Amendment to the Agreement Between American Fiber Network, Inc. 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, and AT&T South Carolina Dated March 11, 2005

Pursuant to this Amendment, (the "Amendment"), American Fiber Network, Inc. ("CUSTOMER"), 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, and AT&T South Carolina (hereinafter referred to "AT&T"), hereinafter referred to collectively as the "Parties", hereby agree to amend that certain Commercial Agreement between the parties dated March 11, 2005 ("Agreement") to be effective on November 1, 2008.

WHEREAS, AT&T and CUSTOMER entered into the Agreement on March 11, 2005, 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. <u>AT&T-9STATE</u> is defined as AT&T in the states of Alabama, Florida, Georgia, Kentucky, Louisiana, Mississippi, North Carolina, and South Carolina.
- 2. Section 4.1.5 of Attachment 1 is hereby deleted in its entirety and replaced with the following:
 - 4.1.5 The rates for End Office Switching, Tandem Switching and Common Transport are applied based on their use in the transport of an originated or terminated call. Originated calls shall utilize these pricing elements until the terminating end office is reached for an AT&T or resale End User terminated call or until the call reaches the network of a third party on a third party terminated call.
- 3. The Parties agree to delete in entirety all rates associated with the USOC URECU identified as "Wholesale Access Line Platform (Coin) Usage (Flat Rate)" in Exhibit A of Attachment 1 of the Agreement and replace them with the rates set forth in Exhibit A attached hereto.
- 4. Except as modified herein, all of the other provisions of the Agreement, dated March 11, 2005, shall remain in full force and effect.
- 5. In entering into this Amendment, neither Party waives, and each Party expressly reserves, any rights, remedies or arguments it may have at law.
- 6. This Amendment shall not modify or extend the Effective Date or Term of the underlying Agreement, but rather, shall be coterminous with such Agreement.

Coin Usage Amendment/<u>AT&T-9STATE</u> Signature Page CUSTOMER Version – 10/09/08

American Fiber Network, Inc.

By: RAEHA Name: Rogert E HEATH Title: EVP Date: 12/12/05

AT&T Al At&t K	th Telecommunications, Inc. d/b/a labama, AT&T Florida, AT&T Georgia, entucky, AT&T Louisiana, AT&T ppi, AT&T North Carolina, and AT&T arolina by AT&T Operations, Inc., their zed agent
By:	Euclim
Name:	Eddie A. Reed, Jr.
Title:	Director - Interconnection Agreements
Date:	1-20-09

	OCN #	
ALABAMA	764E	
Florida	401E	
GEORGIA	601E	
KENTUCKY	602E	
LOUISIANA	720D	

	<u>OCN #</u>
MISSISSIPPI	404E
NORTH CAROLINA	827A
SOUTH CAROLINA	681E

ACNA: AFW

[CCCS Amendment 2 of 10]

UNBUNDLE	D NETWORK ELEMENTS - Alabama												А	ttachment: 1	1 Exhibit: A	
CATEGORY	RATE ELEMENTS	Interi m	Zone	BCS	USOC			RATES (\$)			Submitted Elec	Svc Order Submitted Manually	Charge - Manual Svc Order vs. Electronic-	Order vs. Electronic-	Charge - Manual Svc Order vs. Electronic-	Charge - Manual Svc Order vs. Electronic-
									r		per LSR	per LSR	1st	Add'l	Disc 1st	Disc Add'l
						Rec	Nonree	curring	Nonrecurring	g Disconnect			OSS	RATES (\$)		
							First	Add'l	First	Add'l	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
DS0 Wholesa	e Local Voice Platform Services															
ADDIT	IONAL UNE COIN PORT/LOOP (RC)															
	UNE Coin Port/Loop Combo Usage (Flat Rate)			UEPCO	URECU	0.00										

UNBUNDLE	D NETWORK ELEMENTS - Florida												А	ttachment: 1	Exhibit: A	
CATEGORY	RATE ELEMENTS	Interi m	Zone	BCS	USOC			RATES (\$)			Submitted Elec	Svc Order Submitted	Charge - Manual Svc Order vs.	Incremental Charge - Manual Svc Order vs. Electronic- Add'l	Charge - Manual Svc Order vs.	Incremental Charge - Manual Svc Order vs. Electronic- Disc Add'I
						Rec	Nonree		Nonrecurring				OSS F	RATES (\$)		
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	Local Voice Platform Services															
	ONAL UNE COIN PORT/LOOP (RC) UNE Coin Port/Loop Combo Usage (Flat Rate)			UEPCO	URECU	0.00										
	one contront cop combo caage (that Nate)				UNLOU	0.00										

UNBUNDLE	D NETWORK ELEMENTS - Georgia												А	ttachment: 1	Exhibit: A	
CATEGORY	RATE ELEMENTS	Interi m	Zone	BCS	USOC			RATES (\$)			Submitted Elec	Svc Order Submitted	Charge - Manual Svc Order vs.	Incremental Charge - Manual Svc Order vs. Electronic- Add'l	Charge - Manual Svc Order vs.	Incremental Charge - Manual Svc Order vs. Electronic- Disc Add'I
						Rec	Nonree		Nonrecurring				OSS F	RATES (\$)		
		_					First	Add'l	First	Add'l	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
	Local Voice Platform Services															
	ONAL UNE COIN PORT/LOOP (RC) UNE Coin Port/Loop Combo Usage (Flat Rate)			UEPCO	URECU	0.00										
					5	0.00										

JNBUNDLE	D NETWORK ELEMENTS - Kentucky												A	ttachment: 1		Exhibit
													Incremental	Incremental	Incremental	Increme
													Charge -	Charge -	Charge -	Charg
								RATES (\$)			Svc Order	Svc Order	Manual Svc	Manual Svc	Manual Svc	Manual
		Interi	_								Submitted	Submitted	Order vs.	Order vs.	Order vs.	Order
CATEGORY	RATE ELEMENTS	m	Zone	BCS	USOC						Elec	Manually	Electronic-	Electronic-	Electronic-	Electron
											per LSR	per LSR	1st	Add'l	Disc 1st	Disc Ad
						Rec	Nonre	ecurring	Nonrecurrin	g Disconnect			OSS I	RATES (\$)		
						-	First	Add'l	First	Add'l	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMA
S0 Wholesal	e Local Voice Platform Services							-		-						
	IONAL UNE COIN PORT/LOOP (RC)															
	UNE Coin Port/Loop Combo Usage (Flat Rate)			UEPCO	URECU	0.00										
											1					

UNBUNDLE	D NETWORK ELEMENTS - Louisiana												А	ttachment: 1	1 Exhibit: /	
CATEGORY	RATE ELEMENTS	Interi m	Zone	BCS	USOC			RATES (\$)			Submitted Elec	Svc Order Submitted	Charge - Manual Svc Order vs.	Incremental Charge - Manual Svc Order vs. Electronic- Add'l	Charge - Manual Svc Order vs.	Incremental Charge - Manual Svc Order vs. Electronic- Disc Add'l
						Rec	Nonree		Nonrecurring				OSS F	RATES (\$)		
							First	Add'l	First	Add'l	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
	Local Voice Platform Services															
	ONAL UNE COIN PORT/LOOP (RC) UNE Coin Port/Loop Combo Usage (Flat Rate)			UEPCO	URECU	0.00										
	Char Coint Grazoop Combo Csage (That Nate)	1			UNLOU	0.00										

UNBUNDLE	D NETWORK ELEMENTS - Mississippi												А	ttachment: 1	1 Exhibit: A	
								RATES (\$)				Svc Order	Charge - Manual Svc		Charge - Manual Svc	Charge - Manual Svc
CATEGORY	RATE ELEMENTS	Interi	Zone	BCS	USOC						Submitted Elec			Order vs. Electronic-	Order vs.	Order vs. Electronic-
		m										per LSR	1st	Add'l	Disc 1st	Disc Add'l
						Rec	Nonree		Nonrecurring					RATES (\$)		
		_					First	Add'l	First	Add'l	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
	e Local Voice Platform Services															
	IONAL UNE COIN PORT/LOOP (RC)															
	UNE Coin Port/Loop Combo Usage (Flat Rate)			UEPCO	URECU	0.00										

UNBUNDLE	D NETWORK ELEMENTS - North Carolina												А	ttachment: 1		Exhibit: A
CATEGORY	RATE ELEMENTS	Interi m	Zone	BCS	USOC			RATES (\$)			Submitted Elec	Svc Order Submitted	Charge - Manual Svc Order vs.	Incremental Charge - Manual Svc Order vs. Electronic- Add'l	Charge - Manual Svc Order vs.	Incremental Charge - Manual Svc Order vs. Electronic- Disc Add'I
						Rec	Nonree		Nonrecurring				OSS F	RATES (\$)		
							First	Add'l	First	Add'l	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
	Local Voice Platform Services															
	ONAL UNE COIN PORT/LOOP (RC) UNE Coin Port/Loop Combo Usage (Flat Rate)			UEPCO	URECU	0.00										

UNBUNDLE	D NETWORK ELEMENTS - South Carolina												А	ttachment: 1	Exhibit: A	
CATEGORY	RATE ELEMENTS	Interi m	Zone	BCS	USOC		s	Submitted Elec	Svc Order Submitted Manually	Charge - Manual Svc Order vs. Electronic-	Order vs. Electronic-	Charge - Manual Svc Order vs. Electronic-	Charge - Manual Svc Order vs. Electronic-			
						Rec	Nonre	curring	Nonrecurring	g Disconnect	per LSK	per LSR	1st OSS F	Add'l	Disc 1st	Disc Add'l
							First	Add'l	First	Add'l	SOMEC	SOMAN	SOMAN	SOMAN	SOMAN	SOMAN
	 e Local Voice Platform Services ONAL UNE COIN PORT/LOOP (RC)															
	UNE Coin Port/Loop Combo Usage (Flat Rate)			UEPCO	URECU	0.00										