

**AMENDMENT  
TO RESALE AGREEMENT**

**By and Between**

**AMERITECH ILLINOIS**

**AND**

**ILLINOIS TELEPHONE COMPANY**

The Resale Agreement, dated April 11, 2001 (“the Agreement”), by and between Ameritech Illinois (“AMERITECH”) and Illinois Telephone Company (“CLEC”) is hereby amended as follows:

- (1) Addition of Appendix Illinois Recourse Credits
- (2) Table of Contents modified to add additional Appendix
- (3) 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.
- (4) This Amendment is intended to supersede and replace any provisions by which Ameritech was required to reimburse CLEC for amounts paid to CLEC’s end users for failure to meet any performance or service related obligations. EXCEPT AS MODIFIED HEREIN, ALL OTHER TERMS AND CONDITIONS OF THE UNDERLYING AGREEMENT SHALL REMAIN UNCHANGED.
- (5) This Amendment shall be filed the Illinois Commerce Commission (“ICC”) and shall become effective ten (10) days following such filing.

IN WITNESS WHEREOF, this Amendment to the Agreement was exchanged in triplicate on this \_\_\_\_ day of \_\_\_\_\_, 2002, by Ameritech, signing by and through its duly authorized representative, and CLEC, signing by and through its duly authorized representative.

**Illinois Telephone Company**

**\*SBC Telecommunications, Inc.  
as agent for Ameritech Illinois**

By: \_\_\_\_\_

By: \_\_\_\_\_

Title: \_\_\_\_\_

Title: President – Industry Markets

Name: \_\_\_\_\_  
(Print or Type)

Name: \_\_\_\_\_  
(Print or Type)

Date: \_\_\_\_\_

Date: \_\_\_\_\_

\* On January 25, 1999, the United States Supreme Court issued its opinion in *AT&T Corp. v. Iowa Utilities Board*, 525 U.S. 366 (1999)(and on remand *Iowa Utilities Board v. FCC*, 219 F.3d 744 (8th Cir. 2000) and on June 1, 1999, the United States Supreme Court issued its opinion in *Ameritech v. FCC*, No. 98-1381, 1999 WL 116994, 1999 Lexis 3671 (June 1, 1999). In addition, on July 18, 2000, the United States Court of Appeals for the Eighth Circuit issued its opinion in *Iowa Utilities Board v. FCC*, No. 96-3321, 2000 Lexis 17234, which is the subject of a pending appeal before the Supreme Court. By executing this amendment, Ameritech does not waive any of its rights, remedies or arguments with respect to any such decisions or proceedings or any remands thereof, including its right to seek legal review or a stay of such decisions, or its rights under Sections 28 of the Resale Agreement between Illinois Telephone Company and Ameritech.