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November 16, 2011

VIA HAND DELIVERY

filed electronically in docket office on 11/16/11

Hon. Kenneth C. Hill, Chairman  
Tennessee Regulatory Authority  
460 James Robertson Parkway  
Nashville, TN 37238

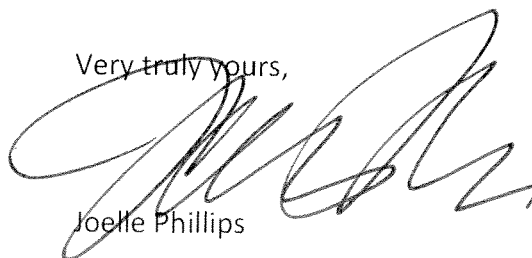
Re: *Application of BellSouth Telecommunications, LLC d/b/a AT&T Tennessee for  
a State-Issued Certificate of Franchise Authority*  
Docket No. 08-00115

Dear Chairman Hill:

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



Joelle Phillips

BEFORE THE TENNESSEE REGULATORY AUTHORITY  
Nashville, Tennessee

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

Docket No. 08-00115

FIFTEENTH 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 fifteenth amendment to add the following municipalities and 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 Sweetwater

This amendment also removes the following municipalities and unincorporated areas within counties from 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 Philadelphia  
City of Cowan

AT&T has provided a copy of this amendment to the affected municipalities and 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 indicated 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 LLC  
DBA AT&T TENNESSEE

By: 

Joelle Phillips  
333 Commerce Street, Suite 2101  
Nashville, TN 37201-3300  
615 214 6311

**CERTIFICATE OF SERVICE**

I hereby certify that on November 16, 2011, a copy of the foregoing document was served on the following, via the method indicated:

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

Doyle F. Lowe, Mayor  
City of Sweetwater  
P. O. Box 267, 203 Monroe Street  
Sweetwater, TN 37874  
Fax: (423) 337-9663

- ☐ 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

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

A large, stylized handwritten signature in black ink, appearing to read 'Joe Ed Williams', is written over a horizontal line.