



at&t

## WHOLESALE AGREEMENT

### ***Customer Name: NPCR, Inc. d/b/a Nextel Partners***

NPCR, Inc. dba Nextel Partners adoption of Sprint Communications ICA_CMRS Agreement	2
NPCR Inc dba Nextel Partners adoption agreement	3

**CLEC Agreement with:**  
**NPCR, Inc. d/b/a Nextel Partners**

**AGREEMENT**

This Agreement shall be considered effective as of January 7, 2008 ("Effective Date"), and is entered into by and between NPCR, Inc. d/b/a Nextel Partners ("Nextel Partners"), a Delaware corporation, on behalf of itself and BellSouth Telecommunications, Inc. d/b/a AT&T Kentucky ("AT&T Kentucky"), having an office at 675 W. Peachtree Street, Atlanta, Georgia, 30375, on behalf of itself and its successors and assigns.

**WHEREAS**, the Telecommunications Act of 1996 (the "Act") was signed into law on February 8, 1996; and

**WHEREAS**, Nextel Partners has requested that AT&T Kentucky make available the interconnection agreement in its entirety executed between AT&T Kentucky and Sprint Communications Company Limited Partnership, Sprint Communications Company L.P. and Sprint Spectrum L.P. dated January 1, 2001 for the State of Kentucky ("2001 AT&T Kentucky/Sprint Agreement").

**WHEREAS**, pursuant to the Kentucky Public Service Commission Orders in Case No. 2007-00256 dated December 18, 2007 and February 18, 2008, for purposes of this Agreement, Nextel Partners has adopted the 2001 AT&T Kentucky/Sprint Agreement (the "MFN Agreement").

**NOW, THEREFORE**, in consideration of the promises and mutual covenants of this Agreement, Nextel Partners and AT&T Kentucky hereby agree as follows:

1. As of the Effective Date of this Agreement, Nextel Partners adopts in its entirety the 2001 AT&T Kentucky/Sprint Agreement and any and all amendments to said agreement executed and approved by the Kentucky Public Service Commission as of the Effective Date of this Agreement. The 2001 AT&T Kentucky/Sprint Agreement and all amendments are attached hereto as Exhibit 1 and incorporated herein by this reference. The adoption of this agreement with amendment(s) consists of the following:

ITEM	NO. PAGES
Adoption Papers	3
Exhibit 1 - 2001 AT&T Kentucky/Sprint Agreement including Amendments	1176
TOTAL	1179

2. In the event that Nextel Partners consists of two (2) or more separate entities as set forth in the preamble to this Agreement, all such entities shall be jointly and severally liable for the obligations of Nextel Partners under this Agreement.

3. The term of this Agreement shall be from the Effective Date as set forth above and shall expire in accordance with Section 2.1, Part A of the General Terms and Conditions of the 2001 AT&T Kentucky/Sprint Agreement.

4. Notice to the parties as may be required under the terms of the 2001 AT&T Kentucky/Sprint Agreement shall be provided as follows to:

**AT&T Kentucky**

Contract Management  
ATTN: Notices Manager  
311 S. Akard, 9<sup>th</sup> floor  
Four AT&T Plaza  
Dallas, TX 75202-5398  
Facsimile: 214-464-2006

**NPCR, Inc. d/b/a Nextel Partners**

Sprint/Nextel  
Manager, ICA Solutions  
6330 Sprint Parkway  
Mailstop KSOPHA0310-3B268  
Overland Park, KS 66251  
Phone: 913-762-4847 (overnight mail only)

Manager, ICA Solutions  
P. O. Box 7954  
Shawnee Mission, KS 66207-0954

With a copy to:

Sprint/Nextel  
Legal/Telecom Management Privacy Group  
Mailstop: KSOPHN0312 – 3A318  
6450 Sprint Parkway  
Overland Park, KS 66251  
Phone: 913-315-9762 (overnight mail only)

Legal/Telecom Management Privacy Group  
P. O. Box 7966  
Overland Park, KS 66207-0966

IN WITNESS WHEREOF, the Parties have executed this Agreement through their authorized representatives.

BellSouth Telecommunications, Inc.  
d/b/a AT&T Kentucky

NPCR, Inc. d/b/a Nextel Partners

By: Kathy Wilson-Chu

By: Craig T. Cowden

Name: Kathy Wilson-Chu

Name: Craig T. Cowden

Title: Director

Title: Vice President

Date: 3/10/08

Date: 3/7/08

**EXHIBIT 1**

**2001 SPRINT/AT&T KENTUCKY AGREEMENT**

**This Interconnection Agreement Is Currently On File With The Commission And Can Also Be Found Via The Following Address:** [http://cpr.bellsouth.com/clec/docs/all\\_states/index7.htm#S](http://cpr.bellsouth.com/clec/docs/all_states/index7.htm#S)  
**At:** [http://cpr.bellsouth.com/clec/docs/all\\_states/800aa291.pdf](http://cpr.bellsouth.com/clec/docs/all_states/800aa291.pdf)