



BellSouth Telecommunications, Inc.
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Tallahassee, Florida 32301

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Jerry D. Hendrix
Vice President
Regulatory Relations

Phone: (850) 577-5550
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March 9, 2006

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 Tennessee Telephone Service, LLC dba Freedom Communications USA

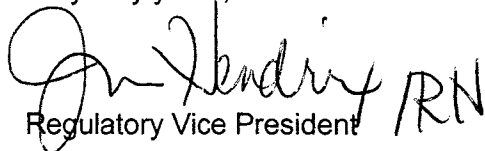
Dear Mrs. Bayo:

Please find enclosed for filing and approval, the original and two copies of BellSouth Telecommunications, Inc.'s Amendment to Interconnection, unbundling, resale and collocation Agreement with Tennessee Telephone Service, LLC dba Freedom Communications USA

The underlying agreement was filed on October 25, 2005 in docket 050839-TP.

If you have any questions, please do not hesitate to call Robyn Holland at (850) 577-5551.

Very truly yours,

Handwritten signature of Jerry D. Hendrix in black ink, followed by the initials "RN".
Regulatory Vice President

DOCUMENT NUMBER-DATE

02049 MAR-9 8

FPSC-COMMISSION CLERK

**Amendment to the Agreement
Between
Tennessee Telephone Service, LLC d/b/a Freedom Communications USA, LLC
and
BellSouth Telecommunications, Inc.
Dated November 17, 2005**

Pursuant to this Amendment, (the "Amendment"), Tennessee Telephone Service, LLC d/b/a Freedom Communications USA, LLC ("Freedom Communications"), and BellSouth Telecommunications, Inc. ("BellSouth"), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties dated November 17, 2005 ("Agreement") to be effective November 17, 2005 ("Effective Date").

WHEREAS, BellSouth and Freedom Communications entered into the Agreement on November 17, 2005, 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 agree to delete Regional OSS Resale Rates in Exhibit D of Attachment 1 and replace with State OSS Resale Rates set forth in Exhibit 1, attached hereto.
2. The Parties agree to delete Regional OSS UNE Rates in Exhibit A of Attachment 2 and replace with State OSS UNE Rates set forth in Exhibit 2, attached hereto.
3. All of the other provisions of the Agreement, dated November 17, 2005, shall remain in full force and effect.
4. 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.

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

BellSouth Telecommunications, Inc.

**Tennessee Telephone Service, LLC
d/b/a Freedom Communications USA,
LLC**

By: *Kristen E. Shore*

By: *Matthew T. Davis*

Name: Kristen E. Shore

Name: MATTHEW T. DAVIS

Title: Director

Title: CEO

Date: 2/13/06

Date: 2/9/06

RESALE DISCOUNTS AND RATES - Alabama															
CATEGORY	RATE ELEMENTS	Inter m	Zone	BCS	USOC	RATES (\$)	Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment: 1		Exhibit: D				
									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
OPERATIONS SUPPORT SYSTEMS (OSS) - "STATE SPECIFIC RATES"															
NOTE: (1) CLEC should contact its contract negotiator if it prefers the "regional" OSS charges as offered by BellSouth. The OSS charges currently contained in this rate exhibit are the PSC state ordered "state specific" service ordering charges. CLEC may elect the regional service ordering charge, however, CLEC can not obtain a mixture of the two regardless if CLEC has a interconnection contract established in each of the 9 states															
	OSS - Electronic Service Order Charge, Per Local Service Request (LSR) - Resale Only				SOME C	3.95	0.00	3.33	0.00						
	OSS - Manual Service Order Charge, Per Local Service Request (LSR) - Resale Only				SOMAN	18.82	0.00	18.82	0.00						

RESALE DISCOUNTS AND RATES - Florida																	
CATEGORY	RATE ELEMENTS	Interl m	Zone	BCS	USOC	RATES (\$)				Svc Order Submitted Elec per LSR		Svc Order Submitted Manually per LSR		Attachment: 1		Exhibit: D	
						Rec	Nonrecurring		Nonrecurring Disconnect		SOME C	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	SOME C	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN		
OPERATIONS SUPPORT SYSTEMS (OSS) - "STATE SPECIFIC RATES"																	
NOTE: (1) CLEC should contact its contract negotiator if it prefers the "regional" OSS charges as offered by BellSouth. The OSS charges currently contained in this rate exhibit are the PSC state ordered "state specific" service ordering charges. CLEC may elect the regional service ordering charge, however, CLEC can not obtain a mixture of the two regardless if CLEC has a interconnection contract established in each of the 9 states																	
	OSS - Electronic Service Order Charge, Per Local Service Request (LSR) - Resale Only				SOME C	10.80	0.00	10.80	0.00								
	OSS - Manual Service Order Charge, Per Local Service Request (LSR) - Resale Only				SOMAN	22.00	0.00	22.00	0.00								

RESALE DISCOUNTS AND RATES - Georgia																	
CATEGORY	RATE ELEMENTS	Interm	Zone	BCS	USOC	RATES (\$)				Svc Order Submitted Elec per LSR		Svc Order Submitted Manually per LSR		Attachment: 1		Exhibit: D	
						Rec	Nonrecurring		Nonrecurring Disconnect		SOMEK	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN	
OPERATIONS SUPPORT SYSTEMS (OSS) - "STATE SPECIFIC RATES"																	
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NOTE: (2) OSS - Electronic Service Order Charge, Per Local Service Request (LSR) - Resale Only = \$110.00 Per Each Additional 1000 Orders Per Month																	
	OSS - Electronic Service Order Charge, Per Local Service Request (LSR) - Resale Only Per First 1000 Orders Per Month				SOMGA	550.00											
	Service Establishment Charge For OSS Interfaces (GA)			SYS	SYSL	200.00	0.00	0.00	0.00								
	OSS - Electronic Service Order Charge, Per Local Service Request (LSR) - Resale Only				SOMEK	0.00	0.00	0.00	0.00								
	OSS - Manual Service Order Charge, Per Local Service Request (LSR) - Resale Only				SOMAN	21.99	0.00	21.99	0.00								

RESALE DISCOUNTS AND RATES - Kentucky																										
CATEGORY	RATE ELEMENTS	Interl m	Zone	BCS	USOC	RATES (\$)				Svc Order Submitted Elec per LSR		Svc Order Submitted Manually per LSR		Attachment: 1		Exhibit: D										
						Rec	Nonrecurring		Nonrecurring Disconnect		SOME C	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	OSS Rates(\$)																
										SOME C	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN											
OPERATIONS SUPPORT SYSTEMS (OSS) - "STATE SPECIFIC RATES"																										
NOTE: (1) CLEC should contact its contract negotiator if it prefers the "regional" OSS charges as offered by BellSouth. The OSS charges currently contained in this rate exhibit are the PSC state ordered "state specific" service ordering charges. CLEC may elect the regional service ordering charge, however, CLEC can not obtain a mixture of the two regardless if CLEC has a interconnection contract established in each of the 9 states																										
	OSS - Electronic Service Order Charge, Per Local Service Request (LSR) - Resale Only									SOME C																
	OSS - Manual Service Order Charge, Per Local Service Request (LSR) - Resale Only									SOMAN																
											6.94	0.00	6.63	0.00												
											9.44	0.00	9.44	0.00												

RESALE DISCOUNTS AND RATES - Louisiana											Attachment: 1		Exhibit: D									
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	Nonrecurrent		Nonrecurrent Disconnect		OSS Rates(\$)					
													Rec	First	Add'l	First	Add'l	SOME C	SOMAN	SOMAN	SOMAN	SOMAN
OPERATIONS SUPPORT SYSTEMS (OSS) - "STATE SPECIFIC RATES"																						
NOTE: (1) CLEC should contact its contract negotiator if it prefers the "regional" OSS charges as offered by BellSouth. The OSS charges currently contained in this rate exhibit are the PSC state ordered "state specific" service ordering charges. CLEC may elect the regional service ordering charge, however, CLEC can not obtain a mixture of the two regardless if CLEC has a interconnection contract established in each of the 9 states																						
	OSS - Electronic Service Order Charge, Per Local Service Request (LSR) - Resale Only				SOME C		2.28	0.00	2.28	0.00												
	OSS - Manual Service Order Charge, Per Local Service Request (LSR) - Resale Only				SOMAN		18.27	0.00	18.27	0.00												

RESALE DISCOUNTS AND RATES - Mississippi															
CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES (\$)	Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment: 1		Exhibit: D				
									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
OPERATIONS SUPPORT SYSTEMS (OSS) - "STATE SPECIFIC RATES"															
NOTE: (1) CLEC should contact its contract negotiator if it prefers the "regional" OSS charges as offered by BellSouth. The OSS charges currently contained in this rate exhibit are the PSC state ordered "state specific" service ordering charges. CLEC may elect the regional service ordering charge, however, CLEC can not obtain a mixture of the two regardless if CLEC has a interconnection contract established in each of the 9 states															
	OSS - <u>Electronic</u> Service Order Charge, Per Local Service Request (LSR) - Resale Only				SOME C		3.80	0.00	3.19	0.00					
	OSS - <u>Manual</u> Service Order Charge, Per Local Service Request (LSR) - Resale Only				SOMAN		18.93	0.00	18.93	0.00					

RESALE DISCOUNTS AND RATES - North Carolina																
CATEGORY	RATE ELEMENTS	Interl m	Zone	BCS	USOC	RATES (\$)	Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment: 1		Exhibit: D					
									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
OPERATIONS SUPPORT SYSTEMS (OSS) - "STATE SPECIFIC RATES"																
NOTE: (1) CLEC should contact its contract negotiator if it prefers the "regional" OSS charges as offered by BellSouth. CLEC may elect the regional service ordering charge, however, CLEC can not obtain a mixture of the two regardless if CLEC has an interconnection contract established in each of the 9 states																
	OSS - Electronic Service Order Charge, Per Local Service Request (LSR) - Resale Only				SOME C		2.98	0.00	2.98	0.00						
	OSS - Manual Service Order Charge, Per Local Service Request (LSR) - Resale Only				SOMAN		15.20	0.00	15.20	0.00						

RESALE DISCOUNTS AND RATES - South Carolina															
CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES (\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment: 1		Exhibit: D	
						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(\$)									
						First	Add'l	First	Add'l	SOME C	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
OPERATIONS SUPPORT SYSTEMS (OSS) - "STATE SPECIFIC RATES"															
NOTE: (1) CLEC should contact its contract negotiator if it prefers the "regional" OSS charges as offered by BellSouth. The OSS charges currently contained in this rate exhibit are the PSC state ordered "state specific" service ordering charges. CLEC may elect the regional service ordering charge, however, CLEC can not obtain a mixture of the two regardless if CLEC has a interconnection contract established in each of the 9 states															
	OSS - Electronic Service Order Charge, Per Local Service Request (LSR) - Resale Only				SOME C	4.03	0.00	3.41	0.00						
	OSS - Manual Service Order Charge, Per Local Service Request (LSR) - Resale Only				SOMAN	18.86	0.00	18.86	0.00						

RESALE DISCOUNTS AND RATES - Tennessee																
CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES (\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment: 1		Exhibit: D		
						Rec	Nonrecurring First	Add'l	Nonrecurring Disconnect First			Add'l	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(\$)					
											SOME C	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
OPERATIONS SUPPORT SYSTEMS (OSS) - "STATE SPECIFIC RATES"																
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	OSS - Electronic Service Order Charge, Per Local Service Request (LSR) - Resale Only				SOME C		10.80	0.00	10.80	0.00						
	OSS - Manual Service Order Charge, Per Local Service Request (LSR) - Resale Only				SOMAN		22.00	0.00	22.00	0.00						

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: A		
						Rec	Nonrecurring		Nonrecurring Disconnect			SOME C	SOMAN	Incremental Charge - Manual Svc Order vs. Electronic-1st	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	OSS Rates (\$)					
											SOME C	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
OPERATIONS SUPPORT SYSTEMS (OSS) - "STATE SPECIFIC RATES"																
NOTE: (1) CLEC should contact its contract negotiator if it prefers the "regional" OSS charges as offered by BellSouth. The OSS charges currently contained in this rate exhibit are the PSC state ordered "state specific" service ordering charges. CLEC may elect either the state specific Commission ordered rates for the service ordering charges, or CLEC may elect the regional service ordering charge, however, CLEC can not obtain a mixture of the two regardless if CLEC has an interconnection contract established in each of the 9 states.																
NOTE: (2) Any element that can be ordered electronically will be billed according to the SOME C rate listed in this category. Please refer to BellSouth's Local Ordering Handbook (LOH) to determine if a product can be ordered electronically. For those elements that cannot be ordered electronically at present per the LOH, the listed SOME C rate in this category reflects the charge that would be billed to a CLEC once electronic ordering capabilities come on-line for that element. Otherwise, the manual ordering charge, SOMAN, will be applied to a CLECs bill when it submits an LSR to BellSouth.																
	OSS - Electronic Service Order Charge, Per Local Service Request (LSR) - UNE Only				SOME C		5.83	0.00	3.72	0.00						
	OSS - Manual Service Order Charge, Per Local Service Request (LSR) - UNE Only				SOMAN		15.66	0.00	1.97	0.00						

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: A	
						Rec	Nonrecurring		Nonrecurring Disconnect		SOME C	SOMAN	SOMAN	SOMAN	SOMAN
						First	Add'l	First	Add'l						
OPERATIONS SUPPORT SYSTEMS (OSS) - "STATE SPECIFIC RATES"															
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	OSS - <u>Electronic</u> Service Order Charge, Per Local Service Request (LSR) - UNE Only				SOME C	1.52	0.00	0.20	0.00						
	OSS - <u>Manual</u> Service Order Charge, Per Local Service Request (LSR) - UNE Only				SOMAN	11.90	0.00	1.83	0.00						

UNBUNDLED NETWORK ELEMENTS - Georgia															
CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES (\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment: 2		Exhibit: A	
						Rec	Nonrecurring		Nonrecurring Disconnect		SOME C	SOMAN	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st
						First	Add'l	First	Add'l	SOME C	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
OPERATIONS SUPPORT SYSTEMS (OSS) - "STATE SPECIFIC RATES"															
NOTE: (1) CLEC should contact its contract negotiator if it prefers the "regional" OSS charges as offered by BellSouth. The OSS charges currently contained in this rate exhibit are the PSC state ordered "state specific" service ordering charges. CLEC may elect either the state specific Commission ordered rates for the service ordering charges, or CLEC may elect the regional service ordering charge, however, CLEC can not obtain a mixture of the two regardless if CLEC has an interconnection contract established in each of the 9 states.															
NOTE: (2) Any element that can be ordered electronically will be billed according to the SOME C rate listed in this category. Please refer to BellSouth's Local Ordering Handbook (LOH) to determine if a product can be ordered electronically. For those elements that cannot be ordered electronically at present per the LOH, the listed SOME C rate in this category reflects the charge that would be billed to a CLEC once electronic ordering capabilities come on-line for that element. Otherwise, the manual ordering charge, SOMAN, will be applied to a CLECs bill when it submits an LSR to BellSouth.															
NOTE: (3) OSS - Electronic Service Order Charge, Per Local Service Request (LSR) - UNE Only = \$110.00 Per Each Additional 1000 Orders Per Month															
	OSS - Electronic Service Order Charge, Per Local Service Request (LSR) - UNE Only Per First 1000 Orders Per Month				SOMGA	550.00									
	Service Establishment Charge For OSS Interfaces (GA)			SYS	SYSL	200.00	0.00	0.00	0.00						
	OSS - Electronic Service Order Charge, Per Local Service Request (LSR) - UNE Only				SOME C	0.00	0.00	0.00	0.00						
	OSS - Manual Service Order Charge, Per Local Service Request (LSR) - UNE Only				SOMAN	11.73	0.00	6.13	0.00						

UNBUNDLED NETWORK ELEMENTS - Kentucky										Attachment: 2				Exhibit: A	
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		SOME C	SOMAN	SOMAN	SOMAN	SOMAN
OPERATIONS SUPPORT SYSTEMS (OSS) - "STATE SPECIFIC RATES"															
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	OSS - Electronic Service Order Charge, Per Local Service Request (LSR) - UNE Only				SOME C		7.88	0.00	6.82	0.00					
	OSS - Manual Service Order Charge, Per Local Service Request (LSR) - UNE Only				SOMAN		7.88	0.00	0.99	0.00					

UNBUNDLED NETWORK ELEMENTS - Louisiana										Attachment: 2		Exhibit: A	
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
OPERATIONS SUPPORT SYSTEMS (OSS) - "STATE SPECIFIC RATES"													
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NOTE: (2) Any element that can be ordered electronically will be billed according to the SOMECE rate listed in this category. Please refer to BellSouth's Local Ordering Handbook (LOH) to determine if a product can be ordered electronically. For those elements that cannot be ordered electronically at present per the LOH, the listed SOMECE rate in this category reflects the charge that would be billed to a CLEC once electronic ordering capabilities come on-line for that element. Otherwise, the manual ordering charge, SOMAN, will be applied to a CLECs bill when it submits an LSR to BellSouth.													
	OSS - Electronic Service Order Charge, Per Local Service Request (LSR) - UNE Only					SOMECE		2.98	0.00	2.98	0.00		
	OSS - Manual Service Order Charge, Per Local Service Request (LSR) - UNE Only					SOMAN		15.20	0.00	15.20	0.00		

UNBUNDLED NETWORK ELEMENTS - Mississippi																
CATEGORY	RATE ELEMENTS	Interl m	Zone	BCS	USOC	RATES (\$)	Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment: 2		Exhibit: A					
									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	SOMEc	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
OPERATIONS SUPPORT SYSTEMS (OSS) - "STATE SPECIFIC RATES"																
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	OSS - Electronic Service Order Charge, Per Local Service Request (LSR) - UNE Only					SOMEc	5.70	0.00	3.57	0.00						
	OSS - Manual Service Order Charge, Per Local Service Request (LSR) - UNE Only					SOMAN	15.75	0.00	1.97	0.00						

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: A				
						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 (\$)												
						First	Add'l	First	Add'l	SOMEc	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN			
OPERATIONS SUPPORT SYSTEMS (OSS) - "STATE SPECIFIC RATES"																		
NOTE: (1) CLEC should contact its contract negotiator if it prefers the "regional" OSS charges as offered by BellSouth. The OSS charges currently contained in this rate exhibit are the PSC state ordered "state specific" service ordering charges. CLEC may elect either the state specific Commission ordered rates for the service ordering charges, or CLEC may elect the regional service ordering charge, however, CLEC can not obtain a mixture of the two regardless if CLEC has an interconnection contract established in each of the 9 states.																		
NOTE: (2) Any element that can be ordered electronically will be billed according to the SOMEc rate listed in this category. Please refer to BellSouth's Local Ordering Handbook (LOH) to determine if a product can be ordered electronically. For those elements that cannot be ordered electronically at present per the LOH, the listed SOMAN rate in this category reflects the charge that would be billed to a CLEC once electronic ordering capabilities come on-line for that element. Otherwise, the manual ordering charge, SOMAN, will be applied to a CLECs bill when it submits an LSR to BellSouth.																		
	OSS - Electronic Service Order Charge, Per Local Service Request (LSR) - UNE Only				SOMEc	2.98	0.00	2.98	0.00									
	OSS - Manual Service Order Charge, Per Local Service Request (LSR) - UNE Only				SOMAN	15.20	0.00	15.20	0.00									

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: A						
									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	SOMEc	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN	
OPERATIONS SUPPORT SYSTEMS (OSS) - "STATE SPECIFIC RATES"																	
NOTE: (1) CLEC should contact its contract negotiator if it prefers the "regional" OSS charges as offered by BellSouth. The OSS charges currently contained in this rate exhibit are the PSC state ordered "state specific" service ordering charges. CLEC may elect either the state specific Commission ordered rates for the service ordering charges, or CLEC may elect the regional service ordering charge, however, CLEC can not obtain a mixture of the two regardless if CLEC has a interconnection contract established in each of the 9 states.																	
NOTE: (2) Any element that can be ordered electronically will be billed according to the SOMEc rate listed in this category. Please refer to BellSouth's Local Ordering Handbook (LOH) to determine if a product can be ordered electronically. For those elements that cannot be ordered electronically at present per the LOH, the listed SOMEc rate in this category reflects the charge that would be billed to a CLEC once electronic ordering capabilities come on-line for that element. Otherwise, the manual ordering charge, SOMAN, will be applied to a CLECs bill when it submits an LSR to BellSouth.																	
	OSS - Electronic Service Order Charge, Per Local Service Request (LSR) - UNE Only					SOMEc	5.92	0.00	3.80	0.00							
	OSS - Manual Service Order Charge, Per Local Service Request (LSR) - UNE Only					SOMAN	15.69	0.00	1.97	0.00							

UNBUNDLED NETWORK ELEMENTS - Tennessee											Attachment: 2		Exhibit: A		
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 First	Nonrecurring Add'l	Nonrecurring Disconnect First						
OPERATIONS SUPPORT SYSTEMS (OSS) - "STATE SPECIFIC RATES"															
NOTE: (1) CLEC should contact its contract negotiator if it prefers the "regional" OSS charges as offered by BellSouth. The OSS charges currently contained in this rate exhibit are the PSC state ordered "state specific" service ordering charges. CLEC may elect either the state specific Commission ordered rates for the service ordering charges, or CLEC may elect the regional service ordering charge, however, CLEC can not obtain a mixture of the two regardless if CLEC has an interconnection contract established in each of the 9 states.															
NOTE: (2) Any element that can be ordered electronically will be billed according to the SOMECE rate listed in this category. Please refer to BellSouth's Local Ordering Handbook (LOH) to determine if a product can be ordered electronically. For those elements that cannot be ordered electronically at present per the LOH, the listed SOMECE rate in this category reflects the charge that would be billed to a CLEC once electronic ordering capabilities come on-line for that element. Otherwise, the manual ordering charge, SOMAN, will be applied to a CLECs bill when it submits an LSR to BellSouth.															
NOTE: (3) OSS - Manual Service Order Charge, Per Element - UNE Only **Please see applicable rate element for OSS charge															
NOTE: (4) The actual state specific electronic OSS rate ordered by the Tennessee Regulatory Authority is \$0.00. Recovery of OSS interfaces is built into the recurring charges of the elements ordered.															
	OSS - Electronic Service Order Charge, Per Local Service Request (LSR) - UNE Only				SOMECE		0.00	0.00	0.00	0.00					
	OSS - Manual Service Order Charge, Per Element - UNE Only **Please see applicable rate element for OSS charge				SOMAN										