

**AMENDMENT NO. 1
TO THE
INTERCONNECTION AND TRAFFIC INTERCHANGE AGREEMENT
BETWEEN
SPRINTCOM, INC.
AND
CINCINNATI BELL TELEPHONE COMPANY**

DATED _____, 2001

THIS AMENDMENT is made by and between Cincinnati Bell Telephone Company (“CBT”) and Sprint Spectrum L.P., a Delaware limited partnership, as agent for SprintCom, Inc., a Kansas corporation, d.b.a. Sprint PCS (“SPCS”), as of the ___ day of _____, 2001. CBT and SPCS are collectively referred to as the “Parties”.

WHEREAS, the Parties executed a Interconnection And Traffic Interchange Agreement on August 18, 1998 (the “Interconnection Agreement”); and

WHEREAS, the Parties desire to amend the Interconnection Agreement to set forth the terms and conditions for intercarrier compensation between the Parties for Telecommunications Traffic including Telecommunications Traffic delivered to Internet Service Providers (ISPs) as mandated by the FCC’s Order on Remand and Report and Order in CC Docket Nos. 96-98, 99-68 FCC 01-131;

NOW, THEREFORE, for and in consideration of the promises contained herein, the parties to this Amendment, intending to be legally bound, hereby agree to amend the Interconnection Agreement as follows:

1. Section 1, Definitions, is amended to include the definitions for “Information Access Traffic”, and “Telecommunications Traffic.” The definitions will read as follows:

- (gg) “Information Access Traffic” is defined in FCC’s Order on Remand and Report and Order in CC Docket Nos. 96-98 and 99-68, Paragraph 44, released on April 27, 2001 and includes exchange services used for Information Access Traffic.
- (hh) “Telecommunications Traffic” means (1) telecommunications traffic exchanged between a LEC and a telecommunications carrier other than a CMRS provider, except for telecommunications traffic that is interstate or intrastate exchange access, information access or exchange services for such access; or (2) telecommunications traffic exchanged between a LEC and a CMRS provider that, at the beginning of the call, originates and terminates within the same Major Trading Area, as defined in 47 C.F.R. § 24.202(a).

2. **Section 5(e)** of the Interconnection Agreement is modified to read as follows:

(e) Type 2 will be available to SPCS through the billing options listed in subparagraphs 5(f)(1) following. The charges for these options appear in Attachment II.

(1) Billing Option 2

SPCS pays for all M/L calls within the LATA and Company pays for all L/M calls originating in the COA under the appropriate rate elements as identified in Attachment II.

The Parties shall compensate each other for the transport and termination of L/M Traffic and M/L Traffic over the terminating carrier's switch in accordance with Section 251(b)(5) of the Act and the FCC's Order on Remand and Report and Order in CC Docket Nos. 96-98 and 99-68, released on April 27, 2001 at the rates provided in Attachment II.

3. The points of contact for Notices for CBT and SPCS in **Section 20**, are amended to read as follows:

To CBT:

Cincinnati Bell Telephone Company
201 E. Fourth Street, 102-1000
Cincinnati, Ohio 45201-2301
Attn: Vice President & General Manager – Carrier Services
Facsimile: (513) 241-8735

with a copy to:

Cincinnati Bell Telephone Company
201 E. Fourth Street, Room 620
Cincinnati, Ohio 45201-2301
Attn: General Counsel
Facsimile: (513) 397-9557

To SPCS:

Sprint PCS
Attn: Legal/Regulatory
6160 Sprint Parkway, Bldg. 9
Mailstop: KSOPHI0414-A325
Overland Park, KS 66251

With a copy to:

Sprint PCS
Manager – Carrier Interconnection Management
11880 College Blvd
Mailstop: KSOPAM0103
Overland Park, KS 66210

4. Attachment II to the Interconnection Agreement has been replaced in its entirety by Attachment II of this Amendment.

5. In the event of a conflict between the terms of this Amendment and the terms of the Interconnection Agreement, the terms of this Amendment shall prevail. All of the other provisions of the Interconnection Agreement shall remain in full force and effect.

6. Either or both of the Parties is authorized to submit this Amendment to the Commission 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.

SprintCom, Inc.

Cincinnati Bell Telephone Company

By: _____

By: _____

Name: Beth Kimmel

Name: Christian Gartner

Title: Director – Numbering and Interconnection Management

Title: Vice President & General Manager – Carrier Services

Date: _____

Date: _____

Attachment II

to

INTERCONNECTION AND TRAFFIC INTERCHANGE AGREEMENT

between

Cincinnati Bell Telephone Company

and

SprintCom

Effective June 14, 2001

Facilities, Services and Charges

* * * *

I. Description and Application of Rates and Charges

There are three types of charges that may apply to CBT and SPCS. These are monthly recurring rates, usage rates and nonrecurring charges.

(A) Monthly Rates

Monthly rates are flat recurring rates that apply each month or fraction thereof that a specific rate element is provided. For billing purposes, each month is considered to have 30 days. Monthly rates apply to the Dedicated Trunk (DT) rate element for both Type 2A service and Type 2B service. The Parties agree that the monthly rates for DT's should be apportioned between SPCS and CBT based on the appropriate percentage of two-way traffic that each Party originates. The Parties agree that for the first three (3) months of operation, the monthly rates will be apportioned 80% to SPCS and 20% to CBT. After the first three months and every six (6) months thereafter, the Parties agree to review the apportionment percentage and, if warranted by the actual usage, revise the percentage used.

(B) Usage Rates

Usage rates are rates that apply only to M/L and L/M Traffic . These are applied on a per conversation minute basis. Conversation minute charges are accumulated over a monthly period. For Type 2A and Type 2B calls, the Party whose customer originates the call will compensate the Party who terminates the call for usage at the Type 2 Interconnection rates shown in this Attachment II, Sections IV and V.

(C) Nonrecurring Charges

Nonrecurring charges are one-time charges applied to the work activities on the following pages and defined below:

(1) Installation of Services

Nonrecurring charges apply to each service installed by one Party for use by the other Party.

II. Measuring Conversation Minutes

For purposes of measuring conversation minutes, Type 2 traffic between the Parties' networks will be measured from "called party answer" to "called party disconnect."

III. Mileage Measurement

The mileage to be used to determine the monthly rate for the Dedicated Trunk (DT) rate element of Type 2A and Type 2B services is calculated on the airline distance between the two locations involved, i.e., between SPCS's point of termination and CBT's tandems for Type 2A service, and between SPCS's point of termination and CBT's end office for Type 2B service. The mileage to be used to determine the usage rate for the Common Trunk (CT) rate element of Type 2A service is calculated based on the airline distance between CBT's tandem and CBT's end office where the call carried over the CT originates or terminates.

Mileage is shown in the attachment following in terms of mileage bands. To determine the rate to be billed, first compute the mileage using the V&H coordinates method, then find the band into which the computed mileage falls and apply the rates shown for that band. When the calculation results in a fraction of a mile, always round up to the next whole mile before determining the mileage band and applying the rates.

IV. Type 2 Interconnect for Mobile to Land (M/L) Calls:

The following rates and charges for Type 2A and Type 2B interfaces are subject to change in accordance with the provisions of paragraph 5(b) of the agreement. For M/L calls where SPCS pays CBT for transport and termination of traffic, the following rates apply if SPCS chooses to purchase facilities from CBT:

(A) Dedicated Trunk¹:

(1) Voice Grade Trunks	<u>Nonrecurring Charge</u>	<u>Monthly Rate</u>		
- Per Trunk (4 Wire)	NONE	\$ 49.60		
Trunk (4 Wire)				
Mileage	<u>Fixed Monthly</u>	<u>Per Mile</u>		
<u>Band</u>				
0	NONE	NONE		
Over 0-4	\$61.00	\$ 0.64		
Over 4-8	\$61.00	\$ 0.64		
Over 8-25	\$61.00	\$ 0.64		
Over 25	\$61.00	\$ 0.64		
(2) DS1 Facilities	<u>Non-recurring Charge</u>	<u>Monthly Rate</u>	<u>36 Month Rate</u>	<u>60 Month Rate</u>
- Per MercNET 1.5 (24 Trunks)				
Standard Type 2A Access	NONE	\$135.79	\$129.00	\$122.21
FGD IC Access (for Originating and Terminating Traffic)	NONE	135.79	129.00	122.21
DS1 to Voice Multiplexing ²	NONE	285.45		
- Mileage Charges Per MercNET 1.5:				
Mileage	<u>Fixed Monthly</u>	<u>Per Mile</u>		
<u>Band</u>				
0	NONE	NONE		
Over 0-4	\$ 100.00	\$ 8.40		
Over 4-8	100.00	8.40		
Over 8-25	100.00	8.40		
Over 25	100.00	8.40		

¹ Call allowances are not applicable under Type 2 interconnect (e.g. Directory Assistance Service).

² May not be necessary if working in Digital Offices.

(3) DS3 Facilities

- Per MercNET 45 (28 DS1)

	Recurring Charges		<u>Optional Payment Plan</u>	
	<u>Monthly³ Rate</u>	<u>36 Mo</u>	<u>60 Mo</u>	
-MercNET 45				
1st CT	\$1,500.00	\$ 1,200.00	\$ 1,000.00	
2nd CT	1,300.00	855.00	676.00	
3rd CT and above	1,151.00	836.00	654.00	

- All MercNET 45 CT's Nonrecurring Charge, each - NONE

	<u>Nonrecurring</u>	
	<u>None</u>	<u>Per Mile</u>
DS3 to DS1 Multiplexing ⁴		\$678.02
	<u>Fixed Monthly</u>	<u>Per Mile</u>
Mileage Charge Per MercNET 45	\$ 760.00	\$ 69.58

2001⁵: (B) Type 2 Interconnection for Type 2A and Type 2B M/L Calling beginning June 14,

\$.0015 per minute from June 14, 2001 to December 13, 2001
 \$.0010 per minute from December 14, 2001 to June 13, 2003
 \$.0007 per minute from June 14, 2003 to June 13, 2004 or further
 FCC Order, whichever occurs later

³ Requires 12 month minimum agreement.

⁴ May not be necessary if working in Digital Offices.

⁵ Transport and Termination rates as of June 14, 2001 were set by the FCC's Order on Remand and Report and Order in CC Docket Nos. 96-98 FCC 01-131 on remand from the Court of Appeals for the District of Columbia adopted on April 18, 2001, and are not subject to true up.

V. Type 2 Interconnection for Land to Mobile (L/M) Calls:

(A) Billing Option 2 beginning June 14, 2001⁶:

CBT pays SPCS for transport and termination of Type 2A and Type 2B L/M traffic.

\$.0015 per minute from June 14, 2001 to December 13, 2001
 \$.0010 per minute from December 14, 2001 to June 13, 2003
 \$.0007 per minute from June 14, 2003 to June 13, 2004 or further
 FCC Order, whichever occurs later

VI. For Type 1 Interconnect for M/L Use Only:

(A) Facilities to Connect End Offices with the MSC - Central Office Connecting Circuits: Access Channel

<u>Rate Element</u>	<u>Nonrecurring Charge</u>	<u>Monthly Rate</u>
4 Wire Channel Termination-wireless, each ⁷		
For use with trunk unit	None	\$49.60
<u>Mileage</u>	<u>Fixed</u>	
<u>Band</u>	<u>Monthly</u>	<u>Per Mile</u>
0	None	None
Over 0-4	\$61.00	\$0.64
Over 4-8	61.00	0.64
Over 8-25	61.00	0.64
Over 25	61.00	0.64
	<u>Nonrecurring Charge</u>	<u>Monthly Rate</u>
Signaling Capability		
- Per point of termination ⁸	None	\$9.98

⁶ Transport and Termination rates as of June 14, 2001 were set by the FCC's Order on Remand and Report and Order in CC Docket Nos. 96-98 FCC 01-131 on remand from the Court of Appeals for the District of Columbia adopted on April 18, 2001, and are not subject to true up.

⁷ Tariff Reference: F.C.C. No. 35, Section 7

⁸ Tariff Reference to F.C.C. No. 35, Section 7.

(B) Facilities to Connect MSC with the Various Cell Sites - Radio Landlines

These facilities are provided as private line channels. Any required intrastate channels (intraexchange or interexchange) or interstate channels would be provided in accordance with paragraph 5(b) preceding.

(C) For Type 1 Interconnection M/L Calls from SPCS's System:

MEASURED RATE SERVICES⁹

Exchange service is provided on a measured basis, i.e., billed for usage that varies depending upon the number, distance, duration, and time-of-day of originating calls. The usage rates are the same as those for Optional Measured Service as specified below in accordance with paragraph 5(b) preceding. Usage allowance credits are not applicable to this service.

<u>Mileage</u> <u>Tier</u>	<u>Usage Rates</u>		<u>Discount Rates¹⁰</u>	
	<u>Initial</u>	<u>Add'l</u>	<u>Initial</u>	<u>Add'l</u>
	<u>Min.</u>	<u>Min.</u>	<u>Min.</u>	<u>Min.</u>
1 (0 through 12 miles)	\$.060	\$.020	\$.030	\$.010
2 (13 through 26 miles)	.080	.040	.040	.020
3 (27 miles and over)	.120	.050	.060	.025

(D) Directory Assistance¹¹

For Type 2A interconnection mobile-to-land (M/L) calls to Directory Assistance (555-1212) or (411), SPCS shall pay CBT and the following rates apply:

	<u>Rate</u> <u>per Call</u>
(1) For call volumes of 10,000 calls or greater billed to carrier in the current one month billing period	\$0.39
(2) For call volumes of less than 10,000 calls billed to carrier in the current one month billing period	\$0.44

⁹ Tariff Reference: Exchange Rate Tariff, Section 1.

¹⁰ A 50% discount applies to:

(1) Calls originated from 9:00 P.M. to but not including 8:00 A.M., on Monday through Friday.

(2) Calls originated all day Saturday, Sunday and certain holidays. The holidays are New Year's Day (January 1), Independence Day (July 4), Christmas Day (December 25); and Labor Day and Thanksgiving Day (or their resulting legal holidays).

The appropriate Message Toll Service rates apply for originating calls to landline telephones not within the respective local service area.

¹¹ Call allowances are not applicable to this Service.

VII. Type S Interconnect Service Rates and Charges

The following rates and charges for Type S interfaces are subject to change in accordance with the provisions of Paragraph 5 (b) of the agreement.

SS7 Common Channel Signaling Arrangement¹²

	<u>Nonrecurring Charge</u>	<u>Monthly Rate</u>
STP Port Termination		
- Per Port	NONE	\$889.75
Signaling Link		
Channel Termination ¹³		
- Per MercNET 1.5	NONE	\$135.79
- Per 56 Kbps	NONE	\$ 70.00
Channel Mileage ¹⁴		
- Per MercNET 1.5		
- Fixed	NONE	\$121.75
- Per Mile	NONE	\$ 15.13
- Per 56 Kbps		
- Fixed	NONE	\$ 58.03
- Per Mile	NONE	\$.63

VIII. Directory Listings for Type 1 and 2 Telephone Numbers

If SPCS's customer requests their assigned telephone number listed in CBT's alphabetical directory (white pages), SPCS will contact CBT. CBT will bill SPCS the Nonrecurring Charge and Monthly Rate associated with each Listing.

The monthly rate for a regular additional listing begins when the information records are posted. Information records are posted and charging begins when the listing is accepted or when the directory in which it will appear is issued, at the option of SPCS. A telephone number can be listed in the directory if CBT is notified no later than March 1st of each year.

- Regular Additional Listing, each¹⁵:

	<u>Nonrecurring Charge</u>	<u>Monthly Rate</u>
Telephone number	\$12.37	\$3.00

¹² Tariff Reference: FCC No. 35, Section 6.

¹³ One Channel Termination applies per Signaling Link.

¹⁴ Channel Mileage applies between Serving Wire Center and STP, but does not apply when mileage is zero.

¹⁵ Tariff Reference: General Exchange Tariff, Section 6.