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March 26, 2010

VIA HAND DELIVERY

filed electronically in docket office on 03/26/10

Hon. Sara Kyle, Chairman
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37238

Re: *Approval of the Amendment to the Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc. d/b/a AT&T Tennessee and Aeneas Communications LLC Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996*
Docket No. 10-00046

Dear Chairman Kyle:

Enclosed for filing in the referenced docket are the original and four copies of the *Petition for Approval of the Amendment to the Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc. d/b/a AT&T Tennessee and Aeneas Communications LLC*. The Amendment adds Adjacent Remote Site Collocation Rates.

AT&T Tennessee respectfully requests that this matter be placed on the Authority's next Conference Agenda.

Very truly yours,

Guy M. Hicks

778634

BEFORE THE TENNESSEE REGULATORY AUTHORITY
Nashville, Tennessee

In re: *Approval of the Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc. dba AT&T Tennessee and Aeneas Communications 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.
DBA AT&T TENNESSEE AND AENEAS COMMUNICATIONS LLC**

COME NOW, Aeneas Communications LLC ("Aeneas") and BellSouth Telecommunications, Inc., dba AT&T Tennessee ("AT&T"), and file this request for approval of the Amendment to the Interconnection Agreement dated January 9, 2001 (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, Aeneas and AT&T state the following:

1. Aeneas and AT&T 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 Aeneas. That agreement was approved by the Tennessee Regulatory Authority ("TRA") on April 3, 2001.

2. The parties have recently negotiated an Amendment to the Agreement which adds Adjacent Remote Site Collocation Rates. 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, Aeneas and AT&T are submitting their Agreement 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 Aeneas 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. Aeneas 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.

Aeneas and AT&T respectfully request that the TRA approve the Agreement negotiated between the parties.

Respectfully submitted,

BELLSOUTH TELECOMMUNICATIONS, INC.
DBA AT&T TENNESSEE

By: 

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(615) 214-6301
Attorney for AT&T

**AMENDMENT TO THE AGREEMENT
BETWEEN
AENEAS COMMUNICATIONS LLC
AND
BELLSOUTH TELECOMMUNICATIONS, INC. d/b/a AT&T TENNESSEE**

This Amendment (the "Amendment") amends the Interconnection Agreement by and between BellSouth Telecommunications, Inc.¹ d/b/a AT&T Tennessee ("AT&T Tennessee") and Aeneas Communications LLC ("CLEC"). AT&T Tennessee and CLEC are hereinafter referred to collectively as the "Parties" and individually as a "Party".

WHEREAS, AT&T Tennessee and CLEC are Parties to an Interconnection Agreement under Sections 251 and 252 of the Communications Act of 1934, as amended (the "Act"), previously approved 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:

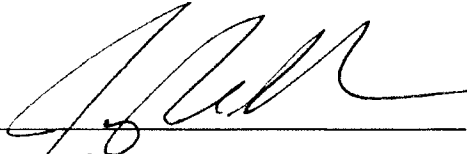
1. This Amendment is adding Adjacent Remote Site Collocation Rates
2. EXCEPT AS MODIFIED HEREIN, ALL OTHER TERMS AND CONDITIONS OF THE UNDERLYING AGREEMENT SHALL REMAIN UNCHANGED AND IN FULL FORCE AND EFFECT.
3. In entering into this Amendment, neither Party waives, and each Party expressly reserves, 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.
6. Attachment 4-RS Remote Site Collocation Exhibit A is amended by adding the following rates:

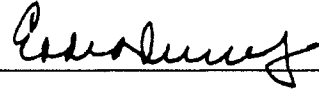
COLLOCATION IN THE REMOTE SITE					
Adjacent Remote Site Collocation					
USOC	Rate Element Description	BCS	Recurring Rate (RC)	Non-Recurring Rate (NRC)	
				First	Add'l
PE1RU	Remote Site-Adjacent Collocation-Application Fee	CLORS		755.62	755.62
PE1RT	Remote Site-Adjacent Collocation - Real Estate, per square foot	CLORS	0.134		
PE1RS	Remote Site-Adjacent Collocation - AC Power, per breaker amp	CLORS	6.27		
NOTE: If Security Escort and/or Add'l Engineering Fees become necessary for adjacent remote site collocation, the Parties will negotiate appropriate rates.					

¹ BellSouth Telecommunications, Inc. is now doing business in Tennessee as AT&T Tennessee

Aeneas Communications LLC

BellSouth Telecommunications Inc, d/b/a
AT&T Tennessee by AT&T Operations,
Inc., its authorized agent

By: 
Name: Jonathan V. Harlan, CEO
Title: _____
Date: March 18, 2010

By: 
Name: Eddie A. Reed, Jr.
Title: Director-Interconnection Agreements
Date: 3.23.10

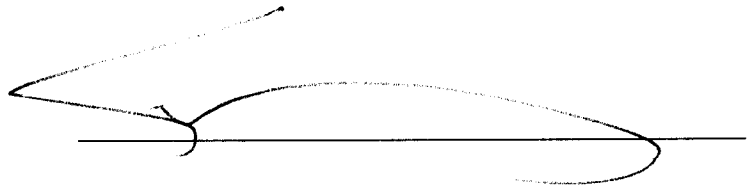
	Resale OCN	CLEC OCN
TENNESSEE	2909	2891
ACNA: AJE		

CERTIFICATE OF SERVICE

I hereby certify that on March 26, 2010, a copy of the foregoing document was served on the following, via the method indicated:

- ☐ Hand
- ☐ Mail
- ☐ Facsimile
- ☐ Overnight
- ☒ Electronic

Jonathan V. Harlan, CEO
Aeneas Communications, LLC
300 N. Cumberland St.
Jackson, TN 38301
Jharlan@aeneas.net

A handwritten signature in black ink, appearing to read 'Jonathan V. Harlan', is written over a horizontal line.