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January 24, 2008

Ms. Susan K. Duffy, Executive Director  
Kansas Corporation Commission  
1500 SW Arrowhead Road  
Topeka, Kansas 66604-4027

STATE CORPORATION COMMISSION

JAN 24 2008

*Susan K. Duffy* Docket Room

Re: Docket No. 07-SWBT-574-IAT

Dear Ms. Duffy:

Enclosed for filing with the Commission are an original and three (3) copies of an Application for Approval of a Modification to the Interconnection Agreement ("the MFN Agreement") previously approved between Southwestern Bell Telephone Company d/b/a AT&T Kansas and DIECA Communications, Inc. d/b/a Covad Communications ("Covad") on December 13, 2006 in the above-captioned docket. Also enclosed is the supporting Affidavit of Janet Arnold, Manager-Regulatory Relations.

This modification amends the MFN Agreement to extend its expiration date to December 12, 2011. The MFN Agreement, with this modification and the attachments incorporated therein, is an integrated package and is the result of negotiation and compromise. There are no outstanding issues between the parties that need the assistance of mediation or arbitration. Covad is registered as active and in good standing with the Kansas Secretary of State's office.

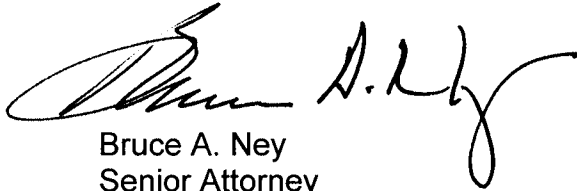
AT&T Kansas files this modification to the MFN Agreement seeking Commission approval of its terms and conditions consistent with the Federal Telecommunications Act of 1996. AT&T Kansas represents and believes in good faith that the implementation of this modification to the MFN Agreement is consistent with the public interest, convenience and necessity and does not discriminate against any telecommunications carrier. AT&T Kansas specifically requests that the Commission refrain from taking any action to change, suspend or otherwise delay implementation of this modification to the MFN Agreement, in keeping with the support for competition previously demonstrated by the Commission.

Contact information for Covad is listed below.

CLEC Officer Name:	CLEC Attorney Name:
Katherine K. Mudge	
Senior Counsel	
7000 N. Mopac Expressway, 2 <sup>nd</sup> Floor	
Austin, TX 78731	
Phone: 512-514-6380	
Fax: 512-514-6520	
E-mail: kmudge@covad.com	

The Commission's prompt attention to this matter would be appreciated.

Sincerely,

A handwritten signature in black ink, appearing to read "Bruce A. Ney". The signature is fluid and cursive, with a large initial "B" and a long, sweeping tail.

Bruce A. Ney  
Senior Attorney

Enclosures

cc: Ms. Colleen Harrell (transmittal letter only)  
Ms. Katherine Mudge

STATE CORPORATION COMMISSION

**BEFORE THE STATE CORPORATION COMMISSION  
OF THE STATE OF KANSAS**

JAN 24 2008

 Docket  
Room

Application of Southwestern Bell )  
Telephone, L.P. for Approval of )  
Interconnection Agreement Under the ) Docket No. 07-SWBT-574-IAT  
Telecommunications Act of 1996 With )  
DIECA Communications, Inc. d/b/a )  
Covad Communications (Covad) )

**APPLICATION OF SOUTHWESTERN BELL TELEPHONE COMPANY  
FOR APPROVAL OF A MODIFICATION TO INTERCONNECTION AGREEMENT**

Southwestern Bell Telephone Company d/b/a AT&T Kansas hereby files this Application for Approval of a Modification to the Interconnection Agreement (“the MFN Agreement”) under the Telecommunications Act of 1996 (“Federal Act”) between Southwestern Bell Telephone Company d/b/a AT&T Kansas and DIECA Communications, Inc. d/b/a Covad Communications (“Covad”) and would respectfully show the Kansas Corporation Commission (“Commission”) the following:

**I. INTRODUCTION**

AT&T Kansas presents to this Commission a modification to the MFN Agreement previously negotiated, executed and filed with the Commission on December 6, 2006 pursuant to the terms of the Federal Act. The Commission issued an order approving the MFN Agreement on December 13, 2006. This modification amends the MFN Agreement to extend its expiration date to December 12, 2011. A copy of the executed Amendment which reflects the parties’ agreement to incorporate this modification to the MFN Agreement is attached hereto as Attachment I.

**II. REQUEST FOR APPROVAL**

AT&T Kansas seeks the Commission's approval of this modification to the MFN Agreement, consistent with the provisions of the Federal Act. The implementation of this modification to the MFN Agreement complies fully with Section 252(e) of the Federal Act because the modifications are consistent with the Commission's previous conclusion that the MFN Agreement is consistent with the public interest, convenience and necessity and does not discriminate against any telecommunications carrier.

AT&T Kansas respectfully requests that the Commission grant expeditious approval of this modification to the MFN Agreement, without change, suspension or other delay in its implementation. The MFN Agreement, with this modification, is a bilateral agreement, reached as a result of negotiations and compromise between competitors, and the parties do not believe a docket or intervention by other parties is necessary or appropriate.

### **III. STANDARD FOR REVIEW**

The statutory standards of review are set forth in Section 252(e) of the Federal Act which provides as follows:

Section 252(e) of the Federal Act:

(e) **APPROVAL BY STATE COMMISSION**

(1) **APPROVAL REQUIRED.** -- Any interconnection agreement adopted by negotiation or arbitration shall be submitted for approval to the State commission. A State commission to which an agreement is submitted shall approve or reject the agreement, with written findings as to any deficiencies.

(2) **GROUND FOR REJECTION.** -- The State Commission may only reject --

(A) an agreement (or any portion thereof) adopted by negotiation under subsection (a) if it finds that --

(i) the agreement (or portion thereof)

discriminates against a telecommunications carrier not a party to the agreement; or

- (ii) the implementation of such agreement or portion is not consistent with the public interest, convenience, and necessity . . .


The affidavit of Janet Arnold, Manager-Regulatory Relations, establishes that the modification to the MFN Agreement submitted herein satisfies the standards for approval under the Federal Act. (Affidavit, Attachment II).

**IV. KANSAS LAW**

The negotiated and executed modification to the MFN Agreement is consistent with the Kansas regulatory statutes.

**V. CONCLUSION**

For the reasons set forth above, AT&T Kansas respectfully requests that the Commission approve this modification to the MFN Agreement previously approved.

  
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JEFFREY E. LEWIS (IL#6198060)  
BRUCE A. NEY (#15554) ◀  
MELANIE N. McINTYRE (#19945)  
220 E. Sixth Street, Room 515  
Topeka, Kansas 66603-3596  
(785) 276-8413  
(785) 276-1948 (Facsimile)  
Attorneys for Southwestern Bell Telephone  
Company d/b/a AT&T Kansas

**AMENDMENT  
to  
INTERCONNECTION AGREEMENT UNDER  
SECTIONS 251 AND 252 OF THE  
TELECOMMUNICATIONS ACT OF 1996**

**by and between**

**SOUTHWESTERN BELL TELEPHONE COMPANY**

**d/b/a  
AT&T KANSAS**

**and**

**DIECA COMMUNICATIONS, INC.**

**d/b/a  
COVAD COMMUNICATIONS**

**AMENDMENT TO  
INTERCONNECTION AGREEMENT UNDER SECTIONS 251 AND 252 OF THE  
TELECOMMUNICATIONS ACT OF 1996  
BETWEEN  
SOUTHWESTERN BELL TELEPHONE COMPANY d/b/a AT&T KANSAS  
AND  
DIECA COMMUNICATIONS, INC. d/b/a COVAD COMMUNICATIONS**

The Interconnection Agreement dated December 1, 2006 by and between Southwestern Bell Telephone Company d/b/a AT&T Kansas ("AT&T Kansas")<sup>1</sup> and DIECA Communications, Inc. d/b/a Covad Communications ("Covad") ("Agreement") effective in the State of Kansas is hereby amended as follows:

1. Section 4.0 Effective Date and Term of Agreement of the General Terms and Conditions is amended by adding the following section:
  - 4.2.2 Notwithstanding anything to the contrary in this Section 4, the original expiration date of this Agreement, as modified by this Amendment, will be extended for a period of three (3) years from December 12, 2008 until December 12, 2011 (the "Extended Expiration Date"). The Agreement shall expire on the Extended Expiration Date; provided, however, that during the period from the effective date of this Amendment until the Extended Expiration Date, the Agreement may be terminated earlier either by written notice from Covad, by AT&T Kansas pursuant to the Agreement's early termination provisions, by mutual agreement of the parties, or upon the effective date of a written and signed superseding agreement between the parties.
2. The Parties acknowledge and agree that AT&T Kansas shall permit the extension of this Agreement, subject to amendment to reflect future changes of law as and when they may arise.
3. EXCEPT AS MODIFIED HEREIN, ALL OTHER TERMS AND CONDITIONS OF THE UNDERLYING AGREEMENT SHALL REMAIN UNCHANGED AND IN FULL FORCE AND EFFECT.
4. In entering into this Amendment, neither Party waives, and each Party expressly reserves, any rights, remedies or arguments it may have at law or under the intervening law or regulatory change provisions in the underlying Agreement (including intervening law rights asserted by either Party via written notice predating this Amendment) with respect to any orders, decisions, legislation or proceedings and any remands thereof, which the Parties have not yet fully incorporated into this Agreement or which may be the subject of further review.
5. This Amendment shall be filed with and is subject to approval by the Kansas Corporation Commission and shall become effective ten (10) days following approval by such Commission.

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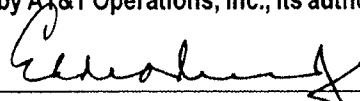
<sup>1</sup> On December 30, 2001, Southwestern Bell Telephone Company (a Missouri corporation) was merged with and into Southwestern Bell Texas, Inc. (a Texas corporation) and, pursuant to Texas law, was converted to Southwestern Bell Telephone, L.P., a Texas limited partnership. On June 29, 2007, Southwestern Bell Telephone, L.P., a Texas limited partnership, was merged with and into SWBT Inc., a Missouri corporation, with SWBT Inc. as the survivor entity. Simultaneous with the merger, SWBT Inc. changed its name to Southwestern Bell Telephone Company. Southwestern Bell Telephone Company is doing business in Kansas as "AT&T Kansas".

IN WITNESS WHEREOF, this Amendment to the Agreement was exchanged in triplicate on this 18<sup>th</sup> day of January, 2008, by AT&T Kansas, signing by and through its duly authorized representative, and Covad, signing by and through its duly authorized representative.

DIECA Communications, Inc. d/b/a Covad  
Communications

Southwestern Bell Telephone Company d/b/a AT&T  
Kansas by AT&T Operations, Inc., its authorized agent

By: 

By: 

Name: Douglas A. Carlen  
(Print or Type)

Name: EDDIE A. REED JR  
(Print or Type)

Title: SVP + General Counsel  
(Print or Type)

Title: Director - Contract Management

Date: 12/31/07

Date: 1-18-08

FACILITIES-BASED OCN # 2995

UNE OCN # \_\_\_\_\_

RESALE OCN # \_\_\_\_\_

ACNA OVC



**BEFORE THE KANSAS CORPORATION COMMISSION  
OF THE STATE OF KANSAS**

Application of Southwestern Bell )  
Telephone, L.P. for Approval of )  
Interconnection Agreement Under the ) Docket No. 07-SWBT-574-IAT  
Telecommunications Act of 1996 With )  
DIECA Communications, Inc. d/b/a )  
Covad Communications (Covad) )

**AFFIDAVIT OF JANET ARNOLD**

STATE OF KANSAS )  
 ) ss  
COUNTY OF SHAWNEE )

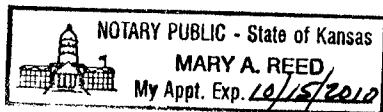
Before me, the Undersigned Authority, on the 24<sup>th</sup> day of January, 2008, personally appeared Janet Arnold of Southwestern Bell Telephone Company d/b/a AT&T Kansas who, upon being by me duly sworn on oath deposed and said the following:

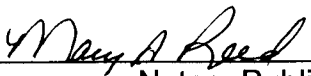
- 1. My name is Janet Arnold. I am over the age of 21, of sound mind and competent to testify to the matters stated herein. I am the Manager-Regulatory Relations for AT&T Kansas, and I have personal knowledge concerning the Interconnection Agreement ("the MFN Agreement") between AT&T Kansas and DIECA Communications, Inc. d/b/a Covad Communications which was approved by the Commission on December 13, 2006 and the proposed modification to that MFN Agreement.
- 2. This modification amends the MFN Agreement to extend its expiration date to December 12, 2011.
- 3. There are no outstanding issues between the parties that need the assistance of mediation and arbitration relating to the modification to the MFN Agreement.
- 4. The implementation of this modification to the MFN Agreement is consistent with the public interest, convenience and necessity.

5. This modification to the MFN Agreement does not discriminate against any telecommunications carrier. The modification is available to any similarly situated local service provider in negotiating a similar agreement.
  
6. The negotiated and executed modification to the MFN Agreement is consistent with Kansas law.

  
\_\_\_\_\_  
Janet Arnold

Subscribed and sworn to before me this 24<sup>th</sup> day of January, 2008.



  
\_\_\_\_\_  
Notary Public

My Commission Expires: *October 15, 2010*