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June 16, 2009

VIA HAND DELIVERY

Chairman Eddie Roberson  
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 06/16/09

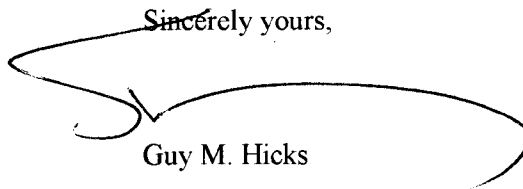
Re: *Approval of the Amendment to the Paging Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc. d/b/a AT&T Tennessee and Metrocall, Inc. Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996.*  
Docket No. 09-00085

Dear Chairman Roberson:

Pursuant to Section 252(e) of the Telecommunications Act of 1996, Metrocall, 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 Paging Interconnection Agreement dated December 15, 2005. The Amendment changes the name of the company to USA Mobility Wireless, Inc. and modifies the Notice provision in the Agreement.

Thank you for your attention to this matter.

Sincerely yours,



Guy M. Hicks

cc: Mark Burns, USA Mobility Wireless, Inc.

BEFORE THE TENNESSEE REGULATORY AUTHORITY  
Nashville, Tennessee

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

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

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

COME NOW, Metrocall, Inc. ("Metrocall") 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 December 15, 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, Metrocall and AT&T state the following:

1. Metrocall 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 Metrocall. The Paging Interconnection Agreement was approved by the Tennessee Regulatory Authority ("TRA") on November 21, 2005.

2. The parties have recently negotiated an Amendment to the Agreement which changes the name of the company to USA Mobility Wireless, Inc and modifies the Notice provision in the 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, Metrocall 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 Metrocall 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. Metrocall 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 `Paging Interconnection Agreement approved pursuant to 47 USC Section 252.

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

This 16<sup>th</sup> day of June, 2009.

Respectfully submitted,

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

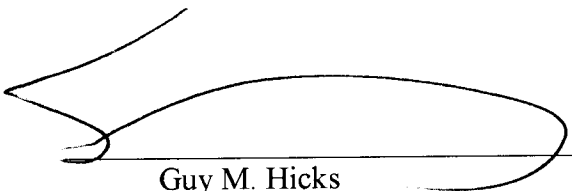
By: 

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 Paging Interconnection Agreement on the following via United States Mail on the 16<sup>th</sup> day of June, 2009:

USA Mobility Wireless, Inc.  
Mark Burns  
Senior Director, Technical Administration  
3000 Technology Drive  
Suite 400  
Plano, TX 75074  
[mark.burns@usamobility.com](mailto:mark.burns@usamobility.com)

  
Guy M. Hicks

**Amendment to the One-Way Paging Interconnection Agreement  
Between  
Metrocall, 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  
Dated December 15, 2005**

This Amendment is entered into by and between Metrocall, 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 ("AT&T") hereinafter referred to collectively as the "Parties," to amend that certain One-Way Paging Interconnection Agreement between the Parties dated December 15, 2005.

WHEREAS, Metrocall, Inc. has changed the name of said business to USA Mobility Wireless, Inc. a Delaware corporation and changed their contact information;

WHEREAS, the Parties desire that the One-Way Paging Interconnection Agreement be amended to reflect the correct corporate entity name and contact information; and

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 name of Metrocall, Inc. in the One-Way Paging Interconnection Agreement is hereby deleted throughout the Agreement and replaced with USA Mobility Wireless, Inc.
2. The Parties hereby agree to Amend Section XXII. of the Agreement to delete customer information and replace it with the following:

USA Mobility Wireless, Inc.  
Mark Burns  
Senior Director, Technical Administration  
3000 Technology Drive  
Suite 400  
Plano, TX 75074  
Phone: (972) 801-0515  
Fax: (972) 801-1699  
Email: mark.burns@usamobility.com

3. Except as modified herein, all of the other provisions of the One-Way Paging Interconnection Agreement, dated December 15, 2005, shall remain in full force and effect.

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. 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.

6. This Amendment shall be filed with and is subject to approval by the Alabama, Florida, Georgia, Kentucky, Louisiana, Mississippi, North Carolina, South Carolina and Tennessee Commissions and shall become effective immediately upon approval by each such Commission in each Commission's respective state.

USA Mobility Wireless, Inc.

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., their authorized agent

By: PL

Name: P. Gammage

Title: SVP Finance

Date: 5/20/08

By: Eddie A. Reed, Jr.

Name: Eddie A. Reed, Jr.

Title: Director-Interconnection Agreements

Date: 6-5-09

|           | Switch Based OCN |
|-----------|------------------|
| ALABAMA   | <u>6630</u>      |
| FLORIDA   | <u>6630</u>      |
| GEORGIA   | <u>6630</u>      |
| KENTUCKY  | <u>6630</u>      |
| LOUISIANA | <u>6630</u>      |

|                | Switch Based OCN |
|----------------|------------------|
| MISSISSIPPI    | <u>6630</u>      |
| NORTH CAROLINA | <u>6630</u>      |
| SOUTH CAROLINA | <u>6630</u>      |
| TENNESSEE      | <u>6630</u>      |

ACNA RWA