

BEFORE THE TENNESSEE REGULATORY AUTHORITY

NASHVILLE, TENNESSEE

February 16, 2005

IN RE:

PETITION FOR APPROVAL OF AMENDMENT TO
THE INTERCONNECTION AGREEMENT BETWEEN
BELLSOUTH TELECOMMUNICATIONS, INC. AND
MADISON RIVER COMMUNICATIONS, LLC

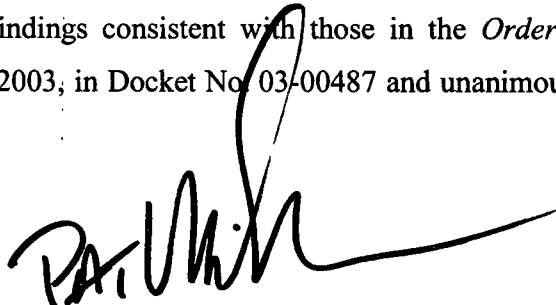
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DOCKET NO.
04-00429

ORDER APPROVING
SECOND AMENDMENT TO THE INTERCONNECTION AGREEMENT

This matter came before Chairman Pat Miller, Director Deborah Taylor Tate and Director Sara Kyle of the Tennessee Regulatory Authority (the "Authority" or "TRA"), the voting panel assigned to this docket, at a regularly scheduled Authority Conference held on January 31, 2005, to consider the Petition for approval of the second amendment to the interconnection agreement negotiated between BellSouth Telecommunications, Inc. and Madison River Communications, LLC, filed on December 13, 2004.¹

Based upon a review of the amendment, the record in this matter, and the standards for review set forth in 47 U.S.C. § 252, the Directors made findings consistent with those in the *Order Approving Interconnection Agreement* issued on October 10, 2003, in Docket No. 03-00487 and unanimously granted the Petition.

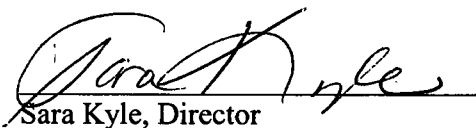
IT IS SO ORDERED.



Pat Miller, Chairman



Deborah Taylor Tate, Director



Sara Kyle, Director

¹ The original interconnection agreement was filed and approved in Docket No. 03-00487. A subsequent amendment was filed and approved in Docket No. 04-00324.