Amendment to the Agreement Between NuVox Communications, Inc. and BellSouth Telecommunications, Inc. Dated June 30, 2000

Pursuant to this Amendment, (the "Amendment"), NuVox Communications, Inc. (NuVox), and BellSouth Telecommunications, Inc. (BellSouth), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties dated June 30, 2000 (Agreement) to be effective 15 (fifteen) days after the date of the last signature executing the Amendment (Effective Date).

WHEREAS, BellSouth and NuVox entered into the Agreement on June 30, 2000,

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. The Parties agree to replace the language in Section 8.3.6 with the following:
 - 8.3.6 <u>Rearrangements</u>
 - 8.3.6.1 Rearrangement of a dedicated transport or combination that includes dedicated transport that requires a CFA change: A request to move a working NuVox circuit from one CFA to another CFA, where both CFAs terminate in the same BellSouth Central Office (Change in CFA), shall not constitute the establishment of new service. The applicable rates set forth in Exhibit A shall apply.
 - 8.3.6.2 Requests to reterminate one end of a facility that is not a Change in CFA constitute the establishment of new service and require disconnection of existing service and the applicable rates set forth in Exhibit A shall apply.
 - 8.3.6.3 Upon request of NuVox, BellSouth shall project manage the Change in CFA or retermination of Dedicated Transport and combinations that include transport as described in Sections 8.3.6.1 and 8.3.6.2 above and NuVox may request OC-TS for such orders and such OC-TS will be available at times designated by NuVox 24 hours a day, 7 days a week (except holidays).
 - 8.3.6.4 BellSouth shall accept a LOA between NuVox and another carrier that will allow NuVox to connect Dedicated Transport, or Combination that includes Dedicated Transport to the other carrier's collocation space.
 - 8.3.6.5 Rearrangement of an EEL to a standalone UNE Loop that requires a CFA change: NuVox may utilize the EEL to UNE Loop (UNE-L) Retermination process, as described in BellSouth's guides available on its web site, to disconnect an EEL circuit and reterminate the Loop

portion of the former EEL circuit to a collocation arrangement in the End User Serving Wire Center as a standalone UNE Loop. When using this process, the existing Loop portion of the EEL will be re-used and the resulting standalone Loop will be subject to the rates, terms and conditions for that particular Loop as set forth in this Attachment. This process will apply only to EELs that include as a part of its combination a DS1 Loop, UVL-SL2 Loop, 4-Wire UDL Loop (64, 56 kbs) and a 2-Wire ISDN Loop.

- 8.3.6.6 BellSouth shall charge the applicable EEL to UNE-L Retermination rates found in Exhibit A. NuVox shall also be charged applicable manual service order, collocation cross-connect and EEL disconnect charges, to the extent not already paid, are as set forth in Exhibit A.
- 8.3.6.7 The EEL to UNE-L Retermination process is not available when the Rearrangement requires a dispatch outside the serving wire center where the Loop terminates. If an outside dispatch is required, or if NuVox elects not to utilize the EEL to UNE-L Retermination process, NuVox must submit an LSR to disconnect the entire EEL circuit, and must submit a separate LSR for the requested standalone Loop. In such cases, NuVox will be charged the EEL disconnect charges and the full nonrecurring rates for installation of a new Loop, as set forth in Exhibit A.
- 2. The Parties agree to delete the rates for Service Rearrangements in Attachment 2, Exhibit A and add the rates for Rearrangements and Service Rearrangements to Exhibit A of Attachment 1, as set forth in Exhibit 1, attached hereto and by reference incorporated into this Amendment.
- 3. All of the other provisions of the Agreement dated June 30, 2000 shall remain unchanged and in full force and effect.
- 4. 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 Act of 1996.

IN WITNESS WHEREOF, the Parties have executed this Amendment the day and year written below.

BellSouth Telecommunications, Inc.

NuVox Communications, Inc.

Short By:

Name: Kristen E. Shore

Title: Director

Date:

By: M-J. Sw Name: Susan J. Berlin By: My Ber

Title: VP, Senior Regulatory Cansel Date: 12-12-2005

Version: Rearrangements Amendment 12/02/05

[CCCS Amendment 3 of 12]

[CCCS Amendment 3 of 12]

CATEGORY RATE ELEMENTS Interi m Zone BCS USOC RATES(\$) Elec per LSR Manual Manual Svc per LSR Manual Svc Order vs. Manual Svc Order vs.	remental Incremental
CATEGORY RATE ELEMENTS Interi m Zone BCS USOC RATES(\$) Elec per LSR Manual Manual Svc per LSR Manual Svc Order vs. Manual Svc Order vs.	
CATEGORY RATE ELEMENTS D'ILLEM ZONE BCS USOC RATES(\$) per LSR per LSR Order vs. Order vs. Order vs.	harge - Charge -
CATEGORY RATE ELEMENTS m Zone BCS USOC RATES(3) per LSR per LSR Order vs. Order vs. Order vs. Order vs.	nual Svc Manual Svc
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UNBUNDLED EXCHANGE ACCESS LOOP	
Rearrangements	
EEL to UNE-L Retermination, per 2 Wire Unbundled Voice Loop-	
SL2 UEA UREEL 87.72 36.36	
EEL to UNE-L Retermination, per 4 Wire Unbundled Voice Loop UEA UREEL 87.72 36.36 Image: Control of the second	
EEL to UNE-L Retermination, per 2 Wire ISDN Loop UDN UREEL 91.63 44.16	
EEL to UNE-L Retermination, per 4 Wire Unbundled Digital Loop UDL UREEL 102.13 49.75	
EEL to UNE-L Retermination, per 4 Wire Unbundled DS1 Loop USL UREEL 101.09 43.05	
ADDITIONAL NETWORK ELEMENTS	
Service Rearrangements	
U1TVX, U1TDX,	
UEA, UDL, U1TUC,	
ULDVX, ULDDX,	
NRC - Change in Facility Assignment per circuit Service UNCVX, UNCDX,	
Rearrangement I UNC1X URETD 101.09 43.05	
U1TVX, U1TDX,	
UEA, UDL, U1TUC,	
ULDVX, ULDDX,	
NRC - Change in Facility Assignment per circuit Project UNCVX, UNCDX,	
Management (added to CFA per circuit if project managed) I UNC1X URETB 1.28 1.28	
NRC - Order Coordination Specific Time - Dedicated Transport I UNC1X OCOSR 18.93 18.93 18.93 18.93 18.93	

UNBUNDLED N	ETWORK ELEMENTS - Florida												Attachment 2	2 Exh A		
CATEGORY	RATE ELEMENTS	Interi m	Zone	BCS	USOC			RATES(\$)				Submitted	Charge -	Incremental Charge - Manual Svc Order vs. Electronic- Add'l	Charge -	Charge -
							Nonrec	urring	Nonrecurrin	g Disconnect			OSS	Rates(\$)		
						Rec	First	Add'l	First	Add'l	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
																
	XCHANGE ACCESS LOOP															ł
	gements															ļ
	EEL to UNE-L Retermination, per 2 Wire Unbundled Voice Loop- SL2			UEA	UREEL		87.71	36.35								
	EEL to UNE-L Retermination, per 4 Wire Unbundled Voice Loop			UEA	UREEL		87.71	36.35								
	EEL to UNE-L Retermination, per 2 Wire ISDN Loop			UDN	UREEL		91.61	44.15								
	EEL to UNE-L Retermination, per 4 Wire Unbundled Digital Loop			UDL	UREEL		102.11	49.74								
	EEL to UNE-L Retermination, per 4 Wire Unbundled DS1 Loop			USL	UREEL		101.07	43.04								
ADDITIONAL N	ETWORK ELEMENTS															
Service	Rearrangements															
	NRC - Change in Facility Assignment per circuit Service Rearrangement	I		U1TVX, U1TDX, UEA, UDL, U1TUC, U1TUD, U1TUB, ULDVX, ULDDX, UNCVX, UNCDX, UNC1X	URETD		101.07	43.04								
	NRC - Change in Facility Assignment per circuit Project Management (added to CFA per circuit if project managed)	1		U1TVX, U1TDX, UEA, UDL, U1TUC, U1TUD, U1TUB, ULDVX, ULDDX, UNCVX, UNCDX, UNC1X	URETB		1.28	1.28								
i – – – – – – – – – – – – – – – – – – –	NRC - Order Coordination Specific Time - Dedicated Transport			UNC1X	OCOSR		18.90	18.90								1

UNBU	NDLED I	ETWORK ELEMENTS - Georgia												Attachment 2	2 Exh A		
			Interi										Submitted	Charge -	Charge -	Incremental Charge - Manual Svc	Charge -
CATE	GORY	RATE ELEMENTS	m	Zone	BCS	USOC			RATES(\$)			per LSR	per LSR	Order vs. Electronic- 1st	Order vs. Electronic- Add'l	Order vs. Electronic- Disc 1st	Order vs. Electronic- Disc Add'l
								Nonrec		Nonrecurring	g Disconnect				Rates(\$)		
							Rec	First	Add'l	First	Add'l	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
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UNBU		EXCHANGE ACCESS LOOP															1
		ngements															1
		EEL to UNE-L Retermination, per 2 Wire Unbundled Voice Loop-SL2			UEA	UREEL		79.85	24.65								
		EEL to UNE-L Retermination, per 4 Wire Unbundled Voice Loop			UEA	UREEL		79.85	24.65								
		EEL to UNE-L Retermination, per 2 Wire ISDN Loop			UDN	UREEL		120.98	33.02								
		EEL to UNE-L Retermination, per 4 Wire Unbundled Digital Loop			UDL	UREEL		102.13	49.75								1
		EEL to UNE-L Retermination, per 4 Wire Unbundled DS1 Loop			USL	UREEL		100.91	42.97								
ADDIT	IONAL N	IETWORK ELEMENTS															1
	Service	e Rearrangements															í – – – – – – – – – – – – – – – – – – –
		NRC - Change in Facility Assignment per circuit Service Rearrangement	1		U1TVX, U1TDX, UEA, UDL, U1TUC, U1TUD, U1TUB, ULDVX, ULDDX, UNCVX, UNCDX, UNC1X	URETD		100.91	42.97								
		NRC - Change in Facility Assignment per circuit Project Management (added to CFA per circuit if project managed) NRC - Order Coordination Specific Time - Dedicated Transport	1		U1TVX, U1TDX, UEA, UDL, U1TUC, U1TUD, U1TUB, ULDVX, ULDDX, UNCVX, UNCDX, UNC1X UNC1X	URETB OCOSR		1.28 18.89	<u>1.28</u> 18.89								
	1		1	1			1					1	1				

UNBUNDLE	D NETWORK ELEMENTS - Kentucky												Attachment 2	Exh A		
											Svc Order	Svc Order	Incremental	Incremental	Incremental	Incremental
											Submitted	Submitted	Charge -	Charge -	Charge -	Charge -
		Interi									Elec	Manually	Manual Svc	Manual Svc	Manual Svc	Manual Svc
CATEGORY	RATE ELEMENTS	m	Zone	BCS	USOC			RATES(\$)			per LSR	per LSR	Order vs.	Order vs.	Order vs.	Order vs.
												•	Electronic-	Electronic-	Electronic-	Electronic-
													1st	Add'l	Disc 1st	Disc Add'l
			-				Namaa		Nonrecurrin	- Discoursed			220	Rates(\$)		i
			-			Rec	Nonrec First	Add'l	First	Add'l	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
						Rec	FIISC	Add I	FIISC	Auu i	SOWIEC	SOWAN	SOMAN	SOMAN	SOWAN	SOWAN
	D EXCHANGE ACCESS LOOP		1													
	rangements															
	EEL to UNE-L Retermination, per 2 Wire Unbundled Voice Loop-															
	SL2			UEA	UREEL		87.72	36.36								1
	EEL to UNE-L Retermination, per 4 Wire Unbundled Voice Loop			UEA	UREEL		87.72	36.36								
	EEL to UNE-L Retermination, per 2 Wire ISDN Loop			UDN	UREEL		91.63	44.16								
	EEL to UNE-L Retermination, per 4 Wire Unbundled Digital Loop			UDL	UREEL		102.13	49.75								
	EEL to UNE-L Retermination, per 4 Wire Unbundled DS1 Loop			USL	UREEL		101.09	43.04								
ADDITIONA	L NETWORK ELEMENTS															
Serv	ice Rearrangements															
				U1TVX, U1TDX,												1
				UEA, UDL, U1TUC,												1
				U1TUD, U1TUB,												1
				ULDVX, ULDDX,												1
	NRC - Change in Facility Assignment per circuit Service			UNCVX, UNCDX,												1
	Rearrangement				URETD		101.09	43.04								
				U1TVX, U1TDX,												1
				UEA, UDL, U1TUC,												1
				U1TUD, U1TUB,												1
				ULDVX, ULDDX,												1
	NRC - Change in Facility Assignment per circuit Project	I .		UNCVX, UNCDX,			1.00									1
	Management (added to CFA per circuit if project managed)			UNC1X	URETB		1.28	1.28								↓
	NRC - Order Coordination Specific Time - Dedicated Transport			UNC1X	OCOSR		18.87	18.87								

UNBUN	DLED I	ETWORK ELEMENTS - Louisiana												Attachment 2	2 Exh A		
CATEG	ORY	RATE ELEMENTS	Interi m	Zone	BCS	USOC			RATES(\$)				Submitted Manually		Charge -	Incremental Charge - Manual Svc Order vs. Electronic- Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic- Disc Add'l
								Nonrec	curring	Nonrecurring	g Disconnect			OSS	Rates(\$)		
							Rec	First	Add'l	First	Add'l	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
UNBUN	DLED I	EXCHANGE ACCESS LOOP															
	Rearra	ngements															
		EEL to UNE-L Retermination, per 2 Wire Unbundled Voice Loop-SL2			UEA	UREEL		87.59	36.30								
		EEL to UNE-L Retermination, per 4 Wire Unbundled Voice Loop			UEA	UREEL		87.59	36.30								
		EEL to UNE-L Retermination, per 2 Wire ISDN Loop			UDN	UREEL		91.49	44.09								
		EEL to UNE-L Retermination, per 4 Wire Unbundled Digital Loop			UDL	UREEL		101.97	49.67								
		EEL to UNE-L Retermination, per 4 Wire Unbundled DS1 Loop			USL	UREEL		100.93	42.98								
ADDITI	ONAL N	IETWORK ELEMENTS															Í
	Service	e Rearrangements															1
		NRC - Change in Facility Assignment per circuit Service Rearrangement	I		U1TVX, U1TDX, UEA, UDL, U1TUC, U1TUD, U1TUB, ULDVX, ULDDX, UNCVX, UNCDX, UNC1X	URETD		100.93	42.98								
		NRC - Change in Facility Assignment per circuit Project Management (added to CFA per circuit if project managed)	I			URETB		1.28	1.28								
	_	NRC - Order Coordination Specific Time - Dedicated Transport	I		UNC1X	OCOSR		18.85	18.85								í

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Exhibit 1

UNBUNDLED NETWORK ELI	EMENTS - Mississippi												Attachment 2	2 Exh A		
CATEGORY	RATE ELEMENTS	Interi m	Zone	BCS	USOC			RATES(\$)			Svc Order Submitted Elec per LSR	Submitted	Incremental Charge - Manual Svc Order vs. Electronic- 1st	Charge -	Incremental Charge - Manual Svc Order vs. Electronic- Disc 1st	Charge -
							Nonrec	curring	Nonrecurrin	Disconnect			OSS	Rates(\$)		
						Rec	First	Add'l	First	Add'l	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
	CCESS LOOP															
Rearrangements																
	Retermination, per 2 Wire Unbundled Voice Loop-			UEA	UREEL		87.56	36.29								
EEL to UNE-I	Retermination, per 4 Wire Unbundled Voice Loop			UEA	UREEL		87.56	36.29								
	Retermination, per 2 Wire ISDN Loop				UREEL		91.46	44.07								
	Retermination, per 4 Wire Unbundled Digital Loop			UDL	UREEL		101.94	49.66								
	Retermination, per 4 Wire Unbundled DS1 Loop			USL	UREEL		100.90	42.96								
ADDITIONAL NETWORK ELE	EMENTS															
Service Rearrangeme	ents															
NRC - Change Rearrangeme	e in Facility Assignment per circuit Service nt	I			URETD		100.90	42.96								
Management	e in Facility Assignment per circuit Project (added to CFA per circuit if project managed)				URETB		1.28	1.28								
NRC - Order (Coordination Specific Time - Dedicated Transport			UNC1X	OCOSR		18.87	18.87			1					

UNBUNDLED N	NETWORK ELEMENTS - North Carolina												Attachment 2	2 Exh A		
CATEGORY	RATE ELEMENTS	Interi m	Zone	BCS	USOC			RATES(\$)			Submitted	Submitted		Charge -	Charge -	Incrementa Charge - Manual Svo Order vs. Electronic- Disc Add'I
· · · · · · · · · · · · · · · · · · ·							Nonrec	urrina	Nonrecurring	a Disconnect			OSS	Rates(\$)		
						Rec	First	Add'l	First	Add'l	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
	EXCHANGE ACCESS LOOP															
	ngements															
	EEL to UNE-L Retermination, per 2 Wire Unbundled Voice Loop- SL2			UEA	UREEL		87.49	36.26								
	EEL to UNE-L Retermination, per 4 Wire Unbundled Voice Loop			UEA	UREEL		87.49	36.26								
	EEL to UNE-L Retermination, per 2 Wire ISDN Loop			UDN	UREEL		91.39	44.04								
	EEL to UNE-L Retermination, per 4 Wire Unbundled Digital Loop			UDL	UREEL		101.86	49.62								
	EEL to UNE-L Retermination, per 4 Wire Unbundled DS1 Loop			USL	UREEL		100.82	42.93								
	NETWORK ELEMENTS															
Service	e Rearrangements															
	NRC - Change in Facility Assignment per circuit Service Rearrangement			U1TVX, U1TDX, UEA, UDL, U1TUC, U1TUD, U1TUB, ULDVX, ULDDX, UNCVX, UNCDX, UNC1X	URETD		100.82	42.93								
	NRC - Change in Facility Assignment per circuit Project			U1TVX, U1TDX, UEA, UDL, U1TUC, U1TUD, U1TUB, ULDVX, ULDDX, UNCVX, UNCDX,												
	Management (added to CFA per circuit if project managed)				URETB		1.29	1.29	ļ							
	NRC - Order Coordination Specific Time - Dedicated Transport			UNC1X	OCOSR		18.89	18.89								

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NBUNDLED	NETWORK ELEMENTS - South Carolina												Attachment 2	2 Exh A		
ATEGORY	RATE ELEMENTS	Interi m	Zone	BCS	USOC			RATES(\$)			Svc Order Submitted Elec per LSR	Submitted Manually	Incremental Charge - Manual Svc Order vs. Electronic- 1st	Charge -	Charge - Manual Svc Order vs.	Charge -
							Nonrec	urrina	Nonrecurrin	g Disconnect			OSS	Rates(\$)		
						Rec	First	Add'l	First	Add'l	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
	EXCHANGE ACCESS LOOP			-						-						
	angements													-		
Nedira	EEL to UNE-L Retermination, per 2 Wire Unbundled Voice Loop-		1	+							1					
	SL2			UEA	UREEL		87.90	36.44								
	EEL to UNE-L Retermination, per 4 Wire Unbundled Voice Loop			UEA	UREEL		87.90	36.44								
	EEL to UNE-L Retermination, per 2 Wire ISDN Loop			UDN	UREEL		91.82	44.25								
	EEL to UNE-L Retermination, per 4 Wire Unbundled Digital Loop			UDL	UREEL		102.34	49.85								
	EEL to UNE-L Retermination, per 4 Wire Unbundled DS1 Loop			USL	UREEL		101.30	43.13								
DDITIONAL	NETWORK ELEMENTS															
Servio	e Rearrangements															
	NRC - Change in Facility Assignment per circuit Service Rearrangement	I		U1TVX, U1TDX, UEA, UDL, U1TUC, U1TUD, U1TUB, ULDVX, ULDDX, UNCVX, UNCDX, UNC1X	URETD		101.30	43.13								
	NRC - Change in Facility Assignment per circuit Project Management (added to CFA per circuit if project managed)	I			URETB		1.28	1.28								
	NRC - Order Coordination Specific Time - Dedicated Transport			UNC1X	OCOSR		18.90	18.90								

D	NETWORK ELEMENTS - Tennessee												Attachment 2	2 Exh A		í
											Svc Order	Svc Order	Incremental	Incremental	Incremental	Incremental
											Submitted	Submitted	Charge -	Charge -	Charge -	Charge -
		Interi									Elec	Manually	Manual Svc	Manual Svc	Manual Svc	Manual Svc
(RATE ELEMENTS	m	Zone	BCS	USOC			RATES(\$)			per LSR	per LSR	Order vs.	Order vs.	Order vs.	Order vs.
											-	-	Electronic-	Electronic-	Electronic-	Electronic
													1st	Add'l	Disc 1st	Disc Add'
					_											ı
							Nonrecurring		Nonrecurring					Rates(\$)		
						Rec	First	Add'l	First	Add'l	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
																1
ED E	EXCHANGE ACCESS LOOP															i
rra	ngements															i
	EEL to UNE-L Retermination, per 2 Wire Unbundled Voice Loop-															í
	SL2			UEA	UREEL		75.06	36.41								1
	EEL to UNE-L Retermination, per 4 Wire Unbundled Voice Loop			UEA	UREEL		75.06	36.41								1
	EEL to UNE-L Retermination, per 2 Wire ISDN Loop			UDN	UREEL		91.77	44.22								ī
	EEL to UNE-L Retermination, per 4 Wire Unbundled Digital Loop			UDL	UREEL		102.28	49.82								i
	EEL to UNE-L Retermination, per 4 Wire Unbundled DS1 Loop			USL	UREEL		130.47	40.11								1

40.11

1.28

18.93

130.47

1.28

18.93

U1TVX, U1TDX, UEA, UDL, U1TUC, U1TUD, U1TUB, ULDVX, ULDDX,

UNCVX, UNCDX,

U1TVX, U1TDX, UEA, UDL, U1TUC, U1TUD, U1TUB, ULDVX, ULDDX,

UNCVX, UNCDX,

UNC1X

UNC1X

UNC1X

1

1

URETD

URETB

OCOSR

UNBUNDLED NETWORK ELEMENTS - Tennessee

UNBUNDLED EXCHANGE ACCESS LOOP Rearrangements

ADDITIONAL NETWORK ELEMENTS Service Rearrangements

Rearrangement

NRC - Change in Facility Assignment per circuit Service

NRC - Change in Facility Assignment per circuit Project

Management (added to CFA per circuit if project managed) NRC - Order Coordination Specific Time - Dedicated Transport

CATEGORY