

**AMENDMENT  
TO THE  
AGREEMENT BETWEEN  
JERRY LA QUIERE  
AND  
BELLSOUTH TELECOMMUNICATIONS, INC.  
DATED MAY 11, 2003**

Pursuant to this Amendment, (the "Amendment"), Jerry La Quiere , and BellSouth Telecommunications, Inc. ("BellSouth"), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Resale Agreement between the Parties dated May 11, 2003, ("Agreement").

WHEREAS, BellSouth and Jerry La Quiere entered into the Agreement on May 11, 2003, 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 address for Jerry La Quiere in Section 20.1, General Terms and Conditions of the Resale Agreement is hereby deleted and shall be replaced with the new address in Section 20.1, General Terms and Conditions incorporated herein below by this reference:

c/o Jennifer Tramell  
3252 New Town Rd.  
Antioch, TN 37013  
jtramell@awardventures.com

2. All of the other provisions of the Agreement, dated May 11, 2003, 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 have executed this Amendment the day and year written below.

**BellSouth Telecommunications, Inc.**

**Jerry La Quiere**

By: Elizabeth R. A. Shiroishi

By: Jerry La Quiere

Name: Elizabeth R. A. Shiroishi

Name: Jerry La Quiere

Title: Director – Interconnection Services

Title: President

Date: 5/30/03

Date: 5-22-03