

BellSouth Interconnection Services 675 West Peachtree Street Atlanta, Georgia 30375

Carrier Notification SN91085129

Date: June 16, 2005

To: All Interconnection Services Customers

Subject: All Interconnection Services Customers – (Tariff and Product/Service) – Promotional Offer for BellSouth[®] Special Access (SPA) DS1 and BellSouth[®] FlexServ[®] Services

This is to advise that on July 1, 2005, BellSouth will offer a Special Access (SPA) promotion, DS1 Premium Lite, which will bundle BellSouth[®] SPA DS1 and BellSouth[®] FlexServ[®] services. This special promotion will provide a discount of 50% off of the Channel Services Payment Plan (CSPP) Monthly Recurring Charges (MRC) for customer monitoring and reconfiguration of the SPA DS1s associated with FlexServ service purchased during this promotion. This promotional discount is also available to existing SPA DS1 FlexServ service customers. The DS1 MRC will not be discounted with this promotion but rather the FlexServ services with Uniform Service Order Codes (USOC) of DSL1A and DSL1B will be discounted for a period of 12 months. This promotion will only be available to BellSouth customers for a period of 180 days beginning on July 1, 2005, and ending on December 31, 2005.

Customers must agree to a 24-month or longer Channel Services Payment Plan (CSPP) contract for newly purchased FlexServ service. For the promotion to apply to existing SPA DS1 with FlexServ service, customers must agree to a new 24-month or longer commitment. Additional minimum qualifications are shown in the BellSouth Tariff FCC No.1, Sections 7 and 25.

Customers can take advantage of this offering by ordering from the BellSouth Tariff FCC No. 1, Section 7 or 23 via the normal Access Service Request (ASR) process. Your BellSouth account team will make sure that the ordering and provisioning will be handled to your specifications.

If you have questions, please contact your BellSouth account team representative.

Sincerely,

ORIGINAL SIGNED BY JERRY HENDRIX

Jerry Hendrix-Assistant Vice President BellSouth Interconnection Services