

**AMENDMENT TO THE
INTERCONNECTION AGREEMENT BETWEEN
INSIGHT PHONE OF KENTUCKY, LLC. AND
BELLSOUTH TELECOMMUNICATIONS, INC.
DATED OCTOBER 7, 2002**

This Amendment is entered into by and between AT&T Broadband Phone of Kentucky, LLC. (“AT&T Broadband”) and BellSouth Telecommunications, Inc. (“BellSouth”) hereinafter referred to collectively as the “Parties,” to amend that certain Interconnection Agreement between the Parties dated October 7, 2002, (“Interconnection Agreement”).

WHEREAS, AT&T Broadband Phone of Kentucky, LLC, a Delaware corporation, has changed the name of said business to Insight Phone of Kentucky, LLC (Insight Phone) in Kentucky.

WHEREAS, the Parties desire that the Interconnection Agreement be amended to reflect the correct corporate entity name.

NOW, THEREFORE, in consideration of the mutual promises and covenants 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 name of AT&T Broadband Phone of Kentucky, LLC (AT&T Broadband) in the Interconnection Agreement is hereby deleted throughout the Interconnection Agreement and replaced with Insight Phone of Kentucky, LLC (Insight Phone) in Kentucky.
2. The Parties hereby amend the Notices information, Section 6 of the Adoption Paper, to amend the contact information as follows:

Every notice, consent, approval, or other communications required or contemplated by this Agreement shall be in writing and shall be delivered in person or given by postage prepaid mail, address to:

BellSouth Telecommunications, Inc.

BellSouth Local Contract Manager
600 North 19th Street, 8th floor
Birmingham, Alabama 35203

And

ICS Attorney
Suite 4300
675 W. Peachtree St.
Atlanta, GA 30375

9/15/02

Insight Phone of Kentucky, LLC

Gregory Cameron
Insight Communications
810 7th Ave, Flr 41
New York, NY 10019
Phone: 917-286-2254
Fax: 917-286-2301
Cameron.G@Insight-com.com

And

Mike Page
10200 Linn Station Road Suite 100
Louisville, KY 40223
Phone: 502-753-1955
Email: page.m@insight-com.com

And

Nicole Crauwels
Consultant – Insight
10200 Linn Station Road Suite 100
Louisville, KY 40223
Phone: 303-715-1326
Fax: 303-379-5807
Crauwels.N@Insight-com.com

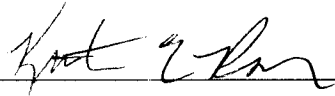
3. All of the other provisions of the Interconnection Agreement, dated October 7, 2002, shall remain in full force and effect.
4. Either or both of the Parties is authorized to submit this Amendment to each Public Service Commission for approval subject to Section 252(e) of the Telecommunications Act of 1996.

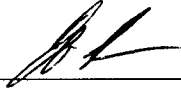
General Terms and Conditions
Signature Page

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

BellSouth Telecommunications, Inc.

Insight Phone of Kentucky, LLC

By: 

By: 

Name: Kristen E. Rowe

Name: **ELLIOT BRECHER**
SENIOR VICE PRESIDENT
& GENERAL COUNSEL

Title: Director

Title:

Date: 7/12/05

Date: 7/7/05