Amendment to the Agreement Between Momentum Business Solutions, Inc. and BellSouth Telecommunications, Inc. Dated June 12, 2002

Pursuant to this Amendment, (the "Amendment"), Momentum Business Solutions, Inc. (Momentum), 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 12, 2002, ("Agreement") to be effective thirty (30) calendar days after the date of the last signature executing the Amendment.

WHEREAS, BellSouth and Momentum entered into the Agreement on June 12,

2002, 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 add the following provision to Attachment 2, Section 4.3 and the associated rates as set forth in Exhibit 1 of this Amendment, attached hereto and incorporated herein by this reference.

4.3.1.1 Where Momentum utilizes portions of the BellSouth network in originating or terminating traffic, the Tandem Switching rates are applied in call scenarios where the Tandem Switching Network Element has been utilized. Because switch recordings cannot accurately indicate on a per call basis when the Tandem Switching Network Element has been utilized for an interoffice call originating from a UNE port and terminating to a BellSouth, Independent Company or Facility-Based CLEC office, BellSouth has developed, based upon call studies, a melded rate that takes into account the average percentage of calls that utilize Tandem Switching in these scenarios. BellSouth shall apply the melded Tandem Switching rate for every call in these scenarios. BellSouth shall utilize the melded Tandem Switching Rate until BellSouth has the capability to measure actual Tandem Switch usage in each call scenario specifically mentioned above, at which point the rate for the actual Tandem Switch usage shall apply. The UNE Call Flows set forth on BellSouth's website, as amended from time to time and incorporated herein by this reference, illustrate when the full or melded Tandem Switching rates apply for specific scenarios.

- 2. All of the other provisions of the Agreement, dated June 12, 2002, shall remain in full force and effect.
- 3. 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.

Signature Page

IN WITNE 3S WHEREOF, the Parties have executed this Agreement the day and year written bek w.

BellSoutl Telecommunications, Inc. By: 11e Name: Title: Date:

Momentum Business Solutions, Inc.

By: SPROV.

otvn Name: WAY-52NM E0 Title: EGP רז Date:

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[CCC\$ Amendment 2 of 11]

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		Tandem Switching Function Per MOU (Melded)					0.000040993										
		Tandem Trunk Port - Shared, Per MOU (Melded)					0.000086947										
		Melded Factor: 43.15% of the Tandem Rate															
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		Tandem Switching Function Per MOU (Melded)					0.000017904										
		Tandem Trunk Port - Shared, Per MOU (Melded)					0.00002868										
		Melded Factor: 18.42% of the Tandem Rate															
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OPERA	ATIONAL	SUPPORT SYSTEMS (OSS) - "REGIONAL RATES"															
	NOTE:	1) CLEC should contact its contract negotiator if it prefers t	he "state	e specif	ic" OSS charges as	ordered by t	he State Comm	issions. The (OSS charges o	urrently contai	ined in this rate	exhibit are	the BellSo	uth "regional	" service orde	ring charges	. CLEC may
	elect ei	ther the state specific Commission ordered rates for the service	ice orde	ering ch	arges, or CLEC may	elect the reg	gional service of	ordering charg	e, however, C	LEC can not of	otain a mixture	of the two	egardless i	f CLEC has a	interconnecti	on contract e	stablished in
	each of	the 9 states.															
	NOTE:	2) Any element that can be ordered electronically will be bi	lled acco	ording t	the SOMEC rate list	sted in this o	category. Pleas	se refer to Bell	South's Local	Ordering Hand	lbook (LOH) to	determine i	f a product	can be order	ed electronica	ally. For thos	e elements
	that car	nnot be ordered electronically at present per the LOH, the lis	ted SOM	IEC rate	e in this category ref	flects the cha	arge that would	be billed to a	CLEC once el	ectronic orderi	ng capabilities	come on-li	ne for that e	element. Oth	erwise, the ma	anual orderin	g charge,
		I, will be applied to a CLECs bill when it submits an LSR to			• •		0				•						
UNBUN	NDLED L	OCAL SWITCHING. PORT USAGE															
	Tanden	Switching (Port Usage) (Local or Access Tandem)															
		Tandem Switching Function Per MOU (Melded)					0.000035296										
		Tandem Trunk Port - Shared, Per MOU (Melded)					0.000073438										
		Melded Factor: 33.08% of the Tandem Rate															
				1													
											1						
											1						

Exhibit 1

UNB		D NETWORK ELEMENTS - Mississippi												Attach	ment: 2	Evhi	bit: A
OND												Svc Ordor	Sve Order			Incremental	
													Submitted		Charge -	Charge -	Charge -
CATE	CORV	RATE ELEMENTS	Interi	Zone	BCS	USOC			RATES (\$)			Elec				Manual Svc	
CATE	JUKI	RATE ELEMENTS	m	Zone	603	0300			KATES (\$)			per LSR	per LSR	Order vs.	Order vs.	Order vs.	Order vs.
														Electronic-	Electronic-	Electronic-	Electronic-
														1st	Add'l	Disc 1st	Disc Add'l
							Rec	Nonre	curring	Nonrecurrin	g Disconnect			OSS	Rates (\$)	·	
							Neu	First	Add'l	First	Add'l	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
	The "Z	one" shown in the sections for stand-alone loops or loops	as part of	a com	bination refers to G	eographically	/ Deaveraged U	NE Zones. To	view Geograp	hically Deaver	aged UNE Zon	e Designati	ons by Cent	ral Office, refe	er to internet	Website: http	://www.inte
0050		SUPPORT SYSTEMS (OSS) - "REGIONAL RATES"		1	1		-	1		-	-	-	-				
OPER	ATIONAL	SUPPORT STSTEMS (USS) - "REGIONAL RATES"															
	NOTE:	(1) CLEC should contact its contract negotiator if it prefers	the "state	e speci	fic" OSS charges as	ordered by t	he State Comm	issions. The	OSS charges c	currently conta	ined in this rat	e exhibit ar	e the BellSo	outh "regional	" service orde	ering charges	. CLE
		(2) Any element that can be ordered electronically will be a	billed acco	ording	to the SOMEC rate I	isted in this	category. Pleas	se refer to Bel	South's Local	Ordering Hand	book (LOH) to	determine	if a product	can be order	ed electronica	ally. For thos	e el
UNBU		OCAL SWITCHING, PORT USAGE															
	Tander	n Switching (Port Usage) (Local or Access Tandem)															
		Tandem Switching Function Per MOU (Melded)					0.000063441										
		Tandem Trunk Port - Shared, Per MOU (Melded)					0.000067307										
		Melded Factor: 36.82% of the Tandem Rate															

JNBUN	DLED	NETWORK ELEMENTS - North Carolina												Attach	ment: 2	Exhi	bit: A
	1		1									Svc Order	Svc Order	Incremental	Incremental	Incremental	Incremental
													Submitted		Charge -	Charge -	Charge -
CATEGO	DV	RATE ELEMENTS	Interi	Zone	BCS	USOC			RATES (\$)						Manual Svc		
AILOO		RATE ELEMENTS	m	20116	803	0300			κατ ε σ (φ)			per LSR	per LSR	Order vs.	Order vs.	Order vs.	Order vs.
														Electronic-	Electronic-	Electronic-	Electronic-
														1st	Add'l	Disc 1st	Disc Add'l
							Rec	Nonre	curring	Nonrecurrin	g Disconnect			OSS	Rates (\$)		
							Rec	First	Add'l	First	Add'l	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
Т	he "Zo	ne" shown in the sections for stand-alone loops or loops as	s part of	a comb	ination refers to G	eographically	Deaveraged U	NE Zones. To	view Geograp	hically Deaver	aged UNE Zon	e Designatio	ns by Cent	ral Office, refe	er to internet	Nebsite:	
h	ttp://wv	ww.interconnection.bellsouth.com/become a clec/html/inte	rconnec	tion.ht	m												
OPERAT	IONAL	SUPPORT SYSTEMS (OSS) - "REGIONAL RATES"															
N	IOTE: (1	I) CLEC should contact its contract negotiator if it prefers the	he "state	e specif	ic" OSS charges as	ordered by t	he State Comm	issions. The	OSS charges c	urrently contai	ined in this rat	e exhibit are	the BellSo	uth "regional	service orde	ring charges	CLEC may
		her the state specific Commission ordered rates for the serv															
		the 9 states.			a.goo, e. e110a	,	g.e	i acting cital g	o,, e.				oga alooo i				
		 Any element that can be ordered electronically will be bil 	lod acco	arding t	o the SOMEC rate I	icted in this (atogony Bloos	o rofor to Boll	South's Local	Ordoring Hand		dotormino i	f a product	can be order	od alactronics	lly For thes	o olomonte
		not be ordered electronically at present per the LOH, the list															
					e in this category re	meets the cha	arge mat would	be billed to a	CLEC Once en	ectronic orden	ng capabilities	s come on-ii		element. Oth	erwise, the ma	anual ordering	g charge,
		will be applied to a CLECs bill when it submits an LSR to E															
		3) OSS - Manual Service Order Charge, Per Element - UNE O	nly **Pl	ease se	e applicable rate el	ement for SO	MAN charge**										
		DCAL SWITCHING, PORT USAGE															
Т		Switching (Port Usage) (Local or Access Tandem)															
		Fandem Switching Function Per MOU (Melded)					0.00024618										
	٦	Fandem Trunk Port - Shared, Per MOU (Melded)					0.00012309										
	ľ	Melded Factor: 41.03% of the Tandem Rate															
			1							1	1	1			İ		
			-	-													1
Т																	

UNBUNDLED NETWORK ELEMENTS - South Carolina												Attach	ment: 2	Exhi	ibit: A
										Svc Order	Svc Order	Incremental	Incremental	Incremental	Incremental
											Submitted		Charge -	Charge -	Charge -
										Elec					Manual Svc
CATEGORY RATE ELEMENTS	Interi	Zone	BCS	USOC			RATES (\$)				-				
	m	20110	200	0000			πατεσ (ψ)			per LSR	per LSR	Order vs.		Order vs.	Order vs.
												Electronic-		Electronic-	
												1st	Add'l	Disc 1st	Disc Add'l
					Rec	Nonre	curring	Nonrecurrin	g Disconnect			OSS	Rates (\$)		
					Rec	First	Add'l	First	Add'l	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
The "Zone" shown in the sections for stand-alone loops or loop	s as part of	a com	bination refers to G	eographically	Deaveraged U	NE Zones. To	view Geograp	hically Deaver	aged UNE Zon	e Designatio	ons by Cent	ral Office, refe	er to internet	Website:	
http://www.interconnection.bellsouth.com/become a clec/html/					•		• •		•	•					
OPERATIONAL SUPPORT SYSTEMS (OSS) - "REGIONAL RATES"															1
NOTE: (1) CLEC should contact its contract negotiator if it prefe	s the "state	e specif	ic" OSS charges as	ordered by t	he State Comm	issions. The	OSS charges o	urrently conta	ined in this rat	e exhibit ar	the BellSo	uth "regional	" service orde	ring charges	CI FC may
elect either the state specific Commission ordered rates for the															
each of the 9 states.		sing ci	larges, or othe	y elect the reg	gional service c	ruening charg	e, nowever, o			or the two	regardiess i		interconnecti	on contract e	stabiisileu iii
				inter in this a	otonom. Diece	a safas ta Dall								lle. Fasthas	
NOTE: (2) Any element that can be ordered electronically will be															
that cannot be ordered electronically at present per the LOH, the			e in this category re	eflects the cha	arge that would	be billed to a	CLEC once el	ectronic order	ing capabilities	s come on-li	ne for that e	element. Oth	erwise, the ma	anual orderin	g charge,
SOMAN, will be applied to a CLECs bill when it submits an LSR	to BellSout	th.													
UNBUNDLED LOCAL SWITCHING, PORT USAGE															
End Office Switching (Port Usage)															
Tandem Switching (Port Usage) (Local or Access Tandem)															
Tandem Switching Function Per MOU (Melded)					0.00004951										
Tandem Trunk Port - Shared, Per MOU (Melded)					0.000086749										
Melded Factor: 30.30% of the Tandem Rate															
															1
		1								1					1
	- 1			1				1		1					1
		1							1	1					1
				+						1					┼────┦
								1		1					1

UNBUN	INDLED NETWORK ELEMENTS - Tennessee											Attach	ment: 2	Exhi	bit: A
										Svc Orde	Svc Order	Incremental	Incremental	Incremental	Incremental
										Submittee	Submitted	Charge -	Charge -	Charge -	Charge -
		Interi								Elec	Manually	Manual Svc	Manual Svc	Manual Svc	Manual Svc
CATEGO	GORY 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
Γ							Nonrecurring		Nonrecurring Discon	ect		OSS	Rates (\$)		
						Rec	First	Add'l	First Add	I SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
	The "Zone" shown in the sections for stand-alone loops or loops a				eographically	/ Deaveraged	JNE Zones. To	view Geograp	hically Deaveraged UN	Zone Designati	ons by Cent	ral Office, refe	er to internet	Website:	
	http://www.interconnection.bellsouth.com/become_a_clec/html/inter	erconne	ction.ht	m										•	
	TIONAL SUPPORT SYSTEMS (OSS) - "REGIONAL RATES"														
	NOTE: (1) CLEC should contact its contract negotiator if it prefers t														
e	elect either the state specific Commission ordered rates for the service	vice ord	ering ch	arges, or CLEC may	y elect the re	gional service	ordering charg	e, however, C	LEC can not obtain a m	xture of the two	regardless i	f CLEC has a	interconnect	ion contract e	stablished in
e	each of the 9 states.														
١	NOTE: (2) Any element that can be ordered electronically will be bi	lled acc	ording t	o the SOMEC rate li	isted in this (category. Plea	se refer to Bell	South's Local	Ordering Handbook (LC	H) to determine	if a product	can be order	ed electronica	ally. For thos	e elements
ť	that cannot be ordered electronically at present per the LOH, the list	sted SOM	IEC rate	e in this category re	flects the ch	arge that woul	d be billed to a	CLEC once el	ectronic ordering capal	ilities come on-	ine for that	element. Oth	erwise, the m	anual ordering	g charge,
5	SOMAN, will be applied to a CLECs bill when it submits an LSR to	BellSou	th.												
1	NOTE: (3) OSS - Manual Service Order Charge, Per Element - UNE C	Only **P	lease se	e applicable rate ele	ement for SC	MAN charge*'									
UNBUNE	NDLED LOCAL SWITCHING, PORT USAGE														
	Tandem Switching (Port Usage) (Local or Access Tandem)														
	Tandem Switching (Port Usage) (Local or Access Tandem) Tandem Switching Function Per MOU (Melded)					0.000380364									
						0.000380364									
	Tandem Switching Function Per MOU (Melded)					0.000380364									
	Tandem Switching Function Per MOU (Melded)					0.000380364									
	Tandem Switching Function Per MOU (Melded)					0.000380364									
	Tandem Switching Function Per MOU (Melded)					0.000380364									