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March 8, 2010

100108-TP

Mrs. Ann Cole
Director, Division of The Commission Clerk and Administrative Services
Florida Public Service Commission
2540 Shumard Oak Boulevard
Tallahassee, Florida 32399

RECEIVED - FPSC
10 MAR - 8 PM 4: 28
COMMISSION CLERK

Re: Notice of the Adoption of interconnection, unbundling, resale and collocation agreement between BellSouth Telecommunications, Inc d/b/a AT&T Florida d/b/a AT&T Southeast and KMC Telecom, III by CenturyTel Fiber Company II, LLC d/b/a LightCore, a CenturyLink limited liability company.

Dear Mrs. Cole:

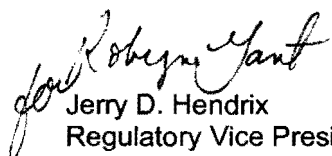
BellSouth Telecommunications, Inc d/b/a AT&T Florida d/b/a AT&T Southeast hereby provides notice to the Florida Public Service Commission of the adoption by CenturyTel Fiber Company II, LLC d/b/a LightCore, a CenturyLink limited liability company of the Interconnection, Unbundling, Resale, and Collocation Agreement for the State of Florida entered into between BellSouth Telecommunications, Inc d/b/a AT&T Florida d/b/a AT&T Southeast and KMC Telecom, III, which was filed with this Commission on July 7, 2005 in Docket No. 050465-TP.

CenturyTel Fiber Company II, LLC d/b/a LightCore, a CenturyLink limited liability company is adopting the agreement and all amendments (if applicable), as provided by Section 252(i) of the Telecommunications Act of 1996.

Enclosed are the original and two (2) copies of the contract between BellSouth Telecommunications, Inc d/b/a AT&T Florida d/b/a AT&T Southeast and CenturyTel Fiber Company II, LLC d/b/a LightCore, a CenturyLink limited liability company, for your records.

If you have any questions please do not hesitate to contact Robyn Yant at (850) 577-5551.

Very truly yours,


Jerry D. Hendrix
Regulatory Vice President

COM _____
APA _____
ECR 1
GCL 1
RAD _____
SSC _____
ADM _____
OPC _____
CLK _____

DOCUMENT NUMBER-DATE

01584 MAR-8 0

FPSC-COMM-CP-01

BELLSOUTH® / CLEC Agreement

Customer Name: CenturyTel Fiber Company II, LLC

CenturyTel Fiber Company II, LLC - 2005 Adoption	2
Adoption Papers	3
Signature Page	6
CenturyTel Fiber Company II, LLC - Att 3 Rates Amendment	7
CenturyTel Fiber Company II, LLC - Name Change - 5-9-07	27

DOCUMENT NUMBER-DATE

01584 MAR-8 2

Note: This page is not part of the actual signed contract/amendment, but is present for record keeping purposes only.

FPSC-COMMISSION CLERK

By and Between
BellSouth Telecommunications, Inc.
And
CenturyTel Fiber Company II, LLC

AGREEMENT

This Agreement, which shall become effective thirty (30) days following the date of the last signature of both Parties (Effective Date), is entered into by and between CenturyTel Fiber Company II, LLC (CTF II), a Louisiana limited liability company on behalf of itself, and BellSouth Telecommunications, Inc., (BellSouth), a Georgia corporation, having an office at 675 W. Peachtree Street, Atlanta, Georgia, 30375, on behalf of itself and its successors and assigns.

WHEREAS, the Telecommunications Act of 1996 (the "Act") was signed into law on February 8, 1996; and

WHEREAS, section 252(i) of the Act requires BellSouth to make available any interconnection, service, or network element provided under an agreement approved by the appropriate state regulatory body to any other requesting telecommunications carrier upon the same terms and conditions as those provided in the agreement in its entirety; and

WHEREAS, CTF II has requested that BellSouth make available the interconnection agreement in its entirety executed between BellSouth and CenturyTel Acquisition, LLC dba KMC Telecom III, LLC (CTA) dated June 30, 2005 for the states of Alabama, Florida, Georgia, Kentucky, Louisiana, Mississippi, North Carolina, South Carolina, and Tennessee.

NOW, THEREFORE, in consideration of the promises and mutual covenants of this Agreement, CTF II and BellSouth hereby agree as follows:

1. CTF II and BellSouth shall adopt in its entirety the CTA Interconnection Agreement dated June 30, 2005 and any and all amendments to said agreement executed and approved by the appropriate state regulatory commission as of the date of the execution of this Agreement. The CTA Interconnection Agreement and all amendments are attached hereto as Exhibit 1 and incorporated herein by this reference. The adoption of this agreement with amendment(s) consists of the following:

ITEM	NO. PAGES
Adoption Papers	4
Title Page	1
General Terms and Conditions	28
Attachment 1	35
Attachment 2	335
Attachment 3	80
Attachment 4	111
Attachment 5	20
Attachment 6	20
Attachment 7	35

DOCUMENT NUMBER - DATE
01584 MAR-8 0

FPSC-COMMISSION CLERK
DOCUMENT NUMBER - DATE

01584 MAR-8 0

FPSC-COMMISSION CLERK

Attachment 8	2
Attachment 9	2
Attachment 10	8
Attachment 11	7
TOTAL	673

2. In the event that CTF II consists of two (2) or more separate entities as set forth in the preamble to this Agreement, all such entities shall be jointly and severally liable for the obligations of CTF II under this Agreement.

3. The term of this Agreement shall be from the Effective Date as set forth above and shall expire as set forth in Section 3.1 of the CTA Interconnection Agreement. For the purposes of determining the expiration date of this Agreement pursuant to Section 3.1 of the CTA Interconnection Agreement, the effective date shall be June 30, 2005.

4. CTF II shall accept and incorporate any amendments to the CTA Interconnection Agreement executed as a result of any final judicial, regulatory, or legislative action.

5. Every notice, consent, approval, or other communications required or contemplated by this Agreement shall be in writing and shall be delivered in person or given by postage prepaid mail, address to:

BellSouth Telecommunications, Inc.

BellSouth Local Contract Manager
600 North 19th Street, 10th floor
Birmingham, Alabama 35203

and

ICS Attorney
Suite 4300
675 W. Peachtree St.
Atlanta, GA 30375

CenturyTel Fiber Company II, LLC

Daniel Davis
14567 N Outer Forty
Chesterfield, MO 63017
dan.davis@lightcore.net

or at such other address as the intended recipient previously shall have designated by written notice to the other Party. Where specifically required, notices shall be by certified or registered mail.

Unless otherwise provided in this Agreement, notice by mail shall be effective on the date it is officially recorded as delivered by return receipt or equivalent, and in the absence of such record of delivery, it shall be presumed to have been delivered the fifth day, or next business day after the fifth day, after it was deposited in the mails.

IN WITNESS WHEREOF, the Parties have executed this Agreement through their authorized representatives.

BellSouth Telecommunications, Inc.

By: Kristen E. Shore

Name: Kristen E. Shore

Title: Director

Date: 11/15/05

CenturyTel Fiber Company II, LLC

By: [Signature]

Name: Daniel A. Davis

Title: Vice President

Date: 11/14/05

**Amendment to the Agreement
Between
CenturyTel Fiber Company II, LLC
and
BellSouth Telecommunications, Inc.**

Dated December 15, 2005

Pursuant to this Amendment, (the "Amendment"), CenturyTel Fiber Company II, LLC (CTF II), and BellSouth Telecommunications, Inc. (BellSouth), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties dated December 15, 2005 (Agreement) to be effective on December 15, 2005 (Effective Date).

WHEREAS, BellSouth and CTF II entered into the Agreement on December 15, 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 the rates for Signaling (CCS7) in Exhibit A, Attachment 2 in their entirety and replace with Exhibit 1 attached hereto and incorporated herein by this reference.
2. The Parties agree to delete Exhibit A, Attachment 3 in its entirety; and replace with Exhibit 2 attached hereto and incorporated herein by this reference.
3. All of the other provisions of the Agreement, dated December 15, 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.

Signature Page

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

BellSouth Telecommunications, Inc.

By: *Kristen E. Shore*

Name: Kristen E. Shore

Title: Director

Date: 1/3/06

CenturyTel Fiber Company II, LLC

By: *Daniel A. Davis*

Name: Daniel A. Davis

Title: Vice President

Date: 12.16.05

Version: Att 3 Rate Amendment
12/14/05

[CCCS Amendment 2 of 20]

EXHIBIT 1

UNBUNDLED NETWORK ELEMENTS - Alabama											Attachment: 2 Exh A					
CATEGORY	RATE ELEMENTS	Inter m	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							OSS Rates(\$)
							First	Add'l	First	Add'l	SOME C	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
	NOTE: BK represents bill and keep															
	SIGNALING (CCS7)															
	CCS7 Signaling Usage, Per TCAP Message					0.0000569bk										
	CCS7 Signaling Usage, Per ISUP Message					0.0000142bk										

EXHIBIT 1

UNBUNDLED NETWORK ELEMENTS - Florida																
CATEGORY	RATE ELEMENTS	Interl m	Zone	BCS	USOC	RATES(\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment: 2 Exh A		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
	NOTE: BK represents bill and keep															
	SIGNALING (CCS7)															
	CCS7 Signaling Usage, Per TCAP Message															
	CCS7 Signaling Usage, Per ISUP Message															

EXHIBIT 1

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 Exh 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	
						First	Add'l	First	Add'l	SOME C	SOMAN					SOMAN
NOTE: BK represents bill and keep																
SIGNALING (CCS7)																
	CCS7 Signaling Usage, Per TCAP Message					0.0000527bk										
	CCS7 Signaling Usage, Per ISUP Message					0.0000132bk										

EXHIBIT 1

UNBUNDLED NETWORK ELEMENTS - Kentucky																
CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES(\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment: 2 Exh 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	
						First	Add'l	First	Add'l	SOMEK	SOMAN					SOMAN
NOTE: BK represents bill and keep																
SIGNALING (CCS7)																
	CCS7 Signaling Usage, Per TCAP Message					0.0000656bk										
	CCS7 Signaling Usage, Per ISUP Message					0.0000164bk										

EXHIBIT 1

UNBUNDLED NETWORK ELEMENTS - Louisiana											Attachment: 2 Exh A				
CATEGORY	RATE ELEMENTS	Inter m	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						
							First	Add'l	First	Add'l	SOME C	SOMAN	SOMAN	SOMAN	SOMAN
	NOTE: BK represents bill and keep														
SIGNALING (CCS7)															
	CCS7 Signaling Usage, Per TCAP Message					0.000064bk									
	CCS7 Signaling Usage, Per ISUP Message					0.000016bk									

EXHIBIT 1

UNBUNDLED NETWORK ELEMENTS - Mississippi											Attachment: 2 Exh 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							OSS Rates(\$)
							First	Add'l	First	Add'l	SOMECE	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
	NOTE: BK represents bill and keep															
	SIGNALING (CCS7)															
	CCS7 Signaling Usage, Per TCAP Message					0.0000597bk										
	CCS7 Signaling Usage, Per ISUP Message					0.0000149bk										

EXHIBIT 1

UNBUNDLED NETWORK ELEMENTS - North Carolina															
CATEGORY	RATE ELEMENTS	Inter m	Zone	BCS	USOC	RATES(\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment: 2 Exh. 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	SOMEK	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
NOTE: BK represents bill and keep															
SIGNALING (CCS7)															
	CCS7 Signaling Usage, Per TCAP Message					0.00009bk									
	CCS7 Signaling Usage, Per ISUP Message					0.00004bk									

EXHIBIT 1

UNBUNDLED NETWORK ELEMENTS - South Carolina													Attachment: 2 Exh 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							OSS Rates(\$)
							First	Add'l	First	Add'l	SOMEK	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
	NOTE: BK represents bill and keep															
	SIGNALING (CCS7)															
	CCS7 Signaling Usage, Per TCAP Message					0.0000692bk										
	CCS7 Signaling Usage, Per ISUP Message					0.0000173bk										

EXHIBIT 1

UNBUNDLED NETWORK ELEMENTS - Tennessee											Attachment: 2 Exh A				
CATEGORY	RATE ELEMENTS	Inter m	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						
							First	Add'l	First	Add'l	SOMEK	SOMAN	SOMAN	SOMAN	SOMAN
	NOTE: BK represents bill and keep														
	SIGNALING (CCS7)														
	CCS7 Signaling Usage, Per TCAP Message					0.0000916bk									
	CCS7 Signaling Usage, Per ISUP Message					0.0000373bk									

EXHIBIT 2

LOCAL INTERCONNECTION - Alabama														Attachment: 3 Exh A							
CATEGORY	RATE ELEMENTS	Interm	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 Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l							
						Rec	Nonrecurring		NRC Disconnect						SOMEK	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN	
							First	Add'l	First												Add'l
LOCAL INTERCONNECTION (CALL TRANSPORT AND TERMINATION)																					
NOTE: "bk" beside a rate indicates that the Parties have agreed to bill and keep for that element pursuant to the terms and conditions in Attachment 3.																					
INTERCARRIER COMPENSATION FOR LOCAL TRAFFIC AND ISP-BOUND TRAFFIC																					
	Single Rate for Local Traffic and ISP-bound Traffic, per MOU																				
TANDEM SWITCHING																					
	Multiple Tandem Switching, per MOU (applies to initial tandem only)																				
	Local Intermediary Charge (Composite), per MOU* (6/30/05-3/31/06)																				
	Local Intermediary Charge (Composite), per MOU* (4/1/06-6/30/08)																				
* 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	TPP6X			21.56bk	8.12bk												
	Installation Trunk Side Service-per DS0			OHD	TPP9X			21.56bk	8.12bk												
	Dedicated End Office Trunk Port Service-per DS0**			OHD	TDEOP			0.00													
	Dedicated End Office Trunk Port Service-per DS1**			OH1 OH1MS	TDE1P			0.00													
	Dedicated Tandem Trunk Port Service-per DS0**			OHD	TDWOP			0.00													
	Dedicated Tandem Trunk Port Service-per DS1**			OH1 OH1MS	TDW1P			0.00													
** This rate element is recovered on a per MOU basis and is included in the per MOU rate elements																					
LOCAL INTERCONNECTION (DEDICATED TRANSPORT)																					
INTEROFFICE CHANNEL - DEDICATED TRANSPORT																					
	Interoffice Channel-Dedicated Transport-2W VG-Per mi per mo			OHM	1LSNF			0.008838bk													
	Interoffice Channel-Dedicated Transport- 2W VG-Facility Termination per mo			OHM	1LSNF			21.13bk	40.54bk	27.41bk	16.74bk	6.90bk									
	Interoffice Channel-Dedicated Transport-56 kbps-per mi per mo			OHM	1LSNK			0.008838bk													
	Interoffice Channel-Dedicated Transport-56 kbps-Facility Termination per mo			OHM	1LSNK			15.12bk	40.54bk	27.41bk	16.74bk	6.90bk									
	Interoffice Channel-Dedicated Transport-64 kbps-per mi per mo			OHM	1LSNK			0.008838bk													
	Interoffice Channel-Dedicated Transport-64 kbps-Facility Termination per mo			OHM	1LSNK			15.12bk	40.54bk	27.41bk	16.74bk	6.90bk									
	Interoffice Channel-Dedicated Channel-DS1-Per mi per mo			OH1, OH1MS	1LSNL			0.18bk													
	Interoffice Channel-Dedicated Transport-DS1-Facility Termination per mo			OH1, OH1MS	1LSNL			60.16bk	89.27bk	81.81bk	16.35bk	14.44bk									
	Interoffice Channel -Dedicated Transport-DS3-Per mi per mo			OH3, OH3MS	1LSNM			4.09bk													
	Interoffice Channel-Dedicated Transport-DS3-Facility Termination per mo			OH3, OH3MS	1LSNM			703.52bk	278.75bk	162.76bk	60.20bk	58.46bk									
LOCAL CHANNEL - DEDICATED TRANSPORT																					
	Local Channel-Dedicated-2W VG per mo			OHM	TEFV2			13.97bk	193.10bk	33.17bk	36.64bk	3.20bk									
	Local Channel-Dedicated-4W VG per mo			OHM	TEFV4			14.93bk	193.53bk	33.60bk	37.11bk	3.67bk									
	Local Channel-Dedicated-DS1 per mo			OH1	TEFHG			35.76bk	177.47bk	153.72bk	22.19bk	15.26bk									
	Local Channel-Dedicated-DS3 Facility Termination per mo			OH3	TEFHJ			416.54bk	451.52bk	263.94bk	119.49bk	83.58bk									
LOCAL INTERCONNECTION MID-SPAN MEET																					
	Local Channel-Dedicated-DS1 per mo			OH1MS	TEFHG			0.00	0.00												
	Local Channel-Dedicated-DS3 per mo			OH3MS	TEFHJ			0.00	0.00												
MULTIPLEXERS																					
	Channelization- DS1 to DS0 Channel System			OH1, OH1MS	SATN1			101.06bk	91.04bk	62.57bk	10.54bk	9.79bk									
	DS3 to DS1 Channel System per mo			OH3, OH3MS	SATNS			166.13bk	178.14bk	93.97bk	33.26bk	31.63bk									
	DS3 Interface Unit (DS1 COC) per mo			OH1, OH1MS	SATCO			12.70bk	6.58bk	4.72bk											
SIGNALING (CCS7)																					
	CCS7 Signaling Termination, Per STP Port			UDB	PT8SX			130.83bk													
	CCS7 Signaling Connection, Per DS1 level link (A link)			UDB	TPP6A			15.46bk	35.53bk	35.53bk	16.44bk	16.44bk									
	CCS7 Signaling Connection, Per DS3 level link (A link)			UDB	TPP9A			15.46bk	35.53bk	35.53bk	16.44bk	16.44bk									
	CCS7 Signaling Connection, Per DS1 level link (B link) (also known as D link)			UDB	TPP6B			15.46bk	35.53bk	35.53bk	16.44bk	16.44bk									
	CCS7 Signaling Connection, Per DS3 level link (B link) (also known as D link)			UDB	TPP9B			15.46bk	35.53bk	35.53bk	16.44bk	16.44bk									
	CCS7 Signaling Usage Surrogate, per link per LATA			UDB	STU56			650.33bk													
	CCS7 Signaling Point Code, per Originating Point Code Establishment or Change, per STP affected			UDB	CCAPO				29.01bk	29.01bk	35.57bk	35.57bk									
	CCS7 Signaling Usage, Per TCAP Message							0.0000569bk													
	CCS7 Signaling Usage, Per ISUP Message							0.0000142bk													

EXHIBIT 2

LOCAL INTERCONNECTION - Florida										Attachment: 3 Exh A												
CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES(\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l							
						Rec	Nonrecurring		NRC Disconnect							OSS Rates(\$)						
							First	Add'l	First							Add'l	SOMEK	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
LOCAL INTERCONNECTION (CALL TRANSPORT AND TERMINATION)																						
NOTE: "bk" beside a rate indicates that the Parties have agreed to bill and keep for that element pursuant to the terms and conditions in Attachment 3.																						
INTERCARRIER COMPENSATION FOR LOCAL TRAFFIC AND ISP-BOUND TRAFFIC																						
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TANDEM SWITCHING																						
	Multiple Tandem Switching, per MOU (applies to initial tandem only)																					
	Local Intermediary Charge (Composite), per MOU* (6/30/05-3/31/06)																					
	Local Intermediary Charge (Composite), per MOU* (4/1/06-6/30/08)																					
* 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	TPP6X			21.73bk	8.19bk													
	Installation Trunk Side Service-per DS0			OHD	TPP9X			21.73bk	8.19bk													
	Dedicated End Office Trunk Port Service-per DS0**			OHD	TDEOP			0.00														
	Dedicated End Office Trunk Port Service-per DS1**			OH1 OH1MS	TDE1P			0.00														
	Dedicated Tandem Trunk Port Service-per DS0**			OHD	TDWOP			0.00														
	Dedicated Tandem Trunk Port Service-per DS1**			OH1 OH1MS	TDW1P			0.00														
** This rate element is recovered on a per MOU basis and is included in the per MOU rate elements																						
LOCAL INTERCONNECTION (DEDICATED TRANSPORT)																						
INTEROFFICE CHANNEL - DEDICATED TRANSPORT																						
	Interoffice Channel-Dedicated Transport-2W VG-Per mi per mo			OHM	1LSNF			0.0091bk														
	Interoffice Channel-Dedicated Transport-2W VG-Facility Termination per mo			OHM	1LSNF			25.32bk	47.35bk	31.78bk	18.31bk	7.03bk										
	Interoffice Channel-Dedicated Transport-56 kbps-per mi per mo			OHM	1LSNK			0.0091bk														
	Interoffice Channel-Dedicated Transport-56 kbps-Facility Termination per mo			OHM	1LSNK			18.44bk	47.35bk	31.78bk	18.31bk	7.03bk										
	Interoffice Channel-Dedicated Transport-64 kbps-per mi per mo			OHM	1LSNK			0.0091bk														
	Interoffice Channel-Dedicated Transport-64 kbps-Facility Termination per mo			OHM	1LSNK			18.44bk	47.35bk	31.78bk	18.31bk	7.03bk										
	Interoffice Channel-Dedicated Channel-DS1-Per mi per mo			OH1, OH1MS	1LSNL			0.1856bk														
	Interoffice Channel-Dedicated Transport-DS1-Facility Termination per mo			OH1, OH1MS	1LSNL			88.44bk	105.54bk	98.47bk	21.47bk	19.05bk										
	Interoffice Channel-Dedicated Transport-DS3-Per mi per mo			OH3, OH3MS	1LSNM			3.87bk														
	Interoffice Channel-Dedicated Transport-DS3-Facility Termination per mo			OH3, OH3MS	1LSNM			1071.00bk	335.46bk	219.28bk	72.03bk	70.56bk										
LOCAL CHANNEL - DEDICATED TRANSPORT																						
	Local Channel-Dedicated-2W VG per mo			OHM	TEFV2			19.68bk	265.84bk	46.97bk	37.63bk	4.00bk										
	Local Channel-Dedicated-4W VG per mo			OHM	TEFV4			20.45bk	266.54bk	47.67bk	44.22bk	5.33bk										
	Local Channel-Dedicated-DS1 per mo			OH1	TEFHG			36.49bk	216.65bk	183.54bk	24.30bk	16.95bk										
	Local Channel-Dedicated-DS3 Facility Termination per mo			OH3	TEFHJ			531.91bk	556.37bk	343.01bk	139.13bk	96.84bk										
LOCAL INTERCONNECTION MID-SPAN MEET																						
	Local Channel-Dedicated-DS1 per mo			OH1MS	TEFHG			0.00	0.00													
	Local Channel-Dedicated-DS3 per mo			OH3MS	TEFHJ			0.00	0.00													
MULTIPLEXERS																						
	Channelization- DS1 to DS0 Channel System			OH1, OH1MS	SATN1			146.77bk	101.42bk	71.62bk	11.09bk	10.49bk										
	DS3 to DS1 Channel System per mo			OH3, OH3MS	SATNS			211.19bk	199.28bk	118.64bk	40.34bk	39.07bk										
	DS3 interface Unit (DS1 COC) per mo			OH1, OH1MS	SATCO			13.76bk	10.07bk	7.08bk												
SIGNALING (CCS7)																						
	CCS7 Signaling Termination, Per STP Port			UDB	PT8SX			135.05bk														
	CCS7 Signaling Connection, Per DS1 level link (A link)			UDB	TPP6A			17.93bk	43.57bk	43.57bk	18.31bk	18.31bk										
	CCS7 Signaling Connection, Per DS3 level link (A link)			UDB	TPP9A			17.93bk	43.57bk	43.57bk	18.31bk	18.31bk										
	CCS7 Signaling Connection, Per DS1 level link (B link) (also known as D link)			UDB	TPP6B			17.93bk	43.57bk	43.57bk	18.31bk	18.31bk										
	CCS7 Signaling Connection, Per DS3 level link (B link) (also known as D link)			UDB	TPP9B			17.93bk	43.57bk	43.57bk	18.31bk	18.31bk										
	CCS7 Signaling Usage Surrogate, per link per LATA			UDB	STU56			694.32bk														
	CCS7 Signaling Point Code, per Originating Point Code Establishment or Change, per STP affected			UDB	CCAPO				46.03bk	46.03bk	46.03bk	46.03bk										
	CCS7 Signaling Usage, Per TCAP Message							0.0000607bk														
	CCS7 Signaling Usage, Per ISUP Message							0.0000152bk														

EXHIBIT 2

LOCAL INTERCONNECTION - Georgia										Attachment: 3 Exh A		Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l		Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l					
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 Add'l	OSS Rates(\$)								
											Rec	Nonrecurring		NRC Disconnect		SOMEK	SOMAN	SOMAN	SOMAN
												First	Add'l	First	Add'l				
LOCAL INTERCONNECTION (CALL TRANSPORT AND TERMINATION)																			
NOTE: "bk" beside a rate indicates that the Parties have agreed to bill and keep for that element pursuant to the terms and conditions in Attachment 3.																			
INTERCARRIER COMPENSATION FOR LOCAL TRAFFIC AND ISP-BOUND TRAFFIC																			
	Single Rate for Local Traffic and ISP-bound Traffic, per MOU					0.0007													
TANDEM SWITCHING																			
	Multiple Tandem Switching, per MOU (applies to initial tandem only)					0.0004088													
	Local Intermediary Charge (Composite), per MOU* (6/30/05-3/31/06)					0.0025													
	Local Intermediary Charge (Composite), per MOU* (4/1/06-6/30/08)					0.0030													
* 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	TPP6X		21.53bk	8.11bk											
	Installation Trunk Side Service-per DS0			OHD	TPP9X		21.53bk	8.11bk											
	Dedicated End Office Trunk Port Service-per DS0**			OHD	TDEOP	0.00													
	Dedicated End Office Trunk Port Service-per DS1**			OH1 OH1MS	TDE1P	0.00													
	Dedicated Tandem Trunk Port Service-per DS0**			OHD	TDWOP	0.00													
	Dedicated Tandem Trunk Port Service-per DS1**			OH1 OH1MS	TDW1P	0.00													
** This rate element is recovered on a per MOU basis and is included in the per MOU rate elements																			
LOCAL INTERCONNECTION (DEDICATED TRANSPORT)																			
INTEROFFICE CHANNEL - DEDICATED TRANSPORT																			
	Interoffice Channel-Dedicated Transport-2W VG-Per mi per mo			OHM	1L5NF	0.0057bk													
	Interoffice Channel-Dedicated Transport-2W VG-Facility Termination per mo			OHM	1L5NF	12.87bk	48.45bk	19.48bk	16.57bk	4.99bk									
	Interoffice Channel-Dedicated Transport-56 kbps-per mi per mo			OHM	1L5NK	0.0057bk													
	Interoffice Channel-Dedicated Transport-56 kbps-Facility Termination per mo			OHM	1L5NK	7.83bk	48.45bk	19.48bk	16.57bk	4.99bk									
	Interoffice Channel-Dedicated Transport-64 kbps-per mi per mo			OHM	1L5NK	0.0057bk													
	Interoffice Channel-Dedicated Transport-64 kbps-Facility Termination per mo			OHM	1L5NK	7.83bk	48.45bk	19.48bk	16.57bk	4.99bk									
	Interoffice Channel-Dedicated Channel-DS1-Per mi per mo			OH1, OH1MS	1L5NL	0.1154bk													
	Interoffice Channel-Dedicated Transport-DS1-Facility Termination per mo			OH1, OH1MS	1L5NL	34.19bk	111.025bk	80.28bk	31.35bk	21.73bk									
	Interoffice Channel-Dedicated Transport-DS3-Per mi per mo			OH3, OH3MS	1L5NM	2.53bk													
	Interoffice Channel-Dedicated Transport-DS3-Facility Termination per mo			OH3, OH3MS	1L5NM	342.02bk	320.47bk	86.32bk	66.77bk	52.81bk									
LOCAL CHANNEL - DEDICATED TRANSPORT																			
	Local Channel-Dedicated-2W VG per mo			OHM	TEFV2	7.74bk	121.06bk	53.29bk	46.39bk	13.36bk									
	Local Channel-Dedicated-4W VG per mo			OHM	TEFV4	8.72bk	125.62bk	54.43bk	46.39bk	13.36bk									
	Local Channel-Dedicated-DS1 per mo			OH1	TEFHG	18.47bk	149.46bk	111.19bk	40.35bk	26.11bk									
	Local Channel-Dedicated-DS3 Facility Termination per mo			OH3	TEFHJ	147.01bk	445.01bk	145.18bk	112.90bk	75.88bk									
LOCAL INTERCONNECTION MID-SPAN MEET																			
	Local Channel-Dedicated-DS1 per mo			OH1MS	TEFHG	0.00	0.00												
	Local Channel-Dedicated-DS3 per mo			OH3MS	TEFHJ	0.00	0.00												
MULTIPLEXERS																			
	Channelization- DS1 to DS0 Channel System			OH1, OH1MS	SATN1	69.75bk	105.67bk	41.58bk	23.75bk	4.19bk									
	DS3 to DS1 Channel System per mo			OH3, OH3MS	SATNS	121.90bk	224.47bk	71.83bk	40.00bk	31.05bk									
	DS3 interface Unit (DS1 COC) per mo			OH1, OH1MS	SATCO	7.35bk	15.80bk	11.38bk	6.60bk	6.605bk									
SIGNALING (CCS7)																			
	CCS7 Signaling Connection, Per 56Kbps Facility A-Link DS1			UDB	TPP6A	17.05bk	131.96bk	131.96bk	16.91bk	16.91bk									
	CCS7 Signaling Connection, Per 56Kbps Facility A-Link DS3			UDB	TPP9A	17.05bk	131.96bk	131.96bk	16.91bk	16.91bk									
	CCS7 Signaling Connection, Per 56Kbps Facility B-Link DS1			UDB	TPP6B	17.05bk	131.96bk	131.96bk	16.91bk	16.91bk									
	CCS7 Signaling Connection, Per 56Kbps Facility B-Link DS3			UDB	TPP9B	17.05bk	131.96bk	131.96bk	16.91bk	16.91bk									
	CCS7 Signaling Termination, Per STP Port			UDB	PT8SX	133.98bk													
	CCS7 Signaling Usage Surrogate, per link			UDB	STU56	340.67bk													
	CCS7 Signaling Point Code, Establishment or Change, per STP affected			UDB	CCAPO		40.00bk	40.00bk	33.32bk	33.32bk									
	CCS7 Signaling Usage, Per TCAP Message					0.0000527bk													
	CCS7 Signaling Usage, Per ISUP Message					0.0000132bk													

EXHIBIT 2

LOCAL INTERCONNECTION - Kentucky														Attachment: 3 Exh 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-Add'l Disc Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Add'l Disc Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Add'l Disc Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Add'l Disc Add'l							
						Rec	Nonrecurring		NRC Disconnect							SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN	
							First	Add'l	First													Add'l
LOCAL INTERCONNECTION (CALL TRANSPORT AND TERMINATION)																						
NOTE: "bk" beside a rate indicates that the Parties have agreed to bill and keep for that element pursuant to the terms and conditions in Attachment 3.																						
INTERCARRIER COMPENSATION FOR LOCAL TRAFFIC AND ISP-BOUND TRAFFIC																						
	Single Rate for Local Traffic and ISP-bound Traffic, per MOU																					
TANDEM SWITCHING																						
	Multiple Tandem Switching, per MOU (applies to initial tandem only)																					
	Local Intermediary Charge (Composite), per MOU* (6/30/05-3/31/08)																					
	Local Intermediary Charge (Composite), per MOU* (4/1/06-6/30/08)																					
* 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	TPP6X																	
	Installation Trunk Side Service-per DS0			OHD	TPP9X																	
	Dedicated End Office Trunk Port Service-per DS0**			OHD	TDEOP	0.00																
	Dedicated End Office Trunk Port Service-per DS1**			OH1	OH1MS	TDE1P	0.00															
	Dedicated Tandem Trunk Port Service-per DS0**			OHD	TDWOP	0.00																
	Dedicated Tandem Trunk Port Service-per DS1**			OH1	OH1MS	TDW1P	0.00															
** This rate element is recovered on a per MOU basis and is included in the per MOU rate elements																						
LOCAL INTERCONNECTION (DEDICATED TRANSPORT)																						
INTEROFFICE CHANNEL - DEDICATED TRANSPORT																						
	Interoffice Channel-Dedicated Transport-2W VG-Per mi per mo			OHM	1L5NF	0.01bk																
	Interoffice Channel-Dedicated Transport- 2W VG-Facility Termination per mo			OHM	1L5NF	29.11bk	47.34bk	31.78bk	22.77bk	8.75bk												
	Interoffice Channel-Dedicated Transport-56 kbps-per mi per mo			OHM	1L5NK	0.0115bk																
	Interoffice Channel-Dedicated Transport-56 kbps-Facility Termination per mo			OHM	1L5NK	20.97bk	47.34bk	31.78bk	22.77bk	8.75bk												
	Interoffice Channel-Dedicated Transport-64 kbps-per mi per mo			OHM	1L5NK	0.0115bk																
	Interoffice Channel-Dedicated Transport-64 kbps-Facility Termination per mo			OHM	1L5NK	20.97bk	47.34bk	31.78bk	22.77bk	8.75bk												
	Interoffice Channel-Dedicated Channel-DS1-Per mi per mo			OH1	OH1MS	1L5NL	0.23bk															
	Interoffice Channel-Dedicated Transport-DS1-Facility Termination per mo			OH1	OH1MS	1L5NL	96.04bk	105.52bk	98.46bk	23.09bk	20.49bk											
	Interoffice Channel -Dedicated Transport-DS3-Per mi per mo			OH3	OH3MS	1L5NM	4.97bk															
	Interoffice Channel-Dedicated Transport-DS3-Facility Termination per mo			OH3	OH3MS	1L5NM	1175.15bk	335.40bk	219.24bk	89.57bk	87.75bk											
LOCAL CHANNEL - DEDICATED TRANSPORT																						
	Local Channel-Dedicated-2W VG per mo			OHM	TEFV2	18.57bk	265.78bk	46.96bk	46.79bk	4.98bk												
	Local Channel-Dedicated-4W VG per mo			OHM	TEFV4	19.86bk	286.48bk	47.65bk	47.54bk	5.73bk												
	Local Channel-Dedicated-DS1 per mo			OH1	TEFHG	40.46bk	209.60bk	176.51bk	30.21bk	21.07bk												
	Local Channel-Dedicated-DS3 Facility Termination per mo			OH3	TEFHJ	576.05bk	551.36bk	338.06bk	173.90bk	120.42bk												
LOCAL INTERCONNECTION MID-SPAN MEET																						
	Local Channel-Dedicated-DS1 per mo			OH1MS	TEFHG	0.00	0.00															
	Local Channel-Dedicated-DS3 per mo			OH3MS	TEFHJ	0.00	0.00															
MULTIPLEXERS																						
	Channelization- DS1 to DS0 Channel System			OH1	OH1MS	SATN1	113.33bk	101.40bk	71.60bk	13.79bk	13.04bk											
	DS3 to DS1 Channel System per mo			OH3	OH3MS	SATNS	158.2bk	199.23bk	118.82bk	50.16bk	48.59bk											
	DS3 Interface Unit (DS1 GOC) per mo			OH1	OH1MS	SATCO	11.8bk	10.07bk	7.08bk													
SIGNALING (CCS7)																						
	CCS7 Signaling Connection, Per 56Kbps Facility A-Link DS1			UDB	TPP6A	20.71bk	43.56bk	43.56bk	22.45bk	22.45bk												
	CCS7 Signaling Connection, Per 56Kbps Facility A-Link DS3			UDB	TPP9A	20.71bk	43.56bk	43.56bk	22.45bk	22.45bk												
	CCS7 Signaling Connection, Per 56Kbps Facility B-Link DS1			UDB	TPP6B	20.71bk	43.56bk	43.56bk	22.45bk	22.45bk												
	CCS7 Signaling Connection, Per 56Kbps Facility B-Link DS3			UDB	TPP9B	20.71bk	43.56bk	43.56bk	22.45bk	22.45bk												
	CCS7 Signaling Termination, Per STP Port			UDB	PTBSX	151.39bk																
	CCS7 Signaling Usage Surrogate, per link per LATA			UDB	STU56	751.08bk																
	CCS7 Signaling Point Code, per Originating Point Code Establishment or Change, per STP affected			UDB	CCAPO		46.02bk	46.02bk	56.43bk	56.43bk												
	CCS7 Signaling Usage, Per TCAP Message					0.0000656bk																
	CCS7 Signaling Usage, Per ISUP Message					0.0000164bk																

EXHIBIT 2

LOCAL INTERCONNECTION - Louisiana										Attachment: 3 Exh A												
CATEGORY	RATE ELEMENTS	Interm	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 Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l							
						Rec	Nonrecurring		NRC Disconnec							OSS Rates(\$)						
							First	Add'l	First							Add'l	SOMEK	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
LOCAL INTERCONNECTION (CALL TRANSPORT AND TERMINATION)																						
NOTE: "bk" beside a rate indicates that the Parties have agreed to bill and keep for that element pursuant to the terms and conditions in Attachment 3.																						
INTERCARRIER COMPENSATION FOR LOCAL TRAFFIC AND ISP-BOUND TRAFFIC																						
	Single Rate for Local Traffic and ISP-bound Traffic, per MOU																					
															0.0007							
TANDEM SWITCHING																						
	Multiple Tandem Switching, per MOU (applies to initial tandem only)																					
															0.0005507							
	Local Intermediary Charge (Composite), per MOU* (6/30/05-3/31/06)														0.0025							
	Local Intermediary Charge (Composite), per MOU* (4/1/06-6/30/08)														0.0030							
* 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	TPP6X			21.64bk	8.15bk													
	Installation Trunk Side Service-per DS0			OHD	TPP9X			21.64bk	8.15bk													
	Dedicated End Office Trunk Port Service-per DS0**			OHD	TDEOP	0.00																
	Dedicated End Office Trunk Port Service-per DS1**			OH1 OH1MS	TDE1P	0.00																
	Dedicated Tandem Trunk Port Service-per DS0**			OHD	TDWOP	0.00																
	Dedicated Tandem Trunk Port Service-per DS1**			OH1 OH1MS	TDW1P	0.00																
** This rate element is recovered on a per MOU basis and is included in the per MOU rate elements																						
LOCAL INTERCONNECTION (DEDICATED TRANSPORT)																						
INTEROFFICE CHANNEL - DEDICATED TRANSPORT																						
	Interoffice Channel-Dedicated Transport-2W VG-Per mi per mo			OHM	1L5NF	0.013bk																
	Interoffice Channel-Dedicated Transport- 2W VG Facility Termination per mo			OHM	1L5NF	22.60bk	39.36bk	26.62bk														
	Interoffice Channel-Dedicated Transport-56 kbps-per mi per mo			OHM	1L5NK	0.013bk																
	Interoffice Channel-Dedicated Transport-56 kbps-Facility Termination per mo			OHM	1L5NK	15.61bk	39.37bk	26.62bk														
	Interoffice Channel-Dedicated Transport-64 kbps-per mi per mo			OHM	1L5NK	0.013bk																
	Interoffice Channel-Dedicated Transport-64 kbps-Facility Termination per mo			OHM	1L5NK	15.61bk	39.37bk	26.62bk														
	Interoffice Channel-Dedicated Channel-DS1-Per mi per mo			OH1, OH1MS	1L5NL	0.2652bk																
	Interoffice Channel-Dedicated Transport-DS1-Facility Termination per mo			OH1, OH1MS	1L5NL	70.47bk	86.69bk	79.44bk														
	Interoffice Channel -Dedicated Transport-DS3-Per mi per mo			OH3, OH3MS	1L5NM	6.04bk																
	Interoffice Channel-Dedicated Transport-DS3-Facility Termination per mo			OH3, OH3MS	1L5NM	850.45bk	270.69bk	158.05bk														
LOCAL CHANNEL - DEDICATED TRANSPORT																						
	Local Channel-Dedicated-2W VG per mo			OHM	TEFV2	18.32bk	187.51bk	32.21bk														
	Local Channel-Dedicated-4W VG per mo			OHM	TEFV4	19.41bk	187.94bk	32.63bk														
	Local Channel-Dedicated-DS1 per mo			OH1	TEFHG	39.18bk	172.34bk	149.27bk														
	Local Channel-Dedicated-DS3 Facility Termination per mo			OH3	TEFHJ	469.44bk	438.46bk	256.90bk														
LOCAL INTERCONNECTION MID-SPAN MEET																						
	Local Channel-Dedicated DS1 per mo			OH1MS	TEFHG	0.00	0.00															
	Local Channel-Dedicated-DS3 per mo			OH3MS	TEFHJ	0.00	0.00															
MULTIPLXERS																						
	Channelization- DS1 to DS0 Channel System			OH1, OH1MS	SATN1	105.09bk	88.41bk	60.76bk														
	DS3 to DS1 Channel System per mo			OH3, OH3MS	SATNS	201.48bk	172.99bk	91.25bk														
	DS3 Interface Unit (DS1 COC) per mo			OH1, OH1MS	SATCO	11.78bk	6.39bk	4.58bk														
SIGNALING (CCS7)																						
	CCS7 Signaling Termination, Per STP Port			UDB	PT8SX	147.60bk																
	CCS7 Signaling Connection, Per DS1 level link (A link)			UDB	TPP6A	15.77bk	34.5bk	34.5bk														
	CCS7 Signaling Connection, Per DS3 level link (A link)			UDB	TPP9A	15.77bk	34.5bk	34.5bk														
	CCS7 Signaling Connection, Per DS1 level link (B link) (also known as D link)			UDB	TPP6B	15.77bk	34.5bk	34.5bk														
	CCS7 Signaling Connection, Per DS3 level link (B link) (also known as D link)			UDB	TPP9B	15.77bk	34.5bk	34.5bk														
	CCS7 Signaling Usage Surrogate, per link per LATA			UDB	STU56	732.10bk																
	CCS7 Signaling Point Code, per Originating Point Code Establishment or Change, per STP affected			UDB	CCAPO		28.17bk	28.17bk														
	CCS7 Signaling Usage, Per TCAP Message					0.000064bk																
	CCS7 Signaling Usage, Per ISUP Message					0.000016bk																

EXHIBIT 2

LOCAL INTERCONNECTION - Mississippi														Attachment: 3 Exh A								
CATEGORY	RATE ELEMENTS	Interm	Zone	BCS	USOC	RATES(\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l							
						Rec	Nonrecurring		NRC Disconnect							OSS Rates(\$)						
							First	Add'l	First							Add'l	SOMEK	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
LOCAL INTERCONNECTION (CALL TRANSPORT AND TERMINATION)																						
NOTE: "bk" beside a rate indicates that the Parties have agreed to bill and keep for that element pursuant to the terms and conditions in Attachment 3.																						
INTERCARRIER COMPENSATION FOR LOCAL TRAFFIC AND ISP-BOUND TRAFFIC																						
	Single Rate for Local Traffic and ISP-bound Traffic, per MOU																					
TANDEM SWITCHING																						
	Multiple Tandem Switching, per MOU (applies to initial tandem only)																					
	Local Intermediary Charge (Composite), per MOU* (6/30/05-3/31/06)																					
	Local Intermediary Charge (Composite), per MOU* (4/1/06-6/30/08)																					
* 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	TPP6X			21.58bk	8.13bk													
	Installation Trunk Side Service-per DS0			OHD	TPP9X			21.58bk	8.13bk													
	Dedicated End Office Trunk Port Service-per DS0**			OHD	TDEOP			0.00														
	Dedicated End Office Trunk Port Service-per DS1**			OH1	OH1MS			0.00														
	Dedicated Tandem Trunk Port Service-per DS0**			OHD	TDWOP			0.00														
	Dedicated Tandem Trunk Port Service-per DS1**			OH1	OH1MS			0.00														
** This rate element is recovered on a per MOU basis and is included in the per MOU rate elements																						
LOCAL INTERCONNECTION (DEDICATED TRANSPORT)																						
INTEROFFICE CHANNEL - DEDICATED TRANSPORT																						
	Interoffice Channel-Dedicated Transport-2W VG-Per mi per mo			OHM	1LSNF			0.0098bk														
	Interoffice Channel-Dedicated Transport- 2W VG-Facility Termination per mo			OHM	1LSNF			22.52bk	40.77bk	27.57bk	17.26bk	7.11bk										
	Interoffice Channel-Dedicated Transport-56 kbps-per mi per mo			OHM	1LSNK			0.0098bk														
	Interoffice Channel-Dedicated Transport-56 kbps-Facility Termination per mo			OHM	1LSNK			15.68bk	40.78bk	27.57bk	17.26bk	7.11bk										
	Interoffice Channel-Dedicated Transport-64 kbps-per mi per mo			OHM	1LSNK			0.0098bk														
	Interoffice Channel-Dedicated Transport-64 kbps-Facility Termination per mo			OHM	1LSNK			15.68bk	40.78bk	27.57bk	17.26bk	7.11bk										
	Interoffice Channel-Dedicated Channel-DS1-Per mi per mo			OH1	OH1MS			0.201bk														
	Interoffice Channel-Dedicated Transport-DS1-Facility Termination per mo			OH1	OH1MS			57.33bk	89.79bk	82.28bk	16.86bk	14.90bk										
	Interoffice Channel -Dedicated Transport-DS3-Per mi per mo			OH3	OH3MS			4.76bk														
	Interoffice Channel-Dedicated Transport-DS3-Facility Termination per mo			OH3	OH3MS			641.90bk	280.37bk	163.70bk	62.08bk	60.29bk										
LOCAL CHANNEL - DEDICATED TRANSPORT																						
	Local Channel-Dedicated-2W VG per mo			OHM	TEFV2			14.91bk	194.22bk	33.36bk	37.79bk	3.30bk										
	Local Channel-Dedicated-4W VG per mo			OHM	TEFV4			15.99bk	194.66bk	33.80bk	38.27bk	3.78bk										
	Local Channel-Dedicated-DS1 per mo			OH1	TEFHG			36.83bk	178.50bk	154.61bk	22.89bk	15.74bk										
	Local Channel-Dedicated-DS3 Facility Termination per mo			OH3	TEFHJ			413.87bk	454.13bk	264.47bk	123.23bk	86.19bk										
LOCAL INTERCONNECTION MID-SPAN MEET																						
	Local Channel-Dedicated-DS1 per mo			OH1MS	TEFHG			0.00	0.00													
	Local Channel-Dedicated-DS3 per mo			OH3MS	TEFHJ			0.00	0.00													
MULTIPLEXERS																						
	Channelization- DS1 to DS0 Channel System			OH1	OH1MS			SATN1	102.85bk	91.57bk	62.94bk	10.87bk	10.10bk									
	DS3 to DS1 Channel System per mo			OH3	OH3MS			SATNS	170.63bk	179.17bk	94.52bk	34.30bk	32.82bk									
	DS3 Interface Unit (DS1 COC) per mo			OH1	OH1MS			SATCO	12.96bk	6.62bk	4.74bk											
SIGNALING (CCS7)																						
	CCS7 Signaling Termination, Per STP Port			UDB	PT8SX			132.21bk														
	CCS7 Signaling Connection, Per DS1 level link (A link)			UDB	TPP6A			16.55bk	35.74bk	35.74bk	16.53bk	16.53bk										
	CCS7 Signaling Connection, Per DS3 level link (A link)			UDB	TPP9A			16.55bk	35.74bk	35.74bk	16.53bk	16.53bk										
	CCS7 Signaling Connection, Per DS1 level link (B link) (also known as D link)			UDB	TPP6B			16.55bk	35.74bk	35.74bk	16.53bk	16.53bk										
	CCS7 Signaling Connection, Per DS3 level link (B link) (also known as D link)			UDB	TPP9B			16.55bk	35.74bk	35.74bk	16.53bk	16.53bk										
	CCS7 Signaling Usage Surrogate, per link per LATA			UDB	STU58			683.55bk														
	CCS7 Signaling Point Code, per Originating Point Code Establishment or Change, per STP affected			UDB	CCAPO				29.18bk	29.18bk	35.78bk	35.78bk										
	CCS7 Signaling Usage, Per TCAP Message							0.0000597bk														
	CCS7 Signaling Usage, Per ISUP Message							0.0000149bk														

EXHIBIT 2

LOCAL INTERCONNECTION - North Carolina																
CATEGORY	RATE ELEMENTS	Interm	Zone	BCS	USOC	RATES(\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment: 3 Exh A				
						Rec	Nonrecurring		NRC Disconnected			Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l	
							First	Add'l	First							Add'l
LOCAL INTERCONNECTION (CALL TRANSPORT AND TERMINATION)																
NOTE: "bk" beside a rate indicates that the Parties have agreed to bill and keep for that element pursuant to the terms and conditions in Attachment 3.																
INTERCARRIER COMPENSATION FOR LOCAL TRAFFIC AND ISP-BOUND TRAFFIC																
	Single Rate for Local Traffic and ISP-bound Traffic, per MOU					0.0007										
TANDEM SWITCHING																
	Multiple Tandem Switching, per MOU (applies to initial tandem only)					0.0004788										
	Local Intermediary Charge (Composite), per MOU* (6/30/05-3/31/06)					0.0025										
	Local Intermediary Charge (Composite), per MOU* (4/1/06-6/30/08)					0.0030										
* 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	TPP6X		21.55bk	8.12bk								
	Installation Trunk Side Service-per DS0			OHD	TPP9X		21.55bk	8.12bk								
	Dedicated End Office Trunk Port Service-per DS0**			OHD	TDEOP	0.00										
	Dedicated End Office Trunk Port Service-per DS1**			OH1 OH1MS	TDE1P	0.00										
	Dedicated Tandem Trunk Port Service-per DS0**			OHD	TDWOP	0.00										
	Dedicated Tandem Trunk Port Service-per DS1**			OH1 OH1MS	TDW1P	0.00										
** This rate element is recovered on a per MOU basis and is included in the per MOU rate elements																
LOCAL INTERCONNECTION (DEDICATED TRANSPORT)																
INTEROFFICE CHANNEL - DEDICATED TRANSPORT																
	Interoffice Channel-Dedicated Transport-2W VG-Per mi per mo			OHM	1LSNF	0.0095bk										
	Interoffice Channel-Dedicated Transport-2W VG-Facility Termination per mo			OHM	1LSNF	12.12bk	39.36bk	26.62bk								
	Interoffice Channel-Dedicated Transport-56 kbps-per mi per mo			OHM	1LSNK	0.0095bk										
	Interoffice Channel-Dedicated Transport-56 kbps-Facility Termination per mo			OHM	1LSNK	7.47bk	39.37bk	26.62bk								
	Interoffice Channel-Dedicated Transport-64 kbps-per mi per mo			OHM	1LSNK	0.0095bk										
	Interoffice Channel-Dedicated Transport-64 kbps-Facility Termination per mo			OHM	1LSNK	7.47bk	39.37bk	26.62bk								
	Interoffice Channel-Dedicated Channel-DS1-Per mi per mo			OH1, OH1MS	1LSNL	0.1938bk										
	Interoffice Channel-Dedicated Transport-DS1-Facility Termination per mo			OH1, OH1MS	1LSNL	31.19bk	86.69bk	79.44bk								
	Interoffice Channel -Dedicated Transport-DS3-Per mi per mo			OH3, OH3MS	1LSNM	4.44bk										
	Interoffice Channel-Dedicated Transport-DS3-Facility Termination per mo			OH3, OH3MS	1LSNM	329.91bk	270.69bk	158.05bk								
LOCAL CHANNEL - DEDICATED TRANSPORT																
	Local Channel-Dedicated-2W VG per mo			OHM	TEFV2	6.29bk	187.51bk	32.21bk								
	Local Channel-Dedicated-4W VG per mo			OHM	TEFV4	7.08bk	187.94bk	32.63bk								
	Local Channel-Dedicated-DS1 per mo			OH1	TEFHG	22.13bk	172.34bk	149.27bk								
	Local Channel-Dedicated-DS3 Facility Termination per mo			OH3	TEFHJ	82.89bk	438.46bk	256.30bk								
LOCAL INTERCONNECTION MID-SPAN MEET																
	Local Channel-Dedicated-DS1 per mo			OH1MS	TEFHG	0.00	0.00									
	Local Channel-Dedicated-DS3 per mo			OH3MS	TEFHJ	0.00	0.00									
MULTIPLXERS																
	Channelization- DS1 to DS0 Channel System			OH1, OH1MS	SATN1	146.69bk	197.78bk	140.06bk								
	DS3 to DS1 Channel System per mo			OH3, OH3MS	SATNS	233.10bk	403.97bk	234.4bk								
	DS3 Interface Unit (DS1 COC) per mo			OH1, OH1MS	SATCO	16.07bk	13.09bk	9.38bk								
SIGNALING (CCS7)																
	CCS7 Signaling Connection, Per DS1 level link (A link)			UDB	TPP6A	8.13bk	34.50bk	34.50bk								
	CCS7 Signaling Connection, Per DS3 level link (A link)			UDB	TPP9A	8.13bk	34.50bk	34.50bk								
	CCS7 Signaling Connection, Per DS1 level link (B link) (also known as D link)			UDB	TPP6B	8.13bk	34.50bk	34.50bk								
	CCS7 Signaling Connection, Per DS3 level link (B link) (also known as D link)			UDB	TPP9B	8.13bk	34.50bk	34.50bk								
	CCS7 Signaling Termination, Per STP Port			UDB	PT8SX	108.19bk										
	CCS7 Signaling Usage Surrogate, per link per LATA			UDB	STU56	644.04bk										
	CCS7 Signaling Point Code, per Originating Point Code Establishment or Change, per STP affected			UDB	CCAPO		55.77bk	55.77bk								
	CCS7 Signaling Usage, Per TCAP Message					0.00004bk										
	CCS7 Signaling Usage, Per ISUP Message					0.00009bk										

EXHIBIT 2

LOCAL INTERCONNECTION - South Carolina										Attachment: 3 Exh A					
CATEGORY	RATE ELEMENTS	Interm	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 Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l
						Rec	Nonrecurring		NRC Disconnect						
							First	Add'l	First	Add'l					
LOCAL INTERCONNECTION (CALL TRANSPORT AND TERMINATION)															
NOTE: "bk" beside a rate indicates that the Parties have agreed to bill and keep for that element pursuant to the terms and conditions in Attachment 3.															
INTERCARRIER COMPENSATION FOR LOCAL TRAFFIC AND ISP-BOUND TRAFFIC															
	Single Rate for Local Traffic and ISP-bound Traffic, per MOU						0.0007								
TANDEM SWITCHING															
	Multiple Tandem Switching, per MOU (applies to initial tandem only)						0.000736								
	Local Intermediary Charge (Composite), per MOU* (6/30/05-3/31/06)						0.0025								
	Local Intermediary Charge (Composite), per MOU* (4/1/06-6/30/08)						0.0030								
* 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	TPP6X		21.65bk	8.16bk							
	Installation Trunk Side Service-per DS0			OHD	TPP9X		21.65bk	8.16bk							
	Dedicated End Office Trunk Port Service-per DS0**			OHD	TDEOP	0.00									
	Dedicated End Office Trunk Port Service-per DS1**			OH1 OH1MS	TDE1P	0.00									
	Dedicated Tandem Trunk Port Service-per DS0**			OHD	TDWOP	0.00									
	Dedicated Tandem Trunk Port Service-per DS1**			OH1 OH1MS	TDW1P	0.00									
** This rate element is recovered on a per MOU basis and is included in the per MOU rate elements															
LOCAL INTERCONNECTION (DEDICATED TRANSPORT)															
INTEROFFICE CHANNEL - DEDICATED TRANSPORT															
	Interoffice Channel-Dedicated Transport-2W VG-Per mi per mo			OHM	1L5NF	0.0167bk									
	Interoffice Channel-Dedicated Transport-2W VG-Facility Termination per mo			OHM	1L5NF	24.30bk	40.63bk	27.47bk	16.77bk	6.91bk					
	Interoffice Channel-Dedicated Transport-56 kbps-per mi per mo			OHM	1L5NK	0.0167bk									
	Interoffice Channel-Dedicated Transport-56 kbps-Facility Termination per mo			OHM	1L5NK	16.76bk	40.63bk	27.47bk	16.77bk	6.91bk					
	Interoffice Channel-Dedicated Transport-64 kbps-per mi per mo			OHM	1L5NK	0.0167bk									
	Interoffice Channel-Dedicated Transport-64 kbps-Facility Termination per mo			OHM	1L5NK	16.76bk	40.63bk	27.47bk	16.77bk	6.91bk					
	Interoffice Channel-Dedicated Channel-DS1-Per mi per mo			OH1, OH1MS	1L5NL	0.3415bk									
	Interoffice Channel-Dedicated Transport-DS1-Facility Termination per mo			OH1, OH1MS	1L5NL	77.14bk	89.47bk	81.99bk	16.39bk	14.48bk					
	Interoffice Channel-Dedicated Transport-DS3-Per mi per mo			OH3, OH3MS	1L5NM	8.02bk									
	Interoffice Channel-Dedicated Transport-DS3-Facility Termination per mo			OH3, OH3MS	1L5NM	880.65bk	279.37bk	163.12bk	60.33bk	58.59bk					
LOCAL CHANNEL - DEDICATED TRANSPORT															
	Local Channel-Dedicated-2W VG per mo			OHM	TEFV2	15.33bk	193.53bk	33.24bk	36.72bk	3.21bk					
	Local Channel-Dedicated-4W VG per mo			OHM	TEFV4	16.54bk	193.97bk	33.68bk	37.19bk	3.68bk					
	Local Channel-Dedicated-DS1 per mo			OH1	TEFHG	42.62bk	177.87bk	154.06bk	22.24bk	15.30bk					
	Local Channel-Dedicated-DS3 Facility Termination per mo			OH3	TEFHJ	446.00bk	452.52bk	264.53bk	119.75bk	83.77bk					
LOCAL INTERCONNECTION MID-SPAN MEET															
	Local Channel-Dedicated-DS1 per mo			OH1MS	TEFHG	0.00	0.00								
	Local Channel-Dedicated-DS3 per mo			OH3MS	TEFHJ	0.00	0.00								
MULTIPLXERS															
	Channelization- DS1 to DS0 Channel System			OH1, OH1MS	SATN1	107.57bk	91.24bk	62.71bk	10.56bk	9.81bk					
	DS3 to DS1 Channel System per mo			OH3, OH3MS	SATNS	144.02bk	178.54bk	94.18bk	33.33bk	31.90bk					
	DS3 Interface Unit (DS1 COC) per mo			OH1, OH1MS	SATCO	8.64bk	6.59bk	4.73bk							
SIGNALING (CCS7)															
	CCS7 Signaling Connection, Per 56Kbps Facility A-Link DS1			UDB	TPP6A	16.93bk	35.61bk	35.61bk	16.48bk	16.48bk					
	CCS7 Signaling Connection, Per 56Kbps Facility A-Link DS3			UDB	TPP9A	16.93bk	35.61bk	35.61bk	16.48bk	16.48bk					
	CCS7 Signaling Connection, Per 56Kbps Facility B-Link DS1			UDB	TPP6B	16.93bk	35.61bk	35.61bk	16.48bk	16.48bk					
	CCS7 Signaling Connection, Per 56Kbps Facility B-Link DS3			UDB	TPP9B	16.93bk	35.61bk	35.61bk	16.48bk	16.48bk					
	CCS7 Signaling Termination, Per STP Port			UDB	PTBSX	163.49bk									
	CCS7 Signaling Usage Surrogate, per link per LATA			UDB	STU56	791.37bk									
	CCS7 Signaling Point Code, per Originating Point Code Establishment or Change, per STP affected			UDB	CCAPO		29.08bk	29.08bk	35.65bk	35.65bk					
	CCS7 Signaling Usage, Per TCAP Message					0.0000692bk									
	CCS7 Signaling Usage, Per ISUP Message					0.0000173bk									

EXHIBIT 2

LOCAL INTERCONNECTION - Tennessee														Attachment: 3 Exh 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-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l							
						Rec	Nonrecurring		NRC Disconnect							SOME C	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN	
							First	Add'l	First													Add'l
LOCAL INTERCONNECTION (CALL TRANSPORT AND TERMINATION)																						
NOTE: "bk" beside a rate indicates that the Parties have agreed to bill and keep for that element pursuant to the terms and conditions in Attachment 3.																						
INTERCARRIER COMPENSATION FOR LOCAL TRAFFIC AND ISP-BOUND TRAFFIC																						
	Single Rate for Local Traffic and ISP-bound Traffic, per MOU					0.0007																
TANDEM SWITCHING																						
	Multiple Tandem Switching, per MOU (applies to initial tandem only)					0.0009778																
	Local Intermediary Charge (Composite), per MOU* (6/30/05-3/31/06)					0.0025																
	Local Intermediary Charge (Composite), per MOU* (4/1/06-6/30/08)					0.0030																
* 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	TPP6X	21.59bk	8.09bk															
	Installation Trunk Side Service-per DS0			OHD	TPP9X	21.59bk	8.09bk															
	Dedicated End Office Trunk Port Service-per DS0**			OHD	TDEOP	0.00																
	Dedicated End Office Trunk Port Service-per DS1**			OH1	OH1MS	TDE1P	0.00															
	Dedicated Tandem Trunk Port Service-per DS0**			OHD	TDWOP	0.00																
	Dedicated Tandem Trunk Port Service-per DS1**			OH1	OH1MS	TDW1P	0.00															
** This rate element is recovered on a per MOU basis and is included in the per MOU rate elements																						
LOCAL INTERCONNECTION (DEDICATED TRANSPORT)																						
INTEROFFICE CHANNEL - DEDICATED TRANSPORT																						
	Interoffice Channel-Dedicated Transport-2W VG-Per mi per mo			OHM	1L5NF	0.0174bk																
	Interoffice Channel-Dedicated Transport-2W VG-Facility Termination per mo			OHM	1L5NF	18.58bk	55.39bk	17.37bk	27.96bk	3.51bk												
	Interoffice Channel-Dedicated Transport-56 kbps-per mi per mo			OHM	1L5NK	0.0174bk																
	Interoffice Channel-Dedicated Transport-56 kbps-Facility Termination per mo			OHM	1L5NK	17.98bk	55.39bk	17.37bk	27.96bk	3.51bk												
	Interoffice Channel-Dedicated Transport-64 kbps-per mi per mo			OHM	1L5NK	0.0174bk																
	Interoffice Channel-Dedicated Transport-64 kbps-Facility Termination per mo			OHM	1L5NK	17.98bk	55.39bk	17.37bk	27.96bk	3.51bk												
	Interoffice Channel-Dedicated Channel-DS1-Per mi per mo			OH1	OH1MS	1L5NL	0.3562bk															
	Interoffice Channel-Dedicated Transport-DS1-Facility Termination per mo			OH1	OH1MS	1L5NL	77.86bk	112.40bk	76.27bk	19.55bk	14.99bk											
	Interoffice Channel -Dedicated Transport-DS3-Per mi per mo			OH3	OH3MS	1L5NM	2.34bk															
	Interoffice Channel-Dedicated Transport-DS3-Facility Termination per mo			OH3	OH3MS	1L5NM	848.99bk	395.29bk	176.56bk	109.04bk	105.91bk											
LOCAL CHANNEL - DEDICATED TRANSPORT																						
	Local Channel-Dedicated-2W VG per mo			OHM	TEFV2	15.29bk	199.33bk	24.16bk	54.81bk	4.80bk												
	Local Channel-Dedicated-4W VG per mo			OHM	TEFV4	16.18bk	201.53bk	24.83bk	55.52bk	5.51bk												
	Local Channel-Dedicated-DS1 per mo			OH1	TEFHG	32.25bk	277.35bk	233.26bk	33.18bk	22.30bk												
	Local Channel-Dedicated-DS3 Facility Termination per mo			OH3	TEFHJ	611.30bk	595.37bk	304.50bk	215.82bk	151.15bk												
LOCAL INTERCONNECTION MID-SPAN MEET																						
	Local Channel-Dedicated-DS1 per mo			OH1MS	TEFHG	0.00	0.00															
	Local Channel-Dedicated-DS3 per mo			OH3MS	TEFHJ	0.00	0.00															
MULTIPLEXERS																						
	Channelization- DS1 to DS0 Channel System			OH1	OH1MS	SATN1	80.77bk	141.87bk	77.11bk	14.51bk	13.46bk											
	DS3 to DS1 Channel System per mo			OH3	OH3MS	SATNS	222.98bk	308.03bk	108.47bk	44.47bk	42.62bk											
	DS3 Interface Unit (DS1 CCI) per mo			OH1	OH1MS	SATCO	17.58bk	6.07bk	4.66bk													
SIGNALING (CCS7)																						
	CCS7 Signaling Termination, Per STP Port			UDB	PT8SX	138.41bk																
	CCS7 Signaling Connection, Per DS1 level link (A link)			UDB	TPP6A	17.84bk	130.84bk	130.84bk														
	CCS7 Signaling Connection, Per DS3 level link (A link)			UDB	TPP9A	17.84bk	130.84bk	130.84bk														
	CCS7 Signaling Connection, Per DS1 level link (B link) (also known as D link)			UDB	TPP6B	17.84bk	130.84bk	130.84bk														
	CCS7 Signaling Connection, Per DS3 level link (B link) (also known as D link)			UDB	TPP9B	17.84bk	130.84bk	130.84bk														
	CCS7 Signaling Usage Surrogate, per link per LATA			UDB	STU56	352.30bk																
	Signaling Point Code, per Originating Point Code Establishment or Change, per STP			UDB	CCAPO		121.77bk	121.77bk														
	CCS7 Signaling Usage, Per TCAP Message					0.0000916bk																
	CCS7 Signaling Usage, Per ISUP Message					0.0000373bk																

**Amendment to the Interconnection Agreement
Between
CenturyTel Fiber Company II, LLC 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 December 15, 2005**

This Amendment is entered into by and between CenturyTel Fiber Company II, LLC (CTF II) 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," to amend that certain Interconnection Agreement between the Parties dated December 15, 2005 ("Interconnection Agreement") to be effective as of the date of the last signature to the amendment.

WHEREAS, CTF II has changed the name of said business to CenturyTel Fiber Company II, LLC d/b/a LightCore, a CenturyTel Company (LightCore), a limited liability company.

WHEREAS, the Parties desire that the Interconnection Agreement be amended to reflect the correct corporate entity name.

NOW, THEREFORE, in consideration of the mutual promises and covenants 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 name of CenturyTel Fiber Company II, LLC (CTF II) in the Interconnection Agreement is hereby deleted throughout the Interconnection Agreement and replaced with CenturyTel Fiber Company II, LLC d/b/a LightCore, a CenturyTel Company (LightCore).

2. All of the other provisions of the Interconnection Agreement, dated December 15, 2005, shall remain in full force and effect.

3. Either or both of the Parties is authorized to submit this Amendment to each Public Service Commission for approval subject to Section 252(e) of the Telecommunications Act of 1996.

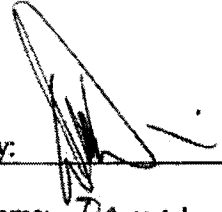
4. In entering into this Amendment, neither Party waives, and each Party expressly reserves, any rights, remedies or arguments it may have at law or under the intervening law or regulatory change provisions in the underlying Agreement (including intervening law rights asserted by either Party via written 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.

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

**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**

**CenturyTel Fiber Company II, LLC
d/b/a LightCore, a CenturyTel
Company**

By: *Kristen E. Shore*
Name: Kristen E. Shore
Title: Director
Date: 5/9/07

By: 
Name: DANIEL A. DAVIS
Title: VICE PRESIDENT
Date: 5/9/07