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VIA HAND DELIVERY

Hon. Ron Jones, Chairman
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37238

Re: Rulemaking for the Purpose of Addressing the Provisions of
Public Chapter 545 Regarding Tariffs of Incumbent Local
Exchange Telephone Companies
Docket No. 04-00284

Dear Chairman Jones:

Bellsouth provides the following proposed revision to the draft rules
circulated in advance of the Authority's rulemaking hearing.

On page 3 of the proposed rules is an amendment to Rule 12-4-2-55.
BellSouth proposes that the Rule 2b1 be revised so that the first sentence
would read "All facilities based providers of intrastate interlata services shall
file tariffs for all **regulated** interstate services."

This change will reflect the reduction in regulation pursuant to the
recent statutes exempting from regulation and tariffing bundled services in
Tennessee.

Cordially,


Joelle Phillips

JP:njc