



ALLTEL COMMUNICATIONS
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VIA FEDERAL EXPRESS

April 3, 2001

Ms. Kelly King
DPI-Teleconnect, L.L.C.
2997 LBJ Freeway, Suite 225
Dallas, Texas 75234

RECEIVED

APR 11 2001

GENERAL COUNSEL

RE: *Pre-Paid Resale Agreement between ALLTEL Kentucky and DPI-Teleconnect, LLC*
for the state of Kentucky

Dear Ms. King:

Enclosed please find three (3) copies of a revised Resale Agreement previously executed between DPI-Teleconnect, LLC. and ALLTEL Communications Service Corporation for the state of Kentucky. The only change from the original agreement is in our name (now ALLTEL Kentucky, Inc.) and Attachment 2, paragraph 1.30 regarding the resale discount. ALLTEL Kentucky, Inc. is now offering a discount of 12.68%. I would appreciate your executing the enclosed three (3) originals, returning one (1) copy to me for my records, retaining one (1) copy for your files, and filing the remaining copy with the Kentucky Public Utilities Commission for approval within seven (7) business days.

Thank you for your assistance in this matter. Please feel free to contact my office if you have any questions regarding the enclosed.

Sincerely,

Alfred Busbee

Enclosures

cc: Stephen Refsell (w/o enclosure)

 Amy E. Dougherty (w/o enclosure)
 Kentucky Public Service Commission