



BellSouth Telecommunications, Inc.

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General Counsel

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02 DEC 20

TN REGULATORY AUTHORITY
DOCKET ROOM

December 19, 2002

VIA HAND DELIVERY

Hon. Sarah Kyle
Chairman
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, Tennessee 37243-0505

Re: *Approval of the Amendments to the Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc. and Business Telecom, Inc. Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996.*
Docket No. ~~02-00926~~

02-01308

Dear Chairman Kyle:

Pursuant to Section 252(e) of the Telecommunications Act of 1996, Business Telecom, Inc. and BellSouth Telecommunications, Inc. are hereby submitting to the Tennessee Regulatory Authority the original and fourteen copies of the attached Petition for Approval of the Amendments to the Interconnection Agreement dated February 21, 2000. The first Amendment adds UNE Port USOCs and the second Amendment extends the term of the Agreement.

Thank you for your attention to this matter.

Sincerely yours,

Guy M. Hicks

cc: Jean Houck, Business Telecom, Inc.

BEFORE THE TENNESSEE REGULATORY AUTHORITY
Nashville, Tennessee

In re: *Approval of the Amendments to the Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc. and Business Telecom, Inc. Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996*

02-01308
Docket No. ~~02-00926~~

PETITION FOR APPROVAL OF THE
AMENDMENTS TO THE INTERCONNECTION AGREEMENT
NEGOTIATED BETWEEN BELL SOUTH TELECOMMUNICATIONS, INC.
AND BUSINESS TELECOM, INC.
PURSUANT TO THE TELECOMMUNICATIONS ACT OF 1996

COME NOW, Business Telecom, Inc. ("BTI") and BellSouth Telecommunications, Inc., ("BellSouth"), and file this request for approval of the Amendments to the Interconnection Agreement dated February 21, 2000 (the "Amendments") negotiated between the two companies pursuant to Sections 251 and 252 of the Telecommunications Act of 1996, (the "Act"). In support of their request, BTI and BellSouth state the following:

1. BTI 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 BTI. The Interconnection Agreement was approved by the Tennessee Regulatory Authority ("TRA") on August 15, 2000.
2. The parties have recently negotiated two Amendments to the Agreement. The first Amendment adds UNE Port USOCs and the second Amendment extends the term of the Agreement. Copies of the Amendments are attached hereto and incorporated herein by reference.
3. Pursuant to Section 252(e) of the Telecommunications Act of 1996, BTI and BellSouth are submitting their Amendments to the TRA for its consideration and approval. The

Amendments provide that either or both of the parties is authorized to submit the Amendments to the TRA for approval.

4. In accordance with Section 252(e) of the Act, the TRA is charged with approving or rejecting the negotiated Amendments between BellSouth and BTI 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. BTI and BellSouth aver that the Amendments are consistent with the standards for approval.

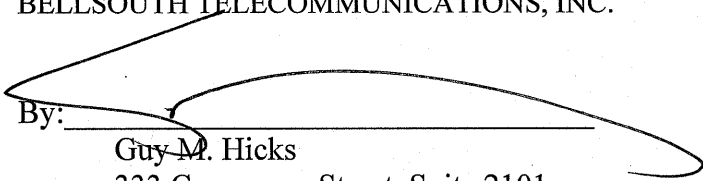
6. Pursuant to Section 252(i) of the Act, BellSouth shall make the Agreement available upon the same terms and conditions contained therein.

BTI and BellSouth respectfully request that the TRA approve the Amendments negotiated between the parties.

This 19th day of Dec., 2002.

Respectfully submitted,

BELLSOUTH TELECOMMUNICATIONS, INC.

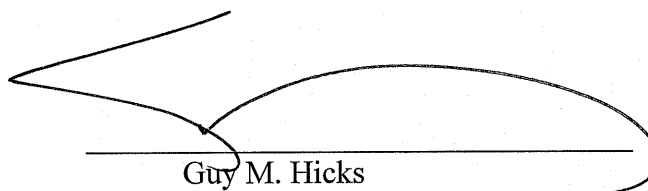
By: 

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 Amendments to the Interconnection Agreement on the following via United States Mail on the 19th day of Dec, 2002:

Jean Houck
Regulatory Manager
Business Telecom, Inc.
4300 Six Forks Road
Raleigh, North Carolina 27609



Guy M. Hicks

TENNESSEE REGULATORY AUTHORITY

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



460 James Robertson Parkway
Nashville, Tennessee 37243-0505

I. REQUIRED FILING FEES:

- A. Pursuant to Tennessee Code Annotated § 65-2-103:
 - (1) Every petition filed with the authority shall be in writing and shall be accompanied by a filing fee of twenty-five dollars (\$25.00).
 - (2) Any petition filed on behalf of multiple parties shall be accompanied by a payment of twenty-five dollars (\$25.00) for each party.
- B. Pursuant to Rule #1220-4-2-.57(5)(k) of the Tennessee Regulatory Authority an application for authority submitted by a reseller shall include a \$50 registration fee. This registration fee is in lieu of the filing fee required per TCA §65-2-103.
- C. All requests for name changes will require a \$25.00 filing fee.

II. NUMBER OF COPIES REQUIRED:

- A. COCOT's, Resale Applications, and Tariffs: 1 original plus 4 copies.
- B. All other petitions: 1 original plus 13 copies.

III. FILING PROCEDURES:

- A. Petitions are to be on 8½" x 11" paper with at least one copy single-sided for scanning purposes.
- B. The deadline for filing is 4:30 PM Monday through Friday (holidays excluded).

65-2-103. Petitions to be in writing - Filing fees.

- (a) Every petition filed with the authority shall be in writing and shall be accompanied by a filing fee of twenty-five dollars (\$25.00).
- (b) Any petition filed on behalf of multiple parties shall be accompanied by a payment of twenty-five dollars (\$25.00) for each party.

[Acts 1986, ch. 862, § 1; 1995, ch. 305, § 9.]

65-2-104. Petition for declaratory ruling by the authority.

On the petition of any interested person, the authority may issue a declaratory ruling with respect to the applicability to any person, property, or state of facts of any rule or statute enforceable by it or with respect to the meaning and scope of any order of the authority. A declaratory ruling, if issued after argument and stated to be binding, is binding between the authority and the petitioner on the state of facts alleged in the petition, unless it is altered or set aside by a court in a proper proceeding. Such rulings are subject to review in the chancery court of Davidson County in the manner hereinafter provided for the review of decisions in contested cases. The authority shall prescribe by rule the form for such petitions and the procedure for their submission, consideration, and disposition.

[Acts 1953, ch. 162, § 5 (Williams, § 5501.28); T.C.A. (orig. ed.), § 65-204; Acts 1995, ch. 305, § 9.]

65-2-105. Declaratory judgment on validity of rules.

The validity of any rule of the authority may be determined upon petition for a declaratory judgment thereon addressed to the chancery court of Davidson County, when it appears that the rule, or its threatened application, interferes with or impairs, or threatens to interfere with or impair, the legal rights or privileges of the petitioner. The authority shall be made a party to all such proceedings. Such declaratory judgment may be rendered whether or not the petitioner has first requested the authority to pass upon the validity of the rule in question. In passing on such rules, the court shall declare the rule invalid only if it finds that it violates constitutional provisions or exceeds the statutory authority of the authority or was adopted without compliance with the rulemaking procedures provided for in this chapter.

[Acts 1953, ch. 162, § 4 (Williams, § 5501.27); T.C.A. (orig. ed.), § 65-205; Acts 1995, ch. 305, § 9.]

65-2-106. Show cause orders.

The authority is empowered and authorized in the exercise of the powers and jurisdiction conferred upon it by law to issue orders on its own motion citing persons under its jurisdiction to appear before it and show cause why the authority should not take such action as the authority shall indicate in its show cause order appears justified by preliminary investigation made by the authority under the powers conferred upon it by law. All such show cause orders shall fully and specifically state the grounds and

**AMENDMENT
TO THE
AGREEMENT BETWEEN
BUSINESS TELECOM, INC
AND
BELLSOUTH TELECOMMUNICATIONS, INC.
DATED FEBRUARY 21, 2000**

Pursuant to this Amendment ("Amendment"), Business Telecom, Inc. ("BTI"), a North Carolina corporation, as it is certificated in each state and identified in Appendix A hereto, and BellSouth Telecommunications, Inc. ("BellSouth"), hereinafter referred to collectively as the "Parties", hereby agree to amend the Interconnection Agreement between BellSouth and BTI dated February 21, 2000 ("Interconnection Agreement") to be effective upon the date of the last signature executing the Amendment.

WHEREAS, BellSouth and BTI entered into the Agreement on February 21, 2000, 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 B 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 February 21, 2000, 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.

Business Telecom, Inc.

By: Bruce R. Bullock

Name: Bruce R. Bullock

Title: VP/Associate General Counsel

Date: 9/6/02

BellSouth Telecommunications, Inc.

By: [Signature]

Name: ELIZABETH R. A. SHROPSHIRE

Title: MANAGING DIRECTOR

Date: 9/6/02

Appendix A

SCHEDULE OF BUSINESS TELECOM, INC.'S ("BTI") CERTIFICATED NAMES

Business Telecom, Inc. ("BTI, Inc.") [AL]

Business Telecom, Inc. d/b/a BTI [FL]

Business Telecom, Inc. ("BTI") [GA, KY, LA, MS, NC, SC]

Business Telecom, Inc. ("BTI") [resale - TN]

Business Telecom, Inc. ("BTI Telecommunications, Inc. 'BTI') [facilities - TN]

Exhibit 1

UNBUNDLED NETWORK ELEMENTS - Alabama													Attachment: 2			Exhibit: B		
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					
					Nonrecurring	First	Add'l			SOMECE	SOMAN	SOMAN	SOMAN	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 Zones, 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																		
Low Usage Line Port without Caller ID capability																		
FEATURES																		
All Available Vertical Features																		
2-WIRE VOICE GRADE LINE PORT RATES (BUS)																		
Alabama Extended Local Dialing Port without Caller ID capability																		
Incoming Only without Caller ID capability																		
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.																		
> 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																		
2-Wire VG Loop/Port Combo - Zone 2																		
2-Wire VG Loop/Port Combo - Zone 3																		
UNE Loop Rates																		
2-Wire Voice Grade Loop (SL1) - Zone 1																		
2-Wire Voice Grade Loop (SL1) - Zone 2																		
2-Wire Voice Grade Loop (SL1) - Zone 3																		
2-Wire Voice Grade Line Port Rates (Res)																		
Alabama Extended Local Dialing Port without Caller ID capability																		
Low Usage Line Port without Caller ID capability																		
FEATURES																		

UNBUNDLED NETWORK ELEMENTS - Alabama																
CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES(\$)					Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment: 2		Exhibit: B		
					Nonrecurring		Nonrecurring Disconnected		OSS Rates(\$)			Incremental Charge - Manual Svc Order vs. Electronic- Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic- Disc Add'l	SOMAN	SOMAN	
					First	Add'l	First	Add'l								SOME
			UEPRX	UEPVF	1.98	0.00	0.00									
	All Features Offered															
	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						15.66			
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch with change		UEPRX	USACC		2.80	0.41						15.66			
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Subsequent Database Update					1.44							15.66			
	ADDITIONAL NRCs															
	2-Wire Voice Grade Loop/Line Port Combination - Subsequent Activity		UEPRX	USAS2	0.00	0.00	0.00						15.66			
	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	6.63				15.66			
	Incoming Only without Caller ID capability		UEPBX	UEPBE	1.15	40.19	19.83	24.91	6.63				15.66			
	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						15.66			
	NONRECURRING CHARGES (NRCs) - CURRENTLY COMBINED															
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch-as-is		UEPBX	USAC2		0.10	0.10						15.66			
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch with change		UEPBX	USACC		2.80	0.41						15.66			
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Subsequent Database Update					1.44							15.66			
	ADDITIONAL NRCs															
	2-Wire Voice Grade Loop/Line Port Combination - Subsequent Activity		UEPBX	USAS2		0.00	0.00						15.66			

UNBUNDLED NETWORK ELEMENTS - Florida											Attachment: 2		Exhibit: B	
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- Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic- Disc Add'l	SOMAN	SOMAN	
					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 Zones, refer to Internet Website: http://www.interconnection.bellsouth.com/become_a_client/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					
	Florida Extended Dialing for use with CREX7 and Caller ID		UEPSR	UEPA1	1.40	3.74	3.63	1.88	1.80					
	Florida Extended Dialing for use with CREX7 and without Caller ID capability		UEPSR	UEPA8	1.40	3.74	3.63	1.88	1.80					
	Low Usage Line Port without Caller ID capability		UEPSR	UEPRT	1.40	3.74	3.63	1.88	1.80					
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	12.94									
	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: B		
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 Add'l	Incremental Charge - Manual Svc Order vs. Electronic-1st Add'l	Incremental Charge - Manual Svc Order vs. Electronic-1st Add'l				
					Rec	Nonrecurring		Nonrecurring Disconnect							SOMECH	SOMAN	SOMAN	SOMAN
						First	Add'l	First	Add'l									
	Low Usage Line Port without Caller ID capability		UEPRX	UEPRT	1.17	53.31	26.46											
FEATURES	All Features Offered		UEPRX	UEPVF	2.26	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		0.102	0.102											
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch with change		UEPRX	USACC		0.102	0.102											
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			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	17.06													
	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	1.17	53.31	26.46											
LOCAL NUMBER PORTABILITY	Local Number Portability (1 per port)		UEPBX	LNPCX	0.35													
FEATURES	All Features Offered		UEPBX	UEPVF	2.26	0.00	0.00											
NONRECURRING CHARGES (NRCs) - CURRENTLY COMBINED	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch-as-is		UEPBX	USAC2		0.102	0.102											
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch with change		UEPBX	USACC		0.102	0.102											
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, Ft. Lauderdale, Miami); 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: B	
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 1st		Incremental Charge - Manual Svc Order vs. Electronic-Add'l 1st		Incremental Charge - Manual Svc Order vs. Electronic-Add'l 1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l 1st	
					First	Nonrecurring	Add'l			SOME1	SOMAN	SOME1	SOMAN			SOME1
> 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																
2-Wire VG Loop/Port Combo - Zone 2																
2-Wire VG Loop/Port Combo - Zone 3																
UNE Loop Rates																
2-Wire Voice Grade Loop (SLI) - Zone 1																
2-Wire Voice Grade Loop (SLI) - Zone 2																
2-Wire Voice Grade Loop (SLI) - Zone 3																
2-Wire Voice Grade Line Port (Res)																
Florida Area Calling Port without Caller ID capability																
Florida Extended Dialing for use with CREX7 and Caller ID																
Florida Extended Dialing for use with CREX7 and without Caller ID capability																
Low Usage Line Port without Caller ID capability																
LOCAL NUMBER PORTABILITY																
Local Number Portability (1 per port)																
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UNBUNDLED NETWORK ELEMENTS - Florida																
CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES(\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment: 2		Exhibit: B			
					Nonrecurring		Nonrecurring Disconnect				Incremental Charge - Manual Svc Order vs. Electronic-1st Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st				
					First	Add'l	First	Add'l								
					Rec											
	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									

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: B		
					Rec	Nonrecurring		Nonrecurring Disconnect First			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
						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_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)															
	2-Wire Voice Grade Georgia Basic Dialing Port without Caller ID capability		UEPSR	UEPWC	1.85	17.16		17.16					8.42		
	2-Wire Voice Grade Georgia Basic Dialing Port for use with Caller ID		UEPSR	UEPWC	1.85	17.16		17.16					8.42		
	2-Wire voice unbundled Georgia basic dialing port - outgoing only		UEPSR	UEPWR	1.85	17.16		17.16					8.42		
	Low Usage Line Port without Caller ID capability		UEPSR	UEPRT	1.85	17.16		17.16					8.42		
FEATURES															
	All Available Vertical Features		UEPSR	UEPVF	0.00	0.00		0.00					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					8.42		
	2-Wire voice unbundled Georgia basic dialing port with Caller ID - bus		UEPSB	UEPWP	1.85	17.16		17.16					8.42		
	Incoming Only without Caller ID capability		UEPSB	UEPBE	1.85	17.16		17.16					8.42		
FEATURES															
	All Available Vertical Features		UEPSB	UEPVF	0.00	0.00		0.00					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					8.42		
	2-Wire voice unbundled Georgia basic dialing port - 1-Way Outdial Trunk		UEPSP	UEPWS	1.85	17.16		17.16					8.42		
	2-Wire voice unbundled Georgia basic dialing port - 2-Way Trunk		UEPSP	UEPWT	1.85	17.16		17.16					8.42		
FEATURES															
	All Available Vertical Features		UEPSP	UEPVF	0.00	0.00		0.00					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.															

Amendment Version 08/25/2002

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: B	
					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	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l
					First	Add'l	First	Add'l								
					Rec											
	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															
	Local Number Portability (1 per port)		UEPBX	LNPCX	0.35											
	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			14.28											
	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													
CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES(\$)				Svc Order Submitted Manually per LSR	Svc Order Submitted Manually per LSR	Attachment: 2		Exhibit: B
					Nonrecurring		Nonrecurring Disconnect				Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-1st	
					Rec	First	Add'l	First	Add'l	SOMECH	SOMAN	SOMAN	
	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		UEPPX	UEPWS	1.79	22.14	15.25	8.45	3.91		33.67	7.88	11.17
	2-Wire voice unbundled Georgia basic dialing port - 2-Way		UEPPX	UEPWT	1.79	22.14	15.25	8.45	3.91		33.67	7.88	11.17
	LOCAL NUMBER PORTABILITY												
	Local Number Portability (1 per port)		UEPPX	LNPCP	3.15								
	FEATURES												
	All Features Offered		UEPPX	UEPVF	0.00	0.00	0.00				33.67	7.88	11.17
	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
	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
	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
	PBX Subsequent Activity - Change/Rearrange Multiline Hunt Group					14.64	14.64				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 DSO 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															
CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES(\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment: 2		Exhibit: B	
						Rec	Nonrecurring First	Add'l	Nonrecurring Disconnect First	SOME	SOMAN	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
	UNE Loop Rates														
	2-Wire Voice Grade Loop (SL1) - Zone 1	1		UEPRX	UEPLX	10.80									
	2-Wire Voice Grade Loop (SL1) - Zone 2	2		UEPRX	UEPLX	12.47									
	2-Wire Voice Grade Loop (SL1) - Zone 3	3		UEPRX	UEPLX	19.83									
	2-Wire Voice Grade Line Port (Res)														
	2-Wire Voice Grade Georgia Basic Dialing Port without Caller ID capability			UEPRX	UEPWC	14.00	90.00	90.00				33.67	7.88	11.17	3.91
	2-Wire Voice Grade Georgia Basic Dialing Port for use with Caller ID			UEPRX	UEPWQ	14.00	90.00	90.00				33.67	7.88	11.17	3.91
	2-Wire voice unbundled Georgia basic dialing port - outgoing only			UEPRX	UEPWR	14.00	90.00	90.00				33.67	7.88	11.17	3.91
	Low Usage Line Port without Caller ID capability			UEPRX	UEPRT	14.00	90.00	90.00				33.67	7.88	11.17	3.91
	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				33.67	7.88	11.17	3.91
	NONRECURRING CHARGES - CURRENTLY COMBINED														
	2-Wire Voice Grade Loop / Line Port Combination - Switch-as-is			UEPRX	USAC2	0.00	41.50	41.50				33.67	7.88	11.17	3.91
	2-Wire Voice Grade Loop / Line Port Combination - Switch with change			UEPRX	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			UEPRX	USAS2		0.00	0.00				33.67	7.88	11.17	3.91
	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				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 (SL1) - Zone 1	1		UEPBX	UEPLX	10.80									
	2-Wire Voice Grade Loop (SL1) - Zone 2	2		UEPBX	UEPLX	12.47									
	2-Wire Voice Grade Loop (SL1) - Zone 3	3		UEPBX	UEPLX	19.83									
	2-Wire Voice Grade Line Port (Bus)														
	2-Wire voice unbundled Georgia basic dialing port without Caller ID - bus			UEPBX	UEPWD	14.00	90.00	90.00				33.67	7.88	11.17	3.91
	2-Wire voice unbundled Georgia basic dialing port with Caller ID - bus			UEPBX	UEPWP	14.00	90.00	90.00				33.67	7.88	11.17	3.91
	Incoming Only without Caller ID capability			UEPBX	UEPBE	14.00	90.00	90.00				33.67	7.88	11.17	3.91
	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				33.67	7.88	11.17	3.91
	NONRECURRING CHARGES - CURRENTLY COMBINED														
	2-Wire Voice Grade Loop / Line Port Combination - Switch-as-is			UEPBX	USAC2		41.50	41.50				33.67	7.88	11.17	3.91

UNBUNDLED NETWORK ELEMENTS - Georgia																
CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES(\$)					Svc Order Submitted Manually per LSR	Svc Order Submitted Manually per LSR	Attachment: 2			Exhibit: B	
					Nonrecurring		Nonrecurring Disconnect	OS Rates(\$)				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	SOMAN						SOMAN	SOMAN
	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																
	NFC - 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	LNPOP			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	Attachment: 2			Exhibit: B		
					Rec	Nonrecurring First	Add'l	Nonrecurring First		Add'l	SOMEc	SOMAN	Incremental Charge - Manual Svc Order vs. Electronic-1st	SOMAN	Incremental Charge - Manual Svc Order vs. Electronic-1st
	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														
	Local Number Portability (1 per port)		UEPPX	LNPCP	3.15										
	FEATURES														
	All Features Offered		UEPPX	UEPVF	0.00	0.00	0.00								3.91
	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								
	PBX Subsequent Activity - Change/Rearrange Mulline Hunt Group					14.64	14.64					19.99	19.99		19.99

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: B	
					Nonrecurring First	Nonrecurring Add'l	Disconnect 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	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 Zones, 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)													
	Kentucky Extended Local Dialing Port without Caller ID capability		UEPSR	UEPWE	1.49	3.74	3.63	2.23	2.13			7.86	
	Low Usage Line Port without Caller ID capability		UEPSR	UEPRT	1.49	3.74	3.63	2.23	2.13			7.86	
FEATURES													
	All Available Vertical Features		UEPSR	UEPVF	0.00	0.00	0.00					7.86	
2-WIRE VOICE GRADE LINE PORT RATES (BUS)													
	Kentucky Extended Local Dialing Port without Caller ID capability		UEPSB	UEPVF	1.49	3.74	3.63	2.23	2.13			7.86	
	Incoming Only without Caller ID capability		UEPSB	UEPBE	1.49	3.74	3.63	2.23	2.13			7.86	
FEATURES													
	All Available Vertical Features		UEPSB	UEPVF	0.00	0.00	0.00					7.86	
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			10.79								
	2-Wire VG Loop/Port Combo - Zone 2	2			15.82								
	2-Wire VG Loop/Port Combo - Zone 3	3			31.74								
UNE Loop Rates													
	2-Wire Voice Grade Loop (SL1) - Zone 1	1	UEPRX	UEPLX	9.64								
	2-Wire Voice Grade Loop (SL1) - Zone 2	2	UEPRX	UEPLX	14.37								
	2-Wire Voice Grade Loop (SL1) - Zone 3	3	UEPRX	UEPLX	30.59								
2-Wire Voice Grade Line Port Rates (Res)													
	Kentucky Extended Local Dialing Port without Caller ID capability		UEPRX	UEPWE	1.15	21.29	15.49	2.85	2.67			7.86	
	Low Usage Line Port without Caller ID capability		UEPRX	UEPRT	1.15	21.29	15.49	2.85	2.67			7.86	
FEATURES													

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: B	
					Rec	Nonrecurring First	Nonrecurring Add'l	Nonrecurring Disconnect First	Nonrecurring Disconnect Add'l	SOMEc	SOMAN	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
	AI Features Offered		UEPRX	UEPVF	0.00	0.00	0.00				7.86			
	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				7.86			
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch with change		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				7.86			
	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			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		UEPBX	UEPVF	1.15	21.29	15.49	2.85	2.67		7.86			
	Incoming Only without Caller ID capability		UEPBX	UEPBE	1.15	21.29	15.49	2.85	2.67		7.86			
	LOCAL NUMBER PORTABILITY													
	Local Number Portability (1 per port)		UEPBX	LNPCX	0.35									
	FEATURES													
	AI Features Offered		UEPBX	UEPVF	0.00	0.00	0.00				7.86			
	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		0.10	0.10							
	ADDITIONAL NRCs													
	2-Wire Voice Grade Loop/Line Port Combination - Subsequent Activity		UEPBX	USAS2	0.00	0.00	0.00							

UNBUNDLED NETWORK ELEMENTS - Louisiana														Attachment: 2		Exhibit: B	
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 Add'l	SOMECH						SOMAN	SOMAN	SOMAN	
					First	Add'l											
					Rec												
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		UEPSR	UEPWG	1.52	2.31				15.20							
	Louisiana Calling Plan Port without Caller ID capability		UEPSR	UEPRQ	1.52	2.31				15.20							
	Low Usage Line Port without Caller ID capability		UEPSR	UEPRT	1.52	2.31				15.20							
FEATURES																	
	All Available Vertical Features		UEPSR	UEPVF	0.00	0.00				15.20							
2-WIRE VOICE GRADE LINE PORT RATES (BUS)																	
	Louisiana Extended Local Dialing Port without Caller ID capability		UEPSB	UEPWH	1.52	2.31				15.20							
	Louisiana Business Area Calling Port without Caller ID capability		UEPSB	UEPBA	1.52	2.31				15.20							
	Incoming Only without Caller ID capability			UEPBE	1.52	2.31				15.20							
FEATURES																	
	All Available Vertical Features		UEPSB	UEPVF	0.00	0.00				15.20							
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			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	UEPRX	UEPLX	11.77												
	2-Wire Voice Grade Loop (SL1) - Zone 2	2	UEPRX	UEPLX	22.39												
	2-Wire Voice Grade Loop (SL1) - Zone 3	3	UEPRX	UEPLX	48.26												
2-Wire Voice Grade Line Port Rates (Res)																	

UNBUNDLED NETWORK ELEMENTS - Louisiana													
CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES(\$)				Svc Order Submitted Elec per LSR	Attachment: 2		Exhibit: B
						Nonrecurring		Nonrecurring Disconnect Add'l	OSS Rates(\$)		Incremental Charge - Manual Svc Order vs. Electronic-1st Add'l	Incremental Charge - Manual Svc Order vs. Electronic-1st Add'l	
						Rec	First		Add'l	SOME			
	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			UEPRX	UEPVF	0.00	0.00	0.00		15.20			
	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		15.20			
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch with change			UEPRX	USACC		0.10	0.10		15.20			
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Subsequent Database Update												
	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	48.26							
	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			UEPBX	UEPVF	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			UEPBX	USAC2		0.10	0.10		15.20			
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch with change			UEPBX	USACC		0.10	0.10		15.20			
	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		15.20			

UNBUNDLED NETWORK ELEMENTS - Louisiana										Attachment: 2		Exhibit: B	
CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES(\$)				Svc Order Submitted Elec 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
					Nonrecurring First	Nonrecurring Add'l	Nonrecurring Disconnect First	Nonrecurring Disconnect Add'l	SOME	SOMAN	SOMAN	SOMAN	SOMAN
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, 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 Rates section. > 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. > 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 First and Additional NRC columns for each Port USOC.													
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			25.77								
	2-Wire VG Loop/Port Combo - Zone 2	2			36.39								
	2-Wire VG Loop/Port Combo - Zone 3	3			62.26								
UNE Loop Rates													
	2-Wire Voice Grade Loop (SL1) - Zone 1	1	UEPRX	UEPLX	11.77								
	2-Wire Voice Grade Loop (SL1) - Zone 2	2	UEPRX	UEPLX	22.39								
	2-Wire Voice Grade Loop (SL1) - Zone 3	3	UEPRX	UEPLX	48.26								
2-Wire Voice Grade Line Port (Res)													
	Louisiana Extended Local Dialing Port without Caller ID capability		UEPRX	UEPWG	14.00	90.00							
	Louisiana Calling Plan Port without Caller ID capability		UEPRX	UEPRQ	14.00	90.00				31.92	7.32		
	Low Usage Line Port without Caller ID capability		UEPRX	UEPRT	14.00	90.00				31.92	7.32		
LOCAL NUMBER PORTABILITY													
	Local Number Portability (1 per port)		UEPRX	LNPOX	0.35								
FEATURES													
	All Features Offered		UEPRX	UEPVF	0.00	0.00				31.92	7.32		
NONRECURRING CHARGES - CURRENTLY COMBINED													
	2-Wire Voice Grade Loop / Line Port Combination - Switch-as-is change		UEPRX	USAC2		41.50							
			UEPRX	USACC		41.50				31.92	7.32		
ADDITIONAL NRCs													
	NRC - 2-Wire Voice Grade Loop/Line Port Combination - Subsequent		UEPRX	USAS2	0.00	0.00				31.92	7.32		
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			25.77								
	2-Wire VG Loop/Port Combo - Zone 2	2			36.39								
	2-Wire VG Loop/Port Combo - Zone 3	3			62.26								
UNE Loop Rates													
	2-Wire Voice Grade Loop (SL1) - Zone 1	1	UEPRX	UEPLX	11.77								
	2-Wire Voice Grade Loop (SL1) - Zone 2	2	UEPRX	UEPLX	22.39								
	2-Wire Voice Grade Loop (SL1) - Zone 3	3	UEPRX	UEPLX	48.26								

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: B	
					Rec	Nonrecurring		Nonrecurring Disconnect			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	
						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							
	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						7.32	
	2-Wire Voice Grade Loop / Line Port Combination - Switch with change		UEPBX	USACC		41.50	41.50						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	Attachment: 2		Exhibit: B	
					Nonrecurring First	Nonrecurring Add'l	Nonrecurring Disconnect First	SOMEc	SOMAN	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							
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 Zones, 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)												
	Mississippi Extended Local Dialing Port without Caller ID capability		UEPSR	UEPWJ	1.41	2.39						
	Low Usage Line Port without Caller ID capability		UEPSR	UEPRT	1.41	2.39	1.42	1.33			15.75	
							1.42	1.33			15.75	
FEATURES												
	All Available Vertical Features		UEPSR	UEPVF	2.56	0.00					15.75	
2-WIRE VOICE GRADE LINE PORT RATES (BUS)												
	Mississippi Extended Local Dialing Port without Caller ID capability		UEPSB	UEPWK	1.41	2.39	1.42	1.33			15.75	
	Incoming Only without Caller ID capability		UEPSB	UEPBE	1.41	2.39	1.42	1.33			15.75	
FEATURES												
	All Available Vertical Features		UEPSB	UEPVF	2.56	0.00					15.75	
EXCHANGE PORT RATES (DID & PBX)												
	PBX 2-Way Combo MS Local Opt 2 Calling Port		UEPSP	UEPA5	1.41	31.45	14.38	0.92			15.75	
FEATURES												
	All Available Vertical Features		UEPSB	UEPVF	2.56	0.00					15.75	
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			12.22							
	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							

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: B
					Nonrecurring		Nonrecurring Disconnect	OSS Rates(\$)					
					First	Add'l		SOMEc			SOMAN	Incremental Charge - Manual Svc Order vs. Electronic-1st	
					Rec								
	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				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		UEPRX	USAC2		0.0988				15.75			
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch with change		UEPRX	USACC		0.0988				15.75			
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Subsequent Database Update					0.0988							
	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: B
					Nonrecurring First	Nonrecurring Add'l	Nonrecurring Disconnect First	Add'l			OSS Rates(\$)			
											SOME	SOMAN	SOMAN	
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch-as-is		UEPBX	USAC2			0.0988	0.0988			15.75			
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch with change		UEPBX	USACC			0.0988	0.0988			15.75			
	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				15.75			
	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	UEPAS	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				15.75			
	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					15.75			

UNBUNDLED NETWORK ELEMENTS - North Carolina										Attachment: 2		Exhibit: B	
CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES(\$)	Svc Order Submitted Manually per LSR	Svc Order Submitted Elec per LSR	Nonrecurring Disconnect Add'l		OSS Rates(\$)		Incremental Charge - Manual Svc Order vs. Electronic-	Incremental Charge - Manual Svc Order vs. Electronic-
						per LSR	per LSR	First	Add'l	SOMECH	SOMAN	1st	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 Zones, 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)													
	Low Usage Line Port without Caller ID capability		UEPSR	UEPRT	21.60	21.60							
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	21.60	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			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	UEPRX	UEPLX	10.75								
	2-Wire Voice Grade Loop (SL1) - Zone 2	2	UEPRX	UEPLX	19.05								
	2-Wire Voice Grade Loop (SL1) - Zone 3	3	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										Attachment: 2		Exhibit: B	
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
					Rec	Nonrecurring First	Add'l	Nonrecurring Disconnect First	SOMECH	SOMAN	OSS Rates(\$)	SOMAN	SOMAN
	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		2.77	0.40				40.18	9.45	
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch with change		UEPRX	USACC		2.77	0.40				40.18	9.45	
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Subsequent Database Update					1.42					40.18	9.45	
	ADDITIONAL NRCS												
	2-Wire Voice Grade Loop/Line Port Combination - Subsequent Activity		UEPRX	USAS2	0.00	0.00	0.00				40.18	9.45	
	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				40.18	9.45	
	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				40.18	9.45	
	NONRECURRING CHARGES (NRCS) - CURRENTLY COMBINED												
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch-as-is		UEPBX	USAC2		2.77	0.40				40.18	9.45	
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch with change		UEPBX	USACC		2.77	0.40				40.18	9.45	
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Subsequent Database Update					1.42					40.18	9.45	
	ADDITIONAL NRCS												
	2-Wire Voice Grade Loop/Line Port Combination - Subsequent Activity		UEPBX	USAS2	0.00	0.00	0.00				40.18	9.45	
	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, Ft. Lauderdale, Miami), GA (Atlanta), LA (New Orleans), NC (Greensboro-Winston Salem-Highpoint/Charlotte-Gastonia-Hick 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												

UNBUNDLED NETWORK ELEMENTS - North Carolina															
CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES(\$)					Attachment: 2				Exhibit: B	
					Svc Order Submitted Elec per LSR	Svc Order 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	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			
													Rec	Nonrecurring First	Nonrecurring Add'l
							41.50	41.50	41.50						
	2-Wire Voice Grade Loop / Line Port Combination - Switch-as-is		UEPBX	USAC2			41.50	41.50	41.50				40.18	9.45	
	2-Wire Voice Grade Loop / Line Port Combination - Switch with change		UEPBX	USACC			41.50	41.50	41.50				40.18	9.45	
	ADDITIONAL NRCs														
	NRC - 2-Wire Voice Grade Loop/Line Port Combination - Subsequent		UEPBX	USAS2			0.00	0.00	0.00				40.18	9.45	

UNBUNDLED NETWORK ELEMENTS - South Carolina														
CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES(\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment: 2		Exhibit: B	
					Rec	Nonrecurring		Nonrecurring Disconnect			Incremental Charge - Manual Svc Order vs. Electronic-1st Add'l	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							
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)														
	South Carolina Extended Local Dialing Port without Caller ID capability		UEPSR	UEPWL	1.65	2.38	2.28	1.42	1.33	15.69				
	South Carolina Area Calling Port without Caller ID capability		UEPSR	UEPRS	1.65	2.38	2.28	1.42	1.33	15.69				
	Low Usage Line Port without Caller ID capability		UEPSR	UEPRT	1.65	2.38	2.28	1.42	1.33	15.69				
FEATURES														
	All Available Vertical Features		UEPSR	UEPVF	3.04	0.00	0.00			15.69				
2-WIRE VOICE GRADE LINE PORT RATES (BUS)														
	South Carolina Extended Local Dialing Port without Caller ID capability		UEPSB	UEPWM	1.65	2.38	2.28	1.42	1.33	15.69				
	South Carolina Business Area Calling Port without Caller ID capability		UEPSB	UEPBB	1.65	2.38	2.28	1.42	1.33	15.69				
	Incoming Only without Caller ID capability		UEPSB	UEPBE	1.65	2.38	2.28	1.42	1.33	15.69				
FEATURES														
	All Available Vertical Features		UEPSB	UEPVF	3.04	0.00	0.00			15.69				
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			14.89									
	2-Wire VG Loop/Port Combo - Zone 3	3			21.52									
					27.17									
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	13.76									
	2-Wire Voice Grade Loop (SL1) - Zone 3	3	UEPRX	UEPLX	20.38									
					26.04									
2-Wire Voice Grade Line Port Rates (Res)														

UNBUNDLED NETWORK ELEMENTS - South Carolina										Attachment: 2		Exhibit: B	
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 Add'l	Incremental Charge - Manual Svc Order vs. Electronic-1st Add'l	Incremental Charge - Manual Svc Order vs. Electronic-1st Add'l
					Rec	Nonrecurring Add'l	First	Nonrecurring Disconnect Add'l					
	South Carolina Extended Local Dialing Port without Caller ID capability		UEPRX	UEPWL	1.13	37.93	16.72			15.69			
	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			15.69			
	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			15.69			
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch with change		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)												
	LINE 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								
	LINE Loop Rates												
	2-Wire Voice Grade Loop (SL1) - Zone 1	1	UEPBX	UEPLX	13.78								
	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	UEPWW	1.13	37.93	16.72			15.69			
	South Carolina Business Area Calling Port without Caller ID capability		UEPBX	UEPBB	1.13	37.93	16.72			15.69			
	Incoming Only without Caller ID capability		UEPBX	UEPBE	1.13	37.93	16.72			15.69			
	LOCAL NUMBER PORTABILITY												
	Local Number Portability (1 per port)		UEPBX	LNPCX	0.35								
	FEATURES												
	All Features Offered		UEPBX	UEPVF	3.04	0.00	0.00			15.69			
	NONRECURRING CHARGES (NRCs) - CURRENTLY COMBINED												
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch-as-is		UEPBX	USAC2		0.10	0.10			15.69			
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch with change		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										Attachment: 2				Exhibit: B	
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	Incremental Charge - Manual Svc Order vs. Electronic-1st
					Nonrecurring First	Add'l	Nonrecurring First	Add'l	SOME	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
					Rec										
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 Zones, 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)															
	Tennessee Area Plus Port without Caller ID capability		UEPSR	UEPWR	1.89	9.93	9.19	3.66	2.92		20.35	10.54	13.32	1.40	
	Tennessee Extended Local Dialing Port without Caller ID capability		UEPSR	UEPWN	1.89	9.93	9.19	3.66	2.92		20.35	10.54	13.32	1.40	
	Low Usage Line Port without Caller ID capability		UEPSR	UEPRT	1.89	9.93	9.19	3.66	2.92		20.35	10.54	13.32	1.40	
FEATURES															
	All Available Vertical Features		UEPSR	UEPVF	0.00	0.00	0.00				20.35	10.54	13.32	1.40	
2-WIRE VOICE GRADE LINE PORT RATES (BUS)															
	Tennessee Extended Local Dialing Port without Caller ID capability		UEPSB	UEPWO	1.89	9.93	9.19	3.66	2.92		20.35	10.54	13.32	1.40	
	Tennessee (BUS) Inward Collierville and Memphis Local Calling Plan		UEPSB	UEPB2	1.89	9.93	9.19	3.66	2.92		20.35	10.54	13.32	1.40	
	Tennessee (BUS) 2-Way Collierville and Memphis Local Calling Plan		UEPSB	UEPB3	1.89	9.93	9.19	3.66	2.92		20.35	10.54	13.32	1.40	
	Incoming Only without Caller ID capability		UEPSB	UEPBE	1.89	9.93	9.19	3.66	2.92		20.35	10.54	13.32	1.40	
FEATURES															
	All Available Vertical Features		UEPSB	UEPVF	0.00	0.00	0.00				20.35	10.54	13.32	1.40	
EXCHANGE PORT RATES (DID & PBX)															
	PBX Trunk Combination, Collierville and Memphis Local Calling Plan		UEPSP	UEPA6	1.79	9.93	9.19	3.66	2.92		20.35	10.54	13.32	1.40	
	PBX 2-Way Combo First Trunk Collierville and Memphis Local Calling Plan		UEPSP	UEPA7	1.79	9.93	9.19	3.66	2.92		20.35	10.54	13.32	1.40	
FEATURES															
	All Available Vertical Features		UEPSP	UEPVF	0.00	0.00	0.00				20.35	10.54	13.32	1.40	
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															

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: B		
					Rec	Nonrecurring First	Add'l	Nonrecurring Disconnect First	SOMEc	SOMAN	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	Incremental Charge - Manual Svc Order vs. Electronic-1st	
	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 (SL1) - Zone 1	1	UEPRX	UEPLX	12.48											
	2-Wire Voice Grade Loop (SL1) - Zone 2	2	UEPRX	UEPLX	16.31											
	2-Wire Voice Grade Loop (SL1) - Zone 3	3	UEPRX	UEPLX	21.32											
	2-Wire Voice Grade Line Port Rates (Res)															
	Tennessee Area Plus Port without Caller ID capability		UEPRX	UEPRR	1.70	22.14	15.25	8.45	3.91				30.89	7.03		
	Tennessee Extended Local Dialing Port without Caller ID capability		UEPRX	UEPWN	1.70	22.14	15.25	8.45	3.91				30.89	7.03		
	Low Usage Line Port without Caller ID capability		UEPRX	UEPRT	1.70	22.14	15.25	8.45	3.91				30.89	7.03		
	FEATURES															
	All Features Offered		UEPRX	UEPVF	0.00	0.00	0.00						30.89	7.03		
	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		1.03	0.29						30.89	7.03		
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch with change		UEPRX	USACC		1.03	0.29						30.89	7.03		
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Subsequent Database Update					0.76							30.89	7.03		
	ADDITIONAL NRCs															
	2-Wire Voice Grade Loop/Line Port Combination - Subsequent Activity		UEPRX	USAS2	0.00	0.00	0.00						30.89	7.03		
	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			14.18											
	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 (SL1) - Zone 1	1	UEPBX	UEPLX	12.48											
	2-Wire Voice Grade Loop (SL1) - Zone 2	2	UEPBX	UEPLX	16.31											
	2-Wire Voice Grade Loop (SL1) - Zone 3	3	UEPBX	UEPLX	21.32											
	2-Wire Voice Grade Line Port (Bus)															
	Tennessee Extended Local Dialing Port without Caller ID capability		UEPBX	UEPWO	1.70	22.14	15.25	8.45	3.91				30.89	7.03		
	Tennessee (BUS) Inward Collierville and Memphis Local Calling Plan		UEPBX	UEPB2	1.70	22.14	15.25	8.45	3.91				30.89	7.03		
	Tennessee (BUS) 2-Way Collierville and Memphis Local Calling Plan		UEPBX	UEPB3	1.70	22.14	15.25	8.45	3.91				30.89	7.03		
	Incoming Only without Caller ID capability		UEPBX	UEPBE	1.70	22.14	15.25	8.45	3.91				30.89	7.03		
	LOCAL NUMBER PORTABILITY															
	Local Number Portability (1 per port)		UEPBX	LNPCX	0.35											

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: B	
					Nonrecurring First	Add'l	Nonrecurring Disconnect First	Rec	SOMEK	SOMAN	OSS Rates(\$)	SOMAN	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l
FEATURES	All Features Offered		UEPBX	UEPVF	0.00	0.00						30.89	7.03	
NONRECURRING CHARGES (NRCs) - CURRENTLY COMBINED	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch-as-is		UEPBX	USAC2	1.03	0.29						30.89	7.03	
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch with change		UEPBX	USACC	1.03	0.29						30.89	7.03	
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Subsequent Database Update				0.76							30.89	7.03	
ADDITIONAL NRCs	2-Wire Voice Grade Loop/Line Port Combination - Subsequent Activity		UEPBX	USAS2	0.00	0.00						30.89	7.03	
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	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	1.70	22.14	8.45					30.89	7.03	
	PBX 2-Way Combo First Trunk Collierville and Memphis Local Calling Plan		UEPPX	UEPA7	1.70	22.14	8.45					30.89	7.03	
LOCAL NUMBER PORTABILITY														
	Local Number Portability (1 per port)		UEPPX	LNPCP	3.15	0.00						30.89	7.03	
FEATURES	All Features Offered		UEPPX	UEPVF	0.00	0.00						30.89	7.03	
NONRECURRING CHARGES (NRCs) - CURRENTLY COMBINED	2-Wire Voice Grade Loop/ Line Port Combination (PBX) - Conversion - Switch-As-Is		UEPPX	USAC2	1.03	0.29						30.89	7.03	
	2-Wire Voice Grade Loop/ Line Port Combination (PBX) - Conversion - Switch with Change		UEPPX	USACC	1.03	0.29						30.89	7.03	
	2-Wire Voice Grade Loop/ Line Port Combination (PBX) - Conversion - Switch with Change				0.76							30.89	7.03	
ADDITIONAL NRCs	2-Wire Voice Grade Loop/ Line Port Combination (PBX) - Subsequent Activity		UEPPX	USAS2	0.00	0.00						30.89	7.03	
	PBX Subsequent Activity - Change/Rearrange Multiline Hunt Group				14.64	14.64						30.89	7.03	
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.														

UNBUNDLED NETWORK ELEMENTS - Tennessee														
CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES(\$)				Svc Order Submitted Manually per LSR	Svc Order Submitted Manually per LSR	Attachment: 2			Exhibit: B
					Nonrecurring First	Add'l	Nonrecurring First	Add'l	SOMECSOMAN	SOMECSOMAN	OSR Rates(\$)	SOMAN	SOMAN	
	> 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			28.48									
	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 (SL1) - Zone 1	1	UEPRX	UEPLX	12.48									
	2-Wire Voice Grade Loop (SL1) - Zone 2	2	UEPRX	UEPLX	16.31									
	2-Wire Voice Grade Loop (SL1) - Zone 3	3	UEPRX	UEPLX	21.32									
	2-Wire Voice Grade Line Port (Res)													
	Tennessee Area Plus Port without Caller ID capability		UEPRX	UEPRR	14.00	90.00	90.00				30.89	7.03		
	Tennessee Extended Local Dialing Port without Caller ID capability		UEPRX	UEPWN	14.00	90.00	90.00				30.89	7.03		
	Low Usage Line Port without Caller ID capability		UEPRX	UEPRT	14.00	90.00	90.00				30.89	7.03		
	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				30.89	7.03		
	NONRECURRING CHARGES - CURRENTLY COMBINED													
	2-Wire Voice Grade Loop / Line Port Combination - Switch-as-is		UEPRX	USAC2		41.50	41.50				30.89	7.03		
	2-Wire Voice Grade Loop / Line Port Combination - Switch with change		UEPRX	USACC		41.50	41.50				30.89	7.03		
	ADDITIONAL NRCs													
	NRC - 2-Wire Voice Grade Loop/Line Port Combination - Subsequent		UEPRX	USAS2	0.00	0.00	0.00				30.89	7.03		
	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			28.48									
	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 (SL1) - Zone 1	1	UEPBX	UEPLX	12.48									
	2-Wire Voice Grade Loop (SL1) - Zone 2	2	UEPBX	UEPLX	16.31									
	2-Wire Voice Grade Loop (SL1) - Zone 3	3	UEPBX	UEPLX	21.32									
	2-Wire Voice Grade Line Port (Bus)													
	Tennessee Extended Local Dialing Port without Caller ID capability		UEPBX	UEPWO	14.00	90.00	90.00				30.89	7.03		
	Tennessee (BUS) Inward Collierville and Memphis Local Calling Plan		UEPBX	UEPB2	14.00	90.00	90.00				30.89	7.03		

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: B
					Rec	Nonrecurring First	Add'l	Nonrecurring Disconnect First			Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	
	Tennessee (BUS) 2-Way Collierville and Memphis Local Calling Plan		UEPBX	UEPB3	14.00	90.00	90.00				SOMAN	SOMAN	
	Incoming Only without Caller ID capability		UEPBX	UEPBE	14.00	90.00	90.00				30.89	7.03	
											30.89	7.03	
	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				30.89		
	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				30.89	7.03	
	ADDITIONAL NRCs												
	NRC - 2-Wire Voice Grade Loop/Line Port Combination - Subsequent		UEPBX	USAS2	0.00	0.00	0.00				30.89	7.03	
	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				30.89	7.03	
	PBX 2-Way Combo First Trunk Collierville and Memphis Local Calling Plan		UEPPX	UEPA7	14.00	90.00	90.00				30.89	7.03	
	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				30.89	7.03	
	NONRECURRING CHARGES (NRCs) - CURRENTLY COMBINED												
	2-Wire Voice Grade Loop/Line Port Combination (PBX) - Conversion - Switch-As-Is		UEPPX	USAC2		41.50	41.50				30.89	7.03	
	2-Wire Voice Grade Loop/Line Port Combination (PBX) - Conversion - Switch with Change		UEPPX	USACC		41.50	41.50				30.89	7.03	
	ADDITIONAL NRCs												
	2-Wire Voice Grade Loop/Line Port Combination (PBX) - Subsequent Activity		UEPPX	USAS2	0.00	0.00	0.00				30.89	7.03	
	PBX Subsequent Activity - Change/Rearrange Multiline Hunt Group					14.64	14.64				30.89	7.03	

**AMENDMENT TO
INTERCONNECTION AGREEMENT BETWEEN
BELL SOUTH TELECOMMUNICATIONS, INC.
AND
BUSINESS TELECOM, INC.
DATED FEBRUARY 21, 2000**

Pursuant to this Amendment ("Amendment"), Business Telecom, Inc. ("BTI"), collectively "BTI", a North Carolina corporation, as it is certificated in each state as identified in Appendix A hereto, and BellSouth Telecommunications, Inc. ("BellSouth"), hereinafter referred to collectively as the "Parties", hereby agree to amend the Interconnection Agreement between BellSouth and BTI dated February 21, 2000 ("Interconnection Agreement").

WHEREAS, The Parties desire to amend the Interconnection Agreement; and

WHEREAS, BellSouth and BTI have entered into good faith negotiations pursuant to the Act to renegotiate an interconnection agreement ("New Interconnection Agreement") to replace the existing Interconnection Agreement between the Parties, which expires September 30, 2002; and,

WHEREAS, BellSouth and BTI desire to extend the termination date of the Interconnection Agreement;

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. Section 2.1 Term of Agreement of the General Terms and Conditions of the Interconnection Agreement is deleted in its entirety and replaced with the following Section 2.1 Term of Agreement below:

2.1 The term of this Agreement shall be from February 21, 2000, to November 30, 2002, and shall apply to the state(s) of Alabama, Florida, Georgia, Kentucky, Louisiana, Mississippi, North Carolina, South Carolina and Tennessee. If as of the expiration of this Agreement, a Subsequent Agreement (as defined in Section 2.2 below) has not been executed by the Parties, this Agreement shall continue on a month-to-month basis while a Subsequent Agreement is being negotiated. The Parties' rights and obligations with respect to this Agreement after expiration shall be as set forth in Section 2.4 below.

3. The Parties agree that all of the other provisions of the Interconnection Agreement, dated February 21, 2000, shall remain in full force and effect.

4. The Parties further agree that either or both of the Parties is authorized to submit this Amendment to the appropriate regulatory bodies having jurisdiction over the subject matter of this Amendment, for approval subject to Section 252(e) of the federal Telecommunications Act of 1996.

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

BellSouth Telecommunications, Inc.

By: na George

Title: ELIZABETH R. A. SHIREISHI
MANAGING DIRECTOR

Date: 9/23/02

Bruce R. Bullock
Business Telecom, Inc.

By: Bruce R. Bullock

Title: VP/Associate General Counsel

Date: 9/19/02

Appendix A

SCHEDULE OF BUSINESS TELECOM, INC.'S ("BTI") CERTIFICATED NAMES

Business Telecom, Inc. ("BTI, Inc.") [AL]

Business Telecom, Inc. d/b/a BTI [FL]

Business Telecom, Inc. ("BTI") [GA, KY, LA, MS, NC, SC]

Business Telecom, Inc. ("BTI") [resale - TN]

Business Telecom, Inc. ("BTI Telecommunications, Inc. 'BTI'") [facilities - TN]