

EFFECTIVE: JULY 31, 2004

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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| 9.0.2 | 9th | 30 | 2nd | 72.1 | 5th |
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| 9.0.5 | 40th | 34 | 6th | 75.1 | 8th |
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| 10 | 2nd | 38 | 8th | 77 | 3rd |
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| 20 | 14th | 51 | 8th | 2-10 | Original |
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BELLSOUTH TELECOMMUNICATIONS, INC.
 BY: Operations Manager - Pricing
 29G57, 675 W. Peachtree St., N.E.
 Atlanta, Georgia 30375
 ISSUED: JULY 16, 2004

TARIFF F.C.C. NO. 1
 20TH REVISED PAGE 9.0.5.1
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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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BELLSOUTH TELECOMMUNICATIONS, INC.
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 ISSUED: JULY 16, 2004

TARIFF F.C.C. NO. 1
 17TH REVISED PAGE 9.0.5.2
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| 25-166 | Original | 28-20 | 4th | 29-5 | Original |
| 25-167 | Original | 28-21 | 1st | 29-6 | Original |
| 25-168 | Original | 28-22 | 3rd | 29-7 | Original* |
| 25-169 | Original | 28-22.1 | Original | | |
| 25-170 | Original | 28-23 | 1st | | |
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| 25-175 | Original | 28-28 | Original | | |
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| 25-177 | 2nd | 28-30 | 1st | | |
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| 25-179 | Original | 28-32 | 3rd | | |
| 25-180 | Original | 28-33 | 2nd | | |
| 26-1 | Original | 28-34 | 3rd | | |
| 26-2 | Original | 28-35 | 3rd | | |
| 26-3 | Original | 28-36 | 1st | | |
| 26-4 | Original | 28-36.1 | 1st | | |
| 26-5 | Original | 28-37 | 3rd | | |
| 26-6 | Original | 28-38 | Original | | |
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| 26-8 | Original | 28-39.1 | Original | | |
| 26-9 | Original | 28-39.2 | Original | | |
| 26-10 | Original | 28-40 | 8th | | |
| 26-11 | Original | 28-41 | 1st | | |
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| 27-1 | Original | 28-43.1 | Original | | |
| 28-1 | 2nd | 28-44 | Original | | |
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| 28-3 | Original | 28-46 | Original | | |
| 28-4 | Original | 28-47 | Original | | |
| 28-5 | Original | 28-48 | Original | | |
| 28-6 | Original | 28-49 | Original | | |
| 28-7 | Original | 28-50 | 1st | | |
| 28-8 | 1st | 28-51 | Original | | |
| 28-9 | Original | 28-52 | Original | | |
| 28-10 | 3rd | 28-53 | Original | | |
| 28-11 | Original | 28-54 | Original | | |
| 28-12 | Original | 28-55 | Original | | |
| 28-13 | 2nd | 28-56 | Original | | |
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*New or Revised Page

ACCESS SERVICE

29 – Optical Transport Access Services

29.2 Promotions

29.2.1 Special Promotion – BellSouth Wavelength Service

29.2.1.1 General Regulations

(A) A Special Promotion for BellSouth Wavelength Service will be provided for a three-month period beginning August 1, 2004, through October 31, 2004, subject to the terms and conditions set forth herein.

(B) The rates and charges for BellSouth Wavelength Service apply as set forth in this Tariff unless otherwise specified herein. The Company reserves the right to change the terms, conditions, rates and charges for BellSouth Wavelength Service in this Tariff or other sections of this Tariff during the promotional period in (A) preceding.

29.2.1.2 Promotion Description

(A) Customers must subscribe to a 12-month or greater Transport Payment Plan (TPP) for new BellSouth Wavelength Service during the period specified in 25.7.12.1(A) above in order to receive credits for two months of the applicable TPP monthly recurring charges for all rate elements associated with BellSouth Wavelength Service. Credit will be applied each month as set forth in (E) below.

(B) All TPP regulations including termination liability set forth in Section 2.4.8 of this Tariff shall apply for BellSouth Wavelength Service. In addition, a termination penalty will apply with this promotion should the customer disconnect BellSouth Wavelength Service within 12 months of establishing the service. The customer will be required to repay all credits received under this promotion and the Company will bill such amount to the customer.

(C) Credits given under this promotion are in addition to credits the customer may receive under Transport Savings Plan (TSP) or Premium Service Incentive Plan (PSIP) as provided in Section 2.4.8 of this Tariff.

(D) This promotion allows customers to receive rewards in the form of credits for BellSouth Wavelength Service. Applicable taxes will be computed based on the full tariff price for the service, and credits will be applied to the service's full tariff price. Credits will not be applied to taxes.

(E) Monthly recurring credits given under this promotion will be applied to the customer's bill 30 days in arrears (i.e., the next month's bill period).