

**AMENDMENT
TO THE
INTERCONNECTION AGREEMENT BETWEEN
FAIRPOINT COMMUNICATIONS AND
BELL SOUTH TELECOMMUNICATIONS, INC.
DATED MARCH 3, 2000**

Pursuant to this Agreement, (the "Amendment") Fairpoint Communications ("Fairpoint") and BellSouth Telecommunications, Inc. ("BellSouth"), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties dated March 3, 2000 ("Interconnection Agreement").

NOW THEREFORE, in consideration of the mutual promises and covenants 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. Fairpoint Communications has changed the name of said business to FairPoint Communications Solutions Corp., a North Carolina corporation. The Interconnection Agreement is hereby amended to reflect the name change.
2. All of the other provisions of the Interconnection Agreement, dated March 3, 2000, shall remain in full force and effect.
3. Either or both of the Parties is authorized to submit this Amendment to each Public Service Commission 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.

FairPoint Communications Solutions Corp.

BellSouth Telecommunications, Inc.

By: Signature on file

By: Signature on file

Name: Brady Buckley

Name: Jerry D. Hendrix

Title: President & C.O.O.

Title: Senior Director

Date: 05/18/2000

Date: 06/19/2000