



Mary K. Keyer
General Attorney
Kentucky Legal Department

AT&T Kentucky
601 W. Chestnut Street
Room 407
Louisville, KY 40203

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May 11, 2010

RECEIVED

MAY 12 2010

PUBLIC SERVICE
COMMISSION

VIA EMAIL AND OVERNIGHT MAIL

Mr. Jeff Derouen
Executive Director
Kentucky Public Service Commission
211 Sower Boulevard
P.O. Box 615
Frankfort, KY 40602

Re: Notice of Express Phone Service Inc.'s Intent to Adopt the Interconnection Agreement Between BellSouth Telecommunications, Inc. and New Talk, Inc.
PSC 2010-00161

Dear Mr. Derouen:

Enclosed for filing in the above-captioned case are the original and five (5) copies of AT&T Kentucky's Response to Notice of Express Phone Service Inc.'s Adoption of the BellSouth Telecommunications-New Talk Interconnection Agreement.

Should you have any questions, please let me know.

Sincerely,


Mary K. Keyer

Enclosures

cc: Party of Record

811495

COMMONWEALTH OF KENTUCKY

BEFORE THE PUBLIC SERVICE COMMISSION

IN THE MATTER OF:

NOTICE OF EXPRESS PHONE SERVICE INC.'S)
INTENT TO ADOPT THE INTERCONNECTION)
AGREEMENT BETWEEN BELL SOUTH) Case No. 2010-00161
TELECOMMUNICATIONS, INC. AND)
NEW TALK, INC.)

**AT&T KENTUCKY'S RESPONSE TO NOTICE OF EXPRESS PHONE
SERVICE INC.'S ADOPTION OF THE BELL SOUTH
TELECOMMUNICATIONS-NEW TALK INTERCONNECTION AGREEMENT**

BellSouth Telecommunications, Inc., d/b/a AT&T Kentucky ("AT&T Kentucky"), for its response to the notice of Express Phone Service Inc.'s ("Express Phone") adoption of the interconnection agreement between BellSouth Telecommunications, Inc., and New Talk, Inc. ("New Talk"), states as follows:

Express Phone is listed as an active competitive local exchange carrier ("CLEC") on the Kentucky Public Service Commission's ("Commission") website as of October 1, 2009. Express Phone currently has a resale agreement with BellSouth Telecommunications, Inc., that covers Kentucky and other states, and expires November 2, 2011 ("Agreement").

In a letter dated February 10, 2010, attached hereto as **Exhibit A**, Express Phone requested that AT&T review Express Phone's request to adopt the interconnection agreement of New Talk, Inc. in Kentucky.¹ In a letter dated March 16, 2010, attached hereto as **Exhibit B**, AT&T denied Express Phone's requests because

¹ Express Phone made a similar request for Florida.

the company is currently operating under an approved interconnection agreement, and Section 2.3.1 of that Agreement allows termination only if Express Phone is no longer purchasing services under it.²

On April 22, 2010, without disclosing AT&T's response to its previous adoption request to AT&T, Express Phone filed with the Commission a notice of its intent to adopt the interconnection agreement of New Talk, which expires August 29, 2013. Express Phone's circumstances in April 2010 have not changed, however, from its circumstances in March 2010, when AT&T responded to Express Phone's initial request. Express Phone's Agreement is still in effect. Pursuant to the terms of that Agreement, where Express Phone continues to order services, Express Phone may not request early termination. Express Phone's request to adopt another agreement while still under its existing Agreement is premature.

The Parties agreed in Section 2.2 of the General Terms and Conditions of Express Phone's Agreement that the Parties shall commence negotiations for a subsequent agreement no earlier than 270 days and no later than 180 days prior to the expiration of the initial term of the Agreement. To allow otherwise would be contrary to the clear terms of the Parties' Agreement. The expiration of Express Phone's initial term is November 2, 2011. Express Phone may, therefore, in accordance with the terms of its Agreement, commence negotiations of a new agreement no earlier than 270 days prior to November 2, 2011, and no later than 180 days prior to November 2, 2011. Such negotiations could at that time include a request for an adoption of another CLEC's entire effective interconnection agreement.

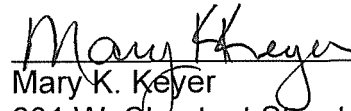
² While Express Phone may not be ordering services in Kentucky, it is continuing to order services in other states under its existing Agreement.

Express Phone cites to the Commission's Order dated February 18, 2008, in Case No. 2007-0255³ to support its filing. Nextel's case is distinguishable from Express Phone's case, however, because at the time Nextel provided its notice of adoption of the Sprint interconnection agreement on May 18, 2007, the initial term of Nextel's interconnection agreement had long since expired on June 13, 2003, and Nextel and AT&T were operating under an agreement on a month-to-month basis. Nextel was, therefore, well within its contractual rights to terminate its then existing agreement, unlike Express Phone, whose initial term does not expire until November 2, 2011. Express Phone and AT&T negotiated in good faith a binding agreement under 252(a)(1) of the Telecommunications Act of 1996 and is bound thereby.

Based on the foregoing, Express Phone's request for adoption of the New Talk interconnection agreement should be denied by this Commission. At such time as Express Phone's Agreement allows for negotiation of a new agreement, Express Phone can make such a request of AT&T at that time. In the alternative, if the Commission does not deny Express Phone's request, AT&T Kentucky requests that there be an appropriate proceeding to determine whether an adoption is appropriate under the current circumstances.

³ *Adoption by Nextel West Corp. of the Existing Interconnection Agreement by and between BellSouth Telecommunications, Inc. and Sprint Communications Company, L.P., Sprint Spectrum L.P.*

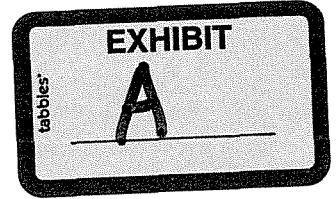
Respectfully submitted,

A handwritten signature in cursive script that reads "Mary K. Keyer". The signature is written in black ink and is positioned above a horizontal line.

Mary K. Keyer
601 W. Chestnut Street, Room 407
Louisville, KY 40203
502-582-8219
mary.keyer@att.com

COUNSEL FOR BELLSOUTH
TELECOMMUNICATIONS, INC.,
D/B/A AT&T KENTUCKY

811353



TO Contract Management
 311 S Akard
 Four AT&T Plaza, 9th floor
 Dallas, TX 75202
 Fax: 1-800-404-4548

February 10, 2010

RE Request to Adopt Interconnection Agreement

Director – Contract Management:

Pursuant to ICA Merger Commitment 7.1 under "Reducing Transaction Costs Associated with Interconnection Agreements," effective December 29, 2006, associated with the merger of AT&T Inc. and BellSouth Corp. ("ICA Merger Commitment 7.1"), Express Phone Service, Inc. ("Carrier") desires to exercise its right to adopt the existing Interconnection Agreement between Logix Communications ("Logix") and New Talk, Inc. in the state of Kentucky and, by this notice, requests AT&T to initiate a review to support this request. Carrier understands that pursuant to ICA Merger Commitment 7.1, porting of the Interconnection Agreement is subject to a variety of conditions including (without limitation) technical feasibility and state-specific pricing, terms and conditions. Carrier understands AT&T will reply in writing when its review of this porting request has been completed.

CARRIER NOTICE CONTACT INFO*	
NOTICE CONTACT NAME	Tom Armstrong
NOTICE CONTACT TITLE	President
STREET ADDRESS	1803 W. Fairfield Drive
ROOM OR SUITE	Unit 1
CITY, STATE, ZIP CODE	Pensacola, FL 32501
E-MAIL ADDRESS	tom@dei.gccoxmail.com
TELEPHONE NUMBER	850-291-6415
FACSIMILE NUMBER	850-305-1151
STATE OF INCORPORATION	Texas
TYPE OF ENTITY (corporation, limited liability company, etc.)	Corporation

Enclose proof of certification for state requested

Enclose documentation from Telcordia as confirmation of ACNA.

Enclose documentation from NECA as confirmation of OCN(s)

Enclose verification of type of entity and registration with Secretary of State.

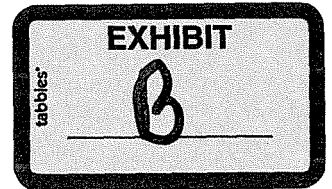
Form completed and submitted by: Mark Foster

Contact number: 512-708-8700

* All requested carrier notice contact information and documentation are required. Be aware that the failure to provide accurate and complete information may result in return of this form to you and a delay in processing your request.

Eddie A. Reed, Jr.
Director-Interconnection Agreements
AT&T Operations, Inc

AT&T Wholesale
311 S. Akard, Room 940.01
Dallas, TX 75202
Fax 800 404-4548



March 16, 2010

Mark Foster
Attorney at Law
Express Phone Service, Inc.
707 West Tenth Street
Austin, TX 78701

Re: Express Phone Service, Inc.'s Section 252(i) adoption request

Dear Mark Foster:

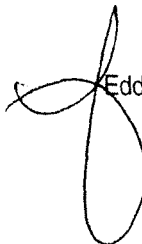
On February 10, 2010, AT&T received your letters dated February 10, 2010, via facsimile, in which Express Phone Service, Inc. ("Express Phone") requests to adopt the Interconnection Agreements between BellSouth Telecommunications, Inc. and New Talk, Inc. in the States of Florida and Kentucky ("the New Talk Agreements" or "Separate Agreements").

Our records indicate that your company is currently operating under an approved Interconnection Agreement in the State(s) of Kentucky and Florida. AT&T is unable to accept your request to adopt the Separate Agreements. Section 2.3.1 of the General Terms and Conditions of the existing agreements, indicates that Express Phone may request termination of the Agreement only if it is no longer purchasing services pursuant to this Agreement.

Terri Douglas will continue to be the AT&T Lead Negotiator assigned to Express Phone and may be reached at (205) 321-7785. Please direct any questions or concerns you may have to Terri.

AT&T looks forward to working with you to meet your business needs.

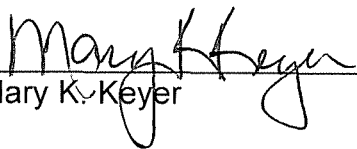
Sincerely,

 **TENA RYLANDER**
Eddie A. Reed, Jr.

CERTIFICATE OF SERVICE – PSC 2010-00161

I hereby certify that a copy of the foregoing was served on the following individual
by mailing a copy thereof, this 11th day of May 2010.

Honorable Douglas F. Brent
Stoll Keenon Ogden, PLLC
2000 PNC Plaza
500 W. Jefferson Street
Louisville, KY 40202-2828


Mary K. Keyer