

BELLSOUTH TELECOMMUNICATIONS, INC.
 BY: Operations Manager - Pricing
 29G57, 675 W. Peachtree St., N.E.
 Atlanta, Georgia 30375
 ISSUED: JULY 30, 2008

TARIFF F.C.C. NO. 1
 929TH REVISED PAGE 1
 CANCELS 928TH REVISED PAGE 1

EFFECTIVE: JULY 31, 2008

ACCESS SERVICE
 CHECK SHEET

The Title Page and Pages 1 to 29-48 inclusive of this tariff are effective as of the date shown.

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2	254th	9.0.5	58th	27.1	5th
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4.1	32nd	9.0.5.2.2	1st	27.5.1	2nd
5	172nd	9.0.5.3	21st	27.6	6th
5.1	111th	9.0.5.4	4th	27.6.1	2nd
5.1.0.1	9th	9.1	Original	27.7	13th
5.1.1	37th	10	2nd	27.7.1	10th
5.1.2	7th	11	11th	27.7.1.1	7th
6	106th	12	16th	27.7.1.1.1	1st
6.1	40th	12.1	6th	27.7.1.2	3rd
6.2	1st	13	15th	27.7.1.3	Original
7	155th	14	7th	27.7.1.4	1st
7.1	4th	14.1	4th	27.8	3rd
8	51st	15	9th	27.9	6th
8.1	64th	16	4th	28	6th
8.2	10th	17	16th	29	8th
9	61st	18	17th	30	3rd
9.0.0.1	39th	18.1	5th	31	8th
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* New or Revised Page

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TARIFF F.C.C. NO. 1
 30TH REVISED PAGE 9.0.5.2.1
 CANCELS 29TH REVISED PAGE 9.0.5.2.1

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All BellSouth marks contained herein and as set forth in the trademarks and servicemarks section of this
 Tariff are owned by BellSouth Intellectual Property Corporation.

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ACCESS SERVICE

25 – CONTRACT TARIFFS

25.60 Contract Offer No. 57 – DS3 Extension Bundle Service Offer

25.60.1 General Description

DS3 Extension Bundle Service Offer is an access discount pricing plan that provides Customers located in the Pricing Flexibility Metropolitan Statistical Areas (MSAs) listed in Section 25.60.2 with a credit on the Monthly Recurring Charges (MRCs) listed in Section 25.60.4. Qualified services listed in Section 25.60.2 must meet the Eligibility Criteria described in Section 25.60.2.

Contract Offer No. 57 is available for subscription from July 31, 2008 to October 31, 2008. This Contract Offer is not renewable. (C)

25.60.2 Eligibility Criteria

- (A) This Contract Offer applies to the following pricing flexibility qualified access services as described in BellSouth Telecommunications Inc. (BellSouth) Tariff F.C.C. No. 1 (Subject Services):

LightGate 1 Point-to-Point (DS3) Service– Section 7

- (B) Contract Offer No. 57 is available for Subject Services located in any of the Pricing Flexibility MSAs listed below:

Birmingham, AL; Huntsville, AL; Mobile, AL; Montgomery, AL; Daytona Beach, FL; Gainesville, FL; Jacksonville, FL; Melbourne-Titusville-Palm Bay, FL; Miami-Fort Lauderdale-Hollywood, FL; Orlando, FL; Panama City, FL; Pensacola, FL; West Palm Beach-Boca Raton, FL; Atlanta, GA; Augusta, GA/SC; Columbus, GA/AL; Savannah, GA; Evansville, KY; Lexington/Fayette, KY; Louisville, KY; Owensboro, KY; Baton Rouge, LA; Lafayette, LA; Lake Charles, LA; Monroe, LA; New Orleans, LA; Shreveport, LA; Biloxi-Gulfport, MS; Jackson, MS; Asheville, NC; Charlotte-Gastonia, NC; Greensboro-Winston-Salem-High Point, NC; Raleigh-Durham, NC; Wilmington, NC; Charleston-North Charleston, SC; Columbia, SC; Greenville-Spartanburg, SC; Chattanooga, TN-GA; Clarksville-Hopkinsville, TN/KY; Knoxville, TN; Memphis, TN; and Nashville-Davidson, TN.

If the Telephone Company receives pricing flexibility relief in additional MSAs, the Customer will be able to purchase Subject Services in those areas.

EFFECTIVE: JULY 31, 2008

ACCESS SERVICE

25 – CONTRACT TARIFFS

25.60 Contract Offer No. 57 – DS3 Extension Bundle Service Offer (Cont'd)

25.60.3 Terms and Conditions

(A) Service Terms for Subject Services

Subject Services shall be subject to a minimum term commitment (Service Term) of twelve (12) to thirty-six (36) months (Transport Payment Plan (TPP) A), thirty-seven (37) to sixty (60) months (TPP B), or sixty-one (61) to ninety-six (96) months (TPP C), as applicable to the Transport Payment Plan term selected by the Customer for the relevant Subject Service. The Service Term for each Subject Service shall begin on the billing date of that Subject Service.

Upon expiration of the Service Term, the Subject Service(s) shall be provided under the prevailing monthly extension rates described in Sections 7 and 23, unless the Customer:

- (1) Selects from the TPP options listed in Sections 7 and 23; or
- (2) Disconnects the Subject Service(s).

(B) General Terms and Conditions

- (1) Subject Services provided under this Contract Offer are subject to certain rates, charges, and general terms and conditions described in Sections 2, 5, and 13, as applicable.
- (2) To subscribe to this Contract Offer, Customers must submit a signed LOS to the Telephone Company.
- (3) Within sixty (60) days after submitting its signed LOS, the Customer must submit its access order(s) pursuant to this Contract Offer. The Customer may submit additional access orders to purchase new Subject Services until November 30, 2008, provided that all new Subject Services purchased must have an installation completion date on or before December 31, 2008 to be eligible for this Contract Offer. However, Subject Services that are ordered no later than November 30, 2008, but are assigned completion dates beyond December 31, 2008 as a result of Telephone Company reasons, shall be eligible for this Contract Offer. (C)