



Guy M. Hicks  
General Counsel

AT&T Tennessee  
333 Commerce Street  
Suite 2101  
Nashville, TN 37201-3300

T: 615.214.6301  
F: 615.214.7406  
guy.hicks@att.com

December 10, 2008

2008 DEC 10 PM 2 48

TN REGULATORY AUTHORITY  
DOCKET ROOM

VIA HAND DELIVERY

Hon. Tre Hargett, 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 Hargett:

Enclosed for filing in the referenced docket are the original and four copies of  
AT&T Tennessee's *Second 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,

Guy M. Hicks

725276

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

SECOND 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 second amendment to add the following municipality 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:

City of LaVergne.

AT&T has provided a copy of this amendment to the affected municipality 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.

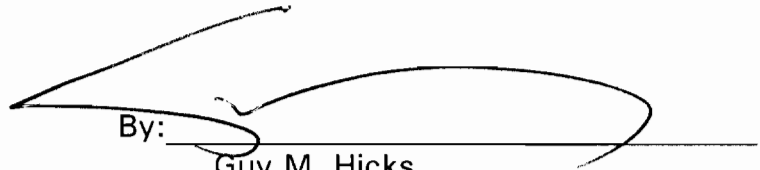
As required in Section (6)(c)(3) of the Act, AT&T intends to begin to offer video service for purchase in each of the areas identified above within 24 months of the date of the Authority's acceptance of this amendment.

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

  
By: \_\_\_\_\_  
Guy M. Hicks  
Joelle Phillips  
333 Commerce Street, Suite 2101  
Nashville, TN 37201-3300  
615 214 6301