

In Witness whereof, the Parties hereto have caused this Amendment to be executed on the date shown below by their respective duly authorized representatives.

B & S Telecom, Inc.

Signature: [Handwritten Signature]

Name: Harold A. Yurkiewicz
(Print or Type)

Title: President
(Print or Type)

Date: Jan 28, 2004

Wisconsin Bell, Inc. d/b/a SBC Wisconsin by SBC Telecommunications, Inc., its authorized agent

Signature: [Handwritten Signature]

Name: Christy Gehlbach
(Print or Type)

Title: For/ President - Industry Markets

Date: 1-22-04

FACILITIES-BASED OCN# 9522

ACNA _____