

BellSouth Telecommunications, Inc.
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June 26, 2006

VIA HAND DELIVERY

Filed Electronically in Docket Office on 06/26/06 @ 2:40pm

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

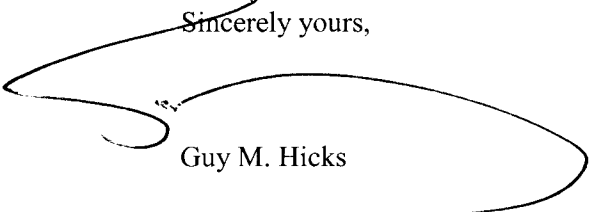
Re: *Approval of the Amendment to the Paging Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc. and All-Page Communications, Inc. Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996.*
Docket No. 06-00165

Dear Chairman Jones:

Pursuant to Section 252(e) of the Telecommunications Act of 1996, All-Page Communications, Inc. and BellSouth Telecommunications, Inc. are hereby submitting to the Tennessee Regulatory Authority the original plus six paper copies and one electronic copy of the attached Petition for Approval of the Amendment to the Paging Interconnection Agreement dated March 31, 2006. The Amendment removes the State of Tennessee from the Agreement.

Thank you for your attention to this matter.

Sincerely yours,



Guy M. Hicks

cc: J.W. Tapp, All-Page Communications, Inc.

BEFORE THE TENNESSEE REGULATORY AUTHORITY
Nashville, Tennessee

In re: *Approval of the Amendment to the Paging Interconnection Agreement
Negotiated by BellSouth Telecommunications, Inc. and All-Page
Communications, Inc. Pursuant to Sections 251 and 252 of the
Telecommunications Act of 1996*

Docket No. _____

**PETITION FOR APPROVAL OF THE
AMENDMENT TO THE PAGING INTERCONNECTION AGREEMENT
NEGOTIATED BETWEEN BELL SOUTH TELECOMMUNICATIONS, INC.
AND ALL-PAGE COMMUNICATIONS, INC.
PURSUANT TO THE TELECOMMUNICATIONS ACT OF 1996**

COME NOW, All-Page Communications, Inc. ("All-Page") and BellSouth Telecommunications, Inc., ("BellSouth"), and file this request for approval of the Amendment to the Paging Interconnection Agreement dated March 31, 2006 (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, All-Page and BellSouth state the following:

1. All-Page and BellSouth have successfully negotiated an agreement for the continued interconnection of their networks, thereby facilitating All-Page's provision of commercial mobile radio services ("CMRS") to both residential and business customers in Tennessee. The Paging Interconnection Agreement was approved by the Tennessee Regulatory Authority ("TRA") on June 12, 2006.

2. The parties have recently negotiated an Amendment to the Agreement which removes the state of Tennessee from the Agreement. A copy of the Amendment is attached hereto and incorporated herein by reference.

3. Pursuant to Section 252(e)(2)(a)(i) of the Telecommunications Act of 1996, All-Page 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 All-Page 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. All-Page 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 Agreement approved pursuant to 47 USC Section 252.

All-Page and BellSouth respectfully request that the TRA approve the Amendment negotiated between the parties.

This 26th day of June, 2006.

Respectfully submitted,

BELLSOUTH TELECOMMUNICATIONS, INC.

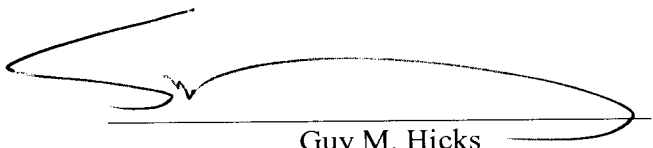
By: 

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 26th day of June, 2006:

J.W. Tapp
All-Page Communications, Inc.
7139 Oakchase Lane
Memphis, TN 38125


Guy M. Hicks

**FIRST AMENDMENT
TO THE
INTERCONNECTION AGREEMENT BETWEEN
ALL-PAGE COMMUNICATIONS, INC. AND
BELL SOUTH TELECOMMUNICATIONS, INC.
DATED March 31, 2006**

Pursuant to this Agreement, (the "Amendment") All-Page Communications, Inc. and BellSouth Telecommunications, Inc. hereinafter referred to collectively as the "Parties," hereby agree to amend that certain CMRS Agreement between the Parties dated March 31, 2006.

WHEREAS, BellSouth and All-Page Communications, Inc., wish to amend the Agreement to remove the state of Tennessee;

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 Parties agree to delete second WHEREAS statement in General Terms and Conditions and replace as follows;

WHEREAS, Carrier is a Commercial Mobile Radio Service ("CMRS") provider licensed by the Federal Communications Commission ("FCC") to provide one-way paging and/or narrowband Personal Communications Service (hereinafter "Paging Services") in the states of Alabama and Mississippi; and

2. The Parties agree to delete section II. A. and replace as follows;

A. The term of this Agreement shall be three years, beginning on the Effective Date and shall apply to the BellSouth territory in the states Alabama and Mississippi. Notwithstanding any prior agreement of the Parties, the rates, terms and conditions of this Agreement shall not be applied retroactively prior to the Effective Date.

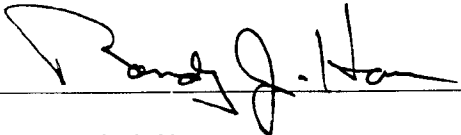
3. This Amendment shall be effective thirty (30) days after the date of the last signature executing the Amendment.

4. All of the other provisions of the Resale Agreement, dated March 31, 2006, shall remain in full force and effect.

5. 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 Federal Telecommunications Act of 1996

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

BellSouth Telecommunications, Inc.

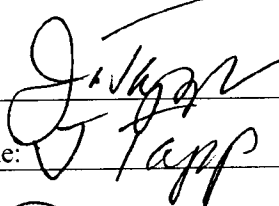
By: 

Name: Randy J. Ham

Title: Assistant - Director
Wireless Interconnection

Date: 6/5/06

All-Page Communications, Inc.

By: 

Name:

Title: Owner

Date: 5/26/06