



Florida Regulatory Relations
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September 25, 2007

Mrs. Ann Cole
Director, Division of Commission Clerk and Administrative Services
Florida Public Service Commission
2540 Shumard Oak Boulevard
Tallahassee, Florida 32399

Re: Approval of Amendment to the interconnection, unbundling, resale and collocation Agreement between BellSouth Telecommunications, Inc d/b/a AT&T Florida d/b/a AT&T Southeast and DIECA Communications, Inc d/b/a Covad Communications Company

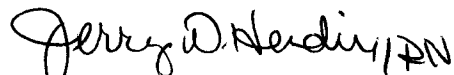
Dear Mrs. Cole:

Please find enclosed for filing and approval, the original and two copies of BellSouth Telecommunications, Inc d/b/a AT&T Florida d/b/a AT&T Southeast Amendment to interconnection, unbundling, resale and collocation Agreement with DIECA Communications, Inc d/b/a Covad Communications Company

The underlying agreement was filed on September 6, 2007 in docket 070582-TP.

If you have any questions, please do not hesitate to call Robyn Holland at (850) 577-5551.

Very truly yours,


Regulatory Vice President

**Amendment to the Agreement
Between
DIECA Communications, Inc. dba Covad Communications Company
and
BellSouth Telecommunications, Inc.
d/b/a AT&T Alabama, AT&T Florida, AT&T Georgia,
AT&T Kentucky, AT&T Louisiana, AT&T Mississippi,
AT&T North Carolina, AT&T South Carolina and
AT&T Tennessee
Dated August 24, 2007**

Pursuant to this Amendment, (the "Amendment"), DIECA Communications, Inc. dba Covad Communications Company (Covad), and BellSouth Telecommunications, Inc. d/b/a AT&T Alabama, AT&T Florida, AT&T Georgia, AT&T Kentucky, AT&T Louisiana, AT&T Mississippi, AT&T North Carolina, AT&T South Carolina and AT&T Tennessee ("AT&T"), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties dated August 24, 2007 (Agreement) to be effective upon the date of the last signature executing the Amendment (Effective Date).

WHEREAS, AT&T and Covad entered into the Agreement on August 24, 2007, 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 incorporate the rates for the 2-Wire Universal Digital Channel (UDC) Compatible Loop into Exhibit A of Attachment 2, attached as Exhibit 1 to this Amendment.
2. The Parties agree to incorporate the rates for the Physical Collocation – 2-Wire Cross Connect and the Virtual Collocation – 2-Wire Cross Connect into Exhibit B of Attachment 4, attached as Exhibit 2 to this Amendment.
3. All of the other provisions of the Agreement, dated August 24, 2007, shall remain 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.
5. In entering into this Amendment, neither Party waives, and each Party expressly reserves, any rights, remedies or arguments it may have at law or under the intervening law or regulatory change provisions in the underlying Agreement (including intervening law rights asserted by either Party via written notice predating this Amendment) with respect to any orders, decisions, legislation or proceedings and any remands thereof, which the Parties have not yet fully incorporated into this Agreement or which may be the subject of further review.

9/6/07

070582

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

**BellSouth Telecommunications, Inc.
d/b/a AT&T Alabama, AT&T Florida,
AT&T Georgia, AT&T Kentucky,
AT&T Louisiana, AT&T Mississippi,
AT&T North Carolina, AT&T South
Carolina and AT&T Tennessee**

By: *Kristen E. Shore*

Name: Kristen E. Shore

Title: Director

Date: 8/31/07

**DIECA Communications, Inc. dba
Covad Communications Company**

By: *Doug Carlen*

Name: Doug Carlen

Title: VP, Legal + Corporate Affairs

Date: 8/31/07

UNBUNDLED NETWORK ELEMENTS - Tennessee	CATEGORY	RATE ELEMENTS	Interim Zone	BCS	USOC	RATES (\$)	Svc Order Submitted Manually per LSR	Svc Order Submitted Elec per LSR	Attr. 4 Exch. B		Incremental Change - Manual Svc Order vs. Electronic-1st Add'l	Incremental Change - Manual Svc Order vs. Electronic-1st Add'l	Incremental Change - Manual Svc Order vs. Electronic-1st Add'l	Incremental Change - Manual Svc Order vs. Electronic-1st Add'l		
									Nonrecurring Disconnect First						OSS Rates(\$)	
									Rec	Add'l					SOMAN	SOMAN
PHYSICAL COLLOCATION																
Cross Connects (Cross Connects, Co-Carrier Cross Connects, and Ports)																
				UEANL, UEQ, UNCHX, UEA, UCL, UAL, UHL, UDN, UNCVX, UDC												
		Physical Collocation - 2-wire cross-connect, loop, provisioning		PEIP2		31.92										
VIRTUAL COLLOCATION																
Cross Connects (Cross Connects, Co-Carrier Cross Connects, and Ports)																
				UEANL, UEA, UDN, UAL, UHL, UCL, UEQ, UNCVX, UNCDX, UNCHX, UDC												
		Virtual Collocation - 2-wire cross-connect, loop, provisioning		UEAC2		9.90										
						11.62										
						10.36										
						8.86										
						2.07										
						2.81										
						1.41										