



**Dennis Wagner**  
External & Legislative Affairs

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May 19, 2015

Hon. Herbert Hilliard, Chairman  
Tennessee Regulatory Authority  
502 Deaderick Street  
Nashville, TN 37238

Re: *Approval of the Amendment to the Interconnection Agreement Negotiated by  
AT&T Tennessee and tw telecom of tennessee llc*  
Docket No. 15-00057

Dear Chairman Hilliard:

Enclosed for filing in the referenced docket are the original and one copy of the *Petition for Approval of the Amendment to the Interconnection Agreement Negotiated by AT&T Tennessee and tw telecom of tennessee llc* ("tw telecom").

In accordance with Section 252(e) of the Telecommunications Act of 1996, the TRA is charged with approving or rejecting the negotiated Agreement between AT&T Tennessee and tw telecom 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. tw telecom and AT&T Tennessee aver that the Agreement is consistent with the standards for approval.

The amendment updates the Notices provisions.

AT&T Tennessee respectfully requests that the Authority approve the Agreement.

Very truly yours,

A handwritten signature in dark ink, appearing to read "D. Wagner", written over a light gray circular stamp.

Dennis Wagner

BEFORE THE TENNESSEE REGULATORY AUTHORITY  
Nashville, Tennessee

In re: *Approval of the Amendment to the Interconnection Agreement Negotiated by  
AT&T Tennessee and tw telecom of tennessee llc*

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

**PETITION FOR APPROVAL OF THE AMENDMENT TO THE  
INTERCONNECTION AGREEMENT NEGOTIATED BETWEEN  
AT&T TENNESSEE AND TW TELECOM OF TENNESSEE LLC**

AT&T Tennessee ("AT&T") and tw telecom of tennessee llc ("tw telecom") file this request for approval of the Amendment to the Interconnection Agreement (the "Agreement") negotiated between the two companies pursuant to Sections 251 and 252 of the Telecommunications Act of 1996 (the "Act"). In support of their request, tw telecom and AT&T state the following:

1. tw telecom and AT&T have 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 tw telecom.
2. The parties have recently negotiated an amendment to the Agreement updating Notices provisions. 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, tw telecom and AT&T are submitting their Agreement to the TRA for its consideration and approval.
4. In accordance with Section 252(e) of the Act, the TRA is charged with approving or rejecting the negotiated Agreement between AT&T and tw telecom 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.

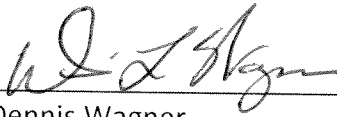
5. tw telecom and AT&T aver that the Agreement is consistent with the standards for approval.

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.

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

Respectfully submitted,

AT&T TENNESSEE

By:   
Dennis Wagner  
333 Commerce Street, Suite 2102  
Nashville, Tennessee 37201-3300  
(615) 214-4066

AMENDMENT  
BETWEEN  
BELLSOUTH TELECOMMUNICATIONS, LLC D/B/A AT&T TENNESSEE  
AND  
TW TELECOM OF TENNESSEE LLC



Signature: eSigned - Gary BlackSignature: eSigned - William A. BockelmanName: eSigned - Gary Black  
(Print or Type)Name: eSigned - William A. Bockelman  
(Print or Type)Title: VP Carrier Relations  
(Print or Type)Title: Director  
(Print or Type)Date: 13 May 2015Date: 14 May 2015**tw telecom of tennessee llc****BellSouth Telecommunications, LLC d/b/a AT&T  
TENNESSEE by AT&T Services, Inc., its authorized  
agent**

State	Resale OCN	ULEC OCN	CLEC OCN
TENNESSEE	7065,8402	8994	8994,7517,7178

Description	ACNA Code(s)
ACNA(s)	XPC,TIM,LUW

**AMENDMENT TO THE AGREEMENT  
BETWEEN  
TW TELECOM OF TENNESSEE LLC  
AND  
BELL SOUTH TELECOMMUNICATIONS, LLC D/B/A AT&T TENNESSEE**

This Amendment (the "Amendment") amends the Interconnection Agreement by and between BellSouth Telecommunications, LLC d/b/a **AT&T TENNESSEE** ("**AT&T TENNESSEE**") and tw telecom of tennessee 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"), approved November 2, 2007 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 composed of the foregoing recitals, the terms and conditions, set forth below, all of which are hereby incorporated in this Amendment by this reference and constitute a part of this Amendment.
2. The Parties agree to replace the **CLEC** Notices information in Section 19.3 of the General Terms and Conditions of the Agreement with the following:

19.3 Notices will be addressed to the Parties as follows:

NOTICE CONTACT	CLEC CONTACT
NAME/TITLE	Level 3 Communications, LLC Attn: Legal – Interconnection Services
STREET ADDRESS	1025 Eldorado Blvd
CITY, STATE, ZIP CODE	Broomfield, CO 80021
PHONE NUMBER*	(720) 888-3059
FACSIMILE NUMBER	N/A
EMAIL ADDRESS	N/A

With a copy to:

NOTICE CONTACT	CLEC CONTACT
NAME/TITLE	Level 3 Communications, LLC Attn: VP – Carrier Relations
STREET ADDRESS	1025 Eldorado Blvd
CITY, STATE, ZIP CODE	Broomfield, CO 80021
PHONE NUMBER*	N/A
FACSIMILE NUMBER	N/A
EMAIL ADDRESS	N/A

With a copy to:

NOTICE CONTACT	CLEC CONTACT
NAME/TITLE	Carolyn Ridley Level 3 Communications - Senior Director of State Public Policy
STREET ADDRESS	2078 Quail Run Drive
CITY, STATE, ZIP CODE	Bowling Green, KY 42104
PHONE NUMBER*	(615) 584-7372
FACSIMILE NUMBER	N/A
EMAIL ADDRESS	Carolyn.Ridley@Level3.com

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. EXCEPT AS MODIFIED HEREIN, ALL OTHER TERMS AND CONDITIONS OF THE UNDERLYING AGREEMENT SHALL REMAIN UNCHANGED AND IN FULL FORCE AND EFFECT.
6. 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.

**CERTIFICATE OF SERVICE**

I hereby certify that on May 19, 2015, a copy of the foregoing document was served on the following, via the method indicated:

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

Level 3 Communications, LLC  
Attn: Legal-Interconnection Services  
1025 Eldorado Blvd  
Broomfield, CO 80021

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

Ms. Carolyn Ridley, Sr. Dir.  
Level 3 Communications, LLC  
2078 Quail Run Drive  
Bowling Green, KY 42104  
[carolyn.ridley@level3.com](mailto:carolyn.ridley@level3.com)

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

Level 3 Communications, LLC  
Attn: VP – Carrier Relations  
1025 Eldorado Blvd  
Broomfield, CO 80021



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