

BellSouth Telecommunications, Inc.

Suite 400
150 South Monroe Street
Tallahassee, FL 32301-1556

marshall.criser@bellsouth.com

Marshall M. Criser III

Vice President
Regulatory & External Affairs

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COMMISSION
CLERK
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June 5, 2003

Mrs. Blanca S. Bayo
Director, Division of Commission Clerk and Administrative Services
Florida Public Service Commission
2540 Shumard Oak Boulevard
Tallahassee, Florida 32399

Re: Approval of Amendment to the Interconnection, Unbundling, Resale, and Collocation Agreement between BellSouth Telecommunications, Inc. ("BellSouth") and Xspedius Management Co. of Jacksonville, LLC AND Xspedius Management Co. Switched Services, LLC

Dear Mrs. Bayo:

Please find enclosed for filing and approval, an original and two copies of BellSouth Telecommunications, Inc.'s Amendment to Interconnection, Unbundling, Resale, and Collocation Agreement with Xspedius Management Co. of Jacksonville, LLC AND Xspedius Management Co. Switched Services, LLC.

If you have any questions, please do not hesitate to call Kathleen Arant at (850) 222-9380.

Very truly yours,

Marshall M. Criser III
Regulatory Vice President (KA)

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**AMENDMENT
TO THE
AGREEMENT BETWEEN
XSPEDIUS MANAGEMENT CO. SWITCHED SERVICES, LLC, XSPEDIUS MANAGEMENT
CO. OF BIRMINGHAM, LLC, XSPEDIUS MANAGEMENT CO. OF MOBILE, LLC, XSPEDIUS
MANAGEMENT CO. OF MONTGOMERY, LLC, XSPEDIUS MANAGEMENT CO. OF
JACKSONVILLE, LLC, XSPEDIUS MANAGEMENT CO. OF ATLANTA, LLC, XSPEDIUS
MANAGEMENT CO. OF LEXINGTON, LLC, XSPEDIUS MANAGEMENT CO. OF
LOUISVILLE, LLC, XSPEDIUS MANAGEMENT CO. OF LOUISIANA, LLC, XSPEDIUS
MANAGEMENT CO. OF BATON ROUGE, LLC, XSPEDIUS MANAGEMENT CO. OF
SHREVEPORT, LLC, XSPEDIUS MANAGEMENT CO. OF JACKSON, LLC, XSPEDIUS
MANAGEMENT CO. OF CHARLESTON, LLC, XSPEDIUS MANAGEMENT CO. OF
COLUMBIA, LLC, XSPEDIUS MANAGEMENT CO. OF GREENVILLE, LLC, XSPEDIUS
MANAGEMENT CO. OF SPARTANBURG, LLC, XSPEDIUS MANAGEMENT CO. OF
CHATTANOOGA, LLC
AND
BELLSOUTH TELECOMMUNICATIONS, INC.
DATED DECEMBER 30, 2002**

Pursuant to this Amendment, (the "Amendment"), Xspedius Management Co. Switched Services, LLC, Xspedius Management Co. of Birmingham, LLC (Not certified in Florida), Xspedius Management Co. of Mobile, LLC (Not certified in Florida), Xspedius Management Co. of Montgomery, LLC (Not certified in Florida), Xspedius Management Co. of Jacksonville, LLC, Xspedius Management Co. of Atlanta, LLC (Not certified in Florida), Xspedius Management Co. of Lexington, LLC (Not certified in Florida), Xspedius Management Co. of Louisville, LLC (Not certified in Florida), Xspedius Management Co. of Louisiana, LLC (Not certified in Florida), Xspedius Management Co. of Baton Rouge, LLC (Not certified in Florida), Xspedius Management Co. of Shreveport, LLC (Not certified in Florida), Xspedius Management Co. of Jackson, LLC (Not certified in Florida), Xspedius Management Co. of Charleston, LLC (Not certified in Florida), Xspedius Management Co. of Columbia, LLC (Not certified in Florida), Xspedius Management Co. of Greenville, LLC (Not certified in Florida), Xspedius Management Co. of Spartanburg, LLC (Not certified in Florida), Xspedius Management Co. of Chattanooga, LLC (Not certified in Florida), ("Xspedius"), 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 30, 2002 ("Agreement").

WHEREAS, BellSouth and Xspedius entered into the Agreement on December 30, 2002, 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:

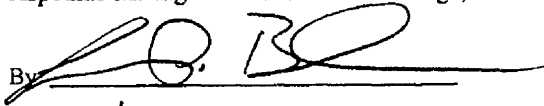
1. The Parties desire to amend the Interconnection Agreement entered into on December 30, 2002, to incorporate rates for Remote Call Forwarding Service in the Unbundled Network Element Rates in Attachment 2 with the rates in Exhibit 1;
2. The Parties desire to add the following as Section 7.1.10 in Attachment 2;
 - 7.1.10 Remote Call Forwarding
 - 7.1.10.1 As an option, BellSouth shall make available to Xspedius (XMC) an unbundled port with Remote Call Forwarding capability (URCF service). URCF service combines the functionality of unbundled local switching, tandem switching and common transport to forward calls from the URCF service

telephone number (the number dialed by the calling party) to another telephone number selected by the URCF service subscriber. When ordering URCF service, Xspedius (XMC) will ensure that the following conditions are satisfied:

- 7.1.10.1.1 That the end user of the forward-to number (service) agrees to receive calls forwarded using the URCF service (if such end user is different from the URCF service end user);
 - 7.1.10.1.2 That the forward-to number (service) is equipped with sufficient capacity to receive the volume of calls that will be generated from the URCF service;
 - 7.1.10.1.3 That the URCF service will not be utilized to forward calls to another URCF or similar service; and
 - 7.1.10.1.4 That the forward-to number (service) is not a public safety number (e.g. 911, fire or police number).
 - 7.1.10.2 In addition to the charge for the URCF service port, BellSouth shall charge Xspedius (XMC) the rates set forth in Exhibit B for unbundled local switching, tandem switching, and common transport, including all associated usage incurred for calls from the URCF service telephone number (the number dialed by the calling party) to the forward- to number (service).
3. All of the other provisions of the Agreement, dated December 30, 2002, shall remain in full force and effect.
 4. 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.
 5. This Amendment is made effective upon the date that it is signed by both Parties.

IN WITNESS WHEREOF, the Parties hereto have caused this Amendment to be executed by their respective duly authorized representatives on the date indicated below.

Xspedius Management Co. Switched Services, LLC
Xspedius Management Co. of Birmingham, LLC
Xspedius Management Co. of Mobile, LLC
Xspedius Management Co. of Montgomery, LLC
Xspedius Management Co. of Jacksonville, LLC
Xspedius Management Co. of Atlanta, LLC
Xspedius Management Co. of Lexington, LLC
Xspedius Management Co. of Louisville, LLC
Xspedius Management Co. of Louisiana, LLC
Xspedius Management Co. of Baton Rouge, LLC
Xspedius Management Co. of Shreveport, LLC
Xspedius Management Co. of Jackson, LLC
Xspedius Management Co. of Charleston, LLC
Xspedius Management Co. of Columbia, LLC
Xspedius Management Co. of Greenville, LLC
Xspedius Management Co. of Spartanburg, LLC
Xspedius Management Co. of Chattanooga, LLC

By: 

Name: Lawrence P. Bestener

Title: SVP General Counsel

Date: 4-22-03

BellSouth Telecommunications, Inc.

By: 

Name: ELIZABETH A. A. SHIRISHI

Title: DIRECTOR

Date: 7/1/03

UNBUNDLED NETWORK ELEMENTS - Alabama																
CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES (\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment: 2		Exhibit: B		
						Rec	Nonrecurring		Nonrecurring Disconnect			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	
						First	Add'l	First	Add'l	SOME C	SOMAN					SOMAN
UNBUNDLED LOCAL EXCHANGE SWITCHING(PORTS)																
UNBUNDLED PORT with REMOTE CALL FORWARDING CAPABILITY																
UNBUNDLED REMOTE CALL FORWARDING SERVICE - RESIDENCE																
	Unbundled Remote Call Forwarding Service, Area Calling, Res			UEPVR	UERAC	1.38	2.38	2.27	1.42	1.33		15.66				
	Unbundled Remote Call Forwarding Service, Local Calling - Res			UEPVR	UERLC	1.38	2.38	2.27	1.42	1.33		15.66				
	Unbundled Remote Call Forwarding Service, InterLATA - Res			UEPVR	UERTE	1.38	2.38	2.27	1.42	1.33		15.66				
	Unbundled Remote Call Forwarding Service, IntraLATA - Res			UEPVR	UERTR	1.38	2.38	2.27	1.42	1.33		15.66				
Non-Recurring																
	Unbundled Remote Call Forwarding Service - Conversion - Switch-as-is			UEPVR	USAC2		0.10	0.10				15.66				
	Unbundled Remote Call Forwarding Service - Conversion with allowed change (PIC and LPIC)			UEPVR	USACC		0.10	0.10				15.66				
UNBUNDLED REMOTE CALL FORWARDING - Bus																
	Unbundled Remote Call Forwarding Service, Area Calling - Bus			UEPVB	UERAC	1.38	2.38	2.27	1.42	1.33		15.66				
	Unbundled Remote Call Forwarding Service, Local Calling - Bus			UEPVB	UERLC	1.38	2.38	2.27	1.42	1.33		15.66				
	Unbundled Remote Call Forwarding Service, InterLATA - Bus			UEPVB	UERTE	1.38	2.38	2.27	1.42	1.33		15.66				
	Unbundled Remote Call Forwarding Service, IntraLATA - Bus			UEPVB	UERTR	1.38	2.38	2.27	1.42	1.33		15.66				
	Unbundled Remote Call Forwarding Service Expanded and Exception Local Calling			UEPVB	UERVJ	1.38	2.38	2.27	1.42	1.33		15.66				
Non-Recurring																
	Unbundled Remote Call Forwarding Service - Conversion - Switch-as-is			UEPVB	USAC2		0.10	0.10				15.66				
	Unbundled Remote Call Forwarding Service - Conversion with allowed change (PIC and LPIC)			UEPVB	USACC		0.10	0.10				15.66				

UNBUNDLED NETWORK ELEMENTS - Florida

CATEGORY	RATE ELEMENTS	Interm	Zone	BCS	USOC	RATES (\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment: 2		Exhibit: B				
						Rec	Nonrecurring		Nonrecurring Disconnect			SOMEc	SOMAN	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	
							First	Add'l	First									Add'l
UNBUNDLED LOCAL EXCHANGE SWITCHING(PORTS)																		
UNBUNDLED PORT with REMOTE CALL FORWARDING CAPABILITY																		
UNBUNDLED REMOTE CALL FORWARDING SERVICE - RESIDENCE																		
	Unbundled Remote Call Forwarding Service, Area Calling, Res			UEPVR	UERAC	1.40	3.74	3.63	1.88	1.80		11.90						
	Unbundled Remote Call Forwarding Service, Local Calling - Res			UEPVR	UERLC	1.40	3.74	3.63	1.88	1.80		11.90						
	Unbundled Remote Call Forwarding Service, InterLATA - Res			UEPVR	UERTE	1.40	3.74	3.63	1.88	1.80		11.90						
	Unbundled Remote Call Forwarding Service, IntraLATA - Res			UEPVR	UERTR	1.40	3.74	3.63	1.88	1.80		11.90						
Non-Recurring																		
	Unbundled Remote Call Forwarding Service - Conversion - Switch-as-s			UEPVR	USAC2		0.102	0.102				11.90						
	Unbundled Remote Call Forwarding Service - Conversion with allowed change (PIC and LPIC)			UEPVR	USACC		0.102	0.102										
UNBUNDLED REMOTE CALL FORWARDING - Bus																		
	Unbundled Remote Call Forwarding Service, Area Calling - Bus			UEPVB	UERAC	1.40	3.74	3.63	1.88	1.80		11.90						
	Unbundled Remote Call Forwarding Service, Local Calling - Bus			UEPVB	UERLC	1.40	3.74	3.63	1.88	1.80		11.90						
	Unbundled Remote Call Forwarding Service, InterLATA - Bus			UEPVB	UERTE	1.40	3.74	3.63	1.88	1.80		11.90						
	Unbundled Remote Call Forwarding Service, IntraLATA - Bus			UEPVB	UERTR	1.40	3.74	3.63	1.88	1.80		11.90						
	Unbundled Remote Call Forwarding Service Expanded and Exception Local Calling			UEPVB	UERVJ	1.40	3.74	3.63	1.88	1.80		11.90						
Non-Recurring																		
	Unbundled Remote Call Forwarding Service - Conversion - Switch-as-s			UEPVB	USAC2		0.102	0.102				11.90						
	Unbundled Remote Call Forwarding Service - Conversion with allowed change (PIC and LPIC)			UEPVB	USACC		0.102	0.102										

UNBUNDLED NETWORK ELEMENTS - Georgia												
CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES (\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	
						Rec	Nonrecurring		Nonrecurring Disconnect			SOME C
							First	Add'l	First	Add'l		
UNBUNDLED LOCAL EXCHANGE SWITCHING(PORTS)												
UNBUNDLED PORT with REMOTE CALL FORWARDING CAPABILITY												
UNBUNDLED REMOTE CALL FORWARDING SERVICE - RESIDENCE												
	Unbundled Remote Call Forwarding Service, Area Calling, Res			UEPVR	UERAC	1 85	17 16	17 16				
	Unbundled Remote Call Forwarding Service, Local Calling - Res			UEPVR	UERLC	1 85	17 16	17 16				
	Unbundled Remote Call Forwarding Service, InterLATA - Res			UEPVR	UERTE	1.85	17 16	17 16				
	Unbundled Remote Call Forwarding Service, IntraLATA - Res			UEPVR	UERTR	1.85	17 16	17 16				
Non-Recurring												
	Unbundled Remote Call Forwarding Service - Conversion - Switch-as-is			UEPVR	USAC2		2 01	0 31				
	Unbundled Remote Call Forwarding Service - Conversion with allowed change (PIC and LPIC)			UEPVR	USACC		2 01	0 31				
UNBUNDLED REMOTE CALL FORWARDING - Bus												
	Unbundled Remote Call Forwarding Service, Area Calling - Bus			UEPVB	UERAC	1 85	17 16	17 16				
	Unbundled Remote Call Forwarding Service, Local Calling - Bus			UEPVB	UERLC	1 85	17 16	17 16				
	Unbundled Remote Call Forwarding Service, InterLATA - Bus			UEPVB	UERTE	1 85	17 16	17 16				
	Unbundled Remote Call Forwarding Service, IntraLATA - Bus			UEPVB	UERTR	1 85	17 16	17 16				
	Unbundled Remote Call Forwarding Service Expanded and Exception Local Calling			UEPVB	UERVJ	1 85	17 16	17 16				
Non-Recurring												
	Unbundled Remote Call Forwarding Service - Conversion - Switch-as-is			UEPVB	USAC2		2 01	0 31				
	Unbundled Remote Call Forwarding Service - Conversion with allowed change (PIC and LPIC)			UEPVB	USACC		2.01	0 31				

UNBUNDLED NETWORK ELEMENTS - Kentucky												
CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES (\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	
						Rec	Nonrecurring		Nonrecurring Disconnect			SOME C
							First	Add'l	First	Add'l		
UNBUNDLED LOCAL EXCHANGE SWITCHING(PORTS)												
UNBUNDLED PORT with REMOTE CALL FORWARDING CAPABILITY												
UNBUNDLED REMOTE CALL FORWARDING SERVICE - RESIDENCE												
	Unbundled Remote Call Forwarding Service, Area Calling, Res			UEPVR	UERAC	1.49	3.74	3.63				7.86
	Unbundled Remote Call Forwarding Service, Local Calling - Res			UEPVR	UERLC	1.49	3.74	3.63				7.86
	Unbundled Remote Call Forwarding Service, InterLATA - Res			UEPVR	UERTE	1.49	3.74	3.63				7.86
	Unbundled Remote Call Forwarding Service, IntraLATA - Res			UEPVR	UERTR	1.49	3.74	3.63				7.86
Non-Recurring												
	Unbundled Remote Call Forwarding Service - Conversion - Switch-as-is			UEPVR	USAC2		0.10	0.10				7.86
	Unbundled Remote Call Forwarding Service - Conversion with allowed change (PIC and LPIC)			UEPVR	USACC		0.10	0.10				
UNBUNDLED REMOTE CALL FORWARDING - Bus												
	Unbundled Remote Call Forwarding Service, Area Calling - Bus			UEPVB	UERAC	1.49	3.74	3.63				7.86
	Unbundled Remote Call Forwarding Service, Local Calling - Bus			UEPVB	UERLC	1.49	3.74	3.63				7.86
	Unbundled Remote Call Forwarding Service, InterLATA - Bus			UEPVB	UERTE	1.49	3.74	3.63				7.86
	Unbundled Remote Call Forwarding Service, IntraLATA - Bus			UEPVB	UERTR	1.49	3.74	3.63				7.86
	Unbundled Remote Call Forwarding Service Expanded and Exception Local Calling			UEPVB	UERVJ	1.49	3.74	3.63				7.86
Non-Recurring												
	Unbundled Remote Call Forwarding Service - Conversion - Switch-as-is			UEPVB	USAC2		0.10	0.10				7.86
	Unbundled Remote Call Forwarding Service - Conversion with allowed change (PIC and LPIC)			UEPVB	USACC		0.10	0.10				

UNBUNDLED NETWORK ELEMENTS - Louisiana														Attachment: 2		Exhibit: B	
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(\$)	
						First	Add'l	First	Add'l	SOME C	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN		
UNBUNDLED LOCAL EXCHANGE SWITCHING(PORTS)																	
UNBUNDLED PORT with REMOTE CALL FORWARDING CAPABILITY																	
UNBUNDLED REMOTE CALL FORWARDING SERVICE - RESIDENCE																	
	Unbundled Remote Call Forwarding Service, Area Calling, Res			UEPVR	UERAC	1 52	2 31	2 21			15 20						
	Unbundled Remote Call Forwarding Service, Local Calling - Res			UEPVR	UERLC	1 52	2 31	2 21			15 20						
	Unbundled Remote Call Forwarding Service, InterLATA - Res			UEPVR	UERTE	1 52	2 31	2 21			15 20						
	Unbundled Remote Call Forwarding Service, IntraLATA - Res			UEPVR	UERTR	1 52	2 31	2 21			15 20						
Non-Recurring																	
	Unbundled Remote Call Forwarding Service - Conversion - Switch-as-s			UEPVR	USAC2		0 10	0 10			15 20						
	Unbundled Remote Call Forwarding Service - Conversion with allowed charge (PIC and LPIC)			UEPVR	USACC		0 10	0 10									
UNBUNDLED REMOTE CALL FORWARDING - Bus																	
	Unbundled Remote Call Forwarding Service, Area Calling - Bus			UEPVB	UERAC	1 52	2 31	2 21			15 20						
	Unbundled Remote Call Forwarding Service, Local Calling - Bus			UEPVB	UERLC	1 52	2 31	2 21			15 20						
	Unbundled Remote Call Forwarding Service, InterLATA - Bus			UEPVB	UERTE	1 52	2 31	2 21			15 20						
	Unbundled Remote Call Forwarding Service, IntraLATA - Bus			UEPVB	UERTR	1 52	2 31	2 21			15 20						
	Unbundled Remote Call Forwarding Service Expanded and Exception Local Calling			UEPVB	UERVJ	1 52	2 31	2 21			15 20						
Non-Recurring																	
	Unbundled Remote Call Forwarding Service - Conversion - Switch-as-s			UEPVB	USAC2		0 10	0 10			15 20						
	Unbundled Remote Call Forwarding Service - Conversion with allowed charge (PIC and LPIC)			UEPVB	USACC		0 10	0 10									

UNBUNDLED NETWORK ELEMENTS - Mississippi															
CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES (\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment 2		Exhibit B	
						Rec	Nonrecurring		Nonrecurring Disconnect			SOMEc	SOMAN	SOMAN	SOMAN
OSS Rates(\$)															
UNBUNDLED LOCAL EXCHANGE SWITCHING(PORTS)															
UNBUNDLED PORT with REMOTE CALL FORWARDING CAPABILITY															
UNBUNDLED REMOTE CALL FORWARDING SERVICE - RESIDENCE															
	Unbundled Remote Call Forwarding Service, Area Calling, Res			UEPVR	UERAC	1 41	2 39	2 29	1 42	1 33		15 75			
	Unbundled Remote Call Forwarding Service, Local Calling - Res			UEPVR	UERLC	1 41	2 39	2 29	1 42	1 33		15 75			
	Unbundled Remote Call Forwarding Service, InterLATA - Res			UEPVR	UERTE	1 41	2 39	2 29	1 42	1 33		15 75			
	Unbundled Remote Call Forwarding Service, IntraLATA - Res			UEPVR	UERTR	1 41	2 39	2 29	1 42	1 33		15 75			
Non-Recuring															
	Unbundled Remote Call Forwarding Service - Conversion - Switch-as-is			UEPVR	USAC2		0 0988	0 0988				15 75			
	Unbundled Remote Call Forwarding Service - Conversion with allowed change (PIC and LPIC)			UEPVR	USACC		0 0988	0 0988							
UNBUNDLED REMOTE CALL FORWARDING - Bus															
	Unbundled Remote Call Forwarding Service, Area Calling - Bus			UEPVB	UERAC	1 41	2 39	2 29	1 42	1 33		15 75			
	Unbundled Remote Call Forwarding Service, Local Calling - Bus			UEPVB	UERLC	1 41	2 39	2 29	1 42	1 33		15 75			
	Unbundled Remote Call Forwarding Service, InterLATA - Bus			UEPVB	UERTE	1 41	2 39	2 29	1 42	1 33		15 75			
	Unbundled Remote Call Forwarding Service, IntraLATA - Bus			UEPVB	UERTR	1 41	2 39	2 29	1 42	1 33		15 75			
	Unbundled Remote Call Forwarding Service Expanded and Exception Local Calling			UEPVB	UERWJ	1 41	2 39	2 29	1 42	1 33		15 75			
Non-Recuring															
	Unbundled Remote Call Forwarding Service - Conversion - Switch-as-is			UEPVB	USAC2		0 0988	0 0988				15 75			
	Unbundled Remote Call Forwarding Service - Conversion with allowed change (PIC and LPIC)			UEPVB	USACC		0 0988	0 0988							

UNBUNDLED NETWORK ELEMENTS - North Carolina															
CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES (\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment, 2		Exhibit: B	
						Rec	Nonrecurring		Nonrecurring Disconnect			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(\$)					
										SOMEc	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
UNBUNDLED LOCAL EXCHANGE SWITCHING(PORTS)															
UNBUNDLED PORT with REMOTE CALL FORWARDING CAPABILITY															
UNBUNDLED REMOTE CALL FORWARDING SERVICE - RESIDENCE															
	Unbundled Remote Call Forwarding Service, Area Calling, Res			UEPVR	UERAC	2 19	21 60	21 60					28 94	12 76	
	Unbundled Remote Call Forwarding Service, Local Calling - Res			UEPVR	UERLC	2 19	21 60	21 60					28 94	12 76	
	Unbundled Remote Call Forwarding Service, InterLATA - Res			UEPVR	UERTE	2 19	21 60	21 60					26 94	12 76	
	Unbundled Remote Call Forwarding Service, IntraLATA - Res			UEPVR	UERTR	2 19	21 60	21 60					26 94	12 76	
Non-Recuring															
	Unbundled Remote Call Forwarding Service - Conversion - Switch-as-is			UEPVR	USAC2		2 77	0 40					26 94	12 76	
	Unbundled Remote Call Forwarding Service - Conversion with allowed change (PIC and LPIC)			UEPVR	USACC		2 77	0 40							
UNBUNDLED REMOTE CALL FORWARDING - Bus															
	Unbundled Remote Call Forwarding Service, Area Calling - Bus			UEPVB	UERAC	2 19	21 60	21 60					28 94	12 76	
	Unbundled Remote Call Forwarding Service, Local Calling - Bus			UEPVB	UERLC	2 19	21 60	21 60					28 94	12 76	
	Unbundled Remote Call Forwarding Service, InterLATA - Bus			UEPVB	UERTE	2 19	21 60	21 60					26 94	12 76	
	Unbundled Remote Call Forwarding Service, IntraLATA - Bus			UEPVB	UERTR	2 19	21 60	21 60					26 94	12 76	
	Unbundled Remote Call Forwarding Service Expanded and Exception Local Calling			UEPVB	UERWJ	2 19	21 60	21 60					26 94	12 76	
Non-Recuring															
	Unbundled Remote Call Forwarding Service - Conversion - Switch-as-is			UEPVB	USAC2		2 77	0 40					26 94	12 76	
	Unbundled Remote Call Forwarding Service - Conversion with allowed change (PIC and LPIC)			UEPVB	USACC		2 77	0 40							

UNBUNDLED NETWORK ELEMENTS - South Carolina															
CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES (\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment: 2		Exhibit: B	
												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(\$)			
	First	Add'l	First	Add'l	SOMEFC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN					
UNBUNDLED LOCAL EXCHANGE SWITCHING(PORTS)															
UNBUNDLED PORT with REMOTE CALL FORWARDING CAPABILITY															
UNBUNDLED REMOTE CALL FORWARDING SERVICE - RESIDENCE															
	Unbundled Remote Call Forwarding Service - Area Calling, Res			UEPVR	UERAC	1 65	2 38	2 28	1 42	1 33		15 69			
	Unbundled Remote Call Forwarding Service - Local Calling - Res			UEPVR	UERLC	1 65	2 38	2 28	1 42	1 33		15 69			
	Unbundled Remote Call Forwarding Service - InterLATA - Res			UEPVR	UERTE	1 65	2 38	2 28	1 42	1 33		15 69			
	Unbundled Remote Call Forwarding Service - IntraLATA - Res			UEPVR	UERTR	1 65	2 38	2 28	1 42	1 33		15 69			
Non-Recurring															
	Unbundled Remote Call Forwarding Service - Conversion - Switch-as-is			UEPVR	USAC2		0 10	0 10				15 69			
	Unbundled Remote Call Forwarding Service - Conversion with allowed change (PIC and LPIC)			UEPVR	USACC		0 10	0 10							
UNBUNDLED REMOTE CALL FORWARDING - Bus															
	Unbundled Remote Call Forwarding Service - Area Calling - Bus			UEPVB	UERAC	1 65	2 38	2 28	1 42	1 33		15 69			
	Unbundled Remote Call Forwarding Service - Local Calling - Bus			UEPVB	UERLC	1 65	2 38	2 28	1 42	1 33		15 69			
	Unbundled Remote Call Forwarding Service - InterLATA - Bus			UEPVB	UERTE	1 65	2 38	2 28	1 42	1 33		15 69			
	Unbundled Remote Call Forwarding Service - IntraLATA - Bus			UEPVB	UERTR	1 65	2 38	2 28	1 42	1 33		15 69			
	Unbundled Remote Call Forwarding Service - Expanded and Exception Local Calling			UEPVB	UERVJ	1 65	2 38	2 28	1 42	1 33		15 69			
Non-Recurring															
	Unbundled Remote Call Forwarding Service - Conversion - Switch-as-is			UEPVB	USAC2		0 10	0 10				15 69			
	Unbundled Remote Call Forwarding Service - Conversion with allowed change (PIC and LPIC)			UEPVB	USACC		0 10	0 10							

UNBUNDLED NETWORK ELEMENTS - Tennessee

CATEGORY	RATE ELEMENTS	Interm	Zone	BCS	USOC	RATES (\$)					Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment: 2		Exhibit: B			
						Rec	Nonrecurring First	Add'l	Nonrecurring First	Disconnect Add'l			SOMEc	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
UNBUNDLED LOCAL EXCHANGE SWITCHING(PORTS)																		
UNBUNDLED PORT with REMOTE CALL FORWARDING CAPABILITY																		
UNBUNDLED REMOTE CALL FORWARDING SERVICE - RESIDENCE																		
	Unbundled Remote Call Forwarding Service - Area Calling - Res			UEPVR	UERAC	1.89	9.93	9.19	3.66	2.92			20.35	10.54	13.32	1.40		
	Unbundled Remote Call Forwarding Service - Local Calling - Res			UEPVR	UERLC	1.89	9.93	9.19	3.66	2.92			20.35	10.54	13.32	1.40		
	Unbundled Remote Call Forwarding Service - InterLATA - Res			UEPVR	UERTE	1.89	9.93	9.19	3.66	2.92			20.35	10.54	13.32	1.40		
	Unbundled Remote Call Forwarding Service - IntraLATA - Res			UEPVR	UERTR	1.89	9.93	9.19	3.66	2.92			20.35	10.54	13.32	1.40		
Non-Recuring																		
	Unbundled Remote Call Forwarding Service - Conversion - Switch-as-is			UEPVR	USAC2		1.03	0.29					20.35	10.54	13.32	1.40		
	Unbundled Remote Call Forwarding Service - Conversion with allowed change (PIC and LPIC)			UEPVR	USACC		1.03	0.29										
UNBUNDLED REMOTE CALL FORWARDING - Bus																		
	Unbundled Remote Call Forwarding Service - Area Calling - Bus			UEPVB	UERAC	1.89	9.93	9.19	3.66	2.92			20.35	10.54	13.32	1.40		
	Unbundled Remote Call Forwarding Service - Local Calling - Bus			UEPVB	UERLC	1.89	9.93	9.19	3.66	2.92			20.35	10.54	13.32	1.40		
	Unbundled Remote Call Forwarding Service - InterLATA - Bus			UEPVB	UERTE	1.89	9.93	9.19	3.66	2.92			20.35	10.54	13.32	1.40		
	Unbundled Remote Call Forwarding Service - IntraLATA - Bus			UEPVB	UERTR	1.89	9.93	9.19	3.66	2.92			20.35	10.54	13.32	1.40		
	Unbundled Remote Call Forwarding Service Expanded and Exception Local Calling			UEPVB	UERVJ	1.89	9.93	9.19	3.66	2.92			20.35	10.54	13.32	1.40		
Non-Recuring																		
	Unbundled Remote Call Forwarding Service - Conversion - Switch-as-is			UEPVB	USAC2		1.03	0.29					20.35	10.54	13.32	1.40		
	Unbundled Remote Call Forwarding Service - Conversion with allowed change (PIC and LPIC)			UEPVB	USACC		1.03	0.29										