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May 22, 2008

VIA HAND DELIVERY

filed electronically in docket office on 05/22/08

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

> Approval of the Amendment to the Interconnection Agreement Negotiated by BellSouth Re: Telecommunications, Inc. and TCG MidSouth, Inc. Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996.

Docket No. 08-00085

Dear Chairman Roberson:

Pursuant to Section 252(e) of the Telecommunications Act of 1996, TCG MidSouth, Inc. and BellSouth Telecommunications, Inc. are hereby submitting to the Tennessee Regulatory Authority four paper copies and one electronic copy of the attached Petition for Approval of the Amendment to the Interconnection Agreement dated March 14, 2006. The Amendment relates to remedy payments.

Thank you for your attention to this matter.

Sincerely yours, Guy M. Hicks

Michelle Bourianoff, Senior Attorney, TCG MidSouth, Inc. cc:

BEFORE THE TENNESSEE REGULATORY AUTHORITY Nashville, Tennessee

In re:

Approval of the Amendment to the Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc. and TCG MidSouth, Inc. Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996

Docket No.	
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PETITION FOR APPROVAL OF THE AMENDMENT TO THE INTERCONNECTION AGREEMENT NEGOTIATED BETWEEN BELLSOUTH TELECOMMUNICATIONS, INC. AND TCG MIDSOUTH, INC. PURSUANT TO THE TELECOMMUNICATIONS ACT OF 1996

COME NOW, TCG MidSouth, Inc. ("TCG") and BellSouth Telecommunications, Inc., ("BellSouth"), and file this request for approval of the Amendment to the Interconnection Agreement dated March 14, 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, TCG and BellSouth state the following:

- 1. TCG 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 TCG. The Interconnection Agreement was filed with the Tennessee Regulatory Authority ("TRA") on April 13, 2006
- 2. The parties have recently negotiated an Amendment to the Agreement.

 The Amendment relates to remedy payments. 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, TCG 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 TCG 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. TCG 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.

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

This _____ day of _______. 2008.

Respectfully submitted,

BELLSOUTH TELECOMMUNICATIONS, INC.

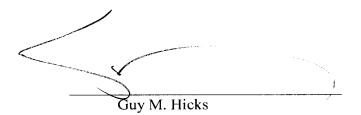
By:

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 day of 4008:

Bill Peacock TCG MidSouth, Inc. Michelle Bourianoff Senior Attorney 919 Congress Suite 900 Austin, TX 78701-2444



AMENDMENT/<u>AT&T-9STATE</u>
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TCG
VERSION – 03/10/08

Amendment to the Agreement
Between
TCG MidSouth, Inc.
and
BellSouth Telecommunications, Inc.
d/b/a AT&T Alabama, AT&T Florida, AT&T Georgia,
AT&T Kentucky, AT&T Louisiana, AT&T Mississippi,
AT&T North Carolina, AT&T South Carolina and
AT&T Tennessee
Dated March 14, 2006

Pursuant to this Amendment, (the "Amendment"), TCG MidSouth, Inc. (TCG), and BellSouth Telecommunications, Inc. d/b/a AT&T Alabama, AT&T Florida, AT&T Georgia, AT&T Kentucky, AT&T Louisiana, AT&T Mississippi, AT&T North Carolina, AT&T South Carolina and AT&T Tennessee ("AT&T"), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties dated March 14, 2006 (Agreement) to be effective after the date of the last signature executing the Amendment (Effective Date).

WHEREAS, the Parties entered into the Agreement on March 14, 2006, 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 that Section 13.1 of the General Terms & Conditions, "Service Quality Measurement" is deleted in its entirety and replaced with the following:
 - 13.1 Notwithstanding any language of Attachment 9 (Performance measures/Remedies) to the contrary, TCG MidSouth, Inc., agrees that AT&T Tennessee shall provide no remedy payments to TCG MidSouth, Inc. All other obligations under Attachment 9 -Service Quality Measurements shall remain in full force and affect.
- All of the other provisions of the Agreement, dated March 14, 2006, shall remain in full force and effect.
- 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.
- 4. By entering into this Amendment, neither Party waives, and each Party expressly reserves, any rights, remedies or arguments it may have at law or under the intervening law or regulatory change provisions in the underlying Agreement (including intervening law rights asserted by either Party via written notice predating this Amendment) with respect to any orders, decisions, legislation or proceedings and any remands thereof, which the Parties have not yet fully incorporated into this Agreement or which may be the subject of further review.

AMENDMENT/<u>AT&T-9STATE</u>
SIGNATURE PAGE
TCG
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By: Bill C. Rawal	BellSouth Telecommunications, Inc. d/b/a AT&T Alabama, AT&T Florida, AT&T Georgia, AT&T Kentucky, AT&T Louisiana, AT&T Mississippi, AT&T North Carolina, AT&T South Carolina and AT&T Tennessee By:
Name: Bill C. Peacock	Name: Kristen E. Shore
Title: Director-Interconnection Agreements	Title: Director
Date: 3/13/08	Date: 3/18/08
OCN # ACNA TENNESSEE	

TCG TN