

BellSouth Telecommunications, Inc.
333 Commerce Street
Suite 2101
Nashville, TN 37201-3300

guy.hicks@bellsouth.com

Guy M. Hicks
General Counsel

615 214 6301
Fax 615 214 7406

November 28, 2006

VIA HAND DELIVERY

filed electronically 11/28/06 @ 3:09pm

Hon. Sara Kyle
Chairman
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, Tennessee 37243-0505

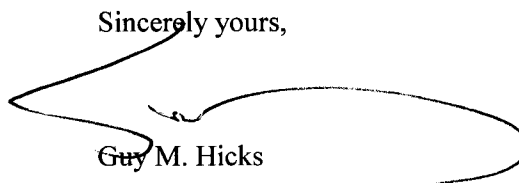
Re: *Approval of the Amendment to the Resale Agreement Negotiated by BellSouth Telecommunications, Inc. and Express Connection, LLC Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996*
Docket No. 06-00294

Dear Chairman Kyle:

Pursuant to Section 252(e) of the Telecommunications Act of 1996, Express Connection, LLC 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 Resale Agreement. The Amendment modifies the Notice provision in the Agreement.

Thank you for your attention to this matter.

Sincerely yours,

A handwritten signature in black ink, appearing to read "Guy M. Hicks", with a large, sweeping flourish extending to the right.

Guy M. Hicks

cc: Ms. Bobbie Swager, Express Conneciton, LLC

BEFORE THE TENNESSEE REGULATORY AUTHORITY
Nashville, Tennessee

In re: *Approval of Amendment to the Resale Agreement Negotiated by BellSouth Telecommunications, Inc. and Express Connection, LLC Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996*

Docket No. _____

PETITION FOR APPROVAL OF AMENDMENT TO
THE RESALE AGREEMENT NEGOTIATED BETWEEN
BELLSOUTH TELECOMMUNICATIONS, INC.
AND EXPRESS CONNECTION, LLC
PURSUANT TO THE
TELECOMMUNICATIONS ACT OF 1996

COME NOW, Express Connection, LLC ("Express Connection") and BellSouth Telecommunications, Inc., ("BellSouth"), and file this request for approval of the Amendment to the Resale Agreement dated February 3, 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, Express Connection and BellSouth state the following:

1. Express Connection and BellSouth have successfully negotiated an agreement providing for the resale of BellSouth's telecommunications services to Express Connection. The Resale Agreement was approved by the Tennessee Regulatory Authority ("TRA") on May 16, 2005.

2. The parties have recently negotiated an amendment to the Resale Agreement which modifies the Notice provision in the Agreement. 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, Express Connection and BellSouth are submitting their Amendment to the TRA for its consideration and approval.

4. In accordance with Section 252(e) of the Act, the TRA is charged with approving or rejecting the negotiated Amendment between Express Connection and BellSouth 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. Express Connection 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.

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

This 28th day of Nov, 2006.

Respectfully submitted,

BELLSOUTH TELECOMMUNICATIONS, INC.

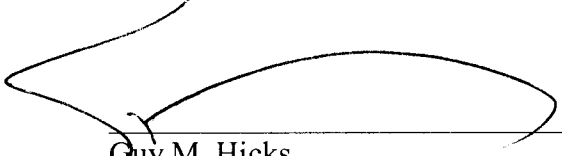
By: 

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 Resale Agreement on the following via United States Mail on the 28th day of July, 2006:

Express Connection, LLC
Ms. Bobbie Swager
3403 Nolensville Road
Nashville, TN 37211
bswager@comcast.net



Guy M. Hicks

**Amendment to the Agreement
Between
Express Connection, LLC
and
BellSouth Telecommunications, Inc.
Dated February 3, 2005**

Pursuant to this Amendment, (the "Amendment"), Express Connection, LLC (Express Connection) 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 3, 2005 ("Agreement") to be effective with the last signature executing this Amendment.

WHEREAS, BellSouth and Express Connection entered into the Agreement on February 3, 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 hereby agree to Amend Section 19.1 of the General Terms and Conditions to delete customer information and replace it with the following:

Express Connection, LLC
Ms Bobbie Swager
3403 Nolensville Road
Nashville, TN 37211
bswager@comcast.net

2. All of the other provisions of the Agreement, dated February 3, 2005, shall remain in full force and effect.
3. Either or both of the Parties is 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 Agreement the day and year written below.

BellSouth Telecommunications, Inc.

Express Connection, LLC

By: _____

By: _____

Name: Kristen E. Shore

Name: _____

Title: Director

Title: _____

Date: _____

Date: _____