

**Amendment to the  
Interconnection Agreement between  
Lightyear Communications, Inc. and  
BellSouth Telecommunications, Inc.  
Dated July 14, 2000.**

Pursuant to this Amendment ("Amendment"), Lightyear Communications, Inc. ("Lightyear") and BellSouth Telecommunications, Inc. ("BellSouth"), hereinafter referred to collectively as the "Parties", hereby agree to amend the Interconnection Agreement between BellSouth and Lightyear dated July 14, 2000 ("Interconnection Agreement").

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, Lightyear and BellSouth hereby covenant and agree as follows:

1. The following paragraphs will be added to Attachment 2 as sections 5.4.7 and 5.4.7.1 respectively:

5.4.7. 2-wire voice grade coin port, shared interoffice transport, and 2-wire analog loop. This Unbundled Coin port/loop combination is to be utilized with a payphone set capable of performing coin phone functions such as call rating, coin return, and timing within the set itself.

5.4.7.1. The Unbundled Coin port/loop combination is currently available in BellSouth's serving territory in Alabama, Florida, Georgia, Kentucky, Louisiana, Mississippi and South Carolina. BellSouth's target date for making this combination available in North Carolina and Tennessee is March 31, 2001.

2. Rates for the Unbundled Coin Port/Loop Combinations are attached hereto as Exhibit 1.

3. All other provisions of the Interconnection Agreement dated July 14, 2000 shall remain unchanged and in full force and effect until the expiration date.

4. Either or both of the Parties is authorized to submit this Amendment to the appropriate regulatory agencies 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.

**BellSouth Telecommunications, Inc.**

By: AK Follenber

**Lightyear Communications, Inc.**

By: Chris Wiley  
Resident, Inc.

Name: Greg Follensbee

Title: Senior Director

Date: 6/27/01

Name: Andy McKay

Title: President Local Services

Date: 6/8/01







**UNBUNDLED COIN PORT/LOOP COMBINATION RATE MATRIX**

|   | UEPRJ | NA     | NA     | \$1.89 | \$2.91 | NA     | \$2.47 | NA     |
|---|-------|--------|--------|--------|--------|--------|--------|--------|
| 2-WIRE COIN OUTWARD WITH OPERATOR SCREENING AND 011 BLOCKING (GA, KY, MS)   | UEPLA | NA     | NA     | NA     | NA     | NA     | NA     | NA     |
| 2-WIRE COIN OUTWARD WITH OPERATOR SCREENING AND 011 BLOCKING (LA)   | UEPSF | NA     | NA     | NA     | NA     | NA     | NA     | \$4.04 |
| 2-WIRE COIN OUTWARD WITH OPERATOR SCREENING AND 011 BLOCKING (SC)   | UEPRK | \$2.53 | \$1.48 | NA     | NA     | NA     | NA     | NA     |
| 2-WIRE COIN OUTWARD WITH OPERATOR SCREENING AND 011 BLOCKING (AL, FL)   | UEPOF | NA     | \$1.48 | NA     | NA     | NA     | NA     | NA     |
| 2-WIRE COIN OUTWARD WITH OPERATOR SCREENING AND 011 BLOCKING; WITH DIALING PARITY (MS)  | UEPMD | NA     | NA     | NA     | NA     | NA     | \$2.47 | NA     |
| 2-WIRE COIN OUTWARD WITH OPERATOR SCREENING AND BLOCKING: 011, 900/976, 1+DDD (AL, KY, LA, MS)                                | UEPRH | \$2.53 | NA     | NA     | \$2.91 | \$2.74 | \$2.47 | NA     |
| 2-WIRE COIN OUTWARD WITH OPERATOR SCREENING AND BLOCKING: 011, 900/976, 1+DDD (SC)  | UEPSJ | NA     | NA     | NA     | NA     | NA     | NA     | \$4.04 |
| 2-WIRE COIN OUTWARD WITH OPERATOR SCREENING AND BLOCKING: 900/976, 1+DDD, 011+, AND LOCAL (AL, KY, LA, MS)                    | UEPCN | \$2.53 | NA     | NA     | \$2.91 | \$2.74 | \$2.47 | NA     |
| 2-WIRE COIN OUTWARD WITH OPERATOR SCREENING AND BLOCKING: 900/976, 1+DDD, 011+, AND LOCAL (FL, GA)                            | UEPCQ | NA     | \$1.48 | \$1.89 | NA     | NA     | NA     | NA     |
| 2-WIRE COIN OUTWARD WITH OPERATOR SCREENING AND BLOCKING: 900/976, 1+DDD, 011+, AND LOCAL (SC)                                | UEPCM | \$2.53 | NA     | NA     | NA     | NA     | NA     | \$4.04 |
| 2-WIRE COIN OUTWARD WITH OPERATOR SCREENING AND BLOCKING: 900/976, 1+DDD, 011+, AND LOCAL; WITH ENHANCED CALLING OPT 3YW (SC) | UEPCP | NA     | NA     | NA     | NA     | NA     | NA     | \$4.04 |
| 2-WIRE COIN OUTWARD WITH OPERATOR SCREENING AND BLOCKING: 900/976, 1+DDD, 011+, AND LOCAL; WITH DAILING PARITY (MS)           | UEPCS | NA     | NA     | NA     | NA     | NA     | \$2.47 | NA     |





**UNBUNDLED COIN PORT/LOOP COMBINATION RATE MATRIX**

|  |       |    |    |    |    |         |    |    |    |    |    |    |
|--|-------|----|----|----|----|---------|----|----|----|----|----|----|
| 2-WIRE COIN 2-WAY WITH OPERATOR SCREENING AND 900/976 BLOCKING (GA) – ADD'L                                      | UEPGB | NA | NA | NA | NA | \$15.25 | NA | NA | NA | NA | NA | NA |
| 2-WIRE COIN 2-WAY WITH OPERATOR SCREENING AND BLOCKING: 900/976, 1+DDD, 011+, AND LOCAL (GA) – 1 <sup>ST</sup>   | UEPCH | NA | NA | NA | NA | \$22.14 | NA | NA | NA | NA | NA | NA |
| 2-WIRE COIN 2-WAY WITH OPERATOR SCREENING AND BLOCKING: 900/976, 1+DDD, 011+, AND LOCAL (GA) – ADD'L             | UEPCH | NA | NA | NA | NA | \$15.25 | NA | NA | NA | NA | NA | NA |
| 2-WIRE COIN OUTWARD WITH OPERATOR SCREENING AND 011 BLOCKING (GA, KY, MS) – 1 <sup>ST</sup>                      | UEPRJ | NA | NA | NA | NA | \$22.14 | NA | NA | NA | NA | NA | NA |
| 2-WIRE COIN OUTWARD WITH OPERATOR SCREENING AND 011 BLOCKING (GA, KY, MS) – ADD'L                                | UEPRJ | NA | NA | NA | NA | \$15.25 | NA | NA | NA | NA | NA | NA |
| 2-WIRE COIN OUTWARD WITH OPERATOR SCREENING AND BLOCKING: 900/976, 1+DDD, 011+, AND LOCAL (GA) – 1 <sup>ST</sup> | UEPCQ | NA | NA | NA | NA | \$22.14 | NA | NA | NA | NA | NA | NA |
| 2-WIRE COIN OUTWARD WITH OPERATOR SCREENING AND BLOCKING: 900/976, 1+DDD, 011+, AND LOCAL (GA) – ADD'L           | UEPCQ | NA | NA | NA | NA | \$15.25 | NA | NA | NA | NA | NA | NA |
| <b>1.2.2.1 DISCONNECT NRCs (APPLICABLE IN GA AS SPECIFIED IN Note 8)</b>   |       |    |    |    |    |         |    |    |    |    |    |    |
| 2-WIRE COIN 2-WAY WITH OPERATOR SCREENING (GA) – 1 <sup>ST</sup>   | UEPGC | NA | NA | NA | NA | \$8.45  | NA | NA | NA | NA | NA | NA |
| 2-WIRE COIN 2-WAY WITH OPERATOR SCREENING (GA) – ADD'L   | UEPGC | NA | NA | NA | NA | \$3.91  | NA | NA | NA | NA | NA | NA |
| 2-WIRE COIN 2-WAY WITH OPERATOR SCREENING AND BLOCKING: 011, 900/976, 1+DDD (GA) – 1 <sup>ST</sup>               | UEP2G | NA | NA | NA | NA | \$8.45  | NA | NA | NA | NA | NA | NA |
| 2-WIRE COIN 2-WAY WITH OPERATOR SCREENING AND BLOCKING: 011, 900/976, 1+DDD (GA) – ADD'L                         | UEP2G | NA | NA | NA | NA | \$3.91  | NA | NA | NA | NA | NA | NA |
| 2-WIRE COIN 2-WAY WITH OPERATOR SCREENING AND 011 BLOCKING (GA) – 1 <sup>ST</sup>                                | UEPGA | NA | NA | NA | NA | \$8.45  | NA | NA | NA | NA | NA | NA |
| 2-WIRE COIN 2-WAY WITH OPERATOR SCREENING AND 011 BLOCKING (GA) – ADD'L  | UEPGA | NA | NA | NA | NA | \$3.91  | NA | NA | NA | NA | NA | NA |
| 2-WIRE COIN 2-WAY WITH OPERATOR SCREENING AND 900/976 BLOCKING (GA) – 1 <sup>ST</sup>                            | UEPGB | NA | NA | NA | NA | \$8.45  | NA | NA | NA | NA | NA | NA |
| 2-WIRE COIN 2-WAY WITH OPERATOR SCREENING  | UEPGB | NA | NA | NA | NA | \$3.91  | NA | NA | NA | NA | NA | NA |

















## UNBUNDLED COIN PORT/LOOP COMBINATION RATE MATRIX

| <b>NOTES:</b>   |  |  |
|---|--|--|
| 1. The UNE Coin Port rate within this section includes all available features in GA, KY.  |  |  |
| 2. Rates within this section apply for "Currently Combined" (and "Not Currently Combined" as noted in GA) UNE Coin Port/Loop Combinations ordered by the CLEC within all MSAs of the states listed to serve end users with less than four (4) DS0 equivalent lines; and for all MSAs of the states listed, except Orlando, Ft. Lauderdale, Miami, Atlanta and New Orleans, to serve end users with four (4) or more DS0 equivalent lines.   |  |  |
| 3. As clarification, the term Dialing Parity refers to the BellSouth local calling plans that BellSouth must provide to comply with local dialing parity. The CLEC may request such a local calling scope with its UNE port/loop combination by selecting the appropriate USOC.   |  |  |
| 4. There is not a unique UNE Coin Port/Loop Combination USOC. The service is ordered by submitting the UNE Coin Port USOC.  |  |  |
| 5. Subsequent Activity is charged for service order activity after the line has been established as a UNE Combination. This charge is in addition to other applicable NRCs, such as OSS charges and installation charges.   |  |  |
| 6. This Amendment contains Deaveraged Loop Rates by Zone. Until approximately December 31, 2000 or until such time that BellSouth billing systems have been developed to handle the new zone rate structure, BellSouth will bill at the Zone 1 Deaveraged Loop rate level only. After December 31, 2000 or such time that the billing systems have been developed to handle the new zone rate structure, BellSouth will begin billing pursuant to CLEC-1's interconnection agreement. |  |  |
| 7. In Georgia the UNE Coin Port Recurring Rates within this section will apply for "Currently Combined" as well as "Not Currently Combined" Port/Loop Combinations except for the Atlanta MSA if the CLEC is serving an end user with four or more DS0 equivalent lines.  |  |  |
| 8. The nonrecurring charges in this category apply to "Not Currently Combined" UNE Coin Port/Loop Combinations in GA only, except for the Atlanta MSA if the CLEC is serving an end user with four or more DS0 equivalent lines.  |  |  |
| 9. The USOCs listed within this category will appear on the CLEC's bill with the charges listed but are not required on the Local Service Request (LSR) when ordering.  |  |  |
| 10. Rates within this section apply (1) if the CLEC is ordering a UNE Coin Port/loop Combination that is "Currently Combined" or "Not Currently Combined" to serve an end user with four or more DS0 equivalent lines in the Orlando, Ft. Lauderdale, Miami, Atlanta or New Orleans MSAs or (2) if the CLEC is ordering a UNE Coin Port/loop Combination that is "Not Currently Combined" to serve an end user in any MSA in AL, FL, KY, LA, MS or SC.                                |  |  |
| 11. The UNE Coin Port rate within this section includes all available features.   |  |  |
| 12. BellSouth currently is developing the billing capability to bill unbundled recurring port rates for this section 2.1.1. In the interim, BellSouth shall bill the recurring unbundled port rates listed in 1.1.1 of this Exhibit 1 and shall true-up the billing differences once the billing capability is developed.   |  |  |