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AMENDMENT 1
TO THE
TELECOMMUNICATIONS SERVICES AGREEMENT
BETWEEN
VERIZON GROBAL NETWORKS INC.
AND
MCI WORLDCOM NETWORK SERVICES, INC.

05 DEC 29 PM 1:35

STATE OF WASH.
UTIL. AND TRANSP.
COMMISSION

This Amendment 1 to the Telecommunications Services Agreement (Contract No. TSA0103020-1) (Agreement) by and between MCI WorldCom Network Services, Inc., a Delaware corporation, with offices at 6929 N. Lakewood Avenue, Tulsa, Oklahoma 74117 ("Provider"), and Verizon Global Networks Inc., a Delaware corporation, with offices at 6665 N. MacArthur Boulevard, Irving, Texas 75039 ("Customer") shall be effective on the date set forth below.

1. EFFECTIVE DATE

This Amendment 1 shall be effective October 1, 2001.

2. AGREEMENT MODIFICATION

2.1 Exhibit C, Section 26 PRIVATE LINE

First paragraph should be amended to reflect the following:

"The Provider Private Line Services portfolio is composed of the following Private Line services: Voice Grade (VG), Digital Private Line (DS0), Fractional DS-1, DS-1, Fractional DS-3, DS-3, SONET Ring Restorable PL (OC-3, OC-12), and Digital Reconfiguration Service (DRS). Provider Private Line Services will be offered as a premium portfolio with the widest breadth of enterprise services built on a facility based network that offers local, long distance and global reach."

2.2 Exhibit C, Subsection 26.3.1 Installation Charges

AMENDMENT SECTION 2.2 REDACTED

2.3 Exhibit C, Attachment C-5 ADVANCED TOLL FREE

Replace page C-51 with the new page C-51 attached hereto as **Attachment 1**.

At the end of Attachment C-5 add a new Section 5 ENHANCED CALL ROUTING (ECR) as set forth in **Attachment 2** to this Amendment.

2.4 Exhibit C, Attachment C-6, Pages C-59 through C-61 SPECIAL APPLICATION

Replace pages in their entirety with revised pages as set forth in **Attachment 3** to this Amendment.

3. OTHER TERMS AND CONDITIONS

Except as specifically amended herein, the terms and conditions of the Agreement, including any Amendments thereto, shall remain in full force and effect during the term of the Agreement.

IN WITNESS WHEREOF the parties have entered into this Amendment 1 as of the date set forth above.

SEANICES

MCI WORLD COM NETWORKS INC

VERIZON GLOBAL NETWORKS INC.

Robert Allen Brejcha
Signature

Michael J. Craft
Signature

Robert Allen Brejcha
Print Name

Michael J. Craft
Print Name

Vice President
Title

Director
Title

October 17, 2001
Date

October 22, 2001
Date

7/17

[Handwritten initials]

ATTACHMENT 1

(REPLACE PAGE C-51 WITH THE ATTACHED NEW PAGE C-51)

ATTACHMENT 1 REDACTED

ATTACHMENT 2

(ADD THE NEW PAGE C-58A ATTACHED HERETO)

ATTACHMENT 2 REDACTED

ATTACHMENT 3

(REPLACE PAGES C-59 THROUGH C-61 WITH THE ATTACHED NEW PAGES C-59
THROUGH C-61)

ATTACHMENT 3 REDACTED

