TENNESSEE REGULATORY AUTHORITY

Sara Kyle, Chairman
Lynn Greer, Director
Melvin Malone, Director

460 James Robertson Parkway
Nashville, Tennessee 37243-0505

April 4, 2002

Mr. Charles L. Howorth, Jr.
Regulatory Vice President
BellSouth Telecommunications, Inc.
333 Commerce Street #2104
Nashville, TN 37201-3300

Dear Mr. Howorth:

BellSouth recently filed Tariff No. 02-00353 to introduce the 2Q Key Business Discount Program, which will also replace the existing 2001 Key Business Discount Program. To assist the Authority in its review of this tariff, please provide responses to the following:

1. Provide the number of subscribers by wire center to the current 2001 Key Business Discount Program as of December 31, 2001, for all wire centers included in the program (i.e., Columbia, Clarksville, and all Rate Group 4 and 5 wire centers.)

2. Provide a detailed explanation as to why the Columbia wire center, which is included in the existing 2001 Key Business Discount Program, is removed from the proposed 2Q Key Business Discount Program.

3. Provide a detailed explanation as to why the Clarksville wire center is included in the proposed 2Q Key Business Discount Program while other Rate Group 2 and 3 wire centers which are located in areas that appear to be experiencing a similar level of competitive activity are excluded from the program (e.g., Jackson in Madison County, Morristown in Hamblen County, and Columbia in Maury County).

4. Reconcile BellSouth's decision to include Clarksville as the only Rate Group 3 wire center in the proposed 2Q Key Business Discount Program, while excluding all other Rate Group 3 wire centers, with the state's anti-discrimination statutes, particularly Tenn. Code Ann. §§ 65-4-122 and 65-5-204.

We request that you submit your responses to the Authority by Wednesday, April 10, 2002. If you have any questions concerning this matter, contact Joe Shirley at 741-2904, extension 152.

Sincerely,

K. David Waddell
Executive Secretary

cc: Mr. Guy Hicks   # 2/0!