

**Amendment
To the
Interconnection Agreement
Between
KMC Telecom Holdings, Inc.
and
BellSouth Telecommunications, Inc.
Dated October 6, 2000**

Pursuant to this Amendment, (the "Amendment"), KMC Telecom Holdings, Inc. (KMC Telecom), and BellSouth Telecommunications, Inc. ("BellSouth"), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties dated October 6, 2000 ("Agreement") to be effective September 14, 2004. KMC Telecom on behalf of itself and its certificated operating affiliates identified in Attachment A hereto.

WHEREAS, BellSouth and KMC Telecom entered into the Agreement on October 6, 2000, and;

WHEREAS, BellSouth and KMC Telecom are amending the Agreement to modify Local Number Portability (LNP) recovery charge pursuant to the Order in the matter of the Telephone Number Portability BellSouth Corporation Petition for Declaratory Ruling and/or Waiver, CC Docket No. 95-116, released April 13, 2004;

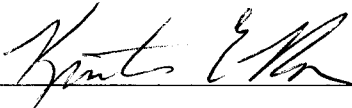
NOW, THEREFORE, in consideration of the mutual provisions contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereby covenant and agree as follows:

1. The Parties agree to delete in their entirety all rate elements and USOCs identified as "Local Number Portability charges" in Exhibit A of Attachment 2, as specified by the following USOCs: LNPCX, LNPCP, LNPCN, and LNPCC.
2. The Parties agree to add the following language to Section 7 as Section 7.3 of Attachment 2 and Section 10 as Section 10.8 of Attachment 2:
 - In addition to other charges specified in this Agreement for Local Number Portability KMC Telecom shall pay to BellSouth the Local Number Portability charges as set forth in Section 13 of the BellSouth FCC No. 1 Tariff;
3. All of the other provisions of the Agreement dated October 6, 2000 shall remain unchanged and in full force and effect.
4. 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.

Signature Page

IN WITNESS WHEREOF, the Parties have executed this Agreement the day and year written below.

BellSouth Telecommunications, Inc.

By: 
Name: KRISTEN E. LOWE
Title: DIRECTOR
Date: 8/26/04

KMC Telecom Holdings, Inc.

By: Maura Brown Johnson *RCP 8/25/04*
Name: Maura Brown Johnson
Title: Vice President & Senior Counsel
Date: 8/25/04

Attachment A

SCHEDULE OF KMC HOLDINGS, INC (KMC TELECOM) OPERATING AFFILIATES

KMC Telecom, Inc., KMC Telecom III, Inc., KMC Telecom V, Inc. (AL, LA)

KMC Telecom, Inc., KMC Telecom II, Inc., KMC Telecom III, Inc., KMC Telecom V, Inc. (FL)

KMC Telecom, Inc., KMC Telecom V, Inc. (GA)

KMC Telecom IV, Inc., KMC Telecom V, Inc. (KY)

KMC Telecom III, Inc., KMC Telecom V, Inc. (MS, SC, TN)

KMC Telecom II, Inc., KMC Telecom III, Inc., KMC Telecom V, Inc. (NC)