

**BellSouth Telecommunications, Inc.**  
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**Guy M. Hicks**  
General Counsel

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May 14, 2007

VIA HAND DELIVERY

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

filed electronically in docket office on 05/14/07

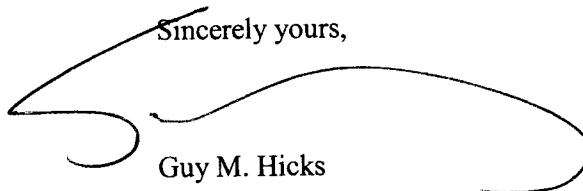
Re: *Approval of the Amendment to the Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc. and Comcast Phone II, Inc. Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996.*  
Docket No. 07-00118

Dear Chairman Kyle:

Pursuant to Section 252(e) of the Telecommunications Act of 1996, Comcast Phone II, 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 Interconnection Agreement dated September 25, 2005. The Amendment modifies the notice provision in the Interconnection Agreement.

Thank you for your attention to this matter.

Sincerely yours,

A handwritten signature in black ink, appearing to be "Guy M. Hicks", written over a horizontal line.

Guy M. Hicks

cc: Beth Choroser, Senior Director of Regulatory Compliance, Comcast Cable Communications  
Brian Rankin, Assistant General Counsel, Comcast Cable Communications

BEFORE THE TENNESSEE REGULATORY AUTHORITY  
Nashville, Tennessee

In re: *Approval of the Amendment to the Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc. and Comcast Phone II, 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 COMCAST PHONE II, INC.**  
**PURSUANT TO THE TELECOMMUNICATIONS ACT OF 1996**

COME NOW, Comcast Phone II, Inc. ("Comcast Phone") and BellSouth Telecommunications, Inc., ("BellSouth"), and file this request for approval of the Amendment to the Interconnection Agreement dated effective September 25, 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, Comcast Phone and BellSouth state the following:

1. Comcast Phone 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 Comcast Phone. The Interconnection Agreement was approved by the Tennessee Regulatory Authority ("TRA") on November 21, 2005.
2. The parties have recently negotiated an Amendment to the 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, Comcast Phone 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 Comcast Phone 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. Comcast Phone 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 approved pursuant to 47 USC Section 252.

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

This 14th day of May, 2007.

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 14th day of May, 2007:

Beth Choroser  
Senior Director of Regulatory Compliance  
Comcast Cable Communications  
1500 Market Street  
Philadelphia, PA 19102

Brian Rankin  
Assistant General Counsel  
Comcast Cable Communications  
1500 Market Street  
Philadelphia, PA 19102

  
Guy M. Hicks

**Amendment to the Agreement  
Between  
Comcast Phone II, Inc. Comcast Phone, LLC  
and  
BellSouth Telecommunications, Inc.  
Dated September 25, 2005**

Pursuant to this Amendment, (the "Amendment"), Comcast Phone II, Inc. Comcast Phone, LLC ("CUSTOMER"), and BellSouth Telecommunications, Inc. ("BellSouth"), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties dated September 25, 2005 ("Agreement") to be effective as of the date of the last signature to the Amendment ("Effective Date").

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 modify the Notices Section of the General Terms and Conditions of Comcast Phone II, Inc. Comcast Phone, LLC's Agreement with the following:

Comcast Phone II, Inc. Comcast Phone, LLC.

Beth Choroser  
Senior Director of Regulatory Compliance  
Comcast Cable Communications  
1500 Market Street  
Philadelphia, PA 19102  
Phone: 215-981-7893  
Fax: 267-675-5039  
Email: [beth\\_choroser@comcast.com](mailto:beth_choroser@comcast.com)

AND

Brian Rankin  
Assistant General Counsel  
Comcast Cable Communications  
1500 Market Street  
Philadelphia, PA 19102  
Phone: 215-320-7325  
Fax: 267-675-5039  
Email: [brian\\_rankin@comcast.com](mailto:brian_rankin@comcast.com)

2. All of the other provisions of the Agreement, dated September 25, 2005, shall remain in full force and effect.

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

**BellSouth Telecommunications, Inc.**

By: 

*cc* Name: Kristen E. Shore

Title: Director

Date: 2/28/07

**Comcast Phone II, Inc. Comcast  
Phone, LLC**

By: 

Name: Susan Jin-Davis

Title: Vice President of Corporate Development

Date: 2/23/07