



May 9, 2012

Sent Via First Class Mail

Cincinnati Bell Any Distance Inc.  
Ted Heckmann Managing Director  
221 E. 4th Street, Suite 103-1280  
Cincinnati, OH 45202

Re: Request for Amendment to Interconnection Agreements with Frontier Communications Corporation, including its subsidiaries and affiliates in the states of AL, AZ, CA, FL, GA, IA, ID, IL, IN, MI, MN, MS, NC, NE, NV, NY, NM, OH, OR, PA, SC, TN, UT, WA, WI, WV for all non-CMRS traffic.

Dear Carrier:

On November 18, 2011, the Federal Communications Commission ("FCC") released an order that makes sweeping changes to the laws governing universal service and intercarrier compensation. On December 23, 2011, the FCC released the USF/ICC Transformation Order on Reconsideration (*USF/ICC Transformation Order FCC 11-161*), in which it determined that the default intercarrier compensation methodology for all non-access telecommunications traffic exchanged between carriers and competitive Local Exchange Carriers will transition to bill and keep over the next six years beginning July 1, 2012 and the FCC urged all parties with interconnection agreements to immediately begin preparations for the July 1 effective date, including commencing discussions regarding change of law provisions, if applicable.

To this end, pursuant to the applicable provisions of the interconnection, traffic exchange, transport and termination agreements with Frontier Communications Corporation, including its subsidiaries and affiliates ("Frontier"), in the above captioned states, the ICC Transformation Orders, FCC rules, and all the applicable provisions of the Communications Act of 1934, as amended, Frontier hereby requests your agreement by signature in the space provided below incorporating paragraph one, as the next amendment in sequence to your underlying interconnection agreement, reflecting implementation of the FCC's Intercarrier Compensation Reform Timeline, with an effective date of July 1, 2012.

**NOW, THEREFORE**, in consideration of the mutual promises contained herein, the receipt and sufficiency of which are hereby acknowledged, the Parties agree as follows

1. Reciprocal Compensation. Reciprocal compensation rates in this Agreement will be phased down as provided in the *USF/ICC Transformation Order FCC 11-161 (rel. November 18, 2011)* as such order may be revised, reconsidered, modified or changed in the future. When any such revisions, reconsiderations, modifications or

changes are effective, such action shall be automatically incorporated into the Agreement. For clarity, Reciprocal compensation rates are capped effective immediately and subject to reductions pursuant to the FCC's Reform Timeline as outlined in paragraph 801 of FCC 11-161, or as such Reform Timeline may be revised, reconsidered, modified or changed in the future.

Please return this letter to the following address below within 14 business days of receipt to ensure a timely filing by Frontier on or before the effective date.

Frontier Communications  
Attn: Director, Business Operations – Carrier Services  
FCC ICC Amendment  
180 S. Clinton Avenue  
Rochester, NY 14646

Or email signature page via pdf to (all states except NV):

Roderick.cameron@ftr.com

Subject line – CLEC FCC ICC Amendment – Executed by “insert Company name”

Sincerely,



Stephen LeVan  
SVP, Carrier Sales and Services

**IN WITNESS WHEREOF**, Carrier's signature below is confirmation and agreement to the terms above as of the Amendment Effective Date.

Cincinnati Bell Any Distance Inc.

By: Ted Heckmann

Printed: Ted Heckmann

Title: Managing Director

Date: 5/21/2012

**This foregoing document was electronically filed with the Public Utilities**

**Commission of Ohio Docketing Information System on**

**6/8/2012 11:02:12 AM**

**in**

**Case No(s). 12-1787-TP-NAG**

Summary: Application for the approval of an amendment to the Interconnection Agreement between Frontier Communications, Inc. and Cincinnati Bell Any Distance, Inc. electronically filed by Ms. Rachel G Winder on behalf of Frontier Communications, Inc.