

BellSouth Telecommunications, Inc.

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April 20, 2006

VIA HAND DELIVERY

Filed Electronically in Docket Office on 04/20/06 @ 1:40pm

Hon. Ron Jones
Chairman
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, Tennessee 37243-0505

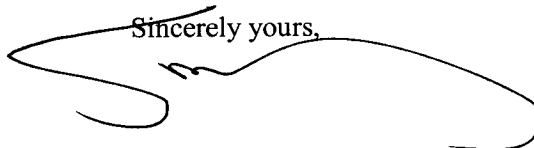
Re: *Approval of the Amendment to the Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc. and CenturyTel Solutions, LLC Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996.*
Docket No. 06-00111

Dear Chairman Jones:

Pursuant to Section 252(e) of the Telecommunications Act of 1996, CenturyTel Solutions, LLC and BellSouth Telecommunications, Inc. are hereby submitting to the Tennessee Regulatory Authority six paper copies and one electronic copy of the attached Petition for Approval of the Amendment to the Interconnection Agreement dated December 11, 2005. The Amendment corrects Bill and Keep rates in Attachment 2 and Attachment 3 of the Agreement.

Thank you for your attention to this matter.

Sincerely yours,



Guy M. Hicks

cc: Ron P. Johnson, Carrier Relations Manager, CenturyTel Solutions, LLC

BEFORE THE TENNESSEE REGULATORY AUTHORITY
Nashville, Tennessee

In re: *Approval of the Amendment to the Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc. and CenturyTel Solutions, LLC 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 BELLSOUTH TELECOMMUNICATIONS, INC.
AND CENTURYTEL SOLUTIONS, LLC
PURSUANT TO THE TELECOMMUNICATIONS ACT OF 1996

COME NOW, CenturyTel Solutions, LLC ("CTS") and BellSouth Telecommunications, Inc., ("BellSouth"), and file this request for approval of the Amendment to the Interconnection Agreement dated December 11, 2005 (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, CTS and BellSouth state the following:

1. CTSD 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 CTS. The Interconnection Agreement was approved by the Tennessee Regulatory Authority ("TRA") on April 17, 2006.

2. The parties have recently negotiated an Amendment to the Agreement which corrects Bill and Keep rates in Attachment 2 and Attachment 3. 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, CTS 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 CTS 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. CTS 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.

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

This 20th day of April, 2006.

Respectfully submitted,

BELLSOUTH TELECOMMUNICATIONS, INC.

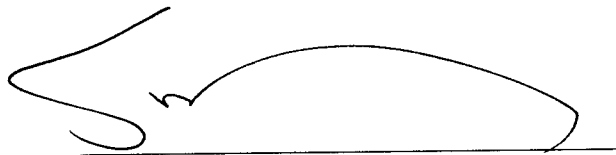


By: _____
Guy M. Hicks
333 Commerce Street, Suite 2101
Nashville, Tennessee 37201-3300
(615) 214-6301
Attorney for BellSouth

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 25th day of April, 2006:

Ron P. Johnson
Carrier Relations Manager
CenturyTel Solutions, LLC
100 CenturyTel Drive, 5S
Monroe, LA 71203



Guy M. Hicks

**Amendment to the Agreement
Between**

CenturyTel Solutions, LLC

and

BellSouth Telecommunications, Inc.

Dated December 11, 2005

Pursuant to this Amendment, (the "Amendment"), CenturyTel Solutions, LLC (CTS), and BellSouth Telecommunications, Inc. (BellSouth), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties dated December 11, 2005 (Agreement) to be effective on December 11, 2005 (Effective Date).

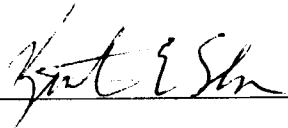
WHEREAS, BellSouth and CTS entered into the Agreement on December 11, 2005, and;

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 delete the rates for Signaling (CCS7) in Exhibit A, Attachment 2 in their entirety and replace with Exhibit 1 attached hereto and incorporated herein by this reference.
2. The Parties agree to delete Exhibit A, Attachment 3 in its entirety and replace with Exhibit 2 attached hereto and incorporated herein by this reference.
3. All of the other provisions of the Agreement, dated December 11, 2005, shall remain in full force and effect.
4. 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

Bv: 

Name: Kristen E. Shore

Title Director

Date: 1/26/06

CenturyTel Solutions, LLC

Bv: 

Name: Ron Johnson

Title: Carrier Relations Manager

Date: 1/19/06

[illegible]

[illegible]

UNBUNDLED NETWORK ELEMENTS - Kentucky

NOTE: BK represents bill and keep

[illegible]

[illegible]

UNBUNDLED NETWORK ELEMENTS - South Carolina	Attachment: 2 Exh A
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[illegible]

EXHIBIT 2

LOCAL INTERCONNECTION - Alabama										
CATEGORY	RATE ELEMENTS	Interf m	BCS	USOC	RATES(\$)				Svc Order Submitte d Elec per LSR	Incremental Charge - Manual Order vs. Electronic- Disc Add'l
					Rec	Nonrecuring First	First	First	SOMECD	SOMAN
LOCAL INTERCONNECTION (CALL TRANSPORT AND TERMINATION)										
	NOTE: "bk" beside a rate indicates that the Parties have agreed to bill and keep for that element pursuant to the terms and conditions in Attachment 3.									
	INTERCARRIER COMPENSATION FOR LOCAL TRAFFIC AND ISP-BOUND TRAFFIC									
	Single Rate for Local Traffic and ISP-bound Traffic, per MOU									
	TANDEM SWITCHING									
	Multiple Tandem Switching, per MOU (applies to initial tandem only)									
	Local Intermediary Charge (Composite), per MOU* (6/30/05-3/31/06)									
	Local Intermediary Charge (Composite), per MOU* (4/1/06-6/30/06)									
	* This charge is applicable only to transit traffic and is applied in addition to applicable switching and/or interconnection charges.									
	TRUNK CHARGE									
	Installation Trunk Side Service per DS0									
	Dedicated End Office Trunk Port Service per DS0**									
	Dedicated End Office Trunk Port Service per DS1**									
	Dedicated Tandem Trunk Port Service per DS0**									
	Dedicated Tandem Trunk Port Service per DS1**									
	** This rate element is recovered on a per MOU basis and is included in the per MOU rate elements									
LOCAL INTERCONNECTION (DEDICATED TRANSPORT)										
	INTEROFFICE CHANNEL - DEDICATED TRANSPORT									
	Interoffice Channel-Dedicated Transport-2W VG-Per mi per mo									
	Interoffice Channel-Dedicated Transport-2W VG-Facility Termination per mo									
	Interoffice Channel-Dedicated Transport-56 kbps-per mi per mo									
	Interoffice Channel-Dedicated Transport-56 kbps-Facility Termination per mo									
	Interoffice Channel-Dedicated Transport-64 kbps-per mi per mo									
	Interoffice Channel-Dedicated Transport-64 kbps-Facility Termination per mo									
	Interoffice Channel-Dedicated Channel-DS1-Per mi per mo									
	Interoffice Channel-Dedicated Transport-DS1-Facility Termination per mo									
	Interoffice Channel-Dedicated Transport-DS3-Per mi per mo									
	Interoffice Channel-Dedicated Transport-DS3-Facility Termination per mo									
	LOCAL CHANNEL - DEDICATED TRANSPORT									
	Local Channel-Dedicated-2W VG per mo									
	Local Channel-Dedicated-4W VG per mo									
	Local Channel-Dedicated-DS1 per mo									
	Local Channel-Dedicated-DS3 Facility Termination per mo									
	LOCAL INTERCONNECTION MID-SPAN MEET									
	Local Channel-Dedicated-DS1 per mo									
	Local Channel-Dedicated-DS3 per mo									
	MULTIPLXERS									
	Channelization: DS1 to DS0 Channel System									
	DS3 to DS1 Channel System per mo									
	DS3 Interface Unit (DS1 COU) per mo									
SIGNALING (CCS7)										
	CCS7 Signaling Termination, Per STP Port									
	CCS7 Signaling Connection, Per DS1 level link (A link)									
	CCS7 Signaling Connection, Per DS3 level link (A link)									
	CCS7 Signaling Connection, Per DS1 level link (B link) (also known as D link)									
	CCS7 Signaling Connection, Per DS3 level link (B link) (also known as D link)									
	CCS7 Signaling Usage Surrogate, per link per LAT1									
	CCS7 Signaling Point Code, per Originating Point Code Establishment or Change, per STP affected									
	CCS7 Signaling Usage, Per TCAP Message									
	CCS7 Signaling Usage, Per ISUP Message									

EXHIBIT 2

LOCAL INTERCONNECTION - Florida										Attachment: 3 Exh A					
CATEGORY	RATE ELEMENTS	Interim	BCS	USOC	RATES(\$)				Svc Order Submitted per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual vs. Electronic-Add'l	Incremental Charge - Manual vs. Electronic-Add'l	Incremental Charge - Manual vs. Electronic-Add'l		
					Rec	Nonrecurring		NRC Disconnect						OSS Rates(\$)	
						First	Add'l							First	Add'l
LOCAL INTERCONNECTION (CALL TRANSFER AND TERMINATION)															
NOTE: "bk" beside a rate indicates that the Parties have agreed to bill and keep for that element pursuant to the terms and conditions in Attachment 3.															
INTERCARRIER COMPENSATION FOR LOCAL TRAFFIC AND ISP-BOUND TRAFFIC															
Single Rate for Local Traffic and ISP-bound Traffic, per MOU															
TANDEM SWITCHING															
Multiple Tandem Switching, per MOU (applies to initial tandem only)															
Local Intermediary Charge (Composite), per MOU* (6/30/05-3/31/06)															
Local Intermediary Charge (Composite), per MOU* (4/1/06-6/30/08)															
* This charge is applicable only to transit traffic and is applied in addition to applicable switching and/or interconnection charges.															
TRUNK CHARGE															
Installation Trunk Side Service-per DSO															
Installation Trunk Side Service-per DSO															
Dedicated End Office Trunk Port Service-per DSO**															
Dedicated End Office Trunk Port Service-per DSO**															
Dedicated Tandem Trunk Port Service-per DSO**															
Dedicated Tandem Trunk Port Service-per DSO**															
** This rate element is recovered on a per MOU basis and is included in the per MOU rate elements															
LOCAL INTERCONNECTION (DEDICATED TRANSPORT)															
INTEROFFICE CHANNEL - DEDICATED TRANSPORT															
Interoffice Channel-Dedicated Transport-2W VG-Per mi per mo															
Interoffice Channel-Dedicated Transport-2W VG-Facility Termination per mo															
Interoffice Channel-Dedicated Transport-56 kbps-per mi per mo															
Interoffice Channel-Dedicated Transport-56 kbps-Facility Termination per mo															
Interoffice Channel-Dedicated Transport-64 kbps-per mi per mo															
Interoffice Channel-Dedicated Transport-64 kbps-Facility Termination per mo															
Interoffice Channel-Dedicated Channel-DS1-Per mi per mo															
Interoffice Channel-Dedicated Channel-DS1-Per mi per mo															
Interoffice Channel-Dedicated Transport-DS1-Facility Termination per mo															
Interoffice Channel-Dedicated Transport-DS3-Per mi per mo															
Interoffice Channel-Dedicated Transport-DS3-Facility Termination per mo															
LOCAL CHANNEL - DEDICATED TRANSPORT															
Local Channel-Dedicated-2W VG per mo															
Local Channel-Dedicated-4W VG per mo															
Local Channel-Dedicated-DS1 per mo															
Local Channel-Dedicated-DS3 Facility Termination per mo															
LOCAL INTERCONNECTION MID-SPAN MEET															
Local Channel-Dedicated-DS1 per mo															
Local Channel-Dedicated-DS3 per mo															
MULTIPLXERS															
Channelization- DS1 to DS0 Channel System															
DS3 to DS1 Channel System per mo															
DS3 Interface Unit (DS1 COCI) per mo															
SIGNALING (CCST)															
CCST Signaling Termination, Per STP Port															
CCST Signaling Connection, Per DS1 level link (A link)															
CCST Signaling Connection, Per DS3 level link (A link)															
CCST Signaling Connection, Per DS1 level link (B link) (also known as D link)															
CCST Signaling Connection, Per DS3 level link (B link) (also known as D link)															
CCST Signaling Usage Surrogate, per link per LATA															
CCST Signaling Point Code, per Originating Point Code Establishment or Change, per STP affected															
CCST Signaling Usage, Per TCAP Message															
CCST Signaling Usage, Per ISUP Message															

EXHIBIT 2

LOCAL INTERCONNECTION - Georgia										Attachment: 3 Exh A					
CATEGORY	RATE ELEMENTS	Interim	BCS	USOC	RATES(\$)	Rec	Nonrecurring	NRC Disconnect	Svc Order Submitted Manually 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			
							First Add'l	First Add'l	SOMECSOMAN	SOMECSOMAN	OSS Rates(\$)	OSS Rates(\$)			
LOCAL INTERCONNECTION (CALL TRANSPORT AND TERMINATION)															
NOTE: "bk" beside a rate indicates that the Parties have agreed to bill and keep for that element pursuant to the terms and conditions in Attachment 3.															
INTERCARRIER COMPENSATION FOR LOCAL TRAFFIC AND ISP-BOUND TRAFFIC															
Single Rate for Local Traffic and ISP-bound Traffic, per MOU															
TANDEM SWITCHING															
Multiple Tandem Switching, per MOU (applies to initial tandem only)															
Local Intermediary Charge (Composite), per MOU* (6/30/05-3/31/06)															
Local Intermediary Charge (Composite), per MOU* (4/1/06-6/30/08)															
* This charge is applicable only to transit traffic and is applied in addition to applicable switching and/or interconnection charges.															
TRUNK CHARGE															
Installation Trunk Side Service-per DS0															
Installation Trunk Side Service-per DS0															
Dedicated End Office Trunk Port Service-per DS0**															
Dedicated End Office Trunk Port Service-per DS1**															
Dedicated Tandem Trunk Port Service-per DS0**															
Dedicated Tandem Trunk Port Service-per DS1**															
** This rate element is recovered on a per MOU basis and is included in the per MOU rate elements															
LOCAL INTERCONNECTION (DEDICATED TRANSPORT)															
INTEROFFICE CHANNEL - DEDICATED TRANSPORT															
Interface Channel-Dedicated Transport-2W VG-Per mi per mo															
Interface Channel-Dedicated Transport-2W VG-Facility Termination per mo															
Interface Channel-Dedicated Transport-56 kbps-per mi per mo															
Interface Channel-Dedicated Transport-56 kbps-Facility Termination per mo															
Interface Channel-Dedicated Transport-64 kbps-per mi per mo															
Interface Channel-Dedicated Transport-64 kbps-Facility Termination per mo															
Interface Channel-Dedicated Channel-DS1-Per mi per mo															
Interface Channel-Dedicated Channel-DS1-Facility Termination per mo															
Interface Channel-Dedicated Transport-DS3-Per mi per mo															
Interface Channel-Dedicated Transport-DS3-Facility Termination per mo															
LOCAL CHANNEL - DEDICATED TRANSPORT															
Local Channel-Dedicated-2W VG per mo															
Local Channel-Dedicated-4W VG per mo															
Local Channel-Dedicated-DS1 per mo															
Local Channel-Dedicated-DS3 Facility Termination per mo															
LOCAL INTERCONNECTION MID-SPAN MEET															
Local Channel-Dedicated-DS1 per mo															
Local Channel-Dedicated-DS3 per mo															
MULTI-LEXERS															
Channelization- DS1 to DS0 Channel System															
DS3 to DS1 Channel System per mo															
DS3 Interface Unit (DS1 COC) per mo															
SIGNALING (CCS7)															
CCS7 Signaling Connection, Per 56Kbps Facility A-Link DS1															
CCS7 Signaling Connection, Per 56Kbps Facility A-Link DS3															
CCS7 Signaling Connection, Per 56Kbps Facility B-Link DS1															
CCS7 Signaling Connection, Per 56Kbps Facility B-Link DS3															
CCS7 Signaling Termination, Per STP Port															
CCS7 Signaling Usage Surrogate, per link															
CCS7 Signaling Point Code, Establishment or Change, per STP affected															
CCS7 Signaling Usage, Per TCAP Message															
CCS7 Signaling Usage, Per ISUP Message															

EXHIBIT 2

LOCAL INTERCONNECTION - Kentucky															
CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES(\$)		Svc Order Submitted per LSR	Svc Order Submitted Manually per LSR	Attachment: 3 Exh A				Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l
										Nonrecurring		OSS Rates(\$)			
						First	Add'l	First	Add'l	SOMEC	SOMAN	SOMAN	SOMAN		
						Rec									
LOCAL INTERCONNECTION (CALL TRANSPORT AND TERMINATION)															
NOTE: "bk" beside a rate indicates that the Parties have agreed to bill and keep for that element pursuant to the terms and conditions in Attachment 3.															
INTERCARRIER COMPENSATION FOR LOCAL TRAFFIC AND ISP-BOUND TRAFFIC															
	Single Rate for Local Traffic and ISP-bound Traffic, per MOU					0.0007									
TANDEM SWITCHING															
	Multiple Tandem Switching, per MOU (applies to initial tandem only)														
	Local Intermediary Charge (Composite), per MOU* (6/30/05-3/31/06)					0.0006772									
	Local Intermediary Charge (Composite), per MOU* (4/1/06-6/30/08)					0.0025									
	* This charge is applicable only to transit traffic and is applied in addition to applicable switching and/or interconnection charges.					0.0030									
TRUNK CHARGE															
	Installation Trunk Side Service per DS0			OHD	TPP6X		21.58bk	8.13bk							
	Installation Trunk Side Service per DS0			OHD	TPP9X		21.58bk	8.13bk							
	Dedicated End Office Trunk Port Service per DS0**			OHD	TDEOP	0.00									
	Dedicated End Office Trunk Port Service per DS1**			OHI OH1MS	TDEIP	0.00									
	Dedicated Tandem Trunk Port Service per DS0**			OHD	TOWOP	0.00									
	Dedicated Tandem Trunk Port Service per DS1**			OHI OH1MS	TOWIP	0.00									
** This rate element is recovered on a per MOU basis and is included in the per MOU rate elements															
LOCAL INTERCONNECTION (DEDICATED TRANSPORT)															
INTERFERENCE CHANNEL - DEDICATED TRANSPORT															
	Interface Channel-Dedicated Transport-2W VG-Per mi per mo			OHM	1LSNF	0.01bk									
	Interface Channel-Dedicated Transport-2W VG-Facility Termination per mo			OHM	1LSNF	29.11bk	47.34bk	31.78bk	22.77bk	8.75bk					
	Interface Channel-Dedicated Transport-56 kbps-Per mi per mo			OHM	1LSNK	0.0115bk									
	Interface Channel-Dedicated Transport-56 kbps-Facility Termination per mo			OHM	1LSNK	20.97bk	47.34bk	31.78bk	22.77bk	8.75bk					
	Interface Channel-Dedicated Transport-64 kbps-Per mi per mo			OHM	1LSNK	0.0115bk									
	Interface Channel-Dedicated Transport-64 kbps-Facility Termination per mo			OHM	1LSNK	20.97bk	47.34bk	31.78bk	22.77bk	8.75bk					
	Interface Channel-Dedicated Channel-DS1-Per mi per mo			OHI, OH1MS	1LSNL	0.23bk									
	Interface Channel-Dedicated Channel-DS1-Facility Termination per mo			OHI, OH1MS	1LSNL	96.04bk	105.52bk	98.46bk	23.09bk	20.49bk					
	Interface Channel-Dedicated Transport-DS3-Per mi per mo			OH3, OH3MS	1LSNM	4.97bk									
	Interface Channel-Dedicated Transport-DS3-Facility Termination per mo			OH3, OH3MS	1LSNM	1175.15bk	335.40bk	219.24bk	89.57bk	87.75bk					
LOCAL CHANNEL - DEDICATED TRANSPORT															
	Local Channel-Dedicated-2W VG per mo			OHM	TEFV2	18.57bk	265.78bk	46.96bk	46.79bk	4.98bk					
	Local Channel-Dedicated-4W VG per mo			OHM	TEFV4	19.98bk	266.48bk	47.65bk	47.54bk	5.73bk					
	Local Channel-Dedicated-DS1 per mo			OHI	TEFHG	40.46bk	209.60bk	176.51bk	30.21bk	21.07bk					
	Local Channel-Dedicated-DS3 Facility Termination per mo			OH3	TEFHJ	576.05bk	551.38bk	338.08bk	173.00bk	120.42bk					
LOCAL INTERCONNECTION MID-SPAN MEET															
	Local Channel-Dedicated-DS1 per mo			OHI, OH1MS	TEFHG	0.00	0.00								
	Local Channel-Dedicated-DS3 per mo			OH3, OH3MS	TEFHJ	0.00	0.00								
MULTI-LEXERS															
	Channelization- DS1 to DS0 Channel System			OHI, OH1MS	SATN1	113.33bk	101.40bk	71.60bk	13.79bk	13.04bk					
	DS3 to DS1 Channel System per mo			OH3, OH3MS	SATN3	158.2bk	199.23bk	118.62bk	50.16bk	48.59bk					
	DS3 Interface Unit (DS1 COC) per mo			OHI, OH1MS	SATCO	11.8bk	10.07bk	7.08bk							
SIGNALING (CCS7)															
	CCS7 Signaling Connection, Per 56Kbps Facility A-Link DS1			UDB	TPP6A	20.71bk	43.56bk	43.56bk	22.45bk	22.45bk					
	CCS7 Signaling Connection, Per 56Kbps Facility A-Link DS3			UDB	TPP9A	20.71bk	43.56bk	43.56bk	22.45bk	22.45bk					
	CCS7 Signaling Connection, Per 56Kbps Facility B-Link DS1			UDB	TPP6B	20.71bk	43.56bk	43.56bk	22.45bk	22.45bk					
	CCS7 Signaling Connection, Per 56Kbps Facility B-Link DS3			UDB	TPP9B	20.71bk	43.56bk	43.56bk	22.45bk	22.45bk					
	CCS7 Signaling Termination, Per STP Port			UDB	PT8SX	151.39bk									
	CCS7 Signaling Usage Surrogate, per link per LATA			UDB	STU56	751.08bk									
	CCS7 Signaling Point Code, per Originating Point Code Establishment or Change, per STP affected			UDB	CCAPO		46.02bk	46.02bk	56.43bk	56.43bk					
	CCS7 Signaling Usage, Per TCAP Message					0.0000656bk									
	CCS7 Signaling Usage, Per ISUP Message					0.0000164bk									

EXHIBIT 2

LOCAL INTERCONNECTION - Louisiana											
CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES(\$)		Svc Order Submitted per LSR	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l		Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l
						First	Add'l	First	Add'l	First	Add'l
						Rec					
LOCAL INTERCONNECTION (CALL TRANSPORT AND TERMINATION)											
NOTE: "bk" beside a rate indicates that the Parties have agreed to bill and keep for that element pursuant to the terms and conditions in Attachment 3.											
INTERCARRIER COMPENSATION FOR LOCAL TRAFFIC AND ISP-BOUND TRAFFIC											
Single Rate for Local Traffic and ISP-bound Traffic, per MOU											
TANDEM SWITCHING											
Multiple Tandem Switching, per MOU (applies to initial tandem only)											
Local Intermediary Charge (Composite), per MOU* (6/30/05-3/31/06)											
Local Intermediary Charge (Composite), per MOU* (4/1/06-6/30/08)											
* This charge is applicable only to transit traffic and is applied in addition to applicable switching and/or interconnection charges.											
TRUNK CHARGE											
Installation Trunk Side Service-per DS0											
Installation Trunk Side Service-per DS0											
Dedicated End Office Trunk Port Service-per DS0**											
Dedicated End Office Trunk Port Service-per DS1**											
Dedicated Tandem Trunk Port Service-per DS0**											
Dedicated Tandem Trunk Port Service-per DS1**											
** This rate element is recovered on a per MOU basis and is included in the per MOU rate elements											
LOCAL INTERCONNECTION (DEDICATED TRANSPORT)											
INTEROFFICE CHANNEL - DEDICATED TRANSPORT											
Interoffice Channel-Dedicated Transport-2W VG-Per mi per mo											
Interoffice Channel-Dedicated Transport-2W VG-Facility Termination per mo											
Interoffice Channel-Dedicated Transport-56 kbps-per mi per mo											
Interoffice Channel-Dedicated Transport-56 kbps-Facility Termination per mo											
Interoffice Channel-Dedicated Transport-64 kbps-per mi per mo											
Interoffice Channel-Dedicated Transport-64 kbps-Facility Termination per mo											
Interoffice Channel-Dedicated Channel-DS1-Per mi per mo											
Interoffice Channel-Dedicated Channel-DS1-Facility Termination per mo											
Interoffice Channel-Dedicated Transport-DS3-Per mi per mo											
Interoffice Channel-Dedicated Transport-DS3-Facility Termination per mo											
LOCAL CHANNEL - DEDICATED TRANSPORT											
Local Channel-Dedicated-2W VG per mo											
Local Channel-Dedicated-4W VG per mo											
Local Channel-Dedicated-DS1 per mo											
Local Channel-Dedicated-DS3 Facility Termination per mo											
LOCAL INTERCONNECTION MID-SPAN MEET											
Local Channel-Dedicated-DS1 per mo											
Local Channel-Dedicated-DS3 per mo											
MULTIPLXERS											
Channelization: DS1 to DS0 Channel System											
DS3 to DS1 Channel System per mo											
DS3 Interface Unit (DS1 COC) per mo											
SIGNALING (CCST)											
CCST Signaling Termination, Per STP Port											
CCST Signaling Connection, Per DS1 level link (A link)											
CCST Signaling Connection, Per DS3 level link (A link)											
CCST Signaling Connection, Per DS1 level link (B link) (also known as D link)											
CCST Signaling Connection, Per DS3 level link (B link) (also known as D link)											
CCST Signaling Usage Surrogate, per link per LATA											
CCST Signaling Point Code, per Originating Point Code Establishment or Change, per STP affected											
CCST Signaling Usage, Per TCAP Message											
CCST Signaling Usage, Per ISUP Message											

EXHIBIT 2

LOCAL INTERCONNECTION - Mississippi										Attachment: 3 Exh A			
CATEGORY	RATE ELEMENTS	Interim	BCS	USOC	RATES(\$)				Svc Order Submitted 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
					Rec	Nonrecurring		NRC Disconnect			OSS Rates(\$)		
						First	Add'l				First	Add'l	
LOCAL INTERCONNECTION (CALL TRANSPORT AND TERMINATION)													
NOTE: "bk" beside a rate indicates that the Parties have agreed to bill and keep for that element pursuant to the terms and conditions in Attachment 3.													
INTERCARRIER COMPENSATION FOR LOCAL TRAFFIC AND ISP-BOUND TRAFFIC													
TANDEM SWITCHING													
Single Rate for Local Traffic and ISP-bound Traffic, per MOU													
Multiple Tandem Switching, per MOU (applies to initial tandem only)													
Local Intermediary Charge (Composite), per MOU* (6/30/05-3/31/06)													
Local Intermediary Charge (Composite), per MOU* (4/1/06-6/30/08)													
* This charge is applicable only to transit traffic and is applied in addition to applicable switching and/or interconnection charges.													
TRUNK CHARGE													
Installation Trunk Side Service-per DSO													
Installation Trunk Side Service-per DSO													
Dedicated End Office Trunk Port Service-per DSO**													
Dedicated End Office Trunk Port Service-per DSO**													
Dedicated Tandem Trunk Port Service-per DSO**													
Dedicated Tandem Trunk Port Service-per DSO**													
** This rate element is recovered on a per MOU basis and is included in the per MOU rate elements													
LOCAL INTERCONNECTION (DEDICATED TRANSPORT)													
INTEROFFICE CHANNEL - DEDICATED TRANSPORT													
Interoffice Channel-Dedicated Transport-2W VG-Per mi per mo													
Interoffice Channel-Dedicated Transport-2W VG-Facility Termination per mo													
Interoffice Channel-Dedicated Transport-56 kbps-per mi per mo													
Interoffice Channel-Dedicated Transport-56 kbps-Facility Termination per mo													
Interoffice Channel-Dedicated Transport-64 kbps-per mi per mo													
Interoffice Channel-Dedicated Transport-64 kbps-Facility Termination per mo													
Interoffice Channel-Dedicated Channel-DS1-Per mi per mo													
Interoffice Channel-Dedicated Transport-DS1-Facility Termination per mo													
Interoffice Channel-Dedicated Transport-DS3-Per mi per mo													
Interoffice Channel-Dedicated Transport-DS3-Facility Termination per mo													
LOCAL CHANNEL - DEDICATED TRANSPORT													
Local Channel-Dedicated-2W VG per mo													
Local Channel-Dedicated-4W VG per mo													
Local Channel-Dedicated-DS1 per mo													
Local Channel-Dedicated-DS3 Facility Termination per mo													
LOCAL INTERCONNECTION MID-SPAN MEET													
Local Channel-Dedicated-DS1 per mo													
Local Channel-Dedicated-DS3 per mo													
MULTIPLERS													
Channelization- DS1 to DS0 Channel System													
DS3 to DS1 Channel System per mo													
DS3 Interface Unit (DS1 COC) per mo													
SIGNALING (CCS7)													
CCS7 Signaling Termination, Per STP Port													
CCS7 Signaling Connection, Per DS1 level link (A link)													
CCS7 Signaling Connection, Per DS3 level link (A link)													
CCS7 Signaling Connection, Per DS1 level link (B link) (also known as D link)													
CCS7 Signaling Connection, Per DS3 level link (B link) (also known as D link)													
CCS7 Signaling Usage Surrogate, per link per LATIA													
CCS7 Signaling Point Code, per Originating Point Code Establishment or Change, per STP affected													
CCS7 Signaling Usage, Per TCAP Message													
CCS7 Signaling Usage, Per ISUP Message													

EXHIBIT 2

LOCAL INTERCONNECTION - North Carolina																	
CATEGORY	RATE ELEMENTS	Interf m	Zone	BCS	USOC	RATES(\$)				Svc Order Submitte d Elec per LSR	Svc Order Submitte d Elec per LSR	Attachment: 3 Exh. A			Incremental Charge - Manual Svc Order vs. Electronic- Disc Add'l		
						Nonrecurring		NRC Disconnected First	Add'l			SOME	SOMAN	SOMAN		SOMAN	
						First	Add'l										Rec
LOCAL INTERCONNECTION (CALL TRANSPORT AND TERMINATION)																	
NOTE: "bk" beside a rate indicates that the Parties have agreed to bill and keep for that element pursuant to the terms and conditions in Attachment 3.																	
INTERCARRIER COMPENSATION FOR LOCAL TRAFFIC AND ISP-BOUND TRAFFIC																	
Single Rate for Local Traffic and ISP-bound Traffic, per MOU																	
TANDEM SWITCHING																	
Multiple Tandem Switching, per MOU (applies to initial tandem only)																	
Local Intermediary Charge (Composite), per MOU* (6/30/05-3/31/06)																	
Local Intermediary Charge (Composite), per MOU* (4/1/06-6/30/08)																	
* This charge is applicable only to transit traffic and is applied in addition to applicable switching and/or interconnection charges.																	
TRUNK CHARGE																	
Installation Trunk Side Service-per DSO																	
Installation Trunk Side Service-per DSO																	
Dedicated End Office Trunk Port Service-per DSO**																	
Dedicated End Office Trunk Port Service-per DSO**																	
Dedicated Tandem Trunk Port Service-per DSO**																	
Dedicated Tandem Trunk Port Service-per DSO**																	
** This rate element is recovered on a per MOU basis and is included in the per MOU rate elements																	
LOCAL INTERCONNECTION (DEDICATED TRANSPORT)																	
INTERFACE CHANNEL - DEDICATED TRANSPORT																	
Interface Channel-Dedicated Transport-2W VG-Facility Termination per mo																	
Interface Channel-Dedicated Transport-2W VG-Facility Termination per mo																	
Interface Channel-Dedicated Transport-56 kbps-per mi per mo																	
Interface Channel-Dedicated Transport-56 kbps-Facility Termination per mo																	
Interface Channel-Dedicated Transport-64 kbps-per mi per mo																	
Interface Channel-Dedicated Transport-64 kbps-Facility Termination per mo																	
Interface Channel-Dedicated Channel-DS1-Per mi per mo																	
Interface Channel-Dedicated Channel-DS1-Facility Termination per mo																	
Interface Channel-Dedicated Transport-DS3-Per mi per mo																	
Interface Channel-Dedicated Transport-DS3-Facility Termination per mo																	
LOCAL CHANNEL - DEDICATED TRANSPORT																	
Local Channel-Dedicated-2W VG per mo																	
Local Channel-Dedicated-4W VG per mo																	
Local Channel-Dedicated-DS1 per mo																	
Local Channel-Dedicated-DS3 Facility Termination per mo																	
LOCAL INTERCONNECTION MID-SPAN MEET																	
Local Channel-Dedicated-DS1 per mo																	
Local Channel-Dedicated-DS3 per mo																	
MULTIPLERS																	
Channelization: DS1 to DS0 Channel System																	
DS3 to DS1 Channel System per mo																	
DS3 Interface Unit (DS1 COG) per mo																	
SIGNALING (CCS7)																	
CCS7 Signaling Connection, Per DS1 level link (A link)																	
CCS7 Signaling Connection, Per DS3 level link (A link)																	
CCS7 Signaling Connection, Per DS1 level link (B link) (also known as D link)																	
CCS7 Signaling Connection, Per DS3 level link (B link) (also known as D link)																	
CCS7 Signaling Termination, Per STP Port																	
CCS7 Signaling Usage Surrogate, per link per LATA																	
CCS7 Signaling Point Code, per Originating Point Code Establishment or Change, per STP affected																	
CCS7 Signaling Usage, Per TCAP Message																	
CCS7 Signaling Usage, Per ISUP Message																	

EXHIBIT 2

LOCAL INTERCONNECTION - South Carolina										
CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES(\$)			Svc Order Submitted per LSR	Incremental Charge - Manual Order vs. Electronic-Disc Add'l
						Nonrecurring	First	Add'l	SOME C	SOME M
						First	Add'l		SOME C	SOME M
						Rec			SOME C	SOME M
LOCAL INTERCONNECTION (CALL TRANSPORT AND TERMINATION)										
NOTE: "bk" beside a rate indicates that the parties have agreed to bill and keep for that element pursuant to the terms and conditions in Attachment 3.										
INTERCARRIER COMPENSATION FOR LOCAL TRAFFIC AND ISP-BOUND TRAFFIC										
	Single Rate for Local Traffic and ISP-bound Traffic, per MOU						0.0007			
TANDEM SWITCHING										
	Multiple Tandem Switching, per MOU (applies to initial tandem only)						0.000736			
	Local Intermediary Charge (Composite), per MOU* (6/30/05-3/31/06)						0.0025			
	Local Intermediary Charge (Composite), per MOU* (4/1/06-6/30/08)						0.0030			
* This charge is applicable only to transit traffic and is applied in addition to applicable switching and/or interconnection charges.										
TRUNK CHARGE										
	Installation Trunk Side Service-per DSO			OHD	TPP6X		21.65bk	8.16bk		
	Installation Trunk Side Service-per DSO			OHD	TPP9X		21.65bk	8.16bk		
	Dedicated End Office Trunk Port Service-per DSO**			OHD	TDEOP		0.00			
	Dedicated End Office Trunk Port Service-per DSO**			OHI OHIMS	TDEIP		0.00			
	Dedicated Tandem Trunk Port Service-per DSO**			OHD	TDWOP		0.00			
	Dedicated Tandem Trunk Port Service-per DSO**			OHI OHIMS	TDWIP		0.00			
** This rate element is recovered on a per MOU basis and is included in the per MOU rate elements										
LOCAL INTERCONNECTION (DEDICATED TRANSPORT)										
INTEROFFICE CHANNEL - DEDICATED TRANSPORT										
	Interoffice Channel-Dedicated Transport-2W VG-Facility Termination per mo			OHM	1LSNF	0.0167bk				
	Interoffice Channel-Dedicated Transport-2W VG-Facility Termination per mo			OHM	1LSNF	24.30bk	40.63bk	27.47bk	16.77bk	6.91bk
	Interoffice Channel-Dedicated Transport-56 kbps-per mi per mo			OHM	1LSNK	0.0167bk				
	Interoffice Channel-Dedicated Transport-56 kbps-Facility Termination per mo			OHM	1LSNK	16.76bk	40.63bk	27.47bk	16.77bk	6.91bk
	Interoffice Channel-Dedicated Transport-64 kbps-per mi per mo			OHM	1LSNK	0.0167bk				
	Interoffice Channel-Dedicated Transport-64 kbps-Facility Termination per mo			OHM	1LSNK	16.76bk	40.63bk	27.47bk	16.77bk	6.91bk
	Interoffice Channel-Dedicated Transport-DS1-Per mi per mo			OHI OHIMS	1LSNL	0.3415bk				
	Interoffice Channel-Dedicated Transport-DS1-Facility Termination per mo			OHI OHIMS	1LSNL	77.14bk	89.47bk	81.99bk	16.39bk	14.48bk
	Interoffice Channel-Dedicated Transport-DS3-Per mi per mo			OHI OHIMS	1LSNM	8.02bk				
	Interoffice Channel-Dedicated Transport-DS3-Facility Termination per mo			OHI OHIMS	1LSNM	880.65bk	279.37bk	163.12bk	60.33bk	58.59bk
LOCAL CHANNEL - DEDICATED TRANSPORT										
	Local Channel-Dedicated-2W VG per mo			OHM	TEFV2	15.33bk	193.53bk	33.24bk	36.72bk	3.21bk
	Local Channel-Dedicated-4W VG per mo			OHM	TEFV4	16.54bk	193.97bk	33.68bk	37.19bk	3.68bk
	Local Channel-Dedicated-DS1 per mo			OHI	TEFHG	42.62bk	177.87bk	154.06bk	22.24bk	15.30bk
	Local Channel-Dedicated-DS3 Facility Termination per mo			OHI	TEFHJ	446.00bk	452.52bk	264.53bk	119.75bk	83.77bk
LOCAL INTERCONNECTION MID-SPAN MEET										
	Local Channel-Dedicated-DS1 per mo			OHI MS	TEFHG	0.00	0.00			
	Local Channel-Dedicated-DS3 per mo			OHI MS	TEFHJ	0.00	0.00			
MULTI-LEXERS										
	Channelization- DS1 to DS0 Channel System			OHI OHIMS	SATN1	107.57bk	91.24bk	62.71bk	10.56bk	9.81bk
	DS3 to DS1 Channel System per mo			OHI OHIMS	SATN1	144.02bk	178.54bk	94.18bk	33.33bk	31.90bk
	DS3 Interface Unit (DS1 COC) per mo			OHI OHIMS	SATCO	8.64bk	6.58bk	4.73bk		
SIGNALING (CCS7)										
	CCS7 Signaling Connection, Per 56Kbps Facility A-Link DS1			UDB	TPP6A	16.93bk	35.61bk	35.61bk	16.48bk	16.48bk
	CCS7 Signaling Connection, Per 56Kbps Facility A-Link DS3			UDB	TPP9A	16.93bk	35.61bk	35.61bk	16.48bk	16.48bk
	CCS7 Signaling Connection, Per 56Kbps Facility B-Link DS1			UDB	TPP6B	16.93bk	35.61bk	35.61bk	16.48bk	16.48bk
	CCS7 Signaling Connection, Per 56Kbps Facility B-Link DS3			UDB	TPP9B	16.93bk	35.61bk	35.61bk	16.48bk	16.48bk
	CCS7 Signaling Termination, Per STP Port			UDB	PT85X	163.49bk				
	CCS7 Signaling Usage Surrogate, per link per LATA			UDB	STU56	791.37bk				
	CCS7 Signaling Point Code, per Originating Point Code Establishment or Change, per STP affected			UDB	CCAPO		29.08bk	29.08bk	35.65bk	35.65bk
	CCS7 Signaling Usage, Per TCAF Message					0.0000692bk				
	CCS7 Signaling Usage, Per ISUP Message					0.0000173bk				

EXHIBIT 2

LOCAL INTERCONNECTION - Tennessee

LOCAL INTERCONNECTION - Tennessee															
CATEGORY	RATE ELEMENTS	Interim	BCS	USOC	RATES(\$)				Svc Order Submitted Electronically per LSR	Svc Order Submitted Manually per LSR	Attachment: 3 Exh A				Incremental Charge - Manual Order vs. Electronic-Disc Add'l
					Nonrecurring		NRC Disconnect				Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l		Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l		
					First	Add'l	First	Add'l			SOMAN	SOMAN	SOMAN	SOMAN	
					Rec										
LOCAL INTERCONNECTION (CALL TRANSPORT AND TERMINATION)															
NOTE: "bk" beside a rate indicates that the Parties have agreed to bill and keep for that element pursuant to the terms and conditions in Attachment 3.															
INTERCARRIER COMPENSATION FOR LOCAL TRAFFIC AND ISP-BOUND TRAFFIC															
	Single Rate for Local Traffic and ISP-bound Traffic, per MOU					0.0007									
TANDEM SWITCHING															
	Multiple Tandem Switching, per MOU (applies to initial tandem only)					0.0009778									
	Local Intermediary Charge (Composite), per MOU* (6/30/05-3/31/06)					0.0025									
	Local Intermediary Charge (Composite), per MOU* (4/1/06-6/30/08)					0.0030									
* This charge is applicable only to transit traffic and is applied in addition to applicable switching and/or interconnection charges.															
TRUNK CHARGE															
	Installation Trunk Side Service-per DSO			OHD TPP6X		21.59bk	8.09bk								
	Installation Trunk Side Service-per DSO			OHD TPP9X		21.59bk	8.09bk								
	Dedicated End Office Trunk Port Service-per DSO**			OHD TDEOP	0.00										
	Dedicated End Office Trunk Port Service-per DSO**			OHI OHIMS	0.00										
	Dedicated Tandem Trunk Port Service-per DSO**			OHD TDWOP	0.00										
	Dedicated Tandem Trunk Port Service-per DSO**			OHI OHIMS	0.00										
** This rate element is recovered on a per MOU basis and is included in the per MOU rate elements															
LOCAL INTERCONNECTION (DEDICATED TRANSPORT)															
INTEROFFICE CHANNEL - DEDICATED TRANSPORT															
	Interoffice Channel-Dedicated Transport-2W VG-Per mi per mo			OHM 1L5NF	0.0174bk										
	Interoffice Channel-Dedicated Transport-2W VG-Facility Termination per mo			OHM 1L5NF	18.59bk	55.39bk	17.37bk	27.96bk	3.51bk						
	Interoffice Channel-Dedicated Transport-56 kbps-per mi per mo			OHM 1L5NK	0.0174bk										
	Interoffice Channel-Dedicated Transport-56 kbps-Facility Termination per mo			OHM 1L5NK	17.96bk	55.39bk	17.37bk	27.96bk	3.51bk						
	Interoffice Channel-Dedicated Transport-64 kbps-per mi per mo			OHM 1L5NK	0.0174bk										
	Interoffice Channel-Dedicated Transport-64 kbps-Facility Termination per mo			OHM 1L5NK	17.96bk	55.39bk	17.37bk	27.96bk	3.51bk						
	Interoffice Channel-Dedicated Channel-DS1-Per mi per mo			OHI OHIMS	0.3562bk										
	Interoffice Channel-Dedicated Transport-DS1-Facility Termination per mo			OHI OHIMS	77.86bk	112.40bk	76.27bk	19.55bk	14.99bk						
	Interoffice Channel-Dedicated Transport-DS3-Per mi per mo			OHI OHIMS	2.34bk										
	Interoffice Channel-Dedicated Transport-DS3-Facility Termination per mo			OHI OHIMS	848.99bk	395.29bk	176.56bk	109.04bk	105.91bk						
LOCAL CHANNEL - DEDICATED TRANSPORT															
	Local Channel-Dedicated-2W VG per mo			OHM TEFV2	15.29bk	199.33bk	24.16bk	54.81bk	4.80bk						
	Local Channel-Dedicated-4W VG per mo			OHM TEFV4	16.18bk	201.53bk	24.83bk	55.52bk	5.51bk						
	Local Channel-Dedicated-DS1 per mo			OHI TEFHG	32.25bk	277.35bk	233.26bk	33.18bk	22.30bk						
	Local Channel-Dedicated-DS3 Facility Termination per mo			OHI TEFHJ	611.30bk	595.37bk	304.50bk	215.82bk	151.15bk						
LOCAL INTERCONNECTION MID-SPAN MEET															
	Local Channel-Dedicated-DS1 per mo			OHI OHIMS	0.00	0.00									
	Local Channel-Dedicated-DS3 per mo			OHI OHIMS	0.00	0.00									
MULTI-LEXERS															
	Channelization- DS1 to DS0 Channel System			OHI OHIMS	80.77bk	141.87bk	77.11bk	14.51bk	13.46bk						
	DS3 to DS1 Channel System per mo			OHI OHIMS	222.98bk	308.03bk	108.47bk	44.47bk	42.62bk						
	DS3 Interface Unit (DS1 COC) per mo			OHI OHIMS	17.58bk	6.07bk	4.66bk								
SIGNALING (CCS7)															
	CCS7 Signaling Termination, Per STP Port			UDB PT8SX	138.41bk										
	CCS7 Signaling Connection, Per DS1 level link (A link)			UDB TPP6A	17.84bk	130.84bk	130.84bk								
	CCS7 Signaling Connection, Per DS3 level link (A link)			UDB TPP9A	17.84bk	130.84bk	130.84bk								
	CCS7 Signaling Connection, Per DS1 level link (B link) (also known as D link)			UDB TPP6B	17.84bk	130.84bk	130.84bk								
	CCS7 Signaling Connection, Per DS3 level link (B link) (also known as D link)			UDB TPP9B	17.84bk	130.84bk	130.84bk								
	CCS7 Signaling Usage Surrogate, per link per LATA			UDB STU56	352.30bk										
	Signaling Point Code, per Originating Point Code Establishment or Change, per STP			UDB CCAPO	121.77bk	121.77bk									
	CCS7 Signaling Usage, Per TCAP Message				0.0000916bk										
	CCS7 Signaling Usage, Per ISUP Message				0.0000373bk										

BELLSOUTH® / CLEC Agreement

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