Recording, per message									0.0000136							
ODUF: Message Processing, per message									0.002506							
ODUF: Message Processing, per Magnetic Tape provisioned									35.90							
ODUF: Data Transmission (CONNECT:DIRECT), per message									0.00010372							
ENHANCED OPTIONAL DAILY USAGE FILE (EODUF)																
EODUF: Message Processing, per message									0.235889							

RESALE DISCOUNTS & RATES - Louisiana												Attachment: 1 Exh D				
CATEGORY	RATE ELEMENTS	Interior	Zone	BCS	USOC	RATES(\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l	
						Rec	Nonrecurring		NRC Disconnect		OSS Rates(\$)					
							First	Add'l	First	Add'l	SOMEc	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
APPLICABLE DISCOUNTS																
	Residence %						20.72									
	Business %						20.72									
	CSAs %						9.05									
OPERATIONS SUPPORT SYSTEMS (OSS) - "REGIONAL RATES"																
	NOTE: (1) CLEC should contact its contract negotiator if it prefers the "state specific" OSS charges as ordered by the State Commissions. The OSS charges currently contained in this rate exhibit are the BellSouth "regional" service ordering charges. CLEC may elect either the state specific Commission ordered rates for the service ordering charges, or CLEC may elect the regional service ordering charge, however, CLEC can not obtain a mixture of the two regardless if CLEC has a interconnection contract established in each of the 9 states.															
	OSS - Electronic Service Order Charge, Per Local Service Request (LSR) - Resale Only															
	OSS - Manual Service Order Charge, Per Local Service Request (LSR) - Resale Only															
DIRECTORY ASSISTANCE CUSTOM BRANDING ANNOUNCEMENT via OLNS SOFTWARE																
	Recording of DA Custom Branded Announcement															
	Loading of DA Custom Branded Announcement per Switch per OCN															
DIRECTORY ASSISTANCE UNBRANDING via OLNS SOFTWARE																
	Loading of DA per OCN (1 OCN per Order)															
	Loading of DA per Switch per OCN															
OPERATOR ASSISTANCE CUSTOM BRANDING ANNOUNCEMENT via OLNS SOFTWARE																
	Recording of Custom Branded OA Announcement															
	Loading of Custom Branded OA Announcement per shelf/NAV per OCN															
	Loading of OA Custom Branded Announcement per Switch per OCN															
OPERATOR ASSISTANCE UNBRANDING via OLNS SOFTWARE																
	Loading of OA per OCN (Regional)															
ODUF/EODUF SERVICES																
	OPTIONAL DAILY USAGE FILE (ODUF)															
	ODUF: Recording, per message															
	ODUF: Message Processing, per message															
	ODUF: Message Processing, per Magnetic Tape provisioned															
	ODUF: Data Transmission (CONNECT:DIRECT), per message															
	ENHANCED OPTIONAL DAILY USAGE FILE (EODUF)															
	EODUF: Message Processing, per message															

RESALE DISCOUNTS & RATES - Mississippi													Attachment: 1 Exh D							
CATEGORY	RATE ELEMENTS	Interior	Zone	BCS	USOC	RATES(\$)					Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l				
						Rec	Nonrecurring		NRC Disconnect				OSS Rates(\$)							
							First	Add'l	First	Add'l	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN		
APPLICABLE DISCOUNTS																				
	Residence %							15.75												
	Business %							15.75												
	CSAs %							15.75												
OPERATIONS SUPPORT SYSTEMS (OSS) - "REGIONAL RATES"																				
	NOTE: (1) CLEC should contact its contract negotiator if it prefers the "state specific" OSS charges as ordered by the State Commissions. The OSS charges currently contained in this rate exhibit are the BellSouth "regional" service ordering charges. CLEC may elect either the state specific Commission ordered rates for the service ordering charges, or CLEC may elect the regional service ordering charge, however, CLEC can not obtain a mixture of the two regardless if CLEC has a interconnection contract established in each of the 9 states.																			
	OSS - Electronic Service Order Charge, Per Local Service Request (LSR) - Resale Only										SOMEC		3.50	0.00	3.50	0.00				
	OSS - Manual Service Order Charge, Per Local Service Request (LSR) - Resale Only										SOMAN		19.99	0.00	19.99	0.00				
DIRECTORY ASSISTANCE CUSTOM BRANDING ANNOUNCEMENT via OLNS SOFTWARE																				
	Recording of DA Custom Branded Announcement												3,000.00	3,000.00						
	Loading of DA Custom Branded Announcement per Switch per OCN												1,170.00	1,170.00						
DIRECTORY ASSISTANCE UNBRANDING via OLNS SOFTWARE																				
	Loading of DA per OCN (1 OCN per Order)												420.00	420.00						
	Loading of DA per Switch per OCN												16.00	16.00						
OPERATOR ASSISTANCE CUSTOM BRANDING ANNOUNCEMENT via OLNS SOFTWARE																				
	Recording of Custom Branded OA Announcement												7,000.00	7,000.00						
	Loading of Custom Branded OA Announcement per shelf/NAV per OCN												500.00	500.00						
	Loading of OA Custom Branded Announcement per Switch per OCN												1,170.00	1,170.00						
OPERATOR ASSISTANCE UNBRANDING via OLNS SOFTWARE															1,200.00	1,200.00				
	Loading of OA per OCN (Regional)																			
ODUF/EODUF SERVICES																				
	OPTIONAL DAILY USAGE FILE (ODUF)																			
	ODUF: Recording, per message												0.0000063							
	ODUF: Message Processing, per message												0.004707							
	ODUF: Message Processing, per Magnetic Tape provisioned												49.04							
	ODUF: Data Transmission (CONNECT:DIRECT), per message												0.00010669							
	ENHANCED OPTIONAL DAILY USAGE FILE (EODUF)																			
	EODUF: Message Processing, per message												0.250424							

RESALE DISCOUNTS & RATES - North Carolina												Attachment: 1 Exh D				
CATEGORY	RATE ELEMENTS	Interior	Zone	BCS	USOC	RATES(\$)				Svc Order Submitted	Svc Order Submitted	Incremental Charge - Manual Svc				
						Rec	Nonrecurring		NRC Disconnect		Elec per LSR	Manually per LSR	Order vs. Electronic-1st	Order vs. Electronic-Add'l	Order vs. Electronic-Disc 1st	Order vs. Electronic-Disc Add'l
APPLICABLE DISCOUNTS							First	Add'l	First	Add'l	SOMEc	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
Residence %							21.50									
Business %							17.60									
CSAs %							17.60									
OPERATIONS SUPPORT SYSTEMS (OSS) - "REGIONAL RATES"																
NOTE: (1) CLEC should contact its contract negotiator if it prefers the "state specific" OSS charges as ordered by the State Commissions. The OSS charges currently contained in this rate exhibit are the BellSouth "regional" service ordering charges. CLEC may elect either the state specific Commission ordered rates for the service ordering charges, or CLEC may elect the regional service ordering charge, however, CLEC can not obtain a mixture of the two regardless if CLEC has a interconnection contract established in each of the 9 states.																
OSS - Electronic Service Order Charge, Per Local Service Request (LSR) - Resale Only											3.50	0.00	3.50	0.00		
OSS - Manual Service Order Charge, Per Local Service Request (LSR) - Resale Only											19.99	0.00	19.99	0.00		
DIRECTORY ASSISTANCE CUSTOM BRANDING ANNOUNCEMENT via OLNS SOFTWARE																
Recording of DA Custom Branded Announcement											3,000.00	3,000.00				
Loading of DA Custom Branded Announcement per Switch per OCN											1,170.00	1,170.00				
DIRECTORY ASSISTANCE UNBRANDING via OLNS SOFTWARE																
Loading of DA per OCN (1 OCN per Order)											420.00	420.00				
Loading of DA per Switch per OCN											16.00	16.00				
OPERATOR ASSISTANCE CUSTOM BRANDING ANNOUNCEMENT via OLNS SOFTWARE																
Recording of Custom Branded OA Announcement											7,000.00	7,000.00				
Loading of Custom Branded OA Announcement per shelf/NAV per OCN											500.00	500.00				
Loading of OA Custom Branded Announcement per Switch per OCN											1,170.00	1,170.00				
OPERATOR ASSISTANCE UNBRANDING via OLNS SOFTWARE																
Loading of OA per OCN (Regional)											1,200.00	1,200.00				
ODUF/EODUF SERVICES																
OPTIONAL DAILY USAGE FILE (ODUF)																
ODUF: Recording, per message											0.0000174					
ODUF: Message Processing, per message											0.001647					
ODUF: Message Processing, per Magnetic Tape provisioned											35.91					
ODUF: Data Transmission (CONNECT:DIRECT), per message											0.00011029					
ENHANCED OPTIONAL DAILY USAGE FILE (EODUF)																
EODUF: Message Processing, per message											0.131005					

RESALE DISCOUNTS & RATES - South Carolina													Attachment: 1 Exh D							
CATEGORY	RATE ELEMENTS	Interior	Zone	BCS	USOC	RATES(\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l					
						Rec	Nonrecurring		NRC Disconnect		First	Add'l	First	Add'l	SOMEc	SOMAN	SOMAN	SOMAN	SOMAN	
APPLICABLE DISCOUNTS																				
Residence %								14.80												
Business %								14.80												
CSAs %								8.98												
OPERATIONS SUPPORT SYSTEMS (OSS) - "REGIONAL RATES"																				
NOTE: (1) CLEC should contact its contract negotiator if it prefers the "state specific" OSS charges as ordered by the State Commissions. The OSS charges currently contained in this rate exhibit are the BellSouth "regional" service ordering charges. CLEC may elect either the state specific Commission ordered rates for the service ordering charges, or CLEC may elect the regional service ordering charge, however, CLEC can not obtain a mixture of the two regardless if CLEC has a interconnection contract established in each of the 9 states.																				
OSS - Electronic Service Order Charge, Per Local Service Request (LSR) - Resale Only							SOMEc			3.50	0.00	3.50	0.00							
OSS - Manual Service Order Charge, Per Local Service Request (LSR) - Resale Only							SOMAN			19.99	0.00	19.99	0.00							
DIRECTORY ASSISTANCE CUSTOM BRANDING ANNOUNCEMENT via OLNS SOFTWARE																				
Recording of DA Custom Branded Announcement										3,000.00	3,000.00									
Loading of DA Custom Branded Announcement per Switch per OCN										1,170.00	1,170.00									
DIRECTORY ASSISTANCE UNBRANDING via OLNS SOFTWARE																				
Loading of DA per OCN (1 OCN per Order)										420.00	420.00									
Loading of DA per Switch per OCN										16.00	16.00									
OPERATOR ASSISTANCE CUSTOM BRANDING ANNOUNCEMENT via OLNS SOFTWARE																				
Recording of Custom Branded OA Announcement										7,000.00	7,000.00									
Loading of Custom Branded OA Announcement per shelf/NAV per OCN										500.00	500.00									
Loading of OA Custom Branded Announcement per Switch per OCN										1,170.00	1,170.00									
OPERATOR ASSISTANCE UNBRANDING via OLNS SOFTWARE												1,200.00	1,200.00							
Loading of OA per OCN (Regional)																				
ODUF/EODUF SERVICES																				
OPTIONAL DAILY USAGE FILE (ODUF)																				
ODUF: Recording, per message										0.0000216										
ODUF: Message Processing, per message										0.004704										
ODUF: Message Processing, per Magnetic Tape provisioned										48.87										
ODUF: Data Transmission (CONNECT:DIRECT), per message										0.00010863										
ENHANCED OPTIONAL DAILY USAGE FILE (EODUF)																				
EODUF: Message Processing, per message										0.258301										

RESALE DISCOUNTS & RATES - Tennessee													Attachment: 1 Exh D			
CATEGORY	RATE ELEMENTS	Interior	Zone	BCS	USOC	RATES(\$)					Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l
						Rec	Nonrecurring First	Nonrecurring Add'l	NRC Disconnect First	NRC Disconnect Add'l						
APPLICABLE DISCOUNTS																
Residence %							16.00									
Business %							16.00									
CSAs %							16.00									
OPERATIONS SUPPORT SYSTEMS (OSS) - "REGIONAL RATES"																
NOTE: (1) CLEC should contact its contract negotiator if it prefers the "state specific" OSS charges as ordered by the State Commissions. The OSS charges currently contained in this rate exhibit are the BellSouth "regional" service ordering charges. CLEC may elect either the state specific Commission ordered rates for the service ordering charges, or CLEC may elect the regional service ordering charge, however, CLEC can not obtain a mixture of the two regardless if CLEC has a interconnection contract established in each of the 9 states.																
OSS - Electronic Service Order Charge, Per Local Service Request (LSR) - Resale Only									3.50	0.00	3.50	0.00				
OSS - Manual Service Order Charge, Per Local Service Request (LSR) - Resale Only									19.99	0.00	19.99	0.00				
DIRECTORY ASSISTANCE CUSTOM BRANDING ANNOUNCEMENT via OLNS SOFTWARE																
Recording of DA Custom Branded Announcement									3,000.00	3,000.00						
Loading of DA Custom Branded Announcement per Switch per OCN									1,170.00	1,170.00						
DIRECTORY ASSISTANCE UNBRANDING via OLNS SOFTWARE																
Loading of DA per OCN (1 OCN per Order)									420.00	420.00						
Loading of DA per Switch per OCN									16.00	16.00						
OPERATOR ASSISTANCE CUSTOM BRANDING ANNOUNCEMENT via OLNS SOFTWARE																
Recording of Custom Branded OA Announcement									7,000.00	7,000.00						
Loading of Custom Branded OA Announcement per shelf/NAV per OCN									500.00	500.00						
Loading of OA Custom Branded Announcement per Switch per OCN									1,170.00	1,170.00						
OPERATOR ASSISTANCE UNBRANDING via OLNS SOFTWARE																
Loading of OA per OCN (Regional)									1,200.00	1,200.00						
ODUF/EODUF SERVICES																
OPTIONAL DAILY USAGE FILE (ODUF)																
ODUF: Recording, per message									0.0000044							
ODUF: Message Processing, per message									0.002446							
ODUF: Message Processing, per Magnetic Tape provisioned									35.54							
ODUF: Data Transmission (CONNECT:DIRECT), per message									0.0000339							
ENHANCED OPTIONAL DAILY USAGE FILE (EODUF)																
EODUF: Message Processing, per message									0.229779							

DUF & CMDS - Alabama													Attachment: 7 Exh A							
CATEGORY	RATE ELEMENTS					RATES(\$)				Svc Order Submitted	Svc Order Submitted	Incremental Charge - Manual Svc								
	Interior	Zone	BCS	USOC	Rec	Nonrecurring		Nonrecurring Disconnect		Elec per LSR	Manually per LSR	Order vs. Electronic-1st	Order vs. Electronic-Add'l	Order vs. Electronic-Disc 1st	Order vs. Electronic-Disc Add'l					
ODUF/ADUF/CMDS																				
ACCESS DAILY USAGE FILE (ADUF)																				
ADUF: Message Processing, per message																				
ADUF: Data Transmission (CONNECT:DIRECT), per message																				
OPTIONAL DAILY USAGE FILE (ODUF)																				
ODUF: Recording, per message																				
ODUF: Message Processing, per message																				
ODUF: Message Processing, per Magnetic Tape provisioned																				
ODUF: Data Transmission (CONNECT:DIRECT), per message																				
CENTRALIZED MESSAGE DISTRIBUTION SERVICE (CMDS)																				
CMDS: Message Processing, per message																				
CMDS: Data Transmission (CONNECT:DIRECT), per message																				

DUF & CMDS - Florida													Attachment: 7 Exh A							
CATEGORY	RATE ELEMENTS					RATES(\$)				Svc Order Submitted	Svc Order Submitted	Incremental Charge - Manual Svc								
	Interior	Zone	BCS	USOC	Rec	Nonrecurring		Nonrecurring Disconnect		Elec per LSR	Manually per LSR	Order vs. Electronic-1st	Order vs. Electronic-Add'l	Order vs. Electronic-Disc 1st	Order vs. Electronic-Disc Add'l					
ODUF/ADUF/CMDS																				
ACCESS DAILY USAGE FILE (ADUF)																				
ADUF: Message Processing, per message																				
ADUF: Data Transmission (CONNECT:DIRECT), per message																				
OPTIONAL DAILY USAGE FILE (ODUF)																				
ODUF: Recording, per message																				
ODUF: Message Processing, per message																				
ODUF: Message Processing, per Magnetic Tape provisioned																				
ODUF: Data Transmission (CONNECT:DIRECT), per message																				
CENTRALIZED MESSAGE DISTRIBUTION SERVICE (CMDS)																				
CMDS: Message Processing, per message																				
CMDS: Data Transmission (CONNECT:DIRECT), per message																				

DUF & CMDS - Georgia													Attachment: 7 Exh A							
CATEGORY	RATE ELEMENTS					RATES(\$)				Svc Order Submitted	Svc Order Submitted	Incremental Charge - Manual Svc								
	Interior	Zone	BCS	USOC	Rec	Nonrecurring		Nonrecurring Disconnect		Elec per LSR	Manually per LSR	Order vs. Electronic-1st	Order vs. Electronic-Add'l	Order vs. Electronic-Disc 1st	Order vs. Electronic-Disc Add'l					
ODUF/ADUF/CMDS																				
ACCESS DAILY USAGE FILE (ADUF)																				
ADUF: Message Processing, per message																				
ADUF: Data Transmission (CONNECT:DIRECT), per message																				
OPTIONAL DAILY USAGE FILE (ODUF)																				
ODUF: Recording, per message																				
ODUF: Message Processing, per message																				
ODUF: Message Processing, per Magnetic Tape provisioned																				
ODUF: Data Transmission (CONNECT:DIRECT), per message																				
CENTRALIZED MESSAGE DISTRIBUTION SERVICE (CMDS)																				
CMDS: Message Processing, per message																				
CMDS: Data Transmission (CONNECT:DIRECT), per message																				

DUF & CMDS - Kentucky													Attachment: 7 Exh A			
CATEGORY	RATE ELEMENTS					RATES(\$)				Svc Order Submitted	Svc Order Submitted	Incremental Charge - Manual Svc				
	Interior	Zone	BCS	USOC		Rec	Nonrecurring		Nonrecurring	Disconnect	Order vs. Electronic-1st	Order vs. Electronic-Add'l	Order vs. Electronic-Disc 1st	Order vs. Electronic-Disc Add'l		
ODUF/ADUF/CMDS																
ACCESS DAILY USAGE FILE (ADUF)							First	Add'l	First	Disconnect	OSS Rates(\$)					
ADUF: Message Processing, per message							0.001857				SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
ADUF: Data Transmission (CONNECT:DIRECT), per message							0.00012447									
OPTIONAL DAILY USAGE FILE (ODUF)																
ODUF: Recording, per message							0.0000136									
ODUF: Message Processing, per message							0.002506									
ODUF: Message Processing, per Magnetic Tape provisioned							35.90									
ODUF: Data Transmission (CONNECT:DIRECT), per message							0.00010372									
CENTRALIZED MESSAGE DISTRIBUTION SERVICE (CMDS)																
CMDS: Message Processing, per message							0.004									
CMDS: Data Transmission (CONNECT:DIRECT), per message							0.001									

DUF & CMDS - Louisiana													Attachment: 7 Exh A										
CATEGORY	RATE ELEMENTS				Interior	Zone	BCS	USOC	RATES(\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l					
	Rec	Nonrecurring		Nonrecurring Disconnect		First	Add'l	First	Add'l	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN					
ODUF/ADUF/CMDS																							
ACCESS DAILY USAGE FILE (ADUF)																							
ADUF: Message Processing, per message																							
ADUF: Data Transmission (CONNECT:DIRECT), per message																							
OPTIONAL DAILY USAGE FILE (ODUF)																							
ODUF: Recording, per message																							
ODUF: Message Processing, per message																							
ODUF: Message Processing, per Magnetic Tape provisioned																							
ODUF: Data Transmission (CONNECT:DIRECT), per message																							
CENTRALIZED MESSAGE DISTRIBUTION SERVICE (CMDS)																							
CMDS: Message Processing, per message																							
CMDS: Data Transmission (CONNECT:DIRECT), per message																							

DUF & CMDS - Mississippi													Attachment: 7 Exh A			
CATEGORY	RATE ELEMENTS					RATES(\$)				Svc Order Submitted	Svc Order Submitted	Incremental Charge - Manual Svc				
	Interior	Zone	BCS	USOC	Rec	Nonrecurring		Nonrecurring Disconnect		Elec per LSR	Manually per LSR	Order vs. Electronic-1st	Order vs. Electronic-Add'l	Order vs. Electronic-Disc 1st	Order vs. Electronic-Disc Add'l	
ODUF/ADUF/CMDS																
ACCESS DAILY USAGE FILE (ADUF)																
ADUF: Message Processing, per message							0.008087									
ADUF: Data Transmission (CONNECT:DIRECT), per message							0.00012803									
OPTIONAL DAILY USAGE FILE (ODUF)																
ODUF: Recording, per message							0.0000063									
ODUF: Message Processing, per message							0.004707									
ODUF: Message Processing, per Magnetic Tape provisioned							49.04									
ODUF: Data Transmission (CONNECT:DIRECT), per message							0.00010669									
CENTRALIZED MESSAGE DISTRIBUTION SERVICE (CMDS)																
CMDS: Message Processing, per message							0.004									
CMDS: Data Transmission (CONNECT:DIRECT), per message							0.001									

DUF & CMDS - North Carolina													Attachment: 7 Exh A							
CATEGORY	RATE ELEMENTS					RATES(\$)				Svc Order Submitted	Svc Order Submitted	Incremental Charge - Manual Svc								
	Interior	Zone	BCS	USOC	Rec	Nonrecurring		Nonrecurring Disconnect		Elec per LSR	Manually per LSR	Order vs. Electronic-1st	Order vs. Electronic-Add'l	Order vs. Electronic-Disc 1st	Order vs. Electronic-Disc Add'l					
ODUF/ADUF/CMDS																				
ACCESS DAILY USAGE FILE (ADUF)																				
ADUF: Message Processing, per message																				
ADUF: Data Transmission (CONNECT:DIRECT), per message																				
0.001614																				
0.00013235																				
OPTIONAL DAILY USAGE FILE (ODUF)																				
ODUF: Recording, per message																				
0.0000174																				
ODUF: Message Processing, per message																				
0.001647																				
ODUF: Message Processing, per Magnetic Tape provisioned																				
35.91																				
ODUF: Data Transmission (CONNECT:DIRECT), per message																				
0.00011029																				
CENTRALIZED MESSAGE DISTRIBUTION SERVICE (CMDS)																				
CMDS: Message Processing, per message																				
0.004																				
CMDS: Data Transmission (CONNECT:DIRECT), per message																				
0.001																				

DUF & CMDS - South Carolina													Attachment: 7 Exh A							
CATEGORY	RATE ELEMENTS					RATES(\$)				Svc Order Submitted	Svc Order Submitted	Incremental Charge - Manual Svc								
	Interior	Zone	BCS	USOC	Rec	Nonrecurring		Nonrecurring Disconnect		Elec per LSR	Manually per LSR	Order vs. Electronic-1st	Order vs. Electronic-Add'l	Order vs. Electronic-Disc 1st	Order vs. Electronic-Disc Add'l					
ODUF/ADUF/CMDS																				
ACCESS DAILY USAGE FILE (ADUF)																				
ADUF: Message Processing, per message																				
ADUF: Data Transmission (CONNECT:DIRECT), per message																				
0.008061																				
ADUF: Data Transmission (CONNECT:DIRECT), per message																				
0.00013036																				
OPTIONAL DAILY USAGE FILE (ODUF)																				
ODUF: Recording, per message																				
ODUF: Message Processing, per message																				
0.0000216																				
ODUF: Message Processing, per Magnetic Tape provisioned																				
48.87																				
ODUF: Data Transmission (CONNECT:DIRECT), per message																				
0.00010863																				
CENTRALIZED MESSAGE DISTRIBUTION SERVICE (CMDS)																				
CMDS: Message Processing, per message																				
0.004																				
CMDS: Data Transmission (CONNECT:DIRECT), per message																				
0.001																				

DUF & CMDS - Tennessee													Attachment: 7 Exh A			
CATEGORY	RATE ELEMENTS					RATES(\$)				Svc Order Submitted	Svc Order Submitted	Incremental Charge - Manual Svc				
	Interior	Zone	BCS	USOC	Rec	Nonrecurring	Nonrecurring	Disconnect	Elec per LSR	Manually per LSR	Order vs. Electronic-1st	Order vs. Electronic-Add'l	Order vs. Electronic-Disc 1st	Order vs. Electronic-Disc Add'l		
ODUF/ADUF/CMDS																
ACCESS DAILY USAGE FILE (ADUF)																
ADUF: Message Processing, per message							0.001825									
ADUF: Data Transmission (CONNECT:DIRECT), per message							0.00012147									
OPTIONAL DAILY USAGE FILE (ODUF)																
ODUF: Recording, per message							0.0000044									
ODUF: Message Processing, per message							0.002446									
ODUF: Message Processing, per Magnetic Tape provisioned							35.54									
ODUF: Data Transmission (CONNECT:DIRECT), per message							0.0000339									
CENTRALIZED MESSAGE DISTRIBUTION SERVICE (CMDS)																
CMDS: Message Processing, per message							0.004									
CMDS: Data Transmission (CONNECT:DIRECT), per message							0.001									

**Amendment to the Agreement
Between**

SBC Long Distance, LLC dba SBC Long Distance

And

BellSouth Telecommunications, Inc.

Dated December 21, 2005

Pursuant to this Amendment, (the “Amendment”), SBC Long Distance, LLC dba SBC Long Distance (SBC LD), and BellSouth Telecommunications, Inc. (BellSouth), hereinafter referred to collectively as the “Parties,” hereby agree to amend that certain Interconnection Agreement between the Parties dated December 21, 2005 (Agreement) to be effective thirty (30) calendar days after the date of the last signature executing the Amendment (Effective Date).

WHEREAS, BellSouth and SBC LD entered into the Agreement on December 21, 2005, and;

NOW THEREFORE, in consideration of the mutual provisions contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereby covenant and agree as follows:

1. The Parties agree to delete all rates, terms and conditions in the Agreement related to the state of North Carolina. The Parties have entered into a separate Agreement for North Carolina.
2. All of the other provisions of the Agreement, dated December 21, 2005, shall remain in full force and effect.
3. Either or both of the Parties are authorized to submit this Amendment to the respective state regulatory authorities for approval subject to Section 252(e) of the Federal Telecommunications Act of 1996.

IN WITNESS WHEREOF, the Parties have executed this Amendment the day and year written below.

BellSouth Telecommunications, Inc.

By:

Name: Kristen E. Shore

Title: Director

Date:

1/24/06

SBC Long Distance, LLC dba SBC Long Distance

By:

Name: David G. Hammock

Title: RVP-CARRIER/SUPPLIER MGMT

Date: February 17, 2006

Version: Amendment to Remove NC
02/06/06

[CCCS Amendment 2 of 2]

**Fourth
Amendment to the Interconnection Agreement
Between
SBC Long Distance, LLC dba SBC Long Distance and
BellSouth Telecommunications, Inc.
for the States of Georgia, South Carolina, Alabama,
Louisiana, Mississippi, Tennessee and Kentucky
Dated December 21, 2005**

This Amendment is entered into by and between SBC Long Distance, LLC dba SBC Long Distance (SBC LD) and BellSouth Telecommunications, Inc. ("BellSouth") hereinafter referred to collectively as the "Parties," to amend that certain Interconnection Agreement between the Parties for the states of Georgia, South Carolina, Alabama, Louisiana, Mississippi, Tennessee, Kentucky and Florida dated December 21, 2005 ("Interconnection Agreement") to be effective as of the date of the last signature to the amendment.

WHEREAS, SBC LD has changed the name of said business to SBC Long Distance, LLC dba SBC Long Distance dba AT&T Long Distance (AT&T LD), a Delaware corporation in the states of South Carolina, Louisiana, Mississippi, Tennessee and Kentucky.

WHEREAS, SBC LD has changed the name of said business to SBC Long Distance, LLC dba AT&T Long Distance (AT&T LD), a Delaware corporation in the states of Georgia and Alabama.

WHEREAS, the Parties desire that the Interconnection Agreement be amended to reflect the correct corporate entity name.

NOW, THEREFORE, in consideration of the mutual promises and covenants contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereby covenant and agree as follows:

1. The name of SBC Long Distance, LLC dba SBC Long Distance (SBC LD) in the Interconnection Agreement is hereby deleted throughout the Interconnection Agreement and replaced with SBC Long Distance, LLC dba SBC Long Distance dba AT&T Long Distance (AT&T LD).
2. All of the other provisions of the Interconnection Agreement, dated December 21, 2005, shall remain in full force and effect.
3. Either or both of the Parties is authorized to submit this Amendment to each Public Service Commission for approval subject to Section 252(e) of the Telecommunications Act of 1996.

IN WITNESS WHEREOF, the Parties have executed this Agreement the day and year written below.

BellSouth Telecommunications, Inc.

By: Kristen E. Shore

Name: Kristen E. Shore

Title: Director

Date: 7/6/06

**SBC Long Distance, LLC dba SBC
Long Distance dba AT&T Long
Distance**

By: Bill C. Peacock

Name: Bill C. Peacock

Title: Director - GAM

Date: 6/27/06

**SBC Long Distance, LLC dba AT&T
Long Distance**

By: Bill C. Peacock

Name: Bill C. Peacock

Title: Director - GAM

Date: 6/27/06

**Third
Amendment to the Agreement
Between
SBC Long Distance, LLC dba SBC Long Distance
And
BellSouth Telecommunications, Inc.
for the State of Georgia
Dated December 21, 2005**

Pursuant to this Amendment, (the “Amendment”), SBC Long Distance, LLC dba SBC Long Distance (SBC LD), and BellSouth Telecommunications, Inc. (BellSouth), hereinafter referred to collectively as the “Parties”, hereby agree to amend that certain Interconnection Agreement between the Parties dated December 21, 2005 (Agreement).

WHEREAS, on February 21, 2006, the Georgia Public Service Commission (Commission) issued a Letter Order in Docket No. 14361-U (Letter Order) establishing new UNE rates (New UNE Rates) to replace the rates previously ordered by the Commission on June 24, 2003 and September 22, 2003 in the first phase of Docket No. 14361-U (Old UNE Rates); and

WHEREAS, the Letter Order entitles BellSouth to recover the difference between the Old UNE Rates and the New UNE Rates for the period of time that BellSouth charged SBC LD the Old UNE Rates; and

WHEREAS, the Parties are obligated to amend the Agreement to replace the Old UNE Rates in the Agreement with the New UNE Rates established by the Commission in its Letter Order; and

NOW, THEREFORE, in consideration of the mutual provisions contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereby covenant and agree as follows:

1. The Parties hereby agree to incorporate into the Agreement the New UNE Rates set forth in Exhibit 1 to Attachment 1, Exhibit 2 to Attachment 2, Exhibit 3 to Attachment 3, and Exhibit 4 to Attachment 4, all as attached hereto and incorporated herein by this reference, and such rates shall apply to services provided in the State of Georgia only.
2. To the extent that the New UNE Rates set forth in Exhibit 1 to Attachment 1, Exhibit 2 to Attachment 2, and Exhibit 4 to Attachment 4, all attached hereto, conflict with any other rates in the Agreement, the rates in these attached Exhibits shall prevail for the State of Georgia.
3. Exhibit A to Attachment 3 of the Agreement shall be deleted in its entirety, and Exhibit 3 to Attachment 3 as attached hereto shall be substituted in lieu thereof.
4. For purposes of amending the Agreement to incorporate the New UNE Rates on a going-forward basis, this Amendment shall be deemed effective on March 31, 2006 (Amendment Effective Date). For purposes of the true up of the difference between New UNE Rates set forth in the Letter Order and Old UNE Rates for the

period of time that BellSouth billed SBC LD the Old UNE Rates, the New UNE Rates for Attachments 1, 2, 3 and 4 of the Agreement shall become effective on 12/21/05.

5. All of the other provisions of the Agreement shall remain in full force and effect.
6. Either or both of the Parties is authorized to submit this Amendment to the respective state regulatory authorities for approval subject to Section 252(e) of the Federal Telecommunications Act of 1996.

IN WITNESS WHEREOF, the Parties have executed this Amendment the day and year written below.

BellSouth Telecommunications, Inc.

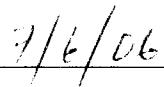
By:



Name: Kristen E. Shore

Title: Director

Date:



SBC Long Distance, LLC d/b/a SBC Long Distance

By:



Name: Bill C. Peacock

Title: Director - GAM

Date:



RESALE DISCOUNTS & RATES - Georgia											Attachment: 1 Exh: D													
CATEGORY	RATE ELEMENTS		Interim	Zone	BCS	USOC	RATES(\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l								
							Rec	Nonrecurring		Nonrecurring Disconnect	OSS Rates(\$)													
ODUF/EODUF SERVICES																								
OPTIONAL DAILY USAGE FILE (ODUF)																								
ODUF: Recording, per message								0.000007																
ODUF: Message Processing, per message								0.002165																
ODUF: Message Processing, per Magnetic Tape provisioned								36.02																
ODUF: Data Transmission (CONNECT:DIRECT), per message								0.00010888																
ENHANCED OPTIONAL DAILY USAGE FILE (EODUF)								0.229077																
EODUF: Message Processing, per message								0.229077																

UNBUNDLED NETWORK ELEMENTS - Georgia											Attachment 2 Ex A															
CATEGORY	RATE ELEMENTS	Interior	Zone	BCS	USOC	RATES(\$)				Svc Order Submitted Manually per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l											
						Rec	Nonrecurring		NRC Disconnect					OSS Rates(\$)												
							First	Add'l	First	Add'l				SOMEc	SOMAN	SOMAN	SOMAN	SOMAN								
The "Zone" shown in the sections for stand-alone loops or loops as part of a combination refers to Geographically Deaveraged UNE Zones. To view Geographically Deaveraged UNE Zone Designations by Central Office, refer to internet Website: http://www.interconnection.bellsouth.com/become_a_clec/html/interconnection.htm																										
OPERATIONS SUPPORT SYSTEMS (OSS) - "REGIONAL RATES"																										
	OSS-Manual Service Order Charge, Per Local Service Request (LSR)-UNE Only					SOMAN		11.71	0.00	6.13	0.00															
UNBUNDLED EXCHANGE ACCESS LOOP																										
2-WIRE ANALOG VOICE GRADE LOOP																										
	2W Analog VG Loop-SL1-Zone 1		1	UEANL	UEAL2	12.08	39.98	9.98	5.61	1.72																
	2W Analog VG Loop-SL1-Zone 2		2	UEANL	UEAL2	17.43	39.98	9.98	5.61	1.72																
	2W Analog VG Loop-SL1-Zone 3		3	UEANL	UEAL2	35.09	39.98	9.98	5.61	1.72																
	2W Analog VG Loop-SL1-Zone 1		1	UEANL	UEASL	12.08	39.98	9.98	5.61	1.72																
	2W Analog VG Loop-SL1-Zone 2		2	UEANL	UEASL	17.43	39.98	9.98	5.61	1.72																
	2W Analog VG Loop-SL1-Zone 3		3	UEANL	UEASL	35.09	39.98	9.98	5.61	1.72																
	Manual Order Coordination for UVL-SL1s (per loop)			UEANL	UEAMC		18.90	18.90																		
	Order Coordination for Specified Conversion Time for UVL-SL1 (per LSR)			UEANL	OCOSL		57.73																			
	Unbundled Non-Design Voice Loop, billing for BST providing make-up (Engineering Information-E.I.)			UEANL	UEANM		7.29	7.29																		
2-WIRE UNBUNDLED COPPER LOOP - NON-DESIGNED																										
	2W Unbundled Copper Loop Non-Designed-Zone 1		1	UEQ	UEQ2X	11.02	44.69	22.40	0.00	0.00																
	2W Unbundled Copper Loop Non-Designed-Zone 2		2	UEQ	UEQ2X	12.72	44.69	22.40	0.00	0.00																
	2W Unbundled Copper Loop Non-Designed-Zone 3		3	UEQ	UEQ2X	20.22	44.69	22.40	0.00	0.00																
	Manual Order Coordination 2W Unbundled Copper Loop-Non-Designed (per loop)			UEQ	USBMC		18.90	18.90																		
	Unbundled Copper Loop-Non-Design, billing for BST providing make-up (Engineering Information-E.I.)			UEQ	UEQMU		7.29	7.29																		
UNBUNDLED EXCHANGE ACCESS LOOP																										
2-WIRE ANALOG VOICE GRADE LOOP																										
	2W Analog VG Loop-SL2 w/Loop or Ground Start Signaling-Zone 1		1	UEA	UEAL2	13.32	79.78	24.62	18.90	7.86																
	2W Analog VG Loop-SL2 w/Loop or Ground Start Signaling-Zone 2		2	UEA	UEAL2	18.66	79.78	24.62	18.90	7.86																
	2W Analog VG Loop-SL2 w/Loop or Ground Start Signaling-Zone 3		3	UEA	UEAL2	36.33	79.78	24.62	18.90	7.86																
	2W Analog VG Loop-SL2 w/Reverse Battery Signaling-Zone 1		1	UEA	UEAR2	13.32	79.78	24.62	18.90	7.86																
	2W Analog VG Loop-SL2 w/Reverse Battery Signaling-Zone 2		2	UEA	UEAR2	18.66	79.78	24.62	18.90	7.86																
	2W Analog VG Loop-SL2 w/Reverse Battery Signaling-Zone 3		3	UEA	UEAR2	36.33	79.78	24.62	18.90	7.86																
	Switch-as-is Conversion rate per UNE Loop, Single LSR (per DS0)*			UEA	URESL		5.69	5.69																		
	Switch-as-is Conversion rate per UNE Loop, Spreadsheet (per DS0)*			UEA	URESP		5.69	5.69																		
4-WIRE ANALOG VOICE GRADE LOOP																										
	4-Wire Analog VG Loop-Zone 1		1	UEA	UEAL4	21.04	92.92	28.14	19.50	8.12																
	4-Wire Analog VG Loop-Zone 2		2	UEA	UEAL4	24.49	92.92	28.14	19.50	8.12																
	4-Wire Analog VG Loop-Zone 3		3	UEA	UEAL4	33.40	92.92	28.14	19.50	8.12																
	Switch-as-is Conversion rate per UNE Loop, Single LSR (per DS0)*			UEA	URESL		5.69	5.69																		
	Switch-as-is Conversion rate per UNE Loop, Spreadsheet (per DS0)*			UEA	URESP		5.69	5.69																		
2-WIRE ISDN DIGITAL GRADE LOOP																										
	2W ISDN Digital Grade Loop-Zone 1		1	UDN	U1L2X	21.89	180.06	35.25	18.23	6.97																
	2W ISDN Digital Grade Loop-Zone 2		2	UDN	U1L2X	25.27	180.06	35.25	18.23	6.97																
	2W ISDN Digital Grade Loop-Zone 3		3	UDN	U1L2X	40.17	180.06	35.25	18.23	6.97																
2-WIRE ASYMMETRICAL DIGITAL SUBSCRIBER LINE (ADSL) COMPATIBLE LOOP																										
	2W Unbundled ADSL Loop including manual service inquiry & facility reservation-Zone 1		1	UAL	UAL2X	11.23	44.69	31.55	0.00	0.00																
	2W Unbundled ADSL Loop including manual service inquiry & facility reservation-Zone 2		2	UAL	UAL2X	12.97	44.69	31.55	0.00	0.00																
	2W Unbundled ADSL Loop including manual service inquiry & facility reservation-Zone 3		3	UAL	UAL2X	20.62	44.69	31.55	0.00	0.00																
	2W Unbundled ADSL Loop without manual service inquiry & facility reservation-Zone 1		1	UAL	UAL2W	11.23	44.69	31.55	0.00	0.00																
	2W Unbundled ADSL Loop without manual service inquiry & facility reservation-Zone 2		2	UAL	UAL2W	12.97	44.69	31.55	0.00	0.00																
	2W Unbundled ADSL Loop without manual service inquiry & facility reservation-Zone 3		3	UAL	UAL2W	20.62	44.69	31.55	0.00	0.00																

UNBUNDLED NETWORK ELEMENTS - Georgia											Attachment 2 Ex A								
CATEGORY	RATE ELEMENTS	Interior	Zone	BCS	USOC	RATES(\$)				Svc Order Submitted Manually per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l				
						Rec	Nonrecurring		NRC Disconnect		OSS Rates(\$)								
2-WIRE HIGH BIT RATE DIGITAL SUBSCRIBER LINE (HDSL) COMPATIBLE LOOP																			
	2W Unbundled HDSL Loop including manual service inquiry & facility reservation-Zone 1		1	UHL	UHL2X	7.88	44.69	31.55	0.00	0.00									
	2W Unbundled HDSL Loop including manual service inquiry & facility reservation-Zone 2		2	UHL	UHL2X	9.09	44.69	31.55	0.00	0.00									
	2W Unbundled HDSL Loop including manual service inquiry & facility reservation-Zone 3		3	UHL	UHL2X	14.48	44.69	31.55	0.00	0.00									
	2W Unbundled HDSL Loop without manual service inquiry and facility reservation-Zone 1		1	UHL	UHL2W	7.88	44.69	31.55	0.00	0.00									
	2W Unbundled HDSL Loop without manual service inquiry and facility reservation-Zone 2		2	UHL	UHL2W	9.09	44.69	31.55	0.00	0.00									
	2W Unbundled HDSL Loop without manual service inquiry and facility reservation-Zone 3		3	UHL	UHL2W	14.48	44.69	31.55	0.00	0.00									
4-WIRE HIGH BIT RATE DIGITAL SUBSCRIBER LINE (HDSL) COMPATIBLE LOOP																			
	4 Wire Unbundled HDSL Loop including manual service inquiry and facility reservation-Zone 1		1	UHL	UHL4X	10.39	44.69	31.55	0.00	0.00									
	4-Wire Unbundled HDSL Loop including manual service inquiry and facility reservation-Zone 2		2	UHL	UHL4X	12.00	44.69	31.55	0.00	0.00									
	4-Wire Unbundled HDSL Loop including manual service inquiry and facility reservation-Zone 3		3	UHL	UHL4X	19.07	44.69	31.55	0.00	0.00									
	4-Wire Unbundled HDSL Loop without manual service inquiry and facility reservation-Zone 1		1	UHL	UHL4W	10.39	44.69	31.55	0.00	0.00									
	4-Wire Unbundled HDSL Loop without manual service inquiry and facility reservation-Zone 2		2	UHL	UHL4W	12.00	44.69	31.55	0.00	0.00									
	4-Wire Unbundled HDSL Loop without manual service inquiry and facility reservation-Zone 3		3	UHL	UHL4W	19.07	44.69	31.55	0.00	0.00									
4-WIRE DS1 DIGITAL LOOP																			
	4-Wire DS1 Digital Loop-Zone 1		1	USL	USLXX	49.41	211.72	72.42	38.20	7.19									
	4-Wire DS1 Digital Loop-Zone 2		2	USL	USLXX	52.55	211.72	72.42	38.20	7.19									
	4-Wire DS1 Digital Loop-Zone 3		3	USL	USLXX	68.40	211.72	72.42	38.20	7.19									
	Switch-as-is Conversion rate per UNE Loop, Single LSR (per DS1)*			USL	URESL		5.69	5.69											
	Switch-as-is Conversion rate per UNE Loop, Spreadsheet (per DS1)*			USL	URESP		5.69	5.69											
4-WIRE 19.2, 56 OR 64 KBPS DIGITAL GRADE LOOP																			
	4 Wire Unbundled Digital Loop 2.4 Kbps-Zone 1		1	UDL	UDL2X	25.81	196.47	36.96	18.80	7.19									
	4 Wire Unbundled Digital Loop 2.4 Kbps-Zone 2		2	UDL	UDL2X	31.54	196.47	36.96	18.80	7.19									
	4 Wire Unbundled Digital Loop 2.4 Kbps-Zone 3		3	UDL	UDL2X	42.38	196.47	36.96	18.80	7.19									
	4 Wire Unbundled Digital Loop 4.8 Kbps-Zone 1		1	UDL	UDL4X	25.81	196.47	36.96	18.80	7.19									
	4 Wire Unbundled Digital Loop 4.8 Kbps-Zone 2		2	UDL	UDL4X	31.54	196.47	36.96	18.80	7.19									
	4 Wire Unbundled Digital Loop 4.8 Kbps-Zone 3		3	UDL	UDL4X	42.38	196.47	36.96	18.80	7.19									
	4 Wire Unbundled Digital Loop 9.6 Kbps-Zone 1		1	UDL	UDL9X	25.81	196.47	36.96	18.80	7.19									
	4 Wire Unbundled Digital Loop 9.6 Kbps-Zone 2		2	UDL	UDL9X	31.54	196.47	36.96	18.80	7.19									
	4 Wire Unbundled Digital Loop 9.6 Kbps-Zone 3		3	UDL	UDL9X	42.38	196.47	36.96	18.80	7.19									
	4 Wire Unbundled Digital 19.2 Kbps-Zone 1		1	UDL	UDL19	25.81	196.47	36.96	18.80	7.19									
	4 Wire Unbundled Digital 19.2 Kbps-Zone 2		2	UDL	UDL19	31.54	196.47	36.96	18.80	7.19									
	4 Wire Unbundled Digital 19.2 Kbps-Zone 3		3	UDL	UDL19	42.38	196.47	36.96	18.80	7.19									
	4 Wire Unbundled Digital Loop 56 Kbps-Zone 1		1	UDL	UDL56	25.81	196.47	36.96	18.80	7.19									
	4 Wire Unbundled Digital Loop 56 Kbps-Zone 2		2	UDL	UDL56	31.54	196.47	36.96	18.80	7.19									
	4 Wire Unbundled Digital Loop 56 Kbps-Zone 3		3	UDL	UDL56	42.38	196.47	36.96	18.80	7.19									
	4 Wire Unbundled Digital Loop 64 Kbps-Zone 1		1	UDL	UDL64	25.81	196.47	36.96	18.80	7.19									
	4 Wire Unbundled Digital Loop 64 Kbps-Zone 2		2	UDL	UDL64	31.54	196.47	36.96	18.80	7.19									
	4 Wire Unbundled Digital Loop 64 Kbps-Zone 3		3	UDL	UDL64	42.38	196.47	36.96	18.80	7.19									
	Switch-as-is Conversion rate per UNE Loop, Single LSR (per DS0)*			UDL	URESL		5.69	5.69											
	Switch-as-is Conversion rate per UNE Loop, Spreadsheet (per DS0)*			UDL	URESP		5.69	5.69											
2-WIRE Unbundled COPPER LOOP																			
	2W Unbundled Copper Loop-Designed including manual service inquiry & facility reservation-Zone 1		1	UCL	UCLPB	12.02	44.69	31.55	0.00	0.00									
	2W Unbundled Copper Loop-Designed including manual service inquiry & facility reservation-Zone 2		2	UCL	UCLPB	13.88	44.69	31.55	0.00	0.00									

UNBUNDLED NETWORK ELEMENTS - Georgia										Attachment 2 Ex A						
CATEGORY	RATE ELEMENTS	Interior	Zone	BCS	USOC	RATES(\$)				Svc Order Submitted Manually per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l	
						Rec	Nonrecurring		NRC Disconnect		OSS Rates(\$)					
	2W Unbundled Copper Loop-Designed including manual service inquiry & facility reservation-Zone 3		3	UCL	UCLPB	22.07	44.69	31.55	0.00	0.00						
	2W Unbundled Copper Loop-Designed without manual service inquiry and facility reservation-Zone 1		1	UCL	UCLPW	12.02	44.69	31.55	0.00	0.00						
	2W Unbundled Copper Loop-Designed without manual service inquiry and facility reservation-Zone 2		2	UCL	UCLPW	13.88	44.69	31.55	0.00	0.00						
	2W Unbundled Copper Loop-Designed without manual service inquiry and facility reservation-Zone 3		3	UCL	UCLPW	22.07	44.69	31.55	0.00	0.00						
	Order Coordination for Unbundled Copper Loops (per loop)				UCL	UCLMC		18.90	18.90							
4-WIRE COPPER LOOP																
	4-Wire Copper Loop-Designed including manual service inquiry and facility reservation-Zone 1		1	UCL	UCL4S	16.65	44.69	31.55	0.00	0.00						
	4-Wire Copper Loop-Designed including manual service inquiry and facility reservation-Zone 2		2	UCL	UCL4S	19.22	44.69	31.55	0.00	0.00						
	4-Wire Copper Loop-Designed including manual service inquiry and facility reservation-Zone 3		3	UCL	UCL4S	30.55	44.69	31.55	0.00	0.00						
	4-Wire Copper Loop-Designed without manual service inquiry and facility reservation-Zone 1		1	UCL	UCL4W	16.65	44.69	31.55	0.00	0.00						
	4-Wire Copper Loop-Designed without manual service inquiry and facility reservation-Zone 2		2	UCL	UCL4W	19.22	44.69	31.55	0.00	0.00						
	4-Wire Copper Loop-Designed without manual service inquiry and facility reservation-Zone 3		3	UCL	UCL4W	30.55	44.69	31.55	0.00	0.00						
	Order Coordination for Unbundled Copper Loops (per loop)				UCL	UCLMC		18.90	18.90							
	Order Coordination for Specified Conversion Time (per LSR)				UEA, UDN, UAL, UHL, UDL, USL	OCOSL		57.73								
UNE LOOP COMMINGLING																
UNE LOOP COMMINGLING (Loop as part of a Multi-bandwidth commingling arrangement)																
2-WIRE ANALOG VOICE GRADE LOOP - COMMINGLING																
	2W Analog VG Loop-SL2 w/Loop or Ground Start Signaling-Zone 1		1	NTCVG	UEAL2	13.32	79.78	24.62	18.90	7.86						
	2W Analog VG Loop-SL2 w/Loop or Ground Start Signaling-Zone 2		2	NTCVG	UEAL2	18.66	79.78	24.62	18.90	7.86						
	2W Analog VG Loop-SL2 w/Loop or Ground Start Signaling-Zone 3		3	NTCVG	UEAL2	36.33	79.78	24.62	18.90	7.86						
	2W Analog VG Loop-SL2 w/Reverse Battery Signaling-Zone 1		1	NTCVG	UEAR2	13.32	79.78	24.62	18.90	7.86						
	2W Analog VG Loop-SL2 w/Reverse Battery Signaling-Zone 2		2	NTCVG	UEAR2	18.66	79.78	24.62	18.90	7.86						
	2W Analog VG Loop-SL2 w/Reverse Battery Signaling-Zone 3		3	NTCVG	UEAR2	36.33	79.78	24.62	18.90	7.86						
	Switch-as-is Conversion rate per UNE Loop, Single LSR (per DS0)*				NTCVG	URESL		5.69	5.69							
	Switch-as-is Conversion rate per UNE Loop, Spreadsheet (per DS0)*				NTCVG	URESP		5.69	5.69							
4-WIRE ANALOG VOICE GRADE LOOP																
	4-Wire Analog VG Loop-Zone 1		1	NTCVG	UEAL4	21.04	92.92	28.14	19.50	8.12						
	4-Wire Analog VG Loop-Zone 2		2	NTCVG	UEAL4	24.49	92.92	28.14	19.50	8.12						
	4-Wire Analog VG Loop-Zone 3		3	NTCVG	UEAL4	33.40	92.92	28.14	19.50	8.12						
	Switch-as-is Conversion rate per UNE Loop, Single LSR (per DS0)*				NTCVG	URESL		5.69	5.69							
	Switch-as-is Conversion rate per UNE Loop, Spreadsheet (per DS0)*				NTCVG	URESP		5.69	5.69							
4-WIRE DS1 DIGITAL LOOP - COMMINGLING																
	4-Wire DS1 Digital Loop-Zone 1		1	NTCD1	USLXX	49.41	211.72	72.42	38.20	7.19						
	4-Wire DS1 Digital Loop-Zone 2		2	NTCD1	USLXX	52.55	211.72	72.42	38.20	7.19						
	4-Wire DS1 Digital Loop-Zone 3		3	NTCD1	USLXX	68.40	211.72	72.42	38.20	7.19						
	Switch-as-is Conversion rate per UNE Loop, Single LSR (per DS1)*				NTCD1	URESL		5.69	5.69							
	Switch-as-is Conversion rate per UNE Loop, Spreadsheet (per DS1)*				NTCD1	URESP		5.69	5.69							
4-WIRE 19.2, 56 OR 64 KBPS DIGITAL GRADE LOOP - COMMINGLING																
	4 Wire Unbundled Digital Loop 2.4 Kbps-Zone 1		1	NTCUD	UDL2X	25.81	196.47	36.96	18.80	7.19						
	4 Wire Unbundled Digital Loop 2.4 Kbps-Zone 2		2	NTCUD	UDL2X	31.54	196.47	36.96	18.80	7.19						
	4 Wire Unbundled Digital Loop 2.4 Kbps-Zone 3		3	NTCUD	UDL2X	42.38	196.47	36.96	18.80	7.19						
	4 Wire Unbundled Digital Loop 4.8 Kbps-Zone 1		1	NTCUD	UDL4X	25.81	196.47	36.96	18.80	7.19						
	4 Wire Unbundled Digital Loop 4.8 Kbps-Zone 2		2	NTCUD	UDL4X	31.54	196.47	36.96	18.80	7.19						
	4 Wire Unbundled Digital Loop 4.8 Kbps-Zone 3		3	NTCUD	UDL4X	42.38	196.47	36.96	18.80	7.19						
	4 Wire Unbundled Digital Loop 9.6 Kbps-Zone 1		1	NTCUD	UDL9X	25.81	196.47	36.96	18.80	7.19						
	4 Wire Unbundled Digital Loop 9.6 Kbps-Zone 2		2	NTCUD	UDL9X	31.54	196.47	36.96	18.80	7.19						
	4 Wire Unbundled Digital Loop 9.6 Kbps-Zone 3		3	NTCUD	UDL9X	42.38	196.47	36.96	18.80	7.19						

UNBUNDLED NETWORK ELEMENTS - Georgia											Attachment 2 Ex A						
CATEGORY	RATE ELEMENTS	Interior	Zone	BCS	USOC	RATES(\$)				Svc Order Submitted Manually per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l		
						Rec	Nonrecurring		NRC Disconnect		OSS Rates(\$)						
	4 Wire Unbundled Digital 19.2 Kbps-Zone 1		1	NTCUD	UDL19	25.81	196.47	36.96	18.80	7.19							
	4 Wire Unbundled Digital 19.2 Kbps-Zone 2		2	NTCUD	UDL19	31.54	196.47	36.96	18.80	7.19							
	4 Wire Unbundled Digital 19.2 Kbps-Zone 3		3	NTCUD	UDL19	42.38	196.47	36.96	18.80	7.19							
	4 Wire Unbundled Digital Loop 56 Kbps-Zone 1		1	NTCUD	UDL56	25.81	196.47	36.96	18.80	7.19							
	4 Wire Unbundled Digital Loop 56 Kbps-Zone 2		2	NTCUD	UDL56	31.54	196.47	36.96	18.80	7.19							
	4 Wire Unbundled Digital Loop 56 Kbps-Zone 3		3	NTCUD	UDL56	42.38	196.47	36.96	18.80	7.19							
	4 Wire Unbundled Digital Loop 64 Kbps-Zone 1		1	NTCUD	UDL64	25.81	196.47	36.96	18.80	7.19							
	4 Wire Unbundled Digital Loop 64 Kbps-Zone 2		2	NTCUD	UDL64	31.54	196.47	36.96	18.80	7.19							
	4 Wire Unbundled Digital Loop 64 Kbps-Zone 3		3	NTCUD	UDL64	42.38	196.47	36.96	18.80	7.19							
	Order Coordination for Specified Conversion Time (per LSR)			NTCVG, NTCUD, NTCD1	OCOSL		57.73										
	Switch-as-is Conversion rate per UNE Loop, Single LSR (per DS0)*			NTCUD	URESL		5.69	5.69									
	Switch-as-is Conversion rate per UNE Loop, Spreadsheet (per DS0)*			NTCUD	URESP		5.69	5.69									
LOOP MODIFICATION																	
	Unbundled Loop Modification, Removal of Load Coils-2W pair less than or equal to 18k ft, per Unbundled Loop			UAL, UHL, UCL, UEQ, ULS, UEA, UEANL, UEPSR, UEPSB	ULM2L		0.00	0.00									
	Unbundled Loop Modification Removal of Load Coils-4 Wire less than or equal to 18K ft, per Unbundled Loop			UHL, UCL, UEA	ULM4L		0.00	0.00									
	Unbundled Loop Modification Removal of Bridged Tap Removal, per Unbundled Loop			UAL, UHL, UCL, UEQ, ULS, UEA, UEANL, UEPSR, UEPSB	ULMBT		17.91										
SUB-LOOPS																	
	Sub-Loop Distribution																
	Sub-Loop-Per Cross Box Location-CLEC Feeder Facility Set-Up			UEANL, UEF	USBSA		255.51										
	Sub-Loop-Per Cross Box Location-Per 25 Pair Panel Set-Up			UEANL, UEF	USBSB		7.29										
	Sub-Loop-Per Building Equipment Room-CLEC Feeder Facility Set-Up			UEANL	USBSC		174.92										
	Sub-Loop-Per Building Equipment Room-Per 25 Pair Panel Set-Up			UEANL	USBSD		51.56										
	Unbundled Sub-Loops, Riser Cable, 2W per Loop, Working and Spare Loop Activation			UEANL	USBRC	3.71	28.43	3.85	2.20	0.01							
	Unbundled Sub-Loops, Riser Cable, 4-Wire per Loop, Working and Spare Loop Activation			UEANL	USBRD	7.90	31.04	4.79	2.27	0.01							
	Sub-Loop Distribution Per 2W Analog VG Loop-Zone 1		1	UEANL	USBN2	7.45	28.43	3.85	2.20	0.01							
	Sub-Loop Distribution Per 2W Analog VG Loop-Zone 2		2	UEANL	USBN2	11.18	28.43	3.85	2.20	0.01							
	Sub-Loop Distribution Per 2W Analog VG Loop-Zone 3		3	UEANL	USBN2	21.46	28.43	3.85	2.20	0.01							
	Sub-Loop Distribution Per 4-Wire Analog VG Loop -Zone 1		1	UEANL	USBN4	6.91	31.04	4.79	2.27	0.01							
	Sub-Loop Distribution Per 4-Wire Analog VG Loop -Zone 2		2	UEANL	USBN4	10.98	31.04	4.79	2.27	0.01							
	Sub-Loop Distribution Per 4-Wire Analog VG Loop -Zone 3		3	UEANL	USBN4	20.32	31.04	4.79	2.27	0.01							
	Order Coordination for Unbundled Sub-Loops, per sub-loop pair			UEANL	USBMC		18.90	18.90									
	Sub-Loop 2W Intrabuilding Network Cable (INC)			UEANL	USBR2	3.71	28.43	3.85	2.20	0.01							
	Order Coordination for Unbundled Sub-Loops, per sub-loop pair			UEANL	USBMC		18.90	18.90									
	Sub-Loop 4-Wire Intrabuilding Network Cable (INC)			UEANL	USBR4	7.90	31.04	4.79	2.27	0.01							
	Order Coordination for Unbundled Sub-Loops, per sub-loop pair			UEANL	USBMC		18.90	18.90									
	2W Copper Unbundled Sub-Loop Distribution-Zone 1		1	UEF	UCS2X	6.88	28.43	3.85	2.20	0.01							
	2W Copper Unbundled Sub-Loop Distribution-Zone 2		2	UEF	UCS2X	8.32	28.43	3.85	2.20	0.01							
	2W Copper Unbundled Sub-Loop Distribution-Zone 3		3	UEF	UCS2X	10.26	28.43	3.85	2.20	0.01							
	Order Coordination for Unbundled Sub-Loops, per sub-loop pair			UEF	USBMC		18.90	18.90									
	4 Wire Copper Unbundled Sub-Loop Distribution-Zone 1		1	UEF	UCS4X	7.55	31.04	4.79	2.27	0.01							
	4 Wire Copper Unbundled Sub-Loop Distribution-Zone 2		2	UEF	UCS4X	7.12	31.04	4.79	2.27	0.01							
	4 Wire Copper Unbundled Sub-Loop Distribution-Zone 3		3	UEF	UCS4X	10.26	31.04	4.79	2.27	0.01							
	Order Coordination for Unbundled Sub-Loops, per sub-loop pair			UEF	USBMC		18.90	18.90									
	Unbundled Sub-Loop Modification																
	Unbundled Sub-Loop Modification-2-W Copper Dist Load Coil/Equip Removal per 2-W PR			UEF	ULM2X		0.00	0.00									
	Unbundled Sub-loop Modification-4-W Copper Dist Load Coil/Equip Removal per 4-W PR			UEF	ULM4X		0.00	0.00									
	Unbundled Loop Modification, Removal of bridge Tap, per unbundled loop			UEF	ULMBT		0.00	0.00									

UNBUNDLED NETWORK ELEMENTS - Georgia												Attachment 2 Ex A						
CATEGORY	RATE ELEMENTS	Interior	Zone	BCS	USOC	RATES(\$)				Svc Order Submitted Manually per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l			
						Rec	Nonrecurring		NRC Disconnect				OSI Rates(\$)	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN
Unbundled Network Terminating Wire (UNTW)																		
Unbundled Network Terminating Wire (UNTW) per Pair				UENTW	UENPP	0.5325	25.10	12.27										
Network Interface Device (NID)																		
Network Interface Device (NID)-1-2 lines				UENTW	UND12		32.82	20.67										
Network Interface Device (NID)-1-6 lines				UENTW	UND16		55.97	43.82										
Network Interface Device Cross Connect-2 W				UENTW	UNDCC2		2.45	2.45										
Network Interface Device Cross Connect-4W				UENTW	UNDCC4		2.45	2.45										
LOOP MAKE-UP																		
Loop Makeup-Preordering Without Reservation, per working or spare facility queried (Manual).				UMK	UMKLW		15.18	15.18										
Loop Makeup-Preordering With Reservation, per spare facility queried (Manual).				UMK	UMKLP		19.83	19.83										
Loop Makeup-With or Without Reservation, per working or spare facility queried (Mechanized)				UMK	UMKMQ		0.823	0.823										
LINE SPLITTING																		
END USER ORDERING-CENTRAL OFFICE BASED																		
Line Splitting-per line activation BST owned-physical				UEPSR	UEPSB	UREBP	0.0197	34.43	22.35	10.38	7.34							
Line Splitting-per line activation BST owned-virtual				UEPSR	UEPSB	UREBV	0.0188	34.43	22.35	10.38	7.34							
PHYSICAL COLLOCATION																		
Physical Collocation-2W Cross Connects (Loop) for Line Splitting				UEPSR	UEPSB	PE1LS	0.0202	0.00	0.00									
VIRTUAL COLLOCATION																		
Virtual Collocation-2W Cross Connects (Loop) for Line Splitting				UEPSR	UEPSB	VE1LS	0.0192	0.00	0.00	0.00	0.00							
UNBUNDLED DEDICATED TRANSPORT																		
INTEROFFICE CHANNEL - DEDICATED TRANSPORT																		
Interoffice Channel-2W VG-per mile					U1TVX	1L5XX	0.0059											
Interoffice Channel-2W VG-Facility Termination					U1TVX	U1TV2	13.15	48.41	19.46	16.56	4.99							
Interoffice Channel-2W VG Rev Bat.-per mile					U1TVX	1L5XX	0.0059											
Interoffice Channel-2W VG Rev Bat.-Facility Termination					U1TVX	U1TR2	13.15	48.41	19.46	16.56	4.99							
Interoffice Channel-4-Wire VG-per mile					U1TVX	1L5XX	0.0059											
Interoffice Channel-4-Wire VG-Facility Termination					U1TVX	U1TV4	11.01	48.41	19.46	16.56	4.99							
Interoffice Channel-56 kbps-per mile					U1TDX	1L5XX	0.0059											
Interoffice Channel-56 kbps-Facility Termination					U1TDX	U1TD5	8.00	48.41	19.46	16.56	4.99							
Interoffice Channel-64 kbps-per mile					U1TDX	1L5XX	0.0059											
Interoffice Channel-64 kbps-Facility Termination					U1TDX	U1TD6	8.00	48.41	19.46	16.56	4.99							
Interoffice Channel-DS1-per mile					U1TD1	1L5XX	0.1199											
Interoffice Channel-DS1-Facility Termination					U1TD1	U1TF1	34.93	110.92	80.20	31.33	21.71							
Interoffice Channel-DS3-per mile					U1TD3	1L5XX	2.63											
Interoffice Channel-DS3-Facility Termination					U1TD3	U1TF3	349.42	320.16	86.24	66.71	52.76							
Interoffice Channel-STS-1-per mile					U1TS1	1L5XX	2.63											
Interoffice Channel-STS-1-Facility Termination					U1TS1	U1TFS	366.43	320.16	86.24	66.71	52.76							
UNBUNDLED DARK FIBER																		
Dark Fiber-Interoffice Transport, Per Four Fiber Strands, Per Route Mile Or Fraction Thereof					UDF	UDFCX	1L5DF	24.17										
Dark Fiber-Interoffice Transport, Per Four Fiber Strands, Per Route Mile Or Fraction Thereof					UDF	UDFCX	UDF14		1,774.79	89.66	73.57	18.69						
HIGH CAPACITY UNBUNDLED LOCAL LOOP																		
DS-3/STS-1 UNBUNDLED LOCAL LOOP - Stand Alone																		
DS3 Unbundled Local Loop-per mile					UE3	1L5ND	11.40											
DS3 Unbundled Local Loop-Facility Termination					UE3	UE3PX	258.44	1,751.51	131.77	112.80	75.81							
STS-1Unbundled Local Loop-per mile					UDLSX	1L5ND	11.40											
STS-1 Unbundled Local Loop-Facility Termination					UDLSX	UDLS1	311.51	1,751.51	131.77	112.80	75.81							
ENHANCED EXTENDED LINK (EELs)																		
Network Elements Used in Combinations																		
2W VG Loop (SL2) in Combination-Zone 1	1	UNCVX	UEAL2		13.32	195.75	36.35	18.40	6.86									
2W VG Loop (SL2) in Combination-Zone 2	2	UNCVX	UEAL2		18.66	195.75	36.35	18.40	6.86									
2W VG Loop (SL2) in Combination-Zone 3	3	UNCVX	UEAL2		36.33	195.75	36.35	18.40	6.86									
4-Wire Analog VG Loop in Combination-Zone 1	1	UNCVX	UEAL4		21.04	195.75	36.35	18.40	6.86									
4-Wire Analog VG Loop in Combination-Zone 2	2	UNCVX	UEAL4		24.49	195.75	36.35	18.40	6.86									
4-Wire Analog VG Loop in Combination-Zone 3	3	UNCVX	UEAL4		33.40	195.75	36.35	18.40	6.86									

UNBUNDLED NETWORK ELEMENTS - Georgia										Attachment 2 Ex A						
CATEGORY	RATE ELEMENTS	Interior	Zone	BCS	USOC	RATES(\$)				Svc Order Submitted	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l	
						Rec	Nonrecurring		NRC Disconnect		OSS Rates(\$)					
						Rec	First	Add'l	First	Add'l	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
	2W ISDN Loop in Combination-Zone 1	1	UNCNX	U1L2X	21.89	195.75	36.35	18.40	6.86							
	2W ISDN Loop in Combination-Zone 2	2	UNCNX	U1L2X	25.27	195.75	36.35	18.40	6.86							
	2W ISDN Loop in Combination-Zone 3	3	UNCNX	U1L2X	40.17	195.75	36.35	18.40	6.86							
	4-Wire 56Kbps Digital Grade Loop in Combination-Zone 1	1	UNCDX	UDL56	25.81	195.75	36.35	18.40	6.86							
	4-Wire 56Kbps Digital Grade Loop in Combination-Zone 2	2	UNCDX	UDL56	31.54	195.75	36.35	18.40	6.86							
	4-Wire 56Kbps Digital Grade Loop in Combination-Zone 3	3	UNCDX	UDL56	42.38	195.75	36.35	18.40	6.86							
	4-Wire 64Kbps Digital Grade Loop in Combination-Zone 1	1	UNCDX	UDL64	25.81	195.75	36.35	18.40	6.86							
	4-Wire 64Kbps Digital Grade Loop in Combination-Zone 2	2	UNCDX	UDL64	31.54	195.75	36.35	18.40	6.86							
	4-Wire 64Kbps Digital Grade Loop in Combination-Zone 3	3	UNCDX	UDL64	42.38	195.75	36.35	18.40	6.86							
	4-Wire DS1 Digital Loop in Combination-Zone 1	1	UNC1X	USLXX	49.41	209.25	70.37	37.87	6.86							
	4-Wire DS1 Digital Loop in Combination-Zone 2	2	UNC1X	USLXX	52.55	209.25	70.37	37.87	6.86							
	4-Wire DS1 Digital Loop in Combination-Zone 3	3	UNC1X	USLXX	68.40	209.25	70.37	37.87	6.86							
	DS3 Local Loop in combination-per mile			UNC3X	1L5ND	11.40										
	DS3 Local Loop in combination-Facility Termination			UNC3X	UE3PX	258.44	1,259.23	628.22	41.49	20.74						
	STS-1 Local Loop in combination-per mile			UNCSX	1L5ND	11.40										
	STS-1 Local Loop in combination-Facility Termination			UNCSX	UDLS1	311.51	1,259.23	628.22	41.49	20.74						
	Interoffice Channel in combination-2W VG-per mile			UNCVX	1L5XX	0.0059										
	Interoffice Channel in combination-2W VG-Facility Termination			UNCVX	U1TV2	13.15	66.47	33.57	43.38	27.57						
	Interoffice Channel in combination-4-wire VG-per mile			UNCVX	1L5XX	0.0059										
	Interoffice Channel in combination-4-wire VG-Facility Termination			UNCVX	U1TV4	11.01	66.47	33.57	43.38	27.57						
	Interoffice Channel in combination-4-wire 56 kbps-per mile			UNCDX	1L5XX	0.0059										
	Interoffice Channel in combination-4-wire 56 kbps-Facility Termination			UNCDX	U1TD5	8.00	66.47	33.57	43.38	27.57						
	Interoffice Channel in combination-4-wire 64 kbps-per mile			UNCDX	1L5XX	0.0059										
	Interoffice Channel in combination-4-wire 64 kbps-Facility Termination			UNCDX	U1TD6	8.00	66.47	33.57	43.38	27.57						
	Interoffice Channel in combination-DS1-per mile			UNC1X	1L5XX	0.1199										
	Interoffice Channel in combination-DS1 Facility Termination			UNC1X	U1TF1	34.93	87.67	45.69	43.76	27.95						
	Interoffice Channel in combination-DS3-per mile			UNC3X	1L5XX	2.63										
	Interoffice Channel in combination-DS3-Facility Termination			UNC3X	U1TF3	349.42	325.59	76.99	49.51	32.85						
	Interoffice Channel in combination-STS-1-per mile			UNCSX	1L5XX	2.63										
	Interoffice Channel in combination-STS-1 Facility Termination			UNCSX	U1TFS	366.43	325.59	76.99	49.51	32.85						
ADDITIONAL NETWORK ELEMENTS																
Optional Features & Functions:																
	DS1/DS0 Channel System			UNC1X	MQ1	71.23	86.01	0.00	0.00	0.00						
	DS3/DS1 Channel System			UNC3X, UNCSX	MQ3	124.39	0.00	0.00	0.00	0.00						
	VG COCI in combination			UNCVX	1D1VG	0.479	27.30	2.90	16.85	1.04						
	VG COCI-for Stand Alone Local Loop			UEA	1D1VG	0.479	27.30	2.90	16.85	1.04						
	VG COCI-for connection to a channelized DS1 Local Channel in the same SWC as collocation			U1TUC	1D1VG	0.479	27.30	2.90	16.85	1.04						
	OCU-DP COCI (2.4-64kbs) in combination			UNCDX	1D1DD	1.02	27.30	2.90	16.85	1.04						
	OCU-DP COCI (2.4-64kbs)-for Stand Alone Local Loop			UDL	1D1DD	1.02	27.30	2.90	16.85	1.04						
	OCU-DP COCI (2.4-64kbs)-for connection to a channelized DS1 Local Channel in the same SWC as collocation			U1TUD	1D1DD	1.02	27.30	2.90	16.85	1.04						
	2W ISDN COCI (BRITE) in combination			UNCNX	UC1CA	1.70	27.30	2.90	16.85	1.04						
	2W ISDN COCI (BRITE)-for a Local Loop			UDN	UC1CA	1.70	27.30	2.90	16.85	1.04						
	2W ISDN COCI (BRITE)-for connection to a channelized DS1 Local Channel in the same SWC as collocation			U1TUB	UC1CA	1.70	27.30	2.90	16.85	1.04						
	DS1 COCI in combination			UNC1X	UC1D1	7.50	27.30	2.90	16.85	1.04						
	DS1 COCI-for Stand Alone Local Channel			ULDD1	UC1D1	7.50	27.30	2.90	16.85	1.04						
	DS1 COCI-for Stand Alone Interoffice Channel			U1TD1	UC1D1	7.50	27.30	2.90	16.85	1.04						
	DS1 COCI-for Stand Alone Local Loop			USL	UC1D1	7.50	27.30	2.90	16.85	1.04						
	DS1 COCI-for connection to a channelized DS1 Local Channel in the same SWC as collocation			U1TUA	UC1D1	7.50	27.30	2.90	16.85	1.04						
	Wholesale to UNE, Switch-As-Is Conversion Charge*			UNCVX, U1TVX, UNCDX, U1TDX, UNC1X, U1TD1, UNC3X, U1TD3, UNCSX, U1TS1, UDF, UDFCX	UNCCC		5.69	5.69	6.60	6.60						

UNBUNDLED NETWORK ELEMENTS - Georgia											Attachment 2 Ex A						
CATEGORY	RATE ELEMENTS	Interior	Zone	BCS	USOC	RATES(\$)				Svc Order Submitted Manually per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l		
						Rec	Nonrecurring		NRC Disconnect		OSS Rates(\$)						
Access to DCS - Customer Reconfiguration (FlexServ)							1.40		1.63								
Customer Reconfiguration Establishment							20.08	24.87	18.91	15.02	11.94						
DS1 DCS Termination with DS0 Switching							7.24	18.16	12.19	11.13	8.05						
DS1 DCS Termination with DS1 Switching							128.34	24.87	18.91	15.02	11.94						
COMMINGLING	Commingled (UNE part of single bandwidth circuit)																
Commingled VG COCI				XDV2X, NTCVG	1D1VG	0.479	27.30	2.90	16.85	1.04							
Commingled Digital COCI				XDV6X, NTCUD	1D1DD	1.02	27.30	2.90	16.85	1.04							
Commingled ISDN COCI				XDD4X	UC1CA	1.70	27.30	2.90	16.85	1.04							
Commingled 2W VG Interoffice Channel				XDV2X	U1TV2	13.15	66.47	33.57	43.38	27.57							
Commingled 4-wire VG Interoffice Channel				XDV6X	U1TV4	11.01	66.47	33.57	43.38	27.57							
Commingled 56kbps Interoffice Channel				XDD4X	U1TD5	8.00	66.47	33.57	43.38	27.57							
Commingled 64kbps Interoffice Channel				XDD4X	U1TD6	8.00	66.47	33.57	43.38	27.57							
Commingled VG/DS0 Interoffice Channel Mileage				XDV2X, XDV6X, XDD4X	1L5XX	0.0059											
Commingled 2W Local Loop Zone 1		1	XDV2X	UEAL2		13.32	195.75	36.35	18.40	6.86							
Commingled 2W Local Loop Zone 2		2	XDV2X	UEAL2		18.66	195.75	36.35	18.40	6.86							
Commingled 2W Local Loop Zone 3		3	XDV2X	UEAL2		36.33	195.75	36.35	18.40	6.86							
Commingled 4-wire Local Loop Zone 1		1	XDV6X	UEAL4		21.04	195.75	36.35	18.40	6.86							
Commingled 4-wire Local Loop Zone 2		2	XDV6X	UEAL4		24.49	195.75	36.35	18.40	6.86							
Commingled 4-wire Local Loop Zone 3		3	XDV6X	UEAL4		33.40	195.75	36.35	18.40	6.86							
Commingled 56kbps Local Loop Zone 1		1	XDD4X	UDL56		25.81	195.75	36.35	18.40	6.86							
Commingled 56kbps Local Loop Zone 2		2	XDD4X	UDL56		31.54	195.75	36.35	18.40	6.86							
Commingled 56kbps Local Loop Zone 3		3	XDD4X	UDL56		42.38	195.75	36.35	18.40	6.86							
Commingled 64kbps Local Loop Zone 1		1	XDD4X	UDL64		25.81	195.75	36.35	18.40	6.86							
Commingled 64kbps Local Loop Zone 2		2	XDD4X	UDL64		31.54	195.75	36.35	18.40	6.86							
Commingled 64kbps Local Loop Zone 3		3	XDD4X	UDL64		42.38	195.75	36.35	18.40	6.86							
Commingled ISDN Local Loop Zone 1		1	XDD4X	U1L2X		21.89	195.75	36.35	18.40	6.86							
Commingled ISDN Local Loop Zone 2		2	XDD4X	U1L2X		25.27	195.75	36.35	18.40	6.86							
Commingled ISDN Local Loop Zone 3		3	XDD4X	U1L2X		40.17	195.75	36.35	18.40	6.86							
Commingled DS1 COCI			XDH1X, NTCD1	UC1D1		7.50	27.30	2.90	16.85	1.04							
Commingled DS1 Interoffice Channel			XDH1X	U1TF1		34.93	87.67	45.69	43.76	27.95							
Commingled DS1 Interoffice Channel Mileage			XDH1X	1L5XX		0.1199											
Commingled DS1/DS0 Channel System			XDH1X	M01		71.23	86.01	0.00	0.00	0.00							
Commingled DS1 Local Loop Zone 1		1	XDH1X	USLXX		49.41	209.25	70.37	37.87	6.86							
Commingled DS1 Local Loop Zone 2		2	XDH1X	USLXX		52.55	209.25	70.37	37.87	6.86							
Commingled DS1 Local Loop Zone 3		3	XDH1X	USLXX		68.40	209.25	70.37	37.87	6.86							
Commingled DS3 Local Loop			HFQC6	UE3PX		258.44	1,751.51	131.77	112.80	75.81							
Commingled DS3/STS-1 Local Loop Mileage			HFQC6, HFRST	1L5ND		11.40											
Commingled STS-1 Local Loop			HFRST	UDLS1		311.51	1,751.51	131.77	112.80	75.81							
Commingled DS3/DS1 Channel System			HFQC6	MQ3		124.39	0.00	0.00	0.00	0.00							
Commingled DS3 Interoffice Channel			HFQC6	U1TF3		349.42	325.59	76.99	49.51	32.85							
Commingled DS3 Interoffice Channel Mileage			HFQC6	1L5XX		2.63											
Commingled STS-1Interoffice Channel			HFRST	U1TFS		366.43	325.59	76.99	49.51	32.85							
Commingled STS-1Interoffice Channel Mileage			HFRST	1L5XX		2.63											
Commingled Dark Fiber-Interoffice Transport, Per Four Fiber Strands, Per Route Mile Or Fraction Thereof			HEQDL	1L5DF		24.17											
Commingled Dark Fiber-Interoffice Transport, Per Four Fiber Strands, Per Route Mile Or Fraction Thereof			HEQDL	UDF14		1,774.79	89.66	73.57	18.69								
SIGNALING (CCS7)	NOTE: "bk" beside a rate indicates that the parties have agreed to bill and keep for that element pursuant to the terms and conditions in Attachment 3.																
	CCS7 Signaling Usage, Per TCAP Message						0.0000536										
	CCS7 Signaling Usage, Per ISUP Message (same as E.3.3)						.0000134bk										
LNP Query Service	LNP Charge Per query						0.0008227										
	LNP Service Establishment Manual							12.47		11.07							
	LNP Service Provisioning with Point Code Establishment							574.30	293.39	251.23	184.73						
* NOTE: Switch-as-is rates are only applicable if agreement is TRO/TRRO Compliant																	

LOCAL INTERCONNECTION - Georgia											Attachment 3 Ex A															
CATEGORY	RATE ELEMENTS	Interi m	Zone	BCS	USOC	RATES(\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic- 1st	Incremental Charge - Manual Svc Order vs. Electronic- Add'l	Incremental Charge - Manual Svc Order vs. Electronic- Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic- Disc Add'l											
						Rec	Nonrecurring		NRC Disconnect		First	Add'l	First	Add'l	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN							
LOCAL INTERCONNECTION (CALL TRANSPORT AND TERMINATION)																										
NOTE: "bk" beside a rate indicates that the Parties have agreed to bill and keep for that element pursuant to the terms and conditions in Attachment 3.																										
TANDEM SWITCHING																										
Tandem Switching Function Per MOU										0.0004186bk																
Multiple Tandem Switching, per MOU (applies to initial tandem only)										0.0004186																
Tandem Intermediary Charge, per MOU*										0.0025																
* This charge is applicable only to transit traffic and is applied in addition to applicable switching and/or interconnection charges.																										
TRUNK CHARGE																										
Installation Trunk Side Service-per DS0						OHD	TPP6X		21.53	8.11																
Installation Trunk Side Service-per DS0						OHD	TPP9X		21.53	8.11																
Dedicated End Office Trunk Port Service-per DS0**						OHD	TDEOP		0.00																	
Dedicated End Office Trunk Port Service-per DS1**						OH1 OH1MS	TDE1P		0.00																	
Dedicated Tandem Trunk Port Service-per DS0**						OHD	TDWOP		0.00																	
Dedicated Tandem Trunk Port Service-per DS1**						OH1 OH1MS	TDW1P		0.00																	
** This rate element is recovered on a per MOU basis and is included in the End Office Switching and Tandem Switching, per MOU rate elements																										
COMMON TRANSPORT (Shared)																										
Common Transport-Per Mile, Per MOU									0.0000028bk																	
Common Transport-Facilities Termination Per MOU									0.0001955bk																	
LOCAL INTERCONNECTION (DEDICATED TRANSPORT)																										
INTEROFFICE CHANNEL - DEDICATED TRANSPORT																										
Interoffice Channel-Dedicated Transport-2W VG-Per Mile per mo						OHM	1L5NF		0.0059																	
Interoffice Channel-Dedicated Transport- 2W VG-Facility Termination per mo						OHM	1L5NF	13.15	48.41	19.46	16.56	4.99														
Interoffice Channel-Dedicated Transport-56 kbps-per mile per mo						OHM	1L5NK	0.0059																		
Interoffice Channel-Dedicated Transport-56 kbps-Facility Termination per mo						OHM	1L5NK	8.00	48.41	19.46	16.56	4.99														
Interoffice Channel-Dedicated Transport-64 kbps-per mile per mo						OHM	1L5NK	0.0059																		
Interoffice Channel-Dedicated Transport-64 kbps-Facility Termination per mo						OHM	1L5NK	8.00	48.41	19.46	16.56	4.99														
Interoffice Channel-Dedicated Channel-DS1-Per Mile per mo						OH1, OH1MS	1L5NL	0.1199																		
Interoffice Channel-Dedicated Transport-DS1-Facility Termination per mo						OH1, OH1MS	1L5NL	34.93	110.92	80.20	31.33	21.71														
Interoffice Channel-Dedicated Transport-DS3-Per Mile per mo						OH3, OH3MS	1L5NM	2.63																		
Interoffice Channel-Dedicated Transport-DS3-Facility Termination per mo						OH3, OH3MS	1L5NM	349.42	320.16	86.24	66.71	52.76														
LOCAL CHANNEL - DEDICATED TRANSPORT																										
Local Channel-Dedicated-2W VG per mo						OHM	TEFV2	7.91	120.95	53.24	46.35	13.35														
Local Channel-Dedicated-4-Wire VG per mo						OHM	TEFV4	8.90	125.50	54.38	46.35	13.35														
Local Channel-Dedicated-DS1 per mo						OH1	TEFHG	22.82	149.31	111.09	40.32	26.09														
Local Channel-Dedicated-DS3 Facility Termination per mo						OH3	TEFHJ	150.05	444.58	145.04	112.80	75.81														
LOCAL INTERCONNECTION MID-SPAN MEET																										
Local Channel-Dedicated-DS1 per mo						OH1MS	TEFHG	0.00	0.00																	
Local Channel-Dedicated-DS3 per mo						OH3MS	TEFHJ	0.00	0.00																	
MULTIPLEXERS																										
Channelization- DS1 to DS0 Channel System						OH1, OH1MS	SATN1	71.23	105.57	41.55	23.73	4.19														
DS3 to DS1 Channel System per mo						OH3, OH3MS	SATNS	124.39	224.26	71.76	39.97	31.04														
DS3 Interface Unit (DS1 COCI) per mo						OH1, OH1MS	SATCO	7.50	15.79	11.38	6.60	6.60														
Notes: If no rate is identified in the contract, the rates, terms, and conditions for the specific service or function will be as set forth in applicable BellSouth tariff.																										
SIGNALING (CCS7)																										
NOTE: "bk" beside a rate indicates that the parties have agreed to bill and keep for that element pursuant to the terms and conditions in Attachment 3.																										
CCS7 Signaling Connection, Per 56Kbps Facility A-Link DS1						UDB	TPP6A	8.93	34.74	34.74	16.90	16.90														
CCS7 Signaling Connection, Per 56Kbps Facility A-Link DS3						UDB	TPP9A	8.93	34.74	34.74	16.90	16.90														
CCS7 Signaling Connection, Per 56Kbps Facility B-Link DS1						UDB	TPP6B	8.93	34.74	34.74	16.90	16.90														
CCS7 Signaling Connection, Per 56Kbps Facility B-Link DS3						UDB	TPP9B	8.93	34.74	34.74	16.90	16.90														
CCS7 Signaling Termination, Per STP Port						UDB	PT8SX	111.30																		
CCS7 Signaling Usage, Per Call Setup Message								.0000134bk																		
CCS7 Signaling Usage, Per TCAP Message								0.0000536																		
CCS7 Signaling Usage, Per ISUP Message (same as E.3.3)								0.0000134																		
CCS7 Signaling Usage Surrogate, per link						UDB	STU56	921.93																		
CCS7 Signaling Point Code, Establishment or Change, per STP affected						UDB	CCAPO		28.12	28.12	33.29	33.29														
CCS7 Signaling Connection, Switched access service, interface groups, transmission paths 6 DS1 level path with bit stream signaling						UDB	TPP6X	8.93	34.74	34.74	16.90	16.90														
CCS7 Signaling Connection, Switched access service, interface groups, transmission paths 9 DS3 level path with bit stream signaling						UDB	TPP9X	8.93	34.74	34.74	16.90	16.90														

COLLOCATION - Georgia												Attachment: 4 Exh B																					
CATEGORY	RATE ELEMENTS	Interior	Zone	BCS	USOC	RATES(\$)			Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Svc Order Submitted Manually per LSR	Svc Order Submitted Manually per LSR	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN															
						Rec	Nonrecurring			Nonrecurring	Disconnect	OSS Rates(\$)																					
PHYSICAL COLLOCATION																																	
Application																																	
Physical Collocation - Initial Application Fee				CLO	PE1BA		1,284.72			0.59																							
Physical Collocation - Subsequent Application Fee				CLO	PE1CA		1,084.41			0.59																							
Space Preparation																																	
Physical Collocation - Floor Space, per sq feet				CLO	PE1PJ	4.71																											
Physical Collocation - Space enclosure, welded wire, first 100 square feet				CLO	PE1BW	167.00																											
Physical Collocation - Space enclosure, welded wire, each additional 50 square feet				CLO	PE1CW	16.38																											
Physical Collocation - Space Preparation - C.O. Modification per square ft.				CLO	PE1SK	2.10																											
Physical Collocation - Space Preparation, Common Systems Modifications-Cageless, per square foot				CLO	PE1SL	2.27																											
Physical Collocation - Space Preparation - Common Systems Modifications-Caged, per cage				CLO	PE1SM	77.24																											
Physical Collocation - Space Preparation - Firm Order Processing				CLO	PE1SJ		140.96																										
Physical Collocation - Space Availability Report, per Central Office Requested				CLO	PE1SR		248.50																										
Power																																	
Physical Collocation - Power, -48V DC Power - per Fused Amp Requested				CLO	PE1PL	4.84																											
Physical Collocation - Power, 120V AC Power, Single Phase, per Breaker Amp				CLO	PE1FB	5.16																											
Physical Collocation - Power, 240V AC Power, Single Phase, per Breaker Amp				CLO	PE1FD	10.34																											
Physical Collocation - Power, 120V AC Power, Three Phase, per Breaker Amp				CLO	PE1FE	15.50																											
Physical Collocation - Power, 277V AC Power, Three Phase, per Breaker Amp				CLO	PE1FG	35.79																											
Cross Connects (Cross Connects, Co-Carrier Cross Connects, and Ports)																																	
Physical Collocation - 2-wire cross-connect, loop, provisioning					UEANL,UEQ, UNCNX, UEA, UCL, UAL, UHL, UDN, UNCVX	PE1P2	0.0202																										
Physical Collocation - 4-wire cross-connect, loop, provisioning					UEA, UHL, UNCVX, UNCDX, UCL, UDL	PE1P4	0.0403																										
Physical Collocation -DS1 Cross-Connect for Physical Collocation, provisioning					WDS1L, WDS1S, UXTD1, ULDD1, USLEL, UNLD1, U1TD1, UNC1X, UEPSR, UEPB, UEPSE, UEPSP, USL, UEPEX, UEPDX	PE1P1	0.3807																										
Physical Collocation - DS3 Cross-Connect, provisioning					UE3, U1TD3, UXTD3, UXTS1, UNC3X, UNCSX, ULDD3, U1TS1, ULDS1, UNLD3, UEPEX, UEPDX, UEPSR, UEPB, UEPSE, UEPSP	PE1P3	4.15																										

COLLOCATION - Georgia												Attachment: 4 Exh B						
CATEGORY	RATE ELEMENTS	Interior	Zone	BCS	USOC	RATES(\$)			Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR								
						Rec	Nonrecurring	Nonrecurring								OSS Rates(\$)	OSS Rates(\$)	
							First	Add'l	First	Add'l	SOMEc	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN	
	Physical Collocation - 2-Fiber Cross-Connect			CLO, ULD03, ULD12, ULD48, U1T03, U1T12, U1T48, UDL03, UDL12, UDF	PE1F2	1.76												
	Physical Collocation - 4-Fiber Cross-Connect			ULD03, ULD12, ULD48, U1T03, U1T12, U1T48, UDL03, UDL12, UDF, UDFCX	PE1F4	3.38												
	Physical Collocation 2-Wire Cross Connect, Port			UEPSR, UEPSP, UEPSE, UEPSB, UEPSX, UEP2C	PE1R2	0.0202												
	Physical Collocation 4-Wire Cross Connect, Port			UEPEX, UEPDD	PE1R4	0.0403												
Security																		
	Physical Collocation - Security Escort for Basic Time - normally scheduled work, per half hour			CLO	PE1BT		16.51	10.82										
	Physical Collocation - Security Escort for Overtime - outside of normally scheduled working hours on a scheduled work day, per half hour			CLO	PE1OT		21.90	14.17										
	Physical Collocation - Security Escort for Premium Time - outside of scheduled work day, per half hour			CLO	PE1PT		27.29	17.53										
	Physical Collocation - Security Access System - Security System per Central Office, per Sq. Ft.			CLO	PE1AY	0.011												
	Physical Collocation - Security Access System - New Card Activation, per Card Activation (First), per State			CLO	PE1A1		21.98											
	Physical Collocation - Security Access System-Administrative Change, existing Access Card, per Request, per State, per Card			CLO	PE1AA		5.37											
	Physical Collocation - Security Access System - Replace Lost or Stolen Card, per Card			CLO	PE1AR		16.99											
	Physical Collocation - Security Access - Initial Key, per Key			CLO	PE1AK		13.19											
	Physical Collocation - Security Access - Key, Replace Lost or Stolen Key, per Key			CLO	PE1AL		13.19											
Cable Records - Note: The rates in the First & Additional columns will actually be billed as "Initial I" and "Subsequent S" respectively																		
	Physical Collocation - Cable Records, per request			CLO	PE1CR		I 742.92	S 477.59	125.63									
	Physical Collocation, Cable Records, VG/DS0 Cable, per cable record (maximum 3600 records)			CLO	PE1CD		317.29		177.60									
	Physical Collocation, Cable Records, VG/DS0 Cable, per each 100 pair			CLO	PE1CO		4.47		5.29									
	Physical Collocation, Cable Records, DS1, per T1 TIE			CLO	PE1C1		2.22		2.62									
	Physical Collocation, Cable Records, DS3, per T3 TIE			CLO	PE1C3		7.76		9.18									
	Physical Collocation - Cable Records, Fiber Cable, per cable record (maximum 99 records)			CLO	PE1CB		83.37		73.49									
	Physical Collocation, Cable Records,CAT5/RJ45			CLO	PE1C5		2.22		2.62									
Entrance Cable																		
	Physical Collocation - Fiber Cable Installation, Pricing, non-recurring charge, per Entrance Cable			CLO	PE1BD		736.20		21.49									
	Physical Collocation - Fiber Cable Support Structure, per Entrance Cable			CLO	PE1PM	7.37												
	Physical Collocation, Entrance Cable Support Structure, Copper, per each 100 pairs or fraction thereof (CO Manhole to Collocation Space)			CLO	PE1EE	0.2686												
	Physical Collocation, Entrance Cable Installation, Copper, per Cable (CO Manhole to Collocation Space)			CLO	PE1EF		754.41		21.49									
	Physical Collocation, Entrance Cable Installation, Copper, per each 100 pairs or fraction thereof (CO Manhole to Collocation Space)			CLO	PE1EG		9.11											
VIRTUAL COLLOCATION																		

COLLOCATION - Georgia												Attachment: 4 Exh B							
CATEGORY	RATE ELEMENTS	Interi m	Zone	BCS	USOC	RATES(\$)			Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Svc Order Submitted Manually Order vs. Electronic- 1st	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN		
						Rec	Nonrecurring				Disconnect	OSS Rates(\$)							
Application																			
	Virtual Collocation - Application Fee			AMTFS	EAF			608.92		0.59									
Space Preparation																			
	Virtual Collocation - Floor Space, per sq. ft.			AMTFS	ESPVX	4.71													
Power																			
	Virtual Collocation - Power, per fused amp			AMTFS	ESPAZ	4.84													
Cross Connects (Cross Connects, Co-Carrier Cross Connects, and Ports)																			
	Virtual Collocation - 2-wire cross-connect, loop, provisioning				UEANL, UEA, UDN, UAL, UHL, UCL, UEQ, UNCVX, UNCDX, UNCNX	UEAC2	0.0192												
	Virtual Collocation - 4-wire cross-connect, loop, provisioning				UEA, UHL, UCL, UDL, UNCVX, UNCDX	UEAC4	0.0385												
	Virtual collocation - Special Access & UNE, cross-connect per DS1				ULR, UXTD1, UNC1X, ULDD1, U1TD1, USLEL, UNLD1, USL, UPEX, UEPDX	CNC1X	0.3807												
	Virtual collocation - Special Access & UNE, cross-connect per DS3				USL, UE3, U1TD3, UXTS1, UXTD3, UNC3X, UNCSX, ULDD3, U1TS1, ULDS1, UDLSX, UNLD3	CND3X	4.15												
	Virtual Collocation - 2-Fiber Cross Connects				UDL12, UDL03, U1T48, U1T12, U1T03, ULD03, ULD12, ULD48, UDF	CNC2F	1.76												
	Virtual Collocation - 4-Fiber Cross Connects				UDL12, UDL03, U1T48, U1T12, U1T03, ULD03, ULD12, ULD48, UDF	CNC4F	3.53												
	Virtual Collocation 2-Wire Cross Connect, Port				UEPSX, UEPSB, UEPSE, UEPSP, UEPSR, UEP2C	VE1R2	0.0192												
	Virtual Collocation 4-Wire Cross Connect, Port				UEPDD, UEPEX	VE1R4	0.0385												
Cable Records - Note: The rates in the First & Additional columns will actually be billed as "Initial I" & "Subsequent S" respectively																			
	Virtual Collocation Cable Records - per request			AMTFS	VE1BA		742.92	477.59	125.63										
	Virtual Collocation Cable Records - VG/DS0 Cable, per cable record			AMTFS	VE1BB		317.29		177.60										
	Virtual Collocation Cable Records - VG/DS0 Cable, per each 100 pair			AMTFS	VE1BC		4.47		5.29										
	Virtual Collocation Cable Records - DS1, per T1TIE			AMTFS	VE1BD		2.22		2.62										
	Virtual Collocation Cable Records - DS3, per T3TIE			AMTFS	VE1BE		7.76		9.18										
	Virtual Collocation Cable Records - Fiber Cable, per 99 fiber records			AMTFS	VE1BF		83.37		73.49										
	Virtual Collocation Cable Records - CAT 5/RJ45			AMTFS	VE1B5		2.22		2.62										
Security																			
	Virtual collocation - Security escort, basic time, normally scheduled work hours			AMTFS	SPTBX		16.51	10.82											
	Virtual collocation - Security escort, overtime, outside of normally scheduled work hours on a normal working day			AMTFS	SPTOX		21.90	14.17											
	Virtual collocation - Security escort, premium time, outside of a scheduled work day			AMTFS	SPTPX		27.29	17.53											
Maintenance																			
	Virtual collocation - Maintenance in CO - Basic, per half hour			AMTFS	CTRLX		26.52	10.82											

COLLOCATION - Georgia												Attachment: 4 Exh B							
CATEGORY	RATE ELEMENTS	Interior	Zone	BCS	USOC	RATES(\$)			Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Svc Order Submitted Manually Order vs. Electronic- 1st	Svc Order Submitted Manually Order vs. Electronic- Add'l	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN	
						Rec	Nonrecurring	Nonrecurring					First	Add'l	First	Add'l	OSS Rates(\$)		
	Virtual collocation - Maintenance in CO - Overtime, per half hour			AMTFS	SPTOM			35.41	14.17										
	Virtual collocation - Maintenance in CO - Premium per half hour			AMTFS	SPTPM			44.30	17.53										
Entrance Cable																			
	Virtual Collocation - Cable Installation Charge, per cable			AMTFS	ESPCX			736.20					21.49						
	Virtual Collocation - Cable Support Structure, per cable			AMTFS	ESPSX	7.74													
	Virtual Collocation, Entrance Cable Support Structure, Copper, per each 100 pairs or fraction thereof (CO Manhole to Frame)			AMTFS	VE1EE	0.235													
	Virtual Collocation, Entrance Cable Installation, Copper, per Cable (CO Manhole to Frame)			AMTFS	VE1EF			754.41					21.49						
	Virtual Collocation, Entrance Cable Installation, Copper, per each 100 pairs or fraction thereof (CO Manhole to Frame)			AMTFS	VE1EG			9.11											
COLLOCATION IN THE REMOTE SITE																			
Physical Remote Site Collocation																			
	Physical Collocation in the Remote Site - Application Fee			CLORS	PE1RA			300.31					132.49						
	Cabinet Space in the Remote Site per Bay/ Rack			CLORS	PE1RB	148.11													
	Physical Collocation in the Remote Site - Security Access - Key			CLORS	PE1RD			13.19											
	Physical Collocation in the Remote Site - Space Availability Report per Premises Requested			CLORS	PE1SR			109.83											
	Physical Collocation in the Remote Site - Remote Site CLLI Code Request, per CLLI Code Requested			CLORS	PE1RE			36.00											
	Remote Site DLEC Data (BRSDD), per Compact Disk, per CO			CLORS	PE1RR			116.71											
	Physical Collocation - Security Escort for Basic Time - normally scheduled work, per half hour			CLORS	PE1BT			16.51	10.82										
	Physical Collocation - Security Escort for Overtime - outside of normally scheduled working hours on a scheduled work day, per half hour			CLORS	PE1OT			21.90	14.17										
	Physical Collocation - Security Escort for Premium Time - outside of scheduled work day, per half hour			CLORS	PE1PT			27.29	17.53										
Virtual Remote Site Collocation																			
	Virtual Collocation in the Remote Site - Application Fee			VE1RS	VE1RB			300.31					132.49						
	Virtual Collocation in the Remote Site - Per Bay/Rack of Space			VE1RS	VE1RC	148.11													
	Virtual Collocation in the Remote Site - Space Availability Report per Premises requested			VE1RS	VE1RR			109.83											
	Virtual Collocation in the Remote Site - Remote Site CLLI Code Request, per CLLI Code Requested			VE1RS	VE1RL			36.00											
ADJACENT COLLOCATION																			
	Adjacent Collocation - Space Charge per Sq. Ft.			CLOAC	PE1JA	0.1725													
	Adjacent Collocation - Electrical Facility Charge per Linear Ft.			CLOAC	PE1JC	4.12													
	Adjacent Collocation - 2-Wire Cross-Connects			UEANL,UEQ,UEA,UCL,UAL,UHL,UDN	PE1JE	0.0176													
	Adjacent Collocation - 4-Wire Cross-Connects			UEA, UHL, UDL, UCL	PE1JF	0.0353													
	Adjacent Collocation - DS1 Cross-Connects			USL	PE1JG	0.3686													
	Adjacent Collocation - DS3 Cross-Connects			UE3	PE1JH	4.83													
	Adjacent Collocation - 2-Fiber Cross-Connect			CLOAC	PE1JJ	1.69													
	Adjacent Collocation - 4-Fiber Cross-Connect			CLOAC	PE1JK	3.31													
	Adjacent Collocation - Application Fee			CLOAC	PE1JB			1,380.83					0.50						
	Adjacent Collocation - 120V, Single Phase Standby Power Rate per AC Breaker Amp			CLOAC	PE1JL	5.16													
	Adjacent Collocation - 240V, Single Phase Standby Power Rate per AC Breaker Amp			CLOAC	PE1JM	10.34													
	Adjacent Collocation - 120V, Three Phase Standby Power Rate per AC Breaker Amp			CLOAC	PE1JN	15.50													

COLLOCATION - Georgia												Attachment: 4 Exh B								
CATEGORY	RATE ELEMENTS	Interi m	Zone	BCS	USOC	RATES(\$)			Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic- 1st	Incremental Charge - Manual Svc Order vs. Electronic- Add'l	Incremental Charge - Manual Svc Order vs. Electronic- Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic- Disc Add'l	OSS Rates(\$)					
						Nonrecurring	Nonrecurring	Disconnect												
	Adjacent Collocation - 277V, Three Phase Standby Power Rate per AC Breaker Amp			CLOAC	PE1JO	Rec	First	Add'l	First	Add'l	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN		
						35.79														

**Fifth
Amendment to the Agreement
Between
SBC Long Distance, LLC dba SBC Long Distance
dba AT&T Long Distance
and
BellSouth Telecommunications, Inc.
for the State of Florida
Dated December 21, 2005**

Pursuant to this Amendment, (the “Amendment”), SBC Long Distance, LLC dba SBC Long Distance dba AT&T Long Distance in the states of Florida, Kentucky, Louisiana, Mississippi, South Carolina and Tennessee and SBC Long Distance, LLC dba AT&T Long Distance in the states of Alabama and Georgia (AT&T LD), and BellSouth Telecommunications, Inc. (BellSouth), hereinafter referred to collectively as the “Parties,” hereby agree to amend that certain Interconnection Agreement between the Parties dated December 21, 2005 (Agreement) to be effective thirty (30) days after the date of the last signature executing the Amendment (Effective Date).

WHEREAS, BellSouth and AT&T LD entered into the Agreement on December 21, 2005, and;

NOW THEREFORE, in consideration of the mutual provisions contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereby covenant and agree as follows:

1. The Parties agree to delete all rates, terms and conditions in the Agreement related to the state of Florida. The Parties have entered into a separate Agreement for Florida.
2. All of the other provisions of the Agreement, dated December 21, 2005, shall remain in full force and effect.
3. Either or both of the Parties are authorized to submit this Amendment to the respective state regulatory authorities for approval subject to Section 252(e) of the Federal Telecommunications Act of 1996.

IN WITNESS WHEREOF, the Parties have executed this Amendment the day and year written below.

BellSouth Telecommunications, Inc.

By: 

Name: Kristen E. Shore

Title: Director

Date: 9/5/06

SBC Long Distance, LLC dba SBC Long Distance dba AT&T Long Distance

SBC Long Distance, LLC dba AT&T Long Distance

By: 

Name: Joe Carrisalez

Title: Executive Director - Regulatory

Date: 8-22-06

Amendment to Remove FL
08/09/06

[CCCS Amendment 2 of 2]

**Fourth
Amendment to the Agreement
Between
SBC Long Distance, LLC dba SBC Long Distance
dba AT&T Long Distance
and
BellSouth Telecommunications, Inc.
Dated December 21, 2005**

Pursuant to this Amendment, (the “Amendment”), SBC Long Distance, LLC dba SBC Long Distance dba AT&T Long Distance (AT&T LD), and BellSouth Telecommunications, Inc. (BellSouth), hereinafter referred to collectively as the “Parties,” hereby agree to amend that certain Interconnection Agreement between the Parties dated December 21, 2005 (Agreement) to be effective the date of the last signature executing the Amendment (Effective Date).

WHEREAS, BellSouth and AT&T LD entered into the Agreement on December 21, 2005, and;

NOW THEREFORE, in consideration of the mutual provisions contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereby covenant and agree as follows:

1. The Parties agree to modify item number 5 of the Adoption Agreement as follows:

Delete:

Stacey Maris
Senior Counsel
208 S Akard, Room 2905
Dallas, TX 75202

Replace with:

Senior Attorney
Michelle Bourianoff
919 Congress
Suite 900
Austin, TX 78701-2444

2. All of the other provisions of the Agreement, dated December 21, 2005, shall remain in full force and effect.
3. Either or both of the Parties are authorized to submit this Amendment to the respective state regulatory authorities for approval subject to Section 252(e) of the Federal Telecommunications Act of 1996.

IN WITNESS WHEREOF, the Parties have executed this Amendment the day and year written below.

BellSouth Telecommunications, Inc.

By: 

Name: Kristen E. Shore

Title: Director

Date: 9/20/06

SBC Long Distance, LLC dba SBC Long Distance dba AT&T Long Distance

By: 

Name: Bill C. Peacock

Title: Director - 6AM

Date: 9/8/06

AL, GA, KY, LA, MS, SC, TN

[CCCS Amendment 2 of 2]

Amendment to the Agreement
Between
SBC Long Distance, LLC dba SBC Long Distance
dba AT&T Long Distance
and
BellSouth Telecommunications, Inc.
Dated December 21, 2005

Pursuant to this Amendment, (the “Amendment”), SBC Long Distance, LLC dba SBC long Distance dba AT&T Long Distance (AT&T LD), and BellSouth Telecommunications, Inc. (BellSouth), hereinafter referred to collectively as the “Parties,” hereby agree to amend that certain Interconnection Agreement between the Parties dated December 21, 2005 (Agreement) to be effective after the date of the last signature executing the Amendment (Effective Date).

WHEREAS, BellSouth and AT&T LD entered into the Agreement on December 21, 2005, and;

NOW THEREFORE, in consideration of the mutual provisions contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereby covenant and agree as follows:

1. The Parties agree to delete all of the rates, terms, and conditions from the Agreement for the state of Louisiana. AT&T LD canceled its certificate of public convenience and necessity for the provision of Competitive Resold and Facilities Based Local Exchange and Exchange Access Telephone Services.
2. All of the other provisions of the Agreement, dated December 21, 2005, shall remain in full force and effect.
3. Either or both of the Parties are authorized to submit this Amendment to the respective state regulatory authorities for approval subject to Section 252(e) of the Federal Telecommunications Act of 1996.

IN WITNESS WHEREOF, the Parties have executed this Amendment the day and year written below.

BellSouth Telecommunications, Inc.

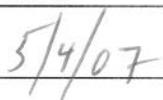
By:



Name: Kristen E. Shore

Title: Director

Date:



SBC Long Distance, LLC dba SBC Long Distance dba AT&T Long Distance

By:



Name: Joe Carrisalez

Title: Executive Director - Regulatory

Date:



Amendment to the Agreement
Between
SBC Long Distance, LLC dba SBC Long Distance
dba AT&T Long Distance
and
BellSouth Telecommunications, Inc.
Dated December 21, 2005

Pursuant to this Amendment, (the “Amendment”), SBC Long Distance, LLC dba SBC long Distance dba AT&T Long Distance (AT&T LD), and BellSouth Telecommunications, Inc. (BellSouth), hereinafter referred to collectively as the “Parties,” hereby agree to amend that certain Interconnection Agreement between the Parties dated December 21, 2005 (Agreement) to be effective after the date of the last signature executing the Amendment (Effective Date).

WHEREAS, BellSouth and AT&T LD entered into the Agreement on December 21, 2005, and;

NOW THEREFORE, in consideration of the mutual provisions contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereby covenant and agree as follows:

1. The Parties agree to delete all of the rates, terms, and conditions from the Agreement for the state of Alabama. AT&T LD canceled its certificate of public convenience and necessity for the provision of Competitive Resold and Facilities Based Local Exchange and Exchange Access Telephone Services.
2. All of the other provisions of the Agreement, dated December 21, 2005, shall remain in full force and effect.
3. Either or both of the Parties are authorized to submit this Amendment to the respective state regulatory authorities for approval subject to Section 252(e) of the Federal Telecommunications Act of 1996.

IN WITNESS WHEREOF, the Parties have executed this Amendment the day and year written below.

BellSouth Telecommunications, Inc.

By:



Name: Kristen E. Shore

Title: Director

Date: 5/4/07

**SBC Long Distance, LLC dba SBC
Long Distance dba AT&T Long
Distance**

By:



Name: JOE CARRISALE

Title: Executive Director-Regulatory

Date: 4-17-07