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February 20, 2007

VIA HAND DELIVERY

Hon. Eddie Roberson, Chairman  
Tennessee Regulatory Authority  
460 James Robertson Parkway  
Nashville, Tennessee 37243-0505

filed electronically in docket office on 02/20/09

Re: *Approval of the Amendment to the Interconnection Agreement  
Negotiated by BellSouth Telecommunications, Inc. and KMC Data, LLC  
Pursuant to Sections 251 and 252 of the Telecommunications Act of  
1996*

Docket No. 09-00027

Dear Chairman Roberson:

Pursuant to Section 252(e) of the Telecommunications Act of 1996, KMC Data, LLC and BellSouth Telecommunications, Inc. are hereby submitting to the Tennessee Regulatory Authority the original and four paper copies of the attached Petition for Approval of the Amendment to the Interconnection Agreement dated June 30, 2005. The Amendment reflects the name change of KMC Data, LLC to Hypercube Telecom, LLC.

Thank you for your attention to this matter.

Sincerely yours,

Guy M. Hicks

BEFORE THE TENNESSEE REGULATORY AUTHORITY  
Nashville, Tennessee

In re: *Approval of the Amendment to the Interconnection Agreement  
Negotiated by BellSouth Telecommunications, Inc. and KMC Data, LLC  
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.**  
**AND KMC DATA, LLC**  
**PURSUANT TO THE TELECOMMUNICATIONS ACT OF 1996**

COME NOW, KMC Data, LLC ("KMC Data") and BellSouth Telecommunications, Inc., ("BellSouth"), and file this request for approval of the Amendment to the Interconnection Agreement dated June 30, 2005 (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, KMC Data and BellSouth state the following:

1. KMC Data and BellSouth have successfully negotiated an agreement for interconnection of their networks, the unbundling of specific network elements offered by BellSouth and the resale of BellSouth's telecommunications services to KMC Data. The Interconnection Agreement was approved by the Tennessee Regulatory Authority ("TRA") on September 12, 2005.

2. The parties have recently negotiated an Amendment to the Agreement which has been modified to reflect the name change of KMC Data, LLC to

Hypercube Telecom, LLC. 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, KMC Data and BellSouth are submitting their Amendment to the TRA for its consideration and approval. The Amendment provides that either or both of the parties is 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 BellSouth and KMC Data 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. KMC Data and BellSouth 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, BellSouth shall make available the entire Interconnection Agreement approved pursuant to 47 USC Section 252.

KMC Data and BellSouth respectfully request that the TRA approve the Amendment negotiated between the parties.

This ~~11th~~ day of Feb, 2009.

20th  
GA

Respectfully submitted,

BELLSOUTH TELECOMMUNICATIONS, INC.  
dba AT&T Tennessee

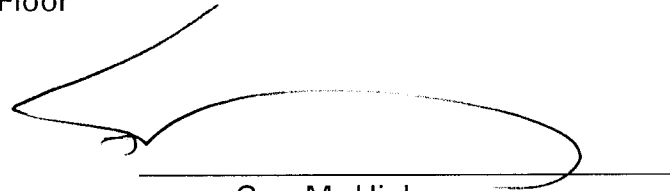
By: 

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

### 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 20<sup>th</sup> day of February, 2009:

KMC Telecom II, LLC  
Attn: Marva Johnson  
Senior Regulatory Counsel  
1755 North Brown Road, 3<sup>rd</sup> Floor  
Lawrenceville, GA 30043

  
Guy M. Hicks

**AMENDMENT TO  
INTERCONNECTION AGREEMENT UNDER SECTIONS 251 AND 252 OF THE TELECOMMUNICATIONS ACT  
OF 1996  
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  
AND  
KMC DATA, LLC**

This amendment is entered into 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 KMC Data, LLC ("KMC Data") hereinafter referred to collectively as the "Parties", to amend that certain Interconnection Agreement between the Parties dated June 30, 2005 ("Interconnection Agreement").

**WHEREAS**, KMC Data, LLC has changed the name of said business to Hypercube Telecom a limited liability corporation.

**WHEREAS**, the Parties desire that the Interconnection Agreement be amended to reflect the correct corporate entity name.


**NOW THEREFORE**, in consideration of the mutual promises and covenants 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:

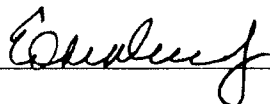
1. The Parties agree that AT&T-9STATE shall be defined as the states of Alabama, Florida, Georgia, Kentucky, Louisiana, Mississippi, North Carolina, South Carolina and Tennessee.
2. The name of KMC Data, LLC in the Interconnection Agreement is hereby deleted throughout the Interconnection Agreement and replaced with Hypercube Telecom, LLC (Hypercube)
3. Section 3.1 of the General Terms and Conditions is amended by adding the following section:
  - 3.1.1 Notwithstanding anything to the contrary in this section 3.1, the original expiration date of this Agreement, as modified by this Amendment, will be extended for a period of three (3) years from January 28, 2009 until January 28, 2012 (the "Extended Expiration Date"). The Agreement shall expire on the Extended Expiration Date; provided, however, that during the period from the effective date of this Amendment until the Extended Expiration Date, the Agreement may be terminated earlier either by written notice from Hypercube, by AT&T pursuant to the Agreement's early termination provisions, or by mutual agreement of the parties.
4. The Agreement is also amended as follows to reflect prior changes of law, and Hypercube acknowledges and agrees that it will promptly amend the Agreement to reflect future changes of law as and when they may arise.

5. EXCEPT AS MODIFIED HEREIN, ALL OTHER TERMS AND CONDITIONS OF THE UNDERLYING AGREEMENT SHALL REMAIN UNCHANGED AND IN FULL FORCE AND EFFECT.
6. 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.
7. This Amendment shall be filed with and is subject to approval by the Commission(s) and shall become effective "on the date of the last signature executing the Amendment".

Hypercube Telecom, LLC

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 AT&T  
Operations, Inc., its authorized  
agent

By:   
Name: BRIAN MURDOCH  
(Print or Type)  
Title: DIRECTOR CARRIER MGT  
(Print or Type)  
Date: 2.3.09

By:   
Name: Eddie A. Reed, Jr.  
Title: Director-Interconnection Agreements  
Date: 2-17-09

	<u>OCN #</u>	<u>ACNA</u>		<u>OCN #</u>	<u>ACNA</u>
ALABAMA	<u>807c</u>	<u>KMD</u>	MISSISSIPPI	<u>823c</u>	<u>KMD</u>
FLORIDA	<u>813c</u>	<u> </u>	NORTH CAROLINA	<u>832c</u>	<u> </u>
GEORGIA	<u>814c</u>	<u> </u>	SOUTH CAROLINA	<u>837c</u>	<u> </u>
KENTUCKY	<u>861c</u>	<u>✓</u>	TENNESSEE	<u>845c</u>	<u>✓</u>
LOUISIANA	<u>819c</u>	<u> </u>			