

**Amendment to the Agreement
Between
CAT Communications International, Inc.
and
BellSouth Telecommunications, Inc.
Dated November 6, 2002**

Pursuant to this Amendment, (the "Amendment"), CAT Communications International, Inc. (CCI), and BellSouth Telecommunications, Inc. ("BellSouth"), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties dated November 6, 2002 ("Agreement") to be effective thirty (30) calendar days after the date of the last signature executing the Amendment.

WHEREAS, BellSouth and CCI entered into the Agreement on November 6, 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 delete the Regional rates for Operational Support Systems (OSS) in Exhibit E of Attachment 1 and replace with the State Specific Operational Support Systems (OSS) rates set forth in Exhibit 1 of this Amendment, attached hereto and incorporated herein by this reference.
2. The Parties agree to delete the Regional rates for Operational Support Systems (OSS) in Exhibit B of Attachment 2 and replace with the State Specific Operational Support Systems (OSS) rates set forth in Exhibit 2 of this Amendment, attached hereto and incorporated herein by this reference.
3. All of the other provisions of the Agreement, dated November 6, 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.

IN WITNESS WHEREOF, the Parties have caused this Amendment to be executed by their respective duly authorized representatives on the date indicated below.

BellSouth Telecommunications, Inc.

By: 

Name: Kristin E. Rowe

Title: Director

Date: 6/8/04

**CAT Communications International,
Inc. (CCI)**

By: 

Name: Stephen Athanason

Title: General Counsel

Date: 6/7/04

RESALE DISCOUNTS AND RATES - Alabama												Attachment: 1		Exhibit: E	
CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES (\$)	Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l			
						Rec	Nonrecurring		Nonrecurring Disconnect		OSS Rates(\$)				
							First	Add'l	First	Add'l	SOME C	SOMAN	SOMAN	SOMAN	SOMAN
OPERATIONS SUPPORT SYSTEMS (OSS) - "STATE SPECIFIC RATES"															
NOTE: (1) CLEC should contact its contract negotiator if it prefers the "regional" OSS charges as offered by BellSouth. The OSS charges currently contained in this rate exhibit are the PSC state ordered "state specific" service ordering charges. CLEC may elect the regional service ordering charge, however, CLEC can not obtain a mixture of the two regardless if CLEC has a interconnection contract established in each of the 9 states															
	OSS - <u>Electronic</u> Service Order Charge, Per Local Service Request (LSR) - Resale Only				SOME C		3.95	0.00	3.33	0.00					
	OSS - <u>Manual</u> Service Order Charge, Per Local Service Request (LSR) - Resale Only				SOMAN		18.82	0.00	18.82	0.00					

RESALE DISCOUNTS AND RATES - Florida												Attachment: 1		Exhibit: E				
CATEGORY	RATE ELEMENTS				Interim	Zone	BCS	USOC	RATES (\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l
								Rec	Nonrecurring		Nonrecurring Disconnect		OSS Rates(\$)					
									First	Add'l	First	Add'l	SOMECEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
OPERATIONS SUPPORT SYSTEMS (OSS) - "STATE SPECIFIC RATES"																		
NOTE: (1) CLEC should contact its contract negotiator if it prefers the "regional" OSS charges as offered by BellSouth. The OSS charges currently contained in this rate exhibit are the PSC state ordered "state specific" service ordering charges. CLEC may elect the regional service ordering charge, however, CLEC can not obtain a mixture of the two regardless if CLEC has a interconnection contract established in each of the 9 states																		
		OSS - <u>Electronic</u> Service Order Charge, Per Local Service Request (LSR) - Resale Only							SOMECEC		10.80	0.00	10.80	0.00				
		OSS - <u>Manual</u> Service Order Charge, Per Local Service Request (LSR) - Resale Only							SOMAN		22.00	0.00	22.00	0.00				

RESALE DISCOUNTS AND RATES - Georgia											Attachment: 1		Exhibit: E		
CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES (\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l
						Rec	Nonrecurring		Nonrecurring Disconnect		OSS Rates(\$)				
							First	Add'l	First	Add'l	SOMECH	SOMAN	SOMAN	SOMAN	SOMAN
APPLICABLE DISCOUNTS															
	Residence %					20.30									
	Business %					17.30									
	CSAs %					17.30									
OPERATIONS SUPPORT SYSTEMS (OSS) - "STATE SPECIFIC RATES"															
NOTE: (1) CLEC should contact its contract negotiator if it prefers the "regional" OSS charges as offered by BellSouth. The OSS charges currently contained in this rate exhibit are the PSC state ordered "state specific" service ordering charges. CLEC may elect the regional service ordering charge, however, CLEC can not obtain a mixture of the two regardless if CLEC has a interconnection contract established in each of the 9 states															
NOTE: (2) OSS - Electronic Service Order Charge, Per Local Service Request (LSR) - Resale Only = \$110.00 Per Each Additional 1000 Orders Per Month															
	OSS - <u>Electronic</u> Service Order Charge, Per Local Service Request (LSR) - Resale Only Per First 1000 Orders Per Month			SYS	SOMGA	550.00									
	Service Establishment Charge For OSS Interfaces (GA)			SYS	SYSLL		200.00	0.00	0.00	0.00					
	OSS - <u>Electronic</u> Service Order Charge, Per Local Service Request (LSR) - Resale Only				SOMECH		0.00	0.00	0.00	0.00					
	OSS - <u>Manual</u> Service Order Charge, Per Local Service Request (LSR) - Resale Only				SOMAN		21.99	0.00	21.99	0.00					
SELECTIVE CALL ROUTING USING LINE CLASS CODES (SCR-LCC)															
	Selective Routing Per Unique Line Class Code Per Request Per Switch						102.19	61.15	12.68	6.34					
ODUF/EODUF SERVICES															
OPTIONAL DAILY USAGE FILE (ODUF)															
	ODUF: Recording, per message					0.0000068									
	ODUF: Message Processing, per message					0.002167									
	ODUF: Message Processing, per Magnetic Tape provisioned					36.06									
	ODUF: Data Transmission (CONNECT:DIRECT), per message					0.00010856									
ENHANCED OPTIONAL DAILY USAGE FILE (EODUF)															
	EODUF: Message Processing, per message					0.227409									

RESALE DISCOUNTS AND RATES - Kentucky												Attachment: 1		Exhibit: E							
CATEGORY	RATE ELEMENTS					Interim	Zone	BCS	USOC	RATES (\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l		
									Rec	Nonrecurring		Nonrecurring Disconnect		OSS Rates(\$)							
										First	Add'l	First	Add'l	SOMEc	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN		
OPERATIONS SUPPORT SYSTEMS (OSS) - "STATE SPECIFIC RATES"																					
NOTE: (1) CLEC should contact its contract negotiator if it prefers the "regional" OSS charges as offered by BellSouth. The OSS charges currently contained in this rate exhibit are the PSC state ordered "state specific" service ordering charges. CLEC may elect the regional service ordering charge, however, CLEC can not obtain a mixture of the two regardless if CLEC has a interconnection contract established in each of the 9 states																					
		OSS - <u>Electronic</u> Service Order Charge, Per Local Service Request (LSR) - Resale Only								SOMEc		6.94	0.00	6.63	0.00						
		OSS - <u>Manual</u> Service Order Charge, Per Local Service Request (LSR) - Resale Only								SOMAN		9.44	0.00	9.44	0.00						

RESALE DISCOUNTS AND RATES - Louisiana												Attachment: 1		Exhibit: E						
CATEGORY	RATE ELEMENTS					Interim	Zone	BCS	USOC	RATES (\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l	
									Rec	Nonrecurring		Nonrecurring Disconnect		OSS Rates(\$)						
										First	Add'l	First	Add'l	SOMEc	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN	
OPERATIONS SUPPORT SYSTEMS (OSS) - "STATE SPECIFIC RATES"																				
NOTE: (1) CLEC should contact its contract negotiator if it prefers the "regional" OSS charges as offered by BellSouth. The OSS charges currently contained in this rate exhibit are the PSC state ordered "state specific" service ordering charges. CLEC may elect the regional service ordering charge, however, CLEC can not obtain a mixture of the two regardless if CLEC has a interconnection contract established in each of the 9 states																				
		OSS - <u>Electronic</u> Service Order Charge, Per Local Service Request (LSR) - Resale Only								SOMEc		2.28	0.00	2.28	0.00					
		OSS - <u>Manual</u> Service Order Charge, Per Local Service Request (LSR) - Resale Only								SOMAN		18.27	0.00	18.27	0.00					

RESALE DISCOUNTS AND RATES - Mississippi													Attachment: 1		Exhibit: E				
CATEGORY	RATE ELEMENTS					Interim	Zone	BCS	USOC	RATES (\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l
									Rec	Nonrecurring		Nonrecurring Disconnect		OSS Rates(\$)					
										First	Add'l	First	Add'l	SOME C	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
OPERATIONS SUPPORT SYSTEMS (OSS) - "STATE SPECIFIC RATES"																			
NOTE: (1) CLEC should contact its contract negotiator if it prefers the "regional" OSS charges as offered by BellSouth. The OSS charges currently contained in this rate exhibit are the PSC state ordered "state specific" service ordering charges. CLEC may elect the regional service ordering charge, however, CLEC can not obtain a mixture of the two regardless if CLEC has a interconnection contract established in each of the 9 states																			
		OSS - <u>Electronic</u> Service Order Charge, Per Local Service Request (LSR) - Resale Only								SOME C		3.80	0.00	3.19	0.00				
		OSS - <u>Manual</u> Service Order Charge, Per Local Service Request (LSR) - Resale Only								SOMAN		18.93	0.00	18.93	0.00				

RESALE DISCOUNTS AND RATES - North Carolina												Attachment: 1		Exhibit: E							
CATEGORY	RATE ELEMENTS					Interim	Zone	BCS	USOC	RATES (\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l		
									Rec	Nonrecurring		Nonrecurring Disconnect		OSS Rates(\$)							
										First	Add'l	First	Add'l	SOME C	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN		
OPERATIONS SUPPORT SYSTEMS (OSS) - "STATE SPECIFIC RATES"																					
	NOTE: (1) CLEC should contact its contract negotiator if it prefers the "regional" OSS charges as offered by BellSouth. CLEC may elect the regional service ordering charge, however, CLEC can not obtain a mixture of the two regardless if CLEC has a interconnection contract established in each of the 9 states																				
		OSS - <u>Electronic</u> Service Order Charge, Per Local Service Request (LSR) - Resale Only								SOME C		2.28	0.00	2.28	0.00						
		OSS - <u>Manual</u> Service Order Charge, Per Local Service Request (LSR) - Resale Only								SOMAN		18.27	0.00	18.27	0.00						

RESALE DISCOUNTS AND RATES - South Carolina												Attachment: 1		Exhibit: E						
CATEGORY	RATE ELEMENTS					Interim	Zone	BCS	USOC	RATES (\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l	
									Rec	Nonrecurring		Nonrecurring Disconnect		OSS Rates(\$)						
										First	Add'l	First	Add'l	SOMECEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN	
OPERATIONS SUPPORT SYSTEMS (OSS) - "STATE SPECIFIC RATES"																				
NOTE: (1) CLEC should contact its contract negotiator if it prefers the "regional" OSS charges as offered by BellSouth. The OSS charges currently contained in this rate exhibit are the PSC state ordered "state specific" service ordering charges. CLEC may elect the regional service ordering charge, however, CLEC can not obtain a mixture of the two regardless if CLEC has a interconnection contract established in each of the 9 states																				
		OSS - <u>Electronic</u> Service Order Charge, Per Local Service Request (LSR) - Resale Only								SOMECEC		4.03	0.00	3.41	0.00					
		OSS - <u>Manual</u> Service Order Charge, Per Local Service Request (LSR) - Resale Only								SOMAN		18.86	0.00	18.86	0.00					

RESALE DISCOUNTS AND RATES - Tennessee													Attachment: 1		Exhibit: E	
CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES (\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l	
						Rec	Nonrecurring First	Add'l	Nonrecurring Disconnect First							Add'l
												OSS Rates(\$)				
												SOME C	SOMAN	SOMAN	SOMAN	
OPERATIONS SUPPORT SYSTEMS (OSS) - "STATE SPECIFIC RATES"																
NOTE: (1) CLEC should contact its contract negotiator if it prefers the "regional" OSS charges as offered by BellSouth. The OSS charges currently contained in this rate exhibit are the PSC state ordered "state specific" service ordering charges. CLEC may elect the regional service ordering charge, however, CLEC can not obtain a mixture of the two regardless if CLEC has a interconnection contract established in each of the 9 states																
	OSS - <u>Electronic</u> Service Order Charge, Per Local Service Request (LSR) - Resale Only				SOME C		10.80	0.00	10.80	0.00						
	OSS - <u>Manual</u> Service Order Charge, Per Local Service Request (LSR) - Resale Only				SOMAN		22.00	0.00	22.00	0.00						

UNBUNDLED NETWORK ELEMENTS - Alabama											Attachment: 2		Exhibit: B			
CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES (\$)	Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l				
						Rec	Nonrecurring		Nonrecurring Disconnect		OSS Rates (\$)					
							First	Add'l	First	Add'l	SOMEc	SOMAN	SOMAN	SOMAN		
OPERATIONS SUPPORT SYSTEMS (OSS) - "STATE SPECIFIC RATES"																
NOTE: (1) CLEC should contact its contract negotiator if it prefers the "regional" OSS charges as offered by BellSouth. The OSS charges currently contained in this rate exhibit are the PSC state ordered "state specific" service ordering charges. CLEC may elect either the state specific Commission ordered rates for the service ordering charges, or CLEC may elect the regional service ordering charge, however, CLEC can not obtain a mixture of the two regardless if CLEC has a interconnection contract established in each of the 9 states.																
NOTE: (2) Any element that can be ordered electronically will be billed according to the SOMEc rate listed in this category. Please refer to BellSouth's Local Ordering Handbook (LOH) to determine if a product can be ordered electronically. For those elements that cannot be ordered electronically at present per the LOH, the listed SOMEc rate in this category reflects the charge that would be billed to a CLEC once electronic ordering capabilities come on-line for that element. Otherwise, the manual ordering charge, SOMAN, will be applied to a CLECs																
	OSS - Electronic Service Order Charge, Per Local Service Request (LSR) - UNE Only				SOMEc		5.83	0.00	3.72	0.00						
	OSS - Manual Service Order Charge, Per Local Service Request (LSR) - UNE Only				SOMAN		15.66	0.00	1.97	0.00						

UNBUNDLED NETWORK ELEMENTS - Florida													Attachment: 2		Exhibit: B	
CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES (\$)	Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l				
						Rec	Nonrecurring		Nonrecurring Disconnect		OSS Rates (\$)					
							First	Add'l	First	Add'l	SOMEc	SOMAN	SOMAN	SOMAN		
OPERATIONS SUPPORT SYSTEMS (OSS) - "STATE SPECIFIC RATES"																
NOTE: (1) CLEC should contact its contract negotiator if it prefers the "regional" OSS charges as offered by BellSouth. The OSS charges currently contained in this rate exhibit are the PSC state ordered "state specific" service ordering charges. CLEC may elect either the state specific Commission ordered rates for the service ordering charges, or CLEC may elect the regional service ordering charge, however, CLEC can not obtain a mixture of the two regardless if CLEC has a interconnection contract established in each of the 9 states.																
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	OSS - Electronic Service Order Charge, Per Local Service Request (LSR) - UNE Only				SOMEc		1.52	0.00	0.20	0.00						
	OSS - Manual Service Order Charge, Per Local Service Request (LSR) - UNE Only				SOMAN		11.90	0.00	1.83	0.00						

UNBUNDLED NETWORK ELEMENTS - Georgia												Attachment: 2		Exhibit: B			
CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES (\$)	Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l					
						Rec	Nonrecurring		Nonrecurring Disconnect		OSS Rates (\$)						
							First	Add'l	First	Add'l	SOMECE	SOMAN	SOMAN	SOMAN			
OPERATIONS SUPPORT SYSTEMS (OSS) - "STATE SPECIFIC RATES"																	
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NOTE: (2) Any element that can be ordered electronically will be billed according to the SOMECE rate listed in this category. Please refer to BellSouth's Local Ordering Handbook (LOH) to determine if a product can be ordered electronically. For those elements that cannot be ordered electronically at present per the LOH, the listed SOMECE rate in this category reflects the charge that would be billed to a CLEC once electronic ordering capabilities come on-line for that element. Otherwise, the manual ordering charge, SOMAN, will be applied to a CLECs																	
NOTE: (3) OSS - Electronic Service Order Charge, Per Local Service Request (LSR) - UNE Only = \$110.00 Per Each Additional 1000 Orders Per Month																	
	OSS - <u>Electronic</u> Service Order Charge, Per Local Service Request (LSR) - UNE Only Per First 1000 Orders Per Month			SSOSS	SOMGA	550.00											
	Service Establishment Charge For OSS Interfaces (GA)			SYS	SYSLL		200.00	0.00	0.00	0.00							
	OSS - <u>Electronic</u> Service Order Charge, Per Local Service Request (LSR) - UNE Only				SOMECE		0.00	0.00	0.00	0.00							
	OSS - <u>Manual</u> Service Order Charge, Per Local Service Request (LSR) - UNE Only				SOMAN		11.73	0.00	6.13	0.00							

UNBUNDLED NETWORK ELEMENTS - Kentucky													Attachment: 2		Exhibit: B	
CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES (\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l	
						Rec	Nonrecurring		Nonrecurring Disconnect		OSS Rates (\$)					
							First	Add'l	First	Add'l	SOMEc	SOMAN	SOMAN	SOMAN	SOMAN	
OPERATIONS SUPPORT SYSTEMS (OSS) - "STATE SPECIFIC RATES"																
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	OSS - Electronic Service Order Charge, Per Local Service Request (LSR) - UNE Only				SOMEc		7.88	0.00	6.82	0.00						
	OSS - <u>Manual</u> Service Order Charge, Per Local Service Request (LSR) - UNE Only				SOMAN		7.86	0.00	0.99	0.00						

UNBUNDLED NETWORK ELEMENTS - Louisiana													Attachment: 2		Exhibit: B	
CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES (\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l	
						Rec	Nonrecurring		Nonrecurring Disconnect		OSS Rates (\$)					
							First	Add'l	First	Add'l	SOMEc	SOMAN	SOMAN	SOMAN	SOMAN	
OPERATIONS SUPPORT SYSTEMS (OSS) - "STATE SPECIFIC RATES"																
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	OSS - <u>Electronic</u> Service Order Charge, Per Local Service Request (LSR) - UNE Only				SOMEc		2.98	0.00	2.98	0.00						
	OSS - <u>Manual</u> Service Order Charge, Per Local Service Request (LSR) - UNE Only				SOMAN		15.20	0.00	15.20	0.00						

UNBUNDLED NETWORK ELEMENTS - Mississippi													Attachment: 2		Exhibit: B				
CATEGORY	RATE ELEMENTS					Interim	Zone	BCS	USOC	RATES (\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l
	Rec		Nonrecurring		Nonrecurring Disconnect					OSS Rates (\$)									
										First	Add'l	First	Add'l	SOMEc	SOMAN	SOMAN	SOMAN	SOMAN	
OPERATIONS SUPPORT SYSTEMS (OSS) - "STATE SPECIFIC RATES"																			
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		OSS - <u>Electronic</u> Service Order Charge, Per Local Service Request (LSR) - UNE Only							SOMEc		5.70	0.00	3.57	0.00					
		OSS - <u>Manual</u> Service Order Charge, Per Local Service Request (LSR) - UNE Only							SOMAN		15.75	0.00	1.97	0.00					

UNBUNDLED NETWORK ELEMENTS - North Carolina											Attachment: 2		Exhibit: B		
CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES (\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l
						Rec	Nonrecurring		Nonrecurring Disconnect		OSS Rates (\$)				
							First	Add'l	First	Add'l	SOMEc	SOMAN	SOMAN	SOMAN	SOMAN
OPERATIONS SUPPORT SYSTEMS (OSS) - "STATE SPECIFIC RATES"															
NOTE: (1) CLEC should contact its contract negotiator if it prefers the "regional" OSS charges as offered by BellSouth. The OSS charges currently contained in this rate exhibit are the PSC state ordered "state specific" service ordering charges. CLEC may elect either the state specific Commission ordered rates for the service ordering charges, or CLEC may elect the regional service ordering charge, however, CLEC can not obtain a mixture of the two regardless if CLEC has a interconnection contract established in each of the 9 states.															
NOTE: (2) Any element that can be ordered electronically will be billed according to the SOMEc rate listed in this category. Please refer to BellSouth's Local Ordering Handbook (LOH) to determine if a product can be ordered electronically. For those elements that cannot be ordered electronically at present per the LOH, the listed SOMEc rate in this category reflects the charge that would be billed to a CLEC once electronic ordering capabilities come on-line for that element. Otherwise, the manual ordering charge, SOMAN, will be applied to a CLECs bill when it submits an LSR to BellSouth.															
	OSS - <u>Electronic</u> Service Order Charge, Per Local Service Request (LSR) - UNE Only				SOMEc		2.98	0.00	2.98	0.00					
	OSS - <u>Manual</u> Service Order Charge, Per Local Service Request (LSR) - UNE Only				SOMAN		15.20	0.00	15.20	0.00					

UNBUNDLED NETWORK ELEMENTS - South Carolina											Attachment: 2		Exhibit: B		
CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES (\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l
						Rec	Nonrecurring		Nonrecurring Disconnect						
							First	Add'l	First	Add'l	SOMEc	SOMAN	SOMAN	SOMAN	SOMAN
OPERATIONS SUPPORT SYSTEMS (OSS) - "STATE SPECIFIC RATES"															
NOTE: (1) CLEC should contact its contract negotiator if it prefers the "regional" OSS charges as offered by BellSouth. The OSS charges currently contained in this rate exhibit are the PSC state ordered "state specific" service ordering charges. CLEC may elect either the state specific Commission ordered rates for the service ordering charges, or CLEC may elect the regional service ordering charge, however, CLEC can not obtain a mixture of the two regardless if CLEC has a interconnection contract established in each of the 9 states.															
NOTE: (2) Any element that can be ordered electronically will be billed according to the SOMEc rate listed in this category. Please refer to BellSouth's Local Ordering Handbook (LOH) to determine if a product can be ordered electronically. For those elements that cannot be ordered electronically at present per the LOH, the listed SOMEc rate in this category reflects the charge that would be billed to a CLEC once electronic ordering capabilities come on-line for that element. Otherwise, the manual ordering charge, SOMAN, will be applied to a CLECs															
	OSS - <u>Electronic</u> Service Order Charge, Per Local Service Request (LSR) - UNE Only				SOMEc		5.92	0.00	3.80	0.00					
	OSS - <u>Manual</u> Service Order Charge, Per Local Service Request (LSR) - UNE Only				SOMAN		15.69	0.00	1.97	0.00					

UNBUNDLED NETWORK ELEMENTS - Tennessee												Attachment: 2		Exhibit: B	
CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES (\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l
						Rec	Nonrecurring First	Add'l	Nonrecurring Disconnect First						
												OSS Rates (\$)			
										SOMEc	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
OPERATIONS SUPPORT SYSTEMS (OSS) - "STATE SPECIFIC RATES"															
	NOTE: (1) CLEC should contact its contract negotiator if it prefers the "regional" OSS charges as offered by BellSouth. The OSS charges currently contained in this rate exhibit are the PSC state ordered "state specific" service ordering charges. CLEC may elect either the state specific Commission ordered rates for the service ordering charges, or CLEC may elect the regional service ordering charge, however, CLEC can not obtain a mixture of the two regardless if CLEC has a interconnection contract established in each of the 9 states.														
	NOTE: (2) Any element that can be ordered electronically will be billed according to the SOMEc rate listed in this category. Please refer to BellSouth's Local Ordering Handbook (LOH) to determine if a product can be ordered electronically. For those elements that cannot be ordered electronically at present per the LOH, the listed SOMEc rate in this category reflects the charge that would be billed to a CLEC once electronic ordering capabilities come on-line for that element. Otherwise, the manual ordering charge, SOMAN, will be applied to a CLECs														
	NOTE: (3) OSS - Manual Service Order Charge, Per Element - UNE Only **Please see applicable rate element for OSS charge														
	NOTE: (4) The actual state specific electronic OSS rate ordered by the Tennessee Regulatory Authority is \$0.00. Recovery of OSS interfaces is built into the recurring charges of the elements ordered.														
	OSS - <u>Electronic</u> Service Order Charge, Per Local Service Request (LSR) - UNE Only				SOMEc		0.00	0.00	0.00	0.00					
	OSS - <u>Manual</u> Service Order Charge, Per Element - UNE Only **Please see applicable rate element for OSS charge				SOMAN										