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April 20, 2011

VIA HAND DELIVERY

filed electronically in docket office on 04/20/11

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

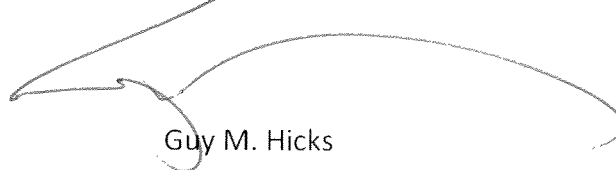
Re: *Application of BellSouth Telecommunications, Inc. d/b/a AT&T Tennessee for
a State-Issued Certificate of Franchise Authority*
Docket No. 08-00115

Dear Chairman Freeman:

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

THIRTEENTH 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 thirteenth 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 Cowan
City of LaFollette

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
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CERTIFICATE OF SERVICE

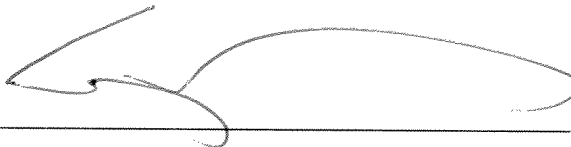
I hereby certify that on April 20, 2011, a copy of the foregoing document was served on the following, via the method indicated:

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

Joe Ed Williams, Mayor
City of Cowan
301 East Cumberland, P. O. Box 338
Cowan, TN 37318
Fax: (931) 967-7990

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

Michael Stanfield, Mayor
City of LaFollette
207 South Tennessee Avenue
LaFollette, TN 37766
Fax: (423) 562-6565

A handwritten signature in black ink, appearing to be "Joe Ed Williams", is written over a horizontal line.