

BELLSOUTH TELECOMMUNICATIONS, INC.
 BY: Operations Manager - Pricing
 29G57, 675 W. Peachtree St., N.E.
 Atlanta, Georgia 30375
 ISSUED: DECEMBER 10, 2003

TARIFF F.C.C. NO. 1
 640TH REVISED PAGE 1
 CANCELS 639TH REVISED PAGE 1

EFFECTIVE: DECEMBER 11, 2003

ACCESS SERVICE
 CHECK SHEET

The Title Page and Pages 1 to 29-6 inclusive of this tariff are effective as of the date shown.

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1	640th*	22.1	4th	57	4th
1.1	1st	23	7th	58	4th
2	194th	24	7th	59	7th
2.1	62nd	25	9th	60	9th
3	66th	26	Original	61	3rd
3.1	9th	27	4th	62	7th
4	159th	27.0.1	2nd	63	3rd
4.1	10th	27.1	4th	63.1	3rd
5	132nd	27.2	7th	64	4th
5.1	89th	27.3	4th	65	7th
5.1.1	23rd	27.4	4th	66	3rd
6	92nd	27.5	Original	67	8th
6.1	28th	27.5.1	Original	67.1	2nd
6.2	Original	27.6	5th	68	5th
7	123rd	27.7	10th	69	5th
8	49th	27.7.1	3rd	69.1	Original
8.1	49th	27.8	1st	70	5th
8.2	3rd	27.9	1st	70.1	1st
9	37th	28	6th	71	7th
9.0.0.1	14th	29	8th	72	11th
9.0.1	13th	30	2nd	72.1	5th
9.0.1.1	1st	31	8th	73	5th
9.0.2	7th	31.1	7th	74	7th
9.0.3	9th	32	7th	74.1	5th
9.0.3.1	1st	33	6th	75	10th
9.0.4	12th	34	6th	75.1	8th
9.0.4.1	Original	35	3rd	75.2	15th
9.0.5	33rd*	36	5th	75.2.1	1st
9.0.5.1	13th	37	5th	76	5th
9.0.5.2	1st	38	8th	77	3rd
9.1	Original	39	5th	1-1	6th
10	1st	40	7th	2-1	2nd
11	9th	41	2nd	2-2	4th
12	12th	42	6th	2-3	Original
12.1	5th	43	10th	2-4	Original
13	14th	44	7th	2-5	4th
14	6th	45	7th	2-6	1st
14.1	3rd	46	7th	2-7	1st
15	8th	47	2nd	2-8	2nd
16	3rd	48	4th	2-8.1	Original
17	14th	49	7th	2-9	1st
18	14th	50	5th	2-9.1	Original
18.1	4th	51	8th	2-10	Original
19	5th	52	4th	2-11	1st
20	13th	53	5th		
21	13th	54	8th		
21.1	Original	55	8th		

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23-604.0.1	Original	24-27.1	Original	25-40	Original
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23-606.1	1st	24-36	Original	25-50	Original
23-607	1st	24-37	Original	25-51	Original
23-608	1st	24-38	Original	25-52	Original
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23-614	2nd	25-6	Original	25-59	Original
23-614.1	Original	25-7	Original	25-60	Original
23-614.2	Original	25-8	Original	25-61	Original
23-614.3	Original	25-9	Original	25-62	Original
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24-6	2nd	25-15	Original	25-62.6	2nd
24-7	1st	25-16	Original	25-62.7	1st
24-8	2nd	25-17	Original	25-62.8	Original
24-9	Original	25-18	Original	25-62.9	1st
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24-14.1	Original	25-25	Original	25-63	Original
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24-19	1st	25-30	Original	25-68	Original
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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.
 *New or Revised Page *****

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ACCESS SERVICE
25 – Contract Tariffs

25.7.7 BellSouth ADSL Service – Promotion 5 (Cont'd)

25.7.7.2 Description (Cont'd)

- (A) For new BellSouth ADSL orders totaling 100 or more BellSouth ADSL Virtual Circuits between September 3, 2003 and February 1, 2004, customers will receive a credit of \$3 per Virtual Circuit against the monthly recurring charge stated in 23.5.2.21(A)(1) for Virtual Circuits. The total of the credit will be equal to \$3 times the number of Virtual Circuits times the number of months that the new order is installed between September 3, 2003 and February 1, 2004. Credit will appear on the customer's invoice following the end of the promotional period (February 1, 2004).

25.7.8 BellSouth ADSL Service - Promotion 6

25.7.8.1 General Regulations for Promotion 6

- (A) BellSouth ADSL Service Promotion 6 provides a special promotion for new BellSouth ADSL 44.210 Mbps Transport Capacity EUA connections used in conjunction with new LightGate service (a.k.a. BellSouth SPA Point to Point Network) orders and is valid during the period as described in 25.7.8.2 following.
- (B) The rates and charges for BellSouth ADSL EUA and LightGate service (a.k.a. BellSouth SPA Point to Point Network) are set forth in Section 23 of this tariff. The Company reserves the right to change the rates and charges for services included in Section 23 of this Tariff.
- (C) Customers will receive credits as described in 25.7.8.2 following, for monthly recurring charges incurred during the promotional period October 29, 2003 through June 30, 2004. (C)
(C)
(C)
- (D) The regulations, terms and conditions for the Special Promotion provided herein shall apply to the following Metropolitan Statistical Areas (MSAs) listed below as defined in Section 23 of the this Tariff.
- Montgomery, Daytona Beach, Gainesville, Jacksonville, Melbourne, Miami, Orlando, Pensacola, West Palm Beach, Atlanta, Savannah, Evansville, Louisville, Owensboro, Baton Rouge, Lafayette, Lake Charles, Monroe, Shreveport, Biloxi, Jackson, Charlotte, Greensboro, Raleigh-Durham, Wilmington, Chattanooga, Knoxville, Memphis, Nashville, Columbia, Birmingham, Huntsville, Mobile, Panama City, Augusta, Columbus, Lexington-Fayette, New Orleans, Asheville, Charleston, Greenville, Clarksville-Hopkinsville.

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25.7.8 BellSouth ADSL Service – Promotion 6 (Cont'd)

25.7.8.1 General Regulations for Promotion 6 (Cont'd)

- (E) At the end of the promotional period the customer may elect to retain their EUA connection at 44.210 Mbps Transport speed and LightGate service (a.k.a. BellSouth SPA Point to Point Network) at the current tariff rates or move to a DS1 connection (or multiple DS1's) at the current tariff rates with no penalty unless noted below.

(C) (x)
(C) (x)
(C) (x)

- (1) Customers who order new LightGate service (a.k.a. BellSouth SPA Point to Point Network) on a month to month basis must maintain connectivity to EUA at the customer's desire port speed for a minimum of 12 months beginning from the installation period. Early termination charges as described for LightGate service (a.k.a. BellSouth SPA Point to Point Network) in Section 7 of this Tariff and for BellSouth ADSL Service in Section 28 of this Tariff will apply for customers who disconnect prior to the 12-month minimum term.
- (2) Customers who order new LightGate service (a.k.a. BellSouth SPA Point to Point Network) via a contract or Transport Payment Plan must maintain connectivity to EUA at the 44.210 Mbps Transport speed for the minimum LightGate service (a.k.a. BellSouth SPA Point to Point Network) commitment term. Early termination charges as described for LightGate service (a.k.a. BellSouth SPA Point to Point Network) in Section 7 of this Tariff and for BellSouth ADSL Service in Section 28 of this Tariff will apply for customers who disconnect prior to the minimum term.
- (3) Customers who are currently ordering under contract or Transport Payment Plan that wish to migrate to EUA connectivity to take advantage of this Promotion must meet the following requirements. The customer must install a new LightGate service (a.k.a. BellSouth SPA Point to Point Network) in conjunction with the new BellSouth ADSL 44.210 Mbps Transport. Once they have migrated their existing PVC subs to EUA subs, the customer can disconnect their current ATM connection. Terminations charges will not apply as long as the customer has a new commitment period equal to or longer than their existing commitment period. If the customer does not sign a new commitment period equal to or longer than their existing commitment period termination charges as described for LightGate service (a.k.a. BellSouth SPA Point to Point Network) in Section 7 of this Tariff and for BellSouth ADSL Service in Section 28 of this Tariff will apply.

- (x) Issued to become effective on December 11, 2003 under authority of Special Permission NO. 03-106.

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ACCESS SERVICE
25 – Contract Tariffs

25.7.8 BellSouth ADSL Service – Promotion 6 (Cont'd)

25.7.8.2 Description for Promotion 6

- (A) EUA Connections and LightGate service (a.k.a. BellSouth SPA Point to Point Network) must be ordered under the Terms and Conditions specified following, during the period October 29, 2003 through June 30, 2004.
- (B) Customers who order new 44.210 Mbps Transport Capacity orders in conjunction with new LightGate service (a.k.a. BellSouth SPA Point to Point Network) orders and activate a minimum of 25 new EUA DSL Subscribers will receive the following credit. Credits will appear on the Customer's invoice beginning the month following the first bill for installation.
- (1) A monthly credit of 75% of the total monthly combined services as described: LightGate service (a.k.a. BellSouth SPA Point to Point Network) including Local Channel, CO Channel, Channel Interface and Mileage and EUA Connections.
- (C) For all Bulk Conversions, the VC Configuration Rearrangement Charge stated in Section 23.5.2.21(D)(1)(c) of this Tariff will be waived. However, for single conversions of PVCs, the charges described in Section 23.5.2.21(D)(1)(c) of this Tariff will still be applicable.

(C)
(C)