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Marshall M. Criser III
Vice President
Regulatory & External Affairs

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RECEIVED - FPSC
02 APR -5 PM 12:53
COMMISSION
CLERK

April 5, 2002

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

020310-TP

Re: Approval of Amendment to the Interconnection, Unbundling, Resale, and Collocation Agreement Negotiated by BellSouth Telecommunications, Inc. ("BellSouth") and Knology of Florida, Inc. pursuant to Sections 251, 252 and 271 of the Telecommunications Act of 1996

Dear Mrs. Bayo:

Pursuant to section 252(e) of the Telecommunications Act of 1996, BellSouth and Knology of Florida, Inc. are submitting to the Florida Public Service Commission an amendment to their negotiated agreement for the interconnection of their networks, the unbundling of specific network elements offered by BellSouth and the resale of BellSouth's telecommunications services to Knology of Florida, Inc.. The initial agreement between the companies was filed in 010057-TP, on January 12, 2001, and was deemed effective by Order No. PSC-01-0582-FOF-TP on March 12, 2001.

Pursuant to section 252(e) of the Act, the Commission is charged with approving or rejecting this amendment to the negotiated agreement between BellSouth and Knology of Florida, Inc. within 90 days of its submission. The Act provides that the Commission may only reject such an agreement if it finds that the agreement or any portion of the agreement discriminates against a telecommunications carrier not a party to the agreement or the implementation of the agreement or any portion of the agreement is not consistent with the public interest, convenience and necessity. Both parties agree that neither of these reasons exists as to the agreement they have negotiated and therefore, as such this amendment should be deemed effective by operation of law on July 5, 2002.

Very truly yours,

Marshall M. Criser III
(KA)
Regulatory Vice President

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DOCUMENT NUMBER - DATE
03863 APR -5 02

**Second Amendment to
Interconnection Agreement by and among
Knology of Alabama, Inc., Knology of Florida, Inc., Knology of Georgia, Inc.,
Knology of Kentucky, Inc., Knology of North Carolina, Inc., Knology of South
Carolina, Inc., and Knology of Tennessee, Inc.
and
BellSouth Telecommunications, Inc.
Effective September 9, 2000**

This Amendment (the "Amendment") is made by and among Knology of Alabama, Inc., Knology of Florida, Inc., Knology of Georgia, Inc., Knology of Kentucky, Inc., Knology of North Carolina, Inc., Knology of South Carolina, Inc., and Knology of Tennessee, Inc. (collectively referred to herein as "Knology") and BellSouth Telecommunications, Inc. and is effective November 12, 2001 ("Effective Date").

WHEREAS, Knology and BellSouth (hereinafter referred to collectively as the "Parties") desire to amend that certain Interconnection Agreement between BellSouth and Knology effective September 9, 2000 (the "Interconnection Agreement");

NOW, THEREFORE, in consideration of the mutual provisions contained herein and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Knology and BellSouth hereby covenant and agree to make the following changes to Attachment 3 of the Interconnection Agreement:

1. The following Section 1.2.6.1.2 is hereby added to the Interconnection Agreement after the last sentence of Section 1.2.6.1.1:

"1.2.6.1.2 As designated on the spreadsheet attached to this Attachment 3 as "Exhibit A," the charges designated with a "bk" and which are subject to the Percent Local Facility ("PLF") and Percent Local Usage ("PLU") Factors are to be applied in accordance with the Bill and Keep Compensation provisions of this Section 1.2.6. Charges that are 1) not designated with a "bk" on the spreadsheet, or 2) charges that are not subject to PLF and PLU Factors are not subject to the Bill and Keep Compensation provisions of this Section 1.2.6. All rate elements not listed in the spreadsheet are subject to future inclusion in this Agreement, subject to mutual agreement by the Parties consistent with the terms of this Agreement."

2. Exhibit A to the Interconnection Agreement shall be deleted in its entirety and replaced with Exhibit A attached hereto.

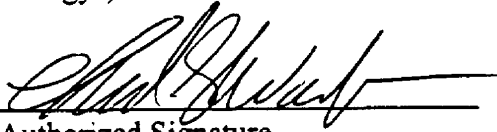
3. All other provisions of the Interconnection Agreement shall remain in full force and effect.

4. Either or both Parties is authorized to submit this Amendment to the appropriate state Commissions for approval subject to section 252(e) of the Telecommunications Act of 1996.

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

Knology of Alabama, Inc., Knology of Florida, Inc.,
Knology of Georgia, Inc., Knology of Kentucky,
Inc., Knology of North Carolina, Inc., Knology of
South Carolina, Inc., and Knology of Tennessee,
Inc. ("Knology")

By:



Authorized Signature

CHAD S. WACHTER

Printed Name

VP / GENERAL COUNSEL


Title

2/14/02

Date

BELLSOUTH TELECOMMUNICATIONS,
INC. ("BellSouth")

By:



Authorized Signature

C.W. Boltz

Printed Name

Managing Director

Title

3/4/02

Date

LOCAL INTERCONNECTION
Florida

CATEGORY	NOTES	FIN	Interf m	Zo ne	BCS	USOC	RATES				Source	OSS RATES										
							Rec	Nonrecurring		Nonrecurring		SOME C	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN					
								First	Add'l	First								Add'l				
																			Disconnect			
LOCAL INTERCONNECTION (CALL TRANSPORT AND TERMINATION)																						
	END OFFICE SWITCHING	X																				
	End Office Switching Function, Per MOU	X			OHD		0.002bk															
	TANDEM SWITCHING																					
	Tandem Switching Function Per MOU				OHD		\$0.00029bk															
	Multiple Tandem Switching, per MOU (applies to initial tandem only)				OHD		\$0.00125bk															
	bk beside a rate element indicates that the parties have agreed to bill and keep for that element pursuant to the terms of Attachment 3.																					
	Tandem intermediary Charge, per MOU*	X			OHD																	
	* This charge is applicable only to transit traffic and is applied in addition to applicable switching and/or interconnection charges																					
	TRUNK CHARGE	X																				
	Installation Trunk Side Service - per DS0				OHD	TPP++		336.43bk	57.38bk													
	Dedicated End Office Trunk Port Service-per DS0**				OHD	TDE0P	0.00bk															
	Dedicated End Office Trunk Port Service-per DS1**				OH1 OH1MS	TDE1P	0.00bk															
	Dedicated Tandem Trunk Port Service-per DS0**				OHD	TDW0P	0.00bk															
	Dedicated Tandem Trunk Port Service-per DS1**				OH1 OH1MS	TDW1P	0.00bk															
	** 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																					
LOCAL INTERCONNECTION (TRANSPORT)																						
	COMMON TRANSPORT (Shared)																					
	Common Transport - Per Mile, Per MOU				OHD		\$0.000012bk															
	Common Transport - Facilities Termination Per MOU				OHD		\$0.0005bk															
	INTEROFFICE CHANNEL - DEDICATED TRANSPORT - VOICE GRADE																					
	Interoffice Channel - Dedicated Transport - 2-Wire Voice Grade - Per Mile per month				OHL, OHM	1L5NF, 1L5XF	0.01bk															
	Interoffice Channel - Dedicated Transport - 2-W VG - Facility Termination per month				OHL, OHM	1L5NF, 1L5XF	26.72bk	81.73bk	55.26bk	31.26bk	0.00bk											
	INTEROFFICE CHANNEL - DEDICATED TRANSPORT - 56/64 KBPS																					
	Interoffice Channel - Dedicated Transport - 56 kbps - per mile per month				OHL, OHM	1L5NK, 1L5XK	0.01bk															
	Interoffice Channel - Dedicated Transport - 56 kbps - Facility Termination per month				OHL, OHM	1L5NK, 1L5XK	19.46bk	81.74bk	55.26bk	31.26bk	12.88bk											
	Interoffice Channel - Dedicated Transport - 64 kbps - per mile per month				OHL, OHM	1L5NK, 1L5XK	0.01bk															
	Interoffice Channel - Dedicated Transport - 64 kbps - Facility Termination per month				OHL, OHM	1L5NK, 1L5XK	19.46bk	81.74bk	55.26bk	31.26bk	12.88bk											
	INTEROFFICE CHANNEL - DEDICATED TRANSPORT - DS1																					
	Interoffice Channel - Dedicated Channel - DS1 - Per Mile per month				OH1 OH1MS	1L5NL, 1L5XL	0.2035bk															
	Interoffice Channel - Dedicated Transport - DS1 - Facility Termination per month				OH1 OH1MS	1L5NL, 1L5XL	93.31bk	179.99bk	164.95bk	30.54bk	26.97bk											
	INTEROFFICE CHANNEL - DEDICATED TRANSPORT- DS3																					
	Interoffice Channel - Dedicated Transport - DS3 - Per Mile per month				OH3 OH3MS	1L5NM, 1L5XM	4.25bk															
	Interoffice Channel - Dedicated Transport - DS3 - Facility Termination per month				OH3 OH3MS	1L5NM, 1L5XM	1130.00bk	562.06bk	328.16bk	112.44bk	109.19bk											
	LOCAL CHANNEL - DEDICATED TRANSPORT																					
	Local Channel - Dedicated - 2-W VG per month				OHL OHM	TEFV2	26.31bk	389.37bk	66.88bk	68.45bk	5.97bk											
	Local Channel - Dedicated - 4-W VG per month				OHL OHM	TEFV4	27.48bk	390.25bk	67.75bk	69.32bk	6.85bk											
	Local Channel - Dedicated - DS1 per month				OH1	TEFHG	42.98bk	357.86bk	309.95bk	41.46bk	28.51bk											

LOCAL INTERCONNECTION
Georgia

CATEGORY	NOTES	LOCAL INTERCONNECTION	FIR	Intrm	Zone	BCS	USOC	RATES					OSS RATES							
								Rec	Nonrecurring		Nonrecurring		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-Add1	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add1		
									First	Add1	First	Add1								
		Local Channel - Dedicated - DS3 Facility Termination per month (assumes 1 mile)				OH3	TEFHJ	522.83bk	639.50bk	426.40bk	122.31bk	119.14bk								
		LOCAL INTERCONNECTION MID-SPAN MEET																		
		NOTE: If Access service ride Mid-Span Meet, one-half the tariffed service Local Channel rate is applicable.																		
		Local Channel - Dedicated - DS1 per month				OH1MS	TEFHG	0.00bk	0.00bk											
		Local Channel - Dedicated - DS3 per month				OH3MS	TEFHJ	0.00bk	0.00bk											
		MULTIPLEXERS																		
		Channelization - DS1 to DS0 Channel System				OH1 OH1MS	SATN1, SATC1, SASTN1, SATSA	126.22bk	229.25bk											
		DS3 to DS1 Channel System per month				OH3 OH3MS	SATNS, SATCS	182.04bk	338.41bk											
		DS3 Interface Unit (DS1 COCI) per month				OH1 OH1MS	SATCO	11.02bk	12.02bk											
		Central Office Channel Interface					SHSCA	200.00bk	50.00bk											
		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																		

LOCAL INTERCONNECTION
Kentucky

CATEGORY	NOTES	LOCAL INTERCONNECTION	File	Interm	Zone	BCS	USOC	RATES				VLS RATES						
								Rec	Nonrecurring		Nonrecurring		Svc Order Submitted Elec or LSR	Svc Order Submitted Monthly per LSR	Incremental Charge - Manual Svc Order vs Electronic-1st	Incremental Charge - Manual Svc Order vs Electronic-Add 1	Incremental Charge - Manual Svc Order vs Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs Electronic-Disc Add1
									First	Add1	First	Add1						
LOCAL INTERCONNECTION (CALL TRANSPORT AND TERMINATION)																		
		END OFFICE SWITCHING																
		End Office Switching Function, Per MOU	X			OHD		0 002562bk										
		TANDEM SWITCHING																
		Tandem Switching Function Per MOU				OHD		\$0.001096bk										
		Multiple Tandem Switching, per MOU (applies to initial tandem only)				OHD		\$0 0007555bk										
		bk beside a rate element indicates that the parties have agreed to bill and keep for that element pursuant to the terms of Attachment 3.																
		Tandem intermediary Charge, per MOU*				OHD		\$0 001096										
		* 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	TPP++		334.09bk	57.12bk								
		Dedicated End Office Trunk Port Service-per DS0**				OHD	TDE0P	0.00bk										
		Dedicated End Office Trunk Port Service-per DS1**				OH1 OH1MS	TDE1P	0.00bk										
		Dedicated Tandem Trunk Port Service-per DS0**				OHD	TDW0P	0.00bk										
		Dedicated Tandem Trunk Port Service-per DS1**				OH1 OH1MS	TDW1P	0.00bk										
		** 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																
LOCAL INTERCONNECTION (TRANSPORT)																		
		COMMON TRANSPORT (Shared)																
		Common Transport - Per Mile, Per MOU				OHD		\$0 0000049bk										
		Common Transport - Facilities Termination Per MOU				OHD		\$0.000426bk										
		INTEROFFICE CHANNEL - DEDICATED TRANSPORT - VOICE GRADE																
		Interoffice Channel - Dedicated Transport - 2-Wire Voice Grade - Per Mile per month				OHL, OHM	1L5NF, 1L5XF	0.03bk										
		Interoffice Channel - Dedicated Transport- 2W VG - Facility Termination per month				OHL, OHM	1L5NF, 1L5XF	27.66bk	142.31bk	56.21bk	NA	NA						
		INTEROFFICE CHANNEL - DEDICATED TRANSPORT - 56/64 KBPS																
		Interoffice Channel - Dedicated Transport - 56 kbps - per mile per month				OHL, OHM	1L5NK, 1L5XK	0.0301bk										
		Interoffice Channel - Dedicated Transport - 56 kbps - Facility Termination per month				OHL, OHM	1L5NK, 1L5XK	26.95bk	142.31bk	56.21BK	NA	NA						
		Interoffice Channel - Dedicated Transport - 64 kbps - per mile per month				OHL, OHM	1L5NK, 1L5XK	0.0301bk										
		Interoffice Channel - Dedicated Transport - 64 kbps - Facility Termination per month				OHL, OHM	1L5NK, 1L5XK	26.95bk	142.31bk	56.21BK	NA	NA						
		INTEROFFICE CHANNEL - DEDICATED TRANSPORT - DS1																
		Interoffice Channel - Dedicated Channel - DS1 - Per Mile per month				OH1 OH1MS	1L5NL, 1L5XL	0.45bk										
		Interoffice Channel - Dedicated Transport - DS1 - Facility Termination per month				OH1 OH1MS	1L5NL, 1L5XL	55.05bk	298.18bk	231.23BK	NA	NA						
		INTEROFFICE CHANNEL - DEDICATED TRANSPORT- DS3																
		Interoffice Channel - Dedicated Transport - DS3 - Per Mile per month				OH3 OH3MS	1L5NM, 1L5XM	12.06bk										
		Interoffice Channel - Dedicated Transport - DS3 - Facility Termination per month				OH3 OH3MS	1L5NM, 1L5XM	1112.02bk	858.75bk	524.95bk	NA	NA						
		LOCAL CHANNEL - DEDICATED TRANSPORT																
		Local Channel - Dedicated - 2W VG per month				OHL OHM	TEFV2	22.26bk	585.15bk	98.53bk								
		Local Channel - Dedicated - 4W VG per month				OHL OHM	TEFV4	23.38BK	585.15bk	98.53bk								
		Local Channel - Dedicated - DS1 per month				OH1	TEFHG	43.80bk	538.95bk	464.94bk								
		Local Channel - Dedicated - DS3 Facility Termination per month(assumes 1 mile)				OH3	TEFHJ	669.09bk	1091.00bk	661.23bk								

LOCAL INTERCONNECTION
Kentucky

CATEGORY	NOTES	LOCAL INTERCONNECTION	FIR	Interm	Zone	BCS	USOC	RATES				OSS RATES										
								Nonrecurring		Nonrecurring		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-Disc Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l					
								Rec	First	Add'l	First							Add'l				
								Disconnect		Disconnect		SOMEK	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN					
LOCAL INTERCONNECTION MID-SPAN MEET NOTE: If Access service ride Mid-Span Meet, one-half the tariffed service Local Channel rate is applicable.																						
		Local Channel - Dedicated - DS1 per month				OH1MS	TEFHG	0.00bk	0.00bk													
		Local Channel - Dedicated - DS3 per month				OH3MS	TEFHJ	0.00bk	0.00bk													
MULTIPLEXERS																						
		Channelization - DS1 to DS0 Channel System				OH1 OH1MS	SATN1, SATC1, SASTN1, SATSA	139.65bk	103.14bk													
		DS3 to DS1 Channel System per month				OH3 OH3MS	SATNS, SATCS	194.82bk	423.03bk													
		DS3 Interface Unit (DS1 COCI) per month				OH1 OH1MS	SATCO	14.43bk	13.16bk													
		Central Office Channel Interface					SHSCA	200.00bk	50.00bk													
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.																						

LOCAL INTERCONNECTION
North Carolina

CATEGORY	NOTES	LOCAL INTERCONNECTION	Fik	Inter tm	Zone	BCS	USOC	RATES				OSS RATES										
								Rec	Nonrecuring		Nonrecuring		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				
									First	Add'l	First	Add'l										
LOCAL INTERCONNECTION (CALL TRANSPORT AND TERMINATION)																						
		END OFFICE SWITCHING	x																			
		End Office Switching Function, Per MOU	x			OHD		0 0017bk														
		TANDEM SWITCHING																				
		Tandem Switching Function Per MOU				OHD		\$0 0009bk														
		Multiple Tandem Switching, per MOU (applies to initial tandem only)				OHD		\$0 0012bk														
		bk beside a rate element indicates that the parties have agreed to bill and keep for that element pursuant to the terms of Attachment 3																				
		Tandem Intermediary Charge, per MOU*	x			OHD																
		* This charge is applicable only to transit traffic and is applied in addition to applicable switching and/or interconnection charges.																				
		TRUNK CHARGE	x																			
		Installation Trunk Side Service - per DS0				OHD	TPP++		333.54bk	56.88bk												
		Dedicated End Office Trunk Port Service-per DS0**				OHD	TDE0P	0 00bk														
		Dedicated End Office Trunk Port Service-per DS1**				OH1 OH1MS	TDE1P	0 00bk														
		Dedicated Tandem Trunk Port Service-per DS0**				OHD	TDW0P	0.00bk														
		Dedicated Tandem Trunk Port Service-per DS1**				OH1 OH1MS	TDW1P	0.00bk														
		** 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																				
LOCAL INTERCONNECTION (TRANSPORT)																						
		COMMON TRANSPORT (Shared)																				
		Common Transport - Per Mile, Per MOU				OHD		\$0.00001bk														
		Common Transport - Facilities Termination Per MOU				OHD		\$0 00034bk														
		INTEROFFICE CHANNEL - DEDICATED TRANSPORT - VOICE GRADE																				
		Interoffice Channel - Dedicated Transport - 2W VG - Per Mile per month				OHL, OHM	1L5NF, 1L5XF	0 03bk														
		Interoffice Channel - Dedicated Transport- 2W VG - Facility Termination per month				OHL, OHM	1L5NF, 1L5XF	18.01bk	137.48bk													
		INTEROFFICE CHANNEL - DEDICATED TRANSPORT - 56/64 KBPS																				
		Interoffice Channel - Dedicated Transport - 56 kbps - per mile per month				OHL, OHM	1L5NK, 1L5XK	0.0282bk														
		Interoffice Channel - Dedicated Transport - 56 kbps - Facility Termination per month				OHL, OHM	1L5NK, 1L5XK	17.40bk	137.48bk	52.58BK	NA	NA										
		Interoffice Channel - Dedicated Transport - 64 kbps - per mile per month				OHL, OHM	1L5NK, 1L5XK	0 0282bk														
		Interoffice Channel - Dedicated Transport - 64 kbps - Facility Termination per month				OHL, OHM	1L5NK, 1L5XK	17.40bk	137.48bk	52.58BK	NA	NA										
		INTEROFFICE CHANNEL - DEDICATED TRANSPORT - DS1																				
		Interoffice Channel - Dedicated Channel - DS1 - Per Mile per month				OH1 OH1MS	1L5NL, 1L5XL	0.58bk														
		Interoffice Channel - Dedicated Transport - DS1 - Facility Termination per month				OH1 OH1MS	1L5NL, 1L5XL	71.29bk	217.17bk	163.75bk	NA	NA										
		INTEROFFICE CHANNEL - DEDICATED TRANSPORT- DS3																				
		Interoffice Channel - Dedicated Transport - DS3 - Per Mile per month				OH3 OH3MS	1L5NM, 1L5XM	12.98bk														
		Interoffice Channel - Dedicated Transport - DS3 - Facility Termination per month				OH3 OH3MS	1L5NM, 1L5XM	720.38bk	794.94bk	579.55bk	NA	NA										

LOCAL INTERCONNECTION
South Carolina

CATEGORY	NOTES	LOCAL INTERCONNECTION	FM	Intra	Zone	BCS	USOC	RATES				OSS RATES								
								Rec	Nonrecurring		Disconnect		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		
									First	Add'l	First	Add'l								
									SOME C	SOMAN	SOMAN	SOMAN							SOMAN	SOMAN
LOCAL INTERCONNECTION (CALL TRANSPORT AND TERMINATION)																				
	END OFFICE SWITCHING					OHD		0.0019295bk												
	End Office Switching Function, Per MOU																			
	TANDEM SWITCHING					OHD		\$0.0006843bk												
	Tandem Switching Function Per MOU																			
	Multiple Tandem Switching, per MOU (applies to initial tandem only)					OHD		\$0.0014911bk												
	bk beside a rate element indicates that the parties have agreed to bill and keep for that element pursuant to the terms of Attachment 3																			
	Tandem Intermediary Charge, per MOU*					OHD														
	* 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	TPP++		335.14bk	57.16bk										
	Dedicated End Office Trunk Port Service-per DS0**					OHD	TDE0P	0.00bk												
	Dedicated End Office Trunk Port Service-per DS1**					OH1	OH1MS	0.00bk												
	Dedicated Tandem Trunk Port Service-per DS0**					OHD	TDW0P	0.00bk												
	Dedicated Tandem Trunk Port Service-per DS1**					OH1	OH1MS	0.00bk												
	** 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																			
LOCAL INTERCONNECTION (TRANSPORT)																				
COMMON TRANSPORT (Shared)																				
	Common Transport - Per Mile, Per MOU					OHD		\$0.0000121bk												
	Common Transport - Facilities Termination Per MOU					OHD		\$0.0004672bk												
INTEROFFICE CHANNEL - DEDICATED TRANSPORT - VOICE GRADE																				
	Interoffice Channel - Dedicated Transport - 2W VG - Per Mile per month					OHL, OHM	1L5NF, 1L5XF	0.04bk												
	Interoffice Channel - Dedicated Transport- 2W VG - Facility Termination per month					OHL, OHM	1L5NF, 1L5XF	21.42bk	136.44bk	51.37BK	NA	NA								
INTEROFFICE CHANNEL - DEDICATED TRANSPORT - 56/64 KBPS																				
	Interoffice Channel - Dedicated Transport - 56 kbps - per mile per month					OHL, OHM	1L5NK, 1L5XK	0.0373bk												
	Interoffice Channel - Dedicated Transport - 56 kbps - Facility Termination per month					OHL, OHM	1L5NK, 1L5XK	20.71bk	136.44bk	51.37bk	NA	NA								
	Interoffice Channel - Dedicated Transport - 64 kbps - per mile per month					OHL, OHM	1L5NK, 1L5XK	0.0373bk												
	Interoffice Channel - Dedicated Transport - 64 kbps - Facility Termination per month					OHL, OHM	1L5NK, 1L5XK	20.71bk	136.44bk	51.37bk	NA	NA								
INTEROFFICE CHANNEL - DEDICATED TRANSPORT - DS1																				
	Interoffice Channel - Dedicated Channel - DS1 - Per Mile per month					OH1	OH1MS	0.76bk												
	Interoffice Channel - Dedicated Transport - DS1 - Facility Termination per month					OH1	OH1MS	94.98bk	216.27bk	162.70bk	NA	NA								
INTEROFFICE CHANNEL - DEDICATED TRANSPORT- DS3																				
	Interoffice Channel - Dedicated Transport - DS3 - Per Mile per month					OH3	OH3MS	8.13bk												
	Interoffice Channel - Dedicated Transport - DS3 - Facility Termination per month					OH3	OH3MS	967.70bk	606.72bk	423.45bk	NA	NA								
LOCAL CHANNEL - DEDICATED TRANSPORT																				
	Local Channel - Dedicated - 2W VG per month					OHL	OHM	16.83bk	554.00bk	88.58bk	NA	NA								
	Local Channel - Dedicated - 4W VG per month					OHL	OHM	18.05bk	562.46bk	91.57bk	NA	NA								
	Local Channel - Dedicated - DS1 per month					OH1	TEFHG	37.20bk	534.81bk	462.81bk	NA	NA								
	Local Channel - Dedicated - DS3 Facility Termination per month(assumes 1 mile)					OH3	TEFHJ	505.39bk	735.42bk	519.31bk	NA	NA								

LOCAL INTERCONNECTION
South Carolina

CATEGORY	NOTES	LOCAL INTERCONNECTION	FIR	Intrn	Zone	BCS	USOC	RATES				OSS RATES						
								Nonrecurring		Nonrecurring Disconnect		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	First	Add'l	First	Add'l	SOME C	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
		LOCAL INTERCONNECTION MID-SPAN MEET																
		NOTE: If Access service ride Mid-Span Meet, one-half the tariffed service Local Channel rate is applicable.																
		Local Channel - Dedicated - DS1 per month				OH1MS	TEFHG	0.00bk	0.00bk									
		Local Channel - Dedicated - DS3 per month				OH3MS	TEFHJ	0.00bk	0.00bk									
		MULTIPLEXERS																
		Channelization - DS1 to DS0 Channel System				OH1 OH1MS	SATN1, SATC1, SASTN1, SATSA	134.46bk	307.90bk									
		DS3 to DS1 Channel System per month				OH3 OH3MS	SATNS, SATCS	233.10bk	403.97bk									
		DS3 Interface Unit (DS1 COCI) per month				OH1 OH1MS	SATCO	10.80bk	13.18bk									
		Central Office Channel Interface					SHSCA	200.00bk	50.00bk									
		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.																

LOCAL INTERCONNECTION
Tennessee

CATEGORY	NOTES	LOCAL INTERCONNECTION	FBI	Inter	Zone	BCS	USOC	RATES					OSS RATES					
								Nonrecurring		Nonrecurring		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	First	Add'l	First							Add'l
LOCAL INTERCONNECTION (CALL TRANSPORT AND TERMINATION)																		
		END OFFICE SWITCHING																
		End Office Switching Function, Per MOU	X			OHD		0.0018bk										
		TANDEM SWITCHING																
		Tandem Switching Function Per MOU				OHD		\$0.000678bk										
		Multiple Tandem Switching, per MOU (applies to initial tandem only)				OHD		\$0.0009778bk										
		bk beside a rate element indicates that the parties have agreed to bill and keep for that element pursuant to the terms of Attachment 3.																
		Tandem Intermediary Charge, per MOU*	X			OHD												
		* 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	TPP++		334.29bk	57.01bk								
		Dedicated End Office Trunk Port Service-per DS0**				OHD	TDE0P	0.00bk										
		Dedicated End Office Trunk Port Service-per DS1**				OH1 OH1MS	TDE1P	0.00bk										
		Dedicated Tandem Trunk Port Service-per DS0**				OHD	TDW0P	0.00bk										
		Dedicated Tandem Trunk Port Service-per DS1**				OH1 OH1MS	TDW1P	0.00bk										
		** 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																
LOCAL INTERCONNECTION (TRANSPORT)																		
		COMMON TRANSPORT (Shared)																
		Common Transport - Per Mile, Per MOU				OHD		\$0.00004bk										
		Common Transport - Facilities Termination Per MOU				OHD		\$0.00036bk										
		INTEROFFICE CHANNEL - DEDICATED TRANSPORT - VOICE GRADE																
		Interoffice Channel - Dedicated Transport - 2-Wire Voice Grade - Per Mile per month				OHL, OHM	1L5NF, 1L5XF	0.02bk										
		Interoffice Channel - Dedicated Transport - 2W VG - Facility Termination per month				OHL, OHM	1L5NF, 1L5XF	18.33bk	55.39bk	17.37BK	27.96BK							
		INTEROFFICE CHANNEL - DEDICATED TRANSPORT - 56/64 KBPS																
		Interoffice Channel - Dedicated Transport - 56 kbps - per mile per month				OHL, OHM	1L5NK, 1L5XK	0.1730bk										
		Interoffice Channel - Dedicated Transport - 56 kbps - Facility Termination per month				OHL, OHM	1L5NK, 1L5XK	17.74bk	55.39bk	17.37bk	27.96bk	3.51bk						
		Interoffice Channel - Dedicated Transport - 64 kbps - per mile per month				OHL, OHM	1L5NK, 1L5XK	0.1730bk										
		Interoffice Channel - Dedicated Transport - 64 kbps - Facility Termination per month				OHL, OHM	1L5NK, 1L5XK	17.74bk	55.39bk	17.37bk	27.96bk							
		INTEROFFICE CHANNEL - DEDICATED TRANSPORT - DS1																
		Interoffice Channel - Dedicated Channel - DS1 - Per Mile per month				OH1 OH1MS	1L5NL, 1L5XL	0.35bk										
		Interoffice Channel - Dedicated Transport - DS1 - Facility Termination per month				OH1 OH1MS	1L5NL, 1L5XL	75.83bk	145.98bk	108.85bk	19.55bk	14.98bk						
		INTEROFFICE CHANNEL - DEDICATED TRANSPORT- DS3																
		Interoffice Channel - Dedicated Transport - DS3 - Per Mile per month				OH3 OH3MS	1L5NM, 1L5XM	6.88bk										
		Interoffice Channel - Dedicated Transport - DS3 - Facility Termination per month				OH3 OH3MS	1L5NM, 1L5XM	840.61bk	723.44bk	409.58bk	154.26bk	130.74bk						
		LOCAL CHANNEL - DEDICATED TRANSPORT																
		Local Channel - Dedicated - 2W VG per month				OHL OHM	TEFV2	19.02bk	199.33bk	24.16bk	54.81bk	4.80bk						
		Local Channel - Dedicated - 4W VG per month				OHL OHM	TEFV4	20.14bk	201.53bk	24.83bk	55.52bk	5.51bk						
		Local Channel - Dedicated - DS1 per month				OH1	TEFHG	40.27bk	277.35bk	233.26bk	33.18bk	22.30bk						

LOCAL INTERCONNECTION
Tennessee

CATEGORY	NOTES	LOCAL INTERCONNECTION	FIR	Inter In	Zone	BCS	UBOC	RATES					OSS RATES					
								Rec	Nonrecurring		Nonrecurring Disconnect		Svc Order Submitted at Elec per LBR	Svc Order Submitted Manually per LBR	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						
									SOMEC		SOMAN							
		Local Channel - Dedicated - DS3 Facility Termination per month (assumes 1 mile)				OH3	TEFHJ	631.04bk	726.16bk	411.64bk	103.36bk	100.59bk						
		LOCAL INTERCONNECTION MID-SPAN MEET																
		NOTE: If Access service rld Mid-Span Meet, one-half the tariffed service Local Channel rate is applicable.																
		Local Channel - Dedicated - DS1 per month				OH1MS	TEFHG	0.00bk	0.00bk									
		Local Channel - Dedicated - DS3 per month				OH3MS	TEFHJ	0.00bk	0.00bk									
		MULTIPLEXERS																
		Channelization - DS1 to DS0 Channel System				OH1 OH1MS	SATN1, SATC1, SASTN1, SATSA	80.77bk	186.34bk									
		DS3 to DS1 Channel System per month				OH3 OH3MS	SATNS, SATCS	222.98bk	314.46bk									
		DS3 Interface Unit (DS1 COCI) per month				OH1 OH1MS	SATCO	17.58bk	6.07bk									
		Central Office Channel Interface					SHSCA	200.00bk	50.00bk									

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.