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December 9, 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 12/09/08

Re:

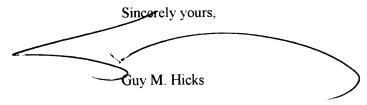
Approval of the Amendment to the Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc. d/b/a AT&T Tennessee and DIECA Communications, Inc. dba Covad Communications Company Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996.

Docket No. 08-00224

Dear Chairman Hargett:

Pursuant to Section 252(e) of the Telecommunications Act of 1996, DIECA Communications, Inc. dba Covad Communications Company 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 August 24, 2007. The Amendment relates to collocation.

Thank you for your attention to this matter.



Charles E. Watkins, Senior Counsel, Covad Communications Company

CC:

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 DIECA Communications, Inc. dba Covad Communications Company Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996

Docket No.	
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PETITION FOR APPROVAL OF THE AMENDMENT TO THE INTERCONNECTION AGREEMENT NEGOTIATED BETWEEN BELLSOUTH TELECOMMUNICATIONS, INC. D/B/A AT&T TENNESSEE AND DIECA COMMUNICATIONS, INC. DBA COVAD COMMUNICATIONS COMPANY PURSUANT TO THE TELECOMMUNICATIONS ACT OF 1996

COME NOW, DIECA Communications, Inc. dba Covad Communications Company ("Covad") 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 August 24, 2007 (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, Covad and AT&T state the following:

- 1. Covad 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 Covad. The Interconnection Agreement was approved by the Tennessee Regulatory Authority ("TRA") on September 20, 2007.
- 2. The parties have recently negotiated an Amendment to the Agreement which relates to collocation. 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, Covad 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 this 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 Covad within 90 days of its 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. Covad 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 approved pursuant to 47 USC Section 252.

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

This day of \$2, 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

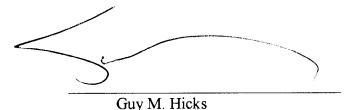
(615) 214-6301

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 day of ______, 2008:

Charles E. Watkins Senior Counsel Covad Communications Company 1230 Peachtree Street, NE 19th Floor, Promenade II Atlanta, GA 30309



AMENDMENT – COLLOCATION SYNCRHONIZATION/<u>AT&T-9STATE</u> PAGE 1 OF 2 Covad VERSION – 05/28/08

Amendment to the Agreement
Between

DIECA Communications, Inc. dba Covad Communications Company
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
Dated: August 24, 2007

Pursuant to this Amendment, ("the Amendment"), DIECA Communications, Inc. dba Covad Communications Company ("Covad") 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 ("AT&T"), hereinafter referred to collectively as the "Parties", hereby agree to amend that certain Interconnection Agreement between the Parties dated August 24, 2007 ("Agreement") to be effective thirty (30) calendar days after the date of the last signature executing the Amendment ("Effective Date").

WHEREAS, AT&T and Covad entered into the Agreement on August 24,2007, and;

NOW, THEREFORE, in consideration of the mutual provisions contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereby covenant and agree as follows:

- AT&T-9STATE shall be defined as the States of Alabama, Florida, Georgia, Kentucky, Louisiana, Mississippi, North Carolina, South Carolina and Tennessee.
- 2. All of the other provisions of the Agreement, dated August 24, 2007 shall remain in full force and effect.
- 3. Either or both of the Parties are authorized to submit this Amendment to the respective state regulatory authorities for approval subject to Section 252(e) of the Federal Telecommunications Acts of 1996.
- 4. The Parties agree that Attachment 4 of the Agreement should be amended by the adding the following terms and conditions as the last section of the Attachment.

16.0 **Physical Collocation Synchronization:**

16.1 Bits Timing (per circuit) (Optional) - <u>AT&T-9STATE</u> will provide a single signal to Covad from an <u>AT&T-9STATE</u> timing source to provide synchronization between Covad's single Network Element and <u>AT&T-9STATE</u>'s equipment.

AMENDMENT - COLLOCATION SYNCRHONIZATION/<u>AT&T-9STATE</u> PAGE 2 OF 2 Covad VERSION - 05/28/08

16.2 Timing Interconnection Arrangement (Optional) - <u>AT&T-9STATE</u> will provide Timing leads (1 pair of wires) to Covad's dedicated Physical Collocation space.

17.0 <u>Virtual Collocation Synchronization:</u>

- Timing Source Arrangement (Optional) <u>AT&T-9STATE</u> provided signal from <u>AT&T-9STATE</u>'s timing source to provide synchronization between Collocator's single network element and <u>AT&T-9STATE</u>'s equipment expressed as a recurring and non-recurring rate.
- The prices for Synchronization set forth in Exhibit 1 to this amendment shall be added to Attachment 4-Collocation Rates.
- <u>Captions</u>. The Parties acknowledge that the captions in this Amendment have been inserted solely
 for convenience of reference and in no way define or limit the scope or substance of any term or
 provision of this Amendment.
- 7. 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.
- 8. This Amendment shall be filed with and is subject to approval by the respective state regulatory authorities and shall become effective thirty (30) days after the date of the last signature executing the Amendment.

AMENDMENT - COLLOCATION SYNCHRONIZATION/<u>AT&T-9STATE</u> SIGNATURE PAGE Covad VERSION - 05/28/08

DIECA Communications, Inc. dba Covad Communications Company By:	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 By:
Name: Douglas Carles	Name: Eddie A. Reed, Jr.
Title: Syp and General Counsel	Title: Director - Interconnection Agreements
Date: 9/15/68	Date: (0.33.08

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[CCCS Amendment 6 of 12]

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[CCCS Amendment 7 of 12]

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[CCCS Amendment 11 of 12]

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