



April 28, 2008

Mr. Eddie Roberson, Chairman
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, Tennessee 37243-0505

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T.R.A. DOCKET ROOM

Re: *Petition for Approval of Third Amendment to the Interconnection Agreement
Between TDS Telecom and US LEC of Tennessee, Inc. Pursuant to Sections
251 and 252 of the Telecommunications Act of 1996,*
Docket # 08-00067

Dear Chairman Roberson:

Enclosed please find the original and 13 copies of the Third Amendment to the Interconnection Agreement between US LEC of Tennessee, Inc. d/b/a PAETEC Business Services and TDS Telecom submitted for Tennessee Regulatory Authority approval pursuant to Section 252(e) of the Telecommunications Act of 1996. This amendment modifies the Interconnection Agreement that was approved by the Authority in Docket 03-00415 on September 29, 2003.

Should you have any questions regarding this filing, you may contact me at (865) 671-4758.

Sincerely,

Linda Lowrance
Manager- Carrier Relations

Enclosures

cc: Ken Black, PAETEC (w/o enclosures)
Bruce Mottern (w/o enclosures)

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KNOXVILLE, TN 37933-0995
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Third Amendment to Interconnection Agreement

The Interconnection Agreement dated as of June 13, 2003 between Concord Telephone Exchange, Inc., Tennessee Telephone Company, Humphreys County Telephone Company, and Tellico Telephone Company, Inc. (collectively "TDS TELECOM") and US LEC of Tennessee Inc., d/b/a PAETEC Business Services ("PAETEC") filed with the Tennessee Regulatory Authority in Docket 03-00415 on June 23, 2003 is hereby amended as follows:

Appendix

NIM- 1st amended Exhibit A-1

Effective

April 1, 2008

Pursuant to Section 2.2.2 of Appendix NIM, Exhibit A-1 is amended to reflect the mutually agreed upon Point of Interconnection (POI) for two-way direct facilities between PAETEC and TDS TELECOM to be KNVLTNWHDS0. V coordinate = 6820, H coordinate = 2264.

Pursuant to Section 3.2 of Appendix ITR, the Parties agree that TDS TELECOM will issue the ASR for leasing direct two-way facilities to the POI from AT&T for traffic dedicated between PAETEC and TDS TELECOM. Both Parties will share in the cost of the two-way facilities provided by AT&T assuming a traffic ratio of eighty (80) percent TDS TELECOM to PAETEC and twenty (20) percent PAETEC to TDS TELECOM. TDS TELECOM will issue a bill monthly to PAETEC for twenty (20) percent of the charges AT&T invoices to TDS TELECOM for this facility. Parties agree that should traffic studies indicate a material change from the above percentages for a three (3) month period; the Parties agree to renegotiate the percentage on a prospective basis. The Parties agree that each Party will be responsible for the central office port costs on its side of the POI.

The remaining terms and conditions of the Agreement shall remain in effect.

Executed this 10 day of April, 2008.

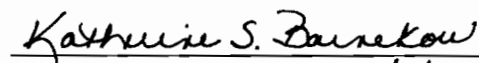
**US LEC of TENNESSEE INC., d/b/a
PAETEC Business Services.**


Signature

J.T. Ambrosi
Printed Name

V.P. Carrier and Government Relations
Position/Title

**TDS TELECOMMUNICATIONS
CORPORATION**, not individually but as
agent for Concord Telephone Exchange, Inc.,
Humphreys County Telephone Company,
Tellico Telephone Company, Inc. and
Tennessee Telephone Company


Signature 4/18/08

Katherine S. Barnekow
Printed Name

Director- Carrier Relations
Position/Title

Concord Telephone – OCN 0559

Knoxville LATA - 474

