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March 18, 2009

VIA HAND DELIVERY

filed electronically on 03/18/09

Hon. Eddie Roberson, Chairman  
c/o Sharla Dillon  
Tennessee Regulatory Authority  
460 James Robertson Parkway  
Nashville, TN 37238

Re: *Application of BellSouth Telecommunications, Inc. d/b/a AT&T  
Tennessee for a State-Issued Certificate of Franchise Authority*  
Docket No. 08-00115

Dear Chairman Roberson:

Enclosed for filing in the referenced docket are the original and four copies of AT&T Tennessee's *Third Amendment to Certificate of Franchise Authority*.

AT&T Tennessee respectfully requests that this matter be placed on the Authority's next Conference Agenda.

Very truly yours,

A large, stylized handwritten signature in black ink, appearing to be "Guy M. Hicks".

Guy M. Hicks

BEFORE THE TENNESSEE REGULATORY AUTHORITY  
Nashville, Tennessee

In Re: *Application of BellSouth Telecommunications, Inc. d/b/a AT&T  
Tennessee for a State-Issued Certificate of Franchise Authority*

Docket No. 08-00115

THIRD AMENDMENT TO  
CERTIFICATE OF FRANCHISE AUTHORITY

On July 1, 2008, AT&T Tennessee filed its application for a state-issued certificate of franchise authority pursuant to the terms of the Competitive Cable and Video Services Act (the "CCVSA"). On August 5, 2008, the Tennessee Regulatory Authority granted a Certificate of Franchise Authority to AT&T Tennessee.

AT&T Tennessee files this third amendment to add the following to the written description, attached to its original application, of municipalities and unincorporated areas within counties to be served in whole or in part, by AT&T:

Metropolitan Lynchburg/Moore County.

AT&T has provided a copy of this amendment to the affected municipality/county and will comply with all applicable notice provisions. AT&T will comply with all requirements regarding these additional locations to the same extent as set forth in its original application.

As required in Section (6)(c)(3) of the Act, AT&T intends to begin to offer video service for purchase in each of the areas identified above within 24 months of the date of the Authority's acceptance of this amendment.

As required by Section 6(c)(9) of the Act, AT&T agrees to comply with the requirements set forth in the Act, expressly including the non-discrimination and service deployment requirements of Section 12 of the Act. AT&T acknowledges the provisions of Section 13 relevant to enforcement of non-discrimination and deployment requirements.

AT&T has submitted the required amendment fee of \$250 with this amendment, based on the population of the area designated above.

Respectfully submitted,

BELLSOUTH TELECOMMUNICATIONS, INC.  
DBA AT&T TENNESSEE

  
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