

**AMENDMENT
TO THE
AGREEMENT BETWEEN
LS-One, INC.
AND
BELLSOUTH TELECOMMUNICATIONS, INC.
DATED March 9, 2001**

Pursuant to this Amendment, (the "Amendment"), LS-One, Inc. ("LS-One"), and BellSouth Telecommunications, Inc. ("BellSouth"), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties dated March 9, 2001, ("Agreement").

WHEREAS, BellSouth and LS-One entered into the Agreement on March 9, 2001, 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 amend Attachment 2, by adding Paragraph 5.4.3 to Section 5.4 within Attachment 2 and the associated rates as Attachment 2, Exhibit D attached hereto and incorporated herein by reference as Exhibit 1:

5.4.3 4-Wire DS1 Loop with Channelization with Ports Unbundled Loop Port Combination consist of a 4-wire DS1 Digital Loop, a 4-Wire DS1 Loop channelization interface from the normal serving wire center (D4 Channel Bank), feature activation cards, and up to a 24 Exchange ports (2 wire voice grade exchange ports (PBX) or 2 wire DID trunk ports, unbundled end office switching, unbundled end office trunk port, common transport per mile per MOU, common transport facilities termination, tandem switching, and tandem trunk port.
2. All of the other provisions of the Agreement, dated March 9, 2001, shall remain in full force and effect.
3. BellSouth shall 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 hereto have caused this Amendment to be executed by their respective duly authorized representatives on the date indicated below.

LS-One, Inc.

By: Signature on File

Name: Wade Spooner

Title: President

Date: 8/21/2001

BellSouth Telecommunications, Inc.

By: Signature on File

Name: Greg Follensbee

Title: Senior Director

Date: 8/22/2001

Exhibit 1
Unbundled Network Elements
ALABAMA

CATEGORY	NOTES	UNBUNDLED NETWORK ELEMENT	Interim	Zone	BCS	USOC	RATES					OSS RATES						
							Rec	Nonrecurring		Nonrecurring		Sve Order Submitted Elec	Sve Order Submitted	Incremental Charge - Manual	Incremental Charge - Manual	Incremental Charge - Manual	Incremental Charge - Manual	
								First	Add'l	First								Add'l
							Rec	First	Add'l	First	Add'l	Source	SOMECA	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
LEGEND: CA=COMMISSION APPROVED; CE=COMMISSION EFFECTIVE; CF=COMPLIANCE FILED; CS=COST STUDY; F=FILED.																		
Geographically Deaveraged UNE Zones and applicable rates have been established for certain services, as shown in this Agreement. Where Geographically Deaveraged UNE Zones and applicable rates are established, Statewide rates are obsolete. Further, BellS																		
UNBUNDLED PORT/LOOP COMBINATIONS																		
UNBUNDLED PORT/LOOP COMBINATIONS - COST BASED RATES																		
Cost Based Rates are applied where BellSouth is required by FCC and/or State Commission rule to provide Unbundled Local Switching or Switch Ports.																		
Features shall apply to the Unbundled Port/Loop Combination - Cost Based Rate section in the same manner as they are applied to the Stand-Alone Unbundled Port section of this Rate Exhibit.																		
End Office and Tandem Switching Usage and Common Transport Usage rates in the Port section of this rate exhibit shall apply to all combinations of loop/port network elements except for UNE Coin Port/Loop Combinations.																		
For Georgia, the recurring UNE Port and Loop charges listed apply to Currently Combined and Not Currently Combined Combos and the first and additional Port nonrecurring charges apply to Not Currently Combined Combos. For Currently Combined Combos in GA and all other states, the nonrecurring charges shall be those identified in the Nonrecurring - Currently Combined sections.																		
4-WIRE DS1 DIGITAL LOOP WITH 4-WIRE DDITS TRUNK PORT																		
UNE Port/Loop Combination Rates																		
4W DS1 Digital Loop/4W DDITS Trunk Port - UNE Zone 1																		
4W DS1 Digital Loop/4W DDITS Trunk Port - UNE Zone 2																		
4W DS1 Digital Loop/4W DDITS Trunk Port - UNE Zone 3																		
UNE Loop Rates																		
4-Wire DS1 Digital Loop - UNE Zone 1																		
4-Wire DS1 Digital Loop - UNE Zone 2																		
4-Wire DS1 Digital Loop - UNE Zone 3																		
UNE Port Rate																		
4-Wire DDITS Digital Trunk Port																		
NONRECURRING CHARGES - CURRENTLY COMBINED																		
4-Wire DS1 Digital Loop / 4-Wire DDITS Trunk Port Combination - Switch-as-is																		
4-Wire DS1 Digital Loop / 4-Wire DDITS Trunk Port Combination - Conversion with DS1 Changes																		
4-Wire DS1 Digital Loop / 4-Wire DDITS Trunk Port Combination - Conversion with Change - Trunk																		
ADDITIONAL NRC's																		
4-Wire DS1 Loop / 4-Wire DDITS Trunk Port - NRC - Subsequent Channel Activation/Chan - 2-Way Trunk																		
4-Wire DS1 Loop / 4-Wire DDITS Trunk Port - Subsequent Channel Activation/Chan - 1-Way Outward Trunk																		
4-Wire DS1 Loop / 4-Wire DDITS Trunk Port - Subsqnt Channel Activation/Chan Inward Trunk w/out DID																		
4-Wire DS1 Loop / 4-Wire DDITS Trunk Port - Subsqnt Chan Activation Per Chan - Inward Trunk with DID																		
4-Wire DS1 Loop / 4-Wire DDITS Trunk Port - Subsqnt Chan Activation / Chan - 2-Way DID w User Trans																		
BIPOLAR 8 ZERO SUBSTITUTION																		
BSZS - Superframe Format																		
BSZS - Extended Superframe Format																		
Alternate Mark Inversion																		
AMI - Superframe Format																		
AMI - Extended SuperFrame Format																		
Telephone Number/Trunk Group Establishment Charges																		
Telephone Number for 2-Way Trunk Group																		
Telephone Number for 1-Way Outward Trunk Group																		
Telephone Number for 1-Way Inward Trunk Group Without DID																		
DID Numbers, Establish Trunk Group and Provide First Group of 20 DID Numbers																		
Additional DID Numbers for each Group of 20 DID Numbers																		
DID Numbers, Non- consecutive DID Numbers , Per Number																		
Dedicated DS1 (Interoffice Channel Mileage) - FX/FCO for 4-Wire DS1 Digital Loop with 4-Wire DDITS Trunk Port																		

Exhibit 1
Unbundled Network Elements
ALABAMA

		Interoffice Channel Mileage - Fixed rate 0-8 miles (Facilities Termination)			UEPDC	1LNO1	\$79.69	\$198.15	\$148.18	\$25.44	\$20.42		\$19.99					
		Interoffice Channel Mileage - Additional rate per mile - 0-8 miles			UEPDC	1LNOA	\$0.6920	\$0.00	\$0.00				\$19.99					
		Interoffice Channel Mileage - Fixed rate 9-25 miles (Facilities Termination)			UEPDC	1LNO2	\$0.00	\$0.0	\$0.0									
		Interoffice Channel Mileage - Additional rate per mile - 9-25 miles			UEPDC	1LNOB	\$0.6920	\$0.00	\$0.00									
		Interoffice Channel Mileage - Fixed rate 25+ miles (Facilities Termination)			UEPDC	1LNO3	\$0.00	\$0.00	\$0.00	\$0.00								
		Interoffice Channel Mileage - Additional rate per mile - 25+ miles			UEPDC	1LNOC	\$0.6920	\$0.00	\$0.00									
		Local Number Portability, per DSO Activated			UEPDC	LNPCP	\$3.15	\$0.00	\$0.00	\$0.00								
		Central Office Terminating Point			UEPDC	CTG	\$0.00											
		4-WIRE DS1 LOOP WITH CHANNELIZATION WITH PORT																
		System is 1 DS1 Loop, 1 D4 Channel Bank, and up to 24 Feature Activations																
		Each System can have up to 24 combinations of rates depending on type and number of ports used																
		UNE DS1 Loop																
		4-Wire DS1 Loop - UNE Zone 1			UEPMG	USLDC	\$51.74	\$0.00	\$0.00				\$19.99					
		4-Wire DS1 Loop - UNE Zone 2			UEPMG	USLDC	\$84.05	\$0.00	\$0.00				\$19.99					
		4-Wire DS1 Loop - UNE Zone 3			UEPMG	USLDC	\$152.29	\$0.00	\$0.00				\$19.99					
		UNE DSO Channelization Capacities (D4 Channel Bank Configurations)																
		24 DSO Channel Capacity - 1 per DS1			UEPMG	VUM24	\$115.89	\$0.00	\$0.00				\$19.99					
		48 DSO Channel Capacity - 1 per 2 DS1s			UEPMG	VUM48	\$231.78	\$0.00	\$0.00				\$19.99					
		96 DSO Channel Capacity -1per 4 DS1s			UEPMG	VUM96	\$463.56	\$0.00	\$0.00				\$19.99					
		144 DSO Channel Capacity - 1 per 6 DS1s			UEPMG	VUM144	\$695.34	\$0.00	\$0.00				\$19.99					
		192 DSO Channel Capacity -1 per 8 DS1s			UEPMG	VUM192	\$980.00	\$0.00	\$0.00				\$19.99					
		240 DSO Channel Capacity - 1 per 10 DS1s			UEPMG	VUM240	\$1,158.90	\$0.00	\$0.00				\$19.99					
		288 DSO Channel Capacity - 1 per 12 DS1s			UEPMG	VUM288	\$1,390.68	\$0.00	\$0.00				\$19.99					
		384 DSO Channel Capacity - 1 per 16 DS1s			UEPMG	VUM384	\$1,854.24	\$0.00	\$0.00				\$19.99					
		480 DSO Channel Capacity - 1 per 20 DS1s			UEPMB	VUM480	\$2,317.80	\$0.00	\$0.00				\$19.99					
		576 DSO Channel Capacity -1 per 24 DS1s			UEPMG	VUM576	\$2,781.36	\$0.00	\$0.00				\$19.99					
		672 DSO Channel Capacity - 1 per 28 DS1s			UEPMG	VUM672	\$3,244.92	\$0.00	\$0.00				\$19.99					
		Non-Recurring Charges (NRC) Associated with 4-Wire DS1 Loop with Channelization with Port - Conversion Charge Based on a System																
		A Minimum System configuration is One (1) DS1, One (1) D4 Channel Bank, and Up To 24 DSO Ports with Feature Activations.																
		Multiples of this configuration functioning as one are considered Add'l after the minimum system configuration is counted.																
		NRC Conversion (Currently Combined) without Changes (Switch-as-is)			UEPMG	USAC4	\$0.00	\$300.95	\$16.72				\$19.99					
		NRC Conversion (Currently Combined) with BellSouth Allowed Changes			UEPMG	USAC4	\$0.00	\$300.95	\$16.72				\$19.99					
		System Additions at End User Locations Where 4-Wire DS1 Loop with Channelization with Port Combination Currently Exists																
		Also New (locations where Not Currently Combined) In Georgia Only																
		NRC for 1 DS1/D4 Channel Bank - Add NRC for each Port and Assoc Feature Activation			UEPMG	VUMD4	\$0.00	\$716.11	\$468.04	\$148.75	\$17.65		\$19.99					
		Bipolar 8 Zero Substitution																
		Clear Channel Capability Format, superframe - Subsequent Activity Only			UEPMG	CCOSF	\$0.00	\$0.00	\$600.00									
		Clear Channel Capability Format - Extended Superframe - Subsequent Activity Only			UEPMG	CCOEF	\$0.00	\$0.00	\$600.00									
		Alternate Mark Inversion (AMI)																
		Superframe Format			UEPMG	MCOSF	\$0.00	\$0.00	\$0.00									
		Extended Superframe Format			UEPMG	MCOPO	\$0.00	\$0.00	\$0.00									
		Exchange Ports Associated with 4-Wire DS1 Loop with Channelization with Port																
		Exchange Ports																
		Line Side Combination PBX Trunk Port - Business			UEPPX	UEPCX	\$1.58	\$0.00	\$0.00	\$0.00	\$0.00		\$19.99					
		Line Side Outward PBX Trunk Port - Business			UEPPX	UEPOX	\$1.58	\$0.00	\$0.00	\$0.00	\$0.00		\$19.99					

Exhibit 1
Unbundled Network Elements
ALABAMA

		Line Side Inward Only PBX Trunk Port without DID			UEPPX	UEP1X	\$1.58	\$0.00	\$0.00	\$0.00	\$0.00			\$19.99					
		Trunk Side Unbundled DID Trunk Port			UEPPX	UEPDM	\$9.20	\$0.00	\$0.00	\$0.00	\$0.00			\$19.99					
		Feature Activations - Unbundled Loop Concentration																	
		Feature (Service) Activation for each Line Side Port Terminated in D4 Bank			UEPPX	1PQWM	\$0.64	\$25.39	\$13.41	\$4.19	\$4.16			\$19.99					
		Feature (Service) Activation for each Trunk Side Port Terminated in D4 Bank			UEPPX	1PQWU	\$0.64	\$78.13	\$18.42	\$59.24	\$11.58			\$19.99					
		Telephone Number/ Group Establishment Charges for DID Service																	
		DID Trunk Termination (1 per Port)			UEPPX	NDT	\$0.00												
		Estab Trk Grp and Provide 1st 20 DID Nos. (FL,GA, NC,& SC)			UEPPX	NDZ	\$0.00	\$0.00	\$0.00					\$19.99					
		DID Numbers - groups of 20 - Valid all States			UEPPX	ND4													
		Non-Consecutive DID Numbers - per number			UEPPX	ND5	\$0.00	\$0.00	\$0.00					\$19.99					
		Reserve Non-Consecutive DID Numbers			UEPPX	ND6	\$0.00	\$0.00	\$0.00										
		Reserve DID Numbers			UEPPX	NDV	\$0.00	\$0.00	\$0.00										
		Local Number Portability																	
		Local Number Portability - 1 per port			UEPPX	LNPCP	\$3.15	\$0.00	\$0.00										
														\$19.99					

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Exhibit 1
Unbundled Network Elements
FLORIDA

		Line Side Inward Only PBX Trunk Port without DID			UEPPX	UEPIX	\$1.62	\$0.00	\$0.00	\$0.00	\$0.00			\$19.99					
		Trunk Side Unbundled DID Trunk Port			UEPPX	UEPDM	\$9.38	\$0.00	\$0.00	\$0.00	\$0.00			\$19.99					
		Feature Activations - Unbundled Loop Concentration																	
		Feature (Service) Activation for each Line Side Port Terminated in D4 Bank			UEPPX	JPQWM	\$0.67	\$25.40	\$13.41	\$3.96	\$3.93			\$19.99					
		Feature (Service) Activation for each Trunk Side Port Terminated in D4 Bank			UEPPX	JPQWU	\$0.67	\$78.16	\$18.42	\$56.03	\$10.95			\$19.99					
		Telephone Number/ Group Establishment Charges for DID Service																	
		DID Trunk Termination (1 per Port)			UEPPX	NDT	\$0.00												
		Estab Trk Grp and Provide 1st 20 DID Nos. (FL,GA, NC,& SC)			UEPPX	NDZ	\$0.00	\$0.00	\$0.00					\$19.99					
		DID Numbers - groups of 20 - Valid all States			UEPPX	ND4													
		Non-Consecutive DID Numbers - per number			UEPPX	ND5	\$0.00	\$0.00	\$0.00					\$19.99					
		Reserve Non-Consecutive DID Numbers			UEPPX	ND6	\$0.00	\$0.00	\$0.00										
		Reserve DID Numbers			UEPPX	NDV	\$0.00	\$0.00	\$0.00										
		Local Number Portability																	
		Local Number Portability - 1 per port			UEPPX	LNPCP	\$3.15	\$0.00	\$0.00										
		FEATURES - Vertical and Optional																	
														\$19.99					

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Exhibit 1
Unbundled Network Elements
GEORGIA

	AMI - Extended SuperFrame Format			UEPDC	MCOP0		\$0.00	\$0.00										
	Telephone Number/Trunk Group Establishment Charges																	
	Telephone Number for 2-Way Trunk Group			UEPDC	UDTGX	\$0.00												
	Telephone Number for 1-Way Outward Trunk Group			UEPDC	UDTGY	\$0.00											\$19.99	
	Telephone Number for 1-Way Inward Trunk Group Without DID			UEPDC	UDTGZ	\$0.00											\$19.99	
	DID Numbers, Establish Trunk Group and Provide First Group of 20 DID Numbers			UEPDC	NDZ	\$0.00											\$19.99	
	Additional DID Numbers for each Group of 20 DID Numbers			UEPDC	ND4	\$0.00											\$19.99	
	DID Numbers, Non- consecutive DID Numbers , Per Number			UEPDC	ND5	\$0.00											\$19.99	
	Dedicated DS1 (Interoffice Channel Mileage) - FX/FCO for 4-Wire DS1 Digital Loop with 4-Wire DDITS Trunk Port																	
	Interoffice Channel Mileage - Fixed rate 0-8 miles (Facilities Termination)			UEPDC	1LNO1	\$63.39	\$147.07	\$111.75				CF					\$19.99	
	Interoffice Channel Mileage - Additional rate per mile - 0-8 miles			UEPDC	1LNOA	\$0.3068	\$0.00	\$0.00									\$19.99	
	Interoffice Channel Mileage - Fixed rate 9-25 miles (Facilities Termination)			UEPDC	1LNO2	\$0.0000	\$0.00	\$0.00										
	Interoffice Channel Mileage - Additional rate per mile - 9-25 miles			UEPDC	1LNOB	\$0.3068	\$0.00	\$0.00										
	Interoffice Channel Mileage - Fixed rate 25+ miles (Facilities Termination)			UEPDC	1LNO3	\$0.00	\$0.00	\$0.00	\$0.00									
	Interoffice Channel Mileage - Additional rate per mile - 25+ miles			UEPDC	1LNOC	\$0.3068	\$0.00	\$0.00										
	Local Number Portability, per DS0 Activated			UEPDC	LNPCP	\$3.15	\$0.00	\$0.00	\$0.00			CA						
	Central Office Terminating Point			UEPDC	CTG	\$0.00												
	4-WIRE DS1 LOOP WITH CHANNELIZATION WITH PORT																	
	System is 1 DS1 Loop, 1 D4 Channel Bank, and up to 24 Feature Activations																	
	Each System can have up to 24 combinations of rates depending on type and number of ports used																	
	UNE DS1 Loop																	
	4-Wire DS1 Loop - UNE Zone 1			UEPMG	USLDC	\$55.53	\$0.00	\$0.00									\$19.99	
	4-Wire DS1 Loop - UNE Zone 2			UEPMG	USLDC	\$64.13	\$0.00	\$0.00									\$19.99	
	4-Wire DS1 Loop - UNE Zone 3			UEPMG	USLDC	\$101.93	\$0.00	\$0.00									\$19.99	
	UNE DSO Channelization Capacities (D4 Channel Bank Configurations)																	
	24 DSO Channel Capacity - 1 per DS1			UEPMG	VUM24	\$102.64	\$0.00	\$0.00									\$19.99	
	48 DSO Channel Capacity - 1 per 2 DS1s			UEPMG	VUM48	\$205.28	\$0.00	\$0.00									\$19.99	
	96 DSO Channel Capacity - 1per 4 DS1s			UEPMG	VUM96	\$410.56	\$0.00	\$0.00									\$19.99	
	144 DSO Channel Capacity - 1 per 6 DS1s			UEPMG	VUM14	\$615.84	\$0.00	\$0.00									\$19.99	
	192 DSO Channel Capacity -1 per 8 DS1s			UEPMG	VUM19	\$821.12	\$0.00	\$0.00									\$19.99	
	240 DSO Channel Capacity - 1 per 10 DS1s			UEPMG	VUM20	\$1,026.40	\$0.00	\$0.00									\$19.99	
	288 DSO Channel Capacity - 1 per 12 DS1s			UEPMG	VUM28	\$1,231.68	\$0.00	\$0.00									\$19.99	
	384 DSO Channel Capacity - 1 per 16 DS1s			UEPMG	VUM38	\$1,642.24	\$0.00	\$0.00									\$19.99	
	480 DSO Channel Capacity - 1 per 20 DS1s			UEPMB	VUM40	\$2,052.80	\$0.00	\$0.00									\$19.99	
	576 DSO Channel Capacity -1 per 24 DS1s			UEPMG	VUM57	\$2,463.36	\$0.00	\$0.00									\$19.99	
	672 DSO Channel Capacity - 1 per 28 DS1s			UEPMG	VUM67	\$2,873.92	\$0.00	\$0.00									\$19.99	
	Non-Recurring Charges (NRC) Associated with 4-Wire DS1 Loop with Channelization with Port - Conversion Charge Based on a System																	
	A Minimum System configuration is One (1) DS1, One (1) D4 Channel Bank, and Up To 24 DSO Ports with Feature Activations.																	
	Multiples of this configuration functioning as one are considered Add'l after the minimum system configuration is counted.																	
	NRC Conversion (Currently Combined) without Changes (Switch-as-is)			UEPMG	USAC4	\$0.00	\$328.35	\$16.52									\$19.99	
	NRC Conversion (Currently Combined) with BellSouth Allowed Changes			UEPMG	USAC4	\$0.00	\$328.35	\$16.52									\$19.99	
	System Additions at End User Locations Where 4-Wire DS1 Loop with Channelization with Port Combination Currently Exists																	
	Also New (locations where Not Currently Combined) In Georgia Only																	
	NRC for 1 DS1/D4 Channel Bank - Add NRC for each Port and Assoc Feature Activation			UEPMG	VUMD4	\$0.00	\$738.61	\$462.53	\$144.05	\$17.09							\$19.99	
	Bipolar 8 Zero Substitution																	

Exhibit 1
Unbundled Network Elements
GEORGIA

		Clear Channel Capability Format, superframe - Subsequent Activity Only			UEPMG	CCOSF	\$0.00	\$0.00	\$600.00									
		Clear Channel Capability Format - Extended Superframe - Subsequent Activity Only			UEPMG	CCOEF	\$0.00	\$0.00	\$600.00									
		Alternate Mark Inversion (AMI)																
		Superframe Format			UEPMG	MCOSF	\$0.00	\$0.00	\$0.00									
		Extended Superframe Format			UEPMG	MCOPO	\$0.00	\$0.00	\$0.00									
		Exchange Ports Associated with 4-Wire DS1 Loop with Channelization with Port																
		Exchange Ports																
		Line Side Combination PBX Trunk Port - Business			UEPPX	UEPCX	\$1.79	\$0.00	\$0.00	\$0.00	\$0.00							\$19.99
		Line Side Outward PBX Trunk Port - Business			UEPPX	UEPOX	\$1.79	\$0.00	\$0.00	\$0.00	\$0.00							\$19.99
		Line Side Inward Only PBX Trunk Port without DID			UEPPX	UEP1X	\$1.79	\$0.00	\$0.00	\$0.00	\$0.00							\$19.99
		Trunk Side Unbundled DID Trunk Port			UEPPX	UEPDM	\$11.35	\$0.00	\$0.00	\$0.00	\$0.00							\$19.99
		Feature Activations - Unbundled Loop Concentration																
		Feature (Service) Activation for each Line Side Port Terminated in D4 Bank			UEPPX	1PQWM	\$0.62	\$25.09	\$13.25	\$3.99	\$3.97							\$19.99
		Feature (Service) Activation for each Trunk Side Port Terminated in D4 Bank			UEPPX	1PQWU	\$0.62	\$77.21	\$18.20	\$56.49	\$11.04							\$19.99
		Telephone Number/ Group Establishment Charges for DID Service																
		DID Trunk Termination (1 per Port)			UEPPX	NDT	\$0.00											
		Estab Trk Grp and Provide 1st 20 DID Nos. (FL,GA, NC,& SC)			UEPPX	NDZ	\$0.00	\$0.00	\$0.00									\$19.99
		DID Numbers - groups of 20 - Valid all States			UEPPX	ND4												
		Non-Consecutive DID Numbers - per number			UEPPX	ND5	\$0.00	\$0.00	\$0.00									\$19.99
		Reserve Non-Consecutive DID Numbers			UEPPX	ND6	\$0.00	\$0.00	\$0.00									
		Reserve DID Numbers			UEPPX	NDV	\$0.00	\$0.00	\$0.00									
		Local Number Portability																
		Local Number Portability - 1 per port			UEPPX	LNPCP	\$3.15	\$0.00	\$0.00									
		FEATURES - Vertical and Optional																
																		\$19.99

Exhibit 1
Unbundled Network Elements
KENTUCKY

COST ID	CATEGORY	NOTES	UNBUNDLED NETWORK ELEMENT	Interim	Zone	BCS	USOC	RATES				Svc Order Submitted Elec	Svc Order Submitted	OSS RATES						
								Nonrecurring		Nonrecurring				Source	SOMEK	SOMAN	SOMAN	SOMAN	SOMAN	
								First	Add'l	First	Add'l									
								Rec	First	Add'l	Disconnect	First	Add'l	Source	SOMEK	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
LEGEND: CA=COMMISSION APPROVED; CE=COMMISSION EFFECTIVE; CF=COMPLIANCE FILED; CS=COST STUDY; F=FILED.																				
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4-WIRE DS1 DIGITAL LOOP WITH 4-WIRE DDITS TRUNK PORT																				
UNE Port/Loop Combination Rates																				
P.15.1			4W DS1 Digital Loop/4W DDITS Trunk Port - UNE Zone 1		1	UEPDC		\$133.54							\$19.99					
P.15.1			4W DS1 Digital Loop/4W DDITS Trunk Port - UNE Zone 2		2	UEPDC		\$177.34												
P.15.1			4W DS1 Digital Loop/4W DDITS Trunk Port - UNE Zone 3		3	UEPDC		\$245.62							\$19.99					
UNE Loop Rates																				
P.15-A.9.1			4-Wire DS1 Digital Loop - UNE Zone 1		1	UEPDC	USLDC	\$50.26	\$849.80	\$523.27					\$19.99					
P.15-A.9.1			4-Wire DS1 Digital Loop - UNE Zone 2		2	UEPDC	USLDC	\$94.06	\$849.80	\$523.27					\$19.99					
P.15-A.9.1			4-Wire DS1 Digital Loop - UNE Zone 3		3	UEPDC	USLDC	\$162.34	\$849.80	\$523.27					\$19.99					
UNE Port Rate																				
P.15-B.1.4			4-Wire DDITS Digital Trunk Port			UEPDC	UDD1T	\$83.28	\$404.18	\$191.44	\$144.77	\$4.90			\$19.99					
NONRECURRING CHARGES - CURRENTLY COMBINED																				
P15.3			4-Wire DS1 Digital Loop / 4-Wire DDITS Trunk Port Combination - Switch-as-is			UEPDC	USAC4		\$261.15	\$134.08					\$19.99					
P.15.3			4-Wire DS1 Digital Loop / 4-Wire DDITS Trunk Port Combination - Conversion with DS1 Changes			UEPDC	USAWA		\$261.15	\$134.08					\$19.99					
P.15.3			4-Wire DS1 Digital Loop / 4-Wire DDITS Trunk Port Combination - Conversion with Change - Trunk			UEPDC	USAWB		\$261.15	\$134.08					\$19.99					
ADDITIONAL NRCs																				
P.15.5			4-Wire DS1 Loop / 4-Wire DDITS Trunk Port - NRC - Subsequent Channel Activation/Chan - 2-Way Trunk			UEPDC	UDTTA		\$28.96	\$28.96					\$19.99					
P.15.5			4-Wire DS1 Loop / 4-Wire DDITS Trunk Port - Subsequent Channel Activation/Chan - 1-Way Outward Trunk			UEPDC	UDTTB		\$28.96	\$28.96					\$19.99					
			4-Wire DS1 Loop / 4-Wire DDITS Trunk Port - Subsqnt Channel Activation/Chan Inward Trunk w/out DID			UEPDC	UDTTC		\$28.96	\$28.96					\$19.99					
			4-Wire DS1 Loop / 4-Wire DDITS Trunk Port - Subsqnt Chan Activation Per Chan - Inward Trunk with DID			UEPDC	UDTTD		\$28.96	\$28.96										
P15.5			4-Wire DS1 Loop / 4-Wire DDITS Trunk Port - Subsqnt Chan Activation / Chan - 2-Way DID w User Trans			UEPDC	UDTTE		\$28.96	\$28.96					\$19.99					
BIPOLAR 8 ZERO SUBSTITUTION																				
			BRZS - Superframe Format			UEPDC	CCOSF		\$0.0	\$730.00					\$19.99					
			BRZS - Extended Superframe Format			UEPDC	CCOEF		\$0.0	\$730.00					\$19.99					
Alternate Mark Inversion																				
			AMI - Superframe Format			UEPDC	MCOSF		\$0.00	\$0.00										
			AMI - Extended SuperFrame Format			UEPDC	MCOPO		\$0.00	\$0.00										
Telephone Number/Trunk Group Establishment Charges																				
			Telephone Number for 2-Way Trunk Group			UEPDC	UDTGX	\$0.00												
			Telephone Number for 1-Way Outward Trunk Group			UEPDC	UDTGY	\$0.00							\$19.99					
			Telephone Number for 1-Way Inward Trunk Group Without DID			UEPDC	UDTGZ	\$0.00							\$19.99					
			DID Numbers, Establish Trunk Group and Provide First Group of 20 DID Numbers			UEPDC	NDZ	\$0.00							\$19.99					
			Additional DID Numbers for each Group of 20 DID Numbers			UEPDC	ND4	\$0.00							\$19.99					
			DID Numbers, Non- consecutive DID Numbers , Per Number			UEPDC	ND5	\$0.00							\$19.99					
Dedicated DS1 (Interoffice Channel Mileage) - FX/CO for 4-Wire DS1 Digital Loop with 4-Wire DDITS Trunk Port																				

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Exhibit 1
Unbundled Network Elements
KENTUCKY

			Line Side Outward PBX Trunk Port - Business			UEPPX	UEPOX	\$1.66	\$0.00	\$0.00	\$0.00	\$0.00			\$19.99					
			Line Side Inward Only PBX Trunk Port without DID			UEPPX	UEPIX	\$1.66	\$0.00	\$0.00	\$0.00	\$0.00			\$19.99					
			Trunk Side Unbundled DID Trunk Port			UEPPX	UEPDM	\$10.97	\$0.00	\$0.00	\$0.00	\$0.00			\$19.99					
			Feature Activations - Unbundled Loop Concentration																	
			Feature (Service) Activation for each Line Side Port Terminated in D4 Bank			UEPPX	IPQWM	\$0.77	\$25.40	\$13.41	\$4.17	\$4.15			\$19.99					
			Feature (Service) Activation for each Trunk Side Port Terminated in D4 Bank			UEPPX	IPQWU	\$0.77	\$78.15	\$19.68	\$59.05	\$11.54			\$19.99					
			Telephone Number/ Group Establishment Charges for DID Service																	
			DID Trunk Termination (1 per Port)			UEPPX	NDT	\$0.00												
			Estab Trk Grp and Provide 1st 20 DID Nos. (FL,GA, NC,& SC)			UEPPX	NDZ	\$0.00	\$0.00	\$0.00					\$19.99					
			DID Numbers - groups of 20 - Valid all States			UEPPX	ND4													
			Non-Consecutive DID Numbers - per number			UEPPX	ND5	\$0.00	\$0.00	\$0.00					\$19.99					
			Reserve Non-Consecutive DID Numbers			UEPPX	ND6	\$0.00	\$0.00	\$0.00										
			Reserve DID Numbers			UEPPX	NDV	\$0.00	\$0.00	\$0.00										
			Local Number Portability																	
			Local Number Portability - 1 per port			UEPPX	LNPCP	\$3.15	\$0.00	\$0.00										
			FEATURES - Vertical and Optional																	
															\$19.99					

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CATEGORY	NOTES	UNBUNDLED NETWORK ELEMENT	Filt	Interim	Zone	BCS	USOC		RATES					OSS RATES						
														Svc Order Submitted Elec	Svc Order Submitted	Incremental Charge - Manual	Incremental Charge - Manual	Incremental Charge -	Incremental Charge -	
									Nonrecurring		Nonrecurring									
COST ID								Rec	First	Add'l	First	Add'l	Source	SOMECD	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
									LEGEND: CA=COMMISSION APPROVED; CE=COMMISSION EFFECTIVE; CF=COMPLIANCE FILED; CS=COST STUDY; F=FILED.											
Geographically Deaveraged UNE Zones and applicable rates have been established for certain services, as shown in this Agreement . Where Geographically Deaveraged UNE Zones and applicable rates are established, Statewide rates are obsolete. Further, Bell																				
UNBUNDLED PORT/LOOP COMBINATIONS																				
UNBUNDLED PORT/LOOP COMBINATIONS - COST BASED RATES																				
Cost Based Rates are applied where BellSouth is required by FCC and/or State Commission rule to provide Unbundled Local Switching or Switch Ports.																				
Features shall apply to the Unbundled Port/Loop Combination - Cost Based Rate section in the same manner as they are applied to the Stand-Alone Unbundled Port section of this Rate Exhibit.																				
End Office and Tandem Switching Usage and Common Transport Usage rates in the Port section of this rate exhibit shall apply to all combinations of loop/port network elements except for UNE Coin Port/Loop Combinations.																				
For Georgia, the recurring UNE Port and Loop charges listed apply to Currently Combined and Not Currently Combined Combos and the first and additional Port nonrecurring charges apply to Not Currently Combined Combos. For Currently Combined Combos in GA and all other states, the nonrecurring charges shall be those identified in the Nonrecurring - Currently Combined																				
4-WIRE DS1 DIGITAL LOOP WITH 4-WIRE DDITS TRUNK PORT																				
UNE Port/Loop Combination Rates																				
P.15.1		4W DS1 Digital Loop/4W DDITS Trunk Port - UNE Zone 1			1	UEPDC		\$123.95					CA							
P.15.1		4W DS1 Digital Loop/4W DDITS Trunk Port - UNE Zone 2			2	UEPDC		\$140.54					CA	\$19.99						
P.15.1		4W DS1 Digital Loop/4W DDITS Trunk Port - UNE Zone 3			3	UEPDC		\$169.54					CA	\$19.99						
P.15.1		4W DS1 Digital Loop/4W DDITS Trunk Port - UNE Zone 4			4	UEPDC		\$200.43						\$19.99						
UNE Loop Rates																				
P.15-A.9.1		4-Wire DS1 Digital Loop - UNE Zone 1			1	UEPDC	USLDC	\$50.99	\$599.09	\$373.90	\$133.53	\$56.25	CA	\$19.99						
P.15-A.9.1		4-Wire DS1 Digital Loop - UNE Zone 2			2	UEPDC	USLDC	\$67.58	\$599.09	\$373.90	\$133.53	\$56.25	CA	\$19.99						
P.15-A.9.1		4-Wire DS1 Digital Loop - UNE Zone 3			3	UEPDC	USLDC	\$96.58	\$599.09	\$373.90	\$133.53	\$56.25	CA	\$19.99						
P.15-A.9.1		4-Wire DS1 Digital Loop - UNE Zone 4			4	UEPDC	USLDC	\$127.47	\$599.09	\$373.90	\$133.53	\$56.25		\$19.99						
UNE Port Rate																				
P.15-B.1.4		4-Wire DDITS Digital Trunk Port				UEPDC	UDDIT	\$72.96	\$403.50	\$191.12	\$148.66	\$5.04	CA	\$19.99						
NONRECURRING CHARGES - CURRENTLY COMBINED																				
P15.3		4-Wire DS1 Digital Loop / 4-Wire DDITS Trunk Port Combination - Switch-as-is				UEPDC	USAC4		\$259.07	\$134.08			CA	\$19.99						
P.15.3		4-Wire DS1 Digital Loop / 4-Wire DDITS Trunk Port Combination - Conversion with DS1 Changes				UEPDC	USAWA		\$258.63	\$133.85			CA	\$19.99						
P.15.3		4-Wire DS1 Digital Loop / 4-Wire DDITS Trunk Port Combination - Conversion with Change - Trunk				UEPDC	USAWB		\$258.63	\$133.85			CA	\$19.99						
ADDITIONAL NRCs																				
P.15.5		4-Wire DS1 Loop / 4-Wire DDITS Trunk Port - NRC - Subsequent Channel Activation/Chan - 2-Way Trunk				UEPDC	UDTTA		\$28.91	\$28.91			CF	\$19.99						
P.15.5		4-Wire DS1 Loop / 4-Wire DDITS Trunk Port - Subsequent Channel Activation/Chan - 1-Way Outward Trunk				UEPDC	UDTTB		\$28.91	\$28.91			CF	\$19.99						
		4-Wire DS1 Loop / 4-Wire DDITS Trunk Port - Subsqnt Channel Activation/Chan Inward Trunk w/out DID				UEPDC	UDTTC		\$28.91	\$28.91			CF	\$19.99						
		4-Wire DS1 Loop / 4-Wire DDITS Trunk Port - Subsqnt Chan Activation Per Chan - Inward Trunk with DID				UEPDC	UDTTD		\$28.91	\$28.91			CF							
P15.5		4-Wire DS1 Loop / 4-Wire DDITS Trunk Port - Subsqnt Chan Activation / Chan - 2-Way DID w User Trans				UEPDC	UDTTE		\$28.91	\$28.91			CF	\$19.99						
BIPOLAR & ZERO SUBSTITUTION																				
		B8ZS -Superframe Format				UEPDC	CCOSF		\$0.0	\$600.00			F	\$19.99						
		B8ZS - Extended Superframe Format				UEPDC	CCOEF		\$0.0	\$600.00			F	\$19.99						
Alternate Mark Inversion																				
		AMI -Superframe Format				UEPDC	MCOSE		\$0.00	\$0.00										
		AMI - Extended SuperFrame Format				UEPDC	MCOPO		\$0.00	\$0.00										
Telephone Number/Trunk Group Establishment Charges																				
		Telephone Number for 2-Way Trunk Group				UEPDC	UDTGX	\$0.00												
		Telephone Number for 1-Way Outward Trunk Group				UEPDC	UDTGY	\$0.00					\$3.50	\$19.99				\$0.0		
		Telephone Number for 1-Way Inward Trunk Group Without DID				UEPDC	UDTGG	\$0.00						\$19.99						
		DID Numbers, Establish Trunk Group and Provide First Group of 20 DID Numbers				UEPDC	NDZ	\$0.00						\$19.99						
		Additional DID Numbers for each Group of 20 DID Numbers				UEPDC	ND4	\$0.00						\$19.99						
		DID Numbers, Non- consecutive DID Numbers , Per Number				UEPDC	ND5	\$0.00						\$19.99						

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Exhibit 1
Unbundled Network Elements
MISSISSIPPI

			Line Side Combination PBX Trunk Port - Business				UEPPX	UEPCX	\$1.76	\$0.00	\$0.00	\$0.00	\$0.00			\$19.99				
			Line Side Outward PBX Trunk Port - Business				UEPPX	UEPOX	\$1.76	\$0.00	\$0.00	\$0.00	\$0.00			\$19.99				
			Line Side Inward Only PBX Trunk Port without DID				UEPPX	UEP1X	\$1.76	\$0.00	\$0.00	\$0.00	\$0.00			\$19.99				
			Trunk Side Unbundled DID Trunk Port				UEPPX	UEPDM	\$9.43	\$0.00	\$0.00	\$0.00	\$0.00			\$19.99				
			Feature Activations - Unbundled Loop Concentration																	
			Feature (Service) Activation for each Line Side Port Terminated in D4 Bank				UEPPX	1PQWM	\$0.70	\$25.36	\$13.39	\$4.29	\$4.26			\$19.99				
			Feature (Service) Activation for each Trunk Side Port Terminated in D4 Bank				UEPPX	1PQWU	\$0.70	\$78.03	\$18.39	\$60.66	\$11.85			\$19.99				
			Telephone Number/ Group Establishment Charges for DID Service																	
			DID Trunk Termination (1 per Port)				UEPPX	NDT	\$0.00											
			Estab Trk Grp and Provide 1st 20 DID Nos. (FL,GA, NC.& SC)				UEPPX	NDZ	\$0.00	\$0.00	\$0.00					\$19.99				
			DID Numbers - groups of 20 - Valid all States				UEPPX	ND4												
			Non-Consecutive DID Numbers - per number				UEPPX	ND5	\$0.00	\$0.00	\$0.00					\$19.99				
			Reserve Non-Consecutive DID Numbers				UEPPX	ND6	\$0.00	\$0.00	\$0.00									
			Reserve DID Numbers				UEPPX	NDV	\$0.00	\$0.00	\$0.00									
			Local Number Portability																	
			Local Number Portability - 1 per post				UEPPX	LNPCP	\$3.15	\$0.00	\$0.00									
			FEATURES - Vertical and Optional																	
																\$19.99				

02/12/01

Exhibit 1
Unbundled Network Elements
MISSISSIPPI

Attachment 2
Exhibit D

[illegible]

CATEGORY	NOTES	UNBUNDLED NETWORK ELEMENT	Interim	Zone	BCS	USOC	RATES					OSS RATES					
												Svc Order Submitted Elec	Svc Order Submitted	Incremental Charge - Manual	Incremental Charge - Manual	Incremental Charge - Manual	Incremental Charge - Manual
							Nonrecurring		Nonrecurring								
						Rec	First	Add'l	First	Add'l	Source	SOME/C	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
LEGEND: CA=COMMISSION APPROVED; CE=COMMISSION EFFECTIVE; CF=COMPLIANCE FILED; CS= COST STUDY; F=FILED.																	
Geographically Deaveraged UNE Zones and applicable rates have been established for certain services, as shown in this Agreement. Where Geographically Deaveraged UNE Zones and applicable rates are established, Statewide rates are obsolete. Further, BellS																	
UNBUNDLED	PORT/LOOP COMBINATIONS																
	UNBUNDLED PORT/LOOP COMBINATIONS - COST BASED RATES																
	Cost Based Rates are applied where BellSouth is required by FCC and/or State Commission rule to provide Unbundled Local Switching or Switch Ports.																
Features shall apply to the Unbundled Port/Loop Combination - Cost Based Rate section in the same manner as they are applied to the Stand-Alone Unbundled Port section of this Rate Exhibit.																	
End Office and Tandem Switching Usage and Common Transport Usage rates in the Port section of this rate exhibit shall apply to all combinations of loop/port network elements except for UNE Coin Port/Loop Combinations.																	
For Georgia, the recurring UNE Port and Loop charges listed apply to Currently Combined and Not Currently Combined Combos and the first and additional Port nonrecurring charges apply to Not Currently Combined Combos. For Currently Combined Combos in GA and all other states, the nonrecurring charges shall be those identified in the Nonrecurring - Currently Combined sections.																	
4-WIRE DS1 DIGITAL LOOP WITH 4-WIRE DDITS TRUNK PORT																	
UNE Port/Loop Combination Rates																	
4W DS1 Digital Loop/4W DDITS Trunk Port - Statewide sw UEPDC \$186.43 \$19.99																	
UNE Loop Rates																	
4-Wire DS1 Digital Loop - Statewide sw UEPDC USLDC \$62.78 \$714.84 \$421.47 \$19.99																	
UNE Port Rate																	
4-Wire DDITS Digital Trunk Port UEPDC UDD1T \$123.65 \$116.59 \$69.92 CA \$19.99																	
NONRECURRING CHARGES - CURRENTLY COMBINED																	
4-Wire DS1 Digital Loop / 4-Wire DDITS Trunk Port Combination - Switch-as-is UEPDC USAC4 \$288.86 \$133.87 CA \$19.99																	
4-Wire DS1 Digital Loop / 4-Wire DDITS Trunk Port Combination - Conversion with DS1 Changes UEPDC USAWA \$288.86 \$133.37 CA \$19.99																	
4-Wire DS1 Digital Loop / 4-Wire DDITS Trunk Port Combination - Conversion with Change - Trunk UEPDC USAWB \$288.86 \$133.37 CA \$19.99																	
ADDITIONAL NRCs																	
4-Wire DS1 Loop / 4-Wire DDITS Trunk Port - Subsequent Service Activity Per Service Order UEPDC USA4 \$127.63 \$127.63 CF																	
4-Wire DS1 Loop / 4-Wire DDITS Trunk Port - NRC - Subsequent Channel Activation/Chan - 2-Way Trunk UEPDC UDTTA \$28.81 \$28.81 CF \$19.99																	
4-Wire DS1 Loop / 4-Wire DDITS Trunk Port - Subsequent Channel Activation/Chan - 1-Way Outward Trunk UEPDC UDTTB \$28.81 \$28.81 CF \$19.99																	
4-Wire DS1 Loop / 4-Wire DDITS Trunk Port - Subsqct Channel Activation/Chan Inward Trunk w/out DID UEPDC UDTTC \$28.81 \$28.81 CF \$19.99																	
4-Wire DS1 Loop / 4-Wire DDITS Trunk Port - Subsqct Chan Activation Per Chan - Inward Trunk with DID UEPDC UDTTD \$28.81 \$28.81 CF																	
4-Wire DS1 Loop / 4-Wire DDITS Trunk Port - Subsqct Chan Activation / Chan - 2-Way DID w User Trans UEPDC UDTTE \$28.81 \$28.81 CF \$19.99																	
BIPOLAR 8 ZERO SUBSTITUTION																	
BKZS - Superframe Format UEPDC CCOSF \$0.0 \$615.00 F \$19.99																	
BKZS - Extended Superframe Format UEPDC CCOEF \$0.0 \$615.00 F \$19.99																	
Alternate Mark Inversion																	
AMI - Superframe Format UEPDC MCOSF \$0.00 \$0.00																	
AMI - Extended SuperFrame Format UEPDC MCOPO \$0.00 \$0.00																	
Telephone Number/Trunk Group Establishment Charges																	
Telephone Number for 2-Way Trunk Group UEPDC UDTGX \$0.00																	
Telephone Number for 1-Way Outward Trunk Group UEPDC UDTGY \$0.00 \$19.99																	
Telephone Number for 1-Way Inward Trunk Group Without DID UEPDC UDTGZ \$0.00 \$19.99																	
DID Numbers, Establish Trunk Group and Provide First Group of 20 DID Numbers UEPDC NDZ \$0.00 \$19.99																	
Additional DID Numbers for each Group of 20 DID Numbers UEPDC ND4 \$0.00 \$19.99																	
DID Numbers, Non- consecutive DID Numbers , Per Number UEPDC ND5 \$0.00 \$19.99																	
Dedicated DS1 (Interoffice Channel Mileage) - FX/FCO for 4-Wire DS1 Digital Loop with 4-Wire DDITS Trunk Port																	
Interoffice Channel Mileage - Fixed rate 0-8 miles (Facilities Termination) UEPDC 1LNO1 \$71.29																	
Interoffice Channel Mileage - Additional rate per mile - 0-8 miles UEPDC 1LNOA \$0.0783 \$0.00 \$0.00 CF \$19.99																	

Exhibit 1
Unbundled Network Elements
NORTH CAROLINA

		Interoffice Channel Mileage - Fixed rate 9-25 miles (Facilities Termination)			UEPDC	ILNO2	\$0.0000	\$0.0	\$0.0										
		Interoffice Channel Mileage - Additional rate per mile - 9-25 miles			UEPDC	ILNOB	\$0.0783	\$0.00	\$0.00										
		Interoffice Channel Mileage - Fixed rate 25+ miles (Facilities Termination)			UEPDC	ILNO3	\$0.00	\$0.00	\$0.00	\$0.00									
		Interoffice Channel Mileage - Additional rate per mile - 25+ miles			UEPDC	ILNOC	\$0.0783	\$0.00	\$0.00										
		Local Number Portability, per DSO Activated			UEPDC	LNPDP	\$3.15	\$0.00	\$0.00	\$0.00		CA							
		Central Office Terminating Point			UEPDC	CTG	\$0.00												
		4-WIRE DS1 LOOP WITH CHANNELIZATION WITH PORT																	
		System is 1 DS1 Loop, 1 D4 Channel Bank, and up to 24 Feature Activations																	
		Each System can have up to 24 combinations of rates depending on type and number of ports used																	
		UNE DS1 Loop																	
		4-Wire DS1 Loop - UNE Zone Statewide			UEPMG	USLDC	\$62.78	\$0.00	\$0.00								\$19.99		
		UNE DSO Channelization Capacities (D4 Channel Bank Configurations)																	
		24 DSO Channel Capacity - 1 per DS1			UEPMG	VUM24	\$123.06	\$0.00	\$0.00								\$19.99		
		48 DSO Channel Capacity - 1 per 2 DS1s			UEPMG	VUM48	\$246.12	\$0.00	\$0.00								\$19.99		
		96 DSO Channel Capacity - 1 per 4 DS1s			UEPMG	VUM96	\$492.24	\$0.00	\$0.00								\$19.99		
		144 DSO Channel Capacity - 1 per 6 DS1s			UEPMG	VUM144	\$738.36	\$0.00	\$0.00								\$19.99		
		192 DSO Channel Capacity - 1 per 8 DS1s			UEPMG	VUM192	\$984.48	\$0.00	\$0.00								\$19.99		
		240 DSO Channel Capacity - 1 per 10 DS1s			UEPMG	VUM240	\$1,230.60	\$0.00	\$0.00								\$19.99		
		288 DSO Channel Capacity - 1 per 12 DS1s			UEPMG	VUM288	\$1,476.72	\$0.00	\$0.00								\$19.99		
		384 DSO Channel Capacity - 1 per 16 DS1s			UEPMG	VUM384	\$1,968.96	\$0.00	\$0.00								\$19.99		
		480 DSO Channel Capacity - 1 per 20 DS1s			UEPMB	VUM480	\$2,461.20	\$0.00	\$0.00								\$19.99		
		576 DSO Channel Capacity - 1 per 24 DS1s			UEPMG	VUM576	\$2,953.44	\$0.00	\$0.00								\$19.99		
		672 DSO Channel Capacity - 1 per 28 DS1s			UEPMG	VUM672	\$3,445.68	\$0.00	\$0.00								\$19.99		
		Non-Recurring Charges (NRC) Associated with 4-Wire DS1 Loop with Channelization with Port - Conversion Charge Based on a System																	
		A Minimum System configuration is One (1) DS1, One (1) D4 Channel Bank, and Up To 24 DSO Ports with Feature Activations.																	
		Multiples of this configuration functioning as one are considered Add'l after the minimum system configuration is counted.																	
		NRC Conversion (Currently Combined) without Changes (Switch-as-is)			UEPMG	USAC4	\$0.00	\$330.61	\$16.64								\$19.99		
		NRC Conversion (Currently Combined) with BellSouth Allowed Changes			UEPMG	USAC4	\$0.00	\$330.61	\$16.64								\$19.99		
		System Additions at End User Locations Where 4-Wire DS1 Loop with Channelization with Port Combination Currently Exists																	
		Also New (locations where Not Currently Combined) In Georgia Only																	
		NRC for 1 DS1/D4 Channel Bank - Add NRC for each Port and Assoc Feature Activation			UEPMG	VUMD4	\$0.00	\$743.74	\$326.22	\$149.02	\$17.68						\$19.99		
		Bipolar 8 Zero Substitution																	
		Clear Channel Capability Format, superframe - Subsequent Activity Only			UEPMG	CCOSF	\$0.00	\$0.00	\$615.00										
		Clear Channel Capability Format - Extended Superframe - Subsequent Activity Only			UEPMG	CCOEF	\$0.00	\$0.00	\$615.00										
		Alternate Mark Inversion (AMI)																	
		Superframe Format			UEPMG	MCOSF	\$0.00	\$0.00	\$0.00										
		Extended Superframe Format			UEPMG	MCOPO	\$0.00	\$0.00	\$0.00										
		Exchange Ports Associated with 4-Wire DS1 Loop with Channelization with Port																	
		Exchange Ports																	
		Line Side Combination PBX Trunk Port - Business			UEPPX	UEPCX	\$2.28	\$0.00	\$0.00	\$0.00	\$0.00						\$19.99		
		Line Side Outward PBX Trunk Port - Business			UEPPX	UEPOX	\$2.28	\$0.00	\$0.00	\$0.00	\$0.00						\$19.99		
		Line Side Inward Only PBX Trunk Port without DID			UEPPX	UEP1X	\$2.28	\$0.00	\$0.00	\$0.00	\$0.00						\$19.99		
		Trunk Side Unbundled DID Trunk Port			UEPPX	UEPDM	\$13.26	\$0.00	\$0.00	\$0.00	\$0.00						\$19.99		
		Feature Activations - Unbundled Loop Concentration																	

Exhibit 1
Unbundled Network Elements
NORTH CAROLINA

		Feature (Service) Activation for each Line Side Port Terminated in D4 Bank			UEPPX	1PQWM	\$0.65	\$25.27	\$13.34	\$4.15	\$4.12			\$19.99					
		Feature (Service) Activation for each Trunk Side Port Terminated in D4 Bank			UEPPX	1PQWU	\$0.65	\$77.75	\$18.33	\$58.74	\$11.48			\$19.99					
		Telephone Number/ Group Establishment Charges for DID Service																	
		DID Trunk Termination (1 per Port)			UEPPX	NDT	\$0.00												
		Estab Trk Grp and Provide 1st 20 DID Nos. (FL,GA, NC,& SC)			UEPPX	NDZ	\$0.00	\$0.00	\$0.00					\$19.99					
		DID Numbers - groups of 20 - Valid all States			UEPPX	ND4													
		Non-Consecutive DID Numbers - per number			UEPPX	ND5	\$0.00	\$0.00	\$0.00					\$19.99					
		Reserve Non-Consecutive DID Numbers			UEPPX	ND6	\$0.00	\$0.00	\$0.00										
		Reserve DID Numbers			UEPPX	NDV	\$0.00	\$0.00	\$0.00										
		Local Number Portability																	
		Local Number Portability - 1 per port			UEPPX	LNPCP	\$3.15	\$0.00	\$0.00										
		FEATURES - Vertical and Optional																	
														\$19.99					

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Exhibit 1
Unbundled Network Elements
SOUTH CAROLINA

	Interoffice Channel Mileage - Fixed rate 9-25 miles (Facilities Termination)			UEPDC	ILNO2	\$0.0000	\$0.0	\$0.0									
	Interoffice Channel Mileage - Additional rate per mile - 9-25 miles			UEPDC	ILNOB	\$0.7598	\$0.00	\$0.00									
	Interoffice Channel Mileage - Fixed rate 25+ miles (Facilities Termination)			UEPDC	ILNO3	\$0.00	\$0.00	\$0.00	\$0.00								
	Interoffice Channel Mileage - Additional rate per mile - 25+ miles			UEPDC	ILNOC	\$0.7598	\$0.00	\$0.00									
	Local Number Portability, per DSO Activated			UEPDC	LNPCP	\$3.15	\$0.00	\$0.00	\$0.00		CA						
	Central Office Terminating Point			UEPDC	CTG	\$0.00											
	4-WIRE DS1 LOOP WITH CHANNELIZATION WITH PORT																
	System is 1 DS1 Loop, 1 D4 Channel Bank, and up to 24 Feature Activations																
	Each System can have up to 24 combinations of rates depending on type and number of ports used																
	UNE DS1 Loop																
	4-Wire DS1 Loop - UNE Zone 1			UEPMG	USLDC	\$59.61	\$0.00	\$0.00								\$19.99	
	4-Wire DS1 Loop - UNE Zone 2			UEPMG	USLDC	\$89.90	\$0.00	\$0.00								\$19.99	
	4-Wire DS1 Loop - UNE Zone 3			UEPMG	USLDC	\$119.06	\$0.00	\$0.00								\$19.99	
	UNE DSO Channelization Capacities (D4 Channel Bank Configurations)																
	24 DSO Channel Capacity - 1 per DS1			UEPMG	VUM24	\$103.47	\$0.00	\$0.00								\$19.99	
	48 DSO Channel Capacity - 1 per 2 DS1s			UEPMG	VUM48	\$206.94	\$0.00	\$0.00								\$19.99	
	96 DSO Channel Capacity - 1 per 4 DS1s			UEPMG	VUM96	\$413.88	\$0.00	\$0.00								\$19.99	
	144 DSO Channel Capacity - 1 per 6 DS1s			UEPMG	VUM14	\$620.82	\$0.00	\$0.00								\$19.99	
	192 DSO Channel Capacity - 1 per 8 DS1s			UEPMG	VUM19	\$827.76	\$0.00	\$0.00								\$19.99	
	240 DSO Channel Capacity - 1 per 10 DS1s			UEPMG	VUM20	\$1,034.70	\$0.00	\$0.00								\$19.99	
	288 DSO Channel Capacity - 1 per 12 DS1s			UEPMG	VUM28	\$1,241.64	\$0.00	\$0.00								\$19.99	
	384 DSO Channel Capacity - 1 per 16 DS1s			UEPMG	VUM38	\$1,655.52	\$0.00	\$0.00								\$19.99	
	480 DSO Channel Capacity - 1 per 20 DS1s			UEPMB	VUM40	\$2,069.40	\$0.00	\$0.00								\$19.99	
	576 DSO Channel Capacity - 1 per 24 DS1s			UEPMG	VUM57	\$2,483.28	\$0.00	\$0.00								\$19.99	
	672 DSO Channel Capacity - 1 per 28 DS1s			UEPMG	VUM67	\$2,897.16	\$0.00	\$0.00								\$19.99	
	Non-Recurring Charges (NRC) Associated with 4-Wire DS1 Loop with Channelization with Port - Conversion Charge Based on a System																
	A Minimum System configuration is One (1) DS1, One (1) D4 Channel Bank, and Up To 24 DSO Ports with Feature Activations.																
	Multiples of this configuration functioning as one are considered Add'l after the minimum system configuration is counted.																
	NRC Conversion (Currently Combined) without Changes (Switch-as-is)			UEPMG	USAC4	\$0.00	\$301.62	\$16.76								\$19.99	
	NRC Conversion (Currently Combined) with BellSouth Allowed Changes			UEPMG	USAC4	\$0.00	\$301.62	\$16.76								\$19.99	
	System Additions at End User Locations Where 4-Wire DS1 Loop with Channelization with Port Combination Currently Exists																
	Also New (locations where Not Currently Combined) In Georgia Only																
	NRC for 1 DS1/D4 Channel Bank - Add NRC for each Port and Assoc Feature Activation			UEPMG	VUMD4	\$0.00	\$717.71	\$425.81	\$149.08	\$17.69						\$19.99	
	Bipolar 8 Zero Substitution																
	Clear Channel Capability Format, superframe - Subsequent Activity Only			UEPMG	CCOSF	\$0.00	\$0.00	\$605.00									
	Clear Channel Capability Format - Extended Superframe - Subsequent Activity Only			UEPMG	CCOEF	\$0.00	\$0.00	\$605.00									
	Alternate Mark Inversion (AMI)																
	Superframe Format			UEPMG	MCO5F	\$0.00	\$0.00	\$0.00									
	Extended Superframe Format			UEPMG	MCOPO	\$0.00	\$0.00	\$0.00									
	Exchange Ports Associated with 4-Wire DS1 Loop with Channelization with Port																
	Exchange Ports																
	Line Side Combination PBX Trunk Port - Business			UEPPX	UEPCX	\$1.65	\$0.00	\$0.00	\$0.00	\$0.00						\$19.99	
	Line Side Outward PBX Trunk Port - Business			UEPPX	UEPOX	\$1.65	\$0.00	\$0.00	\$0.00	\$0.00						\$19.99	
	Line Side Inward Only PBX Trunk Port without DID			UEPPX	UEP1X	\$1.65	\$0.00	\$0.00	\$0.00	\$0.00						\$19.99	
	Trunk Side Unbundled DID Trunk Port			UEPPX	UEPDM	\$8.86	\$0.00	\$0.00	\$0.00	\$0.00						\$19.99	

Exhibit 1
Unbundled Network Elements
SOUTH CAROLINA

	Feature Activations - Unbundled Loop Concentration																	
	Feature (Service) Activation for each Line Side Port Terminated in D4 Bank			UEPPX	1PQWM	\$0.70	\$25.45	\$13.44	\$4.20	\$4.17			\$19.99					
	Feature (Service) Activation for each Trunk Side Port Terminated in D4 Bank			UEPPX	1PQWU	\$0.70	\$78.31	\$18.46	\$59.37	\$11.60			\$19.99					
	Telephone Number/ Group Establishment Charges for DID Service																	
	DID Trunk Termination (1 per Port)			UEPPX	NDT	\$0.00												
	Etab Trk Grp and Provide 1st 20 DID Nos. (FL,GA, NC,& SC)			UEPPX	NDZ	\$0.00	\$0.00	\$0.00					\$19.99					
	DID Numbers - groups of 20 - Valid all States			UEPPX	ND4													
	Non-Consecutive DID Numbers - per number			UEPPX	ND5	\$0.00	\$0.00	\$0.00					\$19.99					
	Reserve Non-Consecutive DID Numbers			UEPPX	ND6	\$0.00	\$0.00	\$0.00										
	Reserve DID Numbers			UEPPX	NDV	\$0.00	\$0.00	\$0.00										
	Local Number Portability																	
	Local Number Portability - 1 per port			UEPPX	LNPCP	\$3.15	\$0.00	\$0.00										
	FEATURES - Vertical and Optional																	
													\$19.99					

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Exhibit 1
Unbundled Network Elements
TENNESSEE

Dedicated DS1 (Interoffice Channel Mileage) - FX/FCO for 4-Wire DS1 Digital Loop with 4-Wire DDITS Trunk Port														
Interoffice Channel Mileage - Fixed rate 0-8 miles (Facilities Termination)				UEPDC	1LNO1	\$75.83						CF	\$19.99	
Interoffice Channel Mileage - Additional rate per mile - 0-8 miles				UEPDC	1LNOA	\$0.3525	\$0.00	\$0.00					\$19.99	
Interoffice Channel Mileage - Fixed rate 9-25 miles (Facilities Termination)				UEPDC	1LNO2	\$0.0000	\$0.0	\$0.0						
Interoffice Channel Mileage - Additional rate per mile - 9-25 miles				UEPDC	1LNOB	\$0.3525	\$0.00	\$0.00						
Interoffice Channel Mileage - Fixed rate 25+ miles (Facilities Termination)				UEPDC	1LNO3	\$0.00	\$0.00	\$0.00	\$0.00					
Interoffice Channel Mileage - Additional rate per mile - 25+ miles				UEPDC	1LNOC	\$0.3525	\$0.00	\$0.00						
Local Number Portability, per DS0 Activated				UEPDC	LNPCP	\$3.15	\$0.00	\$0.00	\$0.00		CA			
Central Office Terminating Point				UEPDC	CTG	\$0.00								
4-WIRE DS1 LOOP WITH CHANNELIZATION WITH PORT														
System is 1 DS1 Loop, 1 D4 Channel Bank, and up to 24 Feature Activations														
Each System can have up to 24 combinations of rates depending on type and number of ports used														
UNE DS1 Loop														
4-Wire DS1 Loop - UNE Zone 1				UEPMG	USLDC	\$57.73	\$0.00	\$0.00					\$19.99	
4-Wire DS1 Loop - UNE Zone 2				UEPMG	USLDC	\$75.40	\$0.00	\$0.00					\$19.99	
4-Wire DS1 Loop - UNE Zone 3				UEPMG	USLDC	\$98.59	\$0.00	\$0.00					\$19.99	
UNE DSO Channelization Capacities (D4 Channel Bank Configurations)														
24 DSO Channel Capacity - 1 per DS1				UEPMG	VUM24	\$131.87	\$0.00	\$0.00					\$19.99	
48 DSO Channel Capacity - 1 per 2 DS1s				UEPMG	VUM48	\$263.74	\$0.00	\$0.00					\$19.99	
96 DSO Channel Capacity - 1 per 4 DS1s				UEPMG	VUM96	\$527.48	\$0.00	\$0.00					\$19.99	
144 DSO Channel Capacity - 1 per 6 DS1s				UEPMG	VUM14	\$791.42	\$0.00	\$0.00					\$19.99	
192 DSO Channel Capacity - 1 per 8 DS1s				UEPMG	VUM19	\$827.76	\$0.00	\$0.00					\$19.99	
240 DSO Channel Capacity - 1 per 10 DS1s				UEPMG	VUM20	\$1,318.70	\$0.00	\$0.00					\$19.99	
288 DSO Channel Capacity - 1 per 12 DS1s				UEPMG	VUM28	\$1,582.44	\$0.00	\$0.00					\$19.99	
384 DSO Channel Capacity - 1 per 16 DS1s				UEPMG	VUM38	\$2,109.92	\$0.00	\$0.00					\$19.99	
480 DSO Channel Capacity - 1 per 20 DS1s				UEPMB	VUM40	\$2,637.40	\$0.00	\$0.00					\$19.99	
576 DSO Channel Capacity - 1 per 24 DS1s				UEPMG	VUM57	\$3,164.88	\$0.00	\$0.00					\$19.99	
672 DSO Channel Capacity - 1 per 28 DS1s				UEPMG	VUM67	\$3,692.36	\$0.00	\$0.00					\$19.99	
Non-Recurring Charges (NRC) Associated with 4-Wire DS1 Loop with Channelization with Port - Conversion Charge Based on a System														
A Minimum System configuration is One (1) DS1, One (1) D4 Channel Bank, and Up To 24 DSO Ports with Feature Activations.														
Multiples of this configuration functioning as one are considered Add'l after the minimum system configuration is counted.														
NRC Conversion (Currently Combined) without Changes (Switch-as-is)				UEPMG	USAC4	\$0.00	\$303.61	\$15.74					\$19.99	
NRC Conversion (Currently Combined) with BellSouth Allowed Changes				UEPMG	USAC4	\$0.00	\$303.16	\$15.74					\$19.99	
System Additions at End User Locations Where 4-Wire DS1 Loop with Channelization with Port Combination Currently Exists														
Also New (locations where Not Currently Combined) In Georgia Only														
NRC for 1 DS1/D4 Channel Bank - Add NRC for each Port and Assoc Feature Activation				UEPMG	VUMD4	\$0.00	\$704.68	\$441.48	\$138.36	\$16.41			\$19.99	
Bipolar 8 Zero Substitution														
Clear Channel Capability Format, superframe - Subsequent Activity Only				UEPMG	CCOSF	\$0.00	\$0.00	\$590.00						
Clear Channel Capability Format - Extended Superframe - Subsequent Activity Only				UEPMG	CCOEF	\$0.00	\$0.00	\$590.00						
Alternate Mark Inversion (AMI)														
Superframe Format				UEPMG	MCOSF	\$0.00	\$0.00	\$0.00						
Extended Superframe Format				UEPMG	MCOPO	\$0.00	\$0.00	\$0.00						
Exchange Ports Associated with 4-Wire DS1 Loop with Channelization with Port														

Exhibit 1
Unbundled Network Elements
TENNESSEE

	Exchange Ports																	
	Line Side Combination PBX Trunk Port - Business			UEPPX	UEPCX	\$1.79	\$0.00	\$0.00	\$0.00	\$0.00				\$19.99				
	Line Side Outward PBX Trunk Port - Business			UEPPX	UEPOX	\$1.79	\$0.00	\$0.00	\$0.00	\$0.00				\$19.99				
	Line Side Inward Only PBX Trunk Port without DID			UEPPX	UEP1X	\$1.79	\$0.00	\$0.00	\$0.00	\$0.00				\$19.99				
	Trunk Side Unbundled DID Trunk Port			UEPPX	UEPDM	\$8.97	\$0.00	\$0.00	\$0.00	\$0.00				\$19.99				
	Feature Activations - Unbundled Loop Concentration																	
	Feature (Service) Activation for each Line Side Port Terminated in D4 Bank			UEPPX	1PQWM	\$0.66	\$23.94	\$12.64	\$3.82	\$3.80				\$19.99				
	Feature (Service) Activation for each Trunk Side Port Terminated in D4 Bank			UEPPX	1PQWU	\$0.66	\$73.67	\$17.37	\$54.09	\$10.57				\$19.99				
	Telephone Number/ Group Establishment Charges for DID Service																	
	DID Trunk Termination (1 per Port)			UEPPX	NDT	\$0.00												
	Estab Trk Grp and Provide 1st 20 DID Nos. (FL,GA, NC,& SC)			UEPPX	NDZ	\$0.00	\$0.00	\$0.00						\$19.99				
	DID Numbers - groups of 20 - Valid all States			UEPPX	ND4													
	Non-Consecutive DID Numbers - per number			UEPPX	ND5	\$0.00	\$0.00	\$0.00						\$19.99				
	Reserve Non-Consecutive DID Numbers			UEPPX	ND6	\$0.00	\$0.00	\$0.00										
	Reserve DID Numbers			UEPPX	NDV	\$0.00	\$0.00	\$0.00										
	Local Number Portability																	
	Local Number Portability - 1 per port			UEPPX	LNPCP	\$3.15	\$0.00	\$0.00										
	FEATURES - Vertical and Optional																	
														\$19.99				