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February 1, 2011

Filed electronically in the Docket Office  
2/1/2011

VIA HAND DELIVERY

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

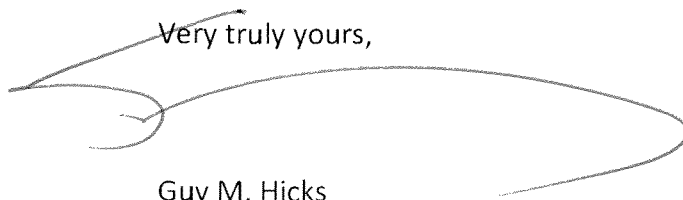
Re: *Application of BellSouth Telecommunications, Inc. d/b/a AT&T Tennessee for  
a State-Issued Certificate of Franchise Authority*  
Docket No. 08-00115

Dear Chairman Freeman:

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

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

TWELFTH 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 twelfth 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 Mitchellville

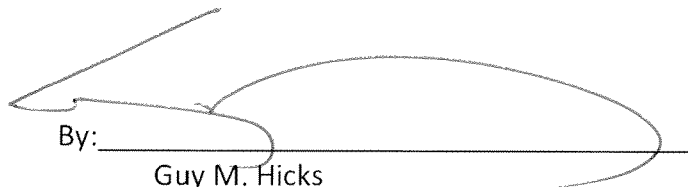
AT&T has provided a copy of this amendment to the affected municipalities and/or counties and will comply with all applicable notice provisions. AT&T will comply with all requirements regarding these additional locations to the same extent as set forth in its original application.

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: 

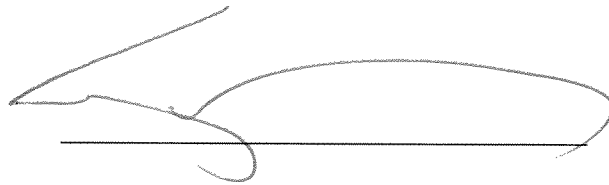
Guy M. Hicks  
Joelle Phillips  
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Nashville, TN 37201-3300  
615 214 6301

**CERTIFICATE OF SERVICE**

I hereby certify that on February 1, 2011, a copy of the foregoing document was served on the following, via the method indicated:

- ☐ Hand
- ☐ Mail
- ☒ Facsimile
- ☐ Overnight
- ☐ Electronic

Hon. Bobby Worman, Mayor  
City of Mitchellville  
P. O. box 13  
Mitchellville, TN 37119  
Fax: 615 325 6020

A handwritten signature in black ink, appearing to read "Bobby Worman", is written over a horizontal line.