

BELLSOUTH TELECOMMUNICATIONS, INC.
 BY: Operations Manager - Pricing
 29G57, 675 W. Peachtree St., N.E.
 Atlanta, Georgia 30375
 ISSUED: AUGUST 11, 2006

TARIFF F.C.C. NO. 1
 841ST REVISED PAGE 1
 CANCELS 840TH REVISED PAGE 1

EFFECTIVE: AUGUST 12, 2006

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

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1	841st*	9.0.4.2	1st	27.2	8th
1.1	6th	9.0.5	49th	27.3	5th
2	238th	9.0.5.1	36th	27.4	6th
2.1	89th	9.0.5.2	55th*	27.5	1st
3	79th	9.0.5.2.1	7th	27.5.1	Original
3.1	14th	9.0.5.3	9th	27.6	6th
4	176th	9.1	Original	27.6.1	1st
4.1	19th	10	2nd	27.7	12th
5	156th	11	11th	27.7.1	6th
5.1	100th	12	13th	27.7.1.1	2nd
5.1.0.1	3rd	12.1	6th	27.7.1.1.1	Original
5.1.1	31st	13	15th	27.7.1.2	1st
5.1.2	2nd	14	7th	27.7.1.3	Original
6	99th	14.1	4th	27.7.1.4	1st
6.1	36th	15	9th	27.8	2nd
6.2	1st	16	4th	27.9	3rd
7	148th	17	16th	28	6th
7.1	1st	18	17th	29	8th
8	51st	18.1	5th	30	2nd
8.1	59th	19	6th	31	8th
8.2	8th	20	15th	31.1	8th
9	55th	21	15th	32	7th
9.0.0.1	32nd	21.1	2nd	33	6th
9.0.0.1.1	Original	22	25th	34	6th
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9.0.1	24th	23	9th	36	5th
9.0.1.1	7th	23.1	Original	37	6th
9.0.2	12th	24	8th	38	8th
9.0.3	15th	25	12th	39	5th
9.0.3.1	1st	26	1st	40	7th
9.0.4	19th	27	6th		
9.0.4.0.1	7th	27.0.1	4th		

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25 – CONTRACT TARIFFS

25.16.3 Incentive Plans

(T)

25.16.3 Incentive Plan for BellSouth Optical Transport Services

25.16.3.1 General Regulations

- (A) This Incentive Plan will be offered for a nine (9) month period beginning November 15, 2005, through August 14, 2006, for new subscriptions to OC-3 and OC-12 LightGate Service (a.k.a. BellSouth SPA Point to Point Network) and OC-3 and OC-12 SMARTRing Service (a.k.a. BellSouth SPA Dedicated Ring).

This Incentive Plan is being extended an additional three (3) months for (N)
the period beginning August 15, 2006, through November 15, 2006. (N)

- (B) Rates and charges for the services in this Incentive Plan are set forth in Section 23 of this Tariff. The terms and conditions in this Incentive Plan shall apply to the following Full Service Relief Metropolitan Statistical Areas (MSAs) set forth in Section 23 of this Tariff:

- Atlanta, Baton Rouge, Biloxi, Charlotte, Chattanooga, Columbia, Daytona Beach, Evansville, Gainesville, Greensboro-Winston Salem, Jackson, Jacksonville, Knoxville, Lafayette, Lake Charles, Louisville, Memphis, Miami-Ft. Lauderdale, Monroe, Montgomery, Melbourne, Nashville-Davidson, Orlando, Owensboro, Pensacola, Raleigh-Durham, Savannah, Shreveport, Wilmington, West Palm Beach

25.16.3.2 Description

- (A) Subject to the customer meeting all terms and conditions set forth in this Incentive Plan, all orders the Company receives during the promotional period in 25.16.3.1(A) above for new subscriptions to the services below shall automatically receive the rewards herein.

- OC-3 and OC-12 LightGate Service (a.k.a. BellSouth SPA Point to Point Network) and OC-3 and C-12 SMARTRing Service (a.k.a. BellSouth SPA Dedicated Ring)

- (B) Customers subscribing to the services in (A) above under a Transport Payment Plan (TPP) B (37 to 60 months) or Plan C (61 to 96 months) shall receive a twenty percent (20%) reward provided as a credit on the TPP monthly recurring rates for the Local Channels, Nodes and Interoffice Channel mileage as shown in the chart in (D) following. Customers must submit a firm order for service with the firm order application date within the 9-month Incentive Plan period specified in 25.16.3.1(A) above. The service must be installed by August 15, 2007. (C)

For the purposes of this provision, orders for services with application dates preceding the effective date of this tariff that are cancelled subsequent to this tariff's effective date and then reordered during the 9-month Incentive Plan period shall not qualify for this Incentive Plan.

The 20% credit on TPP monthly recurring rates shall apply for the duration of the TPP term the customer selects.