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Guy M. Hicks
General Counsel

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TN REGULATORY AUTHORITY
DOCKET ROOM

October 2, 2002

VIA HAND DELIVERY

Hon. Sarah Kyle
Chairman
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37238

DOCKET NO.

02-01108

Re: *Approval of the Amendment to the Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc. and Network Telephone Corporation. Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996.*
Docket No. 02-00808

Dear Chairman Kyle:

Pursuant to Section 252(e) of the Telecommunications Act of 1996, Network Telephone Corporation and BellSouth Telecommunications, Inc. are hereby submitting to the Tennessee Regulatory Authority the original and thirteen copies of the attached Petition for Approval of the Amendment to the Interconnection Agreement dated May 17, 2001. The Amendment incorporates the rates set forth in Exhibit 1.

Thank you for your attention to this matter.

Sincerely yours,

Guy M. Hicks

cc: Mr. Brent McMahan, Vice President Regulatory & Governmental Affairs, Network Telephone Corporation

BEFORE THE TENNESSEE REGULATORY AUTHORITY
Nashville, Tennessee

In re: *Approval of the Amendment to the Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc. and Network Telephone Corporation Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996*

Docket No. 02-00808

PETITION FOR APPROVAL OF THE
AMENDMENT TO THE INTERCONNECTION AGREEMENT
NEGOTIATED BETWEEN BELL SOUTH TELECOMMUNICATIONS, INC.
AND NETWORK TELEPHONE CORPORATION
PURSUANT TO THE TELECOMMUNICATIONS ACT OF 1996

COME NOW, Network Telephone Corporation ("Network Telephone") and BellSouth Telecommunications, Inc., ("BellSouth"), and file this request for approval of the Amendment to the Interconnection Agreement dated May 17, 2001 (the "Amendment") negotiated between the two companies pursuant to Sections 251 and 252 of the Telecommunications Act of 1996, (the "Act"). In support of their request, Network Telephone and BellSouth state the following:

1. Network Telephone and BellSouth have successfully negotiated an agreement for interconnection of their networks, the unbundling of specific network elements offered by BellSouth and the resale of BellSouth's telecommunications services to Network Telephone. The Interconnection Agreement was approved by the Tennessee Regulatory Authority ("TRA") on September 25, 2001.
2. The parties have recently negotiated an Amendment to the Agreement which incorporates the rates set forth in Exhibit 1. A copy of the Amendment is attached hereto and incorporated herein by reference.

3. Pursuant to Section 252(e) of the Telecommunications Act of 1996, Network Telephone and BellSouth are submitting their Amendment to the TRA for its consideration and approval. The Amendment incorporates UNE Port USOCs associated with CR0756, UNE-Platform (UNEP) Call Scope Changes and UNE Port PBX USOCs.

4. In accordance with Section 252(e) of the Act, the TRA is charged with approving or rejecting the negotiated Amendment between BellSouth and Network Telephone within 90 days of its submission. The Act provides that the TRA may only reject such an agreement if it finds that the agreement or any portion of the agreement discriminates against a telecommunications carrier not a party to the agreement or the implementation of the agreement or any portion of the agreement is not consistent with the public interest, convenience and necessity.

5. Network Telephone and BellSouth aver that the Amendment is consistent with the standards for approval.

6. Pursuant to Section 252(i) of the Act, BellSouth shall make the Agreement available upon the same terms and conditions contained therein.

Network Telephone and BellSouth respectfully request that the TRA approve the Amendment negotiated between the parties.

This 2m day of Oct., 2002.

Respectfully submitted,

BELLSOUTH TELECOMMUNICATIONS, INC.

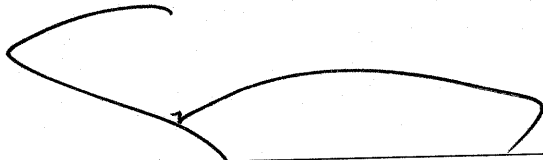
By: _____

Guy M. Hicks
333 Commerce Street, Suite 2101
Nashville, Tennessee 37201-3300
(615) 214-6301
Attorney for BellSouth

CERTIFICATE OF SERVICE

I, Guy M. Hicks, hereby certify that I have served a copy of the foregoing Petition for Approval of the Amendment to the Interconnection Agreement on the following via United States Mail on the 2nd day of Oct, 2002:

Mr. Brent McMahan, Vice President
Regulatory & Governmental Affairs
Network Telephone Corporation
815 South Palafox Street
Pensacola, Florida 32501



Guy M. Hicks

**AMENDMENT
TO THE
AGREEMENT BETWEEN
NETWORK TELEPHONE CORPORATION
AND
BELLSOUTH TELECOMMUNICATIONS, INC.
DATED MAY 17, 2001**

Pursuant to this Amendment, (the "Amendment"), Network Telephone Corporation, and BellSouth Telecommunications, Inc. ("BellSouth"), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties dated May 17, 2001 ("Agreement") to be effective the date of the last signature executing the Amendment.

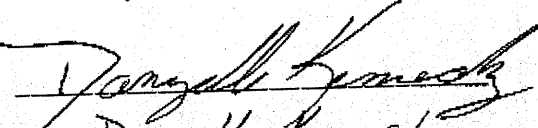
WHEREAS, BellSouth and Network Telephone Corporation entered into the Agreement on May 17, 2001, and;

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 add to the rates in Exhibit C of Attachment 2, the rates set forth in Exhibit 1 of this Amendment, attached hereto and incorporated herein by this reference.
2. All of the other provisions of the Agreement, dated May 17, 2001, shall remain in full force and effect.
3. Either or both of the Parties is 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.
4. Neither party waives any right to seek clarification from the Commission regarding retroactive application of the rates contained in this Amendment.

IN WITNESS WHEREOF, the Parties hereto have caused this Amendment to be executed by their respective duly authorized representatives on the date indicated below.

Network Telephone Corporation

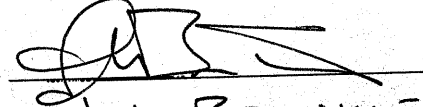
By: 

Name: Danyelle Kennedy

Title: EFO

Date: 8/30/02

BellSouth Telecommunications, Inc.

By: 

Name: J. K. BRINKLEY

Title: SR. DIR.

Date: 8/30/2002

UNBUNDLED NETWORK ELEMENTS - Alabama										Attachment: 2		Exhibit: C	
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-1st Add'l	Incremental Charge - Manual Svc Order vs. Electronic-1st Add'l	Incremental Charge - Manual Svc Order vs. Electronic-1st Add'l	
					Nonrecurring First	Nonrecurring Add'l	Nonrecurring Disconnect First						
The "Zone" shown in the sections for stand-alone loops or loops as part of a combination refers to Geographically Deaveraged UNE Zones. To view Geographically Deaveraged UNE Zone Designations by Central Office, refer to Internet Website: http://www.interconnection.bellsouth.com/become_a_clec/html/interconnection.htm													
UNBUNDLED LOCAL EXCHANGE SWITCHING(PORTS)													
Exchange Ports													
NOTE: Although the Port Rate includes all available features in GA, KY, LA & TN, the desired features will need to be ordered using retail USOCs													
2-WIRE VOICE GRADE LINE PORT RATES (RES)													
	Alabama Extended Local Dialing Port without Caller ID capability		UEPSR	UEPWA	1.38	2.38	2.27	1.33				15.66	
	Low Usage Line Port without Caller ID capability		UEPSR	UEPRT	1.38	2.38	2.27	1.33				15.66	
FEATURES													
	All Available Vertical Features		UEPSR	UEPVF	1.98	0.00	0.00					15.66	
2-WIRE VOICE GRADE LINE PORT RATES (BUS)													
	Alabama Extended Local Dialing Port without Caller ID capability		UEPSB	UEPWB	1.38	2.38	2.27	1.33				15.66	
	Incoming Only without Caller ID capability		UEPSB	UEPBE	1.38	2.38	2.27	1.33				15.66	
FEATURES													
	All Available Vertical Features		UEPSB	UEPVF	1.98	0.00	0.00					15.66	
UNBUNDLED PORT/LOOP COMBINATIONS - COST BASED RATES													
> Cost Based Rates are applied where BellSouth is required by FCC and/or State Commission rule to provide Unbundled Local Switching or Switch Ports.													
> Features shall apply to the Unbundled Port/Loop Combination - Cost Based Rate section in the same manner as they are applied to the Stand-Alone Unbundled Port section of this Rate Exhibit.													
> End Office and Tandem Switching Usage and Common Transport Usage rates in the Port section of this rate exhibit shall apply to all combinations of loop/port network elements except for UNE Coin Port/Loop Combinations.													
> The first and additional Port nonrecurring charges apply to Not Currently Combined Combos. For Currently Combined Combos, the nonrecurring charges shall be those identified in the Nonrecurring - Currently Combined sections. Additional NRCs may apply also and are categorized accordingly.													
2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (RES)													
UNE Port/Loop Combination Rates													
	2-Wire VG Loop/Port Combo - Zone 1	1			12.70								
	2-Wire VG Loop/Port Combo - Zone 2	2			21.19								
	2-Wire VG Loop/Port Combo - Zone 3	3			34.80								
UNE Loop Rates													
	2-Wire Voice Grade Loop (SL1) - Zone 1	1	UEPRX	UEPLX	11.55								
	2-Wire Voice Grade Loop (SL1) - Zone 2	2	UEPRX	UEPLX	20.04								
	2-Wire Voice Grade Loop (SL1) - Zone 3	3	UEPRX	UEPLX	33.65								
2-Wire Voice Grade Line Port Rates (Res)													
	Alabama Extended Local Dialing Port without Caller ID capability		UEPRX	UEPWA	1.15	40.19	19.83	24.91	6.63			15.66	
	Low Usage Line Port without Caller ID capability		UEPRX	UEPRT	1.15	40.19	19.83	24.91	6.63			15.66	
FEATURES													

CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES(\$)										Attachment: 2				Exhibit: C	
					Nonrecurring First	Add'l	Nonrecurring First	Add'l	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-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
					Rec															
	All Features Offered		UEPRX	UEPVF	1.98	0.00	0.00													
	LOCAL NUMBER PORTABILITY																			
	Local Number Portability (1 per port)		UEPRX	LNPCX	0.35															
	NONRECURRING CHARGES (NRCs) - CURRENTLY COMBINED																			
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch-as-is		UEPRX	USAC2		0.10	0.10													
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch with change		UEPRX	USACC		2.80	0.41													
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Subsequent Database Update					1.44														
	ADDITIONAL NRCs																			
	2-Wire Voice Grade Loop/Line Port Combination - Subsequent Activity		UEPRX	USAS2	0.00	0.00	0.00													
	2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (BUS)																			
	UNE Port/Loop Combination Rates																			
	2-Wire VG Loop/Port Combo - Zone 1	1			12.70															
	2-Wire VG Loop/Port Combo - Zone 2	2			21.19															
	2-Wire VG Loop/Port Combo - Zone 3	3			34.80															
	UNE Loop Rates																			
	2-Wire Voice Grade Loop (SL1) - Zone 1	1	UEPBX	UEPLX	11.55															
	2-Wire Voice Grade Loop (SL1) - Zone 2	2	UEPBX	UEPLX	20.04															
	2-Wire Voice Grade Loop (SL1) - Zone 3	3	UEPBX	UEPLX	33.65															
	2-Wire Voice Grade Line Port (Bus)																			
	Alabama Extended Local Dialing Port without Caller ID capability		UEPBX	UEPWB	1.15	40.19	19.83	24.91												
	Incoming Only without Caller ID capability		UEPBX	UEPBE	1.15	40.19	19.83	24.91												
	LOCAL NUMBER PORTABILITY																			
	Local Number Portability (1 per port)		UEPBX	LNPCX	0.35															
	FEATURES																			
	All Features Offered		UEPBX	UEPVF	1.98	0.00	0.00													
	NONRECURRING CHARGES (NRCs) - CURRENTLY COMBINED																			
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch-as-is		UEPBX	USAC2		0.10	0.10													
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch with change		UEPBX	USACC		2.80	0.41													
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Subsequent Database Update					1.44														
	ADDITIONAL NRCs																			
	2-Wire Voice Grade Loop/Line Port Combination - Subsequent Activity		UEPBX	USAS2		0.00	0.00													

UNBUNDLED NETWORK ELEMENTS - Florida														
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 1st	Incremental Charge - Manual Svc Order vs. Electronic- Disc 1st	Exhibit: C	
					Rec	Nonrecurring First	Add'l	Nonrecurring First	Disconnect Add'l	SOME	SOMAN	SOMAN	SOMAN	
The "Zone" shown in the sections for stand-alone loops or loops as part of a combination refers to Geographically Deaveraged UNE Zones. To view Geographically Deaveraged UNE Zone Designations by Central Office, refer to Internet Website: http://www.interconnection.bellsouth.com/become_a_clec/html/interconnection.htm														
UNBUNDLED LOCAL EXCHANGE SWITCHING(PORTS)														
Exchange Ports														
NOTE: Although the Port Rate includes all available features in GA, KY, LA & TN, the desired features will need to be ordered using retail USOCs														
2-WIRE VOICE GRADE LINE PORT RATES (RES)														
	Florida Area Calling Port without Caller ID capability		UEPSR	UEPA9	1.40	3.74	3.63	1.88	1.80			11.90		
	Florida Extended Dialing for use with CREX7 and Caller ID		UEPSR	UEPAT	1.40	3.74	3.63	1.88	1.80			11.90		
	Florida Extended Dialing for use with CREX7 and without Caller ID capability		UEPSR	UEPA8	1.40	3.74	3.63	1.88	1.80			11.90		
	Low Usage Line Port without Caller ID capability		UEPSR	UEPRT	1.40	3.74	3.63	1.88	1.80			11.90		
FEATURES														
	All Available Vertical Features		UEPSR	UEPVF	2.26	0.00	0.00					11.90		
2-WIRE VOICE GRADE LINE PORT RATES (BUS)														
	Incoming Only without Caller ID capability		UEPSB	UEPBE	1.40	3.74	3.63	1.88	1.80			11.90		
FEATURES														
	All Available Vertical Features		UEPSB	UEPVF	2.26	0.00	0.00					11.90		
UNBUNDLED PORT/LOOP COMBINATIONS - COST BASED RATES														
> Cost Based Rates are applied where BellSouth is required by FCC and/or State Commission rule to provide Unbundled Local Switching or Switch Ports.														
> Features shall apply to the Unbundled Port/Loop Combination - Cost Based Rate section in the same manner as they are applied to the Stand-Alone Unbundled Port section of this Rate Exhibit.														
> End Office and Tandem Switching Usage and Common Transport Usage rates in the Port section of this rate exhibit shall apply to all combinations of loop/port network elements except for UNE Coin Port/Loop Combinations.														
> The first and additional Port nonrecurring charges apply to Not Currently Combined Combos. For Currently Combined Combos, the nonrecurring charges shall be those identified in the Nonrecurring - Currently Combined sections.														
Additional NRCs may apply also and are categorized accordingly.														
2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (RES)														
UNE Port/Loop Combination Rates														
	2-Wire VG Loop/Port Combo - Zone 1	1			14.11									
	2-Wire VG Loop/Port Combo - Zone 2	2			18.23									
	2-Wire VG Loop/Port Combo - Zone 3	3			33.04									
UNE Loop Rates														
	2-Wire Voice Grade Loop (SL1) - Zone 1	1	UEPRX	UEPLX	12.84									
	2-Wire Voice Grade Loop (SL1) - Zone 2	2	UEPRX	UEPLX	17.06									
	2-Wire Voice Grade Loop (SL1) - Zone 3	3	UEPRX	UEPLX	31.87									
2-Wire Voice Grade Line Port Rates (Res)														
	Florida Area Calling Port without Caller ID capability		UEPRX	UEPA9	1.17	53.31	26.46					11.90		
	Florida Extended Dialing for use with CREX7 and Caller ID		UEPRX	UEPA1	1.17	53.31	26.46					11.90		
	Florida Extended Dialing for use with CREX7 and without Caller ID capability		UEPRX	UEPA8	1.17	53.31	26.46					11.90		

UNBUNDLED NETWORK ELEMENTS - Florida														Attachment: 2				Exhibit: C			
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	Incremental Charge - Manual Svc Order vs. Electronic-Add'l						
					Nonrecurring			Nonrecurring Disconnect								SOMECH	SOMAN	SOMAN	SOMAN		
					Rec	First	Add'l	First	Add'l												
	Low Usage Line Port without Caller ID capability		UEPRX	UEPRT				53.31	26.46						11.90						
FEATURES	All Features Offered		UEPRX	UEPVF				0.00	0.00						11.90						
LOCAL NUMBER PORTABILITY	Local Number Portability (1 per port)		UEPRX	LNPCX				0.35													
NONRECURRING CHARGES (NRCs) - CURRENTLY COMBINED	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch-as-is		UEPRX	USAC2				0.102	0.102						11.90						
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch with change		UEPRX	USACC				0.102	0.102						11.90						
ADDITIONAL NRCs	2-Wire Voice Grade Loop/Line Port Combination - Subsequent Activity		UEPRX	USAS2				0.00	0.00						11.90						
2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (BUS)																					
UNE Port/Loop Combination Rates																					
	2-Wire VG Loop/Port Combo - Zone 1	1						14.11													
	2-Wire VG Loop/Port Combo - Zone 2	2						18.23													
	2-Wire VG Loop/Port Combo - Zone 3	3						33.04													
UNE Loop Rates																					
	2-Wire Voice Grade Loop (SL1) - Zone 1	1	UEPBX	UEPLX				12.94													
	2-Wire Voice Grade Loop (SL1) - Zone 2	2	UEPBX	UEPLX				17.08													
	2-Wire Voice Grade Loop (SL1) - Zone 3	3	UEPBX	UEPLX				31.87													
2-Wire Voice Grade Line Port (Bus)																					
	Incoming Only without Caller ID capability		UEPBX	UEPBE				53.31	26.46						11.90						
LOCAL NUMBER PORTABILITY	Local Number Portability (1 per port)		UEPBX	LNPCX				0.35													
FEATURES	All Features Offered		UEPBX	UEPVF				2.26	0.00						11.90						
NONRECURRING CHARGES (NRCs) - CURRENTLY COMBINED	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch-as-is		UEPBX	USAC2				0.102	0.102						11.90						
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch with change		UEPBX	USACC				0.102	0.102						11.90						
ADDITIONAL NRCs	2-Wire Voice Grade Loop/Line Port Combination - Subsequent Activity		UEPBX	USAS2				0.00	0.00						11.90						
UNBUNDLED PORT LOOP COMBINATIONS - MARKET RATES																					
> Market Rates shall apply where BellSouth is not required to provide unbundled local switching or switch ports per FCC and/or State Commission rules.																					
This includes unbundled port/loop combinations that are Currently Combined or Not Currently Combined in Zone 1 of the Top 8 MSAs in BellSouth's region for end users with 4 or more DS0 equivalent lines.																					
> The Top 8 MSAs in BellSouth's region are: FL (Orlando, Ft. Lauderdale, Miami); GA (Atlanta); LA (New Orleans); NC (Greensboro-Winston Salem-Highpoint/Charlotte-Gastonia-Rock Hill); TN (Nashville).																					
BellSouth currently is developing the billing capability to mechanically bill the recurring and non-recurring Market Rates in this section. In the interim where BellSouth cannot bill Market Rates, BellSouth shall bill the rates in the Cost-Based section preceding in lieu of the Market Rates and reserves the right to true-up the billing difference.																					
> The Market Rate for unbundled ports includes all available features in all states.																					

UNBUNDLED NETWORK ELEMENTS - Florida													Attachment: 2		Exhibit: C	
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-1st	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-1st		
					Rec	Nonrecurring First	Add'l	Nonrecurring Disconnect First	SOMECH	SOMAN	OSS Rates(\$)	SOMAN	SOMAN	SOMAN		
	> End Office and Tandem Switching Usage and Common Transport Usage rates in the Port section of this rate exhibit shall apply to all combinations of loop/port network elements except for UNE Coin Port/Loop Combinations which have a flat rate usage charge															
	> For Not Currently Combined scenarios where Market Rates apply, the Nonrecurring charges are listed in the First and Additional NRC columns for each Port USOC. For Currently Combined scenarios, the Nonrecurring charges are listed in the NRC - Currently Combined section. Additional NRCs may apply also and are categorized accordingly.															
	2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (RES)															
	UNE Port/Loop Combination Rates															
	2-Wire VG Loop/Port Combo - Zone 1	1			26.94											
	2-Wire VG Loop/Port Combo - Zone 2	2			31.06											
	2-Wire VG Loop/Port Combo - Zone 3	3			45.87											
	UNE Loop Rates															
	2-Wire Voice Grade Loop (SL1) - Zone 1	1	UEPRX	UEPLX	17.06											
	2-Wire Voice Grade Loop (SL1) - Zone 2	2	UEPRX	UEPLX	31.87											
	2-Wire Voice Grade Loop (SL1) - Zone 3	3	UEPRX	UEPLX												
	2-Wire Voice Grade Line Port (Res)															
	Florida Area Calling Port without Caller ID capability		UEPRX	UEPA9	14.00	90.00	90.00					11.90				
	Florida Extended Dialing for use with CREX7 and Caller ID		UEPRX	UEPA1	14.00	90.00	90.00					11.90				
	Florida Extended Dialing for use with CREX7 and without Caller ID capability		UEPRX	UEPA8	14.00	90.00	90.00					11.90				
	Low Usage Line Port without Caller ID capability		UEPRX	UEPRT	14.00	90.00	90.00					11.90				
	LOCAL NUMBER PORTABILITY															
	Local Number Portability (1 per port)		UEPRX	LNPCX	0.35											
	FEATURES															
	All Features Offered		UEPRX	UEPVF	0.00	0.00	0.00									
	NONRECURRING CHARGES - CURRENTLY COMBINED															
	2-Wire Voice Grade Loop / Line Port Combination - Switch-as-is		UEPRX	USAC2		41.50	41.50					11.90				
	2-Wire Voice Grade Loop / Line Port Combination - Switch with change		UEPRX	USACC		41.50	41.50					11.90				
	ADDITIONAL NRCs															
	NRC - 2-Wire Voice Grade Loop/Line Port Combination - Subsequent		UEPRX	USAS2		0.00	0.00					11.90				
	2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (BUS)															
	UNE Port/Loop Combination Rates															
	2-Wire VG Loop/Port Combo - Zone 1	1			26.94											
	2-Wire VG Loop/Port Combo - Zone 2	2			31.06											
	2-Wire VG Loop/Port Combo - Zone 3	3			45.87											
	UNE Loop Rates															
	2-Wire Voice Grade Loop (SL1) - Zone 1	1	UEPBX	UEPLX	12.94											
	2-Wire Voice Grade Loop (SL1) - Zone 2	2	UEPBX	UEPLX	17.06											
	2-Wire Voice Grade Loop (SL1) - Zone 3	3	UEPBX	UEPLX	31.87											
	2-Wire Voice Grade Line Port (Bus)															
	Incoming Only without Caller ID capability		UEPBX	UEPBE	14.00	90.00	90.00					11.90				
	LOCAL NUMBER PORTABILITY															
	Local Number Portability (1 per port)		UEPBX	LNPCX	0.35											

UNBUNDLED NETWORK ELEMENTS - Florida										
CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES(\$)				Svc Order Submitted Elec per LSR	
					Nonrecurring First	Nonrecurring Add'l	Nonrecurring Disconnect First	Add'l	SOME	SOMAN
					Rec	First	First	First	SOME	SOMAN
	FEATURES									
	All Features Offered		UEPBX	UEPVF	0.00	0.00	0.00			
	NONRECURRING CHARGES - CURRENTLY COMBINED									
	2-Wire Voice Grade Loop / Line Port Combination - Switch-as-is		UEPBX	USAC2		41.50	41.50			11.90
	2-Wire Voice Grade Loop / Line Port Combination - Switch with change		UEPBX	USACC		41.50	41.50			11.90
	ADDITIONAL NRCS									
	NRC - 2-Wire Voice Grade Loop/Line Port Combination - Subsequent		UEPBX	USAS2		0.00	0.00			11.90

CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES(\$)				Svc Order Submitted Elec per LSR	
					Nonrecurring First	Nonrecurring Add'l	Nonrecurring Disconnect First	Add'l	SOME	SOMAN
					Rec	First	First	First	SOME	SOMAN
	FEATURES									
	All Features Offered		UEPBX	UEPVF	0.00	0.00	0.00			
	NONRECURRING CHARGES - CURRENTLY COMBINED									
	2-Wire Voice Grade Loop / Line Port Combination - Switch-as-is		UEPBX	USAC2		41.50	41.50			11.90
	2-Wire Voice Grade Loop / Line Port Combination - Switch with change		UEPBX	USACC		41.50	41.50			11.90
	ADDITIONAL NRCS									
	NRC - 2-Wire Voice Grade Loop/Line Port Combination - Subsequent		UEPBX	USAS2		0.00	0.00			11.90

UNBUNDLED NETWORK ELEMENTS - Georgia										Attachment: 2		Exhibit: C		
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-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Add'l		
					Rec	Nonrecurring							Nonrecurring First	Disconnect Add'l
						First	Add'l							
The "Zone" shown in the sections for stand-alone loops or loops as part of a combination refers to Geographically Deaveraged UNE Zones. To view Geographically Deaveraged UNE Zone Designations by Central Office, refer to Internet Website: http://www.interconnection.bellsouth.com/become_a_client/html/interconnection.htm														
UNBUNDLED LOCAL EXCHANGE SWITCHING(PORTS)														
Exchange Ports														
NOTE: Although the Port Rate includes all available features in GA, KY, LA & TN, the desired features will need to be ordered using retail USOCs														
2-WIRE VOICE GRADE LINE PORT RATES (RES)														
	2-Wire Voice Grade Georgia Basic Dialing Port without Caller ID capability		UEPSR	UEPWC	1.85	17.16	17.16				18.94	8.42		
	2-Wire Voice Grade Georgia Basic Dialing Port for use with Caller ID		UEPSR	UEPWQ	1.85	17.16	17.16				18.94	8.42		
	2-Wire voice unbundled Georgia basic dialing port - outgoing only		UEPSR	UEPWR	1.85	17.16	17.16				18.94	8.42		
	Low Usage Line Port without Caller ID capability		UEPSR	UEPRT	1.85	17.16	17.16				18.94	8.42		
FEATURES														
	All Available Vertical Features		UEPSR	UEPVF	0.00	0.00	0.00				18.94	8.42		
2-WIRE VOICE GRADE LINE PORT RATES (BUS)														
	2-Wire voice unbundled Georgia basic dialing port without Caller ID - bus		UEPSB	UEPWD	1.85	17.16	17.16				18.94	8.42		
	2-Wire voice unbundled Georgia basic dialing port with Caller ID - bus		UEPSB	UEPWP	1.85	17.16	17.16				18.94	8.42		
	Incoming Only without Caller ID capability		UEPSB	UEPBE	1.85	17.16	17.16				18.94	8.42		
FEATURES														
	All Available Vertical Features		UEPSB	UEPVF	0.00	0.00	0.00				18.94	8.42		
EXCHANGE PORT RATES (DID & PBX)														
	2-Wire voice unbundled Georgia basic dialing port - 2-way PBX Trunk		UEPSE	UEPPQ	1.85	17.16	17.16				18.94	8.42		
	2-Wire voice unbundled Georgia basic dialing port - 1-Way Outdial Trunk		UEPSP	UEPWS	1.85	17.16	17.16				18.94	8.42		
	2-Wire voice unbundled Georgia basic dialing port - 2-Way Trunk		UEPSP	UEPWT	1.85	17.16	17.16				18.94	8.42		
FEATURES														
	All Available Vertical Features		UEPSP	UEPVF	0.00	0.00	0.00				18.94	8.42		
UNBUNDLED PORT/LOOP COMBINATIONS - COST BASED RATES														
> Cost Based Rates are applied where BellSouth is required by FCC and/or State Commission rule to provide Unbundled Local Switching or Switch Ports.														
> Features shall apply to the Unbundled Port/Loop Combination - Cost Based Rate section in the same manner as they are applied to the Stand-Alone Unbundled Port section of this Rate Exhibit.														
> End Office and Tandem Switching Usage and Common Transport Usage rates in the Port section of this rate exhibit shall apply to all combinations of loop/port network elements except for UNE Coin Port/Loop Combinations.														

UNBUNDLED NETWORK ELEMENTS - Georgia										Attachment: 2		Exhibit: C					
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-1st		Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-1st	
					Nonrecurring First	Nonrecurring Add'l	Nonrecurring Disconnect First	Nonrecurring Disconnect Add'l			SOMECSOMAN	SOMECSOMAN	SOMECSOMAN	SOMECSOMAN			

UNBUNDLED NETWORK ELEMENTS - Georgia														Attachment: 2		Exhibit: C	
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-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l		
					Nonrecurring First		Nonrecurring Add'l		Nonrecurring Disconnect Add'l								
					Rec								SOME			SOMAN	SOMAN
	2-Wire voice unbundled Georgia basic dialing port without Caller ID - bus		UEPBX	UEPWD	1.79	22.14	15.25	8.45	3.91			33.67	7.88	11.17	3.91		
	2-Wire voice unbundled Georgia basic dialing port with Caller ID - bus		UEPBX	UEPWP	1.79	22.14	15.25	8.45	3.91			33.67	7.88	11.17	3.91		
	Incoming Only without Caller ID capability		UEPBX	UEPBE	1.79	22.14	15.25	8.45	3.91			33.67	7.88	11.17	3.91		
	LOCAL NUMBER PORTABILITY		UEPBX	LNPCX	0.35												
	Local Number Portability (1 per port)																
	FEATURES																
	All Features Offered		UEPBX	UEPVF	0.00	0.00	0.00				33.67	7.88	11.17	3.91			
	NONRECURRING CHARGES (NRCs) - CURRENTLY COMBINED																
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch-as-is		UEPBX	USAC2		2.01	0.3108					33.67	7.88	11.17	3.91		
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch with change		UEPBX	USACC		2.01	0.3108					33.67	7.88	11.17	3.91		
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Subsequent Database Update																
	ADDITIONAL NRCs																
	2-Wire Voice Grade Loop/Line Port Combination - Subsequent Activity		UEPBX	USAS2	0.00	0.00	0.00				33.67	7.88	11.17	3.91			
	2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (RES - PBX)																
	UNE Port/Loop Combination Rates																
	2-Wire VG Loop/Port Combo - Zone 1	1			12.59												
	2-Wire VG Loop/Port Combo - Zone 2	2			14.26												
	2-Wire VG Loop/Port Combo - Zone 3	3			21.62												
	UNE Loop Rates																
	2-Wire Voice Grade Loop (SL 1) - Zone 1	1	UEPRG	UEPLX	10.80												
	2-Wire Voice Grade Loop (SL 1) - Zone 2	2	UEPRG	UEPLX	12.47												
	2-Wire Voice Grade Loop (SL 1) - Zone 3	3	UEPRG	UEPLX	19.83												
	2-Wire Voice Grade Line Port Rates (RES - PBX)																
	2-Wire voice unbundled Georgia basic dialing port - 2-way PBX Trunk		UEPRG	UEPPQ	1.79	22.14	15.25	8.45	3.91			33.67	7.88	11.17	3.91		
	LOCAL NUMBER PORTABILITY																
	Local Number Portability (1 per port)		UEPRG	LNPCP	3.15												
	FEATURES																
	All Features Offered		UEPRG	UEPVF	0.00	0.00	0.00				33.67	7.88	11.17	3.91			
	NONRECURRING CHARGES (NRCs) - CURRENTLY COMBINED																
	2-Wire Voice Grade Loop/ Line Port Combination (PBX) - Conversion - Switch-As-Is		UEPRG	USAC2		2.01	0.3108					33.67	7.88	11.17	3.91		
	2-Wire Voice Grade Loop/ Line Port Combination (PBX) - Conversion - Switch with Change		UEPRG	USACC		2.01	0.3108					33.67	7.88	11.17	3.91		
	ADDITIONAL NRCs																
	2-Wire Voice Grade Loop/ Line Port Combination (PBX) - Subsequent Activity		UEPRG	USAS2	0.00	0.00	0.00				33.67	7.88	11.17	3.91			
	PBX Subsequent Activity - Change/Rearrange Multiline Hunt Group					14.64	14.64				19.99	19.99		19.99			19.99

UNBUNDLED NETWORK ELEMENTS - Georgia													Attachment: 2		Exhibit: C	
CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES(\$)				Svc Order Submitted Manually per LSR	Elec Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-1st Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l			
					Rec	Nonrecurring		Nonrecurring Disconnect First Add'l								
						First	Add'l									
	2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (BUS - PBX)															
	UNE Port/Loop Combination Rates															
	2-Wire VG Loop/Port Combo - Zone 1	1			12.59											
	2-Wire VG Loop/Port Combo - Zone 2	2			14.26											
	2-Wire VG Loop/Port Combo - Zone 3	3			21.62											
	UNE Loop Rates															
	2-Wire Voice Grade Loop (SL 1) - Zone 1	1	UEPPX	UEPLX	10.80											
	2-Wire Voice Grade Loop (SL 1) - Zone 2	2	UEPPX	UEPLX	12.47											
	2-Wire Voice Grade Loop (SL 1) - Zone 3	3	UEPPX	UEPLX	19.83											
	2-Wire Voice Grade Line Port Rates (BUS - PBX)															
	2-Wire voice unbundled Georgia basic dialing port - 1-Way Outdial Trunk		UEPPX	UEPWS	1.79	22.14	15.25	8.45	3.91		33.67	7.88	11.17	3.91		
	2-Wire voice unbundled Georgia basic dialing port - 2-Way Trunk		UEPPX	UEPWT	1.79	22.14	15.25	8.45	3.91		33.67	7.88	11.17	3.91		
	LOCAL NUMBER PORTABILITY															
	Local Number Portability (1 per port)		UEPPX	LNPOF	3.15											
	FEATURES															
	All Features Offered		UEPPX	UEPVF	0.00	0.00	0.00				33.67	7.88	11.17	3.91		
	NONRECURRING CHARGES (NRCs) - CURRENTLY COMBINED															
	2-Wire Voice Grade Loop/ Line Port Combination (PBX) - Conversion - Switch-As-Is		UEPPX	USAC2		2.01	0.3108				33.67	7.88	11.17	3.91		
	2-Wire Voice Grade Loop/ Line Port Combination (PBX) - Conversion - Switch with Change		UEPPX	USACC		2.01	0.3108				33.67	7.88	11.17	3.91		
	ADDITIONAL NRCs															
	2-Wire Voice Grade Loop/ Line Port Combination (PBX) - Subsequent Activity		UEPPX	USAS2	0.00	0.00	0.00				33.67	7.88	11.17	3.91		
	PBX Subsequent Activity - Change/Rearrange Multiline Hunt Group					14.64	14.64				19.99	19.99	19.99	19.99		
	UNBUNDLED PORT LOOP COMBINATIONS - MARKET RATES															
> Market Rates shall apply where BellSouth is not required to provide unbundled local switching or switch ports per FCC and/or State Commission rules. This includes unbundled port/loop combinations that are Currently Combined or Not Currently Combined in Zone 1 of the Top 8 MSAs in BellSouth's region for end users with 4 or more DSU equivalent lines. > The Top 8 MSAs in BellSouth's region are: FL (Orlando, Ft. Lauderdale, Miami); GA (Atlanta); LA (New Orleans); NC (Greensboro-Winston Salem-Highpoint/Charlotte-Gastonia-Rock Hill); TN (Nashville). > BellSouth currently is developing the billing capability to mechanically bill the recurring and non-recurring Market Rates in this section. In the interim where BellSouth cannot bill Market Rates, BellSouth shall bill the rates in the Cost-Based section preceding in lieu of the Market Rates and reserves the right to true-up the billing difference. > The Market Rate for unbundled ports includes all available features in all states. > End Office and Tandem Switching Usage and Common Transport Usage rates in the Port section of this rate exhibit shall apply to all combinations of loop/port network elements except for UNE Coin Port/Loop Combinations which have a flat rate usage charge. > For Not Currently Combined scenarios where Market Rates apply, the Nonrecurring charges are listed in the First and Additional NRC columns for each Port USOC. For Currently Combined scenarios, the Nonrecurring charges are listed in the NRC - Currently Combined section. Additional NRCs may apply also and are categorized accordingly.																
	2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (RES)															
	UNE Port/Loop Combination Rates															
	2-Wire VG Loop/Port Combo - Zone 1	1			24.80											
	2-Wire VG Loop/Port Combo - Zone 2	2			26.47											
	2-Wire VG Loop/Port Combo - Zone 3	3			33.83											

UNBUNDLED NETWORK ELEMENTS - Georgia										Attachment: 2		Exhibit: C	
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 1st	Incremental Charge - Manual Svc Order vs. Electronic- Disc Add'l	
					Rec	Nonrecurring First	Add'l	Nonrecurring Disconnect First					

UNBUNDLED NETWORK ELEMENTS - Georgia																	Attachment: 2				Exhibit: C			
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-Add'l									
					Rec	Nonrecurring		Nonrecurring Disconnect First			Add'l	SOME	SOMAN	SOME	SOMAN	SOME	SOMAN	SOME	SOMAN					
						First	Add'l																	
	2-Wire Voice Grade Loop / Line Port Combination - Switch with change		UEPBX	USACC		41.50	41.50						33.67	7.88	11.17	3.91								
	ADDITIONAL NRCs																							
	NRC - 2-Wire Voice Grade Loop/Line Port Combination - Subsequent		UEPBX	USAS2		0.00	0.00						33.67	7.88	11.17	3.91								
	2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (RES - PBX)																							
	UNE Port/Loop Combination Rates																							
	2-Wire VG Loop/Port Combo - Zone 1	1			24.80																			
	2-Wire VG Loop/Port Combo - Zone 2	2			26.47																			
	2-Wire VG Loop/Port Combo - Zone 3	3			33.83																			
	UNE Loop Rates																							
	2-Wire Voice Grade Loop (SL 1) - Zone 1	1	UEPRG	UEPLX	10.80																			
	2-Wire Voice Grade Loop (SL 1) - Zone 2	2	UEPRG	UEPLX	12.47																			
	2-Wire Voice Grade Loop (SL 1) - Zone 3	3	UEPRG	UEPLX	19.83																			
	2-Wire Voice Grade Line Port Rates (RES - PBX)																							
	2-Wire voice unbundled Georgia basic dialing port - 2-way PBX Trunk		UEPRG	UEPPQ	14.00	90.00	90.00						33.67	7.88	11.17	3.91								
	LOCAL NUMBER PORTABILITY																							
	Local Number Portability (1 per port)		UEPRG	LNCP	3.15																			
	FEATURES																							
	All Features Offered		UEPRG	UEPVF	0.00	0.00	0.00						33.67	7.88	11.17	3.91								
	NONRECURRING CHARGES (NRCs) - CURRENTLY COMBINED																							
	2-Wire Voice Grade Loop/ Line Port Combination (PBX) - Conversion - Switch-As-Is		UEPRG	USAC2		41.50	41.50						33.67	7.88	11.17	3.91								
	2-Wire Voice Grade Loop/ Line Port Combination (PBX) - Conversion - Switch with Change		UEPRG	USACC		41.50	41.50						33.67	7.88	11.17	3.91								
	ADDITIONAL NRCs																							
	2-Wire Voice Grade Loop/ Line Port Combination (PBX) - Subsequent Activity		UEPRG	USAS2	0.00	0.00	0.00						33.67	7.88	11.17	3.91								
	PBX Subsequent Activity - Change/Rearrange Multiline Hunt Group					14.64	14.64						19.99	19.99	19.99	19.99								
	2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (BUS - PBX)																							
	UNE Port/Loop Combination Rates																							
	2-Wire VG Loop/Port Combo - Zone 1	1			24.80																			
	2-Wire VG Loop/Port Combo - Zone 2	2			26.47																			
	2-Wire VG Loop/Port Combo - Zone 3	3			33.83																			
	UNE Loop Rates																							
	2-Wire Voice Grade Loop (SL 1) - Zone 1	1	UEPPX	UEPLX	10.80																			
	2-Wire Voice Grade Loop (SL 1) - Zone 2	2	UEPPX	UEPLX	12.47																			
	2-Wire Voice Grade Loop (SL 1) - Zone 3	3	UEPPX	UEPLX	19.83																			
	2-Wire Voice Grade Line Port Rates (BUS - PBX)																							

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: C	
					Nonrecurring First	Nonrecurring Add'l	Nonrecurring Disconnect First	Nonrecurring Disconnect 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	
															Rec
	2-Wire voice unbundled Georgia basic dialing port - 1-Way Outdial Trunk		UEPPX	UEPWS	14.00	22.14	15.25	8.45	3.91			33.67	7.88	11.17	3.91
	2-Wire voice unbundled Georgia basic dialing port - 2-Way Trunk		UEPPX	UEPWT	14.00	22.14	15.25	8.45	3.91			33.67	7.88	11.17	3.91
	LOCAL NUMBER PORTABILITY		UEPPX	LNQP	3.15										
	Local Number Portability (1 per port)														
	FEATURES		UEPPX	UEPVF	0.00	0.00	0.00					33.67	7.88	11.17	3.91
	All Features Offered														
	NONRECURRING CHARGES (NRCs) - CURRENTLY COMBINED														
	2-Wire Voice Grade Loop/ Line Port Combination (PBX) - Conversion - Switch-As-Is		UEPPX	USAC2		41.50	41.50					33.67	7.88	11.17	3.91
	2-Wire Voice Grade Loop/ Line Port Combination (PBX) - Conversion - Switch with Change		UEPPX	USACC		41.50	41.50					33.67	7.88	11.17	3.91
	ADDITIONAL NRCs														
	2-Wire Voice Grade Loop/ Line Port Combination (PBX) - Subsequent Activity		UEPPX	USAS2	0.00	0.00	0.00					33.67	7.88	11.17	3.91
	PBX Subsequent Activity - Change/Rearrange Multiline Hunt Group					14.64	14.64					19.99	19.99	19.99	19.99

UNBUNDLED NETWORK ELEMENTS - Kentucky														Attachment: 2		Exhibit: C	
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-Disc Add'l			
						Rec	Nonrecurring First	Nonrecurring Add'l	Nonrecurring Disconnect First			Nonrecurring Disconnect Add'l	SOME	SOMAN	SOME	SOMAN	

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		Exhibit: C
					Rec	Nonrecurring		Nonrecurring Disconnect	Incremental Charge - Manual Svc Order vs. Electronic-1st			Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st		
						First	Add'l						First	
	All Features Offered		UEPRX	UEPVF	0.00	0.00	0.00							
	LOCAL NUMBER PORTABILITY													
	Local Number Portability (1 per port)		UEPRX	LNPCX	0.35									
	NONRECURRING CHARGES (NRCs) - CURRENTLY COMBINED													
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch-as-is													
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch with change		UEPRX	USAC2		0.10	0.10				7.86			
			UEPRX	USACC		0.10	0.10				7.86			
	ADDITIONAL NRCs													
	2-Wire Voice Grade Loop/Line Port Combination - Subsequent Activity		UEPRX	USAS2	0.00	0.00	0.00							
	2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (BUS)										7.86			
	UNE Port/Loop Combination Rates													
	2-Wire VG Loop/Port Combo - Zone 1	1			10.79									
	2-Wire VG Loop/Port Combo - Zone 2	2			15.52									
	2-Wire VG Loop/Port Combo - Zone 3	3			31.74									
	UNE Loop Rates													
	2-Wire Voice Grade Loop (SL1) - Zone 1	1	UEPBX	UEPLX	9.64									
	2-Wire Voice Grade Loop (SL1) - Zone 2	2	UEPBX	UEPLX	14.37									
	2-Wire Voice Grade Loop (SL1) - Zone 3	3	UEPBX	UEPLX	30.59									
	2-Wire Voice Grade Line Port (Bus)													
	Kentucky Extended Local Dialing Port without Caller ID capability													
	Incoming Only without Caller ID capability		UEPBX	UEPVF	1.15	21.29	15.49	2.85	2.67		7.86			
	LOCAL NUMBER PORTABILITY		UEPBX	UEPRE	1.15	21.29	15.49	2.85	2.67		7.86			
	Local Number Portability (1 per port)													
	FEATURES		UEPBX	LNPCX	0.35									
	All Features Offered													
	NONRECURRING CHARGES (NRCs) - CURRENTLY COMBINED		UEPBX	UEPVF	0.00	0.00	0.00				7.86			
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch-as-is													
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch with change		UEPBX	USAC2		0.10	0.10							
			UEPBX	USACC		0.10	0.10				7.86			
	ADDITIONAL NRCs													
	2-Wire Voice Grade Loop/Line Port Combination - Subsequent Activity		UEPBX	USAS2	0.00	0.00	0.00							
											7.86			

UNBUNDLED NETWORK ELEMENTS - Louisiana										
CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES(\$)			Svc Order Submitted Elec per LSR	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Add'l
					Rec	Nonrecurring Add'l	Nonrecurring Disconnect First Add'l	SOME	SOMAN	SOMAN
The "Zone" shown in the sections for stand-alone loops or loops as part of a combination refers to Geographically Deaveraged UNE Zones. To view Geographically Deaveraged UNE Zone Designations by Central Office, refer to Internet Website: http://www.interconnection.bellsouth.com/become_a_clec/html/interconnection.htm										
UNBUNDLED LOCAL EXCHANGE SWITCHING(PORTS)										
Exchange Ports										
NOTE: Although the Port Rate includes all available features in GA, KY, LA & TN, the desired features will need to be ordered using retail USOCs										
2-WIRE VOICE GRADE LINE PORT RATES (RES)										
Louisiana Extended Local Dialing Port without Caller ID										
Louisiana Calling Plan Port without Caller ID capability				UEPSR	1.52	2.31				
Low Usage Line Port without Caller ID capability				UEPRQ	1.52	2.31				
				UEPSR	1.52	2.31				
FEATURES										
All Available Vertical Features				UEPSR	0.00	0.00				
2-WIRE VOICE GRADE LINE PORT RATES (BUS)										
Louisiana Extended Local Dialing Port without Caller ID capability										
Louisiana Business Area Calling Port without Caller ID capability				UEPSB	1.52	2.31				
Incoming Only without Caller ID capability				UEPSB	1.52	2.31				
FEATURES										
All Available Vertical Features				UEPSB	0.00	0.00				
UNBUNDLED PORT/LOOP COMBINATIONS - COST BASED RATES										
> Cost Based Rates are applied where BellSouth is required by FCC and/or State Commission rule to provide Unbundled Local Switching or Switch Ports. > Features shall apply to the Unbundled Port/Loop Combination - Cost Based Rate section in the same manner as they are applied to the Stand-Alone Unbundled Port section of this Rate Exhibit. > End Office and Tandem Switching Usage and Common Transport Usage rates in the Port section of this rate exhibit shall apply to all combinations of loop/port network elements except for UNE Coin Port/Loop Combinations. > The first and additional Port nonrecurring charges apply to Not Currently Combined Combos. For Currently Combined Combos, the nonrecurring charges shall be those identified in the Nonrecurring - Currently Combined sections. Additional NRCs may apply also and are categorized accordingly.										
2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (RES)										
UNE Port/Loop Combination Rates										
2-Wire VG Loop/Port Combo - Zone 1		1								
2-Wire VG Loop/Port Combo - Zone 2		2			13.13					
2-Wire VG Loop/Port Combo - Zone 3		3			23.75					
					49.62					
UNE Loop Rates										
2-Wire Voice Grade Loop (SL1) - Zone 1		1	UEPRX	UEPLX						
2-Wire Voice Grade Loop (SL1) - Zone 2		2	UEPRX	UEPLX	11.77					
2-Wire Voice Grade Loop (SL1) - Zone 3		3	UEPRX	UEPLX	22.39					
					48.28					
2-Wire Voice Grade Line Port Rates (Res)										

UNBUNDLED NETWORK ELEMENTS - Louisiana												
CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES(\$)				Attachment: 2		Exhibit: C	
					Nonrecurring Add'l	First	Nonrecurring Disconnect First	Add'l	Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR		
					Rec				SOME	SOMAN	SOMAN	
	Louisiana Extended Local Dialing Port without Caller ID capability		UEPRX	UEPWG	1.36	38.85		19.08		15.20		
	Louisiana Calling Plan Port without Caller ID capability		UEPRX	UEPRQ	1.36	38.85		19.08		15.20		
	Low Usage Line Port without Caller ID capability		UEPRX	UEPRT	1.36	38.85		19.08		15.20		
FEATURES												
	All Features Offered											
LOCAL NUMBER PORTABILITY												
	Local Number Portability (1 per port)				0.00	0.00		0.00		15.20		
NONRECURRING CHARGES (NRCs) - CURRENTLY COMBINED												
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch-as-is											
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch with change		UEPRX	USAC2		0.10		0.10		15.20		
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Subsequent Database Update		UEPRX	USACC		0.10		0.10		15.20		
ADDITIONAL NRCs												
	2-Wire Voice Grade Loop/Line Port Combination - Subsequent Activity		UEPRX	USAS2	0.00	0.00		0.00		15.20		
2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (BUS)												
UNE Port/Loop Combination Rates												
	2-Wire VG Loop/Port Combo - Zone 1	1			13.13							
	2-Wire VG Loop/Port Combo - Zone 2	2			23.75							
	2-Wire VG Loop/Port Combo - Zone 3	3			49.62							
UNE Loop Rates												
	2-Wire Voice Grade Loop (SL1) - Zone 1	1	UEPBX	UEPLX	11.77							
	2-Wire Voice Grade Loop (SL1) - Zone 2	2	UEPBX	UEPLX	22.39							
	2-Wire Voice Grade Loop (SL1) - Zone 3	3	UEPBX	UEPLX	48.28							
2-Wire Voice Grade Line Port (Bus)												
	Louisiana Extended Local Dialing Port without Caller ID capability		UEPBX	UEPWH	1.36	38.85		19.08		15.20		
	Louisiana Business Area Calling Port without Caller ID capability		UEPBX	UEPBA	1.36	38.85		19.08		15.20		
	Incoming Only without Caller ID capability		UEPBX	UEPBE	1.36	38.85		19.08		15.20		
LOCAL NUMBER PORTABILITY												
	Local Number Portability (1 per port)		UEPBX	LNPCX	0.35							
FEATURES												
	All Features Offered											
NONRECURRING CHARGES (NRCs) - CURRENTLY COMBINED												
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch-as-is				0.00	0.00		0.00		15.20		
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch with change		UEPBX	USAC2		0.10		0.10		15.20		
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Subsequent Database Update		UEPBX	USACC		0.10		0.10		15.20		
ADDITIONAL NRCs												
	2-Wire Voice Grade Loop/Line Port Combination - Subsequent Activity		UEPBX	USAS2	0.00	0.00		0.00		15.20		

UNBUNDLED NETWORK ELEMENTS - Louisiana													
CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES(\$)			Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-1st	Attachment: 2	Incremental Charge - Manual Svc Order vs. Electronic-1st	Exhibit: C	
UNBUNDLED PORT LOOP COMBINATIONS - MARKET RATES													

UNBUNDLED NETWORK ELEMENTS - Louisiana														
CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES(\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment: 2		Exhibit: C	
					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-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l
					Rec	First	Add'l	First						
	2-Wire Voice Grade Line Port (Bus)													
	Louisiana Extended Local Dialing Port without Caller ID capability		UEPBX	UEPWH	14.00	90.00	90.00				31.92	7.32		
	Louisiana Business Area Calling Port without Caller ID capability		UEPBX	UEPBA	14.00	90.00	90.00				31.92	7.32		
	Incoming Only without Caller ID capability		UEPBX	UEPBE	14.00	90.00	90.00				31.92	7.32		
	LOCAL NUMBER PORTABILITY													
	Local Number Portability (1 per port)		UEPBX	LNPCX	0.35									
	FEATURES													
	All Features Offered		UEPBX	UEPVF	0.00	0.00	0.00				31.92	7.32		
	NONRECURRING CHARGES - CURRENTLY COMBINED													
	2-Wire Voice Grade Loop / Line Port Combination - Switch-as-is		UEPBX	USAC2		41.50	41.50				31.92	7.32		
	2-Wire Voice Grade Loop / Line Port Combination - Switch with change		UEPBX	USACC		41.50	41.50				31.92	7.32		
	ADDITIONAL NRCs													
	NRC - 2-Wire Voice Grade Loop/Line Port Combination - Subsequent		UEPBX	USAS2		0.00	0.00				31.92	7.32		

UNBUNDLED NETWORK ELEMENTS - Mississippi													
CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES(\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment: 2	Exhibit: C
						Nonrecurring First	Nonrecurring Add'l	Nonrecurring Disconnect First	Nonrecurring Disconnect Add'l	SOME	SOMAN	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st
The "Zone" shown in the sections for stand-alone loops or loops as part of a combination refers to Geographically Deaveraged UNE Zones. To view Geographically Deaveraged UNE Zone Designations by Central Office, refer to Internet Website: http://www.interconnection.bellsouth.com/become_a_glec/tml/interconnection.htm													
UNBUNDLED LOCAL EXCHANGE SWITCHING(PORTS)													
Exchange Ports													
NOTE: Although the Port Rate includes all available features in GA, KY, LA & TN, the desired features will need to be ordered using retail USOCs													
2-WIRE VOICE GRADE LINE PORT RATES (RES)													
	Mississippi Extended Local Dialing Port without Caller ID capability												
	Low Usage Line Port without Caller ID capability												
FEATURES													
	All Available Vertical Features												
2-WIRE VOICE GRADE LINE PORT RATES (BUS)													
	Mississippi Extended Local Dialing Port without Caller ID capability												
	Incoming Only without Caller ID capability												
FEATURES													
	All Available Vertical Features												
EXCHANGE PORT RATES (DID & PBX)													
	PBX 2-Way Combo MS Local Opt 2 Calling Port												
FEATURES													
	All Available Vertical Features												
UNBUNDLED PORT/LOOP COMBINATIONS - COST BASED RATES													
> Cost Based Rates are applied where BellSouth is required by FCC and/or State Commission rule to provide Unbundled Local Switching or Switch Ports.													
> Features shall apply to the Unbundled Port/Loop Combination - Cost Based Rate section in the same manner as they are applied to the Stand-Alone Unbundled Port section of this Rate Exhibit.													
> End Office and Tandem Switching Usage and Common Transport Usage rates in the Port section of this rate exhibit shall apply to all combinations of loop/port network elements except for UNE Coin Port/Loop Combinations.													
Additional NRCs may apply also and are categorized accordingly.													
2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (RES)													
UNE Port/Loop Combination Rates													
	2-Wire VG Loop/Port Combo - Zone 1												
	2-Wire VG Loop/Port Combo - Zone 2												
	2-Wire VG Loop/Port Combo - Zone 3												
	2-Wire VG Loop/Port Combo - Zone 4												

UNBUNDLED NETWORK ELEMENTS - Mississippi

CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES(\$)					Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment: 2		Exhibit: C	
					Rec	Nonrecurring		Nonrecurring Disconnect				Incremental Charge - Manual Order vs. Electronic-1st	Incremental Charge - Manual Order vs. Electronic-1st	Incremental Charge - Manual Order vs. Electronic-1st	Incremental Charge - Manual Order vs. Electronic-1st
						First	Add'l	First	Add'l						
	UNE Loop Rates														
	2-Wire Voice Grade Loop (SL1) - Zone 1	1	UEPRX	UEPLX	10.98										
	2-Wire Voice Grade Loop (SL1) - Zone 2	2	UEPRX	UEPLX	15.91										
	2-Wire Voice Grade Loop (SL1) - Zone 3	3	UEPRX	UEPLX	25.04										
	2-Wire Voice Grade Loop (SL1) - Zone 4	4	UEPRX	UEPLX	43.68										
	2-Wire Voice Grade Line Port Rates (Res)														
	Mississippi Extended Local Dialing Port without Caller ID capability		UEPRX	UEPWJ	1.23	40.31	19.84	24.90	6.58		15.75				
	Low Usage Line Port without Caller ID capability		UEPRX	UEPRT	1.23	40.31	19.84	24.90	6.58		15.75				
	FEATURES														
	All Features Offered		UEPRX	UEPVF	2.56	0.00	0.00				15.75				
	LOCAL NUMBER PORTABILITY														
	Local Number Portability (1 per port)		UEPRX	LNPCX	0.35										
	NONRECURRING CHARGES (NRCs) - CURRENTLY COMBINED														
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch-as-is														
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch with change		UEPRX	USAC2		0.0988	0.0988				15.75				
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Subsequent Database Update		UEPRX	USACC		0.0988	0.0988				15.75				
	ADDITIONAL NRCs														
	2-Wire Voice Grade Loop/Line Port Combination - Subsequent Activity		UEPRX	USAS2	0.00	0.00	0.00				15.75				
	2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (BUS)														
	UNE Port Loop Combination Rates														
	2-Wire VG Loop/Port Combo - Zone 1	1			12.22										
	2-Wire VG Loop/Port Combo - Zone 2	2			17.13										
	2-Wire VG Loop/Port Combo - Zone 3	3			26.26										
	2-Wire VG Loop/Port Combo - Zone 4	4			44.91										
	UNE Loop Rates														
	2-Wire Voice Grade Loop (SL1) - Zone 1	1	UEPBX	UEPLX	10.98										
	2-Wire Voice Grade Loop (SL1) - Zone 2	2	UEPBX	UEPLX	15.91										
	2-Wire Voice Grade Loop (SL1) - Zone 3	3	UEPBX	UEPLX	25.04										
	2-Wire Voice Grade Loop (SL1) - Zone 4	4	UEPBX	UEPLX	43.68										
	2-Wire Voice Grade Line Port (Bus)														
	Mississippi Extended Local Dialing Port without Caller ID capability		UEPBX	UEPWK	1.23	40.31	19.84	24.90	6.58		15.75				
	Incoming Only without Caller ID capability		UEPBX	UEPBE	1.23	40.31	19.84	24.90	6.58		15.75				
	LOCAL NUMBER PORTABILITY														
	Local Number Portability (1 per port)		UEPBX	LNPCX	0.35										
	FEATURES														
	All Features Offered		UEPBX	UEPVF	2.56	0.00	0.00				15.75				
	NONRECURRING CHARGES (NRCs) - CURRENTLY COMBINED														

UNBUNDLED NETWORK ELEMENTS - Mississippi

CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES(\$)					Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment: 2			Exhibit: C		
					Rec	Nonrecurring		Nonrecurring Disconnect First	OSS Rates(\$)			Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-1st		
						First	Add'l		SOME							SOMAN	SOMAN
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch-as-is		UEPBX	USAC2		0.0988	0.0988										
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch with change		UEPBX	USACC		0.0988	0.0988										
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Subsequent Database Update																
	ADDITIONAL NRCS																
	2-Wire Voice Grade Loop/Line Port Combination - Subsequent Activity		UEPBX	USAS2	0.00	0.00	0.00										
	2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (BUS - PBX)																
	UNE Port/Loop Combination Rates																
	2-Wire VG Loop/Port Combo - Zone 1	1			12.22												
	2-Wire VG Loop/Port Combo - Zone 2	2			17.13												
	2-Wire VG Loop/Port Combo - Zone 3	3			26.26												
	2-Wire VG Loop/Port Combo - Zone 4	4			44.91												
	UNE Loop Rates																
	2-Wire Voice Grade Loop (SL 1) - Zone 1	1	UEPPX	UEPLX	10.98												
	2-Wire Voice Grade Loop (SL 1) - Zone 2	2	UEPPX	UEPLX	15.91												
	2-Wire Voice Grade Loop (SL 1) - Zone 3	3	UEPPX	UEPLX	25.04												
	2-Wire Voice Grade Loop (SL 1) - Zone 4	4	UEPPX	UEPLX	43.68												
	2-Wire Voice Grade Line Port Rates (BUS - PBX)																
	PBX 2-Way Combo MS Local Opt 2 Calling Port		UEPPX	UEPA5	1.23	69.37	32.48	37.86	6.17		15.75						
	LOCAL NUMBER PORTABILITY																
	Local Number Portability (1 per port)		UEPPX	LNPCP	3.15	0.00	0.00										
	FEATURES																
	All Features Offered		UEPPX	UEPVF	2.56	0.00	0.00										
	NONRECURRING CHARGES (NRCS) - CURRENTLY COMBINED																
	2-Wire Voice Grade Loop/ Line Port Combination (PBX) - Conversion - Switch-As-Is		UEPPX	USAC2	7.96		1.91				15.75						
	2-Wire Voice Grade Loop/ Line Port Combination (PBX) - Conversion - Switch with Change		UEPPX	USACC	7.96		1.91				15.75						
	ADDITIONAL NRCS																
	2-Wire Voice Grade Loop/ Line Port Combination (PBX) - Subsequent Activity		UEPPX	USAS2	0.00	0.00	0.00				15.75						
	PBX Subsequent Activity - Change/Rearrange Multiline Hunt Group				7.36	7.36	7.36				15.75						

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	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l	Attachment: 2	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l	Exhibit: C
						Nonrecurring First	Nonrecurring Add'l	First	Nonrecurring Add'l	First	Nonrecurring Add'l	First	Nonrecurring Add'l
The "Zone" shown in the sections for stand-alone loops or loops as part of a combination refers to Geographically Deaveraged UNE Zones. To view Geographically Deaveraged UNE Zone Designations by Central Office, refer to Internet Website: http://www.interconnection.bellsouth.com/become_a_glec/him/interconnection.htm													
UNBUNDLED LOCAL EXCHANGE SWITCHING(PORTS)													
Exchange Ports													
NOTE: Although the Port Rate includes all available features in GA, KY, LA & TN, the desired features will need to be ordered using retail USOCs													
2-WIRE VOICE GRADE LINE PORT RATES (RES)													
	Low Usage Line Port without Caller ID capability			UEPSR	UEPRT	2.19	21.60					26.94	12.76
FEATURES													
	All Available Vertical Features			UEPSR	UEPVF	3.40	0.00					26.94	12.76
2-WIRE VOICE GRADE LINE PORT RATES (BUS)													
	Incoming Only without Caller ID capability			UEPSB	UEPBE	2.19	21.60					26.94	12.76
FEATURES													
	All Available Vertical Features			UEPSB	UEPVF	3.40	0.00					26.94	12.76
UNBUNDLED PORT/LOOP COMBINATIONS - COST BASED RATES													
> Cost Based Rates are applied where BellSouth is required by FCC and/or State Commission rule to provide Unbundled Local Switching or Switch Ports.													
> Features shall apply to the Unbundled Port/Loop Combination - Cost Based Rate section in the same manner as they are applied to the Stand-Alone Unbundled Port section of this Rate Exhibit.													
> End Office and Tandem Switching Usage and Common Transport Usage rates in the Port section of this rate exhibit shall apply to all combinations of loop/port network elements except for UNE Coin Port/Loop Combinations.													
> The first and additional Port nonrecurring charges apply to Not Currently Combined Combos. For Currently Combined Combos, the nonrecurring charges shall be those identified in the Nonrecurring - Currently Combined sections.													
Additional NRCs may apply also and are categorized accordingly.													
2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (RES)													
UNE Port/Loop Combination Rates													
	2-Wire VG Loop/Port Combo - Zone 1	1											
	2-Wire VG Loop/Port Combo - Zone 2	2				13.03							
	2-Wire VG Loop/Port Combo - Zone 3	3				21.33							
						32.61							
UNE Loop Rates													
	2-Wire Voice Grade Loop (SL1) - Zone 1	1		UEPRX	UEPLX								
	2-Wire Voice Grade Loop (SL1) - Zone 2	2		UEPRX	UEPLX	10.75							
	2-Wire Voice Grade Loop (SL1) - Zone 3	3		UEPRX	UEPLX	19.05							
				UEPRX	UEPLX	30.33							
2-Wire Voice Grade Line Port Rates (Res)													
	Low Usage Line Port without Caller ID capability			UEPRX	UEPRT	2.28	79.59					40.18	9.45
FEATURES													
	All Features Offered			UEPRX	UEPVF	3.40	0.00					40.18	9.45

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: C			
					Nonrecurring First	Add'l	Nonrecurring Disconnect First	Add'l			Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-1st		
	LOCAL NUMBER PORTABILITY					Rec										
	Local Number Portability (1 per port)		UEPRX	LNPCX		0.35										
	NONRECURRING CHARGES (NRCs) - CURRENTLY COMBINED															
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch-as-is		UEPRX	USAC2		2.77	0.40									
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch with change		UEPRX	USACC		2.77	0.40									
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Subsequent Database Update					1.42										
	ADDITIONAL NRCs															
	2-Wire Voice Grade Loop/Line Port Combination - Subsequent Activity		UEPRX	USAS2		0.00	0.00									
	2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (BUS)															
	UNE Port/Loop Combination Rates															
	2-Wire VG Loop/Port Combo - Zone 1	1				13.03										
	2-Wire VG Loop/Port Combo - Zone 2	2				21.33										
	2-Wire VG Loop/Port Combo - Zone 3	3				32.61										
	UNE Loop Rates															
	2-Wire Voice Grade Loop (SL1) - Zone 1	1	UEPBX	UEPLX		10.75										
	2-Wire Voice Grade Loop (SL1) - Zone 2	2	UEPBX	UEPLX		19.05										
	2-Wire Voice Grade Loop (SL1) - Zone 3	3	UEPBX	UEPLX		30.33										
	2-Wire Voice Grade Line Port (Bus)															
	Incoming Only without Caller ID capability		UEPBX	UEPBE		2.28	79.59	63.97								
	LOCAL NUMBER PORTABILITY															
	Local Number Portability (1 per port)		UEPBX	LNPCX		0.35										
	FEATURES															
	All Features Offered		UEPBX	UEPVF		3.40	0.00	0.00								
	NONRECURRING CHARGES (NRCs) - CURRENTLY COMBINED															
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch-as-is		UEPBX	USAC2			2.77	0.40								
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch with change		UEPBX	USACC			2.77	0.40								
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Subsequent Database Update						1.42									
	ADDITIONAL NRCs															
	2-Wire Voice Grade Loop/Line Port Combination - Subsequent Activity		UEPBX	USAS2		0.00	0.00	0.00								
	UNBUNDLED PORT LOOP COMBINATIONS - MARKET RATES															
	> Market Rates shall apply where BellSouth is not required to provide unbundled local switching or switch ports per FCC and/or State Commission rules. This includes unbundled port/loop combinations that are currently combined or not currently combined in Zone 1 of the Top 8 MSAs in BellSouth's region for end users with 4 or more DSO equivalent lines. > The Top 8 MSAs in BellSouth's region are: FL (Orlando, FL, Lauderdale, Miami); GA (Atlanta); LA (New Orleans); NC (Greensboro-Winston Salem-Highpoint/Charlotte-Gastonia-Rock Hill); TN (Nashville). > BellSouth currently is developing the billing capability to mechanically bill the recurring and non-recurring Market Rates in this section. In the interim where BellSouth cannot bill Market Rates, BellSouth shall bill the rates in the Cost-Based section preceding in lieu of the Market Rates and reserves the right to true-up the billing difference. > The Market Rate for unbundled ports includes all available features in all states. > End Office and Tandem Switching Usage and Common Transport Usage rates in the Port section of this rate exhibit shall apply to all combinations of loop/port network elements except for UNE Coin Port/Loop Combinations which have a flat rate usage charge															

[illegible]

[illegible]

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UNBUNDLED NETWORK ELEMENTS - South Carolina														
CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES(\$)				Svc Order/ Elec Submitted per LSR	Svc Order/ Manually Submitted per LSR	Attachment: 2		Exhibit: C	
					Nonrecurring		Nonrecurring Disconnect First	OSS Rates(\$)			Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-1st		
					Rec	Add'l		SOME						SOMAN
	South Carolina Extended Local Dialing Port without Caller ID capability		UEPRX	UEPWL	1.13	37.93	16.72							
	South Carolina Area Calling Port without Caller ID capability		UEPRX	UEPRS	1.13	37.93	16.72			15.69				
	Low Usage Line Port without Caller ID capability		UEPRX	UEPRT	1.13	37.93	16.72			15.69				
FEATURES														
	All Features Offered		UEPRX	UEPVF	3.04	0.00	0.00							
LOCAL NUMBER PORTABILITY														
	Local Number Portability (1 per port)		UEPRX	LNPCX	0.35									
NONRECURRING CHARGES (NRCs) - CURRENTLY COMBINED														
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch-as-is													
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch with change		UEPRX	USAC2		0.10	0.10			15.69				
			UEPRX	USACC		0.10	0.10			15.69				
ADDITIONAL NRCs														
	2-Wire Voice Grade Loop/Line Port Combination - Subsequent Activity		UEPRX	USAS2	0.00	0.00	0.00			15.69				
2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (BUS)														
UNE Port/Loop Combination Rates														
	2-Wire VG Loop/Port Combo - Zone 1	1			14.89									
	2-Wire VG Loop/Port Combo - Zone 2	2			21.52									
	2-Wire VG Loop/Port Combo - Zone 3	3			27.17									
UNE Loop Rates														
	2-Wire Voice Grade Loop (SL1) - Zone 1	1	UEPBX	UEPLX	13.76									
	2-Wire Voice Grade Loop (SL1) - Zone 2	2	UEPBX	UEPLX	20.38									
	2-Wire Voice Grade Loop (SL1) - Zone 3	3	UEPBX	UEPLX	26.04									
2-Wire Voice Grade Line Port (Bus)														
	South Carolina Extended Local Dialing Port without Caller ID capability		UEPBX	UEPWM	1.13	37.93	16.72							
	South Carolina Business Area Calling Port without Caller ID capability		UEPBX	UEPBB					15.69					
	Incoming Only without Caller ID capability		UEPBX	UEPBE	1.13	37.93	16.72			15.69				
LOCAL NUMBER PORTABILITY										15.69				
	Local Number Portability (1 per port)		UEPBX	LNPCX	0.35									
FEATURES														
	All Features Offered		UEPBX	UEPVF	3.04	0.00	0.00							
NONRECURRING CHARGES (NRCs) - CURRENTLY COMBINED									15.69					
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch-as-is													
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch with change		UEPBX	USAC2		0.10	0.10			15.69				
			UEPBX	USACC		0.10	0.10			15.69				
ADDITIONAL NRCs														
	2-Wire Voice Grade Loop/Line Port Combination - Subsequent Activity		UEPBX	USAS2	0.00	0.00	0.00			15.69				

UNBUNDLED NETWORK ELEMENTS - Tennessee													
CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES(\$)				Svc Order Submitted per LSR	Svc Order Submitted Manually per LSR	Attachment 2		Exhibit: C
					Nonrecurring First	Add'l	Nonrecurring First	Add'l	SOME	SOMAN	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
	The "Zone" shown in the sections for stand-alone loops or loops as part of a combination refers to Geographically Deaveraged UNE Zones. To View Geographically Deaveraged UNE Zone Designations by Central Office, refer to Internet Website: http://www.interconnection.bellsouth.com/become_a_dec/html/interconnection.htm												
UNBUNDLED LOCAL EXCHANGE SWITCHING(PORTS)													
Exchange Ports													
NOTE: Although the Port Rate includes all available features in GA, KY, LA & TN, the desired features will need to be ordered using retail USOCs													
2-WIRE VOICE GRADE LINE PORT RATES (RES)													
	Tennessee Area Plus Port without Caller ID capability		UEPSR	UEPRR	1.89	9.93	3.66	2.92			20.35	10.54	13.32
	Tennessee Extended Local Dialing Port without Caller ID capability		UEPSR	UEPWN	1.89	9.93	3.66	2.92			20.35	10.54	13.32
	Low Usage Line Port without Caller ID capability		UEPSR	UEPRT	1.89	9.93	3.66	2.92			20.35	10.54	13.32
FEATURES													
	All Available Vertical Features		UEPSR	UEPVF	0.00	0.00					20.35	10.54	13.32
2-WIRE VOICE GRADE LINE PORT RATES (BUS)													
	Tennessee Extended Local Dialing Port without Caller ID capability		UEPSB	UEPWO	1.89	9.93	3.66	2.92			20.35	10.54	13.32
	Tennessee (BUS) Inward Collierville and Memphis Local Calling Plan		UEPSB	UEPB2	1.89	9.93	3.66	2.92			20.35	10.54	13.32
	Tennessee (BUS) 2-Way Collierville and Memphis Local Calling Plan		UEPSB	UEPB3	1.89	9.93	3.66	2.92			20.35	10.54	13.32
	Incoming Only without Caller ID capability		UEPSB	UEPBE	1.89	9.93	3.66	2.92			20.35	10.54	13.32
FEATURES													
	All Available Vertical Features		UEPSB	UEPVF	0.00	0.00					20.35	10.54	13.32
EXCHANGE PORT RATES (DID & PBX)													
	PBX Trunk Combination, Collierville and Memphis Local Calling Plan		UEPSP	UEPA6	1.79	9.93	3.66	2.92			20.35	10.54	13.32
	PBX 2-Way Combo First Trunk Collierville and Memphis Local Calling Plan		UEPSP	UEPA7	1.79	9.93	3.66	2.92			20.35	10.54	13.32
FEATURES													
	All Available Vertical Features		UEPSP	UEPVF	0.00	0.00					20.35	10.54	13.32
UNBUNDLED PORT/LOOP COMBINATIONS - COST BASED RATES													
	> Cost Based Rates are applied where BellSouth is required by FCC and/or State Commission rule to provide Unbundled Local Switching or Switch Ports.												
	> Features shall apply to the Unbundled Port/Loop Combination - Cost Based Rate section in the same manner as they are applied to the Stand-Alone Unbundled Port section of this Rate Exhibit.												
	> End Office and Tandem Switching Usage and Common Transport Usage rates in the Port section of this rate exhibit shall apply to all combinations of loop/port network elements except for UNE Coin Port/Loop Combinations.												
	> The first and additional Port nonrecurring charges apply to Not Currently Combined Combos. For Currently Combined Combos, the nonrecurring charges shall be those identified in the Nonrecurring - Currently Combined sections.												
2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (RES)													
UNE Port/Loop Combination Rates													

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UNBUNDLED NETWORK ELEMENTS - Tennessee															
CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES(\$)				Svc Order Submitted Elec per LSR	Attachment: 2			Exhibit: C		
					Rec	Nonrecurring		Nonrecurring Disconnect		Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st			
						First	Add'l						First	Add'l	SOME
FEATURES	All Features Offered		UEPBX	UEPVF	0.00	0.00	0.00								
NONRECURRING CHARGES (NRCs) - CURRENTLY COMBINED															
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch-as-is		UEPBX	USAC2		1.03	0.29								
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch with change		UEPBX	USACC		1.03	0.29								
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Subsequent Database Update					0.76									
ADDITIONAL NRCs															
	2-Wire Voice Grade Loop/Line Port Combination - Subsequent Activity		UEPBX	USAS2	0.00	0.00	0.00								
2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (BUS - PBX)															
UNE Port Loop Combination Rates															
	2-Wire VG Loop/Port Combo - Zone 1	1			14.18										
	2-Wire VG Loop/Port Combo - Zone 2	2			18.01										
	2-Wire VG Loop/Port Combo - Zone 3	3			23.02										
UNE Loop Rates															
	2-Wire Voice Grade Loop (SL 1) - Zone 1	1	UEPPX	UEPLX	12.48										
	2-Wire Voice Grade Loop (SL 1) - Zone 2	2	UEPPX	UEPLX	18.31										
	2-Wire Voice Grade Loop (SL 1) - Zone 3	3	UEPPX	UEPLX	21.32										
2-Wire Voice Grade Line Port Rates (BUS - PBX)															
	PBX Trunk Combination, Collierville and Memphis Local Calling Plan		UEPPX	UEPA6	1.70	22.14	15.25	8.45	3.91						
	PBX 2-Way Combo First Trunk Collierville and Memphis Local Calling Plan		UEPPX	UEPA7	1.70	22.14	15.25	8.45	3.91						
LOCAL NUMBER PORTABILITY															
	Local Number Portability (1 per port)		UEPPX	LNPCP	3.15	0.00	0.00								
FEATURES	All Features Offered		UEPPX	UEPVF	0.00	0.00	0.00								
NONRECURRING CHARGES (NRCs) - CURRENTLY COMBINED															
	2-Wire Voice Grade Loop/Line Port Combination (PBX) - Conversion - Switch-As-is		UEPPX	USAC2		1.03	0.29								
	2-Wire Voice Grade Loop/Line Port Combination (PBX) - Conversion - Switch with Change		UEPPX	USACC		1.03	0.29								
ADDITIONAL NRCs															
	2-Wire Voice Grade Loop/Line Port Combination (PBX) - Subsequent Activity		UEPPX	USAS2	0.00	0.00	0.00								
	PBX Subsequent Activity - Change/Rearrange Multiline Hunt Group					14.64	14.64								
UNBUNDLED PORT LOOP COMBINATIONS - MARKET RATES															
> Market Rates shall apply where BellSouth is not required to provide unbundled local switching or switch ports per FCC and/or State Commission rules. This includes unbundled portloop combinations that are Currently Combined or Not Currently Combined in Zone 1 of the Top 8 MSAs in BellSouth's region for end users with 4 or more DSO equivalent lines.															

UNBUNDLED NETWORK ELEMENTS - Tennessee										Attachment: 2				Exhibit: C	
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-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l
	> The Top 8 MSAs in BellSouth's region are: FL (Orlando, Ft. Lauderdale, Miami), GA (Atlanta), LA (New Orleans), NC (Greensboro-Winston Salem-Highpoint/Charlotte-Gastonia-Rock Hill), TN (Nashville).														
	> BellSouth currently is developing the billing capability to mechanically bill the recurring and non-recurring Market Rates in this section. In the interim where BellSouth cannot bill Market Rates, BellSouth shall bill the rates in the Cost-Based section preceding in lieu of the Market Rates and reserves the right to true-up the billing difference.														
	> The Market Rate for unbundled ports includes all available features in all states.														
	> End Office and Tandem Switching Usage and Common Transport Usage rates in the Port section of this rate exhibit shall apply to all combinations of loop/port network elements except for UNE Coin Port/Loop Combinations which have a flat rate usage charge.														
	> For Not Currently Combined scenarios where Market Rates apply, the Nonrecurring charges are listed in the First and Additional NRC columns for each Port USOC. For Currently Combined scenarios, the Nonrecurring charges are listed in the NRC - Currently Combined section. Additional NRCs may apply also and are categorized accordingly.														
	2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (RES)														
	UNE Port/Loop Combination Rates														
	2-Wire VG Loop/Port Combo - Zone 1	1													
	2-Wire VG Loop/Port Combo - Zone 2	2													
	2-Wire VG Loop/Port Combo - Zone 3	3													
	UNE Loop Rates														
	2-Wire Voice Grade Loop (SL1) - Zone 1	1		UEPRX	UEPLX										
	2-Wire Voice Grade Loop (SL1) - Zone 2	2		UEPRX	UEPLX										
	2-Wire Voice Grade Loop (SL1) - Zone 3	3		UEPRX	UEPLX										
	2-Wire Voice Grade Line Port (Res)														
	Tennessee Area Plus Port without Caller ID capability			UEPRX	UEPRR										
	Tennessee Extended Local Dialing Port without Caller ID capability			UEPRX	UEPWN										
	Low Usage Line Port without Caller ID capability			UEPRX	UEPRT										
	LOCAL NUMBER PORTABILITY														
	Local Number Portability (1 per port)			UEPRX	LNPX										
	FEATURES														
	All Features Offered			UEPRX	UEPVF										
	NONRECURRING CHARGES - CURRENTLY COMBINED														
	2-Wire Voice Grade Loop / Line Port Combination - Switch-as-is change			UEPRX	USAC2										
	2-Wire Voice Grade Loop / Line Port Combination - Switch with change			UEPRX	USACC										
	ADDITIONAL NRCs														
	NRC - 2-Wire Voice Grade Loop/Line Port Combination - Subsequent			UEPRX	USAS2										
	2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (BUS)														
	UNE Port/Loop Combination Rates														
	2-Wire VG Loop/Port Combo - Zone 1	1													
	2-Wire VG Loop/Port Combo - Zone 2	2													
	2-Wire VG Loop/Port Combo - Zone 3	3													
	UNE Loop Rates														
	2-Wire Voice Grade Loop (SL1) - Zone 1	1		UEPBX	UEPLX										
	2-Wire Voice Grade Loop (SL1) - Zone 2	2		UEPBX	UEPLX										
	2-Wire Voice Grade Loop (SL1) - Zone 3	3		UEPBX	UEPLX										
	2-Wire Voice Grade Line Port (Bus)														
	Tennessee Extended Local Dialing Port without Caller ID capability			UEPBX	UEPWO										
	Tennessee (BUS) Inward Collierville and Memphis Local Calling Plan			UEPBX	UEPB2										

UNBUNDLED NETWORK ELEMENTS - Tennessee														
CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES(\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment: 2		Exhibit: C	
					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-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l
	Tennessee (BUS) 2-Way Collierville and Memphis Local Calling Plan		UEPBX	UEPB3	14.00	90.00	90.00							
	Incoming Only without Caller ID capability		UEPBX	UEPBE	14.00	90.00	90.00							
	LOCAL NUMBER PORTABILITY													
	Local Number Portability (1 per port)		UEPBX	LNPCX	0.35									
	FEATURES													
	All Features Offered		UEPBX	UEPVF	0.00	0.00	0.00							
	NONRECURRING CHARGES - CURRENTLY COMBINED													
	2-Wire Voice Grade Loop / Line Port Combination - Switch-as-is		UEPBX	USAC2		41.50	41.50							
	2-Wire Voice Grade Loop / Line Port Combination - Switch with change		UEPBX	USACC		41.50	41.50							
	ADDITIONAL NRCs													
	NRC - 2-Wire Voice Grade Loop/Line Port Combination - Subsequent		UEPBX	USAS2	0.00	0.00	0.00							
	2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (BUS - PBX)													
	UNE Port/Loop Combination Rates													
	2-Wire VG Loop/Port Combo - Zone 1	1			26.48									
	2-Wire VG Loop/Port Combo - Zone 2	2			30.31									
	2-Wire VG Loop/Port Combo - Zone 3	3			35.32									
	UNE Loop Rates													
	2-Wire Voice Grade Loop (SL 1) - Zone 1	1	UEPPX	UEPLX	12.48									
	2-Wire Voice Grade Loop (SL 1) - Zone 2	2	UEPPX	UEPLX	16.31									
	2-Wire Voice Grade Loop (SL 1) - Zone 3	3	UEPPX	UEPLX	21.32									
	2-Wire Voice Grade Line Port Rates (BUS - PBX)													
	PBX Trunk Combination, Collierville and Memphis Local Calling Plan		UEPPX	UEPA6	14.00	90.00	90.00							
	PBX 2-Way Combo First Trunk Collierville and Memphis Local Calling Plan		UEPPX	UEPA7	14.00	90.00	90.00							
	LOCAL NUMBER PORTABILITY													
	Local Number Portability (1 per port)		UEPPX	LNPCP	3.15	0.00	0.00							
	FEATURES													
	All Features Offered		UEPPX	UEPVF	0.00	0.00	0.00							
	NONRECURRING CHARGES (NRCs) - CURRENTLY COMBINED													
	2-Wire Voice Grade Loop/Line Port Combination (PBX) - Conversion - Switch-As-is		UEPPX	USAC2		41.50	41.50							
	2-Wire Voice Grade Loop/Line Port Combination (PBX) - Conversion - Switch with Change		UEPPX	USACC		41.50	41.50							
	ADDITIONAL NRCs													
	2-Wire Voice Grade Loop/Line Port Combination (PBX) - Subsequent Activity		UEPPX	USAS2	0.00	0.00	0.00							
	PBX Subsequent Activity - Change/Rearrange Multiline Hunt Group					14.64	14.64							