

AMENDMENT

BETWEEN

**BELLSOUTH TELECOMMUNICATIONS, LLC D/B/A AT&T ALABAMA,
AT&T FLORIDA, AT&T GEORGIA, AT&T KENTUCKY, AT&T LOUISIANA,
AT&T MISSISSIPPI, AT&T NORTH CAROLINA, AT&T SOUTH CAROLINA
AND AT&T TENNESSEE, SOUTHWESTERN BELL TELEPHONE
COMPANY D/B/A AT&T MISSOURI AND AT&T OKLAHOMA**

AND

**QUANTUMSHIFT COMMUNICATIONS, INC.; QUANTUMSHIFT
COMMUNICATIONS, INC. d/b/a VCOM SOLUTIONS**



Signature: eSigned - Karen A WellerSignature: eSigned - William A. BockelmanName: eSigned - Karen A Weller
(Print or Type)Name: eSigned - William A. Bockelman
(Print or Type)Title: VP Corporate Development
(Print or Type)Title: Director
(Print or Type)Date: 10 Jun 2016Date: 10 Jun 2016

QuantumShift Communications, Inc.;
 QuantumShift Communications, Inc. d/b/a
 vCom Solutions

BellSouth Telecommunications, LLC d/b/a AT&T
 ALABAMA, AT&T FLORIDA, AT&T GEORGIA, AT&T
 KENTUCKY, AT&T LOUISIANA, AT&T MISSISSIPPI,
 AT&T NORTH CAROLINA, AT&T SOUTH CAROLINA
 and AT&T TENNESSEE, Southwestern Bell Telephone
 Company d/b/a AT&T MISSOURI and AT&T
 OKLAHOMA by AT&T Services, Inc., its authorized
 agent

State	Resale OCN	ULEC OCN
ALABAMA	2444	---
FLORIDA	2444	602H
GEORGIA	2444	747H
KENTUCKY	2444	604H
LOUISIANA	2444	---
MISSISSIPPI	2444	605H
MISSOURI	4184	---
NORTH CAROLINA	2444	606H
OKLAHOMA	4184	---
SOUTH CAROLINA	2444	824H
TENNESSEE	2444	---

Description	ACNA Code(s)
ACNA(s)	MVX

**AMENDMENT TO THE AGREEMENT
BETWEEN
QUANTUMSHIFT COMMUNICATIONS, INC.
QUANTUMSHIFT COMMUNICATIONS, INC. d/b/a VCOM SOLUTIONS**

**AND
BELLSOUTH TELECOMMUNICATIONS, LLC D/B/A AT&T ALABAMA, AT&T FLORIDA, AT&T
GEORGIA, AT&T KENTUCKY, AT&T LOUISIANA, AT&T MISSISSIPPI, AT&T NORTH CAROLINA,
AT&T SOUTH CAROLINA AND AT&T TENNESSEE, SOUTHWESTERN BELL TELEPHONE
COMPANY D/B/A AT&T MISSOURI AND AT&T OKLAHOMA**

This Amendment (the "Amendment") amends the Agreement(s) by and between AT&T and CARRIER as shown in the attached Exhibit A.

WHEREAS, AT&T and CARRIER are Parties to the Agreement(s) as shown in the attached Exhibit A.

WHEREAS, the Parties desire to amend the Agreement to implement the *Lifeline and Link Up Reform and Modernization et al.*, WC Docket No. 11-42 et al., Second Report and Order, FCC 15-71, Released June 22, 2015 ("FCC Lifeline Order"); and

NOW, THEREFORE, in consideration of the promises and mutual agreements set forth herein, the Parties agree to amend the Agreement as follows:

1. The Amendment is composed of the foregoing recitals, the terms and conditions, contained within, and Exhibit A - Listing of Agreements, all of which are hereby incorporated within this Amendment by this reference and constitute a part of this Amendment.
2. **Lifeline and Link Up Services**
 - 2.1. Delete the rates, terms and conditions related to Lifeline and Link Up service offerings from the Agreement. Lifeline and Link Up service will no longer be available under the Agreement beginning 180 days after Federal Register publication of the Office of Management and Budget's (OMB) approval.
3. This Amendment shall be deemed to revise the terms and provisions of the Agreement only to the extent necessary to give effect to the terms and provisions of this Amendment. In the event of a conflict between the terms and provisions of this Amendment and the terms and provisions of the Agreement (including all incorporated or accompanying Appendices, Addenda, and Exhibits to the Agreement), this Amendment shall govern, provided, however, that the fact that a term or provision appears in this Amendment but not in the Agreement, or in the Agreement but not in this Amendment, shall not be interpreted as, or deemed grounds for finding, a conflict for purposes of this Amendment.
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 not modify or extend the Effective Date or Term of the underlying Agreement, but rather, shall be coterminous with such Agreement.
6. EXCEPT AS MODIFIED HEREIN, ALL OTHER TERMS AND CONDITIONS OF THE UNDERLYING AGREEMENT SHALL REMAIN UNCHANGED AND IN FULL FORCE AND EFFECT.
7. Signatures by all Parties to this Amendment are required to effectuate this Amendment. This Amendment may be executed in counterparts. Each counterpart shall be considered an original and such counterparts shall together constitute one and the same instrument.

- 7.1. For Alabama, Florida, Georgia, Kentucky, Louisiana, Mississippi, Missouri, North Carolina, Oklahoma, South Carolina, Tennessee: This Amendment shall be filed with and is subject to approval by the applicable state Commission and shall become effective ten (10) days following approval by such Commission.

Exhibit A

AT&T ILEC (“AT&T”)	CARRIER Legal Name	Contract Type	Executed Date
BellSouth Telecommunications, LLC d/b/a AT&T ALABAMA	QuantumShift Communications, Inc.	Resale	8/15/06
BellSouth Telecommunications, LLC d/b/a AT&T Florida d/b/a AT&T Southeast	QuantumShift Communications, Inc.	Resale	8/15/06
BellSouth Telecommunications, LLC d/b/a AT&T GEORGIA	QuantumShift Communications, Inc.	Resale	8/15/06
BellSouth Telecommunications, LLC dba AT&T Kentucky and AT&T Southeast	QuantumShift Communications, Inc.	Resale	8/15/06
BellSouth Telecommunications, LLC d/b/a AT&T LOUISIANA	QuantumShift Communications, Inc. d/b/a vCom Solutions	Resale	7/25/12
BellSouth Telecommunications, LLC d/b/a AT&T MISSISSIPPI	QuantumShift Communications, Inc.	Resale	8/15/06
BellSouth Telecommunications, LLC d/b/a NORTH CAROLINA	QuantumShift Communications, Inc.	Resale	8/15/06
BellSouth Telecommunications, LLC d/b/a AT&T SOUTH CAROLINA	QuantumShift Communications, Inc.	Resale	8/15/06
BellSouth Telecommunications, LLC d/b/a AT&T TENNESSEE	QuantumShift Communications, Inc.	Resale	8/15/06
Southwestern Bell Telephone Company d/b/a AT&T MISSOURI	QuantumShift Communications, Inc.	Resale	6/14/01

Southwestern Bell Telephone Company d/b/a AT&T OKLAHOMA	QuantumShift Communications, Inc.	Resale	5/5/06
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