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BellSouth Telecommunications, Inc.

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Nashville, TN 37201-3300

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T.R.A. DOCKET ROOM

Guy M. Hicks
General Counsel

615 214 6301
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June 18, 2003

VIA HAND DELIVERY

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

Re: *Approval of the Amendments to the Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc. and Navigator Telecommunications, LLC Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996.*

Docket No. 03-00396

Dear Chairman Kyle:

Pursuant to Section 252(e) of the Telecommunications Act of 1996, Navigator Telecommunications, LLC and BellSouth Telecommunications, Inc. are hereby submitting to the Tennessee Regulatory Authority the original and fourteen copies of the attached Petition for Approval of the Amendments to the Interconnection Agreement dated August 10, 2002. The first Amendment adds Dial Around Compensation to the Agreement and the second Amendment adds new ports to the Agreement.

Thank you for your attention to this matter.

Sincerely yours,

Guy M. Hicks

cc: Michael McAlister, Navigator Telecommunications, LLC

BEFORE THE TENNESSEE REGULATORY AUTHORITY
Nashville, Tennessee

In re: *Approval of the Amendments to the Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc. and Navigator Telecommunications, LLC 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 NAVIGATOR TELECOMMUNICATIONS, LLC
PURSUANT TO THE TELECOMMUNICATIONS ACT OF 1996

COME NOW, Navigator Telecommunications, LLC ("Navigator") and BellSouth Telecommunications, Inc., ("BellSouth"), and file this request for approval of the Amendments to the Interconnection Agreement dated August 10, 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, Navigator and BellSouth state the following:

1. Navigator 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 The Interconnection Agreement was approved by the Tennessee Regulatory Authority ("TRA") on October 7, 2002.

2. The parties have recently negotiated two Amendments to the Agreement. The first Amendment adds Dial Around Compensation to the Agreement. The second Agreement adds new ports to the Agreement. Copies of the Amendments are attached hereto and incorporated herein by reference.

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

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

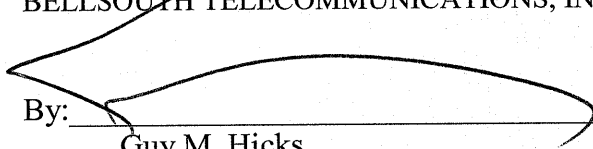
6. Pursuant to Section 252(i) of the Act, BellSouth shall make the Agreement available upon the same terms and conditions contained therein.

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

This 19th day of June, 2003.

Respectfully submitted,

BELLSOUTH TELECOMMUNICATIONS, INC.

By: 

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

**Amendment to the
Agreement Between
Navigator Telecommunications, LLC
and
BellSouth Telecommunications, Inc.
Dated August 10, 2002**

Pursuant to this Amendment, (the "Amendment"), Navigator Telecommunications, LLC ("Navigator"), and BellSouth Telecommunications, Inc. ("BellSouth"), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties dated August 10, 2002 ("Agreement").

WHEREAS, BellSouth and Navigator entered into the Agreement on August 10, 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. Attachment 2 of the Interconnection Agreement entered into between Navigator and BellSouth is hereby amended to include new Section 5.6.9 as follows:

5.6.9 Dial-Around Compensation

5.6.9.1 For a call originated by a third-party pay phone end user over Navigator's unbundled Coin port/loop combinations and terminated to a BellSouth intralata 800 number end user, BellSouth shall credit Navigator's billing account for dial around compensation in the amount specified by the FCC in CC Docket #96-128 (the "Pay Phone Order"), or as such other order may modify, amend or supercede the Pay Phone Order. Notwithstanding any other provision within this agreement, BellSouth shall credit Navigator's billing account on a quarterly basis for dial around compensation. Upon written request, BellSouth will provide Navigator with data supporting the credit applied in the month following each quarter. At no time is BellSouth responsible for any compensation to Navigator's third-party pay phone end user. In accordance with the General Terms and Conditions of this agreement, Section 7, Navigator shall indemnify BellSouth for any loss, claim, demand, action or judgment, including attorneys' fees associated therewith, arising from or relating to any assertion or claim from a payphone service provider regarding BellSouth dial-around compensation for which Navigator has been credited hereunder.

2. All of the other provisions of the Agreement, dated August 10, 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.

This Amendment shall be deemed effective following the date of the last signature.

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

Navigator Telecommunications, LLC



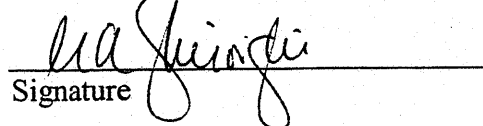
Signature

Kenrick LeDoux
Name

VP – Engineering and CTO
Title

May 2, 2003
Date

BellSouth Telecommunications, Inc.



Signature

Elizabeth R A Shincish
Name

Director
Title

5/5/03
Date

**AMENDMENT
TO THE
INTERCONNECTION AGREEMENT BETWEEN
Navigator Telecommunications, LLC AND
BELLSOUTH TELECOMMUNICATIONS, INC.**

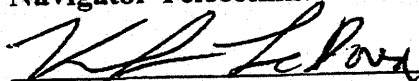
Pursuant to this Amendment, (the "Amendment"), Navigator Telecommunications ("Navigator") and BellSouth Telecommunications, Inc. ("BellSouth"), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties dated August 10, 2002 ("Agreement").

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

1. Attachment 2, Exhibit C is augmented to added Exhibit B3, rates for Additional Port USOCs for the state of Georgia Kentucky, Louisiana, Mississippi, South Carolina, and Tennessee. In North Carolina, the statewide for both cost based and market based rates for 2-Wire VG Loop/Port Combo and 2-Wire Voice Grade Loop (SL1) for Residence and Business are deleted and replaced with Deaveraged cost based and marketed rates in Exhibit B3 for North Carolina for UNE Port/Loop Combination rates and UNE Loop rates for Residence and Business.
2. All of the other provisions of the Agreement, dated August 10, 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 and shall be deemed effective the date the last Party signs the amendment.

Navigator Telecommunications, LLC

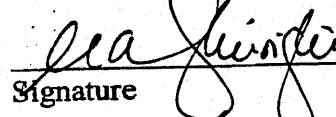

Signature

Kenrick LeDoux
Name

VP - Engineering & CTO
Title

May 13, 2003
Date

BellSouth Telecommunications, Inc.


Signature

Elizabeth B. Shiroishi
Name

Director
Title

5/13/03
Date

UNBUNDLED NETWORK ELEMENTS - Georgia														Attachment: 2			Exhibit: B3		
CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES(\$)			Svc Order Submitted Manually per LSR	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	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		
					Nonrecurring First	Nonrecurring Add'l	Nonrecurring Disconnect First												
																		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 Zone Designations by Central Office, refer to Internet Website: http://www.interconnection.bellsouth.com/become_a_clec/html/interconnection.htm																			
UNBUNDLED LOCAL EXCHANGE SWITCHING(PORTS)																			
Exchange Ports																			
NOTE: Although the Port Rate Includes all available features in GA, KY, LA & TN, the desired features will need to be ordered using retail USOCs																			
2-WIRE VOICE GRADE LINE PORT RATES (RES)																			
	2-Wire Voice Grade Georgia Basic Dialing Port without Caller ID capability		UEPSR	UEPWC	1.85	17.16	17.16							18.94	8.42				
	2-Wire Voice Grade Georgia Basic Dialing Port for use with Caller ID		UEPSR	UEPWQ	1.85	17.16	17.16							18.94	8.42				
	2-Wire voice unbundled Georgia basic dialing port - outgoing only		UEPSR	UEPWR	1.85	17.16	17.16							18.94	8.42				
	Low Usage Line Port without Caller ID capability		UEPSR	UEPRT	1.85	17.16	17.16							18.94	8.42				
2-WIRE VOICE GRADE LINE PORT RATES (BUS)																			
	2-Wire voice unbundled Georgia basic dialing port without Caller ID - bus		UEPSB	UEPWD	1.85	17.16	17.16							18.94	8.42				
	2-Wire voice unbundled Georgia basic dialing port with Caller ID - bus		UEPSB	UEPWP	1.85	17.16	17.16							18.94	8.42				
	Incoming Only without Caller ID capability		UEPSB	UEPBE	1.85	17.16	17.16							18.94	8.42				
EXCHANGE PORT RATES (DID & PBX)																			
	2-Wire voice unbundled Georgia basic dialing port - 2-way PBX Trunk		UEPSE	UEPPO	1.85	17.16	17.16							18.94	8.42				
	2-Wire voice unbundled Georgia basic dialing port - 1-Way Outdial Trunk		UEPSP	UEPWS	1.85	17.16	17.16							18.94	8.42				
	2-Wire voice unbundled Georgia basic dialing port - 2-Way Trunk		UEPSP	UEPWT	1.85	17.16	17.16							18.94	8.42				
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)																			
	2-Wire Voice Grade Line Port Rates (Res)		UEPRX	UEPWC	1.79	22.14	15.25	8.45	3.91					33.67	7.88	11.17	3.91		
	2-Wire Voice Grade Georgia Basic Dialing Port without Caller ID capability		UEPRX	UEPWO	1.79	22.14	15.25	8.45	3.91					33.67	7.88	11.17	3.91		

UNBUNDLED NETWORK ELEMENTS - Georgia										Attachment: 2		Exhibit: B3	
CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES(\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic- Disc Add'l		Incremental Charge - Manual Svc Order vs. Electronic- Disc Add'l
					Nonrecurring First	Nonrecurring Add'l	First	Add'l			SOME	SOMAN	SOMAN
	2-Wire voice unbundled Georgia basic dialing port - outgoing only		UEPRX UEPRX	UEPWR UEPRT	1.79 1.79	22.14 22.14	15.25 15.25	8.45 8.45	3.91 3.91		33.67 33.67	7.88 7.88	11.17 11.17
	2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (BUS)												
	2-Wire Voice Grade Line Port (Bus)												
	2-Wire voice unbundled Georgia basic dialing port without Caller ID - bus		UEPBX	UEPWD	1.79	22.14	15.25	8.45	3.91		33.67	7.88	11.17
	2-Wire voice unbundled Georgia basic dialing port with Caller ID - bus		UEPBX	UEPWP	1.79	22.14	15.25	8.45	3.91		33.67	7.88	11.17
	Incoming Only without Caller ID capability		UEPBX	UEPBE	1.79	22.14	15.25	8.45	3.91		33.67	7.88	11.17
	2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (RES - PBX)												
	2-Wire Voice Grade Line Port Rates (RES - PBX)												
	2-Wire voice unbundled Georgia basic dialing port - 2-way PBX Trunk		UEPRG	UEPPQ	1.79	22.14	15.25	8.45	3.91		33.67	7.88	11.17
	2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (BUS - PBX)												
	2-Wire Voice Grade Line Port Rates (BUS - PBX)												
	2-Wire voice unbundled Georgia basic dialing port - 1-Way Outdial Trunk		UEPPX	UEPWS	1.79	22.14	15.25	8.45	3.91		33.67	7.88	11.17
	2-Wire voice unbundled Georgia basic dialing port - 2-Way Trunk		UEPPX	UEPWT	1.79	22.14	15.25	8.45	3.91		33.67	7.88	11.17
	UNBUNDLED PORT LOOP COMBINATIONS - MARKET RATES												
> Market Rates shall apply where BellSouth is not required to provide unbundled local switching or switch ports per FCC and/or State Commission rules. This includes unbundled portloop combinations that are Currently Combined or Not Currently Combined in Zone 1 of the Top 8 MSAs in BellSouth's region for end users with 4 or more DSO equivalent lines. > 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)												
	2-Wire Voice Grade Line Port (Res)												
	2-Wire Voice Grade Georgia Basic Dialing Port without Caller ID capability		UEPRX	UEPWC	14.00	90.00	90.00	90.00			33.67	7.88	11.17
	2-Wire Voice Grade Georgia Basic Dialing Port for use with Caller ID		UEPRX	UEPWQ	14.00	90.00	90.00	90.00			33.67	7.88	11.17

UNBUNDLED NETWORK ELEMENTS - Georgia																			
CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES(\$)						Svc Order Submitted Elec per LSR		Svc Order Submitted Manually per LSR		Attachment: 2		Exhibit: B3	
						Nonrecurring		Nonrecurring Disconnect		SOMEC	SOMAN	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l			
						First	Add'l	First	Add'l										
	2-Wire voice unbundled Georgia basic dialing port - outgoing only			UEPRX UEPRX	UEPWR UEPRT	14.00 14.00	90.00 90.00	90.00 90.00				33.67 33.67	7.88 7.88	11.17 11.17	11.17 11.17	3.91 3.91			
	Low Usage Line Port without Caller ID capability																		
	2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (BUS)																		
	2-Wire Voice Grade Line Port (Bus)																		
	2-Wire voice unbundled Georgia basic dialing port without Caller ID - bus			UEPBX	UEPWD	14.00	90.00	90.00				33.67	7.88	11.17	11.17	3.91			
	2-Wire voice unbundled Georgia basic dialing port with Caller ID - bus			UEPBX UEPBX	UEPWP UEPBE	14.00 14.00	90.00 90.00	90.00 90.00				33.67 33.67	7.88 7.88	11.17 11.17	11.17 11.17	3.91 3.91			
	Incoming Only without Caller ID capability																		
	2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (RES - PBX)																		
	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	11.17	3.91			
	2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (BUS - PBX)																		
	2-Wire Voice Grade Line Port Rates (BUS - PBX)																		
	2-Wire voice unbundled Georgia basic dialing port - 1-Way Outdial Trunk			UEPPX	UEPWS	14.00	22.14	15.25	8.45	3.91		33.67	7.88	11.17	11.17	3.91			
	2-Wire voice unbundled Georgia basic dialing port - 2-Way Trunk			UEPPX	UEPWT	14.00	22.14	15.25	8.45	3.91		33.67	7.88	11.17	11.17	3.91			

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: B3	
					Rec	Nonrecurring		Nonrecurring Disconnect Add'l			Incremental Charge - Manual Svc Order vs. Electronic-1st Add'l	Incremental Charge - Manual Svc Order vs. Electronic-1st Add'l	Incremental Charge - Manual Svc Order vs. Electronic-1st Add'l	Incremental Charge - Manual Svc Order vs. Electronic-1st Add'l	
						First	Add'l								SOMAN
The "Zone" shown in the sections for stand-alone loops or loops as part of a combination refers to Geographically Deaveraged UNE Zones. To view Geographically Deaveraged UNE Zones, refer to Internet Website: http://www.kentuckyinterconnection.com/zone															
UNBUNDLED LOCAL EXCHANGE SWITCHING(PORTS)															
Exchange Ports															
NOTE: Although the Port Rate includes all available features in GA, KY, LA & TN, the desired features will need to be ordered using retail USOCs															
2-WIRE VOICE GRADE LINE PORT RATES (RES)															
	Kentucky Extended Local Dialing Port without Caller ID capability		UEPSR	UEPWE	1.49	3.74	3.63	2.23							
	Low Usage Line Port without Caller ID capability		UEPSR	UEPRT	1.49	3.74	3.63	2.23							
2-WIRE VOICE GRADE LINE PORT RATES (BUS)															
	Kentucky Extended Local Dialing Port without Caller ID capability		UEPSB	UEPWF	1.49	3.74	3.63	2.23							
	Incoming Only without Caller ID capability		UEPSB	UEPBE	1.49	3.74	3.63	2.23							
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)															
2-Wire Voice Grade Line Port Rates (Res)															
	Kentucky Extended Local Dialing Port without Caller ID capability		UEPRX	UEPWE	1.15	21.29	15.49	2.85							
	Low Usage Line Port without Caller ID capability		UEPRX	UEPRT	1.15	21.29	15.49	2.85							
2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (BUS)															
2-Wire Voice Grade Line Port (Bus)															
	Kentucky Extended Local Dialing Port without Caller ID capability		UEPBX	UEPWF	1.15	21.29	15.49	2.85							
	Incoming Only without Caller ID capability		UEPBX	UEPBE	1.15	21.29	15.49	2.85							

UNBUNDLED NETWORK ELEMENTS - Louisiana														Attachment: 2			Exhibit: B3		
CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES(\$)			Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l	SOMAN	SOMAN	SOMAN				
					Rec	Nonrecurring										Nonrecurring Disconnect			
						First	Add'l										First	Add'l	
The "Zone" shown in the sections for stand-alone loops or loops as part of a combination refers to Geographically Deaveraged UNE Zones. To view Geographically Deaveraged UNE Zone Designations by Central Office, refer to Internet Website: http://www.interconnection.bellsouth.com/become_a_client/html/interconnection.htm																			
UNBUNDLED LOCAL EXCHANGE SWITCHING(PORTS)																			
Exchange Ports																			
NOTE: Although the Port Rate includes all available features in GA, KY, LA & TN, the desired features will need to be ordered using retail USOCs																			
2-WIRE VOICE GRADE LINE PORT RATES (RES)																			
	Louisiana Extended Local Dialing Port without Caller ID		UEPSR	UEPWG	1.52	2.31	2.21												
	Louisiana Calling Plan Port without Caller ID capability		UEPSR	UEPRO	1.52	2.31	2.21												
	Low Usage Line Port without Caller ID capability		UEPSR	UEPRT	1.52	2.31	2.21												
2-WIRE VOICE GRADE LINE PORT RATES (BUS)																			
	Louisiana Extended Local Dialing Port without Caller ID capability		UEPSB	UEPWH	1.52	2.31	2.21												
	Louisiana Business Area Calling Port without Caller ID capability		UEPSB	UEPBA	1.52	2.31	2.21												
	Incoming Only without Caller ID capability		UEPSB	UEPBE	1.52	2.31	2.21												
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.																			
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> 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)																			
2-Wire Voice Grade Line Port Rates (Res)																			
	Louisiana Extended Local Dialing Port without Caller ID capability		UEPRX	UEPWG	1.36	38.85	19.08												
	Louisiana Calling Plan Port without Caller ID capability		UEPRX	UEPRO	1.36	38.85	19.08												
	Low Usage Line Port without Caller ID capability		UEPRX	UEPRT	1.36	38.85	19.08												
2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (BUS)																			
2-Wire Voice Grade Line Port (Bus)																			
	Louisiana Extended Local Dialing Port without Caller ID capability		UEPBX	UEPWH	1.36	38.85	19.08												
	Louisiana Business Area Calling Port without Caller ID capability		UEPBX	UEPBA	1.36	38.85	19.08												
	Incoming Only without Caller ID capability		UEPBX	UEPBE	1.36	38.85	19.08												

UNBUNDLED NETWORK ELEMENTS - Mississippi													
CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES(\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment: 2		Exhibit: B3
					Nonrecurring First	Nonrecurring Add'l	Nonrecurring Disconnect First	Nonrecurring Disconnect Add'l			Incremental Charge - Manual Order vs. Electronic-1st	Incremental Charge - Manual Order vs. Electronic-1st	
					Rec				SOMEC	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)													
	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			
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			
EXCHANGE PORT RATES (DID & PBX)													
	PBX 2-Way Combo MS Local Opt 2 Calling Port		UEPSP	UEPA5	1.41	31.45	14.93	14.38	0.92	15.75			
UNBUNDLED PORT/LOOP COMBINATIONS - COST BASED RATES													
> Cost Based Rates are applied where BellSouth is required by FCC and/or State Commission rule to provide Unbundled Local Switching or Switch Ports.													
> Features shall apply to the Unbundled Port/Loop Combination - Cost Based Rate section in the same manner as they are applied to the Stand-Alone Unbundled Port section of this Rate Exhibit.													
> End Office and Tandem Switching Usage and Common Transport Usage rates in the Port section of this rate exhibit shall apply to all combinations of loop/port network elements except for UNE Coin Port/Loop Combinations.													
> The first and additional Port nonrecurring charges apply to Not Currently Combined Combos. For Currently Combined Combos, the nonrecurring charges shall be those identified in the Nonrecurring - Currently Combined sections. Additional NRCs may apply also and are categorized accordingly.													
2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (RES)													
2-Wire Voice Grade Line Port Rates (Res)													
	Mississippi Extended Local Dialing Port without Caller ID capability		UEPRX	UEPWJ	1.23	40.31	19.84	24.90	6.58	15.75			
	Low Usage Line Port without Caller ID capability		UEPRX	UEPRT	1.23	40.31	19.84	24.90	6.58	15.75			
2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (BUS)													
2-Wire Voice Grade Line Port (Bus)													
	Mississippi Extended Local Dialing Port without Caller ID capability		UEPBX	UEPWK	1.23	40.31	19.84	24.90	6.58	15.75			
	Incoming Only without Caller ID capability		UEPBX	UEPBE	1.23	40.31	19.84	24.90	6.58	15.75			

UNBUNDLED NETWORK ELEMENTS - North Carolina															
CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES(\$)			Svc Order Submitted Manually per LSR	Svc Order Submitted Manually per LSR	Attachment: 2			Exhibit: B3		
					Nonrecurring Add'l	First	Disc Add'l			Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l		
					Rec					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)															
	Low Usage Line Port without Caller ID capability		UEPSR	UEPRT	2.19	21.60	21.60			26.94	12.76				
2-WIRE VOICE GRADE LINE PORT RATES (BUS)															
	Incoming Only without Caller ID capability		UEPSB	UEPBE	2.19	21.60	21.60			26.94	12.76				
UNBUNDLED PORT/LOOP COMBINATIONS - COST BASED RATES															
> Cost Based Rates are applied where BellSouth is required by FCC and/or State Commission rule to provide Unbundled Local Switching or Switch Ports.															
> Features shall apply to the Unbundled Port/Loop Combination - Cost Based Rate section in the same manner as they are applied to the Stand-Alone Unbundled Port section of this Rate Exhibit.															
> End Office and Tandem Switching Usage and Common Transport Usage rates in the Port section of this rate exhibit shall apply to all combinations of loop/port network elements except for UNE Coin Port/Loop Combinations.															
> The first and additional Port nonrecurring charges apply to Not Currently Combined Combos. For Currently Combined Combos, the nonrecurring charges shall be those identified in the Nonrecurring - Currently Combined sections. Additional NRCs may apply also and are categorized accordingly.															
2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (RES)															
UNE Port/Loop Combination Rates															
	2-Wire VG Loop/Port Combo - Zone 1	1			13.03										
	2-Wire VG Loop/Port Combo - Zone 2	2			21.33										
	2-Wire VG Loop/Port Combo - Zone 3	3			32.61										
UNE Loop Rates															
	2-Wire Voice Grade Loop (SL1) - Zone 1	1	UEPRX	UEPLX	10.75										
	2-Wire Voice Grade Loop (SL1) - Zone 2	2	UEPRX	UEPLX	19.05										
	2-Wire Voice Grade Loop (SL1) - Zone 3	3	UEPRX	UEPLX	30.33										
2-Wire Voice Grade Line Port Rates (Res)															
	Low Usage Line Port without Caller ID capability		UEPRX	UEPRT	2.28	79.59	63.97			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															

UNBUNDLED NETWORK ELEMENTS - North Carolina														Attachment: 2		Exhibit: B3	
CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES(\$)				Svc Order Elec 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 Disconnect Add'l		SOMEC	SOMAN	SOMAN	SOMAN				
	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	78.59	63.97				40.18	9.45					
	Incoming Only without Caller ID capability																
UNBUNDLED PORT LOOP COMBINATIONS - MARKET RATES																	
> Market Rates shall apply where BellSouth is not required to provide unbundled local switching or switch ports per FCC and/or State Commission rules. This includes unbundled port/loop combinations that are Currently Combined or Not Currently Combined in Zone 1 of the Top 8 MSAs in BellSouth's region for end users with 4 or more DSO equivalent lines. > The Top 8 MSAs in BellSouth's region are: FL (Orlando, Ft. Lauderdale, Miami); GA (Atlanta); LA (New Orleans); NC (Greensboro-Winston Salem-Highpoint/Charlotte-Gastonia-Rock Hill); TN (Nashville). > BellSouth currently is developing the billing capability to mechanically bill the recurring and non-recurring Market Rates in this section. In the interim where BellSouth cannot bill Market Rates, BellSouth shall bill the rates in the Cost-Based section preceding in lieu of the Market Rates and reserves the right to true-up the billing difference. > The Market Rate for unbundled ports includes all available features in all states. > End Office and Tandem Switching Usage and Common Transport Usage rates in the Port section of this rate exhibit shall apply to all combinations of loop/port network elements except for UNE Coin Port/Loop Combinations which have a flat rate usage charge. > For Not Currently Combined scenarios where Market Rates apply, the Nonrecurring charges are listed in the First and Additional NRC columns for each Port USOC. For Currently Combined scenarios, the Nonrecurring charges are listed in the NRC - Currently Combined section. Additional NRCs may apply also and are categorized accordingly.																	
2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (RES)																	
UNE Port/Loop Combination Rates																	
	2-Wire VG Loop/Port Combo - Zone 1	1			24.75												
	2-Wire VG Loop/Port Combo - Zone 2	2			33.05												
	2-Wire VG Loop/Port Combo - Zone 3	3			44.33												
UNE Loop Rates																	
	2-Wire Voice Grade Loop (SL1) - Zone 1	1	UEPRX	UEPLX	10.75												
	2-Wire Voice Grade Loop (SL1) - Zone 2	2	UEPRX	UEPLX	19.05												
	2-Wire Voice Grade Loop (SL1) - Zone 3	3	UEPRX	UEPLX	30.33												
2-Wire Voice Grade Line Port (Res)																	
	Low Usage Line Port without Caller ID capability		UEPRX	UEPRT	14.00	90.00	90.00				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			24.75												
	2-Wire VG Loop/Port Combo - Zone 2	2			33.05												
	2-Wire VG Loop/Port Combo - Zone 3	3			44.33												
UNE Loop Rates																	
	2-Wire Voice Grade Loop (SL1) - Zone 1	1	UEPBX	UEPLX	10.75												
	2-Wire Voice Grade Loop (SL1) - Zone 2	2	UEPBX	UEPLX	19.05												
	2-Wire Voice Grade Loop (SL1) - Zone 3	3	UEPBX	UEPLX	30.33												
2-Wire Voice Grade Line Port (Bus)																	
	Incoming Only without Caller ID capability		UEPBX	UEPBE	14.00	90.00	90.00				40.18	9.45					

UNBUNDLED NETWORK ELEMENTS - South Carolina														Attachment: 2		Exhibit: B3	
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 First	Nonrecurring Add'l	Nonrecurring Disconnect First			Nonrecurring Disconnect Add'l	OSS Rates(\$)		OSS Rates(\$)				
											SOMAN	SOMAN	SOMAN		SOMAN		
					Rec					SOMEK	SOMAN	SOMAN	SOMAN	SOMAN			
The 'Zone' shown in the sections for stand-alone loops or loops as part of a combination refers to Geographically Deaveraged UNE Zones. To view Geographically Deaveraged UNE Zones, refer to Internet Website: http://www.interconnection.bellsouth.com/become_a_clec/html/interconnection.htm																	
UNBUNDLED LOCAL EXCHANGE SWITCHING(PORTS)																	
Exchange Ports																	
NOTE: Although the Port Rate Includes all available features in GA, KY, LA & TN, the desired features will need to be ordered using retail USOCs																	
2-WIRE VOICE GRADE LINE PORT RATES (RES)																	
	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	UEPSR	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							
2-WIRE VOICE GRADE LINE PORT RATES (BUS)																	
	South Carolina Extended Local Dialing Port without Caller ID capability		UEPSB	UEPWB	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							
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)																	
	2-Wire Voice Grade Line Port Rates (Res)																
	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	UEPXS	1.13	37.93	16.72			15.69							
	Low Usage Line Port without Caller ID capability		UEPRX	UEPRT	1.13	37.93	16.72			15.69							
2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (BUS)																	
	2-Wire Voice Grade Line Port (Bus)																
	South Carolina Extended Local Dialing Port without Caller ID capability		UEPBX	UEPWB	1.13	37.93	16.72			15.69							
	South Carolina Business Area Calling Port without Caller ID capability		UEPBX	UEPBB	1.13	37.93	16.72			15.69							
	Incoming Only without Caller ID capability		UEPBX	UEPBE	1.13	37.93	16.72			15.69							

UNBUNDLED NETWORK ELEMENTS - Tennessee										Attachment: 2		Exhibit: B3	
CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES(\$)			Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l
					Rec	Nonrecurring First	Add'l	Nonrecurring Disconnect First	Add'l	SOME	SOMAN	SOMAN	SOMAN
	2-WIRE VOICE GRADE LOOP WITH 2-WIRE LINE PORT (BUS - PBX)												
	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					7.03	
	PBX 2-Way Combo First Trunk Collierville and Memphis Local Calling Plan		UEPPX	UEPA7	14.00	90.00	90.00					7.03	