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BELLSOUTH

ORIGINAL

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Regulatory & External Affairs
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Marshall M. Criser III
Vice President
Regulatory & External Affairs

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COMMISSION
CLERK

MAY 13 PM 4:25

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May 13, 2004

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 Agreement between BellSouth Telecommunications, Inc. ("BellSouth") and Think 12 Corporation d/b/a Hello Depot

Dear Mrs. Bayo:

Please find enclosed for filing and approval, the original and two copies of BellSouth Telecommunications, Inc.'s Amendment to Interconnection Agreement with Think 12 Corporation d/b/a Hello Depot.

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

Very truly yours,

Marshall M. Criser, III

Regulatory Vice President *mt*

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**Amendment to the Agreement
Between
Think 12 Corporation d/b/a Hello Depot
and
BellSouth Telecommunications, Inc.
Dated March 4, 2004**

Pursuant to this Amendment, (the "Amendment"), Think 12 Corporation d/b/a Hello Depot (Hello Depot), and BellSouth Telecommunications, Inc. ("BellSouth"), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties dated March 4, 2004 ("Agreement") to be effective after the date of the last signature executing the Amendment.

WHEREAS, BellSouth and Hello Depot entered into the Agreement on March 4, 2004, 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 amend Section 20 of the General Terms and Conditions to delete customer information and replace with the following:

Think 12 Corporation d/b/a Hello Depot
Michael H. Kim – VP of Operations
1530 Barclay Blvd.
Buffalo Grove, IL 60089
Telephone: 847-947-7720
Fax: 847-947-7723
E-mail: michael.kim@hellodepot.com

2. All of the other provisions of the Agreement, dated March 4, 2004, 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.

General Terms and Conditions
Signature Page

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

BellSouth Telecommunications, Inc.

By: 

Name: Kristen E. Rowe

Title: Director, Interconnection Marketing

Date: 4/30/07

Think 12 Corporation d/b/a Hello Depot

By: 

Name: MICHAEL KIM

Title: VP OPERATIONS

Date: 4/26/07