



BellSouth Telecommunications, Inc.

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General Counsel

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October 26, 2005

VIA HAND DELIVERY

Hon. Ron Jones
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 Telepak Networks, Inc. Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996*

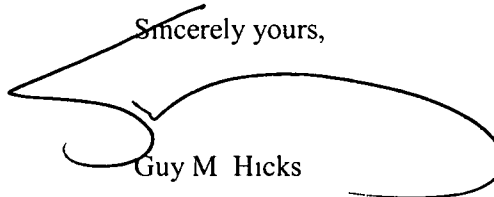
Docket No. 05-00297

Dear Chairman Jones

Pursuant to Section 252(e) of the Telecommunications Act of 1996, Telepak Networks, 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 February 20, 2004. The Amendment implements the CAT 5 cable record elements and rates for collocation.

Thank you for your attention to this matter.

Sincerely yours,



Guy M. Hicks

cc: Wesley Goings, Telepak Networks, Inc.
Charles L. McBride, Jr., Esq., Brunini, Grantham, Grower & Hewes, PLLC

BEFORE THE TENNESSEE REGULATORY AUTHORITY
Nashville, Tennessee

In re: *Approval of the Amendment to the Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc and Telepak Networks, 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 TELEPAK NETWORKS, INC.
PURSUANT TO THE TELECOMMUNICATIONS ACT OF 1996

COME NOW, Telepak Networks, Inc. ("Telepak") and BellSouth Telecommunications, Inc., ("BellSouth"), and file this request for approval of the Amendment to the Interconnection Agreement dated February 20, 2004 (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, Telepak and BellSouth state the following:

1. Telepak 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 Telepak. The Interconnection Agreement was approved by the Tennessee Regulatory Authority ("TRA") on April 12, 2004.

2. The parties have recently negotiated an Amendment to the Agreement which implements the CAT 5 cable record elements and rates for collocation. 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, Telepak and BellSouth are submitting their Amendment to the TRA for its consideration

and approval. The Amendment provides that either or both of the parties is 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 Telepak 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. Telepak and BellSouth aver that the Amendment is consistent with the standards for approval.

6. Pursuant to 47 USC Section 252(i) and 47 C.F.R. Section 51.809, BellSouth shall make available the entire Interconnection Agreement filed and approved pursuant to 47 USC Section 252.

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

This 26th day of Oct, 2005.

Respectfully submitted,

BELLSOUTH TELECOMMUNICATIONS, INC

By: 

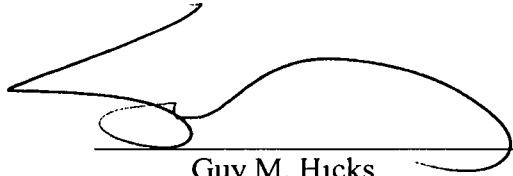
Guy M. Hicks
333 Commerce Street, Suite 2101
Nashville, Tennessee 37201-3300
(615) 214-6301
Attorney for BellSouth

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 20 day of Oct, 2005:

Wesley Goings
Telepak Networks, Inc.
125 South Congress Street, Suite 1830
Jackson, Mississippi 39210

Charles L. McBride, Jr., Esq.
Brunini, Grantham, Grower & Hewes, PLLC
248 East Capitol Street, Suite 1400
Jackson, Mississippi 39201



Guy M. Hicks

**Amendment to the Agreement
Between
Telepak Networks, Inc.
and
BellSouth Telecommunications, Inc.
Dated February 20, 2004**

Pursuant to this Amendment, (the "Amendment"), Telepak Networks, Inc. ("Telepak Networks"), and BellSouth Telecommunications, Inc. ("BellSouth"), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties dated February 20, 2004 ("Agreement") to be effective thirty (30) calendar days after the date of the last signature executing the Amendment ("Effective Date").

WHEREAS, BellSouth and Telepak Networks entered into the Agreement on February 20, 2004, 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 incorporate into Attachment 4, Physical Collocation, Exhibit B, rates, of the Agreement, the rates as set forth in Exhibit A attached hereto and made a part of this Amendment.
2. All of the other provisions of the Agreement, dated February 20, 2004, shall remain in full force and effect.
3. Either or both of the Parties are 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 have executed this Amendment the day and year written below

BellSouth Telecommunications, Inc.

By Kristen E. Rowe
Name Kristen Rowe
Title Director
Date 7/13/05

Telepak Networks, Inc.

By: J. Gregg Logan
Name J. Gregg Logan
Title Vice President
Date: 8/21/05

COLLOCATION - Alabama

COLLOCATION - Audiana																		
CATEGORY	RATE ELEMENTS	Inter m	Zone	BCS	USOC	RATES(\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment 4 Exh B			Incremental Charge - Manual Svc Order vs Electronic- Disc 1st	Incremental Charge - Manual Svc Order vs Electronic- Disc 1st	Incremental Charge - Manual Svc Order vs Electronic- Disc Add'l	
						Nonrecurring First	Nonrecurring Add'l	Nonrecurring Disconnect First	Nonrecurring Disconnect Add'l			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
							Rec											
PHYSICAL COLLOCATION																		
Cable Records - Note: The rates in the First & Additional columns will actually be billed as "Initial 1" and "Subsequent S" respectively																		
	Physical Collocation, Cable Records, CAT5/RJ45			CLO	PETCS		2 25		2 76									

COLLOCATION - Florida																	
CATEGORY	RATE ELEMENTS	Intern m	Zone	BCS	USOC	RATES(\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment 4 Exh B				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	Incremental Charge - Manual Svc Order vs Electronic- 1st	Incremental Charge - Manual Svc Order vs Electronic- Add'l			
												SOMECS	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
PHYSICAL COLLOCATION																	
Cable Records - Note The rates in the First & Additional columns will actually be billed as "Initial I" and "Subsequent S" respectively																	
	Physical Collocation, Cable Records, CAT5/RJ45			CLO	PE1C5												
									4 52								
									5 35								

COLLOCATION - Kentucky																	
CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES(\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment 4 Exh B				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 C	SOMAN	Incremental Charge - Manual Svc Order vs Electronic-1st		
PHYSICAL COLLOCATION																	
Cable Records - Note The rates in the First & Additional columns will actually be billed as "Initial I" and "Subsequent S" respectively																	
	Physical Collocation, Cable Records,CAT5/RJ45			CLO	PE1C5				4 52								
									5 54								

COLLOCATION - Louisiana														
CATEGORY	RATE ELEMENTS	Inter m	Zone	BCS	USOC	RATES(\$)				Attachment 4 Exh B				Incremental Charge - Manual Svc Order vs Electronic- Disc Add'l
						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			
</														

COLLOCATION - Mississippi														
CATEGORY	RATE ELEMENTS	Intern m	BCS	USOC	RATES(\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Attachment 4 Exh B			
					Rec	Nonrecurring First	Nonrecurring Add'l	Nonrecurring Disconnect Add'l			SOMECS	SOMAN	SOMAN	Incremental Charge - Manual Svc Order vs Electronic- 1st
PHYSICAL COLLOCATION														
Cable Records - Note The rates in the First & Additional columns will actually be billed as "Initial I" and "Subsequent S" respectively														
	Physical Collocation, Cable Records, CAT5/RJ45		CLO	PE10S		2 27		2 78						

COLLOCATION - Tennessee														
CATEGORY	RATE ELEMENTS	Inter m	Zone	BCS	USOC	RATES(\$)			Attachment 4 Exh B				Incremental Charge - Manual Svc Order vs. Electronic- Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic- Disc Add'l
						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	OSS Rates(\$)				
						Rec	Nonrecurring First	Add'l	Nonrecurring Disconnect Add'l	SOME	SOMAN	SOMAN	SOMAN	SOMAN
PHYSICAL COLLOCATION														
Cable Records														
	Physical Collocation, Cable Records, CAT5/RJ45			CLO	PE1C5		8.45							