

**Amendment to the Agreement  
Between  
XO Communications Services, Inc.  
and  
BellSouth Telecommunications, Inc.  
Dated August 31, 2003**

Pursuant to this Amendment, (the "Amendment"), XO Communications Services, Inc. ("XOCS"), and BellSouth Telecommunications, Inc. ("BellSouth"), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties dated August 31, 2003 ("Agreement") to be effective the date of the last signature executing the Amendment ("Effective Date").

WHEREAS, BellSouth and XOCS entered into the Agreement on August 31, 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 Parties agree to delete Section 20.1 of the General Terms and Conditions and replace with new Section 20.1 as follows:

20.1 Every notice, consent or approval of a legal nature, required or permitted by this Agreement shall be in writing and shall be delivered either by hand, by overnight courier or by US mail postage prepaid, or email if an email address is listed below, addressed to:

**BellSouth Telecommunications, Inc.**

BellSouth Local Contract Manager  
600 North 19<sup>th</sup> Street, 10<sup>th</sup> floor  
Birmingham, AL 35203

and

ICS Attorney  
Suite 4300  
675 West Peachtree Street  
Atlanta, GA 30375

**XO Communications Services, Inc.**

Kristin Shulman  
Executive Director - Regulatory  
810 Jorie Blvd., Suite 200  
Oak Brooke, IL 60523  
Telephone Number: 630-371-3311  
Facsimile Number: 469-461-7159

**With a copy to:**

Gegi Leeger  
Director of Agreements  
11111 Sunset Hills road  
Reston, Virginia 20190-5339  
Telephone Number: 703-547-2109  
Facsimile Number: 703-547-2300

or at such other address as the intended recipient previously shall have designated by written notice to the other Party.

2. All of the other provisions of the Agreement, dated August 31, 2003, shall remain in full force and effect.
3. Either or both of the Parties are 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.**

By: 

Name: Kristen Shore

Title: Director

Date: 1/20/06

**XO Communications Services, Inc.**

By: 

Name: Heather B. Gold

Title: SVP-Government Relations  
XO Communications, Inc.

Date: \_\_\_\_\_