

**Amendment
To The
Agreement Between
C A Networks, Inc. DBA The Telephone Company
BellSouth Telecommunications, Inc.
Effective July 22, 2004**

Pursuant to this Amendment, (the "Amendment"), C A Networks, Inc., and BellSouth Telecommunications, Inc. ("BellSouth"), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Resale Agreement between the Parties effective July 22, 2004 ("Agreement").

WHEREAS, BellSouth and C A Networks, Inc. entered into the Agreement on July 22, 2004, 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:

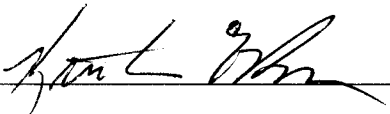
1. The Parties hereby agree to delete all references to C A Networks, Inc. throughout the Resale Agreement and replace with C A Networks, Inc. DBA The Telephone Company throughout the Resale Agreement.
2. The address for C A Networks, Inc. DBA The Telephone Company in Section 19.1, General Terms and Conditions of the Resale Agreement is hereby deleted and shall be replaced with the new address in Section 19.1, General Terms and Conditions incorporated herein below by this reference:

Russell Preston
111 S. Mulberry St., Suite 201
Elizabethtown, KY 42701
russpreston1@yahoo.com

3. All of the other provisions of the Agreement, effective July 22, 2004, shall remain in full force and effect.
4. 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.

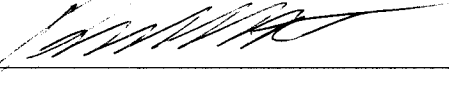
By: 

Name: Kristen E. Rowe

Title: Director – Interconnection Services

Date: 11/29/04

C A Networks, Inc. DBA The Telephone Company

By: 

Name: Russell Preston

Title: President

Date: 11/22/04