

STATE OF ILLINOIS
ILLINOIS COMMERCE COMMISSION

ILLINOIS BELL TELEPHONE COMPANY)
d/b/a AT&T ILLINOIS d/b/a AT&T)
WHOLESALE and TW TELECOM OF)
ILLINOIS LLC)
Joint Petition for Approval of 1st)
Amendment to the Interconnection)
Agreement dated December 3, 2012)
pursuant to 47 U.S.C. § 252)

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**JOINT PETITION FOR APPROVAL OF 1ST AMENDMENT TO THE
INTERCONNECTION AGREEMENT BETWEEN
TW TELECOM OF ILLINOIS LLC AND AT&T ILLINOIS**

Illinois Bell Telephone Company d/b/a AT&T Illinois d/b/a AT&T Wholesale (“AT&T Illinois”) and tw telecom of illinois llc through counsel, hereby request that the Commission review and approve the attached 1st Amendment to the Interconnection Agreement dated December 3, 2012 pursuant to Sections 252(a)(1) and 252(e) of the Telecommunications Act of 1996 47 U.S.C. §§ 252(a)(1), 252(e), (the “Act”). In support of their request, the parties state as follows:

1. The Parties have agreed that the Interconnection Agreement be amended to provide for certain terms and conditions and have entered into this Amendment to set forth such terms and conditions.

2. Specifically, AT&T Illinois and tw telecom of illinois llc have participated in an industry-wide collaborative process conducted under the terms of the current Part 731 Wholesale Service Quality Plan, beginning in July 2006 and lasting for roughly 13 months. During that time many issues were identified and resolved. In the end, a new Remedy Plan and new Performance Measurements User Guide were agreed upon by the collaborative participants, and are being incorporated into the parties’ Interconnection Agreement via this Amendment.

3. Pursuant to Section 252(e)(2) the Commission may only reject a negotiated agreement if it finds that (1) the agreement discriminates against another carrier or (2) implementation of the Agreement would not be consistent with the public interest, convenience and necessity. Neither basis for rejection is present here.

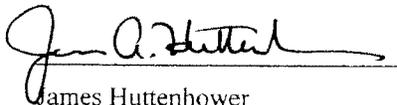
4. Copies of the 1st Amendment are available for public inspection in AT&T Illinois and tw telecom of illinois llc’s public offices.

WHEREFORE, AT&T Illinois and tw telecom of illinois llc respectfully request that the Commission approve the attached 1ST Amendment to the Interconnection Agreement under Section 252(e) of the Act as expeditiously as possible.

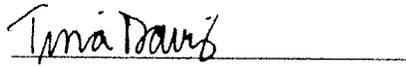
Respectfully submitted this 4th day of DECEMBER, 2012

AT&T ILLINOIS

TW TELECOM OF ILLINOIS LLC
BY: TW TELECOM HOLDINGS INC., ITS
SOLE MEMBER



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AT&T Illinois
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Counsel



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Sr. VP and Deputy General Counsel

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STATEMENT IN SUPPORT OF JOINT PETITION FOR APPROVAL

I, Patrick Doherty, am Director-Regulatory for AT&T Services, Inc., and submit this Statement in Support of the Joint Petition for Approval of the 1st Amendment to the Negotiated Interconnection Agreement between tw telecom of illinois llc and AT&T Illinois.

The attached 1st Amendment to the Interconnection Agreement (the “Agreement”) between Illinois Bell Telephone Company d/b/a AT&T Illinois d/b/a AT&T Wholesale (“AT&T Illinois”) and tw telecom of illinois llc was reached through voluntary negotiations between the parties. Accordingly, AT&T Illinois and tw telecom of illinois llc request approval pursuant to Sections 252(a)(1), 252(e) of the Telecommunications Act of 1996 (sometimes referred to as the “Act”).

The Amendment meets all the requirements of the Act and the Commission should approve it.

The Agreement is amended as follows:

- This Amendment replaces the existing performance measures and remedies provisions of the underlying Agreement with the attached new AT&T Midwest Performance Remedy Plan Appendix and extends the plan through December 31, 2014.
- This amendment shall not modify or extend the Effective Date or Term of the underlying Agreement, but rather, shall be coterminous with the underlying Agreement.
- Except as modified herein, all other terms and conditions of the underlying agreement shall remain unchanged and in full force and effect.

STATE OF Colorado)
)
COUNTY OF Douglas)

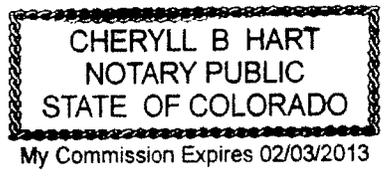
VERIFICATION

Tina Davis, being first duly sworn, states on oath that she/he is Sr. VP and Deputy General Counsel for tw telecom of illinois llc and that the facts stated in the foregoing Joint Petition for Approval of 1st Amendment to the Interconnection Agreement and Statement in Support are true and correct to the best of her/his knowledge, information and belief.

Tina Davis
Tina Davis

Subscribed and sworn to before me this 26 day of November, 2012

Cheryll B Hart
Notary Public



STATE OF TEXAS)
)
COUNTY OF DALLAS)

VERIFICATION

Patrick Doherty, being duly sworn, states on oath that he is Director-Regulatory for AT&T Services, Inc., and that the facts stated in the foregoing Joint Petition for Approval of Interconnection Amendment and Statement in Support of Joint Petition for Approval are true and correct to the best of his knowledge, information and belief.

Patrick Doherty

Patrick Doherty

Subscribed and sworn to before me this 3rd day of December, 2011.

Lore J. Frazier

Notary Public

