

**Amendment to the Resale Agreement  
Between  
C A Networks, Inc. dba Networks City and  
BellSouth Telecommunications, Inc.  
Dated July 22, 2004**

This Amendment is entered into by and between C A Networks, Inc. dba Networks City (C A Networks) and BellSouth Telecommunications, Inc. ("BellSouth") hereinafter referred to collectively as the "Parties," to amend that certain Resale Agreement between the Parties dated July 22, 2004 ("Resale Agreement") to be effective as of the date of the last signature to the amendment.

WHEREAS, C A Networks has changed the name of said business to C A Networks, Inc. and C A Networks, Inc. dba The Telephone Company, a Wyoming corporation;

WHEREAS, the Parties desire that the Resale Agreement be amended to reflect the correct corporate entity name; and

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 C A Networks, Inc. dba Networks City (C A Networks) in the Resale Agreement is hereby deleted throughout the Resale Agreement and replaced with C A Networks, Inc. and C A Networks, Inc. dba The Telephone Company.

2. All of the other provisions of the Resale Agreement, dated July 22, 2004, shall remain in full force and effect.

3. 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.

## Signature Page

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

**BellSouth Telecommunications, Inc.**

By: 

Name: Kristen E. Rowe

Title: Director

Date: 2/11/05

**C A Networks, Inc. and  
C A Networks, Inc. dba  
The Telephone Company**

By: 

Name: Russell E. Preston

Title: President

Date: 2/11/05