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BellSouth Telecommunications, Inc.

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Guy M. Hicks  
General Counsel

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T.R.A. DOCKET ROOM

October 22, 2003

VIA HAND DELIVERY

Hon. Deborah Taylor Tate  
Chairman  
Tennessee Regulatory Authority  
460 James Robertson Parkway  
Nashville, Tennessee 37243-0505

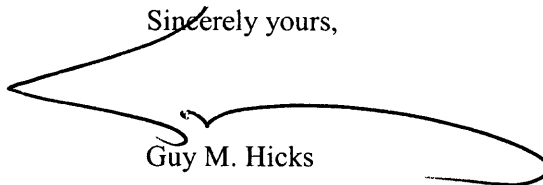
Re: *Approval of the Amendment to the Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc. and Digital Teleport, Inc. Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996.*  
Docket No. 03-00564

Dear Chairman Tate:

Pursuant to Section 252(e) of the Telecommunications Act of 1996, Digital Teleport, Inc. and BellSouth Telecommunications, Inc. are hereby submitting to the Tennessee Regulatory Authority the original and fourteen copies of the attached Petition for Approval of the Amendment to the Interconnection Agreement dated June 21, 2003. The Amendment changes the name of the company to CenturyTel Fiber Company II, LLC.

Thank you for your attention to this matter.

Sincerely yours,



Guy M. Hicks

cc: Daniel Davis, General Counsel, Digital Teleport, Inc.  
Harry N. Malone, Esquire, Swidler Berlin Shereff Friedman, LLP

BEFORE THE TENNESSEE REGULATORY AUTHORITY  
Nashville, Tennessee

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

Docket No. \_\_\_\_\_

**PETITION FOR APPROVAL OF THE**  
**AMENDMENT TO THE INTERCONNECTION AGREEMENT**  
**NEGOTIATED BETWEEN BELL SOUTH TELECOMMUNICATIONS, INC.**  
**AND DIGITAL TELEPORT, INC.**  
**PURSUANT TO THE TELECOMMUNICATIONS ACT OF 1996**

COME NOW, DIGITAL TELEPORT, INC. ("DTI") and BellSouth Telecommunications, Inc., ("BellSouth"), and file this request for approval of the Amendment to the Interconnection Agreement dated June 21, 2003 (the "Amendment") negotiated between the two companies pursuant to Sections 251 and 252 of the Telecommunications Act of 1996, (the "Act"). In support of their request, DTI and BellSouth state the following:

1. DTI 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 DTI. The Interconnection Agreement was approved by the Tennessee Regulatory Authority ("TRA") on September 22, 2003.

2. The parties have recently negotiated an Amendment to the Agreement which changes the name of the company to CenturyTel Fiber Company II, LLC. A copy of the Amendment is attached hereto and incorporated herein by reference.

3. Pursuant to Section 252(e) of the Telecommunications Act of 1996, DTI and BellSouth are submitting their Amendment to the TRA for its consideration and

approval. The Amendment provides that either or both of the parties are authorized to submit this Amendment 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 Amendment between BellSouth and DTI 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. DTI and BellSouth aver that the Amendment is consistent with the standards for approval.

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

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

This 22<sup>nd</sup> day of Oct., 2003.

Respectfully submitted,

BELLSOUTH TELECOMMUNICATIONS, INC.

By. 

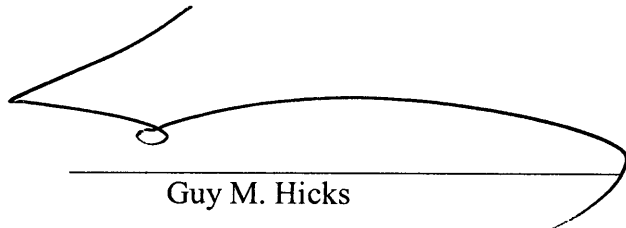
Guy M. Hicks  
333 Commerce Street, Suite 2101  
Nashville, Tennessee 37201-3300  
(615) 214-6301  
Attorney for BellSouth

CERTIFICATE OF SERVICE

I, Guy M. Hicks, hereby certify that I have served a copy of the foregoing Petition for Approval of the Amendment to the Interconnection Agreement on the following via United States Mail on the 21 day of Oct, 2003:

Daniel Davis  
General Counsel  
Digital Teleport, Inc.  
14567 N Outer Forty  
Chesterfield, MO 63017

Harry N. Malone, Esquire  
Swidler Berlin Shereff Friedman, LLP  
30000 K Street, NW, Suite 300  
Washington, DC 20007



Guy M. Hicks

**Amendment to the Interconnection Agreement  
Between**

**Digital Teleport, Inc.**

**and**

**BellSouth Telecommunications, Inc.**

**Dated June 21, 2003**

This Amendment is entered into by and between Digital Teleport, Inc., (DTI) and BellSouth Telecommunications, Inc. (BellSouth) hereinafter referred to collectively as the "Parties," to amend that certain Interconnection Agreement between the Parties dated June 21, 2003 (Interconnection Agreement).

WHEREAS, DTI has assigned the Interconnection Agreement to CenturyTel Fiber Company II, LLC (CTF II), a Louisiana corporation.

WHEREAS, the Parties desire that the Interconnection Agreement be amended to reflect the correct corporate entity name.

NOW, THEREFORE, in consideration of the mutual promises and covenants 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 name of Digital Teleport, Inc. (DTI) in the Interconnection Agreement is hereby deleted throughout the Interconnection Agreement and replaced with CenturyTel Fiber Company II, LLC (CTF II).
2. All of the other provisions of the Interconnection Agreement, dated June 21, 2003, shall remain in full force and effect.
3. Either or both of the Parties is authorized to submit this Amendment to each Public Service Commission for approval subject to Section 252(e) of the Telecommunications Act of 1996.
4. This Amendment shall be effective the date of the last signature executing the Amendment.

IN WITNESS WHEREOF, the Parties have executed this Agreement the day and year written below.

**BellSouth Telecommunications, Inc.**

By: Pat C. Finlen

Name: Patrick C. Finlen

Title: Assistant Director

Date: 9/11/03

**Digital Teleport, Inc.**

By: [Signature]

Name: San Davis

Title: General Counsel

Date: 9/9/03

**CenturyTel Fiber Company II, LLC**

By: [Signature]

Name: San Davis

Title: General Counsel

Date: 9/9/03

cc - Lisa Foster

October 17, 2003

VIA HAND DELIVERY

Hon. Deborah Taylor Tate, Chairman  
Tennessee Regulatory Authority  
460 James Robertson Parkway  
Nashville, TN 37238

Re: *Implementation of the Federal Communications Commission's  
Triennial Review Order (Nine-month Proceeding) (Hot Cuts)*  
Docket No. 03-00526

Dear Chairman Tate:

BellSouth appreciates your offer to engage in efforts to regionally mediate issues associated with the batch hot cut process. While BellSouth is unsure about how a regional process could be recognized by other state commissions, BellSouth is eager to assist in any process that would help the Authority and other parties to understand BellSouth's hot cut process, which is the same throughout BellSouth's region.

To this end, BellSouth suggests that Tennessee host a workshop, during which any carrier would have the opportunity, in a non-litigation setting, to ask questions and learn about BellSouth's hot cut process. In order to ensure that this workshop proceeded in a truly non-adversarial manner, BellSouth believes that it would be helpful for you to officiate at the workshop. BellSouth has no objection to carriers from other states participating in the workshop. BellSouth believes that a very informative workshop could be conducted within a one-day time frame, avoiding any scheduling issues that could affect the schedules for TRO proceedings through BellSouth's nine-state region.

BellSouth remains open to the prospect of a mediated regional determination regarding the cost associated with hot cuts. BellSouth's experience in Tennessee regarding TRA-sponsored mediation has been very positive. Particularly given the 271 settlement, BellSouth believes that it is always fruitful to explore the opportunity to reach a resolution through discussion rather than litigation. While BellSouth is unable to suggest a regional process for this type of mediation, BellSouth will be happy to entertain any suggestions made by other parties.