

COLE, RAYWID & BRAVERMAN, L.L.P.

K.C. HALM
ADMITTED IN DC AND MD
DIRECT DIAL
202-659-9750
KHALM@CRBLAW.COM

ATTORNEYS AT LAW
1919 PENNSYLVANIA AVENUE, N.W., SUITE 200
WASHINGTON, D.C. 20006-3458
TELEPHONE (202) 659-9750
FAX (202) 452-0067
WWW.CRBLAW.COM

LOS ANGELES OFFICE
2381 ROSECRANS AVENUE, SUITE 110
EL SEGUNDO, CALIFORNIA 90245-4290
TELEPHONE (310) 643-7999
FAX (310) 643-7997

December 2, 2004

VIA ELECTRONIC FILING

Ms. Lynda L. Dorr
Secretary to the Commission
Public Service Commission of Wisconsin
610 North Whitney Way
P.O. Box 7854
Madison, WI 53707-7854

**Re: Request for Approval of Interconnection, Collocation and Resale Agreement
between Charter Fiberlink, LLC and Mid-Plains Telephone, LLC d/b/a TDS
Telecom**

Dear Ms. Dorr:

With this filing Charter Fiberlink, LLC and Mid-Plains Telephone, LLC d/b/a TDS Telecom hereby request Commission approval, pursuant to 47 USC § 252, of the enclosed interconnection agreement. The Parties believe that the provisions in the interconnection agreement are consistent with applicable federal and State law, and applicable Wisconsin Public Service Commission decisions. Accordingly, the Parties hereby request that the Interconnection Agreement be approved as submitted.

Please note that the attached agreement includes a photocopy of the signature page. The original signature page will be forwarded to your attention by first-class mail as soon as possible. A copy of the electronic filing has been served by US Postal Service on December 2, 2004 on TDS' representatives, as follows:

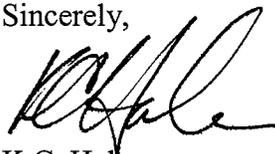
Ms. Linda Lowrance
TDS TELECOM
9737 Cogdill Road, Suite 230
Knoxville, TN 37932

Mr. Grant Spellmeyer, Esq.
TDS TELECOM
P.O. Box 5366
Madison, WI 53705-0366

Lynda L. Dorr
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Thank you for your assistance with this matter. If you have any questions, please contact me directly at 202-828-9887.

Sincerely,

A handwritten signature in black ink, appearing to read 'K.C. Halm', written in a cursive style.

K.C. Halm

Counsel for Charter Fiberlink, LLC

cc: Carrie Cox, Charter Fiberlink, LLC
Linda Lowrance, TDS Telecom
Grant Spellmeyer, TDS Telecom

INTERCONNECTION AGREEMENT

This Agreement is made effective as defined below, and is between Mid-Plains Telephone, LLC d/b/a ("TDS TELECOM") and Charter Fiberlink, LLC, a Delaware limited liability corporation, with its principal place of business at 12405 Powerscourt Drive, St. Louis, Missouri 63131("CHARTER").

WHEREAS, the Telecommunications Act of 1996 (the "Act") was signed into law on February 8, 1996; and

WHEREAS, section 252(i) of the Act requires TDS TELECOM to make available any interconnection, service, or network element provided under an agreement approved by the appropriate state regulatory body to any other requesting telecommunications carrier upon the same terms and conditions as those provided in the agreement in its entirety; and

WHEREAS, CHARTER has requested that TDS TELECOM make available the interconnection agreement in its entirety executed between TDS TELECOM and TDS Metrocom, Inc. ("METROCOM") dated July 1, 2002.

NOW, THEREFORE, in consideration of the promises and mutual covenants of this Agreement CHARTER and TDS TELECOM hereby agree as follows:

1. CHARTER and TDS TELECOM shall adopt in its entirety the METROCOM Interconnection Agreement dated July 1, 2002 and any and all amendments to said agreement executed and approved by the appropriate state regulatory commission as of the date of the execution of this Agreement. The METROCOM Interconnection Agreement and all amendments are attached hereto as Exhibit 1 and incorporated herein by this reference.
2. In the event that CHARTER consists of two (2) or more separate entities as set forth in the preamble to this Agreement, all such entities shall be jointly and severally liable for the obligations of CHARTER under this Agreement.
3. This Agreement shall be effective on the date of last signature below, and shall expire as set forth in Section 5 of the METROCOM Interconnection Agreement.
4. Every notice, consent, approval or other communications required or contemplated by this Agreement shall be in writing and shall be delivered in the case of CHARTER to:

Charter Fiberlink, LLC
Attn: Carrie Cox, Director Legal & Regulatory Affairs- Telephony
12405 Powerscourt Drive
St. Louis, MO 63131
(314) 543-2567 voice

(314) 965-6640 facsimile

With a copy to:

Christopher W. Savage
K.C. Halm
Cole, Raywid & Braverman, L.L.P.
1919 Pennsylvania Ave., N.W., Suite 200
Washington, D.C. 20006
(202) 659-9750 (phone)
(202) 452-0067 (fax)
chris.savage@crblaw.com
kc.halm@crblaw.com

In the case of TDS TELECOM to:

TDS TELECOM
9737 Cogdill Road, Suite 230
Knoxville, TN 37932
Attention: Carrier Relations
(865) 966-4700 voice
(865) 966-4720 facsimile

With a copy to:

TDS TELECOM
P.O. Box 5366
Madison, WI 53705-0366
Attention: Grant Spellmeyer, Regulatory & Corporate Counsel

or at such other address as the intended recipient may direct in writing.

