## Amendment to the Agreement Between Preferred Carrier Services, Inc. And Preferred Carrier Services, Inc. d/b/a Telefonos Para Todos and d/b/a Phones for All in Florida and BellSouth Telecommunications, Inc. Dated November 27, 2002

Pursuant to this Amendment, (the "Amendment"), Preferred Carrier Services, Inc. and Preferred Carrier Services, Inc. d/b/a Telefonos Para Todos and d/b/a Phones for All in Florida ("Preferred"), 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 27, 2002 ("Agreement") to be effective thirty (30) calendar days after the date of the last signature executing the Amendment.

WHEREAS, BellSouth and Preferred entered into the Agreement on November 27, 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 Preferred 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 November 27, 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 executed this Agreement the day and year written below.

BellSouth Telecommunications, Inc.	Preferred Carrier Services, Inc. and Preferred Carrier Services, Inc. d/b/a Telefonos Para Todos and d/b/a Phones for All in Florida ("Preferred")
By: Kith Im	By
Name: Kristen E. Rowe	Name: Alex Valencia
Title: Director	Title: Vice President of Regulatory Affairs
Date: 6/15/04	June 15, 2004 Date:

Preferred Carrier Services, Inc. - Melded Tandem Switching Amendment

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UNBUND	LED NETWORK ELEMENTS - Alabama												Attach	ment: 2	Exhi	bit: A
CATEGOR	Y RATE ELEMENTS	Interi m	Zone	BCS	USOC			RATES (\$)			Submitted	Submitted Manually	Charge - Manual Svc Order vs.	Charge - Manual Svc Order vs.	Charge - Manual Svc Order vs.	Incremental Charge - Manual Svc Order vs. Electronic- Disc Add'I
						_	Nonre	curring	Nonrecurring	Disconnect			OSS	Rates (\$)		
						Rec	First	Add'l	First	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN	
					1											
					1											(
UNBUNDL	ED LOCAL SWITCHING, PORT USAGE				1											(
En	d Office Switching (Port Usage)				1											(
	End Office Switching Function, Per MOU					0.0007025										í
	End Office Trunk Port - Shared, Per MOU					0.0001638										í
Tar	ndem Switching (Port Usage) (Local or Access Tandem)															í .
	Tandem Switching Function Per MOU					0.000095										1
	Tandem Trunk Port - Shared, Per MOU					0.0002015										1
	Tandem Switching Function Per MOU (Melded)					0.000040993										1
	Tandem Trunk Port - Shared, Per MOU (Melded)					0.000086947										1
	Melded Factor: 43.15% of the Tandem Rate															I
Co	mmon Transport															1
	Common Transport - Per Mile, Per MOU					0.0000023										1
	Common Transport - Facilities Termination Per MOU					0.0003224			1		1					1 '

UNBL	JNDLE	D NETWORK ELEMENTS - Florida												Attach	ment: 2	Exhi	ibit: A
CATEO	GORY	RATE ELEMENTS	Interi m	Zone	BCS	USOC			RATES (\$)				Submitted Manually	Charge -	Charge - Manual Svc	Order vs.	Charge - Manual Svc Order vs.
	1						_	Nonre	curring	Nonrecurring	g Disconnect			OSS	Rates (\$)		
							Rec	First	Add'l	First	Add'l	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
UNBUI	NDLED L	OCAL SWITCHING, PORT USAGE															
		fice Switching (Port Usage)															
		End Office Switching Function, Per MOU					0.0007662										
		End Office Trunk Port - Shared, Per MOU					0.000164										
	Tanden	n Switching (Port Usage) (Local or Access Tandem)															
		Tandem Switching Function Per MOU					0.0001319										
		Tandem Trunk Port - Shared, Per MOU					0.000235										
		Tandem Switching Function Per MOU (Melded)					0.000027185										
		Tandem Trunk Port - Shared, Per MOU (Melded)					0.000048434										
		Melded Factor: 20.61% of the Tandem Rate															
	Commo	on Transport															
		Common Transport - Per Mile, Per MOU					0.0000035										
		Common Transport - Facilities Termination Per MOU					0.0004372										

UNBL	JNDLE	D NETWORK ELEMENTS - Georgia												Attach	ment: 2	Exhi	ibit: A
CATEO	GORY	RATE ELEMENTS	Interi m	Zone	BCS	USOC			RATES (\$)				Submitted Manually	Charge -	Charge - Manual Svc	Order vs.	Incremental Charge - Manual Svc Order vs. Electronic- Disc Add'I
	1						_	Nonre	curring	Nonrecurring	Disconnect			OSS	Rates (\$)		
							Rec	First	Add'l	First	Add'l	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
					l l												
						1				1							
UNBUI	NDLED L	OCAL SWITCHING, PORT USAGE															
		fice Switching (Port Usage)															
		End Office Switching Function, Per MOU					0.0006153										
		End Office Trunk Port - Shared, Per MOU					0.0001226										
	Tanden	n Switching (Port Usage) (Local or Access Tandem)															
		Tandem Switching Function Per MOU					0.0000972										
		Tandem Trunk Port - Shared, Per MOU					0.0001557										
		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															
	Commo	on Transport															
		Common Transport - Per Mile, Per MOU					0.0000027										
		Common Transport - Facilities Termination Per MOU					0.0001914										

UNBUN	NDLE	D NETWORK ELEMENTS - Kentucky												Attach	ment: 2	Exhi	bit: A
CATEGO	DRY	RATE ELEMENTS	Interi m	Zone	BCS	USOC			RATES (\$)			Submitted	Submitted Manually	Charge - Manual Svc Order vs.	Charge - Manual Svc Order vs.	Charge - Manual Svc	Incremental Charge - Manual Svc Order vs. Electronic- Disc Add'I
							-	Nonre	curring	Nonrecurring	g Disconnect			OSS	Rates (\$)		
							Rec	First	Add'l	First	Add'l	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
						1						1					
UNBUND	DLED L	OCAL SWITCHING, PORT USAGE															
E		fice Switching (Port Usage)															
		End Office Switching Function, Per MOU					0.0011971										
		End Office Trunk Port - Shared, Per MOU					0.0002112										
Т		n Switching (Port Usage) (Local or Access Tandem)															
		Tandem Switching Function Per MOU					0.000194										
		Tandem Trunk Port - Shared, Per MOU					0.0002416										
		Tandem Switching Function Per MOU (Melded)					0.000094381										
		Tandem Trunk Port - Shared, Per MOU (Melded)					0.000117538										
		Melded Factor: 48.65% of the Tandem Rate															
C		on Transport															
		Common Transport - Per Mile, Per MOU					0.000003										
		Common Transport - Facilities Termination Per MOU					0.0007466										

UNBU	NDLE	D NETWORK ELEMENTS - Louisiana												Attach	ment: 2	Exhi	bit: A
CATEG	ORY	RATE ELEMENTS	Interi m	Zone	BCS	USOC			RATES (\$)				Submitted Manually	Charge -	Charge -	Charge - Manual Svc Order vs.	Incremental Charge - Manual Svc Order vs. Electronic- Disc Add'I
						1	-	Nonred	urring	Nonrecurring	g Disconnect			OSS	Rates (\$)	1	
							Rec	First	Add'l	First	Add'l	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
UNBUN	DLED L	OCAL SWITCHING, PORT USAGE															
		fice Switching (Port Usage)															
		End Office Switching Function, Per MOU					0.001868										
		End Office Trunk Port - Shared, Per MOU					0.00018										
·		n Switching (Port Usage) (Local or Access Tandem)															
		Tandem Switching Function Per MOU					0.0001067										
		Tandem Trunk Port - Shared, Per MOU					0.000222										
		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																
		on Transport															
		Common Transport - Per Mile, Per MOU					0.0000032										
		Common Transport - Facilities Termination Per MOU					0.0003748										

UNBUN	DLED	O NETWORK ELEMENTS - Mississippi												Attach	ment: 2	Exhi	bit: A
CATEGO	₹Y	RATE ELEMENTS	Interi m	Zone	BCS	USOC			RATES (\$)			Submitted	Submitted Manually	Charge - Manual Svc Order vs.	Charge - Manual Svc Order vs.		Charge -
							-	Nonre	curring	Nonrecurring	Disconnect			OSS	Rates (\$)	1	
							Rec	First	Add'l	First	Add'l	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
																	(
										1							(
UNBUNDL	ED L	OCAL SWITCHING, PORT USAGE															í
Er		ice Switching (Port Usage)															í
		End Office Switching Function, Per MOU					0.0010269										1
		End Office Trunk Port - Shared, Per MOU					0.000161										1
Ta		n Switching (Port Usage) (Local or Access Tandem)															í .
		Tandem Switching Function Per MOU					0.0001723										1
		Tandem Trunk Port - Shared, Per MOU					0.0001828										í .
		Tandem Switching Function Per MOU (Melded)					0.000063441										i
		Tandem Trunk Port - Shared, Per MOU (Melded)					0.000067307										1
		Melded Factor: 36.82% of the Tandem Rate															1
Co		on Transport															I
		Common Transport - Per Mile, Per MOU					0.0000026										1
		Common Transport - Facilities Termination Per MOU					0.0004541					1					1 1

UNBU	INDLE	D NETWORK ELEMENTS - North Carolina												Attach	ment: 2	Exhi	bit: A
CATEG	SORY	RATE ELEMENTS	Interi m	Zone	BCS	USOC			RATES (\$)				Submitted Manually	Charge -	Charge -	Manual Svc Order vs.	Incremental Charge - Manual Svc Order vs. Electronic- Disc Add'I
							D	Nonred	urring	Nonrecurring	g Disconnect	1		OSS	Rates (\$)	•	
							Rec	First	Add'l	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN		
						1						1					
UNBUN	NDLED L	OCAL SWITCHING, PORT USAGE				1											
	End Of	fice Switching (Port Usage)				1											
		End Office Switching Function, Per MOU					0.0015										
		End Office Trunk Port - Shared, Per MOU					0.00023										
	Tanden	n Switching (Port Usage) (Local or Access Tandem)															
		Tandem Switching Function Per MOU					0.0006										
		Tandem Trunk Port - Shared, Per MOU					0.0003										
		Tandem Switching Function Per MOU (Melded)					0.00024618										
		Tandem Trunk Port - Shared, Per MOU (Melded)					0.00012309										
		Melded Factor: 41.03% of the Tandem Rate															
		on Transport															
		Common Transport - Per Mile, Per MOU					0.00001										
		Common Transport - Facilities Termination Per MOU					0.00034										

UNBUI	NDLEI	D NETWORK ELEMENTS - South Carolina												Attach	ment: 2	Exhi	bit: A
CATEGO	ORY	RATE ELEMENTS	Interi m	Zone	BCS	USOC			RATES (\$)			Submitted	Submitted Manually	Charge - Manual Svc Order vs.	Charge - Manual Svc Order vs.	Charge - Manual Svc Order vs.	Incremental Charge - Manual Svc Order vs. Electronic- Disc Add'I
							_	Nonre	curring	Nonrecurring	Disconnect			OSS	Rates (\$)		
							Rec	First	Add'l	First	Add'l	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
						1											
UNBUN	DLED L	OCAL SWITCHING, PORT USAGE				1				1							
	End Of	fice Switching (Port Usage)				1				1							
		End Office Switching Function, Per MOU					0.0010519										
		End Office Trunk Port - Shared, Per MOU					0.0002136										
-	Tanden	n Switching (Port Usage) (Local or Access Tandem)															
		Tandem Switching Function Per MOU					0.0001634										
		Tandem Trunk Port - Shared, Per MOU					0.0002863										
		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															
		on Transport															
		Common Transport - Per Mile, Per MOU					0.0000045										
		Common Transport - Facilities Termination Per MOU					0.0004095										

UNBUNDL	ED NETWORK ELEMENTS - Tennessee												Attach	ment: 2	Exhi	ibit: A
											Svc Order	Svc Order	Incremental	Incremental	Incremental	Incremental
											Submitted	Submitted	Charge -	Charge -	Charge -	Charge -
		Interi									Elec	Manually	Manual Svc	Manual Svc	Manual Svc	Manual Svc
CATEGORY	RATE ELEMENTS	m	Zone	BCS	USOC			RATES (\$)			per LSR	per LSR	Order vs.	Order vs.	Order vs.	Order vs.
													Electronic-	Electronic-	Electronic-	Electronic-
													1st	Add'l	Disc 1st	Disc Add'l
		_					Nonrecurring		Nonrocurrin	g Disconnect			220	Rates (\$)		<u> </u>
		_	-			Rec	First	Add'l	First	Add'l	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
		_			1		FIRSt	Add I	FIrSt	Add I	SOMEC	SOMAN	SOWAN	SOMAN	SOMAN	SOWAN
		_			1											
UNBUNDLED	LOCAL SWITCHING, PORT USAGE	_														<u> </u>
	Office Switching (Port Usage)															
	End Office Switching Function, Per MOU					0.0008041										
Tand	em Switching (Port Usage) (Local or Access Tandem)															
	Tandem Switching Function Per MOU					0.0009778			1							
	Tandem Switching Function Per MOU (Melded)					0.000380364										
	Melded Factor: 38.90% of the Tandem Rate				1							1	1	1		1
Com	non Transport	1	1													
	Common Transport - Per Mile, Per MOU					0.0000064										
	Common Transport - Facilities Termination Per MOU					0.0003871										