FURTHER AMENDMENT TO AMENDMENT
Superseding Certain Compensation, Interconnection and Trunking Provisions

This Further Amendment to Amendment Superseding Certain Compensation, Interconnection and Trunking Provision ("Further Amendment") dated this 24th day of July 2003, by and between Wisconsin Bell, Inc. d/b/a SBC Wisconsin,[1] and any of its future affiliates or subsidiaries which are the Incumbent Local Exchange Carrier (hereinafter individually referred to as "SBC ILEC") and ICG Telecom Group, Inc. ("ICG"). SBC ILEC and ICG shall be referred to collectively as the "Parties."

1. The Parties further acknowledge that they executed an Amendment Superseding Certain Compensation, Interconnection and Trunking Provisions ("Amendment") and such amendment is now expressly being revised and superceded by this Further Amendment. Any inconsistencies between the provisions of this Further Amendment and the provisions of the current or future Interconnection Agreements (whether arbitrated, negotiated or otherwise) and any amendments thereto will be governed by the provisions of this Further Amendment, unless this Further Amendment is expressly superseded by a future amendment between the Parties.

2. During the period June 1, 2003 through May 31, 2004, neither of the Parties will seek directly or indirectly to obtain alternate terms and conditions to those stated herein. ICG hereby waives its section 252(i) MFN rights for any reciprocal compensation, points of interconnection or trunking requirements that are subject to this Further Amendment. This waiver includes, but is not limited to any sale of ICG's assets, in which case ICG shall obtain the purchaser's agreement to be bound by the reciprocal compensation terms and conditions set forth herein. During the period June 1, 2003 through May 31, 2004, and except as stated in 3.1(b), the Parties waive any rights they may have under the Intervening/Change of Law provisions with respect to any reciprocal compensation, points of interconnection or trunking requirements that are subject to this Further Amendment.

3. In order to qualify for receipt of the reciprocal compensation rates provided in this Further Amendment, ICG must achieve and maintain the minimum points of interconnection and trunk engineering guidelines set forth in Sections 3.1 through 3.4.

   3.1 ICG will exert commercially reasonable efforts in each SBC ILEC state to establish a physical point of interconnection (POI) in each mandatory local

[1] Wisconsin Bell, Inc. ("Wisconsin Bell"), a Wisconsin corporation, is a wholly owned subsidiary of Ameritech Corporation, which owns the former Bell operating companies in the States of Illinois, Indiana, Michigan, Ohio and Wisconsin. Wisconsin Bell offers telecommunications services and operates under the names "SBC Wisconsin" and "SBC Ameritech Wisconsin", pursuant to assumed name filings with the State of Wisconsin. Ameritech Corporation is a wholly owned subsidiary of SBC Communications, Inc..