



RECEIVED

BellSouth Telecommunications, Inc.

333 Commerce Street
Suite 2101
Nashville, TN 37201-3300

guy.hicks@bellsouth.com

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TN REGULATORY AUTHORITY
DOCKET ROOM
January 29, 2003

Guy M. Hicks
General Counsel

615 214 6301
Fax 615 214 7406

VIA HAND DELIVERY

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

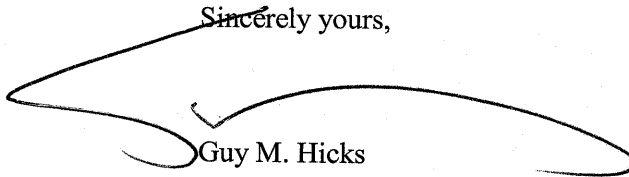
Re: *Approval of the Amendments to the Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc. and Momentum Business Solutions, Inc.. Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996.*
Docket No. 03-00088

Dear Chairman Kyle:

Momentum Business Solutions, Inc. ("Momentum") and BellSouth Telecommunications, Inc. are hereby submitting to the Tennessee Regulatory Authority ("TRA") the original and fourteen copies of the attached Petition for Approval of the Amendments to the Interconnection Agreement dated June 12, 2002. The first Amendment adds new port USOCs and rates. The second Amendment adds port rates for the 4w DS1 loop/port combo with channelization. The third Amendment replaces Section 5, UNE Combinations of Attachment 2 to the Agreement.

Thank you for your attention to this matter.

Sincerely yours,



Guy M. Hicks

GMH/jej

Enclosure

cc: Alan Creighton, Momentum Business Solutions, Inc.

BEFORE THE TENNESSEE REGULATORY AUTHORITY
Nashville, Tennessee

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

Docket No. _____

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

COME NOW, Momentum Business Solutions, Inc. ("Momentum") and BellSouth Telecommunications, Inc., ("BellSouth"), and file this request for approval of the Amendments to the Interconnection Agreement dated June 12, 2002 (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, Momentum and BellSouth state the following:

1. Momentum 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 Momentum. The Interconnection Agreement was approved by the Tennessee Regulatory Authority ("TRA") by Order dated August 29, 2002.
2. The parties have recently negotiated three Amendments to the Agreement. The first Amendment adds new port USOCs and rates. The second Amendment adds port rates for the 4w DS1 loop/port combo with canalization. The third Amendment

replaces Section 5, UNE Combinations of Attachment 2. Copies of the Amendments are attached hereto and incorporated herein by reference.

3. Pursuant to Section 252(e) of the Telecommunications Act of 1996, Momentum and BellSouth are submitting their Amendments to the TRA for its consideration and approval. The Amendments provide that either or both of the parties are authorized to submit these 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 Momentum 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. Momentum 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.

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

**AMENDMENT
TO THE
AGREEMENT BETWEEN
MOMENTUM BUSINESS SOLUTIONS, INC.
AND
BELLSOUTH TELECOMMUNICATIONS, INC.
DATED JUNE 12, 2002**

Pursuant to this Amendment, (the "Amendment"), Momentum Business Solutions, Inc., ("Momentum Business Solutions, Inc."), and BellSouth Telecommunications, Inc. ("BellSouth"), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties dated June 12, 2002, ("Agreement").

WHEREAS, BellSouth and Momentum Business Solutions, Inc. entered into the Agreement on June 12, 2002, and;

NOW THEREFORE, in consideration of the mutual provisions contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereby covenant and agree as follows:

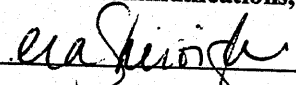
1. The Parties agree to delete, in its entirety, Section 5, Unbundled Network Element Combinations, of Attachment 2 and replace with the provisions as set forth in Exhibit 1 attached hereto and incorporated herein by this reference.
2. All of the other provisions of the Agreement, dated June 12, 2002, 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.

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

Momentum Business Solutions, Inc.

By: 
Name: ALAN L. CREIGHTON
Title: PRESIDENT + CEO
Date: 1/3/2003

BellSouth Telecommunications, Inc.

By: 
Name: Elizabeth R. A. Shiroishi
Title: Assistant Director
Date: 1/9/03

5 Unbundled Network Element Combinations

5.1 For purposes of this Section, references to "Currently Combined" network elements shall mean that the particular network elements requested by Momentum are in fact already combined by BellSouth in the BellSouth network. References to "Ordinarily Combined" network elements shall mean that the particular network elements requested by Momentum are not already combined by BellSouth in the location requested by Momentum but are elements that are typically combined in BellSouth's network. References to "Not Typically Combined" network elements shall mean that the particular network elements requested by Momentum are not elements that BellSouth combines for its use in its network.

5.2 Enhanced Extended Links (EELs)

5.2.1 EELs are combinations of unbundled Loops as defined in Section 2 and unbundled dedicated transport as defined in Section 6. BellSouth shall provide Momentum with EELs where they are available.

5.2.2 EELs are intended to provide service connectivity from an end user's location through that end user's SWC to Momentum's collocation space in a BellSouth central office. The circuit must be connected to Momentum's switch for the purpose of provisioning circuit telephone exchange service to Momentum's end-user customers. Momentum may connect EELs within Momentum's collocation space to other transport terminating into Momentum's switch. Momentum may connect the local loops to an unbundled local channel to form an EEL provided that the entire EEL circuit meets the criteria set forth in Section 5.3.1.3 below. Provided that the entire EEL circuit meets the criteria set forth in Section 5.3.1.3 below, the circuit may, upon Momentum's request, terminate to a CLEC's Point of Presence ("POP"). Momentum will provide a significant amount of local exchange service over the requested combination, as described in Section 5.3.1 et seq. below. Upon BellSouth's request, Momentum shall indicate under what local usage option Momentum seeks to qualify. Momentum shall be deemed to be providing a significant amount of local exchange service over the requested combination if one of the options listed in Section 5.3.1.1 through 5.3.1.3 is met. BellSouth shall have the right to audit Momentum's EELs as specified in Section 5.3.3 below.

5.3 Conversions from Special Access Service to EELs

5.3.1 Momentum may convert existing (Currently Combined) special access services to combinations of Loop and transport network elements, whether or not Momentum self-provides its entrance facilities (or obtains entrance facilities from a third party),

unless Momentum does not use the combination to provide a significant amount of local exchange service, in addition to exchange access service, to a particular customer. To the extent Momentum requests to convert any special access services to combinations of Loop and transport network elements at UNE prices, Momentum shall provide to BellSouth a certification that Momentum is providing a significant amount of local exchange service (as described in this Section) over such combinations. The certification shall also indicate under what local usage option Momentum seeks to qualify for conversion of special access circuits. Momentum shall be deemed to be providing a significant amount of local exchange service over such combinations if one of the following options is met:

5.3.1.1

Option 1: Momentum certifies that it is the exclusive provider of an end user's local exchange service. The Loop-transport combinations must terminate at Momentum's collocation arrangement in at least one BellSouth central office. This option does not allow Loop-transport combinations to be connected to BellSouth's tariffed services. Under this option, Momentum is the end user's only local service provider, and thus is providing more than a significant amount of local exchange service. Momentum can then use the Loop-transport combinations that serve the end user to carry any type of traffic, including using them to carry 100 percent interstate access traffic; or

5.3.1.2

Option 2: Momentum certifies that it provides local exchange and exchange access service to the end user customer's premises and handles at least one third of the end user customer's local traffic measured as a percent of total end user customer local dial tone lines; and for DS1 circuits and above, at least 50 percent of the activated channels on the Loop portion of the Loop-transport combination have at least 5 percent local voice traffic individually, and the entire Loop facility has at least 10 percent local voice traffic. When a Loop-transport combination includes multiplexing, each of the individual DS1 circuits must meet this criterion. The Loop-transport combination must terminate at Momentum's collocation arrangement in at least one BellSouth central office. This option does not allow Loop-transport combinations to be connected to BellSouth tariffed services; or

5.3.1.3

Option 3: Momentum certifies that at least 50 percent of the activated channels on a circuit are used to provide originating and terminating local dial tone service and at least 50 percent of the traffic on each of these local dial tone channels is local voice traffic, and that the entire Loop facility has at least 33 percent local voice traffic. When a Loop-transport combination includes multiplexing, each of the individual DS1 circuits must meet this criterion. This option does not allow Loop-transport combinations to be connected to BellSouth's tariffed services. Under this option, collocation is not required. Momentum does not need to provide a defined portion of the end user's local service, but the active channels on

any Loop-transport combination, and the entire facility, must carry the amount of local exchange traffic specified in this option.

5.3.2 In addition, there may be extraordinary circumstances where Momentum is providing a significant amount of local exchange service but does not qualify under any of the three options set forth in Section 5.3.1 et seq. In such case, Momentum may petition the FCC for a waiver of the local usage options set forth above. If a waiver is granted, then upon either Party's request the Parties shall amend this Agreement to the extent necessary to incorporate the terms of such waiver for such extraordinary circumstance.

5.3.3 BellSouth may, at its sole discretion, audit Momentum's records in order to verify compliance with the local usage option provided by Momentum pursuant to Section 5.3.1. The audit shall be conducted by a third party independent auditor, and Momentum shall be given thirty days written notice of BellSouth's intent to audit. Such audit shall occur no more than one time in a calendar year unless results of an audit find noncompliance with the significant amount of local exchange service requirement. In the event of noncompliance, Momentum shall reimburse BellSouth for the cost of the audit. If, based on the audit, Momentum is not providing a significant amount of local exchange traffic over the combinations of Loop and transport network elements, BellSouth will convert such combinations of Loop and transport network elements to special access services in accordance with BellSouth's tariffs and will bill Momentum for appropriate retroactive reimbursement. If the Parties disagree as to whether the audits indicate that Momentum is not providing a significant amount of local exchange traffic, the dispute will be resolved according to the dispute resolution process set forth in Section 10 of the General Terms and Conditions of this Agreement. In the event Momentum converts special access circuits to combinations of Loop and transport UNEs pursuant to the terms of this Section, Momentum shall be subject to the termination liability provisions in the applicable special access tariffs, if any.

5.4 Rates

5.4.1 Currently Combined EELs listed below in Sections 5.4.1.1-5.4.1.14 shall be billed at the nonrecurring switch-as-is charge and recurring charges for that combination as set forth in Exhibit B of this Attachment. Currently Combined EELs not listed below shall be billed at the sum of the nonrecurring and recurring charges for the individual network elements that comprise the combination as set forth in Exhibit B of this Attachment.

5.4.1.1 DS1 Interoffice Channel + DS1 Channelization + 2-wire VG Local Loop

- 5.4.1.2 DS1 Interoffice Channel + DS1 Channelization + 4-wire VG Local Loop
- 5.4.1.3 DS1 Interoffice Channel + DS1 Channelization + 2-wire ISDN Local Loop
- 5.4.1.4 DS1 Interoffice Channel + DS1 Channelization + 4-wire 56 kbps Local Loop
- 5.4.1.5 DS1 Interoffice Channel + DS1 Channelization + 4-wire 64 kbps Local Loop
- 5.4.1.6 DS1 Interoffice Channel + DS1 Local Loop
- 5.4.1.7 DS3 Interoffice Channel + DS3 Local Loop
- 5.4.1.8 STS-1 Interoffice Channel + STS-1 Local Loop
- 5.4.1.9 DS3 Interoffice Channel + DS3 Channelization + DS1 Local Loop
- 5.4.1.10 STS-1 Interoffice Channel + DS3 Channelization + DS1 Local Loop
- 5.4.1.11 2-wire VG Interoffice Channel + 2-wire VG Local Loop
- 5.4.1.12 4wire VG Interoffice Channel + 4-wire VG Local Loop
- 5.4.1.13 4-wire 56 kbps Interoffice Channel + 4-wire 56 kbps Local Loop
- 5.4.1.14 4-wire 64 kbps Interoffice Channel + 4-wire 64 kbps Local Loop
- 5.4.2 Ordinarily Combined EELs listed above shall be billed the sum of the nonrecurring and recurring charges for that combination as set forth in Exhibit B of this Attachment. Ordinarily combined EELs not listed in Sections 5.4.1.1-5.4.1.14 shall be billed the sum of the nonrecurring charges and recurring charges for the individual network elements that comprise the combination as set forth in Exhibit B of this Attachment.

- 5.4.3 To the extent that Momentum requests an EEL combination Not Typically Combined in the BellSouth network, the rates, terms and conditions shall be determined pursuant to the Bona Fide Request Process.

5.5 UNE Port/Loop Combinations

- 5.5.1 Combinations of port and Loop unbundled network elements along with switching and transport unbundled network elements provide local exchange service for the origination or termination of calls. Port/ Loop combinations support the same local calling and feature requirements as described in the Unbundled Local Switching or Port section of this Attachment 2 and the ability to presubscribe to a primary carrier for intraLATA toll service and/or to presubscribe to a primary carrier for interLATA toll service.
- 5.5.2 Except as set forth in Section 5.5.3 below, BellSouth shall provide UNE port/Loop combinations described in Section 5.5.5 below that are Currently Combined or Ordinarily Combined in BellSouth's network at the cost-based rates in Exhibit B. Except as set forth in Section 5.5.3 below, BellSouth shall provide UNE port/Loop combinations not described in Section 5.5.5 below or Not Typically Combined Combinations in accordance with the Bona Fide Request process.
- 5.5.3 BellSouth is not required to provide combinations of port and Loop network elements on an unbundled basis in locations where, pursuant to FCC rules, BellSouth is not required to provide circuit switching as an unbundled network element.
- 5.5.3.1 BellSouth shall not be required to provide local circuit switching as an unbundled network element in density Zone 1, as defined in 47 CFR 69.123 as of January 1, 1999 of the Atlanta, GA; Miami, FL; Orlando, FL; Ft. Lauderdale, FL; Charlotte-Gastonia-Rock Hill, NC; Greensboro-Winston Salem-High Point, NC; Nashville, TN; and New Orleans, LA, MSAs to Momentum if Momentum's customer has 4 or more DS0 equivalent lines.
- 5.5.3.2 Notwithstanding the foregoing, BellSouth shall provide combinations of port and Loop network elements on an unbundled basis where, pursuant to FCC rules, BellSouth is not required to provide local circuit switching as an unbundled network element and shall do so at the market rates in Exhibit B. If a market rate is not set forth in Exhibit B for a UNE port/Loop combination, such rate shall be negotiated by the Parties.
- 5.5.4 BellSouth shall make 911 updates in the BellSouth 911 database for Momentum's UNE port/Loop combinations. BellSouth will not bill Momentum for 911

surcharges. Momentum is responsible for paying all 911 surcharges to the applicable governmental agency.

5.5.5 Combination Offerings

5.5.5.1 2-wire voice grade port, voice grade Loop, unbundled end office switching, unbundled end office trunk port, common transport per mile per MOU, common transport facilities termination, tandem switching, and tandem trunk port.

5.5.5.2 2-wire voice grade Coin port, voice grade Loop, unbundled end office switching, unbundled end office trunk port, common transport per mile per MOU, common transport facilities termination, tandem switching, and tandem trunk port.

5.5.5.3 2-wire voice grade DID port, voice grade Loop, unbundled end office switching, unbundled end office trunk port, common transport per mile per MOU, common transport facilities termination, tandem switching, and tandem trunk port.

5.5.5.4 2-wire CENTREX port, voice grade Loop, CENTREX intercom functionality, unbundled end office switching, unbundled end office trunk port, common transport per mile per MOU, common transport facilities termination, tandem switching, and tandem trunk port.

5.5.5.5 2-wire ISDN Basic Rate Interface, voice grade Loop, unbundled end office switching, unbundled end office trunk port, common transport per mile per MOU, common transport facilities termination, tandem switching, and tandem trunk port.

5.5.5.6 4-wire ISDN Primary Rate Interface, DS1 Loop, unbundled end office switching, unbundled end office trunk port, common transport per mile per MOU, common transport facilities termination, tandem switching, and tandem trunk port.

5.5.5.7 4-wire DS1 Trunk port, DS1 Loop, unbundled end office switching, unbundled end office trunk port, common transport per mile per MOU, common transport facilities termination, tandem switching, and tandem trunk port.

5.5.5.8 4-wire DS1 Loop with normal serving wire center channelization interface, 2-wire voice grade ports (PBX), 2-wire DID ports, unbundled end office switching, unbundled end office trunk port, common transport per mile per MOU, common transport facilities termination, tandem switching, and tandem trunk port.

5.6 Other UNE Combinations

5.6.1 BellSouth shall provide other Currently Combined and Ordinarily Combined and Not Typically Combined UNE Combinations to Momentum in addition to those specifically referenced in this Section 5 above, where available. Such combinations shall not be connected to BellSouth tariffed services. To the extent Momentum requests a combination for which BellSouth does not have methods and

procedures in place to provide such combination, rates and/or methods and procedures for such combination will be developed pursuant to the BFR/NBR process.

5.6.2 Rates

5.6.3 The rates for Ordinarily Combined UNE Combinations provisioned pursuant to this Section 5.6 shall be the sum of the recurring rates and nonrecurring rates for the individual network elements as set forth in Exhibit B of this Attachment. The rates for Currently Combined UNE Combinations provisioned pursuant to this Section 5.6 shall be the sum of the recurring rates for the individual network elements as set forth in Exhibit B, in addition to a nonrecurring charge set forth in Exhibit B. To the extent Momentum requests a Not Typically Combined Combination pursuant to this Section 5.6, or to the extent Momentum requests any combination for which BellSouth has not developed methods and procedures to provide such combination, rates and/or methods and procedures for such combination shall be established pursuant to the BFR/NBR process.

**AMENDMENT
TO THE
AGREEMENT BETWEEN
MOMENTUM BUSINESS SOLUTIONS, INC.
AND
BELLSOUTH TELECOMMUNICATIONS, INC.
DATED JUNE 12, 2002**

Pursuant to this Amendment, (the "Amendment"), Momentum Business Solutions, Inc., ("Momentum"), and BellSouth Telecommunications, Inc. ("BellSouth"), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties dated June 12, 2002, ("Agreement") to be effective 30 days after the date of the last signature executing the Amendment.

WHEREAS, BellSouth and Momentum entered into the Agreement on June 12, 2002, and;

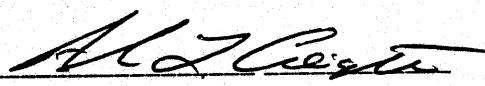
NOW THEREFORE, in consideration of the mutual provisions contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereby covenant and agree as follows:

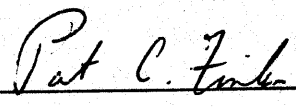
1. The Parties agree to add to the rates in Exhibit B of Attachment 2, the rates set forth in Exhibit 1 of this Amendment, attached hereto and incorporated herein by this reference.
2. All of the other provisions of the Agreement, dated June 12, 2002, shall remain in full force and effect.
3. Either 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.

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

Momentum Business Solutions, Inc.

BellSouth Telecommunications, Inc.

By: 

By: 

Name: Alan Creighton

Name: Elizabeth R. A. Shiroishi

Title: President & CEO

Title: Assistant Director

Date: 11-19-2002

Date: 11/22/02

**AMENDMENT
TO THE
AGREEMENT BETWEEN
MOMENTUM BUSINESS SOLUTIONS, INC.
AND
BELLSOUTH TELECOMMUNICATIONS, INC.
DATED JUNE 12, 2002**

Pursuant to this Amendment, (the "Amendment"), Momentum Business Solutions, Inc., ("Momentum"), and BellSouth Telecommunications, Inc. ("BellSouth"), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties dated June 12, 2002, ("Agreement") to be effective upon the date of the last signature executing the Amendment.

WHEREAS, BellSouth and Momentum entered into the Agreement on June 12, 2002, and;

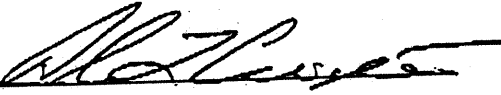
NOW THEREFORE, in consideration of the mutual provisions contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereby covenant and agree as follows:

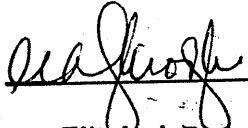
1. The Parties agree to add to the rates in Exhibit B of Attachment 2, the rates set forth in Exhibit 1 of this Amendment, attached hereto and incorporated herein by this reference.
2. All of the other provisions of the Agreement, dated June 12, 2002, shall remain in full force and effect.
3. Either 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.

Momentum Business Solutions, Inc.

BellSouth Telecommunications, Inc.

By: 

By: 

Name: Alan L. Creighton

Name: Elizabeth R. A. Shiroishi

Title: President & CEO

Title: Assistant Director

Date: 9/4/02

Date: 9/5/02

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-1st		Incremental Charge - Manual Svc Order vs. Electronic-1st					
					Rec	Nonrecurring First	Nonrecurring Add'l	Nonrecurring First			Disconnect Add'l	SOME	SOMAN	SOME	SOMAN			
The "Zone" shown in the sections for stand-alone loops or loops as part of a combination refers to Geographically Deaveraged UNE Zones. To view Geographically Deaveraged UNE Zone Designations by Central Office, refer to Internet Website: http://www.interconnection.bellsouth.com/become_a_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)																		
	Alabama Extended Local Dialing Port without Caller ID capability		UEPSR	UEPWA	1.38	2.38	2.27	1.42	1.33				15.66					
	Low Usage Line Port without Caller ID capability		UEPSR	UEPRT	1.38	2.38	2.27	1.42	1.33				15.66					
FEATURES																		
	All Available Vertical Features		UEPSR	UEPVF	1.98	0.00	0.00						15.66					
2-WIRE VOICE GRADE LINE PORT RATES (BUS)																		
	Alabama Extended Local Dialing Port without Caller ID capability		UEPSB	UEPWB	1.38	2.38	2.27	1.42	1.33				15.66					
	Incoming Only without Caller ID capability		UEPSB	UEPBE	1.38	2.38	2.27	1.42	1.33				15.66					
FEATURES																		
	All Available Vertical Features		UEPSB	UEPVF	1.98	0.00	0.00						15.66					
UNBUNDLED PORT/LOOP COMBINATIONS - COST BASED RATES																		
> Cost Based Rates are applied where BellSouth is required by FCC and/or State Commission rule to provide Unbundled Local Switching or Switch Ports.																		
> Features shall apply to the Unbundled Port/Loop Combination - Cost Based Rate section in the same manner as they are applied to the Stand-Alone Unbundled Port section of this Rate Exhibit.																		
> End Office and Tandem Switching Usage and Common Transport Usage rates in the Port section of this rate exhibit shall apply to all combinations of loop/port network elements except for UNE Coin Port/Loop Combinations.																		
> The first and additional Port nonrecurring charges apply to Not Currently Combined Combos. For Currently Combined Combos, the nonrecurring charges shall be those identified in the Nonrecurring - Currently Combined sections.																		
Additional NRCs may apply also and are categorized accordingly.																		
2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (RES)																		
UNE Port/Loop Combination Rates																		
	2-Wire VG Loop/Port Combo - Zone 1	1			12.70													
	2-Wire VG Loop/Port Combo - Zone 2	2			21.19													
	2-Wire VG Loop/Port Combo - Zone 3	3			34.80													
UNE Loop Rates																		
	2-Wire Voice Grade Loop (SL1) - Zone 1	1	UEPRX	UEPLX	11.55													
	2-Wire Voice Grade Loop (SL1) - Zone 2	2	UEPRX	UEPLX	20.04													
	2-Wire Voice Grade Loop (SL1) - Zone 3	3	UEPRX	UEPLX	33.65													
2-Wire Voice Grade Line Port Rates (Res)																		
	Alabama Extended Local Dialing Port without Caller ID capability		UEPRX	UEPWA	1.15	40.19	19.83	24.91	6.63				15.66					
	Low Usage Line Port without Caller ID capability		UEPRX	UEPRT	1.15	40.19	19.83	24.91	6.63				15.66					
FEATURES																		

Exhibit 1

CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES(\$)						Svc Order Submitted				Attachment 2				Exhibit: B			
											Elec per LSR				Charge - Manual Svc Order vs. Electronic-Add'l				Charge - Manual Svc Order vs. Electronic-Add'l 1st			
											per LSR				1st				Disc 1st			
					Rec	Nonrecurring First	Nonrecurring Add'l	Nonrecurring Disconnect First	Nonrecurring Disconnect Add'l	SOME	SOME	SOME	SOME	SOME	SOME	SOME	SOME	SOME	SOME	SOME	SOME	SOME
	All Features Offered		UEPRX	UEPVF	1.98	0.00	0.00								15.66							
	LOCAL NUMBER PORTABILITY		UEPRX	LNPCX	0.35																	
	Local Number Portability (1 per port)																					
	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/LINE Port 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	33.85																	
	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										
CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES(\$)			Attachment: 2		Exhibit: B
					Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-1st	
The "Zone" shown in the sections for stand-alone loops or loops as part of a combination refers to Geographically Deaveraged UNE Zones. To view Geographically Deaveraged UNE Zone Designations by Central Office, refer to Internet Website: http://www.interconnection.bellsouth.com/become_a_dia/interconnection.htm										
UNBUNDLED LOCAL EXCHANGE SWITCHING(PORTS)										
Exchange Ports										
NOTE: Although the Port Rate includes all available features in GA, KY, LA & TN, the desired features will need to be ordered using retail USOCs										
2-WIRE VOICE GRADE LINE PORT RATES (RES)	Florida Area Calling Port without Caller ID capability		UEPSR	UEPA9	1.40	3.74	3.63	1.88	1.80	11.90
	Florida Extended Dialing for use with CREX7 and Caller ID		UEPSR	UEPA1	1.40	3.74	3.63	1.88	1.80	11.90
	Florida Extended Dialing for use with CREX7 and without Caller ID capability		UEPSR	UEPA8	1.40	3.74	3.63	1.88	1.80	11.90
	Low Usage Line Port without Caller ID capability		UEPSR	UEPRT	1.40	3.74	3.63	1.88	1.80	11.90
FEATURES	All Available Vertical Features		UEPSR	UEPVF	2.28	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	2.28	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	28.46			11.90
	Florida Extended Dialing for use with CREX7 and Caller ID		UEPRX	UEPA1	1.17	53.31	28.46			11.90
	Florida Extended Dialing for use with CREX7 and without Caller ID capability		UEPRX	UEPA8	1.17	53.31	28.46			11.90

Exhibit 1

CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES(\$)						Attachment: 2		Exhibit: 8	
					Nonrecurring First	Nonrecurring Add'l	Nonrecurring Disconnect First	Nonrecurring Disconnect Add'l	Svc Order Submitted Manually per LSR	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-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l
					Rec	First	First	First	SOME	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
	Low Usage Line Port without Caller ID capability		UEPRX	UEPRT	1.17	53.31	26.46				11.90			
	FEATURES													
	All Features Offered													
	LOCAL NUMBER PORTABILITY													
	Local Number Portability (1 per port)													
	NONRECURRING CHARGES (NRCs) - CURRENTLY COMBINED													
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch-as-is		UEPRX	USAC2		0.102	0.102				11.90			
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch with change		UEPRX	USACC		0.102	0.102				11.90			
	ADDITIONAL NRCs													
	2-Wire Voice Grade Loop/Line Port Combination - Subsequent Activity		UEPRX	USAS2	0.00	0.00	0.00				11.90			
	2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (BUS)													
	UNE Port/Loop Combination Rates													
	1 2-Wire VG Loop/Port Combo - Zone 1	1			14.11									
	2 2-Wire VG Loop/Port Combo - Zone 2	2			18.23									
	3 2-Wire VG Loop/Port Combo - Zone 3	3			33.04									
	UNE Loop Rates													
	1 2-Wire Voice Grade Loop (SL1) - Zone 1	1	UEPBX	UEPLX	12.94									
	2 2-Wire Voice Grade Loop (SL1) - Zone 2	2	UEPBX	UEPLX	17.08									
	3 2-Wire Voice Grade Loop (SL1) - Zone 3	3	UEPBX	UEPLX	31.87									
	2-Wire Voice Grade Line Port (Bus)										11.90			
	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	UEPYF	2.26	0.00	0.00				11.90			
	NONRECURRING CHARGES (NRCs) - CURRENTLY COMBINED													
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch-as-is		UEPBX	USAC2		0.102	0.102				11.90			
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch with change		UEPBX	USACC		0.102	0.102				11.90			
	ADDITIONAL NRCs													
	2-Wire Voice Grade Loop/Line Port Combination - Subsequent Activity		UEPBX	USAS2	0.00	0.00	0.00				11.90			
	UNBUNDLED PORT LOOP COMBINATIONS - MARKET RATES													
> Market Rates shall apply where BellSouth is not required to provide unbundled local switching or switch ports per FCC and/or State Commission rules. This includes unbundled port/loop combinations that are currently combined or not currently combined in Zone 1 of the Top 8 MSAs in BellSouth's region for end users with 4 or more DSD 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.														

Exhibit 1

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	Incremental Charge - Manual Svc Order vs. Electronic-1st		Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-1st
					Nonrecurring First	Nonrecurring Add'l	Disconnect Add'l				SOMAN	SOMAN		
> End Office and Tandem Switching Usage and Common Transport Usage rates in the Port section of this rate exhibit shall apply to all combinations of loop/port network elements except for UNE Coin Port/Loop Combinations which have a flat rate usage charge														
> For Not Currently Combined scenarios where Market Rates apply, the Nonrecurring charges are listed in the First and Additional NRC columns for each Port USOC. For Currently Combined scenarios, the Nonrecurring charges are listed in the NRC - Currently Combined section. Additional NRCs may apply also and are categorized accordingly.														
2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (RES)														
UNE Port/Loop Combination Rates														
	2-Wire VG Loop/Port Combo - Zone 1	1			28.94									
	2-Wire VG Loop/Port Combo - Zone 2	2			31.06									
	2-Wire VG Loop/Port Combo - Zone 3	3			45.87									
UNE Loop Rates														
	2-Wire Voice Grade Loop (SL1) - Zone 1	1	UEPRX	UEPLX	17.06									
	2-Wire Voice Grade Loop (SL1) - Zone 2	2	UEPRX	UEPLX	31.87									
	2-Wire Voice Grade Loop (SL1) - Zone 3	3	UEPRX	UEPLX										
2-Wire Voice Grade Line Port (Res)														
	Florida Area Calling Port without Caller ID capability		UEPA9	UEPA9	14.00	90.00	90.00					11.90		
	Florida Extended Dialing for use with CREX7 and Caller ID		UEPAT	UEPAT	14.00	90.00	90.00					11.90		
	Florida Extended Dialing for use with CREX7 and without Caller ID capability		UEPA8	UEPA8	14.00	90.00	90.00					11.90		
	Low Usage Line Port without Caller ID capability		UEPRT	UEPRT	14.00	90.00	90.00					11.90		
LOCAL NUMBER PORTABILITY														
	Local Number Portability (1 per port)		UEPRX	LNPCX	0.35									
FEATURES														
	All Features Offered		UEPRX	UEPVF	0.00	0.00	0.00							
NONRECURRING CHARGES - CURRENTLY COMBINED														
	2-Wire Voice Grade Loop / Line Port Combination - Switch-as-is		UEPRX	USAC2		41.50	41.50					11.90		
	2-Wire Voice Grade Loop / Line Port Combination - Switch with change		UEPRX	USACC		41.50	41.50					11.90		
ADDITIONAL NRCs														
	NRC - 2-Wire Voice Grade Loop/Line Port Combination - Subsequent		UEPRX	USAS2		0.00	0.00					11.90		
2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (BUS)														
UNE Port/Loop Combination Rates														
	2-Wire VG Loop/Port Combo - Zone 1	1			28.94									
	2-Wire VG Loop/Port Combo - Zone 2	2			31.06									
	2-Wire VG Loop/Port Combo - Zone 3	3			45.87									
UNE Loop Rates														
	2-Wire Voice Grade Loop (SL1) - Zone 1	1	UEPBX	UEPLX	12.94									
	2-Wire Voice Grade Loop (SL1) - Zone 2	2	UEPBX	UEPLX	17.06									
	2-Wire Voice Grade Loop (SL1) - Zone 3	3	UEPBX	UEPLX	31.87									
2-Wire Voice Grade Line Port (Bus)														
	Incoming Only without Caller ID capability		UEPBX	UEPBE	14.00	90.00	90.00					11.90		
LOCAL NUMBER PORTABILITY														
	Local Number Portability (1 per port)		UEPBX	LNPCX	0.35									

UNBUNDLED NETWORK ELEMENTS - Georgia										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	Incremental Charge - Manual Svc Order vs. Electronic-1st Add'l						
					Nonrecurring Add'l	First							Nonrecurring Add'l	First	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 Zone Designations by Central Office, refer to Internet Website: http://www.interconnection.bellsouth.com/become_a_dealer/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												
	2-Wire Voice Grade Georgia Basic Dialing Port for use with Caller ID		UEPSR	UEPWQ	1.85	17.16												
	2-Wire voice unbundled Georgia basic dialing port - outgoing only		UEPSR	UEPWR	1.85	17.16												
	Low Usage Line Port without Caller ID capability		UEPSR	UEPRT	1.85	17.16												
FEATURES																		
	All Available Vertical Features		UEPSR	UEPVF	0.00	0.00												
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												
	2-Wire voice unbundled Georgia basic dialing port with Caller ID - bus		UEPSB	UEPWP	1.85	17.16												
	Incoming Only without Caller ID capability		UEPSB	UEPBE	1.85	17.16												
FEATURES																		
	All Available Vertical Features		UEPSB	UEPVF	0.00	0.00												
EXCHANGE PORT RATES (DID & PBX)																		
	2-Wire voice unbundled Georgia basic dialing port - 2-way PBX Trunk		UEPSE	UEPPQ	1.85	17.16												
	2-Wire voice unbundled Georgia basic dialing port - 1-Way Outdial Trunk		UEPSP	UEPWS	1.85	17.16												
	2-Wire voice unbundled Georgia basic dialing port - 2-Way Trunk		UEPSP	UEPWT	1.85	17.16												
FEATURES																		
	All Available Vertical Features		UEPSP	UEPVF	0.00	0.00												
UNBUNDLED PORT/LOOP COMBINATIONS - COST BASED RATES																		
> Cost Based Rates are applied where BellSouth is required by FCC and/or State Commission rule to provide Unbundled Local Switching or Switch Ports. > Features shall apply to the Unbundled Port/Loop Combination - Cost Based Rate section in the same manner as they are applied to the Stand-Alone Unbundled Port section of this Rate Exhibit. > End Office and Tandem Switching Usage and Common Transport Usage rates in the Port section of this rate exhibit shall apply to all combinations of loop/port network elements except for UNE Coin Port/Loop Combinations.																		

Exhibit 1

UNBUNDLED NETWORK ELEMENTS - Georgia															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-1st		SOMAN	SOMAN		
					Nonrecurring First	Nonrecurring Add'l	Nonrecurring Disconnect First	Nonrecurring Disconnect Add'l			SOME1	SOMAN	SOME1	SOMAN				

Exhibit 1

UNBUNDLED NETWORK ELEMENTS - Georgia										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-1st
						Rec	First	Add'l	Nonrecurring Disconnect First			SOMAN	SOMAN
	2-Wire voice unbundled Georgia basic dialing port without Caller ID - bus			UEPBX	UEPBD	1.79	22.14	15.25	8.45	3.91		33.67	7.88
	2-Wire voice unbundled Georgia basic dialing port with Caller ID - bus			UEPBX	UEPBD	1.79	22.14	15.25	8.45	3.91		33.67	7.88
	Incoming Only without Caller ID capability			UEPBX	UEPBD	1.79	22.14	15.25	8.45	3.91		33.67	7.88
	LOCAL NUMBER PORTABILITY			UEPBX	UEPBD	0.35							
	Local Number Portability (1 per port)			UEPBX	UEPBD	0.00	0.00	0.00				33.67	7.88
	FEATURES												
	All Features Offered												
	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
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch with change			UEPBX	USAC2		2.01	0.3108				33.67	7.88
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Subsequent Database Update			UEPBX	USAC2							33.67	7.88
	ADDITIONAL NRCs												
	2-Wire Voice Grade Loop/Line Port Combination - Subsequent Activity			UEPBX	USAS2	0.00	0.00	0.00				33.67	7.88
	2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (RES - PBX)												
	UNE Port/Loop Combination Rates												
	2-Wire VG Loop/Port Combo - Zone 1	1				12.59							
	2-Wire VG Loop/Port Combo - Zone 2	2				14.26							
	2-Wire VG Loop/Port Combo - Zone 3	3				21.62							
	UNE Loop Rates												
	2-Wire Voice Grade Loop (SL 1) - Zone 1	1		UEPRG	UEPLX	10.80							
	2-Wire Voice Grade Loop (SL 1) - Zone 2	2		UEPRG	UEPLX	12.47							
	2-Wire Voice Grade Loop (SL 1) - Zone 3	3		UEPRG	UEPLX	19.83							
	2-Wire Voice Grade Line Port Rates (RES - PBX)												
	2-Wire voice unbundled Georgia basic dialing port - 2-way PBX Trunk			UEPRG	UEPPQ	1.79	22.14	15.25	8.45	3.91		33.67	7.88
	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
	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
	2-Wire Voice Grade Loop/Line Port Combination (PBX) - Conversion - Switch with Change			UEPRG	USAC2		2.01	0.3108				33.67	7.88
	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
	PBX Subsequent Activity - Change/Rearrange Multiline Hunt Group			UEPRG	USAS2	0.00	0.00	0.00	14.64			19.99	11.17
							14.64						

Exhibit 1

CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES(\$)				Attachment: 2				Exhibit: B			
					Rec	Nonrecurring		Disconnect	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-1st	
						First	Add'l									First
UNBUNDLED NETWORK ELEMENTS - Georgia																
	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		10.90										
	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 Loop (SL 1) - Zone 3															
	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					7.88	11.17
	Outdial Trunk		UEPPX	UEPWT		1.79	22.14	15.25	8.45	3.91					7.88	11.17
	2-Wire voice unbundled Georgia basic dialing port - 2-Way		UEPPX													
	Trunk															
	LOCAL NUMBER PORTABILITY															
	Local Number Portability (1 per port)		UEPPX	LNPCP		3.15									33.67	7.88
	FEATURES															
	All Features Offered		UEPPX	UEPVE		0.00	0.00	0.00								
	NONRECURRING CHARGES (NRCs) - CURRENTLY COMBINED															
	2-Wire Voice Grade Loop/Line Port Combination (PBX) - Conversion - Switch-As-Is		UEPPX	USAC2			2.01	0.3108							33.67	7.88
	2-Wire Voice Grade Loop/Line Port Combination (PBX) - Conversion - Switch with Change		UEPPX	USACC			2.01	0.3108							33.67	7.88
	ADDITIONAL NRCs															
	2-Wire Voice Grade Loop/Line Port Combination (PBX) - Subsequent Activity		UEPPX	USAS2		0.00	6.00	0.00							33.67	7.88
	PBX Subsequent Activity - Change/Rearrange Multiline Hunt Group						14.64	14.64							19.99	18.99
	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														
	2-Wire VG Loop/Port Combo - Zone 2	2														
	2-Wire VG Loop/Port Combo - Zone 3	3														

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Exhibit 1

CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES(\$)				Svc Order Submitted Manually per LSR	Svc Order Submitted Manually per LSR	Attachment 2		Exhibit B						
					Rec	Nonrecurring Add'l	First	Nonrecurring Disconnected Add'l			Incremental Charge - Manual Svc Order vs. Electronic- Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic- Disc Add'l	Incremental Charge - Manual Svc Order vs. Electronic- Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic- Disc Add'l					
															SOMAN	SOMAN	SOMAN	SOMAN	
UNBUNDLED NETWORK ELEMENTS - Georgia	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 (Rate)																		
	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				
	2-Wire voice unbundled Georgia basic dialing port - incoming only		UEPRX	UEPRT	14.00	90.00	90.00					33.67	7.88	11.17	3.91				
	Low Usage Line Port without Caller ID capability		UEPRX	LNPCX	0.35														
LOCAL NUMBER PORTABILITY																			
Local Number Portability (1 per port)			UEPRX	UEPVE	0.00	0.00	0.00					33.67	7.88	11.17	3.91				
FEATURES																			
All Features Offered																			
NONRECURRING CHARGES - CURRENTLY COMBINED																			
2-Wire Voice Grade Loop / Line Port Combination - Switch-as-is			UEPRX	USAC2	0.00	41.50	41.50												
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				
2-Wire Voice Grade Loop / Line Port Combination - Switch as-is			UEPRX	USAS2		0.00	0.00												
ADDITIONAL NRCs																			
NRC - 2-Wire Voice Grade Loop/Line Port Combination - Subsequent																			
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	UEPXB	UEPLX	10.80														
2-Wire Voice Grade Loop (SL1) - Zone 2	2	UEPBX	UEPXB	UEPLX	12.47														
2-Wire Voice Grade Loop (SL1) - Zone 3	3	UEPBX	UEPXB	UEPLX	19.83														
2-Wire Voice Grade Line Port (Bus)																			
2-Wire voice unbundled Georgia basic dialing port without Caller ID - bus			UEPBX	UEPWB	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																			
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				

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Exhibit 1

CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES(\$)					Attachment: 2		Exhibit: B	
					Nonrecurring First	Nonrecurring Add'l	Nonrecurring Disconnect Add'l	Svc Order Submitted Manually per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Add'l
					Rec	First	Add'l	SOME	SOMAN	SOMAN	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												
	NRC - 2-Wire Voice Grade Loop/Line Port Combination - Subsequent		UEPBX	USAS2		0.00	0.00			33.67	7.88	11.17	3.91
	2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (RES - PBX)												
	UNE Port/Loop Combination Rates												
	2-Wire VG Loop/Port Combo - Zone 1	1			24.80								
	2-Wire VG Loop/Port Combo - Zone 2	2			26.47								
	2-Wire VG Loop/Port Combo - Zone 3	3			33.83								
	UNE Loop Rates												
	2-Wire Voice Grade Loop (SL 1) - Zone 1	1	UEPRG	UEPLX	10.80								
	2-Wire Voice Grade Loop (SL 1) - Zone 2	2	UEPRG	UEPLX	12.47								
	2-Wire Voice Grade Loop (SL 1) - Zone 3	3	UEPRG	UEPLX	19.83								
	2-Wire Voice Grade Line Port Rates (RES - PBX)												
	2-Wire voice unbundled Georgia basic dialing port - 2-way PBX Trunk		UEPRG	UEPPQ	14.00	90.00	90.00			33.67	7.88	11.17	3.91
	LOCAL NUMBER PORTABILITY												
	Local Number Portability (1 per port)		UEPRG	LNPCP	3.15					33.67	7.88	11.17	3.91
	FEATURES												
	All Features Offered		UEPRG	UEPVF	0.00	0.00	0.00						
	NONRECURRING CHARGES (NRCs) - CURRENTLY COMBINED												
	2-Wire Voice Grade Loop/Line Port Combination (PBX) - Conversion - Switch-As-Is		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 Mulline 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)												

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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		Nonrecurring Discontinued			Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-1st	
						First	Addl	First							Addl
	AI Features Offered		UEPRX	UEPVF	0.00	0.00	0.00			7.88					
	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			7.88					
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch with change		UEPRX	USACC		0.10	0.10			7.88					
	ADDITIONAL NRCs 2-Wire Voice Grade Loop/Line Port Combination - Subsequent Activity		UEPRX	USAS2	0.00	0.00	0.00			7.88					
	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	2.87	7.88					
	Incoming Only without Caller ID capability		UEPBX	UEPBE	1.15	21.29	15.49	2.85	2.87	7.88					
	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			7.88					
	NONRECURRING CHARGES (NRCs) - CURRENTLY COMBINED 2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch-as-is		UEPBX	USAC2		0.10	0.10			7.88					
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Switch with change		UEPBX	USACC		0.10	0.10			7.88					
	ADDITIONAL NRCs 2-Wire Voice Grade Loop/Line Port Combination - Subsequent Activity		UEPBX	USAS2	0.00	0.00	0.00			7.88					

Exhibit 1

UNBUNDLED NETWORK ELEMENTS - Louisiana													
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	Nonrecurring Add'l	Nonrecurring Disconnect First			Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-1st
					Rec	First	Add'l	SOME	SOMAN	OSS Rates(\$)	SOMAN	SOMAN	SOMAN
The "Zone" shown in the sections for stand-alone loops or loops as part of a combination refers to Geographically Deaveraged UNE Zones. To view Geographically Deaveraged UNE Zone Designations by Central Office, refer to Internet Website: http://www.interconnection.bellsouth.com/become_a_dcl/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	2.21		15.20				
	Louisiana Calling Plan Port without Caller ID capability		UEPSR	UEPRQ	1.52	2.31	2.21		15.20				
	Low Usage Line Port without Caller ID capability		UEPSR	UEPRT	1.52	2.31	2.21		15.20				
FEATURES													
	All Available Vertical Features		UEPSR	UEPVF	0.00	0.00	0.00		15.20				
2-WIRE VOICE GRADE LINE PORT RATES (BUS)													
	Louisiana Extended Local Dialing Port without Caller ID		UEPSB	UEPWH	1.52	2.31	2.21		15.20				
	Louisiana Business Area Calling Port without Caller ID capability		UEPSB	UEPBA	1.52	2.31	2.21		15.20				
	Incoming Only without Caller ID capability		UEPSB	UEPBE	1.52	2.31	2.21		15.20				
FEATURES													
	All Available Vertical Features		UEPSB	UEPVF	0.00	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)													

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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-1st Add'l				Incremental Charge - Manual Svc Order vs. Electronic-1st Add'l															
					Nonrecurring First	Nonrecurring Add'l	Rec	SOME			SOMAN	SOMAN	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 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																			25.77											
2-Wire VG Loop/Port Combo - Zone 2																			38.39											
2-Wire VG Loop/Port Combo - Zone 3																			62.28											
UNE Loop Rates																														
2-Wire Voice Grade Loop (SL1) - Zone 1																			11.77											
2-Wire Voice Grade Loop (SL1) - Zone 2																			22.39											
2-Wire Voice Grade Loop (SL1) - Zone 3																			48.28											
2-Wire Voice Grade Line Port (Res)																														
Louisiana Extended Local Dialing Port without Caller ID capability																			UEPWG											
Louisiana Calling Plan Port without Caller ID capability																			UEPRX											
Low Usage Line Port without Caller ID capability																			UEPRQ				90.00							
																			UEPRT				90.00							
LOCAL NUMBER PORTABILITY																														
Local Number Portability (1 per port)																			LNPCX				0.35							
FEATURES																														
All Features Offered																			UEPVF				0.00							
NONRECURRING CHARGES - CURRENTLY COMBINED																														
2-Wire Voice Grade Loop / Line Port Combination - Switch-as-is																			USAC2				41.50							
2-Wire Voice Grade Loop / Line Port Combination - Switch with change																			USACC				41.50							
ADDITIONAL NRCs																														
NRC - 2-Wire Voice Grade Loop/Line Port Combination - Subsequent																			USAS2				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																							25.77							
2-Wire VG Loop/Port Combo - Zone 2																							38.39							
2-Wire VG Loop/Port Combo - Zone 3																							62.28							
UNE Loop Rates																														
2-Wire Voice Grade Loop (SL1) - Zone 1																			UEPBX				UEPLX							
2-Wire Voice Grade Loop (SL1) - Zone 2																			UEPBX				UEPLX							
2-Wire Voice Grade Loop (SL1) - Zone 3																			UEPBX				UEPLX							

Exhibit 1

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

Exhibit 1

UNBUNDLED NETWORK ELEMENTS - Mississippi														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-1st		Incremental Charge - Manual Svc Order vs. Electronic-1st		
					Nonrecurring Add'l		First	Disconnect Add'l			SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN	
					Rec	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_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	2.29	1.42	1.33		15.75						
	Low Usage Line Port without Caller ID capability		UEPSR	UEPRT	1.41	2.39	2.29	1.42	1.33		15.75						
FEATURES																	
	All Available Vertical Features		UEPSR	UEPVF	2.56	0.00	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	2.29	1.42	1.33		15.75						
	Incoming Only without Caller ID capability		UEPSB	UEPBE	1.41	2.39	2.29	1.42	1.33		15.75						
FEATURES																	
	All Available Vertical Features		UEPSB	UEPVF	2.56	0.00	0.00				15.75						
EXCHANGE PORT RATES (DID & PBX)																	
	PBX 2-Way Combo MS Local Opt 2 Calling Port		UEPSP	UEPAS	1.41	31.45	14.93	14.38	0.92		15.75						
FEATURES																	
	All Available Vertical Features		UEPSB	UEPVF	2.56	0.00	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 Combs. For Currently Combined Combs, 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															
	2-Wire VG Loop/Port Combo - Zone 3	3															
	2-Wire VG Loop/Port Combo - Zone 4	4															

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Exhibit 1

Exhibit 1

UNBUNDLED NETWORK ELEMENTS - Mississippi										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-1st			
					Nonrecurring First	Nonrecurring Add'l	Nonrecurring Disconnect First			SOMECH	SOMAN	SOMAN	SOMAN	SOMECH	SOMAN	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	USAC2	0.0988	0.0988			15.75								
	2-Wire Voice Grade Loop / Line Port Combination - Conversion - Subsequent Database Update																
	ADDITIONAL NRC's																
	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			26.28												
	2-Wire VG Loop/Port Combo - Zone 4	4			44.81												
	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	43.88												
	2-Wire Voice Grade Line Port Rates (BUS - PBX)																
	PBX 2-Way Combo MS Local Opt 2 Calling Port		UEPPX	UEPA5	1.23	69.37	37.86	6.17	15.75								
	LOCAL NUMBER PORTABILITY																
	Local Number Portability (1 per port)		UEPPX	LNCP	3.15	0.00											
	FEATURES																
	All Features Offered		UEPPX	UEPYF	2.56	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	USAC2	7.96	1.91			15.75								
	ADDITIONAL NRC's																
	2-Wire Voice Grade Loop/Line Port Combination (PBX) - Subsequent Activity		UEPPX	USAS2	0.00	0.00			15.75								
	PBX Subsequent Activity - Change/Rearrange Multiline Hunt Group				7.36	7.36			15.75								

Exhibit 1

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-1st	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-1st
					First	Nonrecurring Add'l	Nonrecurring Disconnect Add'l						
					Rec	First	First	SOMEC	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 Zone Designations by Central Office, refer to Internet Website: http://www.interconnection.bellsouth.com/become_a_distributor/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													
FEATURES													
All Available Vertical Features													
2-WIRE VOICE GRADE LINE PORT RATES (BUS)													
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)													
Low Usage Line Port without Caller ID capability													
FEATURES													
All Features Offered													

Exhibit 1

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 Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-1st			
					Nonrecurring Add'l	First	Nonrecurring Disconnect First	Add'l									
															Rec		
	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				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)		UEPBX	UEPBE		2.28	79.59	63.97			40.18	9.45					
	Incoming Only without Caller ID capability																
	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 DS0 equivalent lines.																	
> The Top 8 MSAs in BellSouth's region are: FL (Orlando, Ft. Lauderdale, Miami); GA (Atlanta); LA (New Orleans); NC (Greensboro-Winston Salem-Highpoint/Charlotte-Gastonia-Rock Hill); TN (Nashville).																	
> BellSouth currently is developing the billing capability to mechanically bill the recurring and non-recurring Market Rates in this section. In the interim where BellSouth cannot bill Market Rates, BellSouth shall bill the rates in the Cost-Based section preceding in lieu of the Market Rates and reserves the right to true-up the billing difference.																	
> The Market Rate for unbundled ports includes all available features in all states.																	
> 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																	

Exhibit 1

UNBUNDLED NETWORK ELEMENTS - North Carolina													
CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES(\$)				Svc Order Submitted Elec per LSR	Attachment: 2		Exhibit: B	
					Nonrecurring		OSS Rates(\$)			Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st		
					First	Add'l	SOMAN	SOMAN					
> For Not Currently Combined scenarios where Market Rates apply, the Nonrecurring charges are listed in the First and Additional NRC columns for each Port USOC. For Currently Combined scenarios, the Nonrecurring charges are listed in the NRC - Currently Combined section. Additional NRCs may apply also and are categorized accordingly.													
	2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (RES)												
	UNE Port/Loop Combination Rates												
	2-Wire VG Loop/Port Combo - Zone 1	1											
	2-Wire VG Loop/Port Combo - Zone 2	2											
	2-Wire VG Loop/Port Combo - Zone 3	3											
	UNE Loop Rates												
	2-Wire Voice Grade Loop (SL1) - Zone 1	1	UEPRX	UEPLX									
	2-Wire Voice Grade Loop (SL1) - Zone 2	2	UEPRX	UEPLX									
	2-Wire Voice Grade Loop (SL1) - Zone 3	3	UEPRX	UEPLX									
	2-Wire Voice Grade Line Port (Res)		UEPRX	UEPRT									
	Low Usage Line Port without Caller ID capability												
	LOCAL NUMBER PORTABILITY												
	Local Number Portability (1 per port)		UEPRX	LNPCX									
	FEATURES												
	All Features Offered		UEPRX	UEPVF									
	NONRECURRING CHARGES - CURRENTLY COMBINED												
	2-Wire Voice Grade Loop / Line Port Combination - Switch-as-is		UEPRX	USAC2									
	2-Wire Voice Grade Loop / Line Port Combination - Switch with change		UEPRX	USACC									
	ADDITIONAL NRCs												
	NRC - 2-Wire Voice Grade Loop/Line Port Combination - Subsequent		UEPRX	USAS2									
	2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (BUS)												
	UNE Port/Loop Combination Rates												
	2-Wire VG Loop/Port Combo - Zone 1	1											
	2-Wire VG Loop/Port Combo - Zone 2	2											
	2-Wire VG Loop/Port Combo - Zone 3	3											
	UNE Loop Rates												
	2-Wire Voice Grade Loop (SL1) - Zone 1	1	UEPBX	UEPLX									
	2-Wire Voice Grade Loop (SL1) - Zone 2	2	UEPBX	UEPLX									
	2-Wire Voice Grade Loop (SL1) - Zone 3	3	UEPBX	UEPLX									
	2-Wire Voice Grade Line Port (Bus)		UEPBX	UEPBE									
	Incoming Only without Caller ID capability												
	LOCAL NUMBER PORTABILITY												
	Local Number Portability (1 per port)		UEPBX	LNPCX									
	FEATURES												
	All Features Offered		UEPBX	UEPVF									
	NONRECURRING CHARGES - CURRENTLY COMBINED												

Exhibit 1

UNBUNDLED NETWORK ELEMENTS - North Carolina													
CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATE\$ (\$)	Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment: 2				Exhibit: B	
								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	Incremental Charge - Manual Svc Order vs. Electronic-1st
					</								

UNBUNDLED NETWORK ELEMENTS - South Carolina										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-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Add'l
					Rec	Nonrecuring First	Nonrecuring Add'l	Nonrecuring Disconnect First	SOME C	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 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 nonrecuring charges apply to Not Currently Combined Combos. For Currently Combined Combos, the nonrecuring charges shall be those identified in the Nonrecuring - 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			14.89								
	2-Wire VG Loop/Port Combo - Zone 2	2			21.52								
	2-Wire VG Loop/Port Combo - Zone 3	3			27.17								
UNE Loop Rates													
	2-Wire Voice Grade Loop (SL1) - Zone 1	1	UEPRX	UEPLX	13.78								
	2-Wire Voice Grade Loop (SL1) - Zone 2	2	UEPRX	UEPLX	20.38								
	2-Wire Voice Grade Loop (SL1) - Zone 3	3	UEPRX	UEPLX	26.04								
2-Wire Voice Grade Line Port Rates (Res)													

Exhibit 1

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		Incremental Charge - Manual Svc Order vs. Electronic-1st	
					Nonrecurring		Disconnect Add'l	SOMAN			SOME	SOMAN	SOMAN	SOMAN
					Rec	First								
	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							
	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)													
	UNE Port/Loop Combination Rates													
	2-Wire VG Loop/Port Combo - Zone 1	1			14.89									
	2-Wire VG Loop/Port Combo - Zone 2	2			21.52									
	2-Wire VG Loop/Port Combo - Zone 3	3			27.17									
	UNE Loop Rates													
	2-Wire Voice Grade Loop (SL1) - Zone 1	1	UEPBX	UEPLX	13.76									
	2-Wire Voice Grade Loop (SL1) - Zone 2	2	UEPBX	UEPLX	20.38									
	2-Wire Voice Grade Loop (SL1) - Zone 3	3	UEPBX	UEPLX	26.04									
	2-Wire Voice Grade Line Port (Bus)													
	South Carolina Extended Local Dialing Port without Caller ID capability		UEPBX	UEPWM	1.13	37.93	16.72			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							
	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				

Exhibit 1

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-1st		Incremental Charge - Manual Svc Order vs. Electronic-1st					
									SOME	SOMAN	SOME	SOMAN	SOME	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)																
	Tennessee Area Plus Port without Caller ID capability		UEPSR	UEPRR	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																

Exhibit 1

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 Disconnected Add'l	Incremental Charge - Manual Svc Order vs. Electronic-1st				Incremental Charge - Manual Svc Order vs. Electronic-1st						
								Rec			Nonrecurring First	Add'l	SOME	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
	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		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	LNPX		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	LNPX		0.35												

Exhibit 1

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 Add'l		Incremental Charge - Manual Svc Order vs. Electronic-1st Add'l
					Rec	Nonrecurring First	Add'l	Nonrecurring Disconnect First			SOMAN	SOMAN	SOMAN
FEATURES	All Features Offered		UEPBX	UEPVF	0.00	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	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	15.25	8.45	3.91		30.89	7.03	
	PBX 2-Way Combo First Trunk Collierville and Memphis Local Calling Plan		UEPPX	UEPA7	1.70	22.14	15.25	8.45	3.91		30.89	7.03	
LOCAL NUMBER PORTABILITY													
	Local Number Portability (1 per port)		UEPPX	LNPCP	3.15	0.00	0.00				30.89	7.03	
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		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	
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	
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.

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Exhibit 1

UNBUNDLED NETWORK ELEMENTS - Tennessee										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-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	Add'l	Nonrecurring First							SOMAN	SOMAN	SOMAN
	Tennessee (BUS) 2-Way Collierville and Memphis Local Calling Plan		UEPBX		UEPB3	14.00	90.00	90.00					30.89	7.03			
	Incoming Only without Caller ID capability		UEPBX		UEPBE	14.00	90.00	90.00					30.89	7.03			
	LOCAL NUMBER PORTABILITY		UEPBX		LNPCX	0.35											
	Local Number Portability (1 per port)		UEPBX		UEPVF	0.00	0.00	0.00					30.89	7.03			
	FEATURES		UEPBX		UEPVF	0.00	0.00	0.00									
	All Features Offered		UEPBX		USAC2		41.50	41.50					30.89	7.03			
	NONRECURRING CHARGES - CURRENTLY COMBINED		UEPBX		USACC		41.50	41.50					30.89	7.03			
	2-Wire Voice Grade Loop / Line Port Combination - Switch-as-is		UEPBX		USAS2	0.00	0.00	0.00					30.89	7.03			
	2-Wire Voice Grade Loop / Line Port Combination - Switch with change		UEPBX														
	ADDITIONAL NRCs		UEPBX														
	NRC - 2-Wire Voice Grade Loop/Line Port Combination - Subsequent		UEPBX														
	2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (BUS - PBX)																
	UNE Port/Loop Combination Rates					26.48											
	2-Wire VG Loop/Port Combo - Zone 1	1				30.31											
	2-Wire VG Loop/Port Combo - Zone 2	2				35.32											
	2-Wire VG Loop/Port Combo - Zone 3	3															
	UNE Loop Rates					12.48											
	2-Wire Voice Grade Loop (SL 1) - Zone 1	1	UEPPX		UEPLX	16.31											
	2-Wire Voice Grade Loop (SL 1) - Zone 2	2	UEPPX		UEPLX	21.32											
	2-Wire Voice Grade Loop (SL 1) - Zone 3	3	UEPPX		UEPLX												
	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		UEPPX		LNFCP	3.15	0.00	0.00									
	Local Number Portability (1 per port)		UEPPX		UEPVF	0.00	0.00	0.00					30.89	7.03			
	FEATURES		UEPPX		UEPVF	0.00	0.00	0.00									
	All Features Offered		UEPPX		USAC2		41.50	41.50					30.89	7.03			
	NONRECURRING CHARGES (NRCs) - CURRENTLY COMBINED		UEPPX		USACC		41.50	41.50					30.89	7.03			
	2-Wire Voice Grade Loop/Line Port Combination (PBX) - Conversion - Switch-as-is		UEPPX		USACC		41.50	41.50					30.89	7.03			
	2-Wire Voice Grade Loop/Line Port Combination (PBX) - Conversion - Switch with Change		UEPPX														
	ADDITIONAL NRCs		UEPPX		USAS2	0.00	0.00	0.00					30.89	7.03			
	2-Wire Voice Grade Loop/Line Port Combination (PBX) - Subsequent Activity		UEPPX				14.64	14.64					30.89	7.03			
	PBX Subsequent Activity - Change/Rearrange Multiline Hunt Group		UEPPX														

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