

**INTERCONNECTION AGREEMENT UNDER SECTIONS 251 AND 252 OF THE
TELECOMMUNICATIONS ACT OF 1996**

This Agreement, which shall become effective as of the _____ day of _____, 2002, is entered into by and between AT&T Communications of Wisconsin, a New York Corporation, having an office at 222 West Adams, 11th Floor, Chicago, IL 60606 (“**AT&T**”) and Wisconsin Bell Inc. D/B/A Ameritech Wisconsin an Wisconsin corporation with offices at 722 N. Broadway, Milwaukee, Wisconsin 53202 (“**SBC-AMERITECH**” or “**Ameritech**” herein) through its authorized agent SBC Telecommunications, Inc.

RECITALS

A. SBC-AMERITECH is an Incumbent Local Exchange Carrier as defined by the Act, authorized to provide certain Telecommunications Services within Wisconsin.

B. SBC- AMERITECH is engaged in the business of providing, among other things, local Telephone Exchange Service within Wisconsin.

C. AT&T has been granted authority to provide certain local Telephone Exchange Services within Wisconsin and is a Local Exchange Carrier as defined by the Act.

D. The Parties are entering into this Agreement to set forth the respective obligations of the parties and the terms and conditions under which the Parties will Interconnect their networks and facilities and provide to each other Telecommunications Services as required by the Act as set forth herein.

NOW, THEREFORE, in consideration of the mutual premises and the covenants contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, AT&T and SBC-AMERITECH hereby agree as follows: