

**AMENDMENT TO THE INTERCONNECTION AGREEMENT  
BETWEEN  
SPRINT COMMUNICATIONS COMPANY LIMITED PARTNERSHIP  
SPRINT COMMUNICATIONS COMPANY L.P.  
SPRINT SPECTRUM L.P.  
AND  
BELLSOUTH TELECOMMUNICATIONS, INC. d/b/a AT&T ALABAMA,  
AT&T FLORIDA, AT&T GEORGIA, AT&T KENTUCKY, AT&T LOUISIANA, AT&T MISSISSIPPI, AT&T  
NORTH CAROLINA, AT&T SOUTH CAROLINA AND AT&T TENNESSEE**

Pursuant to this Amendment (the "Amendment") Sprint Communications Company Limited Partnership and Sprint Communications Company L.P., (collectively referred to as "Sprint CLEC"), a Delaware Limited Partnership, and Sprint Spectrum L.P., a Delaware Limited Partnership, as agent and General Partner for WirelessCo. L.P., a Delaware limited partnership, and SprintCom, Inc., a Kansas corporation, all foregoing entities jointly d/b/a Sprint PCS ("Sprint PCS") (Sprint CLEC and Sprint PCS collectively referred to as "Sprint"), and BellSouth Telecommunications, Inc.<sup>1</sup> d/b/a AT&T Alabama, AT&T Florida, AT&T Georgia, AT&T Kentucky, AT&T Louisiana, AT&T Mississippi, AT&T North Carolina, AT&T South Carolina and AT&T Tennessee ("AT&T ILECs"), a Georgia corporation, hereinafter referred to collectively as the "Parties" hereby agree to amend that certain Interconnection Agreement between the Parties effective January 1, 2001 ("the Agreement").

WHEREAS, Sprint and AT&T ILECs agree to amend the Agreement as set forth herein;

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, Sprint and AT&T ILECs hereby covenant and agree as follows:

1. The Parties agree to delete Section 2.1, General Terms and Conditions – Part A in its entirety and replace it with the following:

2. Term of the Agreement

2.1 This Agreement is extended and shall expire as of March 1, 2013. Upon mutual agreement of the Parties, the term of this Agreement may be extended. If, as of the expiration of this Agreement, a Subsequent Agreement (as defined in Section 3.1 below) has not been executed by the Parties, this Agreement shall continue on a month-to-month basis.

2. The Parties agree to delete Section 3.1, General Terms and Conditions – Part A in its entirety and replace it with the following:

3. Renewal

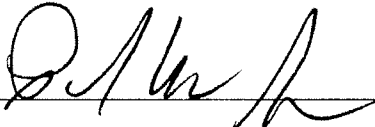
---

<sup>1</sup> BellSouth Telecommunications, Inc. is now doing business in Alabama, Florida, Georgia, Kentucky, Louisiana, Mississippi, North Carolina, South Carolina and Tennessee as AT&T Alabama, AT&T Florida, AT&T Georgia, AT&T Kentucky, AT&T Louisiana, AT&T Mississippi, AT&T North Carolina, AT&T South Carolina and AT&T Tennessee

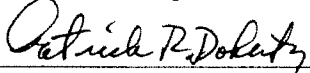
- 3.1 Sprint, but not BellSouth, may request the commencement of negotiations for a Subsequent Agreement at any time between three hundred sixty five (365) and one hundred eighty (180) days prior to the expiration of this Agreement. Either Sprint or BellSouth may request the commencement of negotiations for a Subsequent Agreement between one hundred and eighty (180) days and one hundred sixty (160) days prior to the expiration of this Agreement.
3. Either or both of the Parties shall submit the conforming ICA Amendment to the appropriate Commission for approval subject to section 252(e) of the Federal Telecommunications Act of 1996. Said amendments shall be filed with and are subject to approval by the appropriate Commission.

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


Sprint Communications Company  
Limited Partnership

By:   
Name: PAUL W SCHIEBER  
Title: VP ACCESS & ROAMING PLAN  
Date: 4/12/11


BellSouth Telecommunications, Inc. d/b/a  
AT&T Alabama, AT&T Florida, AT&T Georgia,  
AT&T Kentucky, AT&T Louisiana, AT&T  
Mississippi, AT&T North Carolina, AT&T South  
Carolina and AT&T Tennessee by AT&T  
Services, Inc., its authorized agent

By:   
Name: Patrick R. Doherty  
Title: Director - Regulatory  
Date: APR 18 2011

Sprint Communications Company L.P.

By:   
Name: PAUL W SCHIEBER  
Title: VP ACCESS & ROAMING PLAN  
Date: 4/12/11

Sprint Spectrum L.P.

By:   
Name: PAUL W SCHIEBER  
Title: VP ACCESS & ROAMING PLAN  
Date: 4/12/11

Resale OCN# 7483

CLEC OCN#s 8713, 8717, 8718, 3994, 8724, 8728, 8735, 8741, 8742.

ACNA - UTC