

**Second Amendment
To the
Interconnection Agreement
Between
American Cellular Corporation
and
BellSouth Telecommunications, Inc.
Dated June 14, 2001**

Pursuant to this Amendment, (the "Amendment"), American Cellular Corporation (ACC), and BellSouth Telecommunications, Inc. ("BellSouth"), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties dated June 14, 2001 ("Agreement").

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 Interconnection Agreement is hereby amended to delete Attachment A and replace it with a new Attachment A that reflects the correct FCC CMRS licensed Carrier name identified as an affiliate of ACC as shown in Exhibit 1 attached hereto.
2. All of the other provisions of the Agreement, dated June 14, 2001, shall remain in full force and effect.
3. Either or both of the Parties is authorized to submit this Amendment to the respective state regulatory authorities for approval subject to Section 252(e) of the Federal Telecommunications Act of 1996.

IN WITNESS WHEREOF, the Parties hereto have caused this Amendment to be executed by their respective duly authorized representatives on the date indicated below.

BellSouth Telecommunications, Inc.

American Cellular Corporation

By: Signature on file

By: Signature on file

Name: Randy J. Ham

Name: Timothy J. Duffy

Title: Assistant Director – Wireless Interconnection

Title: CTO

Date: 12/1/03

Date: 11-10-03

Attachment A

Affiliates

ACC Kentucky License LLC