

**Amendment to the Agreement  
Between  
Dialtone & More, Inc.  
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  
Dated December 19, 2007**

Pursuant to this Amendment, (the "Amendment"), Dialtone & More, Inc. (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), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Market Based Rate Agreement between the Parties dated December 19, 2007 (Agreement) to be effective thirty (30) calendar days after the date of the last signature executing the Amendment (Effective Date).

WHEREAS, AT&T and CUSTOMER entered into the Agreement on December 19, 2007, and;

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, the Parties hereby covenant and agree as follows:

1. The Parties hereby agree to modify the Notices Section of the General Terms and Conditions of Dialtone and More, Inc's Market Based Rate Agreement with the following:

Brian Cox  
Dialtone and More, Inc.  
11121 Hwy 70  
Ste 202  
Arlington TN 38002  
(877) 277-8899

2. The Parties agree that AT&T-9STATE shall be defined as the states of Alabama, Florida, Georgia, Kentucky, Louisiana, Mississippi, North Carolina, South Carolina and Tennessee.
3. All of the other provisions of the Agreement, dated December 19, 2007, shall remain in full force and effect.

Dialtone & More, Inc.

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:   
 Name: Brian Co  
 Title: President  
 Date: 7/29/08

By:   
 Name: Kristen E. Shore  
 Title: Director  
 Date: 7/31/08

	<u>OCN #</u>	<u>ACNA</u>		<u>OCN #</u>	<u>ACNA</u>
ALABAMA	_____	_____	MISSISSIPPI	<u>7029 444B</u>	_____
FLORIDA	<u>7029 444B</u>	_____	NORTH CAROLINA	_____	_____
GEORGIA	<u>7029 444B</u>	_____	SOUTH CAROLINA	_____	_____
KENTUCKY	<u>7029 444B</u>	_____	TENNESSEE	<u>7029 444B</u>	_____
LOUISIANA	_____	_____			