



Guy M. Hicks
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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

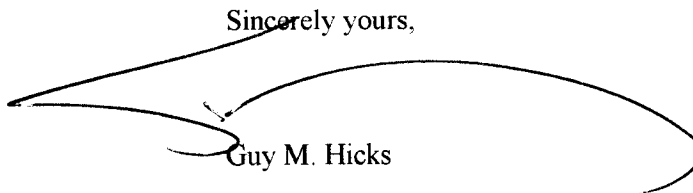
Re: *Approval of the Amendment to the Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc. d/b/a AT&T Tennessee and DIECA Communications, Inc. dba Covad Communications Company Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996.*
Docket No. 08-00224

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.

Sincerely yours,



Guy M. Hicks

cc: Charles E. Watkins, Senior Counsel, Covad Communications Company

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. _____

PETITION FOR APPROVAL OF THE
AMENDMENT TO THE INTERCONNECTION AGREEMENT
NEGOTIATED BETWEEN BELL SOUTH 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.

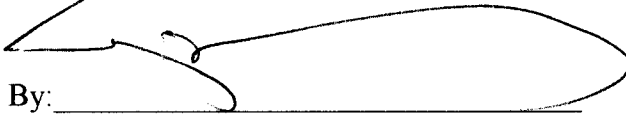
6. Pursuant to 47 USC Section 252(i) and 47 C.F.R. Section 51.809, AT&T shall make available the entire Interconnection Agreement approved pursuant to 47 USC Section 252.

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

This 9th day of Dec, 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 9th day of Dec, 2008:

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



Guy M. Hicks

**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:

1. 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) - AT&T-9STATE will provide a single signal to Covad from an AT&T-9STATE timing source to provide synchronization between Covad's single Network Element and AT&T-9STATE's equipment.

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

17.0 Virtual Collocation Synchronization:

17.1 Timing Source Arrangement (Optional) - **AT&T-9STATE** provided signal from **AT&T-9STATE's** timing source to provide synchronization between Collocator's single network element and **AT&T-9STATE's** equipment expressed as a recurring and non-recurring rate.

5. The prices for Synchronization set forth in Exhibit 1 to this amendment shall be added to Attachment 4-Collocation Rates.
6. Captions. 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.

DIECA Communications, Inc. dba Covad
Communications Company

By: 

Name: Douglas Carlen

Title: SVP and General Counsel

Date: 9/18/08

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: Eddie A. Reed, Jr.

Title: Director - Interconnection Agreements

Date: 10.23.08

COLLOCATION - Alabama										Att. 4 Exh. 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-1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l	
					Rec	Nonrecurring First	Nonrecurring Add'l	Nonrecurring Disconnect First						Nonrecurring Disconnect Add'l
PHYSICAL COLLOCATION														
	Collocation Application Submitted via Collocation Database													
	Physical Collocation - Timing Lead (1 pair per circuit),													
	Per Linear Foot, Per pair		CLO	S8F45	0.08	14.81								
	Physical Collocation-Bits Timing, Per timing circuit		CLO	S8FQT	3.58	698.82								
VIRTUAL COLLOCATION														
	Collocation Application Submitted via Collocation Database													
	Entrance Cable													
	Virtual Collocation-Timing Lead (1 pair per circuit), Per													
	Linear Foot, Per pair		CLO	S8FXT	0.08	14.81								
	Virtual Collocation-Bits Timing, Per timing circuit		CLO	S8FXS	3.58	698.82								

COLLOCATION - Florida

COLLOCATION - Florida																	
CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES(\$)						Att: 4 Exh: B						
					Nonrecurring	Nonrecurring Disconnect		Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-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				
						First	Add'l										
														Rec	First	Add'l	
SOME/C	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN										
PHYSICAL COLLOCATION																	
	Collocation Application Submitted via Collocation Database																
	Physical Collocation - Timing Lead (1 pair per circuit),																
	Per Linear Foot, Per pair			CLO	S8F45	0.08	14.81										
	Physical Collocation-Bits Timing, Per timing circuit			CLO	S8FQT	3.58	698.82										
VIRTUAL COLLOCATION																	
	Collocation Application Submitted via Collocation Database																
	Entrance Cable																
	Virtual Collocation-Timing Lead (1 pair per circuit), Per																
	Linear Foot, Per pair			CLO	S8FXT	0.08	14.81										
	Virtual Collocation-Bits Timing, Per timing circuit			CLO	S8FXXS	3.58	698.82										

COLLOCATION - Georgia																		
CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES(\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Alt: 4 Exh: B				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	
					Nonrecurring	First	Add'l	Nonrecurring First			Disconnect Add'l	SOME	SOMAN	SOMAN				SOMAN
					Rec	First	Add'l	First	ADD'l	SOME	SOMAN	SOMAN	SOMAN					
PHYSICAL COLLOCATION																		
Collocation Application Submitted via Collocation Database																		
Physical Collocation - Timing Lead (1 pair per circuit),																		
Per Linear Foot, Per pair																		
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Virtual Collocation-Bits Timing, Per timing circuit																		
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3.58																		
698.82																		

COLLOCATION - Kentucky															
CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES(\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Att: 4 Exh: B				
					Rec	Nonrecurring		Nonrecurring First			Disconnect Add'l	Incremental Charge - Manual Svc Order vs. Electronic-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
						First	Add'l								
PHYSICAL COLLOCATION															
	Collocation Application Submitted via Collocation Database														
	Physical Collocation - Timing Lead (1 pair per circuit),														
	Per Linear Foot, Per pair		CLO	S8F45	0.08	14.81									
	Physical Collocation-Bits Timing, Per timing circuit		CLO	S8FQT	3.58	698.82									
VIRTUAL COLLOCATION															
	Collocation Application Submitted via Collocation Database														
	Entrance Cable														
	Virtual Collocation-Timing Lead (1 pair per circuit), Per														
	Linear Foot, Per pair		CLO	S8FXT	0.08	14.81									
	Virtual Collocation-Bits Timing, Per timing circuit		CLO	S8FXS	3.58	698.82									

COLLOCATION - Louisiana										Att. 4 Exh. 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-1st	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				
					Rec	Nonrecurring								Nonrecurring Disconnect First	Nonrecurring Disconnect Add'l	OSS Rates(\$)	
						First	Add'l									SOMAN	SOMAN
PHYSICAL COLLOCATION																	
	Collocation Application Submitted via Collocation Database																
	Physical Collocation - Timing Lead (1 pair per circuit), Per Linear Foot, Per pair		CLO	S8F45	0.08	14.81											
	Physical Collocation-Bits Timing, Per timing circuit		CLO	S8FQT	3.58	698.82											
VIRTUAL COLLOCATION																	
	Collocation Application Submitted via Collocation Database																
	Entrance Cable																
	Virtual Collocation-Timing Lead (1 pair per circuit), Per Linear Foot, Per pair		CLO	S8FXT	0.08	14.81											
	Virtual Collocation-Bits Timing, Per timing circuit		CLO	S8FXS	3.58	698.82											

COLLOCATION - North Carolina														Att. 4 Exh. 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-1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l								
					Rec	Nonrecurring First	Nonrecurring Add'l	Nonrecurring Disconnect Add'l													
													SOME	SOMAN	SOMAN	SOMAN	SOMAN				
PHYSICAL COLLOCATION																					
	Collocation Application Submitted via Collocation Database																				
	Physical Collocation - Timing Lead (1 pair per circuit),																				
	Per Linear Foot, Per pair			CLO	S8F45	0.08	14.81														
	Physical Collocation-Bits Timing, Per timing circuit			CLO	S8FQT	3.58	698.82														
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	Linear Foot, Per pair			CLO	S8FXT	0.08	14.81														
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COLLOCATION - South Carolina												Att: 4 Exh: 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-1st	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - 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COLLOCATION - Tennessee										Att: 4 Exh: B			
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PHYSICAL COLLOCATION													
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	Physical Collocation - Timing Lead (1 pair per circuit),												
	Per Linear Foot, Per pair		CLO	S8F45	0.08	14.81							
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	Collocation Application Submitted via Collocation Database												
	Entrance Cable												
	Virtual Collocation-Timing Lead (1 pair per circuit), Per												
	Linear Foot, Per pair		CLO	S8EXT	0.08	14.81							
	Virtual Collocation-Bits Timing, Per timing circuit		CLO	S8FXS	3.58	698.82							