
BellSouth Business Markets

675 West Peachtree Street
Atlanta, Georgia 30375

**Carrier Notification
SN91086288**

Date: December 20, 2006

To: Competitive Local Exchange Carriers (CLEC) and Wireless Service Providers (WSP)

Subject: CLECs and WSP - (Business/Operational Process and Billing) - Mergers and Acquisitions and Associated Combining of CLEC or WSP Billing and Operating Company Numbers

It is imperative that CLECs and WSPs notify BellSouth in accordance with the terms of their Interconnection Agreements when the company is merging with or being acquired by another company. In addition, the acquiring company should advise BellSouth's Mergers and Acquisitions team of the expected timeline for completion of the acquisition as soon as practicable. The Merger and Acquisitions team will work cooperatively with the parties to transition any impacted assets, billing, systems access, etc. in an efficient manner.

Of particular concern to BellSouth is its ability to promptly and accurately pay CLEC and WSP invoices. In order to accomplish this, please advise the BellSouth Interconnection Invoice Payment Center (IIPC) as far in advance as practicable of the date when the companies will issue BellSouth one invoice from the newly combined entity. This enables the IIPC to update its processes and systems to accommodate any changes as a result of a merger or acquisition.

CLEC invoices are compared with BellSouth's usage and facility records by Operating Company Number (OCN) and Access Customer Name Abbreviation (ACNA). If a particular company's OCN and ACNA changes, or if the carrier name associated with the OCN and ACNA changes, the invoices may not be properly processed through BellSouth's systems.

In summary, in addition to any other information requested by the Mergers and Acquisitions team, BellSouth's IIPC must have the following information with regard to planned mergers and acquisitions:

1. Acquisition Date (Closing date of purchase)
2. Whether the companies will continue to operate as separate entities.
3. Whether the acquiring company will assume the acquired company's OCN and ACNA, and a list of those OCNs and ACNAs.
4. The month when the CLEC's billing to BellSouth will reflect the merger or acquisition.
5. Contact information for the person or persons with whom BellSouth IIPC personnel should coordinate the billing transition.

Contact information for BellSouth's Mergers and Acquisitions team is as follows:

BellSouth Mergers and Acquisitions Team
Attn: Terri Douglas
10th Floor
600 North 19th Street
Birmingham, AL 35203
(205) 321-4949

Contact information for the BellSouth IIPC is as follows (or you may contact the representative who regularly handles your company's billing):

BellSouth IIPC
Attn: Chris Walker
8th Floor
600 North 19th Street
Birmingham, AL 35203
(205) 321-2030

Sincerely,

ORIGINAL SIGNED BY KRISTEN E. SHORE

Kristen E. Shore – Director
BellSouth Business Markets