

**Amendment to the DS0 Service Agreement  
Between  
MCImetro Access Transmission Services LLC  
And  
BellSouth Telecommunications, Inc.  
d/b/a AT&T Alabama,  
AT&T Florida, AT&T Georgia, AT&T Kentucky, AT&T Louisiana, AT&T  
Mississippi, AT&T North Carolina, AT&T South Carolina and AT&T Tennessee**

Pursuant to this amendment ("Amendment"), MCImetro Access Transmission Services LLC ("CUSTOMER") and BellSouth Telecommunications, Inc. d/b/a AT&T Alabama, AT&T Florida, AT&T Georgia, AT&T Kentucky, AT&T Louisiana, AT&T Mississippi, AT&T North Carolina, AT&T South Carolina and AT&T Tennessee ("AT&T") (collectively, the "Parties") agree to amend that certain DS0 Services Agreement between the Parties dated April 1, 2005 ("Agreement"). This Amendment shall be effective as of the date both Parties have executed it ("Effective Date") and shall remain in effect during the term of the Agreement.

**WHEREAS**, the Parties entered into the Agreement effective April 1, 2005 and expiring January 31, 2008; and

**WHEREAS**, the Parties will continue to negotiate a long-term extension to the Agreement; and

**WHEREAS**, in the interim, the Parties wish to extend by one hundred twenty(120) days or until May 31, 2008, the expiration date of the Agreement;

**NOW, THEREFORE**, in consideration of the mutual provisions contained herein and other good and valuable considerations, the receipt and sufficiency of which are hereby acknowledged, the Parties hereby covenant and agree as follows:

1. The Parties agree that Sections 3.1, 3.2 and 3.2.1 of the General Terms and Conditions of the Agreement are deleted in their entirety and replaced with the following:

3.1 The term of this Agreement shall commence on the Effective Date and shall apply to the AT&T territory in the states of Alabama, Florida, Georgia, Kentucky, Louisiana, Mississippi, North Carolina, South Carolina and Tennessee and, in the event that the Parties have not agreed on an extension, shall expire on May 31, 2008; *provided, however*, that this Agreement shall remain in effect after May 31, 2008 until all Services have been transitioned or disconnected as set forth in Section 3.2.1 below.

3.2 If the Parties have not executed a new agreement within sixty (60) days prior to the expiration date of this Agreement (i.e. by March 31, 2008), negotiations for a new agreement shall cease, and the Parties shall develop a transition plan; *provided however*, that the failure to develop a transition plan shall not constitute a breach of this Agreement.

3.2.1 If the Parties have not executed a new agreement by March 31, 2008, CUSTOMER shall not add any new Services after the expiration date of this Agreement (i.e. after May 31, 2008). The Parties shall develop a transition plan between April 1, 2008 and May 31, 2008. Said transition plan shall not exceed six (6) months. In the event the Parties are unable to agree upon a transition plan, AT&T may, at its discretion, disconnect all or any of the Services at any time after May 31, 2008. In the event that Services exist after May 31, 2008, the rates for such Services (for the period from May 31, 2008 until such Services are actually transitioned or disconnected) shall be the rates for Services for less than 200,000 lines except such rates may be raised or lowered by AT&T upon sixty (60) day's Notice, which Notice shall not be provided before April 1, 2008. The Parties shall cooperate in good faith to effect an orderly transition of CUSTOMER's End Users before Services are terminated. If and when all services are disconnected hereunder (either pursuant to a transition plan or at AT&T's discretion as stated above) this Agreement will terminate.

2. The Parties agree that Sections 5.2, 5.2.1, 5.2.2, 5.2.3 and 5.2.4 of Attachment 1 of the Agreement are deleted in their entirety and replaced with the following and that supplemental Exhibit A2 (attached to this Amendment as Attachment 1) shall be added to the Agreement:

5.2 AT&T's Calling Name (CNAM) Database Services

- 5.2.1 AT&T's CNAM database Services provide the ability to associate a name with the calling party's number for any name and number stored in the AT&T CNAM database, allowing the End User (to which a call is being terminated and which subscribes to the necessary services) to view the calling party's name before the call is answered.
- 5.2.2 CUSTOMER's End Users' names and numbers related to Wholesale Switch Port Services and Wholesale Local Platform Services shall be stored in the AT&T CNAM database, and shall be available, to all entities that launch queries to the AT&T CNAM database. AT&T, at its sole discretion, may opt to interconnect with and query other calling name databases. In the event AT&T does

not query a third party calling name database that stores the calling party's information, AT&T cannot deliver the calling party's information to a called End User. In addition, AT&T cannot deliver the calling party's information where the calling party subscribes to any service that would block or otherwise cause the information to be unavailable.

- 5.2.3 For each CUSTOMER End User that subscribes to a switch based vertical feature providing calling name information to that End User for calls received, AT&T will launch a query on a per call basis to the AT&T CNAM database, or, subject to Section 5.2.2 above, to a third party calling name database, to provide calling name information, if available, to CUSTOMER's End User. CUSTOMER shall pay a monthly recurring charge of \$2.11 as set forth in supplemental Exhibit A2, for each CUSTOMER End User that subscribes to the appropriate vertical features that support Caller ID.
3. The Parties agree that, except for the changes to Sections 3.1, 3.2, 3.2.1, 5.2, 5.2.1, 5.2.2, 5.2.3 and 5.2.4 (including supplemental Exhibit A2) of the Agreement as described in Paragraphs 1 and 2 above, all other provisions of the Agreement are unchanged and remain in full force and effect.

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

**BellSouth Telecommunications, Inc.  
d/b/a AT&T Alabama, AT&T Florida,  
AT&T Georgia, AT&T Kentucky,  
AT&T Louisiana, AT&T Mississippi,  
AT&T North Carolina, AT&T South  
Carolina and AT&T Tennessee**

By: *Kristen E. Shore*

Name: Kristen Shore

Title: Director

Date: 2/27/08

**MCImetro Access Transmission  
Services LLC**

By: *Peter H. Reynolds*

Name: **Peter H. Reynolds**

Title: Director

Date: Feb. 25, 2008

## Attachment 1

SERVICES - Alabama										Exhibit 2-A - 200K to 400K lines					
CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES/NET EFFECTIVE RATES (\$)	Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l			
													Rec	Nonrecurring	
										SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
<b>CALLING NAME (CNAM) SERVICE</b>															
	CNAM Service, per line			UEPFB	N1ACR	2.11									
	CNAM Service, per line			UEPBX	N1ACR	2.11									
	CNAM Service, per line			UEPSB	N1ACR	2.11									
	CNAM Service, per line			UEPFP	N1ACR	2.11									
	CNAM Service, per line			UEPSP	N1ACR	2.11									
	CNAM Service, per line			UEPPX	N1ACR	2.11									
	CNAM Service, per line			UEPSR	NXMCR	2.11									
	CNAM Service, per line			UEPFR	NXMCR	2.11									
	CNAM Service, per line			UEPRX	NXMCR	2.11									
	CNAM Service, per line			UEPPR	NXMCR	2.11									
	CNAM Service, per line			UEPFB	NXMCR	2.11									
	CNAM Service, per line			UEPBX	NXMCR	2.11									
	CNAM Service, per line			UEPSB	NXMCR	2.11									
	CNAM Service, per line			UEPRG	NXMCR	2.11									
	CNAM Service, per line			UEPSE	NXMCR	2.11									
	CNAM Service, per line			UEPFP	NXMCR	2.11									
	CNAM Service, per line			UEPSP	NXMCR	2.11									
	CNAM Service, per line			UEPPX	NXMCR	2.11									
	CNAM Service, per line			UEPVB	NXMCR	2.11									
	CNAM Service, per line			UEPSR	NXMMN	2.11									
	CNAM Service, per line			UEPFR	NXMMN	2.11									
	CNAM Service, per line			UEPRX	NXMMN	2.11									
	CNAM Service, per line			UEPFB	NXMMN	2.11									
	CNAM Service, per line			UEPBX	NXMMN	2.11									
	CNAM Service, per line			UEPPR	NXMMN	2.11									
	CNAM Service, per line			UEPSB	NXMMN	2.11									
	CNAM Service, per line			UEPRG	NXMMN	2.11									
	CNAM Service, per line			UEPSE	NXMMN	2.11									
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	CNAM Service, per line			UEPSP	NXMMN	2.11									
	CNAM Service, per line			UEPPX	NXMMN	2.11									
	CNAM Service, per line			UEPFB	NXECR	2.11									
	CNAM Service, per line			UEPBX	NXECR	2.11									
	CNAM Service, per line			UEPVB	NXECR	2.11									
	CNAM Service, per line			UEPSB	NXECR	2.11									
	CNAM Service, per line			UEPFP	NXECR	2.11									
	CNAM Service, per line			UEPSP	NXECR	2.11									
	CNAM Service, per line			UEPPX	NXECR	2.11									
	CNAM Service, per line			UEPFB	NCACR	2.11									
	CNAM Service, per line			UEPBX	NCACR	2.11									
	CNAM Service, per line			UEPSB	NCACR	2.11									
	CNAM Service, per line			UEPFP	NCACR	2.11									
	CNAM Service, per line			UEPSP	NCACR	2.11									
	CNAM Service, per line			UEPPX	NCACR	2.11									
	CNAM Service, per line			UEPVB	NCACR	2.11									

SERVICES - Florida										Exhibit 2-A - 200K to 400K lines		Incremental Charge - Manual Svc Order vs. Electronic-Add'l		Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	
CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES/NET EFFECTIVE RATES (\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l
						Rec	Nonrecurring		Nonrecurring Disconnect						
							First	Add'l	First	Add'l			SOMAN	SOMAN	
<b>CALLING NAME (CNAM) SERVICE</b>															
	CNAM Service, per line			UEPFB	N1ACR	2.11									
	CNAM Service, per line			UEPBX	N1ACR	2.11									
	CNAM Service, per line			UEPSB	N1ACR	2.11									
	CNAM Service, per line			UEPPF	N1ACR	2.11									
	CNAM Service, per line			UEPSP	N1ACR	2.11									
	CNAM Service, per line			UEPPX	N1ACR	2.11									
	CNAM Service, per line			UEPSR	NXMCR	2.11									
	CNAM Service, per line			UEPPR	NXMCR	2.11									
	CNAM Service, per line			UEPRX	NXMCR	2.11									
	CNAM Service, per line			UEPTX	NXMCR	2.11									
	CNAM Service, per line			UEPPR	NXMCR	2.11									
	CNAM Service, per line			UEPVR	NXMCR	2.11									
	CNAM Service, per line			UEPFB	NXMCR	2.11									
	CNAM Service, per line			UEPBX	NXMCR	2.11									
	CNAM Service, per line			UEPSB	NXMCR	2.11									
	CNAM Service, per line			UEPRG	NXMCR	2.11									
	CNAM Service, per line			UEPSE	NXMCR	2.11									
	CNAM Service, per line			UEPPF	NXMCR	2.11									
	CNAM Service, per line			UEPSP	NXMCR	2.11									
	CNAM Service, per line			UEPPX	NXMCR	2.11									
	CNAM Service, per line			UEPVB	NXMCR	2.11									
	CNAM Service, per line			UEPSX	NXMCR	2.11									
	CNAM Service, per line			UEPPB	NXMCR	2.11									
	CNAM Service, per line			UEPBG	NXMCR	2.11									
	CNAM Service, per line			UEPSR	NXMMN	2.11									
	CNAM Service, per line			UEPFR	NXMMN	2.11									
	CNAM Service, per line			UEPRX	NXMMN	2.11									
	CNAM Service, per line			UEPFB	NXMMN	2.11									
	CNAM Service, per line			UEPBX	NXMMN	2.11									
	CNAM Service, per line			UEPSB	NXMMN	2.11									
	CNAM Service, per line			UEPRG	NXMMN	2.11									
	CNAM Service, per line			UEPSE	NXMMN	2.11									
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	CNAM Service, per line			UEPSP	NXMMN	2.11									
	CNAM Service, per line			UEPPX	NXMMN	2.11									
	CNAM Service, per line			UEPFB	NXECR	2.11									
	CNAM Service, per line			UEPBX	NXECR	2.11									
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	CNAM Service, per line			UEPPX	NXECR	2.11									
	CNAM Service, per line			UEPFB	NCACR	2.11									
	CNAM Service, per line			UEPBX	NCACR	2.11									
	CNAM Service, per line			UEPSB	NCACR	2.11									
	CNAM Service, per line			UEPFR	NCACR	2.11									
	CNAM Service, per line			UEPSP	NCACR	2.11									
	CNAM Service, per line			UEPPX	NCACR	2.11									

SERVICES - Georgia										Exhibit 2-A - 200K to 400K lines		Incremental Charge - Manual Svc Order vs. Electronic-Add'l		Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st															
CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES/NET EFFECTIVE RATES (\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l														
						Rec	Nonrecurring		Nonrecurring Disconnect							SOMEc	SOMAN	SOMAN	SOMAN										
															Ordering Interface Rates (\$)														
															First	Add'l	First	Add'l	SOMEc	SOMAN	SOMAN	SOMAN	SOMAN						
<b>CALLING NAME (CNAM) SERVICE</b>																													
	CNAM Service, per line			UEPFB	N1ACR	2.11																							
	CNAM Service, per line			UEPBX	N1ACR	2.11																							
	CNAM Service, per line			UEPSB	N1ACR	2.11																							
	CNAM Service, per line			UEPPF	N1ACR	2.11																							
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	CNAM Service, per line			UEPPX	NCACR	2.11																							











SERVICES - Tennessee										Exhibit 2-A - 200K to 400K lines					
CATEGORY	RATE ELEMENTS	Interim	Zone	BCS	USOC	RATES/NET EFFECTIVE RATES (\$)				Svc Order Submitted Elec per LSR	Svc Order Submitted Manually per LSR	Incremental Charge - Manual Svc Order vs. Electronic-1st	Incremental Charge - Manual Svc Order vs. Electronic-Add'l	Incremental Charge - Manual Svc Order vs. Electronic-Disc 1st	Incremental Charge - Manual Svc Order vs. Electronic-Disc Add'l
						Rec	Nonrecurring First	Add'l	Nonrecurring First						
										SOME C	SOMAN	SOMAN	SOMAN	SOMAN	
CALLING NAME (CNAM) SERVICE															
	CNAM Service, per line			UEPFB	N1ACR	2.11									
	CNAM Service, per line			UEPBX	N1ACR	2.11									
	CNAM Service, per line			UEPSB	N1ACR	2.11									
	CNAM Service, per line			UEPFP	N1ACR	2.11									
	CNAM Service, per line			UEPSP	N1ACR	2.11									
	CNAM Service, per line			UEPPX	N1ACR	2.11									
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	CNAM Service, per line			UEPFB	NXE CR	2.11									
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	CNAM Service, per line			UEPVB	NXE CR	2.11									
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	CNAM Service, per line			UEPPX	NXE CR	2.11									
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	CNAM Service, per line			UEPPX	NCACR	2.11									