



October 30, 2003

Karen Potkul  
NEXTLINK California, Inc.  
VP External Affairs  
1924 Deere Avenue  
Santa Ana, CA 92705

Re: Change in Law Notice under the approved Interconnection Agreement between NEXTLINK California, Inc. ("CLEC") and one or more of the following SBC ILECs: SBC Arkansas, SBC California, SBC SNET, SBC Illinois, SBC Indiana, SBC Kansas, SBC Michigan, SBC Missouri, SBC Nevada, SBC Oklahoma, SBC Ohio, SBC Texas and SBC Wisconsin (hereinafter referred to as "SBC") ("Interconnection Agreement")

Dear Karen Potkul:

Pursuant to applicable provisions of the Interconnection Agreement(s), SBC hereby notifies CLEC of a change in law event that impacts the rates, terms and conditions of the Agreement. The change in law occurs as a result of the recent effective date (October 2, 2003) of the FCC's Triennial Review Order, FCC 03-36 ("TRO"), released August 21, 2003. Also, SBC notified you between late April and early May of 2002 that the Agreement(s) was/were impacted by the D.C. Circuit Court of Appeals decision in *United States Telecom Association v. FCC*, 290 F.3d 415 (D.C. Cir. 2002). Negotiations pursuant to SBC's 2002 notice were postponed, in part because of the pendency of the TRO. SBC's 2002 invocation of the USTA change in law event has continued and SBC plans to seek modifications of affected terms of the Agreement(s) pursuant to that invocation as well as the TRO.

Subject to the above, this is to advise that (subject to any stay, appeals or associated review of the TRO), SBC is requesting to establish a negotiations schedule to negotiate the conforming changes SBC wishes to negotiate as a result of the TRO and USTA. In particular, SBC is providing notice by way of this letter that it is enforcing its rights to negotiate any and all conforming changes which may be needed to the Agreement(s) to conform it to the TRO and USTA which will include, but not be limited to, the following subjects:

- Network Elements no longer Required to be offered as UNEs
- Declassification of Unbundled Network Elements based upon Non-Impairment Findings or Presumptions
- Implementation of Line Sharing Grandfathering
- Removal of any broadband service references
- Qualifying Service Conditions
- Eligibility Criteria
- Scope of Shared Transport and SS7 availability with ULS

- Scope of CNAM, LIDB, 800, LNP, AIN availability with ULS
- Redefinition of certain Network Elements

SBC proposes that the Negotiations Start date for conforming modifications for TRO and USTA to the Interconnection Agreement(s) between the Parties in the above mentioned state(s) be set on 12/15/03. Consequently, if agreement between the Parties on conforming modifications is not reached, the Parties will engage in dispute resolution procedures set forth in the Agreement(s) by 03/12/04, or as otherwise agreed by the Parties.

It is anticipated that this time period will allow both Parties to review language proposals and to conduct any additional discussions or negotiations which may be required in an attempt to reach agreement on as many issues as possible.

If the foregoing Negotiations Start Date and date for proceeding to dispute resolution are acceptable, please sign in the space below and fax a copy to Keisha Rivers' attention at (214) 464-8528. In the event the Negotiations Start Date and dispute resolution date proposed in this letter are different than any dates already contemplated by the Agreement(s), the Parties agree that their agreement to the dates proposed in this letter constitute an agreed and valid amendment to the Agreement(s).

Should you have any questions or need further information, please contact your assigned Account Manager.

Sincerely,

Agreed to by CLEC's authorized representative:

Notices Manager  
Contract Management

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