



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

October 6, 2008

VIA HAND DELIVERY

Chairman Tre Hargett  
c/o Sharla Dillon, Dockets  
and Records Manager  
Tennessee Regulatory Authority  
460 James Robertson Parkway  
Nashville, Tennessee 37243-0505

filed electronically in docket office on 10/06/08

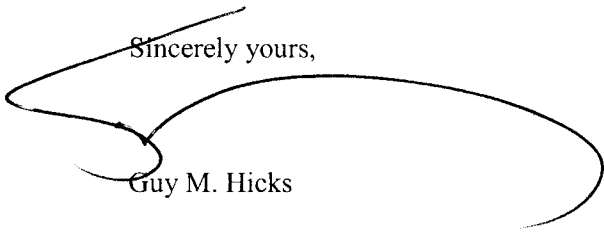
Re: *Approval of the Amendment to the Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc. d/b/a AT&T Tennessee and Business Telecom, Inc. Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996.*  
Docket No. 08-00189

Dear Chairman Hargett:

Pursuant to Section 252(e) of the Telecommunications Act of 1996, Business Telecom, Inc. and BellSouth Telecommunications, Inc. d/b/a AT&T Tennessee are hereby submitting to the Tennessee Regulatory Authority the original plus four paper copies and one electronic copy of the attached Petition for Approval of the Amendment to the Interconnection Agreement dated March 25, 2003. The Amendment adds commingling rates for Section 251 UNEs and special access transit to the base agreement. These commingling rates are fully consistent with the Authority's commingling rulings and do not extend to any request to commingle Section 251 elements with Section 271 elements.

Thank you for your attention to this matter.

Sincerely yours,

  
Guy M. Hicks

cc: General Counsel, Business Telecom, Inc.

BEFORE THE TENNESSEE REGULATORY AUTHORITY  
Nashville, Tennessee

In re: *Approval of the Amendment to the Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc. d/b/a AT&T Tennessee and Business Telecom, Inc. Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996*

Docket No. \_\_\_\_\_

**PETITION FOR APPROVAL OF THE**  
**AMENDMENT TO THE INTERCONNECTION AGREEMENT**  
**NEGOTIATED BETWEEN BELL SOUTH TELECOMMUNICATIONS, INC.**  
**D/B/A AT&T TENNESSEE AND BUSINESS TELECOM, INC.**  
**PURSUANT TO THE TELECOMMUNICATIONS ACT OF 1996**

COME NOW, Business Telecom, Inc. ("BTI") and BellSouth Telecommunications, Inc. d/b/a AT&T Tennessee ("AT&T"), and file this request for approval of the Amendment to the Interconnection Agreement dated March 25, 2003 (the "Amendment") negotiated between the two companies pursuant to Sections 251 and 252 of the Telecommunications Act of 1996, (the "Act"). In support of their request, BTI and AT&T state the following:

1. BTI and AT&T have successfully negotiated an agreement for interconnection of their networks, the unbundling of specific network elements offered by AT&T and the resale of AT&T's telecommunications services to BTI. The Interconnection Agreement was approved by the Tennessee Regulatory Authority ("TRA") on June 2, 2003.

2. The parties have recently negotiated an Amendment to the Agreement. The Amendment adds commingling rates for Section 251 UNEs and special access transport to the base agreement. A copy of the Amendment is attached hereto and incorporated herein by reference.

3. Pursuant to Section 252(e) of the Telecommunications Act of 1996, BTI and AT&T are submitting their Amendment to the TRA for its consideration and approval. The Amendment provides that either or both of the parties are authorized to submit the Amendment to the TRA for approval.

4. In accordance with Section 252(e) of the Act, the TRA is charged with approving or rejecting the negotiated Amendment between AT&T and BTI within 90 days of submission. The Act provides that the TRA may only reject such an agreement if it finds that the agreement or any portion of the agreement discriminates against a telecommunications carrier not a party to the agreement or the implementation of the agreement or any portion of the agreement is not consistent with the public interest, convenience and necessity.

5. BTI and AT&T aver that the Amendment is consistent with the standards for approval.

6. Pursuant to 47 USC Section 252(i) and 47 C.F.R. Section 51.809, AT&T shall make available the entire Interconnection Agreement filed and approved pursuant to 47 USC Section 252.

BTI and AT&T respectfully request that the TRA approve the Amendment negotiated between the parties.

This 6<sup>th</sup> day of Oct, 2008.

Respectfully submitted,

BELLSOUTH TELECOMMUNICATIONS, INC.  
D/B/A AT&T TENNESSEE

By: 

Guy M. Hicks  
333 Commerce Street, Suite 2101  
Nashville, Tennessee 37201-3300  
(615) 214-6301  
Attorney for AT&T

#### CERTIFICATE OF SERVICE

I, Guy M. Hicks, hereby certify that I have served a copy of the foregoing Petition for Approval of the Amendment to the Interconnection Agreement on the following via United States Mail on the 6<sup>th</sup> day of Oct, 2008:

Business Telecom, Inc.  
General Counsel  
4300 Six Forks Road  
Raleigh, NC 27609

  
Guy M. Hicks

**AMENDMENT TO THE AGREEMENT  
BETWEEN  
Business Telecom, Inc.  
AND  
BELLSOUTH TELECOMMUNICATIONS, INC.  
d/b/a AT&T ALABAMA, AT&T FLORIDA, AT&T GEORGIA,  
AT&T KENTUCKY, AT&T LOUISIANA, AT&T MISSISSIPPI,  
AT&T NORTH CAROLINA, AT&T SOUTH CAROLINA AND  
AT&T TENNESSEE**

This Amendment (the "Amendment") amends the Interconnection Agreement by and between BellSouth Telecommunications, Inc. d/b/a AT&T Alabama, AT&T Florida, AT&T Georgia, AT&T Kentucky, AT&T Louisiana, AT&T Mississippi, AT&T North Carolina, AT&T South Carolina and AT&T Tennessee ("AT&T") and Business Telecom, Inc. ("CLEC"). AT&T and CLEC are hereinafter referred to collectively as the "Parties" and individually as a "Party".

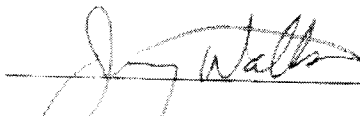
**WHEREAS**, AT&T and CLEC are Parties to an Interconnection Agreement under Sections 251 and 252 of the Communications Act of 1934, as amended (the "Act"), dated March 25, 2003 and as subsequently amended (the "Agreement"); and

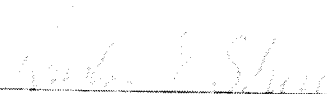
**NOW, THEREFORE**, in consideration of the promises and mutual agreements set forth herein, the Parties agree to amend the Agreement as follows:

1. The Parties hereby agree to incorporate into the Agreement the Commingling Rates set forth in Exhibit 1 attached hereto and incorporated herein by this reference.
2. EXCEPT AS MODIFIED HEREIN, ALL OTHER TERMS AND CONDITIONS OF THE UNDERLYING AGREEMENT SHALL REMAIN UNCHANGED AND IN FULL FORCE AND EFFECT.
3. In entering into this Amendment neither Party waives, and each Party expressly reserves, any rights, remedies or arguments it may have at law or under the intervening law or regulatory change provisions in the underlying Agreement (including intervening law rights asserted by either Party via written notice predating this Amendment) with respect to any orders, decisions, legislation or proceedings and any remands thereof, which the Parties have not yet fully incorporated into this Agreement or which may be the subject of further review.
4. This Amendment shall not modify or extend the Effective Date or Term of the underlying Agreement, but rather, shall be coterminous with such Agreement.
5. This Amendment shall be filed with and is subject to approval by the State Commission and shall become effective ten (10) days following approval by such Commission ("Effective Date").

Business Telecom, Inc.

BellSouth Telecommunications, Inc. d/b/a  
AT&T Alabama, d/b/a AT&T Florida, d/b/a  
AT&T Georgia, d/b/a AT&T Kentucky, d/b/a  
AT&T Louisiana, d/b/a AT&T Mississippi,  
d/b/a AT&T North Carolina, d/b/a AT&T  
South Carolina, d/b/a AT&T Tennessee

By:   
Name: Jerry Watts  
Title: Vice President  
Date: September 2, 2008

By:   
Name: Kristen E. Shore  
Title: Director  
Date: 9/12/08

	Resale OCN	OVERALL OCN	PARENT OCN
ALABAMA	7794	5883	7795
FLORIDA	7794	8689	7795
GEORGIA	7794	7797	7795
KENTUCKY	7794	3831	7795
LOUISIANA	7794	5884	7795
MISSISSIPPI	7794	5885	7795
NORTH CAROLINA	7794	7796	7795
SOUTH CAROLINA	7794	8688	7795
TENNESSEE	7794	4265	7795
ACNA <u>BTM</u> <del>DLT</del> <sup>ALIA</sup>			



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UNBUNDLED NETWORK ELEMENTS - Georgia										Alt. 2 Est. B									
CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES(\$)					Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic- Add'l	Incremental Charge - Manual Svc Order vs. Electronic- Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic- Disc Add'l	OSS Rates(\$)				
					Rec	Nonrecurring Add'l	Nonrecurring Disconnect First	Nonrecurring Disconnect Add'l							SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
The "Zone" shown in the sections for stand-alone loops or loops as part of a combination refers to Geographically Deaveraged UNE Zones. To view Geographically Deaveraged UNE Zone Designations by Central Office, refer to Internet Website: <a href="http://whois.ale.att.com/">http://whois.ale.att.com/</a>																			
COMMINGLING																			
	Commingling Authorization				0.00	0.00	0.00	0.00	0.00										
	Commingling (UNE part of single bandwidth circuit and interfaces)																		
	Commingling VG COCI																		
	Commingling Digital COCI																		
	Commingling SDN COCI																		
	Commingling 2-wire VG Interface Channel																		
	Commingling 4-wire VG Interface Channel																		
	Commingling 8kops Interface Channel																		
	Commingling 64kops Interface Channel																		
	Commingling VG-DS0 Interface Channel Mileage																		
	Commingling 2-wire Local Loop Zone 1																		
	Commingling 2-wire Local Loop Zone 2																		
	Commingling 2-wire Local Loop Zone 3																		
	Commingling 4-wire Local Loop Zone 1																		
	Commingling 4-wire Local Loop Zone 2																		
	Commingling 4-wire Local Loop Zone 3																		
	Commingling 8kops Local Loop Zone 1																		
	Commingling 8kops Local Loop Zone 2																		
	Commingling 8kops Local Loop Zone 3																		
	Commingling 64kops Local Loop Zone 1																		
	Commingling 64kops Local Loop Zone 2																		
	Commingling 64kops Local Loop Zone 3																		
	Commingling SDN Local Loop Zone 1																		
	Commingling SDN Local Loop Zone 2																		
	Commingling SDN Local Loop Zone 3																		
	Commingling DS1 COCI																		
	Commingling DS1 Interface Channel																		
	Commingling DS1 Interface Channel Mileage																		
	Commingling DS1 DS0 Channel System																		
	Commingling DS1 Local Loop Zone 1																		
	Commingling DS1 Local Loop Zone 2																		
	Commingling DS1 Local Loop Zone 3																		
	Commingling DS3 Local Loop																		
	Commingling DS3 STS-1 Local Loop Mileage																		
	Commingling STS-1 Local Loop																		
	Commingling DS3 DS1 Channel System																		
	Commingling DS3 Interface Channel																		
	Commingling DS3 Interface Channel Mileage																		
	Commingling STS-1 Interface Channel																		
	Commingling STS-1 Interface Channel Mileage																		
	Commingling Dark Fiber - Interface Transport, Per Four Fiber Strands, Per Route Mile Of Fraction Transport																		
	Commingling Dark Fiber - Interface Transport, Per Four Fiber Strands, Per Route Mile Of Fraction Transport																		
	Commingling Conversion Tracking																		
	SFA to Commingling Conversion Tracking																		

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UNBUNDLED NETWORK ELEMENTS - Mississippi																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																						
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					First	Add'l	Nonrecurring	Disconnect Add'l			Incremental Charge - Manual Svc Order vs. Electronic- Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic- Disc Add'l	Incremental Charge - Manual Svc Order vs. Electronic- Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic- Disc Add'l																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																								

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UNBUNDLED NETWORK ELEMENTS - Tennessee										
CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES (\$)			Alt: 2 Exh: B		
					Nonrecurring First	Add'l	Nonrecurring Disconnect First	Svc Order Submitted Elec per LSR	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l
					Rec					
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COMMINGLING										
	Commingling Authorization (UNE part of single bandwidth circuit)				0.00	0.00	0.00	0.00		
	Commingled Vg COCI									
	Commingled Digital COCI									
	Commingled ISDN COCI									
	Commingled 2-wire Vg Interoffice Channel Facility Termination									
	Commingled 4-wire Vg Interoffice Channel Facility Termination									
	Commingled 360bps Interoffice Channel Facility Termination									
	Commingled 540bps Interoffice Channel Facility Termination									
	Commingled Vg DS0 Interoffice Channel per mile									
	Commingled 2-wire Local Loop Zone 1									
	Commingled 2-wire Local Loop Zone 2									
	Commingled 2-wire Local Loop Zone 3									
	Commingled 4-wire Local Loop Zone 1									
	Commingled 4-wire Local Loop Zone 2									
	Commingled 4-wire Local Loop Zone 3									
	Commingled 4-wire Local Loop Zone 1									
	Commingled 580bps Local Loop Zone 1									
	Commingled 580bps Local Loop Zone 2									
	Commingled 580bps Local Loop Zone 3									
	Commingled 540bps Local Loop Zone 1									
	Commingled 540bps Local Loop Zone 2									
	Commingled 540bps Local Loop Zone 3									
	Commingled ISDN Local Loop Zone 1									
	Commingled ISDN Local Loop Zone 2									
	Commingled ISDN Local Loop Zone 3									
	Commingled DS1 COCI									
	Commingled DS1 Interoffice Channel Facility Termination									
	Commingled DS1 Interoffice Channel per mile									
	Commingled DS1 DS0 Channel/System									
	Commingled DS1 Local Loop Zone 1									
	Commingled DS1 Local Loop Zone 2									
	Commingled DS1 Local Loop Zone 3									
	Commingled DS1 Local Loop Facility Termination									
	Commingled DS1 STS-1 Local Loop per mile									
	Commingled DS1 STS-1 Local Loop Facility Termination									
	Commingled DS1 STS-1 Local Loop System									
	Commingled DS1 Interoffice Channel Facility Termination									
	Commingled DS1 Interoffice Channel per mile									
	Commingled DS1 Local Loop Zone 1									
	Commingled DS1 Local Loop Zone 2									
	Commingled DS1 Local Loop Zone 3									
	Commingled DS1 Local Loop Facility Termination									
	Commingled DS1 STS-1 Local Loop per mile									
	Commingled DS1 STS-1 Local Loop Facility Termination									
	Commingled DS1 STS-1 Local Loop System									
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	Commingled DS1 Interoffice Channel per mile									
	Commingled DS1 Local Loop Zone 1									
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	Commingled DS1 Local Loop Zone 3									