

Voice | Data | Internet | Wireless | Entertainment

July 11, 2006

Ms. Blanca S. Bayó, Director
Division of the Commission Clerk
& Administrative Services
Florida Public Service Commission
2540 Shumard Oak Boulevard
Tallahassee, Florida 32399-0850

RE: Notice of Adoption of Florida Digital Network, Inc. d/b/a FDN Communications and Embarq Florida, Inc. Interconnection, Unbundling, Collocation and Resale Agreement by PaeTec Communications, Inc.

Dear Ms. Bayó:

Embarq Florida, Inc. hereby provides notice to the Florida Public Service Commission of the adoption by PaeTec Communications, Inc of the Interconnection, Unbundling, Collocation and Resale Agreement for the State of Florida entered into by Florida Digital Network, Inc. d/b/a FDN Communications and Embarq Florida, Inc. which was filed with the Commission on March 15, 2006 in Docket No. 041464-TP.

PaeTec Communications, Inc. is adopting the agreement as provided by Section 252(i) of the Telecom Act of 1996.

Thank you for your assistance in this matter. If you have any questions, please do not hesitate to contact me at 850-599-1276.

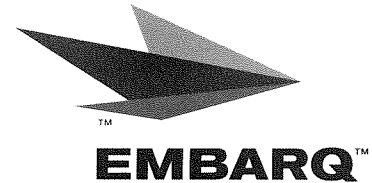
Sincerely,



Nancy Schnitzer

cc: J T Ambrosi
Vice President, Carrier and Government Relations
PAETEC Communications, Inc.
1 PAETEC Plaza
600 Willowbrook Office Park
Fairport, NY 14450

Enclosure



Embarq Corporation
Mailstop: FLTLHO0201
1313 Blair Stone Road
Tallahassee, FL 32301
EMBARQ.com

Nancy R. Schnitzer
REGULATORY AFFAIRS
LAW & EXTERNAL AFFAIRS
Voice: (850) 599-1276
Fax: (850) 878-0777
nancy.schnitzer@embarq.com

INTERCONNECTION AND RESALE AGREEMENT

This Interconnection and Resale Agreement ("Agreement"), dated June 12, 2006, is entered into by between PAETEC Communications, Inc., a Delaware corporation ("PAETEC"), and Embarq Florida, Inc, a Florida corporation ("Embarq") to establish the rates, terms and conditions for local interconnection, local resale and the purchase of unbundled network elements for the state of Florida. (Embarq and PAETEC may be referred to individually as a "Party" and collectively as the "Parties").

NOW THEREFORE, the Parties agree as follows:

1. INTERCONNECTION AND RESALE AGREEMENT

The Parties agree that the Agreement between the Parties shall consist of the Interconnection, Resale and Collocation Agreement between Florida Digital Network, Inc., d/b/a FDN Communications, dated March 11, 2006 (the "Adopted Agreement").

All services provided under this Agreement will be consistent with the decisions of courts having jurisdiction over this Agreement, including but not limited to the decisions of the Court of Appeals and the United States Supreme Court.

2. PARTIES:

PAETEC is hereby substituted in the Adopted Agreement for Florida Digital Network and Embarq shall remain as the other Party to the Adopted Agreement. Except as modified herein, the Agreement shall in all other respects reflect the same terms as the Adopted Agreement.

3. TERM:

This termination date of the Agreement is March 10, 2008, which corresponds with the expiration date of the Adopted Agreement.

4. NOTICES:

Except as otherwise provided, all notices and other communication hereunder shall be deemed to have been duly given when made in writing and delivered in person or deposited in the United States mail, certified mail, postage paid, return receipt requested and addressed as follows:

To PAETEC: Carrier and Government Relations
PAETEC Communications, Inc.
600 Willowbrook Office Park
Fairport, NY 14450

Copy to: General Counsel
Same Address

To Embarq: Director – Local Carrier Markets

Embarq
6480 Embarq Parkway
Mailstop: KSOPHM0310-3A453
Overland Park, KS 66251

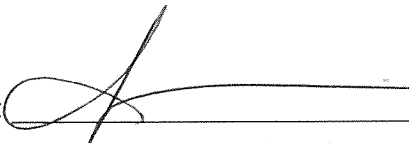
9300 Metcalf
mailstop: KSOPKB0401
Overland Park, KS 66212

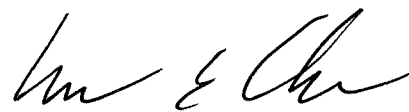
Copy to: Field Service Manager
555 Lake Border Drive
Apopka, FL 32703-5815

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

PAETEC Communications, Inc.

EMBARQ

By: 
FOR

By: 

Name: Daniel J. Venuti

Name: William E. Cheek

Title: Executive Vice President,
Secretary, & General Counsel

Title: President – Wholesale Markets

Date: 6/29/06

Date: 7/6/06