

AMENDMENT NO. 1

to the

**INTERCONNECTION AGREEMENT
by and between**

**VERIZON SOUTH INC.
f/k/a
GTE SOUTH INCORPORATED
and**

**TELECOP COMMUNICATIONS, INC., D/B/A SUNCOM
FOR KENTUCKY**

This Amendment No. 1 (this "Amendment") is made this 5th day of February, 2002 (the "Effective Date") by and between TeleCorp Communications, Inc., d/b/a Suncom, ("TeleCorp"), a Delaware corporation with offices at 1010 North Glebe Road, Suite 800, Arlington, VA 22201, and Verizon South Inc., f/k/a GTE South Incorporated ("Verizon"), a Virginia corporation with offices at 4100 Roxboro Road, Durham, NC 27704-2166, (each of Verizon and TeleCorp being individually, a "Party" and, collectively, the "Parties").

WITNESSETH:

WHEREAS, Verizon and TeleCorp are Parties to an Interconnection Agreement under Sections 251 and 252 of the Telecommunications Act of 1996 approved by the Kentucky Public Service Commission ("Commission") on November 13, 2001 (the "Interconnection Agreement");

WHEREAS, the Federal Communications Commission has, in FCC Docket 94-102, ordered that providers of commercial mobile radio services make available certain E911 services, and has established clear and certain deadlines by which said service must be available.

WHEREAS, the Parties desire to provide TeleCorp with access to the E911 network systems and databases established and maintained by Verizon in a technically and economically efficient manner sufficient to enable TeleCorp to provide E911 service to its end user customers; and

WHEREAS, the Parties wish to enter into an agreement that will allow TeleCorp to provide E911 to its end user customers using the systems and databases established and maintained by Verizon on terms that are fair and equitable to both Parties;

NOW, THEREFORE, in consideration of the promises and mutual agreements set forth herein, the Parties agree to amend the Interconnection Agreement as follows:

Article V, Section 2.4 of the Interconnection Agreement is deleted in its entirety.
Article VI, attached hereto, is added to the Interconnection Agreement.
Appendix D, attached hereto, is added to the Interconnection Agreement.

IN WITNESS WHEREOF, the Parties hereto have caused this Agreement to be executed as of this 5th day of February, 2002.

**TeleCorp Communications, Inc.,
d/b/a Suncom**

**Verizon South Inc.
f/k/a GTE South Incorporated**

By: _____

By: _____

Printed: _____

Printed: Jeffrey A. Masoner

Title: _____

Title: Vice President Interconnection
Services Policy & Planning