

**Amendment to the Agreement
Between
SouthEast Telephone, Inc
and
BellSouth Telecommunications, Inc.
Dated October 9, 2001**

Pursuant to this Amendment, (the "Amendment"), Southeast Telephone, Inc ("SouthEast"), and BellSouth Telecommunications, Inc. ("BellSouth"), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties dated October 9, 2001 ("Agreement") to be effective as of the date of the last signature executing the Amendment ("Effective Date").

WHEREAS, pursuant to an order entered by the Kentucky Public Service Commission on September 29, 2004 ("Kentucky Public Service Commission Order"), BellSouth and SouthEast amended the Agreement by amendment dated November 5, 2004; and

WHEREAS, pursuant to the mandate of the Sixth Circuit Court of Appeals in its Order entered in Civil Action No. 3:04-CV-84-JMH, the U.S. District Court for the Eastern District of Kentucky issued an Order on September 21, 2006 vacating the Kentucky Public Service Commission Order.

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 that the amendment dated November 5, 2004 is hereby declared null and void in accordance with the Court's Order issued in Civil Action No. 3:04-CV-84-JMH, and that Section 12 of the General Terms and Conditions that was in place on October 9, 2001 is hereby reinstated as of November 5, 2004 as follows:

"Except as otherwise stated in this Agreement, if any dispute arises as to the interpretation of any provision of this Agreement or as to the proper implementation of this Agreement, the aggrieved Party shall petition the Commission for a resolution of the dispute. However, each Party reserves any rights it may have to seek judicial review of any ruling made by the Commission concerning this Agreement."

2. All of the other provisions of the Agreement dated October 9, 2001, shall remain unchanged and 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 Amendment the day and year written below.

BellSouth Telecommunications, Inc.

By: Kristen E. Shore

Name: Kristen E. Shore

Title: Director

Date: 10/31/06

SouthEast Telephone, Inc.

By: Liz Thacker

Name: Liz Thacker

Title: Director of Reg. Affairs

Date: 10/10/06