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October 31, 2008

Mrs. Ann Cole
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 d/b/a AT&T Florida d/b/a AT&T Southeast and DIECA Communications, Inc. d/b/a Covad Communications Company.

Dear Mrs. Cole:

Please find enclosed for filing and approval, the original and two copies of BellSouth Telecommunications, Inc d/b/a AT&T Florida d/b/a AT&T Southeast Amendment to Interconnection, Unbundling, Resale and Collocation Agreement with DIECA Communications, Inc. d/b/a Covad Communications Company.

The underlying agreement was filed on September 6, 2007 in Docket No. 070582-TP.

If you have any questions, please do not hesitate to call.

Very truly yours,

Greg Follensbee
Executive Director

**Amendment to the Agreement
Between
DIECA Communications, Inc. dba Covad Communications Company
and
BellSouth Telecommunications, Inc.
d/b/a
AT&T Alabama, AT&T Florida, AT&T Georgia,
AT&T Kentucky, AT&T Louisiana, AT&T Mississippi,
AT&T North Carolina, AT&T South Carolina and
AT&T Tennessee
Dated: August 24, 2007**

Pursuant to this Amendment, (“the Amendment”), DIECA Communications, Inc. dba Covad Communications Company (“Covad”) and BellSouth Telecommunications, Inc. d/b/a AT&T Alabama, AT&T Florida, AT&T Georgia, AT&T Kentucky, AT&T Louisiana, AT&T Mississippi, AT&T North Carolina, AT&T South Carolina and AT&T Tennessee (“AT&T”), hereinafter referred to collectively as the “Parties”, hereby agree to amend that certain Interconnection Agreement between the Parties dated August 24, 2007 (“Agreement”) to be effective thirty (30) calendar days after the date of the last signature executing the Amendment (“Effective Date”).

WHEREAS, AT&T and Covad entered into the Agreement on August 24, 2007, 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:

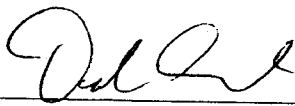
1. **AT&T-9STATE** shall be defined as the States of Alabama, Florida, Georgia, Kentucky, Louisiana, Mississippi, North Carolina, South Carolina and Tennessee.
2. All of the other provisions of the Agreement, dated August 24, 2007 shall remain in full force and effect.
3. Either or both of the Parties are authorized to submit this Amendment to the respective state regulatory authorities for approval subject to Section 252(e) of the Federal Telecommunications Acts of 1996.
4. The Parties agree that Attachment 4 of the Agreement should be amended by the adding the following terms and conditions as the last section of the Attachment.

16.0 Physical Collocation Synchronization:

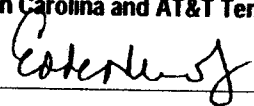
- 16.1 Bits Timing (per circuit) (Optional) - **AT&T-9STATE** will provide a single signal to Covad from an **AT&T-9STATE** timing source to provide synchronization between Covad’s single Network Element and **AT&T-9STATE**’s equipment.

- 16.2 Timing Interconnection Arrangement (Optional) - AT&T-9STATE will provide Timing leads (1 pair of wires) to Covad's dedicated Physical Collocation space.
- 17.0 **Virtual Collocation Synchronization:**
- 17.1 Timing Source Arrangement (Optional) - AT&T-9STATE provided signal from AT&T-9STATE's timing source to provide synchronization between Collocator's single network element and AT&T-9STATE's equipment expressed as a recurring and non-recurring rate.
5. The prices for Synchronization set forth in Exhibit 1 to this amendment shall be added to Attachment 4-Collocation Rates.
6. Captions. The Parties acknowledge that the captions in this Amendment have been inserted solely for convenience of reference and in no way define or limit the scope or substance of any term or provision of this Amendment.
7. In entering into this Amendment, neither Party waives, and each Party expressly reserves, any rights, remedies or arguments it may have at law or under the intervening law or regulatory change provisions in the underlying Agreement (including intervening law rights asserted by either Party via written notice predating this Amendment) with respect to any orders, decisions, legislation or proceedings and any remands thereof, which the Parties have not yet fully incorporated into this Agreement or which may be the subject of further review.
8. This Amendment shall be filed with and is subject to approval by the respective state regulatory authorities and shall become effective thirty (30) days after the date of the last signature executing the Amendment.

**DIECA Communications, Inc. dba Covad
Communications Company**

By: 
Name: Douglas Carlen
Title: SVP and General Counsel
Date: 9/15/08

**BellSouth Telecommunications, Inc.
d/b/a AT&T Alabama, AT&T Florida, AT&T
Georgia, AT&T Kentucky, AT&T Louisiana,
AT&T Mississippi, AT&T North Carolina, AT&T
South Carolina and AT&T Tennessee**

By: 
Name: Eddie A. Reed, Jr.
Title: Director - Interconnection Agreements
Date: 10.23.08

COLLOCATION - Alabama													
CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES(\$)			Svc Order Submitted Elec per LSR		Svc Order Submitted Manually per LSR		Att: 4 Ewh: B	
					Rec	Nonrecurring Add'l	Nonrecurring Disconnect PFT	SOME	SOMAN	Incremental Charge - Manual Svc Order vs. Electronic-1st	SOME	SOMAN	Incremental Charge - Manual Svc Order vs. Electronic-1st
PHYSICAL COLLOCATION													
	Collocation Application Submitted via Collocation Database												
	Physical Collocation - Timing Lead (1 pair per circuit), Per Linear Foot, Per pair		CLO	S8F45	0.08	14.81							
	Physical Collocation-Bits Timing, Per timing circuit		CLO	S8FQT	3.58	698.82							
VIRTUAL COLLOCATION													
	Collocation Application Submitted via Collocation Database												
	Entrance Cable												
	Virtual Collocation-Timing Lead (1 pair per circuit), Per Linear Foot, Per pair		GLO	S8FXT	0.08	14.81							
	Virtual Collocation-Bits Timing, Per timing circuit		CLO	S8FXS	3.58	698.82							

COLLOCATION - Florida																
CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES(\$)				Svc Order Submitted Manually per LSR				Svc Order Submitted Manually per LSR			
					Nonrecurring Add'l	Nonrecurring Add'l	Nonrecurring Add'l	Nonrecurring Add'l	Svc Order Submitted Manually per LSR	Svc Order Submitted Manually per LSR	Svc Order Submitted Manually per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Add'l
PHYSICAL COLLOCATION																
	Collocation Application Submitted via Collocation Database															
	Physical Collocation - Timing Lead (1 pair per circuit). Per Linear Foot, Per pair		CLO	S8F45	0.08	14.81										
	Physical Collocation-Bits Timing, Per timing circuit		CLO	S8F0T	3.58	698.82										
VIRTUAL COLLOCATION																
	Collocation Application Submitted via Collocation Database															
	Entrance Cable															
	Virtual Collocation-Timing Lead (1 pair per circuit), Per Linear Foot, Per pair		CLO	S8FXT	0.08	14.81										
	Virtual Collocation-Bits Timing, Per timing circuit		CLO	S8FXS	3.58	698.82										

COLLOCATION - Georgia																	
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- Disc Add'l		Incremental Charge - Manual Svc Order vs. Electronic- Disc 1st Add'l		
					Nonrecurring Add'l	First	Rec	Nonrecurring Add'l	First	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
PHYSICAL COLLOCATION																	
	Collocation Application Submitted via Collocation Database																
	Physical Collocation - Timing Lead (1 pair per circuit), Per Linear Foot, Per pair		CLO	S8F45	0.08	14.81											
	Physical Collocation-Bits Timing, Per timing circuit		CLO	S8FQT	3.38	698.82											
VIRTUAL COLLOCATION																	
	Collocation Application Submitted via Collocation Database																
	Entrance Cable																
	Virtual Collocation-Timing Lead (1 pair per circuit), Per Linear Foot, Per pair		CLO	S8FXT	0.08	14.81											
	Virtual Collocation-Bits Timing, Per timing circuit		CLO	S8FXS	3.38	698.82											

COLLOCATION - Kentucky															
CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES(\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Att: 4 Exh: B			Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st Add'l
					Rec	Nonrecurring		OSS Rates(\$)			Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st Add'l			
						First	Add'l	SOMAN					SOMAN		
PHYSICAL COLLOCATION															
	Collocation Application Submitted via Collocation Database														
	Physical Collocation - Timing Lead (1 pair per circuit), Per Linear Foot, Per pair		CLO	S8F45	0.08	14.81									
	Physical Collocation-Bits Timing, Per timing circuit		CLO	S8FQT	3.58	698.82									
VIRTUAL COLLOCATION															
	Collocation Application Submitted via Collocation Database														
	Entrance Cable														
	Virtual Collocation-Timing Lead (1 pair per circuit), Per Linear Foot, Per pair		CLO	S8FXT	0.08	14.81									
	Virtual Collocation-Bits Timing, Per timing circuit		CLO	S8FXS	3.58	698.82									

COLLOCATION - Louisiana													
CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES(\$)			Svc Order Submitted Manually per LSR		Incremental Charge - Manual Svc Order vs. Electronic-Add'l		Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l	
					Rec	Nonrecurring Add'l	Nonrecurring Disconnect PFT	Svc Order Submitted Manually per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l		
PHYSICAL COLLOCATION													
	Collocation Application Submitted via Collocation Database												
	Physical Collocation - Timing Lead (1 pair per circuit). Per Linear Foot, Per pair		CLO	S8F45	0.08	14.81							
	Physical Collocation-Bits Timing, Per timing circuit		CLO	S8FOT	3.58	698.82							
VIRTUAL COLLOCATION													
	Collocation Application Submitted via Collocation Database												
	Entrance Cable												
	Virtual Collocation-Timing Lead (1 pair per circuit). Per Linear Foot, Per pair		CLO	S8FXT	0.08	14.81							
	Virtual Collocation-Bits Timing, Per timing circuit		CLO	S8FAS	3.58	698.82							

COLLOCATION - Mississippi													
CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES(\$)			Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Att: 4 Exh: B		Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st
					Rec First	Nonrecurring Add'l	Nonrecurring Disconnect First			Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l		
PHYSICAL COLLOCATION													
	Collocation Application Submitted via Collocation Database												
	Physical Collocation - Timing Lead (1 pair per circuit), Per Linear Foot, Per pair		CLO	S8F45	0.08	14.81							
	Physical Collocation-Bits Timing, Per timing circuit		CLO	S8FQT	3.58	698.82							
VIRTUAL COLLOCATION													
	Collocation Application Submitted via Collocation Database												
	Entrance Cable												
	Virtual Collocation-Timing Lead (1 pair per circuit), Per Linear Foot, Per pair		CLO	S8PXT	0.08	14.81							
	Virtual Collocation-Bits Timing, Per timing circuit		CLO	S8FXS	3.58	698.82							

COLLOCATION - North Carolina													
CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES(\$)			Svc Order Submitted Manually per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-Add'l		Incremental Charge - Manual Svc Order vs. Electronic-Add'l	
					Nonrecurring Add'l	Nonrecurring Add'l	Nonrecurring Add'l			SOMECH	SOMAN	SOMAN	SOMAN
PHYSICAL COLLOCATION													
	Collocation Application Submitted via Collocation Database												
	Physical Collocation - Timing Lead (1 pair per circuit), Per Linear Foot, Per pair		CLO	S8F45	0.08	14.81							
	Physical Collocation-Bits Timing, Per timing circuit		CLO	S8FQT	3.58	698.82							
VIRTUAL COLLOCATION													
	Collocation Application Submitted via Collocation Database												
	Virtual Collocation-Entrance Cable												
	Virtual Collocation-Timing Lead (1 pair per circuit), Per Linear Foot, Per pair		CLO	S8FXT	0.08	14.81							
	Virtual Collocation-Bits Timing, Per timing circuit		CLO	S8FXS	3.58	698.82							

COLLOCATION - South Carolina

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-Add'l		Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st		Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l			
					Rec	Nonrecurring Add'l		SOME	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
						First	Add'l													
PHYSICAL COLLOCATION																				
	Collocation Application Submitted via Collocation Database																			
	Physical Collocation - Timing Lead (1 pair per circuit), Per Linear Foot, Per pair		CLO	S8F45	\$0.08	\$14.81														
	Physical Collocation-Bits Timing, Per timing circuit		CLO	S8FQT	\$1.58	\$698.82														
VIRTUAL COLLOCATION																				
	Collocation Application Submitted via Collocation Database																			
	Entrance Cable																			
	Virtual Collocation-Timing Lead (1 pair per circuit), Per Linear Foot, Per pair		CLO	S8FXT	0.08	14.81														
	Virtual Collocation-Bits Timing, Per timing circuit		CLO	S8FXS	3.58	698.82														

COLLOCATION - Tennessee														
CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES(\$)				Svc Order Submitted Manually per LSR	Art. 4 Exh. B		Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l	
					Rec	Nonrecurring		Nonrecurring Disconnect		Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l			Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l
						First	Add'l							
PHYSICAL COLLOCATION														
	Collocation Application Submitted via Collocation Database													
	Physical Collocation - Timing Lead (1 pair per circuit), Per Linear Foot, Per pair		CLO	S8F45	0.08	14.81								
	Physical Collocation-Bits Timing, Per timing circuit		CLO	S8F0T	3.58	698.82								
VIRTUAL COLLOCATION														
	Collocation Application Submitted via Collocation Database													
	Virtual Collocation-Timing Lead (1 pair per circuit), Per Linear Foot, Per pair		CLO	S8FXT	0.08	14.81								
	Virtual Collocation-Bits Timing, Per timing circuit		CLO	S8FXS	3.58	698.82								