

**AMENDMENT TO THE INTERCONNECTION AGREEMENT
BETWEEN
NPCR, INC. d/b/a NEXTEL PARTNERS
AND
BELLSOUTH TELECOMMUNICATIONS, INC. d/b/a AT&T KENTUCKY**

Pursuant to this Amendment (the "Amendment") NPCR, Inc. d/b/a Nextel Partners, a Delaware corporation ("Nextel"), and BellSouth Telecommunications, Inc. d/b/a AT&T Kentucky ("AT&T"), a Georgia corporation, hereinafter referred to collectively as the "Parties" hereby agree to amend that certain 2001 AT&T/Sprint Agreement including Amendments as adopted pursuant to the Parties' Agreement effective January 7, 2008 (collectively "the Adopted 2001 AT&T-Sprint Agreement" or "Agreement").

WHEREAS, Nextel and AT&T agree to amend the Adopted 2001 AT&T-Sprint Agreement as set forth herein;

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, Nextel and AT&T hereby covenant and agree as follows:

1. The Parties agree to delete Section 2, General Terms and Conditions – Part A in its entirety and replace it with the following:
 2. Term of the Agreement
 - 2.1 This Agreement is extended and shall expire as of March 1, 2012. Upon mutual agreement of the Parties, the term of this Agreement may be extended. If, as of the expiration of this Agreement, a Subsequent Agreement (as defined in Section 3.1 below) has not been executed by the Parties, this Agreement shall continue on a month-to-month basis.
2. All other provisions of the Adopted 2001 AT&T-Sprint Agreement shall remain in full force and effect.
3. Either or both of the Parties are authorized to submit this Amendment to the Commission for approval subject to section 252(e) of the Federal Telecommunications Act of 1996.
4. This Amendment shall be filed with and is subject to approval by the Commission and shall be effective upon the date of the last signature of both Parties.

IN WITNESS WHEREOF, the Parties have, on the day and year written below, executed this Agreement through their authorized representatives.

NPCR, Inc. d/b/a Nextel Partners

By:

Name:

Title:

Date:

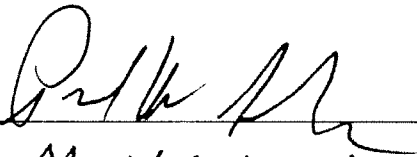
BellSouth Telecommunications, Inc. d/b/a
AT&T Kentucky by AT&T Services, Inc., its
authorized agent

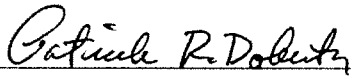
By:

Name:

Title:

Date:


Name: PAUL W SCHIEBER
Title: VP ACCESS + ROAMING ALN
Date: 2/21/11


Name: Patrick R. Doherty
Title: Director - Regulatory
Date: 2-23-11