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April 28, 2015

By Messenger

Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

Re: Submission of Contract Pursuant to 47 U.S.C. § 211 and 47 C.F.R. § 43.51

Dear Ms. Dortch:

Pursuant to § 211 (a) of the Communications Act of 1934, as amended, and § 43.51 of the Commission's rules, AT&T hereby files an amendment to the agreement between AT&T and U.S. TelePacific Corp. The amendment adds ICG ChoiceCom, L.P. in the state of Texas, as a wholly owned affiliate, to the Local Wholesale Complete Agreement in the states of California and Nevada. If you have any questions, please do not hesitate to contact me at (202) 457-2040.

Sincerely,

/s/ William Roughton
General Attorney
AT&T Services, Inc.

AMENDMENT

BETWEEN

NEVADA BELL TELEPHONE COMPANY d/b/a AT&T NEVADA AND
AT&T WHOLESALE, PACIFIC BELL TELEPHONE COMPANY d/b/a AT&T
CALIFORNIA AND SOUTHWESTERN BELL TELEPHONE COMPANY
d/b/a AT&T CALIFORNIA

AND

U.S. TELEPACIFIC CORP., ICG CHOICECOM, L.P.

Signature: eSigned - Russell ShipleySignature: eSigned - William A. BockelmanName: eSigned - Russell Shipley
(Print or Type)Name: eSigned - William A. Bockelman
(Print or Type)Title: Title: EVP Network and Wholesale
(Print or Type)Title: Director
(Print or Type)Date: 06 Mar 2015Date: 18 Mar 2015U.S. TelePacific Corp.
ICG ChoiceCom, L.P.Nevada Bell Telephone Company d/b/a AT&T
NEVADA and AT&T Wholesale, Pacific Bell
Telephone Company d/b/a AT&T CALIFORNIA and
Southwestern Bell Telephone Company d/b/a AT&T
TEXAS by AT&T Services, Inc., its authorized agent

State	Resale OCN	ULEC OCN
CALIFORNIA	7896	7453
NEVADA	7896	4652
TEXAS	7088	7087

Description	ACNA Code(s)
ACNA(s)	TFU, SHO



February 5, 2015

Russell Shipley
EVP Network and Wholesale
515 S. Flower Street
47th Floor
Los Angeles, CA 90071

Dear Russell Shipley:

U.S. TelePacific Corp. ("Carrier") and one or more of the AT&T Inc. owned ILECs ("**AT&T-21STATE**") are Parties to a commercial Local Wholesale Complete™ ("LWC™") agreement ("LWC Agreement") that was originally effective on May 11, 2009 and was subsequently extended via amendment until October 31, 2017.

The Parties hereby agree to amend the above referenced LWC Agreement to add ICG ChoiceCom, L.P. (a Delaware Limited Partnership), an affiliate of U.S. TelePacific Corp., as a Party to the above referenced LWC Agreement ("Letter Amendment"). The attached Pricing Sheet lists the rates for the State of Texas, being added via this Letter Amendment, and is hereby incorporated into the above referenced LWC Agreement.

The Parties agree to add the following language as Section 44.0 to the General Terms and Conditions of the above referenced LWC Agreement.

44.0 Joint and Several Liability

- 44.1 In the event that CARRIER consists of two (2) or more separate entities as set forth in this Agreement and/or any Amendments hereto, or any third party places orders under this Agreement using CARRIER's company codes or identifiers, all such entities shall be jointly and severally liable for CARRIER's obligations under this Agreement.

This Letter Amendment shall not modify or extend the Effective Date or Term of the above referenced LWC Agreement, but rather shall be coterminous with such agreement.

This Letter Amendment will be effective upon both Parties' execution of this Letter Amendment.

Except as set forth in this Letter Amendment, the terms and conditions of the above referenced LWC Agreement remain unchanged by this Letter Amendment.

AT&T-21STATE will file a copy of the fully executed Letter Amendment with the FCC under 47 U.S.C. § 211.

PRICING SHEETS

Attachment	State	Product	Rate Element Description	COS (Class of Service)	USOC	Zone	Monthly Recurring Charge (MRC)	Non- Recurring Charge (NRC) First	Non- Recurring Charge (NRC) Additional	Per Unit
LWC	TX	LWCALRATE	Wholesale Complete-measured Line-Port with Loop-Business		U5RBX		\$34.00	\$0.00	\$0.00	per line
LWC	TX	LWCALRATE	Wholesale Complete-measured Line-Port with Loop-Residence		U5RRX		\$28.00	\$0.00	\$0.00	per line
LWC	TX	COIN LWCALRATE	ACC - Private Coin - Flat - Two Way LEVEL-1		U6J	1	\$30.00	\$0.00	\$0.00	per line
LWC	TX	COIN LWCALRATE	ACC - Private Coin - Flat - Two Way LEVEL-2		U6J	2	\$30.00	\$0.00	\$0.00	per line
LWC	TX	COIN LWCALRATE	ACC - Private Coin - Flat - Two Way LEVEL-3		U6J	3	\$30.00	\$0.00	\$0.00	per line
LWC	TX	COIN LWCALRATE	ACC - Private Coin - Flat - Two Way LEVEL-4		U6J	4	\$30.00	\$0.00	\$0.00	per line
LWC	TX	COIN LWCALRATE	ACC - Private Coin - Unbundled Measured - Two Way LEVEL 1		U7Q	1	\$30.00	\$0.00	\$0.00	per line
LWC	TX	COIN LWCALRATE	ACC - Private Coin - Unbundled Measured - Two Way LEVEL 2		U7Q	2	\$30.00	\$0.00	\$0.00	per line
LWC	TX	COIN LWCALRATE	ACC - Private Coin - Unbundled Measured - Two Way LEVEL 3		U7Q	3	\$30.00	\$0.00	\$0.00	per line
LWC	TX	COIN LWCALRATE	ACC - Private Coin - Unbundled Measured - Two Way LEVEL 4		U7Q	4	\$30.00	\$0.00	\$0.00	per line
LWC	TX	COIN LWCALRATE	ACC - COPT - Unbundled - Flat - Two Way - Local LEVEL 1		U6Y	1	\$30.00	\$0.00	\$0.00	per line
LWC	TX	COIN LWCALRATE	ACC - COPT - Unbundled - Flat - Two Way - Local LEVEL 2		U6Y	2	\$30.00	\$0.00	\$0.00	per line
LWC	TX	COIN LWCALRATE	ACC - COPT - Unbundled - Flat - Two Way - Local LEVEL 3		U6Y	3	\$30.00	\$0.00	\$0.00	per line
LWC	TX	COIN LWCALRATE	ACC - COPT - Unbundled - Flat - Two Way - Local LEVEL 4		U6Y	4	\$30.00	\$0.00	\$0.00	per line
LWC	TX	COIN LWCALRATE	ACC - Private Coinless - Unbundled - Outward - Inmate-Commission LEVEL 1		U1J	1	\$30.00	\$0.00	\$0.00	per line
LWC	TX	COIN LWCALRATE	ACC - Private Coinless - Unbundled - Outward - Inmate-Commission LEVEL 2		U1J	2	\$30.00	\$0.00	\$0.00	per line
LWC	TX	COIN LWCALRATE	ACC - Private Coinless - Unbundled - Outward - Inmate-Commission LEVEL 3		U1J	3	\$30.00	\$0.00	\$0.00	per line
LWC	TX	COIN LWCALRATE	ACC - Private Coinless - Unbundled - Outward - Inmate-Commission LEVEL 4		U1J	4	\$30.00	\$0.00	\$0.00	per line
LWC	TX	OPTIONAL SERVICES	Privacy Manager per Port-Business		UKLBX		\$3.50	\$0.00	\$0.00	per port
LWC	TX	OPTIONAL SERVICES	Privacy Manager per Port-Residence		UKLRX		\$3.50	\$0.00	\$0.00	per port
LWC	TX	LWC USAGE	Originating		ZZUWC		\$0.002000	NA	NA	MOU
LWC	TX	LWC USAGE	Terminating		ZZUWC		\$0.002000	NA	NA	MOU
LWC	TX	LWC USAGE	Originating - Coin		ZZULS		\$0.002000	NA	NA	per line
LWC	TX	LWC USAGE	Terminating - Coin		ZZULS		\$0.002000	NA	NA	per line
LWC	TX	LWC USAGE	MOU CAP		ZZUCC		1,500			
LWC	TX	OPTIONAL EAS FUNCTIONALITY	Optional Calling Area (Two-way EAS) additive		OPXEX		\$8.00	NA	NA	
LWC	TX	OPTIONAL EAS FUNCTIONALITY	One Way EAS for Analog Port described in EACS TX GenExch Tariff (with 2-way EAS)		EXCAQ		\$3.00	\$0.00	\$0.00	
LWC	TX	OPTIONAL EAS FUNCTIONALITY	Metro Calling Plan on Analog Port described in TX GenExch Tariff		EXCAP		\$3.00	\$0.00	\$0.00	
LWC	TX	OPTIONAL EAS FUNCTIONALITY	Optional One-way EAS for Analog Port for Exchanges listed in TX GenExch Tariff EACS		EXCAE		\$3.00	\$0.00	\$0.00	
LWC	TX	OPTIONAL EAS FUNCTIONALITY	Optional One-way EAS for Analog Port for Exchanges listed in TX GenExch Tariff EACS		EXCAF		\$3.00	\$0.00	\$0.00	
LWC	TX	OPTIONAL EAS FUNCTIONALITY	Optional One-way EAS for Analog Port for Exchanges listed in TX GenExch Tariff EACS		EXCAT		\$3.00	\$0.00	\$0.00	

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Attachment	State	Product	Rate Element Description	COS (Class of Service)	USOC	Zone	Monthly Recurring Charge (MRC)	Non- Recurring Charge (NRC) First	Non- Recurring Charge (NRC) Additional	Per Unit
LWC	TX	OPTIONAL EAS FUNCTIONALITY	Optional One-way Calling Area-Region (Angleton TX)		EXCAR		\$3.00	\$0.00	\$0.00	
LWC	TX	OPTIONAL EAS FUNCTIONALITY	Optional One-way Calling Area-Region (Galveston TX)		EXCAB		\$3.00	\$0.00	\$0.00	
LWC	TX	OPTIONAL EAS FUNCTIONALITY	Optional One-way Calling Area-Region (San Augustine TX or Center TX)		EXCAD		\$3.00	\$0.00	\$0.00	
LWC	TX	SERVICE ORDER CHARGES	Record Order for Wholesale Complete per Order		NRFBW		NA	\$7.50	\$0.00	per LSR
LWC	TX	SERVICE ORDER CHARGES	Manual Service Order Charge				NA	\$50.00	\$0.00	per LSR
LWC	TX	OTHER CHARGES	Service Order Expedite Request - per incident				NA	200.00	\$0.00	per incident
LWC	TX	OTHER CHARGES	Bill Inquiry (per claim)				NA	\$25.00	\$0.00	per claim
LWC	TX	OTHER CHARGES	Non-EFI (electronic funds interface/transfer)				NA	\$25.00	\$0.00	per incident
LWC	TX	OTHER CHARGES	Paper CABS Bill Charge				NA	\$25.00	\$0.00	per incident
LWC	TX	OTHER CHARGES	Duplicate CABS Bill Charge				NA	\$25.00	\$0.00	per incident
LWC	TX	OTHER CHARGES	Flat Rate False Dispatch Charge				NA	\$75.00	\$0.00	per incident
LWC	TX	OTHER CHARGES	False Tech Dispatch				NA	\$75.00	\$0.00	per incident
LWC	TX	ALTERNATELY BILLED TRAFFIC	Accounts Receivable Discount Off Retail Tariff		28O		0.00%	NA	NA	
LWC	TX	ALTERNATELY BILLED TRAFFIC	Billing & Collect Credit per message		28O		\$0.05	NA	NA	per message
LWC	TX	DIRECTORY ASSISTANCE	Directory Assistance (DA) blended Rate for 1		ZZUO3		\$0.41	NA	NA	per call
LWC	TX	DIRECTORY ASSISTANCE	Directory Assistance (DA) blended Rate for 1 - Coin		ZZUO3		\$0.41	NA	NA	per call
LWC	TX	DIRECTORY ASSISTANCE	Directory Assistance Call Completeion (DACC) per call		ZZUO7		\$0.15	NA	NA	per port
LWC	TX	DIRECTORY ASSISTANCE	Directory Assistance Call Completeion (DACC) per call - Coin		ZZUO7		\$0.15	NA	NA	per port
LWC	TX	DIRECTORY ASSISTANCE	National DA (NDA) per call		ZZUO5		\$0.65	NA	NA	per call
LWC	TX	DIRECTORY ASSISTANCE	Business Search Category (BCS) per call		ZZUOB		\$0.65	NA	NA	per call
LWC	TX	DIRECTORY ASSISTANCE	Reverse Directory Assistance (RDA)		ZZUO8		\$0.65	NA	NA	per call
LWC	TX	DIRECTORY ASSISTANCE	National DA (NDA) per call - Coin		ZZUO5		\$0.65	NA	NA	per port
LWC	TX	DIRECTORY ASSISTANCE	Business Search Category (BCS) per call - Coin		ZZUOB		\$0.65	NA	NA	MOU
LWC	TX	DIRECTORY ASSISTANCE	Reverse Directory Assistance (RDA) - Coin		ZZUO8		\$0.65	NA	NA	MOU
LWC	TX	DIRECTORY ASSISTANCE	Directory Assistance Non-Pub Emergency Service				\$2.00	NA	NA	per call
LWC	TX	DIRECTORY ASSISTANCE	Directory Assistance Non-Pub Emergency Service - Coin				\$2.00	NA	NA	per call
LWC	TX	BRANDING - DIRECTORY ASSISTANCE	Directory Assistance-Branding Initial/Subsequent Load		NRBDG		NA	\$1,800.00	\$1,800.00	per line
LWC	TX	BRANDING - DIRECTORY ASSISTANCE	Directory Assistance-Branding Initial/Subsequent Load - Coin		NRBDG		NA	\$1,800.00	\$1,800.00	per line
LWC	TX	BRANDING - DIRECTORY ASSISTANCE	Directory Assistance-Branding per Call		ZZUCB		\$0.030000	NA	NA	per call
LWC	TX	BRANDING - DIRECTORY ASSISTANCE	Directory Assistance-Branding per Call - Coin		ZZUCB		\$0.030000	NA	NA	per call
LWC	TX	BRANDING - DIRECTORY ASSISTANCE	Directory Assistance -Rate Reference-Initial Load		NRBDL		NA	\$5,000.00	NA	per LSR
LWC	TX	BRANDING - DIRECTORY ASSISTANCE	Directory Assistance -Rate Reference-Initial Load - Coin		NRBDL		NA	\$5,000.00	NA	per LSR
LWC	TX	BRANDING - DIRECTORY ASSISTANCE	Directory Assistance-Rate Reference-Subsequent Load		NRBDM		NA	\$1,500.00	NA	per load
LWC	TX	BRANDING - DIRECTORY ASSISTANCE	Directory Assistance-Rate Reference-Subsequent Load - Coin		NRBDM		NA	\$1,500.00	NA	per load
LWC	TX	DIRECTORY LISTINGS	Non-List, No-Pub, Foreign, enhanced, additional, alternate or other special listing type							
LWC	TX	OPERATOR SERVICES	Operated Services-Fully Automated Call Processing (Per Completed automated call)		ZZUO1		\$0.15	NA	NA	per completed call
LWC	TX	OPERATOR CALL PROCESSING	Operated Services-Fully Automated Call Processing (Per Completed automated call) - Coin		ZZUO1		\$0.15	NA	NA	per completed call

PRICING SHEETS

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LWC	TX	OPERATOR CALL PROCESSING	Operator Services-Operator Assisted Call Processing (per work second)		ZZUO2		\$0.030000	NA	NA	per incident
LWC	TX	OPERATOR CALL PROCESSING	Operator Services-Operator Assisted Call Processing (per work second) - Coin		ZZUO2		\$0.030000	NA	NA	per incident
LWC	TX	BRANDING - OPERATOR CALL PROCESSING	Operator Services - Facilities Based Branding Initial/Subsequent Load		NRBDG		NA	\$1,800.00	\$1,800.00	per load
LWC	TX	BRANDING - OPERATOR CALL PROCESSING	Operator Services - Facilities Based Branding Initial/Subsequent Load - Coin		NRBDG		NA	\$1,800.00	\$1,800.00	per load
LWC	TX	BRANDING - OPERATOR CALL PROCESSING	Operator Services - Facilities Based Branding - Per Call (Line # based. When unbundled switching is used or when more than one brand required on same trunk group)		ZZUCB		\$0.030000	\$0.00	NA	per call
LWC	TX	BRANDING - OPERATOR CALL PROCESSING	Operator Services - Facilities Based Branding - Per Call (Line # based. When unbundled switching is used or when more than one brand - required on same trunk group) - Coin		ZZUCB		\$0.030000	\$0.00	NA	per call
LWC	TX	BRANDING - OPERATOR CALL PROCESSING	Operator Services - Facilities Based Rate Reference - Initial Load		NRBDL		NA	\$5,000.00	NA	per load
LWC	TX	BRANDING - OPERATOR CALL PROCESSING	Operator Services - Facilities Based Rate Reference - Initial Load Coin		NRBDL		NA	\$5,000.00	NA	per load
LWC	TX	BRANDING - OPERATOR CALL PROCESSING	Operator Services - Facilities Based Rate Reference - Subsequent Rater Load or Reference Load		NRBDM		NA	\$1,500.00	NA	per load
LWC	TX	BRANDING - OPERATOR CALL PROCESSING	Operator Services - Facilities Based Rate Reference - Subsequent Rater Load or Reference Load - Coin		NRBDM		NA	\$1,500.00	NA	per load