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January 3, 2011

VIA HAND DELIVERY

Hon. Mary Freeman, Chairman
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37238

FILED ELECTRONICALLY IN DOCKET OFFICE ON 01/04/11

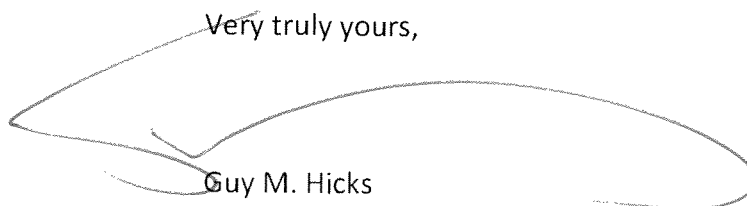
Re: *Application of BellSouth Telecommunications, Inc. d/b/a AT&T Tennessee for
a State-Issued Certificate of Franchise Authority*
Docket No. 08-00115

Dear Chairman Freeman:

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

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

Very truly yours,



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

ELEVENTH 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 eleventh amendment to add the following municipalities and/or unincorporated areas within counties 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 Ashland City
City of Blaine
City of Brighton
City of Coopertown
City of Cross Plains
City of Gallaway
City of Gilt Edge
City of New Market

City of Parrottsville
City of Philadelphia
City of Ridgeside
City of Walden
Marion County
Rhea County
Sequatchie County

AT&T has provided a copy of this amendment to the affected municipalities and/or counties 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 added 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.

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

CERTIFICATE OF SERVICE

I hereby certify that on January 3, 2011, a copy of the foregoing document was served on the following, via the method indicated:

☐ Hand
☐ Mail
☒ Facsimile
☐ Overnight
☐ Electronic

John P. Graham, County Mayor
Marion County
P.O. Box 796, Courthouse
Jasper, TN 37347
Fax: (423) 942-1327

☐ Hand
☐ Mail
☒ Facsimile
☐ Overnight
☐ Electronic

Michael D. Hudson, County Executive
Sequatchie County
P.O. Box 595
Dunlap, TN 37327
Fax: (423) 949-2579

☐ Hand
☐ Mail
☒ Facsimile
☐ Overnight
☐ Electronic

George Thacker, County Executive
Rhea County
375 Church St. Suite 215
Dayton, TN 37321
Fax: (423) 775-5553

☐ Hand
☐ Mail
☒ Facsimile
☐ Overnight
☐ Electronic

Gary W. Norwood, Mayor
City of Ashland City
101 Court Street, P. O. Box 36
Ashland City, TN 37015
Fax: (615) 792-3501

☐ Hand
☐ Mail
☒ Facsimile
☐ Overnight
☐ Electronic

Patsy McElhaney, Mayor
City of Blaine
Indian Ridge Road, P. O. Box 85
Blaine, TN 37709-0085
Fax: (865) 933-1278

☐ Hand
☐ Mail
☒ Facsimile
☐ Overnight
☐ Electronic

Jeff A. Scott, Mayor
City of Brighton
139 North Main, P. O. Box 277
Brighton, TN 38011
Fax: (901) 475-9983

☐ Hand
☐ Mail
☒ Facsimile
☐ Overnight
☐ Electronic

Sam Childs, Mayor
City of Coopertown
2525 Burgess Gower Road
Coopertown, TN 37172
Fax: (615) 382-4439

☐ Hand
☐ Mail
☒ Facsimile
☐ Overnight
☐ Electronic

Barry Faulkner, Mayor
City of Cross Plains
7622 Hwy 25 East
Cross Plains, TN 37049
Fax: (615) 654-3813

☐ Hand
☐ Mail
☒ Facsimile
☐ Overnight
☐ Electronic

Dominic Berretta, Mayor
City of Gallaway
607 Watson Drive, P. O. Box 168
Gallaway, TN 38036
Fax: (901) 867-9119

☐ Hand
☒ Mail
☐ Facsimile
☐ Overnight
☐ Electronic

Wayne Sloan, Mayor
City of Gilt Edge
P. O. Box 123
Gilt Edge, TN 38015

☐ Hand
☐ Mail
☒ Facsimile
☐ Overnight
☐ Electronic

Charles W. Guinn, Mayor
City of New Market
1024 Volunteer Street, P. O. Box 300
New Market, TN 37820
Fax: (865) 475-3113

☐ Hand
☐ Mail
☒ Facsimile
☐ Overnight
☐ Electronic

Mary Keller, Mayor
City of Parrottsville
P. O. Box 300
Parrottsville, TN 37843
Fax: (423) 623-9380

☐ Hand
☐ Mail
☒ Facsimile
☐ Overnight
☐ Electronic

Paul D. Stallings, Mayor
City of Philadelphia
P. O. Box 10
Philadelphia, TN 37846
Fax: (865) 458-0574

☐ Hand
☒ Mail
☐ Facsimile
☐ Overnight
☐ Electronic

Candy Poole, Mayor
City of Ridgeside
200 Windmere Dr.
Ridgeside, TN 37404

☐ Hand
☐ Mail
☒ Facsimile
☐ Overnight
☐ Electronic

Peter Hetzler, Mayor
City of Walden
P. O. Box 335
Walden, TN 37377
Fax: (423) 886-7953

A handwritten signature in black ink, appearing to read "Guy J. Hicks". The signature is stylized with a large, sweeping loop at the end.

Guy J. Hicks
AT&T Tennessee