

**Amendment to the Agreement
Between
National Telecom and Broadband Services, LLC
and
BellSouth Telecommunications, Inc.
Dated May 29, 2002**

Pursuant to this Amendment, (the "Amendment"), National Telecom and Broadband Services, LLC (NTBS), and BellSouth Telecommunications, Inc. ("BellSouth"), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties dated May 29, 2002 ("Agreement") to be effective upon the date of the last signature executing the Amendment.

WHEREAS, BellSouth and NTBS entered into the Agreement on May 29, 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 incorporate the following language as Section 5.3.6 to Attachment 2 as follows:

5.3.6 Where a BellSouth voice customer who is subscribing to BellSouth FastAccess Internet service converts its voice service to NTBS utilizing a UNE-P line, BellSouth will continue to provide Fast Access service to that end user.

2. All of the other provisions of the Agreement, dated May 29, 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.

By: Kristen E. Rowe

Name: Kristen E. Rowe

Title: Director

Date: 2/20/04

**National Telecom and Broadband
Services, LLC**

By: Mark A. Mansour

Name: MARK A. MANSOUR

Title: PRESIDENT

Date: 2/18/2004