

**AMENDMENT TO DSO/AT&T-ALABAMA, FLORIDA, GEORGIA
KENTUCKY, LOUISIANA, MISSISSIPPI, NORTH CAROLINA,
SOUTH CAROLINA AND TENNESSEE/CUSTOMER**

**Amendment to the Agreement
Between
STS Telecom, 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
Dated January 1, 2005**

Pursuant to this Amendment, (the "Amendment"), STS Telecom, LLC ("CUSTOMER"), and BellSouth Telecommunications, Inc., now 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 (hereinafter referred to "AT&T"), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Commercial Agreement between the Parties dated January 1, 2005 ("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 January 1, 2005, and;

WHEREAS, the Parties desire to amend the Agreement in order to modify Service Order Charges;

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. Rates shown as ORDERING INTERFACES – "REGIONAL RATES" in Exhibit C of Attachment 2 are hereby deleted and replaced with those rates shown as ORDERING INTERFACES – "STATE SPECIFIC RATES" in Exhibit 1, attached hereto and thereby incorporated into this Amendment.
2. All of the other provisions of the Agreement dated January 1, 2005 shall remain in full force and effect.

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KENTUCKY, LOUISIANA, MISSISSIPPI, NORTH CAROLINA,
SOUTH CAROLINA AND TENNESSEE/CUSTOMER
SIGNATURE PAGE**

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**

STS Telecom, LLC

By: 

By: 

Name: Kristen E. Shore

Name: KEITH KRAMER

Title: Director

Title: EXE V.P.

Date: 3/4/08^{ks}

Date: Feb 10, 2008

SERVICES - Alabama										Attachment: 2		Exhibit: C										
CATEGORY	RATE ELEMENTS	Zone	BCS	USOC	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		Ordering Interface Rates (\$)					
ORDERING INTERFACES - "STATE SPECIFIC RATES"																						
	Electronic Service Order Charge, Per Local Service Request (LSR)			SOME C		5.83	0.00	3.72	0.00													
	Manual Service Order Charge, Per Local Service Request (LSR)			SOMAN		15.66	0.00	1.97	0.00													

SERVICES - Florida											Attachment: 2		Exhibit: C							
CATEGORY	RATE ELEMENTS	Zone	BCS	USOC	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	Ordering Interface Rates (\$)								
												Rec	Nonrecurring		Nonrecurring Disconnect		SOME C	SOMAN	SOMAN	SOMAN
ORDERING INTERFACES - "STATE SPECIFIC RATES"																				
	Electronic Service Order Charge, Per Local Service Request (LSR)			SOME C		1.52	0.00	0.20	0.00											
	Manual Service Order Charge, Per Local Service Request (LSR)			SOMAN		11.90	0.00	1.83	0.00											

SERVICES - Georgia										Attachment: 2		Exhibit: C							
CATEGORY	RATE ELEMENTS	Zone	BCS	USOC	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	Ordering Interface Rates (\$)							
												Rec	Nonrecurring		Nonrecurring Disconnect		SOMEK	SOMAN	SOMAN
ORDERING INTERFACES - "STATE SPECIFIC RATES"																			
	NOTE: Electronic Service Order Charge, Per Local Service Request (LSR) = \$110.00 Per Each Additional 1000 LSR's Per Month																		
	Electronic Service Order Charge, Per Local Service Request (LSR) - Per First 1000 LSRs Per Month			SOMGA	550.00	0.00	0.00	0.00	0.00										
	Electronic Service Order Charge, Per Local Service Request (LSR)			SOMEK		0.00	0.00	0.00	0.00										
	Manual Service Order Charge, Per Local Service Request (LSR)			SOMAN		11.71	0.00	6.13	0.00										

SERVICES - Kentucky										Attachment: 2		Exhibit: C									
CATEGORY	RATE ELEMENTS	Zone	BCS	USOC	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		Ordering Interface Rates (\$)				
ORDERING INTERFACES - "STATE SPECIFIC RATES"																					
	Electronic Service Order Charge, Per Local Service Request (LSR)																				
					SOMEK																
						7.88	0.00			6.82	0.00										
	Manual Service Order Charge, Per Local Service Request (LSR)																				
					SOMAN																
						7.86	0.00			0.99	0.00										

SERVICES - Louisiana										Attachment: 2		Exhibit: C		
CATEGORY	RATE ELEMENTS	Zone	BCS	USOC	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	SOME C	SOMAN	SOMAN	SOMAN	SOMAN
ORDERING INTERFACES - "STATE SPECIFIC RATES"														
	Electronic Service Order Charge, Per Local Service Request (LSR)			SOME C		2.98	0.00	2.98	0.00					
	Manual Service Order Charge, Per Local Service Request (LSR)			SOMAN		15.20	0.00	15.20	0.00					

SERVICES - North Carolina										Attachment: 2		Exhibit: C									
CATEGORY	RATE ELEMENTS	Zone	BCS	USOC	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	Ordering Interface Rates (\$)									
												Rec	Nonrecurring		Nonrecurring Disconnect		SOME C	SOMAN	SOMAN	SOMAN	SOMAN
												First	Add'l	First	Add'l						
ORDERING INTERFACES - "STATE SPECIFIC RATES"																					
	Electronic Service Order Charge, Per Local Service Request (LSR)			SOME C		2.98	0.00														
	Manual Service Order Charge, Per Local Service Request (LSR)			SOMAN		15.20	0.00														

SERVICES - South Carolina										Attachment: 2		Exhibit: C									
CATEGORY	RATE ELEMENTS	Zone	BCS	USOC	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	Ordering Interface Rates (\$)									
												Rec	Nonrecurring		Nonrecurring Disconnect		SOME C	SOMAN	SOMAN	SOMAN	SOMAN
												First	Add'l	First	Add'l						
ORDERING INTERFACES - "STATE SPECIFIC RATES"																					
	Electronic Service Order Charge, Per Local Service Request (LSR)			SOME C		5.92	0.00	3.80	0.00												
	Manual Service Order Charge, Per Local Service Request (LSR)			SOMAN		15.69	0.00	1.97	0.00												

SERVICES - Tennessee											Attachment: 2		Exhibit: C			
CATEGORY	RATE ELEMENTS	Zone	BCS	USOC	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 Disconnect First							Add'l	SOME C
ORDERING INTERFACES - "STATE SPECIFIC RATES"											Ordering Interface Rates (\$)					
	NOTE: (1) Manual Service Order Charge, Per Element - **Please see applicable rate element**															
	NOTE: (2) The electronic service order charge is built into the recurring charges of the services ordered in this agreement.															
	Electronic Service Order Charge, Per Local Service Request (LSR)				SOME C	0.00	0.00	0.00	0.00							
	Manual Service Order Charge, Per Element **Please see applicable rate element in ATT1 Exhibit A for SOMAN charge**	X			SOMAN											